

EXHIBIT "B"

CATERPILLAR

COMMUNITY MASTER PLAN

Approved November 17, 1999
Case No. CMP-99-22

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Caterpillar

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Caterpillar COMMUNITY MASTER PLAN

INTRODUCTION

Caterpillar is envisioned to be the finest master planned community given the time, location, and market. As such, the goal of Caterpillar is to be a sustainable community with a variety of jobs, housing, recreational, and cultural opportunities. The significant planning effort undertaken for the project will help ensure that Caterpillar will truly be a special and unique place to live, work, shop, and play.

PROJECT OVERVIEW

Physical Setting

The Caterpillar master planned community (hereinafter referred to as "Caterpillar" or the "Property") is comprised of approximately 8,800 acres located in the northeastern portion of the Town of Buckeye (the "Town") and on the eastern side of the White Tank Mountains which provide a natural western boundary for the Phoenix metropolitan area. The Property is more particularly described in **Exhibit A**. Caterpillar is bound on the west by the summit of the White Tank Mountains and on the east by Tuthill Road with a small section extending to Jackrabbit Trail. The Property's northern boundary is comprised of the Glendale Avenue and the Northern Avenue alignments. The southern boundary lies north and south of Interstate 10. Adjacent neighbors of the Property include the White Tank Mountain Regional Park and Arizona State Land Department to the north and Bureau of Land Management property to the west. The majority of the land to the east and south is privately owned.

Caterpillar benefits from exceptional views of the Phoenix metropolitan area and surrounding mountain ranges as well as the Agua Fria River and Gila River valleys. The Property rises in elevation from 1,075 feet above sea level at the southeast corner to 3,671 feet above sea level at the highest peak of the Property.

The Caterpillar development team (the "Development Team") is dedicated to maintaining significant natural features of the Property and in some cases

improving existing conditions. For example, many areas on the Property impacted by previous activity will be improved through the development of the community.

An on-site pathway and trail network is intended to provide important linkages to parks, schools, churches, commercial sites, resort sites, municipal facilities, and common areas, as well as linkages to off-site locations.

The Caterpillar Community Master Plan (the "CMP") includes a variety of land uses contained within distinct "Planning Units". These Planning Units will be linked through an integrated circulation system, including a pathway and trail system, as well as an overall thematic character that will define the Caterpillar community.

Caterpillar is planned to have an overall density of 14,080 residential dwelling units on approximately 8,800 acres creating an overall gross density of approximately 1.60 dwelling units per acre. The intent of the CMP is to provide a cohesive framework that incorporates a variety of housing types and community support uses linked to form a flexible and vibrant community to grow and thrive as the Town continues to expand and mature.

Applicant

The Applicant for the CMP is DMB White Tank, LLC, an Arizona limited liability company ("DMB White Tank"). DMB White Tank shall be hereinafter referred to as the "Developer".

Caterpillar Foundation, an Illinois not-for-profit corporation ("Caterpillar Foundation") is the owner of Parcel A and DMB White Tank is the owner of Parcels B and C as more particularly described in **Exhibit A**.

DMB Associates, Inc. ("DMB"), parent of DMB White Tank, is a diversified real estate investment and development firm. Since its inception in 1984, DMB has been a major developer and owner of commercial real estate in metropolitan Phoenix. In the past ten years, community development has become a central focus of DMB's real estate endeavors. DMB has distinguished itself as one of the nation's premier master plan community developers by successfully creating communities that function and last. Special emphasis is placed on elements such as education, recreation, technology, health and wellness, and governance. Some of its communities

include DC Ranch in Scottsdale, Power Ranch in Gilbert, Superstition Springs in Mesa, Forest Highlands in Flagstaff, Ladera Ranch in Orange County, California, Lahontan in Tahoe, California, and Black Mountain Ranch in San Diego, California. DMB's vision is that its communities become "home" in the truest sense of the word and endure as meaningful places for the people that live there. DMB strives to create livable neighborhoods, not just subdivisions, because it intends for its communities to develop and mature over decades to come.

Caterpillar Foundation is a not-for-profit philanthropic company based in Peoria, Illinois. Established in 1952, the Foundation provides funds for educational, cultural, and community activities throughout the country. The Caterpillar Foundation is the owner of approximately 8,640 acres of the Property and intends to use proceeds from the sale of the Property in its continued philanthropic endeavors. The chairman of Caterpillar Inc., Glen A. Barton, is a member of the Board of Directors of the Caterpillar Foundation.

Development Team

The Development Team has been assembled with the specific charge to create a vision and plan for a world-class master planned community. The Development Team is comprised of planners, architects, archeologists, biologists, hydrologists, geologists, engineers, and legal counsel with significant experience in the planning and development of first-class master planned communities. The expertise gathered for this project will help to ensure that Caterpillar will be a true asset to the Town, its residents, and the region.

The Caterpillar design team is led by EDAW, Inc. along with Swaback Partners pllc, both internationally renowned architecture/planning firms.

EDAW Inc. is a multi-disciplinary firm that has been a guiding force in the fields of planning, urban design, and landscape architecture for over half a century. EDAW's special emphasis upon the broad and increasingly complex issues of land use planning and design both encourages appropriate use of resources and enhances the environment.

Much of EDAW's work involves large-scale master planning for new communities worldwide. Each of these projects involves a comprehensive approach to planning, one that incorporates every aspect of environmental

management and community building. Projects by EDAW include Celebration in Florida, Desert Mountain in Arizona, Ladera Ranch and Valencia Town Center in California, Las Campanas in New Mexico, and Summerlin Town Center in Nevada.

Vernon Swaback, a protégé of Frank Lloyd Wright, is known as the expert in sensitive development of the Sonoran Desert. Mr. Swaback has been involved in several significant projects in Arizona including the Arizona Biltmore in Phoenix, DC Ranch in Scottsdale, and Superstition Mountain in the East Valley.

COMMUNITY VISION

Vision Statement

Caterpillar is planned to be a sustainable community with a strong identity and vision that integrates diverse residential neighborhoods with commercial uses including employment and resort opportunities. The Caterpillar CMP provides a framework to preserve and celebrate the natural features of the Property and provide a truly special place to live, work, shop, and play.

Caterpillar is envisioned to set a new standard for development in the West Valley. It is the intent of the Development Team to define the quality of development in the region, establish the framework for responsible future development, and set new standards for future master planned communities in the region.

GOALS AND OBJECTIVES

Environmental Sensitivity

The Caterpillar CMP has been planned to embrace and enhance the varied topography and other natural features of the Property. In addition, the plant palette for Caterpillar will consist of both native and non-native desert plant material to supplement the existing flora on the Property.

Phasing of Development

The creation of a successful and sustainable master planned community requires a commitment to long range land use planning. As such, the community and all the associated infrastructure will be built in phases. The ultimate schedule of phasing will be dependent upon the market and economic conditions, absorption rates, and construction logistics.

Creation of Quality and Connected Neighborhoods

The residents of Caterpillar will be connected via internal linkages including multi-use and pedestrian pathways to schools, parks, shopping, and other community amenities. The CMP will provide residents with a means of traveling throughout the community without relying strictly on the automobile. The CMP provides for a variety of housing types and a private governance structure which will establish quality control throughout the Property for the life of the project and beyond the last house built. Finally, the CMP will provide opportunities to accommodate ever-changing lifestyles and communication needs.

Design and Creation of a Strong Thematic Character

The Caterpillar CMP sets forth the framework to embrace the existing natural features of the Property. By integrating a cohesive theme and by designing and using appropriate materials, colors, and forms, the long-term value of the Property will be preserved. The attention to these details is critical to the long-term success of Caterpillar.

EXISTING CONDITIONS

Overview

The following Section provides an overview of the existing conditions on the Property, as well as surrounding areas. Detailed analyses of site characteristics including natural resources, cultural resources, and other environmental characteristics have been undertaken and are summarized below.

Existing Conditions

The Property was historically used by Caterpillar, Inc. for equipment testing and demonstration from 1948 until 1989. Most of the existing site improvements and access features are a result of Caterpillar, Inc. uses during this approximately forty (40) year period. The majority of the Property is undisturbed.

Regional Drainage Patterns

The majority of the property drains southeasterly through a series of washes (White Granite Wash, Diversion Dike Wash, Tractor Wash, Osborn Road Wash, and Bulldozer Wash) to a drainage corridor along the west side of the Tuthill Road alignment (Tuthill Dike Wash). This drainage corridor leads to the southeast corner of the site where it crosses under Interstate 10 before reaching the White Tanks Flood Retarding Structure ("FRS") No. 4. This structure is located along the north side of the Van Buren Street alignment, between Tuthill Road and Jackrabbit Trail, and has a total drainage area of approximately twenty (20) square miles. A portion of the north end of the Property drains easterly to the White Tanks FRS No. 3, generally located east and north of the Jackrabbit Trail and Bethany Home Road alignments.

Topography and Slope Analysis

The topography of the site varies greatly with the White Tank Mountains along the west side of the Property. The Property rises in elevation from 1,075 feet above sea level at the southeast corner of the site to 3,671 feet at the highest peak near the northwest corner of the site. From the low point of the Property, the topography rises gently in a northwesterly direction into the White Tank Mountains. Small hill forms are also present within the Property. Slopes on the site vary from approximately one (1) percent to greater than thirty (30) percent. Approximately one half ($\frac{1}{2}$) of the Property has less than a five (5) percent slope.

Geology

Soils Association

The Property has been extensively surveyed for soil types and conditions. No significant impacts are anticipated in developable

areas due to relatively homogeneous site soils classified as silty sand with gravel.

Seismic

Although there are potentially active faults and/or fault zones in the general vicinity of the Property, there are no known or mapped faults on the site that are younger than the tertiary age. Additionally, the geologic information on the faults indicates that they have a relatively long reoccurrence interval, and the potential for large, structure-damaging earthquakes is relatively minor. Seismic activity should not have a significant impact on the design of structures located on the Property.

Hydrogeology

Groundwater which exists within the boundaries of the Property is estimated to be located at a depth of 350 to 450 feet below the ground surface. Hydrogeologic conditions surrounding the Property provide several options for water delivery to the site.

Biology

A Natural Resources Overview was prepared for the Property by SWCA, Inc. which provides a listing of common vertebrate wildlife species recorded on the Property as well as a description and mapping of vegetation association in the project area.

A detailed review of the Property together with the habitat requirements of threatened and endangered species identified by the United States Fish and Wildlife Service revealed that there are no federally-listed species on or near the project area, including the Cactus ferrugineous pygmy-owl.

Cultural Resources

The Property was extensively surveyed for cultural resources by Soil Systems, Inc. Although no human remains or burial goods have been identified, if they are encountered during construction activities,

construction will halt and the Arizona Museum will be notified in accordance with Arizona Revised Statutes §41-865.

Native Vegetation

Vegetation within the Property is characterized as the Arizona Upland and Lower Colorado River subdivisions of the Sonoran Desertscrub Biome.

Caterpillar COMMUNITY MASTER PLAN

I. REZONING PROCESS

1.01 PLANNED COMMUNITY LAND USE DISTRICT

The legislative action contemplated in response to the Developer's application is a rezoning -- specifically, a rezoning of the Property to the Planned Community Land Use District and the approval of the Caterpillar Community Master Plan ("CMP"). The Planned Community Land Use District (the "PC District") was designed by the Town to accommodate land uses and development standards approved by the Town as part of a Community Master Plan.

1.02 COMMUNITY MASTER PLAN

A. Purpose

Pursuant to the Development Code of the Town (the "Development Code"), the purpose of a Community Master Plan is to provide a means of regulating large master planned developments in the PC District. A Community Master Plan establishes land use designations and regulations, intensities, provisions for public facilities, design regulations, phasing schedules, and procedures for administration and implementation.

B. Conformance with the General Plan

The CMP reflects the goals and objectives of the General Plan of the Town (the "General Plan") and is consistent with its purpose and intent. Specifically, the CMP will achieve the following goals:

- Creation of a strong sense of community.
- Identification of the unique physical setting at the base of the White Tank Mountains to clearly distinguish Caterpillar from other master planned communities.

- Creation of a sustainable community where residential, civic, cultural, educational, retail, recreational, and employment areas are located within close proximity to one another and are easily accessible.
- Provision of a hierarchy of streets for a balanced mix of pedestrians and automobiles.
- Provision of recreational amenities which are accessible to all and are appropriately placed within walking distance of residential areas, employment areas, and resorts.
- Inclusion of a mix of residential densities and subdivision designs to reflect the physical terrain and provide a broad matrix of housing opportunities necessary for a sustainable community.

C. Relationship to the Land Use District Map

Pursuant to the Development Code, the CMP establishes land use designations for the Property. Land uses for the Property shall only be permitted if in accordance with the CMP, unless specifically approved otherwise.

D. Relationship with the Development Code

The regulations and provisions for land use and property development standards contained in the CMP take precedence over regulations covering land use and property development standards in the Development Code. Administrative procedures contained in the Development Code not covered by the CMP remain applicable to development within the Property. In the event of a conflict between the provisions of the CMP and the Development Code, the provisions of the CMP shall prevail.

E. Development Agreement

The CMP shall be adopted as part of a Development Agreement between the Town and the Applicant in accordance with Section 7-8-4 of the Development Code.

F. Amendments to the Community Master Plan

Amendments to the CMP may be necessary from time to time to reflect changes in market conditions and development financing and/or to meet new requirements of one or more of the potential users or builders of any part of the Property. When changes or adjustments are necessary or appropriate from time to time, such changes shall, unless otherwise required by applicable law, be effectuated as a minor change to the CMP through the administrative approval of the Town's Planning and Development Director (the "Planning Director") which, after approval, shall be attached to the CMP as an addendum and become a part hereof. No such minor change shall require prior notice or hearing. All major changes shall be reviewed by the Development Board and approved by the Town Council and shall be subject to all typically applicable notice and hearing requirements.

The following are major changes:

- (1) Any substantial alteration to the list of permitted uses of the Property set forth in this CMP, as deemed to be substantial by the Planning Director;
- (2) An overall increase in either residential units or commercial/mixed-use square footage for the Property, except as otherwise allowed by the CMP;
- (3) The reallocation of residential dwelling units within Planning Units and from one Planning Unit to another in a manner that results in any of the following, as measured against the original Land Use Budget set forth in the CMP: (a) an increase in the number of residential dwelling units for any one particular Planning Unit of greater than twenty (20) percent of the total number allocated to such Planning Unit in the CMP; (b) an increase in the number of residential dwelling units for any combination of three (3) Planning Units of greater than fifteen (15) percent of the total number allocated to the aggregate of such combination in the CMP; and (c) a decrease in the number of residential dwelling units of any Planning Unit what would leave less than twenty (20) percent of the total number allocated to such Planning Unit in the CMP;

- (4) Any reallocation of commercial/mixed use square footage (excluding resort and related uses) between or among any of Planning Units 4, 5, 6 and 7; and
- (5) The allocation of residential dwelling units to Planning Unit 1.

The following are minor changes:

- (1) Any reallocation of residential dwelling units that does not meet the parameters set forth in subparagraph (3) immediately above;
- (2) Any reallocation of commercial/mixed use square footage between or among any of Planning Units 1, 2, and 3; and
- (3) Any minor alteration to the list of permitted uses of the Property set forth in the CMP, as deemed to be minor by the Planning Director.

G. Appendices and Exhibits

Each Appendix and Exhibit referenced in the CMP is incorporated by this reference as if fully set forth herein.

1.03 Definitions

Definitions provided in the Development Code shall be utilized when interpreting the CMP unless an alternative definition is provided below or elsewhere in the CMP, in which case, the definitions contained in the CMP shall apply. In the event of a conflict between the definitions provided in the CMP and those provided in the Development Code, the definitions in the CMP shall prevail.

Adult Uses: Any establishment that offers live, transmitted, or recorded entertainment where specified anatomical areas can be seen by patrons. Such establishments may feature dancers, go-go dancers, exotic dancers, strippers, or other similar entertainers, any of whom perform topless. Adult uses are also any establishment with a principal use characterized by the sale or distribution of merchandise with a predominant emphasis on the display, depiction, description, or relation to sexual activities or specified anatomical areas. Merchandise includes, but is not limited to, motion pictures, cassettes, films, books, magazines, posters, cards, pictures, periodicals, instruments, devices, equipment, paraphernalia, or

other similar products. For the purpose of this definition, ten (10) percent or more of the merchandise constitutes a principal use.

Building Height: The vertical distance of a building as measured from finished grade to the highest point of the roof.

Common Area: Natural area open space, floodways, drainageways, arroyos, paths and trails, golf courses, active and passive parks, view corridors, and other private and public recreation areas.

Cut: The land surface which is shaped through the removal of soil, rock, or other materials.

Disturbed Area: That area of natural ground that has been or is proposed to be altered through grading, cut and fill, removal of natural vegetation, placement of material, trenching, or by any means that causes a change in the undisturbed natural surface of the land or natural vegetation.

Fill: The deposit of soil, rock, or other materials placed by man.

Finished Grade: The final grade and elevation of the ground surface after grading is completed.

Grading: Any excavating, filling, or combination thereof, including the conditions resulting from any excavation or fill.

Guest House: An attached or detached building to be used for dwelling purposes situated on the same lot as a primary residence.

Health Club: A place or building where active exercise and related activities are performed utilizing weight control or muscle building equipment or apparatus for the purpose of physical fitness. It shall also mean a place or building which provides massage, exercise, and related activities with or without such equipment or apparatus.

Hotel/Motel: A residence facility designed for occupancy by transients or as a residence for periods of less than one year. A hotel/motel shall contain rooms and/or units and shall customarily provide housekeeping, bellhop, laundry, and on-site recreation services. Hotel/motel uses shall be classified within the Land Use Budget as Commercial/Mixed Use and shall not count against the resort room allocation nor the residential dwelling unit allocation for the Property. The square

footage of a hotel/motel shall be allocated toward the Commercial/Mixed Use square footage as set forth in the Land Use Budget.

Lot Coverage: The total structural coverage provided on a lot or site inclusive of all roofed areas or structures capable of supporting a roof divided by the net area of the lot or parcel. The first three feet of roof overhang or projection shall not be included in the lot coverage.

Multiple Family Dwelling: A building, or portion thereof, used for occupancy by two (2) or more families living independently of each other, with the units completely separated by a common wall, floor, and/or ceiling.

Natural Grade: The grade and elevation of the ground surface in its natural, undisturbed state.

Net Area: The area included within lot or parcel lines after all right-of-way dedications have been made.

Planning Director: Person designated by the Town Manager as having the primary responsibility for administering and enforcing the CMP.

Resort: A building or a group of buildings containing guest rooms providing recreation activities such as golf, tennis, horseback riding, swimming, or spa related services for guests. A resort may provide services customarily furnished by a hotel including restaurants, bars, and convention facilities. A resort may contain dwelling units (including Timeshare Units) in conjunction with guest rooms.

Retaining Wall: A wall used solely to retain more than eighteen (18) inches of material but not to support or to provide a foundation or wall for a building.

Setback (front): Measured from property line.

Signature Architecture: Buildings of architectural significance via their purpose or location in the community such as municipal use buildings, recreational facilities, religious facilities, educational facilities, resort facilities, etc. In addition, signature architecture includes icon buildings that may be other than previously listed such as, but not limited to, residential and commercial uses that are to be focal accents due to their location at intersections or at the axial alignment of transportation corridors. Due to their prominence, these facilities may have unique architectural elements, distinctive color, or overall form that celebrate their prominence and significance in the community.

Spill: To cause or allow earth or other material to fall, flow, or run down a slope, thereby creating a change in the natural appearance and topography.

Timeshare Units: Units in which a purchaser receives the right in perpetuity, for life, or for a term of years to the recurrent, exclusive use or occupancy of a lot, parcel, unit, or segment of real property, annually or on some other periodic basis, for a period of time that has been or will be allotted from the use or occupancy periods into which the unit has been divided, or a unit in which a license or contractual or membership right of occupancy is not coupled with an estate in the real property; except that a unit in which such right to exclusive use or occupancy is available only for intervals of more than thirty (30) days shall not be considered a timeshare unit. Each Timeshare Unit shall count against the Commercial/Mix Used square footage as set forth in the Land Use Budget, or each Timeshare Unit may count against the residential dwelling unit allocation for the Property at a rate of .5 residential dwelling unit per Timeshare Unit. The election to count Timeshare Units against the Commercial/Mixed Use square footage allocation or the residential dwelling unit allocation shall be made by the applicant at the time of Development Site Plan submittal.

II. PLANS

Development of the magnitude contemplated by the CMP requires planning for both public and private infrastructure, as well as planning for the actual development which such infrastructure supports. It is anticipated that infrastructure planning will occur at varying times and at varying levels of detail, depending on the nature and geographic scope of the planning objectives. The CMP identifies three levels of infrastructure planning, 1) Project Master Plans, 2) Planning Unit Plans, and 3) Development Site Plans.

2.01 PROJECT MASTER PLANS

Project Master Plans are required by the Town as part of the CMP approval and provide community-wide infrastructure plans for Caterpillar. Appendices which set forth the Master Drainage Plan, Master Street and Circulation Plan, Master Potable Water Plan, and Master Wastewater Plan are incorporated into the CMP by this reference as if set forth in full herein. Changes to and refinements of the Project Master Plans shall be submitted to the Town Manager as Planning Unit Plans required pursuant to **Section 2.02**.

A. Master Drainage Plan

The Master Drainage Plan provides a conceptual hydrologic and hydraulic analysis of the Property's existing and proposed drainage system and sets drainage requirements for development of the Property.

The drainage system has been designed to utilize the existing washes for stormwater conveyance. Wherever possible, the existing one hundred (100) year water surface elevations and one hundred (100) year floodplain limits on major washes will not be increased. Where modifications to these floodplains are necessary, processing will be required through the Federal Emergency Management Administration (FEMA) in the form of Conditional Letter of Map Revision (CLOMR) and Letter of Map Revision (LOMR) submittals. In addition, one hundred (100) year stormwater flows leaving the Property are to be maintained at or below the existing peak flow rates.

Stormwater detention/retention basins will be utilized to maintain the pre-development peak flows by implementing one, or a combination of, but not limited to, the following alternatives:

- Utilize existing detention/retention basins and, where necessary, increase or decrease the volume of the basins to accommodate the increased one hundred (100) year runoff volume due to development.
- Relocate the existing detention/retention basins by providing more advantageous locations to accommodate the existing and post-development runoff volumes.

Exhibit B shows the conceptual locations and sizes of the major drainage structures. The Master Drainage Plan for the Property prepared by Wood, Patel & Associates, Inc., dated August 16, 1999 is set forth in **Appendix A** and is incorporated by this reference as if fully set forth herein. A detailed and refined analysis of the drainage system for each Planning Unit will be completed with submission of each Planning Unit Drainage Plan.

B. Master Street and Circulation Plan

The Master Street and Circulation Plan for the Property is set forth in **Exhibit C**. Roadway standards applicable to the Property, including roadway classifications for arterials, collectors, and local streets, are set forth in **Exhibit D**. The phased development of the internal street network will be based on actual traffic volumes recorded on arterial and collector streets within the Property and shall be in accordance with the traffic analysis prepared by Kirkham Michael, dated September 1999 set forth in **Appendix B** and incorporated by this reference as if fully set forth herein (the "Traffic Analysis").

The staged improvement of roadways will be a function of the ultimate classification of a roadway segment and of the traffic volumes recorded. The threshold volume which shall trigger the need to design an additional on-site roadway segment or improvement is eighty (80) percent of the design capacity of the existing improvement (e.g., two lane roadway = 12,000 vehicles per day, 4 lane roadway = 28,000 vehicles per day). The threshold volume which shall trigger the need to construct or improve an on-site roadway segment is ninety (90) percent of the design capacity. Once this threshold is met, either additional lanes will be added until the ultimate roadway geometry is met, or another roadway will be added to divert traffic from the existing roadway segments. The foregoing notwithstanding and subject to approval by the Town Engineer, the Developer shall not be obligated to construct or improve a roadway segment if the Developer can demonstrate that traffic expected to be generated from the remaining

development of the Property will not cause design capacity of the subject roadway segment to be exceeded.

Once a roadway segment is identified for widening, construction is anticipated to commence within one (1) year.

The traffic volumes will be recorded on a typical weekday (Tuesday, Wednesday, or Thursday) in March of each year until build-out of the Property. March is generally the peak month of the year for traffic volumes in the Phoenix metropolitan area.

Arterial and major collector street intersections on-site will be monitored annually until build-out of the Property to evaluate intersection delays and the potential for signalization. When an intersection reaches a Level-of-Service (LOS) D or worse, the need for auxiliary lanes will be evaluated to potentially mitigate the LOS deficiency.

Conceptual locations of major roadways within the Property are provided in the Traffic Analysis. The design and locations of street and circulation improvements shall be further defined in each Planning Unit Street and Circulation Plan required to be submitted pursuant to **Section 2.02**.

C. Master Potable Water Plan

The Master Potable Water Plan meets the Town's requirements and provides general locations and sizes of the major water infrastructure needed to provide potable water service to the Property. This infrastructure includes the development of domestic wells, a water treatment plant, water transmission lines, booster pumping stations, pressure reducing valves, and water storage tanks.

The Property may be served by a water treatment plant located south of the Property. The water treatment plant may be incorporated within the wastewater treatment facility in a "water campus" concept.

A review of groundwater quality records available in the vicinity of the Property indicates that the groundwater may have total dissolved solids (TDS) in the range of 600 to 4,000 mg/l. It is desirable to deliver potable water with TDS below approximately 700 mg/l. There are basically two proven processes that can be utilized for removal of TDS: membrane treatment with either reverse osmosis (RO) or electro-dialysis reversal

(EDR). It may not be necessary to treat all of the groundwater. Blending of treated water and groundwater to produce acceptable water quality may be utilized.

A phased potable water system has been developed based on the potential location of the water treatment plant south of the Property and based on three population thresholds. The population thresholds are the low, mid, and high-range development densities projected for the Property. The high range population threshold is consistent with the CMP. The sizing and conceptual locations for the major water transmission mains, booster pump stations, pressure reducing valves, and water storage tanks are shown in **Exhibit E**. Actual on-site phasing will dictate the timing of water storage tank, transmission line, and booster pump station construction. A detailed analysis of the water distribution system for each Planning Unit will be completed with submission of each Planning Unit Potable Water Plan.

The Master Potable Water Plan for the Property prepared by Wood, Patel & Associates, Inc, dated July 30, 1999, is set forth in **Appendix C** and is incorporated by this reference as if fully set forth herein. Final design and locations of water improvements shall be defined in each Planning Unit Potable Water Plan required to be submitted pursuant to **Section 2.02**.

In the event that an alternative water source or water treatment becomes available, which alternative may include, but not be limited to, higher quality groundwater available from the Town or a private water provider, such alternative shall be allowed in accordance with the terms of the Development Agreement and subject to technical review and approval by the Town Engineer, which approval shall not be unreasonably withheld. Any alternative water source or water treatment shall be identified in each Planning Unit Potable Water Plan.

D. Master Wastewater Plan

The Master Wastewater Plan has been prepared in accordance with the requirements of the Town. The Master Wastewater Plan provides general locations and sizes of the major wastewater infrastructure needed to provide service for the Property. This infrastructure includes the development of a wastewater treatment facility, major sewer lines, and wastewater pumping stations where required due to the existing topography of the site.

Caterpillar will be served by a wastewater treatment facility located south of the Property. The facility will be designed to provide preliminary, primary, secondary, and tertiary wastewater treatment, as well as disinfection. Wastewater treatment will generate residuals that require disposal. Sludge will be hauled off-site for disposal.

The wastewater treatment facility will be designed to produce an effluent suitable for irrigation of golf courses and other landscaped areas in conformance with State and Maricopa County reuse regulations. Through much of the year, the effluent will be pumped to on-site storage lakes for supply to irrigate the golf courses.

Based on the natural topography, the majority of the Property can be served by gravity sewer lines to the proposed wastewater treatment facility. Three areas on the Property cannot be served by the proposed on-site gravity sewer lines due to topographical constraints. The first area includes approximately three hundred (300) acres located between Tuthill and Jackrabbit Trails north of the Indian School Road alignment. The second area includes land at the north end of the Property between the Bethany Home Road and Glendale Avenue alignments. The third area is the north half of Planning Unit VII. These areas will need to be served by lift stations to pump the wastewater to the proposed gravity sewer.

A phased wastewater sewer system has been developed based on the preferred location of the wastewater treatment facility site and three population thresholds. The population thresholds are the low, mid, and high-range development densities projected for the Property. The high range population threshold is consistent with the CMP. The sizing and conceptual locations for the major sewer lines and lift stations are shown in **Exhibit F**. Actual on-site phasing will dictate the timing of sewer line and lift station construction. A detailed analysis of the wastewater collection system for each Planning Unit will be completed with submission of each Planning Unit Wastewater Plan.

The Master Wastewater Plan for the Property prepared by Wood, Patel & Associates, Inc., dated July 30, 1999 is set forth in **Appendix D** and is incorporated by this reference as if fully set forth herein. Final design and locations of wastewater improvements shall be defined in each Planning Unit Wastewater Plan required to be submitted pursuant to **Section 2.02**. In the event that an alternative wastewater disposal or treatment solution for the Property becomes available, such alternative shall be allowed subject to

approval by the Town Engineer, which approval shall not be unreasonably withheld. Any alternative wastewater disposal or treatment solution shall be identified in each Planning Unit Wastewater Plan.

E. Master Pedestrian and Trails Plan

A comprehensive system of pathways and trails is intended to link each neighborhood to various common areas and recreational uses. The Pedestrian and Trails Plan provides an important part of the overall circulation system for the Property by linking neighborhoods to community facilities, retail, shopping, schools, and employment uses.

The pathways and trails will be located near or adjacent to community streets and roads and, where possible, will have significant separation from vehicular traffic. Pathways and trails will also utilize wash features and natural arroyos between common areas and neighborhoods, and may be combined with the drainage system for the Property to allow joint use of underpass areas for grade separated crossings. As necessary, grade separated crossings may be utilized to facilitate continuous pathways and trails throughout the Property.

Pathway and trail surface materials may include, but not be limited to, natural soil, stabilized decomposed granite, concrete, and/or asphalt.

The Master Pedestrian and Trails Plan for the Property, including cross sections for the hierarchy for both public and private pathways and trails, is set forth in **Exhibit G**. Final path and trail locations and design criteria, including trail surface materials, shall be defined in each Planning Unit Environmental Design Plan required to be submitted pursuant to **Section 2.02**.

F. Master Public Facilities Plan

1. Schools

At the time of adoption of the CMP, portions of the Property lie within the boundaries of the Liberty Elementary School District, the Buckeye Union High School District, the Ruth Fisher School District, the Litchfield Park Elementary School District, and the Agua Fria Union High School District. The Developer shall identify sites within the Property to accommodate the needs of students generated as a result

of the development of the Property. The Developer shall consider student generation rates agreed upon after consultation with each applicable school district to determine the number of sites necessary. The number of school sites and their locations within each Planning Unit shall be identified in each Planning Unit Environmental Design Plan.

2. Police, Fire, and Emergency Services

At the time of submittal of each Planning Unit Environmental Design Plan, the Developer shall identify the need for additional fire, police, and emergency services which may be necessary to serve the Property. Caterpillar will identify at least one (1) police/fire station site to serve the Property and the surrounding area. The ultimate location of the police/fire station site will be determined as part of a coordinated effort between the Town, the Developer, and adjacent land owners to ensure the most efficient placement of the fire station.

3. Parks

Caterpillar will create a strong sense of community through a system of parks designed to meet a variety of active and passive recreational needs. Each park will be programmed individually in terms of size, amenities, landscaping, and, where appropriate, incorporation of natural features.

A hierarchy of parks is planned for the Property. This hierarchy may include regional, community, and neighborhood parks. A regional park and smaller community parks may include active and passive recreation areas, mountainous areas, arroyos, and other natural features. Neighborhood parks may include the above uses in addition to linear greenbelts, pocket parks, and more intimate green spaces provided in select locations throughout the residential areas of the Property.

4. Common Areas

Caterpillar will provide a minimum of 1,082 acres of common areas located throughout the Property which may include any of the following land uses or features: natural area open space, floodways, drainageways, arroyos, paths and trails, golf courses, active and

passive parks, view corridors, and other private and public recreation areas.

The locations of public facilities and the identification of Common Areas shall be provided in each Planning Unit Environmental Design Plan required to be submitted pursuant to **Section 2.02**.

G. Master Phasing Plan

The development of Caterpillar is anticipated to begin in the southern portions of the Property (Planning Units I, II, and III) and move to the northern portions of the Property. The infrastructure, public facilities, and other community amenities will be built in phases and in many cases will be constructed concurrently with adjacent parcels. The phasing for development infrastructure shall be identified in the various Planning Unit infrastructure reports required pursuant to **Section 2.02**.

H. Master Village Center and Neighborhood Concept Plan

The Property will include a variety of neighborhoods linked together with areas of community activity which are envisioned to include commercial, retail, resort, and recreational uses. Commercial core areas will serve the needs of the Caterpillar community and in some cases the needs of the regional population.

Neighborhood cores may include focal points such as parks, schools, libraries, and other community facilities. Surrounding these cores, multiple neighborhoods with diverse housing types will contribute to the Caterpillar goal of creating a balanced community. These neighborhood concepts will promote numerous opportunities for social interaction.

Villages and neighborhoods may also be concentrated around resort uses, which may include a destination-oriented resort with significant commercial, recreational, and cultural activities.

2.02 PLANNING UNIT PLANS

The following Planning Unit Plans shall be submitted to the Town Manager, or his/her designee, prior to the approval of any preliminary plat or Development Site Plan within each respective Planning Unit. The Town Manager, or his/her designee, shall review the Planning Unit Plans for completeness and compliance

with the requirements of this Section. The approximate location of Planning Unit boundaries is shown on the Planning Unit Map as set forth in **Exhibit H**. The numbering of the Planning Units depicted on the Planning Unit Map is for reference only and does not suggest any particular sequence of development. Planning Unit Plans shall be updated when necessary to reflect modifications thereto or to refine phasing within the respective Planning Unit. Planning Unit Plans may address a portion of a Planning Unit, a complete Planning Unit, and/or more than one Planning Unit.

A. Planning Unit Drainage Plan

Each Planning Unit Drainage Plan shall demonstrate that runoff has been managed from upper watershed reaches to outlets. Each Planning Unit Drainage Plan will address any increase or decrease in runoff from upstream Planning Units or within the current Planning Unit that may occur as development progresses and densities change. Each Planning Unit Drainage Plan shall be prepared by a registered professional engineer who is licensed to practice in the State of Arizona.

1. The Planning Unit Drainage Plan shall contain the following:
 - a. Maps showing all those watersheds draining onto, or through, the Planning Unit, with estimates of peak flows for ten (10), fifty (50), and one hundred (100) year flood events.
 - b. Special flood hazard areas and flood insurance zones, including depths and velocities of flows.
 - c. Proposed measures necessary to comply with Town Ordinances and FEMA requirements in order to secure Letters of Map Revisions for development in Special Flood Hazard Areas.
 - d. Estimated peak flows and volumes of runoff exiting the Planning Unit for both developed and undeveloped conditions.
 - e. Conceptual design of stormwater management systems which mitigate the flooding potential, including peak discharge reduction and storage facilities consistent with the Town's requirements.

- f. Basis of design for flood protection to all structures, in or out of Special Flood Hazard Areas.
- g. Location and estimated size of all major drainage facilities, including retention/detention basins, channels, etc.
- h. Proposed measures for protection necessary to mitigate high velocity damage to the stormwater management devices and adjacent lands.
- i. An implementation and phasing plan for the establishment of the necessary drainage system within each respective Planning Unit.

B. Planning Unit Street and Circulation Plan

Each Planning Unit Street and Circulation Plan shall address any increase or decrease in traffic volumes from other Planning Units and within the current Planning Unit which may occur as development progresses and densities change. The Planning Unit Street and Circulation Plan shall graphically illustrate, but not be limited to, the following components:

1. A complete plan showing the following elements (the Developer may elect to show individual elements on separate plans):
 - a. Primary public and private streets and extended access ways, including street classification, required right-of-way, and improvements.
 - b. The locations of auxiliary lanes as determined by a traffic impact analysis submitted by the Developer.
 - c. The locations of potential bus bay pull-outs.
 - d. All intersections, including intersections for which traffic signals may be required and a statement regarding responsibility for signal participation by Development Site.
2. A street and circulation phasing plan that contains the following:
 - a. Proposed development sequence by Development Site.

- b. Proposed roadway, drainage feature, and traffic signal construction schedule to accommodate each stage of phased development.
 - c. Phasing of required right-of-way dedications.
3. Major access points for commercial development, including median breaks and driveways.
 4. A statement of conformance with the state air quality plan, as developed by M.A.G., for all proposed transportation improvements.

C. Planning Unit Potable Water Plan

Each Planning Unit Potable Water Plan shall address any increase or decrease in water demand from other Planning Units and the current Planning Unit which may occur as development progresses and densities change. Each Planning Unit Potable Water Plan shall include any off-site lines and shall be prepared by a registered professional engineer who is licensed to practice in the State of Arizona. Each Planning Unit Potable Water Plan shall address the following:

1. The conceptual location and size of all necessary potable water system components, including both on- and off-site lines, pump stations, and storage facilities needed to serve the development.
2. An implementation and phasing plan for the construction of the necessary potable water system.
3. A flow and pressure analysis of the proposed system which includes a simulation of the system operation for each pressure zone within the development using a computer model with average day demands, maximum day demands with estimated required fire flow peak and any requirements to meet the Insurance Service Office standards, and peak hour demands.
4. A plan showing preliminary development sites and rights-of-way, topographic contours and benchmarks, existing utilities, and fire hydrants within four hundred (400) feet of the proposed development, any features such as watercourses and drainage facilities which may

influence the location of underground utilities, and a general layout of the proposed water mains and other required water facilities.

5. Anticipated golf course water supply, necessary infrastructure requirements, reclamation sources, and construction timing and responsibilities (if applicable).

D. Planning Unit Wastewater Plan

Each Planning Unit Wastewater Plan shall address any increase or decrease in wastewater generation from upstream Planning Units and the current Planning Unit which may occur as development progresses and densities change. The Planning Unit Wastewater Plan shall include any off-site lines and shall be prepared by a registered professional engineer who is licensed to practice in the State of Arizona. The Planning Unit Wastewater Plan shall address the following:

1. The conceptual location, size, type, and capacity of the necessary wastewater collection, transmission, treatment system components and effluent re-use/disposal facilities needed to serve the Planning Unit with wastewater demand generation factors based upon land use.
2. An implementation and phasing plan for the construction of the necessary wastewater system.
3. The calculations necessary to substantiate the selection of the sizes, types, and capacities of the wastewater transmission, wastewater treatment, and effluent re-use/disposal facilities.

E. Planning Unit Environmental Design Plan

Each Planning Unit Environmental Design Plan shall address, but not be limited to, the following:

1. Site Analysis

Location and identification of clearly visible and unique natural features, clearly visible or known historical and archaeological sites,

and proposed conceptual methods for their preservation and design within the development to minimize their disturbance.

2. Common Areas

- a. Identification of public and private Common Areas, which may include, but shall not be limited to natural area open space, floodways, drainageways, arroyos, pathways and trails, golf courses, active and passive parks, view corridors, and other private and public recreation areas.
- b. Conceptual golf course locations and design concepts.

3. Pathways and Trails

- a. The conceptual location, size, and type of pedestrian and trail facilities within the Planning Unit.
- b. The potential ownership and maintenance entities for pedestrian and trail facilities within the Planning Unit.
- c. The hierarchy of pedestrian improvements, pathways, and trails within the Planning Unit.
- d. Identification of at-grade and grade separated crossings, as necessary, within the Planning Unit.
- e. Identification of surface materials which may include, but not be limited to, concrete, asphalt, stabilized decomposed granite, and earthen materials, as necessary.
- f. Identification of locations where pathways and/or trails may be limited to one side of a roadway.
- g. Provisions which address access to pedestrian improvements, pathways, and trails within the Planning Unit.
- h. An implementation and phasing plan for the construction of pedestrian and trail facilities within the Planning Unit.

4. Public Facilities

The conceptual location, size, and type of any public facilities contemplated in the Master Public Facilities Plan, as well as the phasing of development of such public facilities.

5. Landscaping

- a. Proposed plant and landscape character, including a native plant relocation program and revegetation guidelines.
- b. The conceptual plant types to be used for all land uses and Development Options within the Planning Unit, including landscaping within the public right-of-way. All landscaping shall conform with the Landscape Plant Palette set forth in **Exhibit M**.
- c. The potential ownership and maintenance entities for landscaping and irrigation systems within the Planning Unit.
- d. Minimum and maximum heights of landscaping within sight distance triangles and safe stopping sight distance areas in the public right-of-way.
- e. The proposed theme and corresponding design standards for landscaping within the Planning Unit.

6. Signage

Signage will be coordinated throughout the entire Property, with different areas within Planning Units having their own themes. These areas may include urban, mixed-use entertainment areas, employment and commercial areas, parks and recreation areas, residential villages, residential hillsides, resort areas, pathways and trails, public and private roadways, and areas for temporary directional signage. Although there may be individual themes within different areas of the Property, continuity in appearance will be recognizable through the use of color, material, form, and character.

- a. The conceptual location, size, height, and type of signage for all land uses and Development Options within the Planning Unit, including street signage.
- b. The potential ownership and maintenance entities for signage within the Planning Unit.
- c. The proposed theme and corresponding design standards for signage within the Planning Unit, including types of materials.
- d. A statement that all traffic control signage meets the minimum Town requirements for public use.
- e. A list of prohibited signs within the Planning Unit.

7. Lighting

This section of the Planning Unit Environmental Designing Plan focuses on the quantity and quality of light envisioned for each Planning Unit within the Property. The concept is that there will be areas of varying lighting standards, even within an individual Planning Unit. Areas with varying lighting standards may include urban, mixed-use entertainment areas, employment and commercial areas, parks and recreation areas, residential villages, residential hillsides, resort areas, and roadways.

- a. The conceptual location, size, height, intensity, and type of lighting fixtures for all land uses and Development Options within the Planning Unit, including street lighting.
- b. The potential ownership and maintenance entities for lighting within the Planning Unit.
- c. The proposed theme and corresponding design standards for lighting fixtures within the Planning Unit, including types of materials.
- d. Methods for shielding light from neighboring properties.
- e. Identification of areas where light fixtures may be prohibited such as, but not limited to, sensitive hillside areas.

2.03 SITE PLAN APPROVAL

Site plan approval shall be required for all development within the Property with the exception of subdivision plats and single-family homes. Site plans shall be submitted to and approved by the Development Board prior to issuance of a building permit upon a showing that the site plan meets all of the development standards of the applicable Development Option as set forth in the CMP. The discretion of the Development Board shall be limited to site design.

Upon receipt of a request for site plan approval, the Development Board shall schedule a public meeting to take action on the request for site plan approval. Notice shall be given at least ten (10) days before the meeting in the following manner:

- A. Publication at least once in a newspaper of general circulation published or circulated in the Town;
- B. Posting on the subject property in a manner legible from the public right-of-way; and
- C. Notice by first class mail to each real property owner, as shown on the last assessment, of all property owners within three hundred feet (300') of the proposed application.

III. LAND USE PLAN

3.01 LAND USE DESIGNATIONS

A. Residential

The Residential land use designation is intended to allow for residential development with a range of lot sizes depending on topography and site conditions, as well as market influences. This designation includes eight (8) development options which provide a range of residential lot sizes and housing products and establishes minimum property development standards ("Development Options"). Certain essential and complementary uses are also permitted under conditions and standards which ensure their compatibility with the character of residential land uses.

A key objective of the Caterpillar CMP is to create a community that emphasizes residential housing diversity. Housing types and configurations should respond to a variety of income levels, family types, and lifestyles. Opportunities for a diverse mix of housing sizes and types will create a distinct, vital, neighborhood fabric and add value to the overall Caterpillar community. These housing types range from low density, large lot home programs to high density, multi-family housing.

1. Permitted Uses

- a. Single or multi-family dwelling units, including assisted living and senior housing;
- b. Publicly or privately owned and maintained parks, recreation areas, pathways, trails, and recreation centers;
- c. Public and private schools, including institutions of higher education;
- d. Religious facilities;
- e. Golf courses;
- f. Guest houses, attached or detached;
- g. Temporary Uses including sales/marketing facilities, model home complexes, and related accessory uses;
- h. Facilities and storage, incidental to a construction project and located on the project site;
- i. Public utility buildings and facilities;
- j. Governmental uses;

- k. Parking structures;
- l. Accessory buildings;
- m. Home occupations, subject to the following:
 - i. The number of employees shall be limited to one non-family member or permanent resident in addition to the principal occupant;
 - ii. Activity shall be limited to the hours between 7 a.m. and 10 p.m.;
 - iii. Heavy machinery or outdoor storage shall not be permitted.
 - iv. Signage shall be limited to a maximum of six (6) square feet, non-lighted, and located on-site for the purpose of business identification only.
- n. Cellular communication facilities.

2. Prohibited Uses

- a. Adult uses.

3. Development Options

One of the following Residential Development Options shall be selected at the point of or prior to subdivision plat submittal or Development Site Plan review and shall be subject to the development standards set forth herein for each respective Development Option. Diagrams describing the measurement of lot widths and depths are set forth in **Exhibit I**.

Large Estate and **Estate** Residential Development Options are intended to facilitate large, single-family sites (typically custom or semi-custom homes) often located in the steeper sloped areas and at the higher hillside elevations of the community. Additionally, these lot types may occur at lower elevations and flatter terrain, creating an "urban" estate character. Lots may be irregular in shape and size to conform to the varied topography and other natural features. Typically, these lots will incorporate building areas that ensure minimum impact to natural vegetation and features.

a. Large Estate

Min. Lot Size: 35,000 s.f.
 Min. Lot Width and Depth: 120'

Min. Front Setback:
 Front Garage: 18'
 Side Garage: 10'
 Living: 12'

Min. Side Setback: 10'; 30' aggregate;
 5' additional setback for side
 abutting public street

Min. Rear Setback: 35'; 15' if adjacent to open space
 greater than 30'

Projections: Maximum 3' into any required
 setback

Max. Bldg. Height: 30'
 Max. Lot Coverage: 40%

Min. Separation of Bldgs
 On Same Lot: 10'

Min. Separation of Bldgs
 On Adjacent Lots: 20'

b. Estate

Min. Lot Size: 18,000 s.f.
 Min. Lot Width and Depth: 100'

Min. Front Setback:
 Front Garage: 18'
 Side Garage: 10'
 Living: 12'

Min. Side Setback: 7'; 20' aggregate;
 5' additional setback for side
 abutting public street

Min. Rear Setback: 25'; 15' if adjacent to open space
 greater than 30'

Projections: Maximum 3' into any required
 setback

Max. Bldg. Height: 30'
 Max. Lot Coverage: 60%

Min. Separation of Bldgs On Same Lot:	10'
Min. Separation of Bldgs On Adjacent Lots:	14'

Residential Very Low, Residential Low, Residential Low/Medium, and Residential Medium Development Options are intended for the development of detached and attached, single-family homes with a range of lot sizes depending on site characteristics and market conditions. Lot sizes and configurations may include standard, cluster, compact, alley-loaded, and semi-custom lots. Builder home types will include a variety of housing types, including zero lot line, wide-shallow, and others. The Residential Very Low, Residential Low, Residential Low/Medium, and Residential Medium Development Options allow for greater housing diversity in owner-occupied, high amenity, single-family neighborhoods.

c. Residential Very Low

Min. Lot Size:	10,000 s.f.
Min. Lot Width and Depth:	80'
Min. Front Setback:	
Front Garage:	18'
Side Garage:	10'
Living:	12'
Min. Side Setback:	0'; 13' aggregate; where a side yard setback is provided, it must be a minimum of 5'; 5' additional setback for side abutting public street
Min. Rear Setback:	20'
Projections:	Maximum 3' into any required setback
Max. Bldg. Height:	30'
Max. Lot Coverage:	60%
Min. Separation of Bldgs On Same Lot:	10'

Min. Separation of Bldgs

On Adjacent Lots: 0'; 10' if setback is provided on at least one lot

d. Residential Low

Min. Lot Size: 6,000 s.f.

Min. Lot Width and Depth: 60'

Min. Front Setback:

Front Garage: 18'

Side Garage: 10'

Living: 12'

Min. Side Setback: 0'; 13' aggregate;
where a side yard setback is provided, it must be a minimum of 5';
5' additional setback for side abutting public street

Min. Rear Setback: 20'

Projections: Maximum 3' into any required setback

Max. Bldg. Height: 30'

Max. Lot Coverage: 60%

Min. Separation of Bldgs

On Same Lot: 10'

Min. Separation of Bldgs

On Adjacent Lots: 0'; 10' if setback is provided on at least one lot

e. Residential Low/Medium

Min. Lot Size: 4,500 s.f.

Min. Lot Width and Depth: 50'

Min. Front Setback:

Front Garage: 18'

Side Garage: 10'

Living: 12'

Min. Side Setback: 0'; 10' aggregate;
where a side yard setback is provided, it must be a minimum of 5';

5' additional setback for side abutting public street
 Min. Rear Setback: 15'
 Projections: Maximum 3' into any required setback
 Max. Bldg. Height: 30'
 Max. Lot Coverage: 65%
 Min. Separation of Bldgs
 On Same Lot: 10'
 Min. Separation of Bldgs
 On Adjacent Lots: 0'; 10' if setback is provided on at least one lot

f. Residential Medium

Min. Lot Size: 3,500 s.f.
 Min. Lot Width and Depth: Fifty percent (50%) of all lots within an individual platted subdivision shall be a minimum of 40' and fifty percent (50%) shall be a minimum of 45'
 Min. Front Setback:
 Front Garage: 18'
 Side Garage: 10'
 Living: 8'
 Min. Side Setback: 0'; 5' aggregate;
 where a side yard setback is provided, it must be a minimum of 5';
 5' additional setback for side abutting public street
 Min. Rear Setback: 15'
 Projections: Maximum 3' into any required setback
 Max. Bldg. Height: 30'
 Max. Lot Coverage: 65%
 Min. Separation of Bldgs
 On Same Lot: 10'
 Min. Separation of Bldgs
 On Adjacent Lots: 0'; 10' if setback is provided on at least one lot

Residential High, Platted Lots and Residential High, Development Site Plan Development Options allow for multi-family or attached, single-family residential uses intended to provide for the development of higher density duplexes, townhomes, rowhouses, condominiums, seniors' apartments, assisted living and congregate care facilities, and apartments. These residential types will provide an important balance to the community, allowing alternative housing opportunities for various lifestyles and income levels. Building configurations include front-loaded and alley-loaded multi-family housing types to create diversity within these neighborhoods. These residential types may be located adjacent to high-intensity land uses such as resort, employment, business, and retail.

g. Residential High, Platted Lots

- Min. Subdivision Size: One acre
- Min. Lot Size: 1,000 s.f.
- Min. Lot Width: 20'
- Min. Lot Depth: 40'
- Min. Front Setback: 18' or greater; or 3' or less
- Min. Side Setback: 0'; where a side yard setback is provided, it must be a minimum of 5';
- Min. Rear Setback: 3'
- Max. Bldg. Height: 40'
- Max. Lot Coverage: 75%
- Min. Open Space: 10% open space within platted subdivision
- Min. Separation of Bldgs
On Same Lot: 10'
- Min. Separation of Bldgs
On Adjacent Lots: 0'; 10' if setback is provided on at least one lot

h. Residential High, Development Site Plan

- Min. Parcel Size: One acre
- Perimeter Setback: 20'
- Projections: Maximum 3' into any required setback

Max. Bldg. Height:	48' or 4 stories
Max. Site Coverage:	75%
Min. Open Space:	10% open space within parcel, not including setback area
Min. Separation of Bldgs On Same Parcel:	10' for single story structures; 20' for structures exceeding a single story

B. Commercial/Mixed Use

The Commercial/Mixed Use land designation is designed to accommodate general commercial, retail, employment, residential, civic, cultural, entertainment, recreational, and industrial uses.

The Commercial/Mixed Use land designation provides the opportunity to create economic vitality for the Town by expanding its employment and commercial base. This designation will provide opportunities for a balanced range of land uses serving the needs of the Caterpillar community. Three (3) Commercial/Mixed Use Development Options provide a range of land use intensities from suburban to more intense, urban uses.

1. Permitted Uses

- a. All uses permitted in the Residential Land Use Designation;
- b. Residential uses located above, below, or adjacent to commercial uses;
- c. Resorts (and all associated facilities including spa and golf uses);
- d. Retail sales, specifically including but not limited to liquor sales and automobile sales;
- e. Professional, business, and administrative offices;
- f. Personal service businesses such as but not limited to beauty shops, barber shops, laundry and dry cleaning establishments;
- g. Bars and restaurants;
- h. Night clubs;
- i. Banking and financial services;
- j. Child care facilities;
- k. Entertainment uses including museums, theaters, cinemas, auditoriums, and places of public assembly, excluding adult theaters and adult live entertainment;

- l. Sports facilities including, but not limited to, professional sports facilities;
 - m. Hotels/motels;
 - n. Health clubs;
 - o. Copying and printing businesses;
 - p. Self-storage facilities *;
 - q. Wholesale sales and distribution *;
 - r. Medical offices and clinical laboratories;
 - s. Hospitals;
 - t. Veterinary offices and clinical laboratories;
 - u. Veterinary hospitals;
 - v. Motion picture production, radio, and television broadcast studios;
 - w. Manufacturing and assembly *;
 - x. Mortuaries and crematoriums;
 - y. Convenience uses including drive-in uses;
 - z. Gas/service stations, including automobile repair;
 - aa. Recreational vehicles storage facilities *;
 - bb. Used car sales, provided that such sales are ancillary to a new automobile sales establishment.
- (Note: "*" indicates an industrial use.)

2. Prohibited Uses

- a. Adult uses.

3. Development Options

One of the following Commercial/Mixed Use Development Options shall be selected at the point of or prior to Development Site Plan review and shall be subject to the development standards set forth herein for each respective Development Option.

a. Commercial/Mixed Use, Low

Max. Height:	3 stories or 40'
Min. Open Space (may include setback area):	25%
Perimeter Setback:	20'

b. Commercial/Mixed Use, Medium

Max. Height:	4 stories or 60'
Min. Open Space (may include setback area):	20%
Perimeter Setback:	10'

c. Commercial/Mixed Use, High

Max. Height:	6 stories or 84'
Min. Open Space (may include setback area):	5%
Perimeter Setback:	0'

C. Resort Overlay

One thousand (1,000) resort rooms shall be permitted on the Property. Any resort use shall be designed and developed to fit into the unique and special environs of the Property and shall be subject to the development standards in any of the three (3) Commercial/Mixed-Use Development Options set forth in **Section 3.01.B**.

3.02 LAND USE BUDGET

Maximum intensities for the Land Use Designations described in **Section 3.01** are provided in the Land Use Budget set forth in **Exhibit J**.

A. Land Use Intensity -- Residential

A maximum of 14,080 residential units shall be permitted on the Property. The allocation of residential units within each Planning Unit shall be as set forth in the Land Use Budget, subject to the provisions of **Sections 3.02.E and 3.02.F**.

B. Land Use Intensity -- Commercial/Mixed Use

A total of 4,028,750 square feet of gross floor area shall be permitted for all commercial/mixed-use development on the Property. The allocation of total gross floor area for commercial development within each Planning Unit shall be as set forth in the Land Use Budget, subject to the provisions of **Sections 3.02.E and 3.02.F**.

C. Land Use Intensity -- Resort Overlay

A maximum of one thousand (1,000) resort rooms shall be permitted on the Property. Additional resort rooms are allowed at a reduction of overall residential units of 0.5 residential units for each additional resort unit.

D. Land Use Designation Locations

The specific location of each Land Use Designation within a Planning Unit shall be determined at the time of preliminary plat or Development Site Plan approval.

E. Land Use Intensity Transfers

The owner of any portion of the Property may transfer residential dwelling units or commercial/mixed-use square footage and amend the preliminary allocation within Planning Units, and from one Planning Unit to another, subject to approved documentation as required in **Section 3.02.F**. Reallocation of units or square footage in accordance with this Section shall be subject to the provisions of **Section 1.02.F**.

F. Documentation of Intensity Transfer

Any submittal to the Planning Director which includes a request for an intensity transfer shall include: (1) the written consent of the Developer; and (2) documentation which sets forth the reallocation of dwelling units or commercial/mixed-use square footage within the Land Use Budget and which indicates the Planning Units that have a reduction or increase in the number of dwelling units or amount of commercial/mixed-use square footage. At the time of final plat approval or Development Site Plan approval, the Developer shall submit to the Planning Director documentation for inclusion in the Land Use Budget indicating the final status of intensity of the affected Planning Units.

G. Residential Dwelling Unit Bonus

As an inducement to provide Common Areas throughout the Property, the total number of residential units allowed on the Property may be increased as described in the Residential Dwelling Unit Bonus table set forth in **Exhibit K**.

3.03 GENERAL DEVELOPMENT STANDARDS

The purpose of general development standards contained in the CMP is not to restrict imagination, innovation, or variety, but rather to assist in focusing on those elements of design which can produce creative solutions that will develop a satisfactory visual appearance, preserve property values, limit incompatibilities, and promote the public health, safety, and general welfare.

The use, construction, improvement, or other development of any portion of the Property shall be subject to all of the property development standards contained in the CMP, except as may be modified by each Planning Unit Plan required to be submitted pursuant to **Section 2.02**.

A. Perimeter Transition Areas

A perimeter transition area with an average width of one hundred (100) feet and a minimum width of fifty (50) feet shall be provided along the eastern boundary of the Property as depicted in **Exhibit L** (the "Perimeter Transition Area"). Any development within the Perimeter Transition Area shall be limited to a height not to exceed thirty (30) feet.

B. Setback and Height Exceptions

1. Structure projections (bay windows, balconies, overhangs, etc.) will be allowed to extend three (3) feet beyond any setback line. Further projection may be allowed by the Planning Director for buildings over two (2) stories provided that such projection will not adversely impact any adjacent properties.
2. The height regulations of the CMP shall not apply to spires, belfries, chimneys, cooling towers, elevator bulkheads, fire towers, monuments, stacks, radio or television aerials, cellular communication facilities, ornamental towers, or necessary mechanical structures as long as the above features do not exceed seventy-five (75) feet in height from finished grade for all Development Options, except for the Commercial/Mixed-Use, High Development Option where such features shall not exceed one hundred (100) feet in height from finished grade. If attached to a building, such features shall not occupy a horizontal area in excess of twenty-five (25) percent of the entire roof area of the building. In addition, height regulations of the

CMP shall not apply to hospitals, resorts, signature architecture, or water tanks.

C. Residential Accessory Buildings, (including detached guest houses)

1. Accessory buildings shall not:
 - a. Exceed the height of the primary residence;
 - b. Be located within ten (10) feet of the primary residence;
 - c. Be constructed prior to the construction of the primary residence.

D. Air Quality

1. Purpose and Intent

Air quality within the Town is a natural asset. It is the intent of the CMP to maintain air quality by controlling dust caused by new development and motor vehicle traffic.

2. Conformity

Each Planning Unit Street and Circulation Plan shall include a statement of conformance with the state air quality plan, as developed by the Maricopa Association of Governments for all proposed transportation improvements.

3. Construction

Maricopa County air quality regulations shall be adhered to for all construction activities on the Property.

4. Surface and Traffic Control

- a. For any drive-in establishment, a directional sign shall be posted to encourage reduced vehicle idling.
- b. Development plans shall be designed to reduce traffic flows and encourage efficient traffic circulation.

- c. Parking, loading, and vehicle storage areas shall be maintained in a manner that minimizes dust emissions.
- d. Vacant property which is not in its natural vegetative state and which was not disturbed prior to the adoption of the CMP shall be controlled to minimize dust emissions beyond the boundaries of the site.
- e. Air blowers used for landscape maintenance having a fifty (50) cubic centimeter engine or larger shall be prohibited.

E. Building Construction

1. General Requirements

- a. All buildings and structures, both existing and new, shall be maintained in a safe and sanitary manner.
- b. All construction or work for which a permit is required shall be subject to inspection by the Building Inspector, in accordance with the applicable provisions of the Uniform Building Code.

2. Uniform Codes Applicable to the Property

The following uniform codes are hereby made part of the CMP. In the event the Town adopts an updated version of any or all of the following uniform codes, the most-recently adopted version shall prevail.

UNIFORM BUILDING CODE, 1991 edition, published by the International Conference of Building Officials,
NATIONAL ELECTRICAL CODE, 1990 edition, published by the National Fire Protection Association,
UNIFORM PLUMBING CODE, 1991 edition, published by the International Association of Plumbing and Mechanical Officials,
UNIFORM MECHANICAL CODE, 1991 edition, published by the International Association of Plumbing and Mechanical Officials,
UNIFORM FIRE CODE, 1991 edition, published by the International Conference of Building Officials and the Western Fire Chiefs Association,

UNIFORM CODE FOR THE ABATEMENT OF DANGEROUS BUILDINGS, 1991 edition, published by the International Conference of Building Officials, and any and all supplements to said codes.

3. Licenses Required

The design and construction of buildings shall be under the supervision of licensed engineers, contractors, or architects when required by applicable state law. The Town shall enforce and require adherence to state laws governing such and may refuse to issue permits if documentation on licensing requirements is not provided.

F. Residential Density

Gross density for the Property shall be in accordance with **Section 3.02** and the Land Use Budget set forth in **Exhibit J**. Residential densities for the Property shall be allowed to vary within and between neighborhoods. Residential densities may range from approximately one (1) dwelling unit per ten (10) acres to fifty (50) dwelling units per acre.

G. Flood Control

1. Floodplain Management

The Maricopa County Flood Control District (the "FCD") is responsible for all floodplain management activities within the corporate limits of the Town. The FCD is authorized to exercise the powers and duties set forth in Title 45, Chapter 10, Article 4, Arizona Revised Statutes.

2. Drainage Provisions

a. General Requirements

Provisions for drainage shall meet the requirements of the Uniform Drainage Policies and Standards for Maricopa County. Drainage facilities shall be installed to provide for the adequate containment and disposal of surface water and to maintain any natural drainage course on the Property.

b. Drainage Report

Prior to approval of any commercial or residential development, a drainage report shall be submitted to and approved by the Town Engineer.

c. Drainage Clearance

Drainage clearance shall be required prior to permit issuance for any development or substantial improvement which may have an adverse effect on existing drainage.

d. Final Inspection

Drainage inspection approval shall be obtained prior to issuance of a Certificate of Occupancy or final building inspection of any site or structure.

3. Drainage Design

a. General

The entire drainage detention/retention and runoff conveyance system shall be designed to eliminate or minimize storm water runoff effects and convey the runoff through the development with minimum detrimental effect. No system shall be approved if the effect may cause an increase in the peak discharge or velocity of runoff or change the point of entry of drainage onto adjacent properties during the runoff event.

b. Storm Frequency Criteria

The rainfall event based upon the one hundred (100) year storm frequency generating the peak discharge for the area contributing runoff to the development shall be used in designing the overall drainage system.

c. Detention/Retention of Storm Drainage

i. The detention/retention system shall be designed to retain the increase in runoff volume due to development and reduce the post-development peak discharge to

less than or equal to the pre-development peak discharge.

- ii. On-site detention/retention facilities may include natural depressions or man-made basins. Dry wells are permitted.
- iii. Individual lot detention/retention shall not be permitted in residential subdivisions with a lot size less than one-half ($\frac{1}{2}$) acre, except in conjunction with development pursuant to either the Residential High, Platted Lot or the Residential High, Development Site Plan Development Options set forth in Section 3.01. A.2.g-h.
- iv. Detention/retention can occur in the Town's right-of-way upon approval of the Town Engineer.
- v. A public utility easement shall not be designated for detention/retention without approval of affected utility companies.
- vi. Off-site drainage shall either be to the street or to a designated wash or drainage structure with adequate capacity and outfall.
- vii. Detention/retention can occur in public areas and parks.

d. Storm Water Disposal

On-site runoff that has been detained/retained shall be disposed of within thirty-six (36) hours either by percolation, dry wells, catch basins, or drainage into an approved drainage way. One hundred (100) year peak discharge flows from the Property shall not exceed pre-development flows and shall be in the location and direction of the historic off-site flows.

e. Finished Floor Elevation

Finished floors shall be elevated a minimum of fourteen (14) inches above the low adjacent top of curb or lot outfall elevation, or twelve (12) inches above the computed one

hundred (100) year water surface elevation, whichever is greater. A finished floor elevation may be other than the minimum permitted provided it is determined by technical data certified by a registered professional engineer who is licensed to practice in the State of Arizona to be the minimum necessary to be safe from inundation by the one hundred (100) year peak discharge flow. Finished floor elevation shall be referenced to a known benchmark.

f. Drainage Easements

Drainage easements or tracts may be required to preserve washes, streams and channels (drainageways). The width of the drainage easements or tracts shall be defined by the water surface during the 100-year storm event, and may include buffer areas. The need for a drainage easement or tract, and its width and location will be determined on a case by case basis.

H. Landscaping

1. Purpose

Landscaping has a two-fold purpose: 1) to create an aesthetic environment, and 2) to maintain groundcover for control of dust and weeds.

2. Landscaping Required

All development within the Property shall meet or exceed the landscaping requirements of this Section and shall conform with the Landscape Plant Palette set forth in **Exhibit M**. The plant palette expands on the approved Arizona Department of Water Resources list to allow greater flexibility in design concepts while ensuring environmental sensitivity. The Landscape Plant Palette appropriately provides botanical diversity given the regional context.

- a. All commercial and industrial uses shall provide landscaping within the front setback area or between the building and the street frontage, whichever is less. On corner lots, landscaping is to be provided on both street frontages within the setback

area or between the building(s) and the street frontages, whichever is less.

- b. Landscaping shall be provided by the Developer or subdivider between the public roadway improvements and the adjacent property line.
- c. Landscaping within the public right-of-way on Principal Arterial streets shall include one (1) tree and three (3) shrubs for each twenty (20) feet of street frontage. A minimum of sixty percent (60%) of the required trees shall be twenty four inch (24") box or larger.
- d. Landscaped areas along Principal Arterial streets shall be contoured or bermed to provide variations in grade.
- e. All landscape areas shall be finished with a natural topping material which may include, but not be limited to, the following: turf, groundcover, decomposed granite, river run rock, native soils or expanded shale.
- f. All residential uses shall be landscaped in accordance with the Landscape Plant Palette set forth in **Exhibit M**.

3. Irrigation and Maintenance

All landscaping improvements shall include a suitable method for irrigation.

4. Right-of-Way Encroachment

Landscaping allowed within sight distance triangles and safe stopping sight distance areas in the public right-of-way shall be a maximum height of three (3) feet. Landscaping in the public right-of-way not within sight distance triangles and safe stopping sight distance areas may exceed three (3) feet in height. Trees and turf may be allowed in the public right-of-way, subject to applicable governmental regulations. Trees within sight distance triangles and safe stopping sight distance areas may be allowed in the public right-of-way if branches are trimmed up to six (6) feet above ground level. The Public Works Director shall have the authority to order removal of any

landscaping or trees which, in the opinion of the Public Works Director, poses a hazard to the public.

I. Lighting

1. Applicability

Indoor or outdoor lighting that is one hundred fifty (150) watts or less shall be exempt from the provisions of this Section.

2. General Standards

a. Sources of illumination that are directly visible from a public street or residential property shall be minimized to reduce glare.

b. Light intensity shall not exceed one (1) foot-candle on any adjacent property.

3. Lighting Requirements

a. All fixtures are to be fully shielded. Metal halide and florescent fixtures shall be filtered. Mercury vapor fixtures are prohibited.

b. Fixtures over two hundred (200) watts shall be directed downwards.

c. The height of any fixture shall not exceed:

i. Fifteen (15) feet for residential uses;

ii. Twenty (20) feet for commercial uses;

iii. Forty (40) feet for industrial uses;

iv. Thirty-five (35) feet for any recreational or public use (ballfields and arenas exempted).

4. Street lighting requirements will be addressed by each Planning Unit Environmental Design Plan and may or may not include continuous lighting other than at major intersections.

J. Outdoor Storage

1. General Standards

- a. Storage of materials, supplies, or similar matter is prohibited outside an enclosed structure, unless associated with an industrial use, which shall be screened from view. Storage of inventory, materials, or other debris outside an enclosed building is prohibited in conjunction with a residential or commercial use.
- b. Storage associated with an industrial use shall only be allowed within the confines of a solid fence or landscape screen not less than six (6) feet in height, unless no practicable alternative is available.
- c. Merchandise which is offered for sale may be displayed beyond the confines of an enclosed structure, the area of which shall not exceed ten (10) percent of the principal building floor area, unless such merchandise is a type customarily displayed outdoors, such as automobiles, garden supplies, and seasonal sales.
- d. No display or storage of any type shall be permitted within the one-half (½) of the required front or side street setback nearest the street, nor within any required interior side or rear setback.

2. Vehicle Storage

- a. Mobile or manufactured homes are allowed to be stored only in conjunction with an industrial use and shall be placed in the rear half of the lot and completely screened from view of a public street.
- b. Recreational vehicles shall be parked to the rear of the front setback line.

- c. Parking of commercial vehicles in residential districts is limited to one (1) commercial vehicle with a one (1) ton chassis, having a capacity of not more than ten thousand (10,000) pounds gross vehicle weight rating (GVWR).
- d. Inoperable vehicles shall be stored only in conjunction with an industrial use completely screened from view of a public street.
- e. There shall not be any type of vehicle stored on a vacant parcel of land.

3. Temporary Storage

These regulations shall not be applicable to any storage being placed in a certain location less than twenty-four (24) hours, unless the storage constitutes a public hazard or nuisance.

K. Parking and Traffic Circulation

1. Purpose

Contained herein are standards intended to provide for attractive, effectively developed parking, including, but not limited to, on-street, parallel, and diagonal parking with sufficient room for maneuvering and landscaping.

2. Traffic Access

- a. Every lot shall have access that is sufficient to afford a reasonable means of ingress and egress for emergency vehicles as well as for all those likely to need or desire access to the Property in its intended use.
- b. All driveway entrances and other openings onto streets within the Property shall be constructed so that:
 - i. Vehicles can enter and exit from the lot in question without posing any substantial danger to themselves, pedestrians, or vehicles traveling on abutting streets.

- ii. Interference with the free and convenient flow of traffic in abutting or surrounding streets is minimized.
 - c. Minimum lot width at the driveway access point on a single lot shall be twenty (20) feet. If two or more adjacent flag lots share a common driveway, the minimum combined lot width at the driveway access point shall be thirty (30) feet, as set forth in **Exhibit I**.
 - d. Up to six (6) platted residential lots may be accessed from a common driveway, unless otherwise approved by the Town Engineer.
 - e. Unless no other practicable alternative is available, all driveways and other openings for commercial/mixed-use development shall be located a minimum of:
 - i. Seventy-five (75) feet from a street intersection;
 - ii. Forty (40) feet from another access driveway;
 - f. Shared driveways for commercial/mixed-use development shall be encouraged.
- 3. Parking Requirements
 - a. Standards
 - i. Off street parking spaces shall be provided as set forth in **Table A**. Loading spaces shall be provided as per **Table B**. Fractional results shall be rounded up to the nearest whole number if the fraction is 0.5 or greater.
 - ii. In the case of mixed uses, the total number of spaces shall be based on parking demand as determined by a parking study as set forth in **Section 3.03.K.4**.
 - iii. Accessible parking spaces shall comprise five (5) percent of the total required spaces when over ten (10) spaces are required.

- iv. An emergency access lane having twenty (20) feet of unobstructed width shall be provided when required by the Property's emergency service provider. The twenty (20) foot width can consist of sixteen (16) feet of paved lane with two (2) foot shoulders on each side with plantings less than eighteen (18) inches in height within the shoulder area.

TABLE A

**PARKING SPACES REQUIRED
(BY LAND USE TYPE)**

	REQUIRED PARKING	MINIMUM SPACES TO BE PROVIDED (by development site)
SINGLE FAMILY	2	2
MULTIPLE FAMILY	1.5 per unit	4
SENIOR HOUSING		
Assisted Living	0.75 per unit	2
Independent Living	1.5 per unit	2
Nursing Home	.5 per bed	2
COMMERCIAL (general)	2 ⁽¹⁾	4
OFFICE	1.5 ⁽¹⁾	2
INDUSTRIAL	1 ⁽¹⁾	4
SERVICE ESTABLISHMENT	3 ⁽¹⁾	4
PUBLIC ASSEMBLY	3 ⁽¹⁾	10

⁽¹⁾ Parking spaces per 1,000 square feet of gross floor area.

TABLE B

**LOADING SPACES REQUIRED
FOR NEW DEVELOPMENT
(BY LAND USE TYPE)**

	LOADING SPACES TO BE PROVIDED PER 10,000 SQUARE FEET OF GROSS FLOOR AREA ⁽¹⁾	MINIMUM SPACES TO BE PROVIDED ⁽²⁾
SINGLE FAMILY	N/A	N/A
MULTIPLE FAMILY	N/A	N/A
COMMERCIAL	1	1
OFFICE	1	N/A
INDUSTRIAL	0.2	2
SERVICE ESTABLISH.	2	1
PUBLIC ASSEMBLY	1	N/A

⁽¹⁾ Loading spaces are to be to the rear or side of the building

⁽²⁾ The minimum number of loading spaces may be waived by the Planning Director upon a showing that the spaces are not necessary in the ordinary course of a particular use.

b. Design

- i. To control dust and drainage, parking areas shall be constructed with dust-free materials including but not limited to stabilized, decomposed granite.
- ii. Dimension requirements as set forth in **Table C** shall be followed in the construction or modification of any parking area.
- iii. The preferred location for parking shall be the interior of the lot, exclusive of on-street parking.

- iv. Paving shall be provided to a sufficient thickness to withstand repeated vehicular traffic, except for single-family dwelling uses.

4. Parking Study Option

As an alternative to the requirements listed elsewhere in this Section, a parking plan may be submitted for approval by the Planning Director, which plan shall find that an alternate design or a reduction in the total number of parking spaces required would fulfill the intent and purpose of this Section. The Planning Director may require the study to be completed by a registered traffic engineer.

TABLE C **PARKING / LOADING SPACE DESIGN REQUIREMENTS**

	90 DEGREE SPACES ⁽¹⁾	60 DEGREE SPACES ⁽¹⁾	45 DEGREE SPACES ⁽²⁾	LOADING SPACES
WIDTH (STD)	9'	9'	9'	12
WIDTH (ACC)	13'	13'	13'	N / A
LENGTH (STD)	18'	18'	18'	55
LENGTH (ACC)	18'	18'	18'	N / A
AISLE WIDTH	25'	20'	15'	25

⁽¹⁾ For 90 and 60 degree parking, aisle dimensions are 2 - way.

⁽²⁾ For 45 degree parking, aisle dimensions are 1 - way.

L. Screening

1. General Requirements

- a. Fences may be allowed within the public right-of-way upon approval of the Public Works Director. The height of any fence within the public right-of-way shall be a maximum of three (3) feet. The Public Works Director shall have the authority to

order removal of any fence which, in the opinion of the Public Works Director, poses a threat to public safety.

- b. The height of any fence located between the principal structure and the rear or side property line shall not exceed six (6) feet within any residential designation and eight (8) feet within any commercial/mixed-use designation, unless associated with an industrial use, in which case the fence may extend to a height of ten (10) feet.
- c. Material used for fences shall be limited to those listed in **Table D**.

2. Required Screening

New development shall provide screening in accordance with **Table D** for those uses and improvements specified.

3. Roof-Mounted Equipment

All roof-mounted equipment shall be completely screened from view from ground level of adjacent property. The parapet, if provided, shall be architecturally compatible with the primary building.

4. Swimming Pool Enclosure

The following swimming pool enclosure regulations shall apply to the Property. Unless otherwise provided herein, swimming pools shall be entirely enclosed by a protective fence or solid wall of not less than five (5) feet in height.

a. Applicability

The provisions of this Section shall apply to the following:

- i. Swimming pools used in conjunction with single-family dwellings, including single-family cluster developments.
- ii. Swimming pools used in conjunction with a multiple-family use.

- iii. Swimming pools used in conjunction with a commercial or public use.

TABLE D

REQUIRED SCREENING

	MINIMUM HEIGHT REQUIRED FOR SCREENING	MATERIALS ALLOWED TO BE USED FOR SCREENING ^(1,2)
REFUSE CONTAINER	6'	1
VEHICLE DISPLAY	2.5'	1,2,3
PARKING AREA	3'	1,3
OUTDOOR STORAGE	6'	1,4,5
MECHANICAL EQUIP.	3.5'	1,3,5

⁽¹⁾ Materials for fence construction shall be limited to the following:

1. masonry block
2. wrought iron
3. landscape screen
4. chain - link with slats
5. wood

⁽²⁾ Other materials may be allowed upon the Planning Director finding that they are similar to those listed above.

b. Design

- i. The pool enclosure shall be set a minimum of twenty (20) inches from the edge of the water.
- ii. The protective fence or wall shall have no vertical opening larger than four (4) inches. Wrought iron and wood fences shall be constructed with at least fifty-four (54) inches between the horizontal members.

- iii. Gates shall be self-closing, self-latching, with latches being a minimum of fifty-four (54) inches above ground level. Gates shall swing out, away from pool. Those gates not used for normal access to and from the pool do not need to be self-closing if secured by a padlock or other similar device in lieu of a latch.
- iv. The protective fence or wall shall be located a minimum horizontal distance of fifty-four (54) inches from any structure, storage, or equipment that could be used to climb the wall or fence from the outside.
- v. The protective fence or wall shall contain no opening, handhold, or other means accessible from the exterior side of the enclosure that could be used to climb the wall or fence.
- vi. The protective fence or wall shall be constructed of block, wrought iron, wood, or other similar material approved by the Planning Director. Chain link material shall not be used as a protective fence.
- vii. All ground level doors with direct access to the pool area must be equipped with self-latching devices which shall be located at least fifty-four (54) inches above the floor and must be self-closing and must open in a direction away from the pool area.
- viii. All emergency escape and/or rescue windows of sleeping rooms with direct access to the pool area must be equipped with a self-closing and self-latching device located no less than fifty-four (54) inches above the floor.
- ix. All other openable dwelling unit or guest room windows with access to the pool area must be equipped with: 1) screwed in place wire mesh screens, 2) keyed locks that prevent opening the window more than four (4) inches, or 3) self-closing and self-latching devices located no less than fifty-four (54) inches above the floor.

c. Owner Responsibility

It is the responsibility of the property owner to ensure that any pool enclosure fence and its appurtenances (i.e. gates, latching devices, locks, etc.) are maintained in safe and good working order.

M. Signs

1. Permit Required

The placement of signs, except as listed below, shall require a sign permit issued by the Planning Director in accordance with the procedures set forth in the Development Code. Signs listed as follows are exempt from obtaining a permit:

- a. Political signs and banners;
- b. Directional and traffic signs, including temporary variable street construction signs;
- c. Window signs not exceeding twenty (20) percent of the window area;
- d. Signs not visible from off property or business;
- e. Signs pertaining to the lease, sale, or rental of land or buildings, the size of which are six (6) square feet or less for parcels up to five (5) acres and twenty-four (24) square feet or less for parcels more than five (5) acres.

2. Prohibited Signs

The following types of signs are prohibited:

- a. Signs with audible devices, moving parts, or flashing lights. This shall also include electronic messaging boards with moving words or letters;

- b. "Sandwich" or portable signs and outdoor banners displaying product information;
- c. Roof mounted signs or signs projecting above the roof line of a building;
- d. Signs placed within the public right-of-way;
- e. All signs mounted on, or applied to trees, utility poles, or public structures, except as otherwise provided;
- f. Any sign determined to be a safety hazard to the flow of traffic;
- g. Commercial signs remaining at an abandoned or vacant building for a period exceeding one hundred eighty (180) days.

3. Design Standards

- a. Signs shall not exceed the dimensions set forth in **Table E** and **Table F**.
- b. Signs shall be located on the same parcel as the use for which they advertise, except freeway commercial signs.
- c. Illuminated signs may be internally lighted in the Commercial/Mixed Use designation. The source of illumination of any sign is to be shielded so that it is not visible from or causes glare or reflection onto adjacent properties and streets.

TABLE E

**MAXIMUM SIZE ALLOWED
FOR FREE - STANDING SIGNS
(BY LAND USE TYPE)**

	MAXIMUM SIGN HEIGHT ALLOWED	MAXIMUM SIGN AREA (IN SQUARE FEET) ALLOWED
MULTIPLE FAMILY	3.5'	18
PUBLIC ASSEMBLY	3.5'	18
COMMERCIAL	20'	72
OFFICE	3.5'	18
SERVICE ESTABLISHMENT	15'	32
FREEWAY COMMERCIAL	65' *	300
INDUSTRIAL	20'	48

* Freeway commercial and billboard signs shall be allowed to extend sixty-five (65) feet above the grade of the freeway nearest the sign.

TABLE F

**MAXIMUM SIZE ALLOWED
FOR ATTACHED SIGNS
(BY LAND USE TYPE)**

SIGN AREA ALLOWED (IN SQUARE FEET)
FOR EACH LINEAL FOOT OF BUILDING FACING
THE STREET FRONTAGE

MULTIPLE FAMILY	0.25
PUBLIC ASSEMBLY	0.25
COMMERCIAL	1.00
OFFICE	0.50
SERVICE ESTABLISH.	0.75
FREEWAY COMM.	1.00
INDUSTRIAL	0.50

- * Attached signs shall be placed below roof eave line.
- * Each side of a building having a street frontage may be counted separate and used to place signs.
- * Buildings located over fifty (50) feet from the street frontage are allowed to double the allowed sign area amount.

N. Topography

The provisions of this Section shall apply to all new development activities within the Property. The foregoing notwithstanding, regrading or reshaping activities in areas of disturbance which occurred prior to the adoption of the CMP shall be exempt from the provisions of this Section.

1. Grading

The purpose of this Section is to set forth the objectives and engineering standards for the grading and earthwork elements for the development of the Property. The grading elements include street and parking lot cut and fill limits, site grading limits, slope control or soil stabilization, mitigation of adverse conditions including boulder instability, slope instability, soil erosion, and drainage disruption, and landscaping of scarred areas due to grading.

a. General

A grading plan shall be approved by the Town Engineer prior to any grubbing, grading, or clearing. All grading shall be in accordance with all applicable M.A.G. standards or the uniform building code, whichever is applicable to the site.

b. Cut and Fill

Cut and fill slopes, except for those required for roadway improvements, shall meet the following requirements:

- i. Cut and fill slopes shall not be steeper than 3:1, except stable rock which may be vertical. Steeper slopes will be allowed when justified by adequate engineering analysis and documentation, subject to approval by the Town Engineer.
- ii. Cut and fill slopes within drainage retention and detention basins shall be no steeper than 4:1. Steeper slopes will be allowed when justified by adequate engineering analysis and documentation, subject to approval by the Town Engineer.

iii. The maximum height of cut is not to exceed eighty (80) feet and the maximum height of fill shall not exceed sixty (60) feet, unless otherwise approved by the Town Engineer. All exposed cuts and fills are subject to the mitigation criteria established herein.

c. Retaining Walls

Retaining walls may be used to reduce the horizontal distance required to construct cut and fill slopes. Retaining walls may include masonry, rigid concrete structures, earth filled bins, gabions, and any other form of structural elements used to retain and support cut or fill slopes.

Retaining walls up to twenty (20) feet shall be allowed. Retaining walls higher than twenty (20) feet may be approved by the Town Engineer. Retaining walls shall be designed by a registered professional engineer who is licensed to practice in the State of Arizona.

d. Revegetation

Revegetation for landscaping or erosion and sediment control is an integral part of grading activity. Graded areas that are to be revegetated shall be revegetated with those plants included in the Landscape Plant Palette as set forth in **Exhibit M**.

e. Dust Control

All dust control activities shall comply with all Federal, state, and county dust control requirements.

2. Hillside

It is the purpose of this Section to establish regulations which recognize that development of hillside areas on the Property involves special considerations. Hillside development standards apply to all land wherever the natural terrain of the proposed disturbance areas within any lot or parcel has a slope of fifteen (15) percent or greater as determined by a registered professional engineer who is licensed

to practice in the State of Arizona ("Hillside Area"). All land use designations and respective development options contained herein may be developed within Hillside Areas and shall be governed by the provisions of this Section and the standards of each respective development option set forth in **Section 3.01.A.2** and **Section 3.01.B.2**. In the event of a conflict between the development standards of this Section and the standards set forth in **Section 3.01.A.2** and **Section 3.01.B.2**, the provisions of this Section shall prevail.

a. General Provisions for Construction in Hillside Areas

In addition to drawings, plans, specifications and details necessary to obtain a building permit, the following documentary requirements and certifications shall be provided for review by the Town Engineer and Town Building Inspector:

- i. A topographic map at an appropriate scale on a 24" x 36" sheet presenting the total lot and a twenty (20) foot area beyond the property line. This map shall show existing and proposed finished contours at two (2) foot intervals within a twenty (20) foot perimeter from any proposed building, five (5) foot intervals elsewhere. Existing contours shall be shown with dashed lines. This map shall show limits of excavation and fill, slope of cut and fill, and total cubic yards of excavation and fill.
- ii. Detailed site plans and landscape plans at an appropriate scale which show the following: grade and slope in percent of all disturbed areas; dimensions and calculations of all cut and fill for the building site, roads, drives, swimming pools, and the method of concealment for each fill or exposed cut; dimensions of length and height of retaining walls, fences, and other attachments; the location and grade of all drainage channels, swales, drain pipes, etc.; and the amount and degree of surface disturbance, destruction, or removal of natural vegetation.

- iii. Cross-sections at 1:1 scale at two (2) or more locations perpendicular to the contours through the building site. Locations of the cross-sections shall be clearly shown on the topographic map. Properties impacting ridge lines shall provide additional cross-sections indicating their relation and impact on such ridge lines.
- iv. An overall excavation, grading, and drainage plan prepared and certified by a registered professional engineer who is licensed to practice in the State of Arizona.
- v. Where possible and appropriate, the combining of the above maps into one drawing may be acceptable.

b. Heights and Appearances

- i. For development within Hillside Areas, the height of structures shall be determined by the following and not by the definition of building height as described in **Section 1.03**:

No part of any structure shall penetrate an imaginary plane (the "Sloping Plane of Measurement"), the height of which is thirty (30) feet measured vertically from the highest ridge or parapet of the building to the existing natural grade directly beneath that point. Minor topographic variations may be excluded from those measurements if those areas are less than twenty-five (25) feet in width. Exposed building walls measured in a vertical plane shall not exceed a height of thirty (30) feet measured from the lowest point of the wall to the top of the wall. In addition, the overall projected height will be measured from the lowest wall improvement attached to the main structure to the highest ridge or parapet, and be limited to forty-five (45) feet. Exceptions to the maximum height requirements are allowed for architectural features that are less than ten (10) percent of the

entire roof area. A diagram depicting height measurements in Hillside Areas is set forth in **Exhibit N**.

- ii. Materials used for exterior surfaces of all structures shall blend in color, hue, and tone with the surrounding natural setting to avoid high contrasts. The overall intent is to create a materials and color palette that when utilized is deemed complementary and compatible to the desert setting.
 - (a) Structures, walls, roofs and fences shall blend with the surrounding terrain and there shall be no material or colors used which have a light reflecting value (LRV) greater than thirty-five (35) percent.
 - (b) Mirror surfaces, or any treatment which changes ordinary glass into a mirror surface, is prohibited. Bright, untarnished copper or other metallic surfaces shall be treated so they are non-reflective.
 - (c) All electrical service equipment and subpanels and all mechanical equipment including, but not limited to, air conditioning and pool equipment, solar panels, and antennas shall not be visible from outside the property when viewed from the same or a lower elevation. Restrictions of solar panels and mechanical equipment may be modified if they are integrated into the roof design.
- iii. Fences or walls on lots within a Hillside Area, excluding retaining walls, shall be restricted to privacy walls attached to or directly screening a portion of the main residence.

c. Disturbed Area

Lots in Hillside Areas shall be developed to provide for the minimum amount of ground disturbance during the time of construction so as to prevent rock slides and falls, erosion, and seepage. At final construction, disturbed areas shall be hidden or supported by retaining walls, buildings, finished surfaces, or shall be landscaped.

- i. All buildings, structures, and roads shall, to the fullest extent practicable, utilize the natural contours of the land so as to minimize the disturbed area.
- ii. The maximum height of any cut or fill used to establish a building site or a driveway shall not exceed fifteen (15) feet. The maximum height of any cut or fill used to establish a road or roadway shall not exceed thirty (30) feet.
- iii. The limits of construction and proposed disturbed areas shall be clearly designated on the property prior to and during construction with flags or visible roping. No disturbance outside the designated area shall take place.
- iv. All surplus excavated material shall be removed from the lot.

d. Roadways and Driveways

- i. The roadway standards for the CMP set forth in **Exhibit D** include roadway cross-sections that minimize the impact of roads in Hillside Areas. The roadway standards include narrow street sections, custom street turn-around configurations, and custom cul-de-sac termination details all designed to minimize the intrusion of roadways within Hillside Areas.
- ii. If any portion of a driveway grade is more than twenty (20) percent, the entire residence and all accessory buildings over one hundred twenty (120) square feet of

roof area shall be protected with an approved fire sprinkling system.

- iii. Driveways with turning radii of less than thirty five (35) feet may be used provided all structures are protected with an approved fire sprinkling system.
- iv. Any driveway cut greater than twelve (12) feet in depth shall not have a length greater than two hundred (200) feet.

e. Retaining Walls and Erosion Control Measures

- i. The design of all retaining walls and erosion control measures shall be prepared by a registered professional engineer or architect who is licensed to practice in the State of Arizona.
- ii. Raw spill slopes are prohibited.
- iii. All exposed disturbed area fill shall be contained behind retaining walls or landscaped.
- iv. Retaining walls shall not exceed twenty (20) feet in height. If additional height is needed, the wall shall be offset at a minimum of four (4) feet or one (1) foot per one (1) foot of height. Privacy walls may be erected on a retaining wall so long as the total height does not exceed twenty (20) feet.

f. Lighting and Utilities

- i. All outdoor lighting concepts, fixture types, lamps, and wattage for lot development shall be indicated on the site plan.
- ii. Street lighting is discouraged unless deemed necessary for safety.
- iii. All sources of exterior lighting shall be screened to minimize impact on adjacent properties. All building

mounted light fixtures will be encouraged to shed light downward.

- iv. The use of fixtures to floodlight the exterior of a structure is prohibited; except if the structure is considered to be Signature Architecture.
 - v. Recessed soffit mounted fixtures must have the lamp recessed into the soffit a minimum of 3”.
 - vi. Only low voltage or incandescent type fixtures of a maximum of seventy-five (75) watts shall be allowed for exterior lighting, unless otherwise approved by the Planning Director.
 - vii. Exterior landscape lighting requirements shall encourage “moonlighting” techniques where a path or tree is highlighted from above, rather than aiming fixtures up at the tree.
 - viii. Exterior spotlights may only be used for security purposes and must be set on a timer for a maximum of twenty (20) minutes. The light source must be shielded from view from adjacent properties.
 - ix. All on-site utilities shall be placed underground.
- g. Landscaping

Landscaping in Hillside Areas shall be limited to the Desert Wash/Sonoran Landscape component of the Landscape Plant Palette set forth in **Exhibit M**. However, within courtyards or outdoor spaces enclosed by site walls, plants from the entire Landscape Plant Palette may be used, except for trees that have a mature growth beyond twenty-five (25) feet in height.

O. Utilities

1. Wastewater Facilities

Wastewater facilities for the Property shall conform to the Master Wastewater Plan and any refinements thereto contained in any Planning Unit Wastewater Plan.

2. Water Supply System

The water supply system for the Property shall conform to the Master Potable Water Plan and any refinements thereto contained in any Planning Unit Potable Water Plan.

3. Underground Service Lines

All utility lines, including irrigation service lines, but not including transformers or enclosures containing equipment such as switches, meters or capacitors which are ground mounted, shall be placed underground in accordance with the specifications and policies of the respective utility company.

4. Refuse Service

All commercial development shall provide refuse enclosures for solid waste collection in accordance with the following:

- a. Located so as to facilitate collection and minimize any negative impact on persons occupying the development site, neighboring properties, or public rights-of-way.
- b. Constructed according to specifications established by the Public Works Director to allow for collection without damage to the development site or the collection vehicle.

P. Public Area Improvements

1. Purpose

The purpose of these requirements is to promote road safety, assure adequate access for fire and rescue vehicles, and promote adequate vehicular circulation.

2. Coordination of Streets

- a. All new streets required pursuant to the Master Street and Circulation Plan and each Planning Unit Street and Circulation Plan shall intersect with surrounding existing streets at safe and convenient locations.
- b. The Town may require temporary turnarounds to be constructed for temporary cul-de-sacs between development phases.

3. Street Layout

- a. All permanent dead end streets shall be developed as cul-de-sacs. Cul-de-sacs shall extend no further than six hundred (600) feet as measured from the center of the last intersection or intermediate turnaround. This length may be exceeded with approval of the Fire Chief upon submittal of a Preliminary Plat.
- b. If automatic sprinkler systems are used for fire protection, cul-de-sacs shall extend no further than one thousand five hundred (1,500) feet as measured from the center of the last intersection or intermediate turnaround. This length may be exceeded with approval of the Fire Chief on cul-de-sacs serving twenty-five (25) or fewer residential units.
- c. Turnarounds shall be of either a circular or hammerhead configuration in accordance with the standards set forth in **Exhibit O**.
- d. The right-of-way of a cul-de-sac shall have a minimum radius of forty-five (45) feet. The radius of the paved area of a turnaround shall be forty (40) feet. If the center of a circular

turnaround is left unpaved, the area shall be landscaped and the pavement width shall be a minimum of sixteen (16) feet.

- e. Half streets (i.e., streets of less than the full right-of-way and pavement width) with a minimum pavement width of twenty four (24) feet to accommodate two-way traffic shall be allowed as an interim condition.

4. Street Intersections

- a. Streets shall intersect as nearly as possible at right angles, and no more than two (2) streets may intersect at any one (1) point. Arterials shall have no more than five (5) degrees from ninety (90) degrees at intersections. Collectors and Local streets shall be allowed up to fifteen (15) degrees from ninety (90) degrees at intersections.
- b. Where a centerline offset (jog) occurs at an intersection, the distance between centerlines of the intersecting streets shall be not less than one hundred fifty (150) feet.
- c. Except when no other alternative is practicable or legally possible, no two (2) collector streets may intersect with any other collector street on the same side at a distance of less than three hundred (300) feet from centerline to centerline of the intersecting collector streets. When the intersected street is an arterial, the distance between intersecting collector streets shall be at least six hundred (600) feet.

5. Street Design Standards

Streets shall be designed and constructed in accordance with the roadway standards set forth in **Exhibit D**. Typical cross-sections depicting roadway standards are also set forth in **Exhibit D**.

6. Right-of-Way Landscaping

Landscaping shall be provided in all public rights-of-way in conjunction with development of adjacent parcels. All right-of-way and drainage areas not used for street or sidewalk improvements

shall be left in a natural state or improved with landscaping in accordance with **Section 3.03.H**.

7. Bridges

All bridges shall be designed by a registered professional engineer who is licensed to practice in the State of Arizona in accordance with standard design criteria and approved by the Town Engineer.

8. Fire Hydrants

- a. All development within the Property shall include a system of fire hydrants which are constructed according to M.A.G. standards.
- b. The Fire Chief shall determine the precise location, number, and type of all hydrants depending on the location, building size, density and lot size of the subject development.
- c. Water lines that serve hydrants shall be at least six (6) inches in diameter if looped or eight (8) inches in diameter for dead-end lines. Unless no other practicable alternative is available, dead-end lines shall be allowed; provided, however, the maximum length of dead-end lines shall be one thousand five hundred (1,500) feet, with fire hydrants spaced along the alignment. A water system analysis shall be prepared to show that the farthest fire hydrant from the looped main on a dead-end line meets the minimum fire flow requirements.
- d. The maximum spacing for fire hydrants shall be five hundred (500) feet for detached residential land uses and three hundred (300) feet for attached residential, commercial/mixed-use, and resort land uses. If automatic sprinkler systems are used for fire protection, the maximum spacing for fire hydrants may be increased to one thousand (1,000) feet for detached residential land uses and seven hundred (700) feet for attached residential, commercial/mixed use, and resort land uses. Fire hydrants shall be located at maximum intervals of a quarter mile along unloaded traffic corridors.

9. Lighting Requirements

All lighting for streets, sidewalks, and other common areas or facilities in all public rights-of-way shall be in accordance with the lighting standards as provided in the CMP.

10. Non-Vehicular Circulation

Non-vehicular circulation improvements shall be in accordance with the Planning Unit Pedestrian and Trails Plan required in **Section 2.02.E**.

IV. LAND SUBDIVISION

4.01 GENERAL PROVISIONS

Land to be subdivided shall be of such character that it can be used for building purposes without danger to health or peril from fire, flood, or other menace, and land shall not be subdivided until available public facilities and improvements exist and proper provision has been made for drainage, water, wastewater, and public facilities as specified in the applicable Planning Unit Plans required to be submitted pursuant to **Section 2.02**.

4.02 STREET NAMING

The Developer shall have the authority to establish street names throughout the Property. The Developer shall indicate street names for public streets on all preliminary plats.

Street signs shall be placed at all street intersections by the Developer and shall be in place when street paving is completed.

4.03 LAND SPLITS

A. Purpose

Land splits are regulated for the purpose of ensuring each parcel of land within the Town has sufficient public access, provision for water and waste disposal, adequate parcel size and dimensions for the use intended, and availability of public services.

B. Requirements

The following requirements shall be met for any land split within the jurisdiction of the Town:

1. Parcel size and dimensions shall meet the requirements of the applicable Development Option.
2. Adequate access for ingress/egress shall be provided.

3. Adequate provision for utilities, including electric, water, and wastewater service shall be available and such availability shall be indicated on a survey submitted with a request for a land split.

C. Approval

A request for a land split shall be approved by the Planning Director if the application meets all the requirements as stated in **Section 4.03.B**.

4.04 PRELIMINARY PLAT

A. Significance of Preliminary Plat Approval

Preliminary plat approval constitutes authorization to proceed with preparation of the final plat and the engineering plans and specifications for public improvements. Preliminary plat approval is based on the following terms:

1. The basic conditions under which approval of the preliminary plat is granted will not be substantially changed prior to the expiration date of the preliminary plat.
2. Approval is valid for a period of twelve (12) months from the date of Development Board approval to the date of submittal to the Town of a final plat. Six (6) month extensions of the preliminary plat approval may be granted by the Development Board upon receipt of a letter from the applicant prior to the expiration date indicating proper cause.

B. Required Information for Preliminary Plat

The information required as part of the preliminary plat submittal shall be shown graphically, by note on plans, or by written report, and may comprise several sheets showing various elements of required data. All mapped data for the same plat shall be drawn at the same standard engineering scale, said scale having not more than one hundred (100) feet to an inch. Whenever practical, scale shall be adjusted to produce an overall drawing measuring twenty-four (24) by thirty-six (36) inches.

1. Identification and Descriptive Data
 - a. Proposed name of subdivision and its location by section, township, and range; reference by dimension and bearing to a section corner or quarter section corner.
 - b. Name, address, and phone number of applicant.
 - c. Name, address, and phone number of person preparing plat.
 - d. Scale, north point, and date of preparation, including dates of any subsequent revisions.
 - e. A location map which shall show the relationship of the proposed subdivision to existing community facilities which serve or influence it, including main traffic arterials, public transportation lines, shopping areas, elementary and high schools, parks and playgrounds, and churches. This map may be on the preliminary plat if practicable, or if not, a separate map showing title, scale, north point, and site data.
 - f. Identification of applicable Development Option.
2. Existing Conditions Data
 - a. Topography by contours or spot elevations related to U.S.G.S. survey datum, or other datum approved by the Town Engineer, shown on the same map as the proposed subdivision layout. Contour intervals shall be such as to adequately reflect the character and drainage of the land.
 - b. Location of water wells, streams, canals, irrigation laterals, private ditches, washes, lakes, or other water features; direction of flow; location and extent of areas subject to inundation, whether such inundation be frequent, periodic, or occasional.
 - c. Location, widths, and names of all platted streets, railroads, utility right-of-way of public record, public areas, permanent structures to remain, including Town utilities and municipal corporation lines within or adjacent to the tract. Two (2) copies

of a preliminary title report showing the above shall be submitted.

- d. Name, book, and page numbers of adjacent subdivisions, along with county assessor number of all adjacent parcels having a common boundary with the tract.
- e. By note, the existing land use district classification of the subject and surrounding tracts.
- f. By note, the acreage of the subject tract.
- g. Boundaries of the tract to be subdivided shall be delineated and fully dimensioned.
- h. By note, reference to the recorded Master Covenants, Conditions and Restrictions for Caterpillar.

3. Proposed Conditions Data

- a. Street layout, including location, width of public and private streets, alleys, crosswalks, centerline geometry, and easements; connections to adjoining platted tracts.
- b. Typical lot dimensions (scaled); dimensions of all corner lots and lots of curvilinear sections of streets; each lot numbered individually; total number of lots.
- c. Locations, width, and use of easements.
- d. Designation of all land to be dedicated or reserved for public use with use indicated.
- e. Typical lot details showing proposed setbacks.
- f. Proposed water, sewer and non-potable water pipelines with respective sizes; locations of valves and fire hydrants.
- g. Any updates to completed Planning Unit Plans necessary as a result of changes affecting potable water, wastewater, drainage or street and circulation infrastructure.

4. Proposed Utility Methods
 - a. Statement as to the type of wastewater disposal facilities and effluent re-use facilities, in general conformance to the respective Planning Unit Wastewater Plan.
 - b. Statement as to the type of potable water facilities and the existence of a one hundred (100) year assured water supply as required by the Arizona Department of Water Resources, in general conformance with the respective Planning Unit Potable Water Plan.
 - c. Preliminary Drainage Report which includes hydrologic calculations, the layout of proposed drainage system and locations of retention/detention areas.
 - d. Statement as to the provision of other utilities being supplied to the plat area such as electric, phone, gas, and irrigation.

4.05 FINAL PLAT

A. General Requirements for Filing

1. The final plat shall substantially conform to the approved preliminary plat.
2. Land uses proposed shall be in conformance with the CMP.
3. Prior to the filing of the final plat, the subdivider shall obtain approval from the applicable utility interests for easement location and width as required for utility purposes.

B. Required Information for Final Plat

The final plat shall be drawn with India ink on linen or mylar having a left-hand margin of two (2) inches on a sheet size of twenty-four (24) by thirty-six (36) inches. If more than two (2) sheets are required for the drafting of the final plat, an index sheet shall be filed showing the entire subdivision on one sheet and the portion thereof contained on the other sheets. Copies of the final plat shall be reproduced in the form of blue or black line prints on a

white background. The final plat shall be drawn to a scale not to exceed one (1) inch equals one hundred (100) feet from an accurate survey.

1. Identification Data Required

- a. A title which includes the name of the subdivision and its location by number of section, township, range, and county.
- b. Name, address, and registration number of seal of the registered civil engineer or registered land surveyor preparing the plat.
- c. Scale, north arrow, and date of plat preparation.
- d. A legal description of the property to be subdivided shall be shown on the cover sheet.

2. Survey Data Required

- a. Boundaries of the tract to be subdivided fully balanced and closed, showing all bearing and distances, determined by an accurate survey in the field. All dimensions shall be expressed in feet and decimals thereof.
- b. Any excepted parcel(s) within the plat boundaries shall show all bearings and distances, determined by an accurate survey in the field. All dimensions shall be expressed in feet and decimals thereof.
- c. Location and description of cardinal points to which all dimensions, angles, bearings, and similar data on the plat shall be referenced; each of two (2) corners of the subdivision traverse shall be tied by separate course and distance to separate section corner or quarter section corners.
- d. Location of all physical encroachments upon the boundaries of the tract.

3. Descriptive Data Required

- a. Name, right-of-way lines, courses, lengths, width of all public streets, crosswalks, and utility easements; radii, points of tangency and central angles of all curvilinear streets; radii of all rounded street line intersections.
- b. All drainage ways shall be shown on the plat. The rights-of-way of all major drainage ways, as designated by the Town Engineer, shall be dedicated to the public.
- c. All easements for rights-of-way provided for public services or utilities and any limitations of the easements. Construction within the easement shall be limited to utilities, and wood, wire, or removable type fencing.
- d. Location and dimensions of all lots.
- e. All lots shall be numbered by consecutive numbers through the plat. "Exceptions," "tracts", and "private parks" shall be so designated, lettered or named, and clearly dimensioned.
- f. Location, dimensions, bearing, radii, arcs, and central angles of all sites to be dedicated to the public with the use clearly indicated.
- g. Location of all adjoining subdivisions with date, book, and page number of recordation noted, or if unrecorded or unsubdivided, so marked.
- h. The recorded Master Covenants, Conditions and Restrictions for Caterpillar shall be referenced on the final plat.

4. Dedication and Acknowledgment

- a. Dedication: Statement of dedication of all streets, crosswalks, drainage ways, pedestrian ways, and other easements for public use by the person holding title of record, by persons holding titles as vendees under land contract, by spouse of said parties, lienholder and all other parties having an interest in the property. If lands dedicated are mortgaged, the

mortgagee shall also sign the plat. Dedication shall include a written location by section, township, and range of the tract.

- b. Acknowledgment of Dedication: Execution of dedication acknowledged and certified by a notary public.

5. Required Certifications

- a. Certification by the registered civil engineer or registered land surveyor making the final plat that the final plat is correct and accurate and that the monuments described in it have either been set or located as described. The certification shall be accompanied by the signature and seal of such civil engineer or surveyor.
- b. Certification by the Planning Director that all lots shown upon the plat conform to the CMP and are suitable for the purpose for which they are subdivided.
- c. Certification by the Town Engineer that all engineering conditions and requirements of the CMP have been complied with.
- d. Certification by the Town Clerk of the date the final plat was approved by the Town Council.
- e. Certification of recordation by the Maricopa County Recorder.

4.06 SUBDIVISION DESIGN

All subdivisions within the Property shall meet or exceed the minimum development standards set forth in the CMP.

4.07 ENGINEERING AND CONSTRUCTION PLANS

It shall be the responsibility of the subdivider to have prepared by registered professional engineer who is licensed to practice in the State of Arizona, a complete set of engineering plans and a Final Drainage Report in accordance with all applicable Town codes and the CMP, for the construction of all required subdivision

improvements. Such plans and Final Drainage Report shall be in conformance with the approved preliminary plat and Preliminary Drainage Report.

The Town Engineer shall approve the engineering plans and Final Drainage Report unless they fail to conform with one or more requirements of the CMP, or the plans differ substantially from the approved preliminary plat and Preliminary Drainage Report.

4.08 RESPONSIBILITY FOR PUBLIC IMPROVEMENTS

A. Financial Guarantee

The Town Council shall require the subdivider to guarantee that all required improvements will be completed in a manner satisfactory to the Town using either of the following methods:

1. A performance bond, an irrevocable letter of credit, assurance of construction of subdivision improvements, funds in a restricted escrow account, or other financial guarantee approved by the Town Attorney prior to the recordation of the final plat.
 - a. The financial guarantee shall be one hundred (100) percent of the cost of the labor and materials necessary to complete the required subdivision improvements based upon a construction cost estimate prepared by a registered professional engineer who is licensed to practice in the State of Arizona.
 - b. The period within which required improvements must be completed shall be specified and shall not exceed two (2) years from the date of final approval.
2. As an alternative procedure, the Town Council may approve a Final Plat and the Planning Director may record the Final Plat but withhold the issuance of a Certificate of Occupancy until such time that all required subdivision improvements have been completed.

B. Inspection of Improvements

Prior to the approval of the required improvements by the Town Engineer, an engineer retained by the applicant shall certify to the Town that all facilities and improvements to be dedicated to the Town have been constructed in

accordance with the requirements of the CMP and applicable provisions of the Development Code. The Town Engineer shall also inspect all required improvements and certify that they comply with all specifications as set forth in the approved improvement plans. Any inspection expenses incurred by the Town shall be reimbursed by the applicant.

V. PROJECT GOVERNANCE

5.01 PROJECT GOVERNANCE

The purpose of the Caterpillar project governance structure is to insure that there is a workable, thorough, and enforceable mechanism in place which implements the vision of excellence for Caterpillar. The internal governance and regulatory system must combine a sense of stewardship with workable enforcement techniques. The governance structure must work under the period of control by the Developer and after the Developer passes the powers of governance to property owners within Caterpillar. The Caterpillar CMP creates a framework to allow additional planning throughout the development of the Property. This flexibility, however, requires assurances to the broader community that fundamental goals and concepts developed for Caterpillar will be met. Project governance is a way to provide such assurance.

In addition to the Caterpillar CMP and applicable Town codes, rules, guidelines, and official policies controlling permitted uses of the Property, it is important for orderly development of the Property to establish a cohesive concept and enforceable structure for project governance. In this context, project governance contemplates three elements:

A. Governance Entities

The creation of appropriate entities empowered with creation and administration of private governance processes, empowered by recorded covenants, conditions and restrictions (the "CC&Rs) which bind all present and future owners within Caterpillar and provide for the perpetual support and maintenance of the Caterpillar governance entities and processes. A conceptual outline of the CC&R's for Caterpillar is set forth in **Exhibit P**.

B. Design Standards

Enforceable architectural and landscape design standards shall be applicable to all development within the Property. Although intended to be created on a phased basis throughout the years of development of the Property, the general elements to be addressed in design review guidelines developed for Caterpillar are set forth in **Exhibit Q**.

C. Common Area Management

Creation of a conceptual framework for ownership and management by various respective private governance entities of the broad matrix of location and character of common areas throughout the Property, including provisions for public access.

19901270

**EXHIBIT A
LEGAL DESCRIPTION**

Darrel E. Wood, P.E., R.L.S.
 Ashok C. Patel, P.E., R.L.S.
 James S. Campbell, P.E.
 Gordon W. R. Wark, P.E.
 Thomas R. Gettings, R.L.S.
 Bruce Friedhoff, P.E.
 Scott A. Nelson, R.L.S.
 Richard L. Hiner, P.E.
 Timothy A. Huval, P.E.
 Michael J. Sexton, R.L.S.
 Jack K. Moody, P.E.
 Leslie J. Kland, P.E.
 Curtis L. Brown, P.E.
 R. Scott Rasmussen, P.E.
 Paul M. Haas, P.E.
 Shimin Zou, Ph.D., P.E.
 David T. Phelps, P.E.
 Michael T. Young, P.E.
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EXHIBIT "A"
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PARCEL "A"

PARCEL NO. 1:

The South half of Section 20, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 3:

Lots 1, 2, 3 and 4, the East half of the West half, and the East half of Section 7, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 4:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of

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Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 5:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

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THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44 degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

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PARCEL NO. 6:

Sections 18 and 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPT that portion of said Section 19 described as follows:

BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

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THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING; and

EXCEPT that portion of said Section 19 described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44

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degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 7:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE North 03 degrees 46 minutes 34 seconds East, a distance of 1315.07 feet;

THENCE South 86 degrees 13 minutes 26 seconds East, a distance of 334.04 feet to a point of curvature of a tangent curve concave to the North;

THENCE Easterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1795.40 feet;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 42.78 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

THENCE South 00 degrees 13 minutes 00 seconds East, a distance of 1584.28 feet to a point on the South line of said Section 30;

THENCE continuing South 00 degrees 13 minutes 00 seconds East, a distance of 776.75 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2856.28 feet to a point on the West line of the Northwest quarter corner of said Section 31;

THENCE North 00 degrees 07 minutes 44 seconds West along said West line, a distance of 1313.31 feet to the Northwest corner

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of said Section 31, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 8:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southeast corner of said Section 30, said point being a 3-1/2 inch aluminum cap;

THENCE South 00 degrees 13 minutes 21 seconds East along the East line of said Section 31, a distance of 300.00 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2537.96 feet;

THENCE North 00 degrees 13 minutes 00 seconds West, a distance of 776.75 feet to a point on the North line of said Section 31;

THENCE continuing North 00 degrees 13 minutes 00 seconds West, a distance of 1584.28 feet to a point of curvature of a tangent curve concave to the West;

THENCE Northerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

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THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 42.78 feet;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1728.96 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 19 degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE North 89 degrees 28 minutes 58 seconds East, a distance of 441.06 feet to the East quarter corner of said Section 30;

THENCE South 00 degrees 06 minutes 50 seconds East along the East line of said Section 30, a distance of 2622.84 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 9:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the southeast corner of said Section 31, said point being the POINT OF BEGINNING of the herein described parcel;

THENCE along the south line of said Section 31, South 89 degrees 57 minutes 41 seconds West, a distance of 2487.65 feet, to the northwest corner of Section 6, Township 1 North, Range 2 West, said point also being the northeast corner of

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Section 1, Township 1 North, Range 3 West;

THENCE leaving said south line, North 00 degrees 14 minutes 20 seconds West, a distance of 4485.83 feet;

THENCE North 78 degrees 35 minutes 03 seconds East, a distance of 2537.96 feet, to a point on the east line of said Section 31;

THENCE along said east line, South 00 degrees 13 minutes 21 seconds East, a distance of 2345.41 feet, to the east quarter corner of said Section 31;

THENCE continuing along said east line, South 00 degrees 12 minutes 22 seconds East, a distance of 2641.08 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 10:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 31;

THENCE along the west line of said Section 31, South 00 degrees 07 minutes 44 seconds East, a distance of 1313.31 feet, to the POINT OF BEGINNING;

THENCE leaving said west line, North 78 degrees 35 minutes 03 seconds East, a distance of 2856.28 feet;

THENCE South 00 degrees 14 minutes 20 seconds East, a distance of 4485.83 feet, to a point on the south line of said Section 31, said point also being the northeast corner of Section 1, Township 1 North, Range 3 West, and the northwest corner of Section 6, Township 1 North, Range 2 West;

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THENCE along the south line of said Section 31, South 89 degrees 16 minutes 01 seconds West, a distance of 2634.48 feet, to the north quarter of said Section 1;

THENCE continuing along said south line, South 89 degrees 35 minutes 34 seconds West, a distance of 174.95 feet, to the southwest corner of said Section 31;

THENCE along the west line of said Section 31, North 00 degrees 08 minutes 13 seconds West, a distance of 2642.08 feet, to the west quarter corner of said Section 31;

THENCE continuing along said west line, North 00 degrees 07 minutes 44 seconds West, a distance of 1313.32 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 11:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northeast corner of said Section 30, said point being a 3-1/4 inch aluminum cap;

THENCE South 00 degrees 06 minutes 35 seconds East along said East line of said Section 30, a distance of 2622.91 feet to the East quarter corner of said Section 30;

THENCE South 89 degrees 25 minutes 58 seconds West, a distance of 441.06 feet to a point of curvature of a tangent curve concave to the South;

THENCE Westerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 19

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degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1728.96 feet;

THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 50.00 feet to a point of curvature of a tangent curve concave to the East;

THENCE Northerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE North 00 degrees 06 minutes 00 seconds West, a distance of 2901.73 feet to the North line of said Section 30;

THENCE North 89 degrees 34 minutes 27 seconds East along said North line of said Section 30, a distance of 2642.76 feet to the Northeast corner of said Section 30, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 12:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

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THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 2641.88 feet along the North line of said Section 30;

THENCE South 00 degrees 06 minutes 00 seconds East, a distance of 2901.73 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 50.00 feet;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1795.40 feet to a point of curvature of a tangent curve concave to the North;

THENCE Westerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 86 degrees 13 minutes 26 seconds West, a distance of 334.04 feet to a point on the arc of a non-tangent curve concave to the East, a radial line of said curve through said point having a bearing of North 86 degrees 13 minutes 26 seconds West;

THENCE Northerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE North 17 degrees 59 minutes 48 seconds East, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the West;

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THENCE Northerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 37 degrees 50 minutes 47 seconds, and an arc length of 990.81 feet to a point of tangency;

THENCE North 19 degrees 50 minutes 58 seconds West, a distance of 794.67 feet to a point of curvature of a tangent curve concave to the East;

THENCE Northerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 15 degrees 36 minutes 40 seconds, and an arc length of 408.70 feet to a point of tangency;

THENCE North 04 degrees 14 minutes 18 seconds West, a distance of 672.77 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 13:

That portion of Section 25, Township 2 North, Range 3 West and Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

BEGINNING at the Southeast corner of said Section 25, said point being a G.L.O. brass cap;

THENCE North 89 degrees 52 minutes 15 seconds West along the South line of said Section 25, a distance of 2635.19 feet to the South quarter corner of said Section 25;

THENCE North 89 degrees 41 minutes 17 seconds West along said

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South line, a distance of 2641.10 feet to the Southwest corner of said Section 30;

THENCE North 00 degrees 04 minutes 18 seconds West along the West line of said Section 25, a distance of 1000.00 feet;

THENCE North 75 degrees 41 minutes 52 seconds East, a distance of 5874.45 feet;

THENCE South 17 degrees 59 minutes 48 seconds West, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE South 03 degrees 46 minutes 34 seconds West, a distance of 1315.07 feet to the Southeast corner of Section 25, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 14:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE North 00 degrees 05 minutes 59 seconds West along the West line of said Section 23, a distance of 600.00 feet;

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THENCE North 67 degrees 14 minutes 01 seconds East, a distance of 5728.70 feet to a point on the East line of the Southeast quarter of said Section 23;

THENCE continuing North 67 degrees 14 minutes 01 seconds East, a distance of 1068.51 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 31 degrees 16 minutes 47 seconds, and an arc length of 2402.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE South 44 degrees 09 minutes 57 seconds West, a distance of 1689.79 feet to a point on the South line of the Southwest quarter corner of said Section 24;

THENCE North 89 degrees 44 minutes 36 seconds West along said South line of said Section 24, a distance of 1000.00 feet to the Southwest corner of said Section 24;

THENCE North 89 degrees 42 minutes 50 seconds West along the South line of said Section 23, a distance of 2641.62 feet to the South quarter corner of said Section 23;

THENCE North 89 degrees 40 minutes 59 seconds West along the South line of said Section 23, a distance of 2640.87 feet to the Southwest corner of said Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 15:

That portion of Section 23, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE South 89 degrees 47 minutes 21 seconds East along the North line of said Section 23, a distance of 1857.42 feet;

THENCE South 53 degrees 00 minutes 55 seconds East, a distance of 2857.55 feet;

THENCE South 00 degrees 01 minutes 18 seconds East, a distance of 1216.34 feet;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 4481.73 feet to a point on the West line of the Southeast quarter corner of Section 23;

THENCE North 00 degrees 05 minutes 59 seconds West along said West line, a distance of 2043.82 feet to the West quarter corner of said Section 23;

THENCE North 00 degrees 05 minutes 41 seconds West along said West line, a distance of 2632.79 feet to the Northwest corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of

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commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 16:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12 degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the

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Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23:

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 17:

That portion of Section 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying Northerly of the following described property:

BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

PARCEL DESCRIPTION

Revised June 14, 1999

June 7, 1999

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THENCE continuing Northwesterly along the arc of said curve to the right, having a radius 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPT the following described property:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12

PARCEL DESCRIPTION

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degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23;

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL DESCRIPTION

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June 7, 1999

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PARCEL NO. 18:

That portion of Sections 24 and 25, Township 2 North, Range 3 West and Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE South 04 degrees 14 minutes 18 seconds East, a distance of 672.77 feet to a point of curvature of a tangent curve to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 15 degrees 36 minutes 40 seconds, and an arc length of 408.70 feet to a point of tangency;

THENCE South 19 degrees 50 minutes 58 seconds East, a distance of 794.67 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 37 degrees 50 minutes 47 seconds, and an arc length of 990.81 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 72 degrees 00 minutes 12 seconds East;

THENCE South 75 degrees 41 minutes 52 seconds West, a distance of 5874.45 feet to a point on the West line of the Southwest quarter corner of said Section 25;

THENCE North 00 degrees 04 minutes 18 seconds West along said West line, a distance of 1639.32 feet to the West quarter corner of said Section 25;

PARCEL DESCRIPTION

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June 7, 1999
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THENCE North 00 degrees 01 minutes 21 seconds West along said West line, a distance of 2637.50 feet to the Northwest corner of said Section 25;

THENCE South 89 degrees 44 minutes 36 seconds East along the North line of said Section 25, a distance of 1000.00 feet;

THENCE North 44 degrees 09 minutes 57 seconds East, a distance of 1689.79 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 39 degrees 33 minutes 28 seconds, and an arc length of 3037.82 feet to a point of curvature of a curve concave to the North, said point being a point on the South line of the Southeast quarter of said Section 24;

THENCE continuing Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 19:

That portion of Sections 24 and 25, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

PARCEL DESCRIPTION

Revised June 14, 1999

June 7, 1999

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BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

THENCE continuing Northwesterly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

PARCEL DESCRIPTION

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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 20:

Lots 1, 2, 3 and 4, the South half of the North half, and the South half of Section 3, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 21:

Sections 10, 11, 12 and 13, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

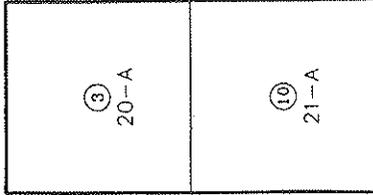
EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

Containing 8639.41 acres, or 376,332,700 square feet of land, more or less.

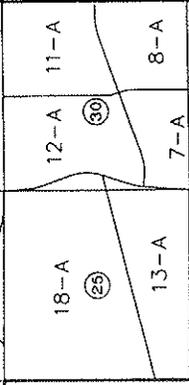
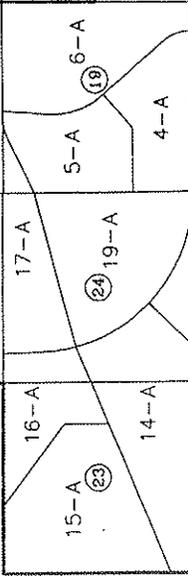
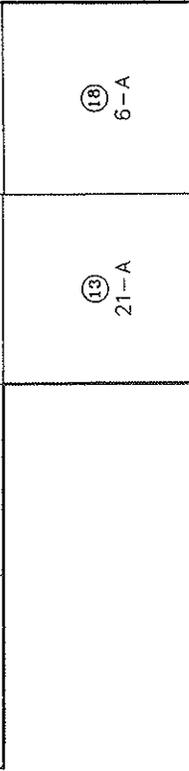
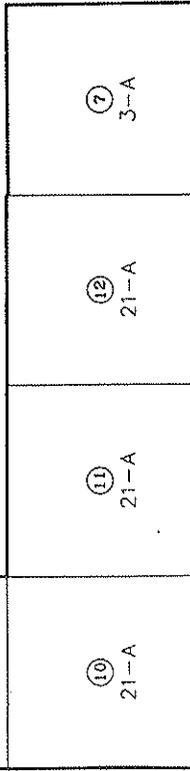
All parcels subject to existing rights-of-way and easements.



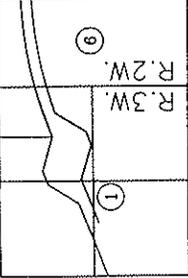
T.3N.
T.2N.



R.3W.
R.2W.



R.3W.
R.2W.
R.1W.



T.2N. McDOWELL ROAD
T.1N. INTERSTATE 10

#-A = PARCEL A LEGAL DESCRIPTION
⑩ = SECTION NUMBER

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BUCKEYE FOR ZONING CASE CMP-99-22



EXHIBIT "A"

Parcel "A"
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06-14-99
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PAGE 27 OF 27
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WOOD/PATEL

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 Gordon W. R. Wark, P.E.
 Thomas R. Gettings, R.L.S.
 Bruce Friedhoff, P.E.
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 Richard L. Hiner, P.E.
 Timothy A. Huval, P.E.
 Michael J. Sexton, R.L.S.
 Jack K. Moody, P.E.
 Leslie J. Kland, P.E.
 Curtis L. Brown, P.E.
 R. Scott Rasmussen, P.E.
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Revised June 14, 1999

June 7, 1999

WP #97678.03

Page 1 of 2

See Exhibit "B"

EXHIBIT "A"
PARCEL DESCRIPTION
PARCEL "B"

A parcel of land lying within Section 6, Township 1 North, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 6, said point also being the POINT OF BEGINNING of the herein described parcel;

THENCE along the north line of Section 6 per the Results of Survey as recorded in Book 499, page 48, Maricopa County Records, North 89 degrees 57 minutes 39 seconds East, a distance of 2437.60 feet to the northwest corner of Parcel No. 3 of a Quit-Claim Deed as recorded in Docket 10822, page 9, Maricopa County Records;

THENCE leaving said north line, along the westerly line of said Parcel No. 3, South 14 degrees 06 minutes 52 seconds East, a distance of 206.19 feet, to the southeast corner of said Parcel No. 3 and to a point on the east line of Section 6 per said Results of Survey;

THENCE leaving said westerly line, along said east line, South 00 degrees 04 minutes 51 seconds East, a distance of 491.44 feet, to a point on the northerly right-of-way line of Interstate 10 and the beginning of a non-tangent curve;

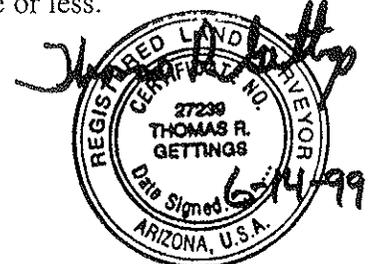
THENCE leaving said east line, along said right-of-way line, westerly along said curve, having a radius of 11602.57 feet, concave southerly, whose radius bears South 02 degrees 39 minutes 27 seconds East, through a central angle of 12 degrees 26 minutes 54 seconds, a distance of 2520.84 feet, to a point on the west line of Section 6 per said Results of Survey, and a point of intersection with a non-tangent line;

THENCE leaving said northerly right-of-way line, along said west line, North 00 degrees 09 minutes 05 seconds West, a distance of 1078.18 feet, to the POINT OF BEGINNING.

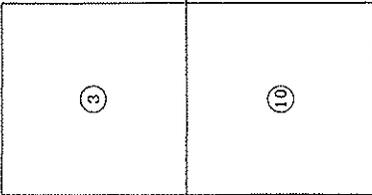
Containing 47.77 acres, or 2,080,805 square feet of land, more or less.

Subject to existing rights-of-way and easements.

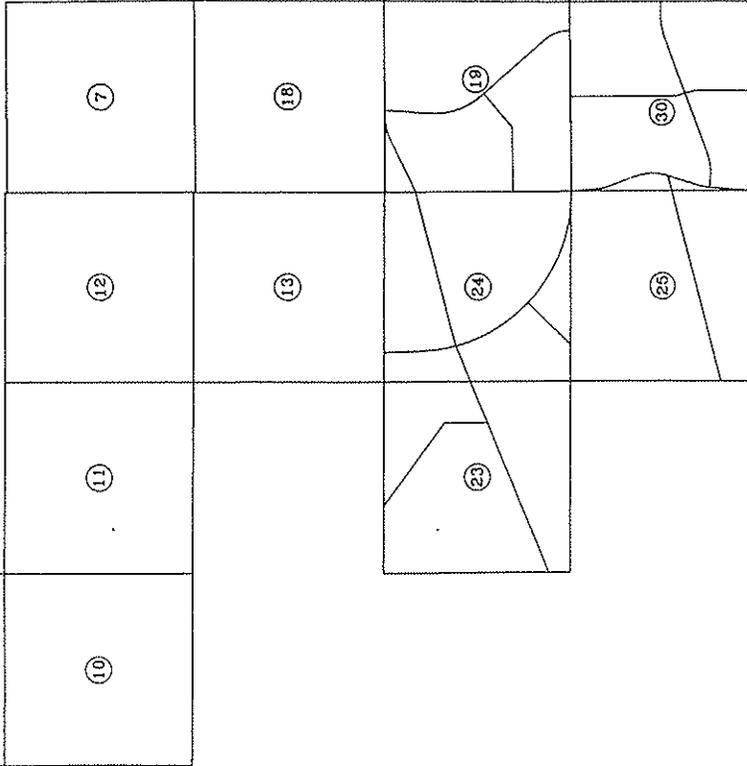
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T. 3N.
T. 2N.



R. 3W.
R. 2W.



PERRYVILLE ROAD

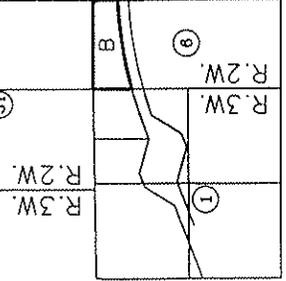
CAMELBACK ROAD

195TH AVE

INDIAN SCHOOL ROAD

TUTHILL ROAD

T. 2N. McDOWELL ROAD
I. 1N. INTERSTATE 10



Ⓝ = SECTION NUMBER

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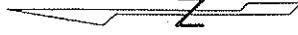


EXHIBIT "A"

Parcel "B"

CATERPILLAR

06-14-99

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WOOD/PATEL

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Phoenix, AZ 85014
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WOOD/PATEL

CIVIL ENGINEERS • HYDROLOGISTS • LAND SURVEYORS

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 James S. Campbell, P.E.
 Gordon W. R. Wark, P.E.
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Revised June 14, 1999
 June 7, 1999
 WP #97678.03
 Page 1 of 2
 See Exhibit "C"

EXHIBIT "A"
PARCEL DESCRIPTION
PARCEL "C"

PARCEL NO. 1:

The West 1240.84 feet of the following described parcel:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

PARCEL NO. 2:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724;

EXCEPT the West 1240.84 feet.

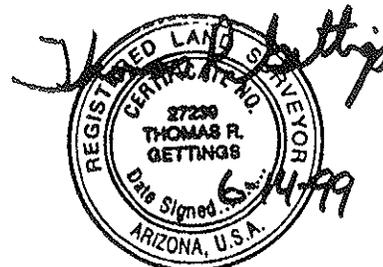
PARCEL NO. 3:

The Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying South of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

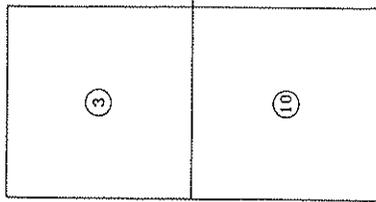
Containing 111.87 acres, or 4,872,970 square feet of land, more or less.

All parcels subject to existing rights-of-way and easements.

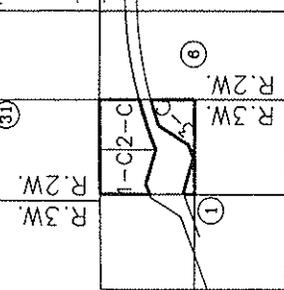
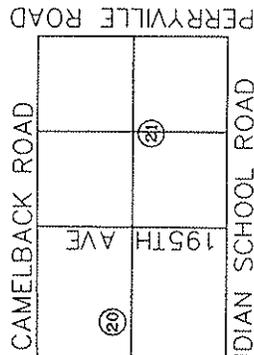
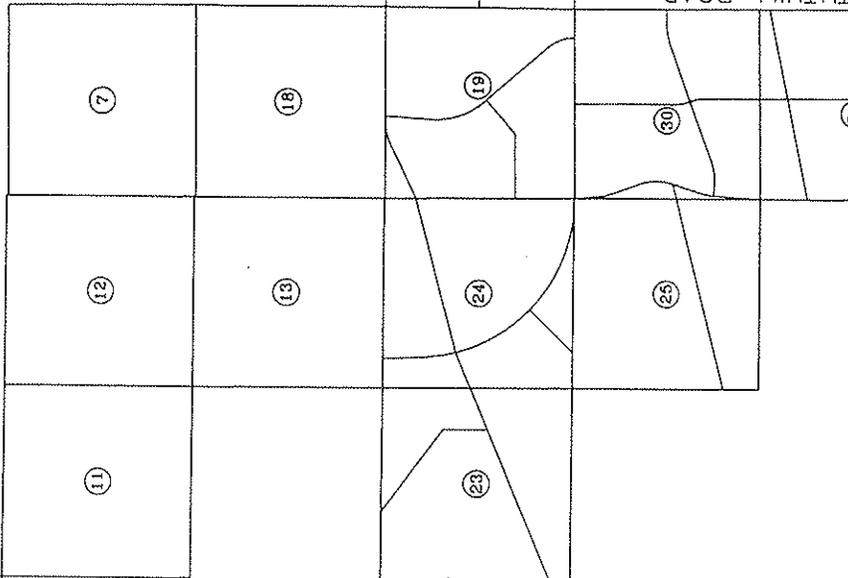
Y:\WP\LEGAL\S\97678.03 Caterpillar\ParcelC.wpd



T.3N.
T.2N.



R.3W.
R.2W.



T.2N. McDOWELL ROAD
T.1N. INTERSTATE 10

#-C = PARCEL C LEGAL DESCRIPTION
Ⓢ = SECTION NUMBER

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BUCKEYE FOR ZONING CASE CMP-99-22



EXHIBIT "A"

Parcel "C"
CATERPILLAR
06-14-99
97678.03
PAGE 2 OF 2
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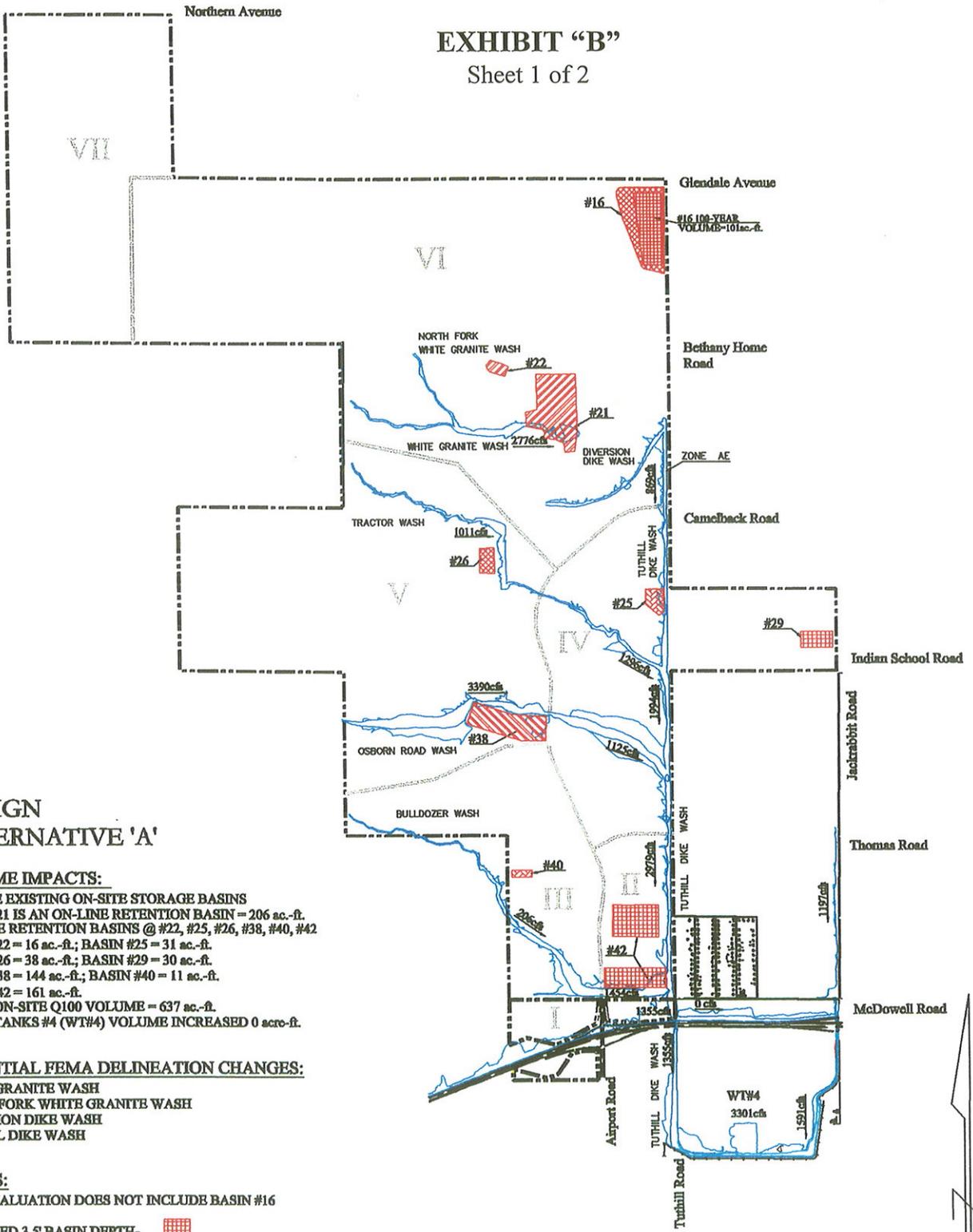
WOOD/PATEL

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Phoenix, AZ 85014
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**EXHIBIT B
MASTER DRAINAGE PLAN**

EXHIBIT "B"

Sheet 1 of 2



DESIGN ALTERNATIVE 'A'

VOLUME IMPACTS:

REMOVE EXISTING ON-SITE STORAGE BASINS
 BASIN #21 IS AN ON-LINE RETENTION BASIN = 206 ac.-ft.
 OFF-LINE RETENTION BASINS @ #22, #25, #26, #38, #40, #42
 BASIN #22 = 16 ac.-ft.; BASIN #25 = 31 ac.-ft.
 BASIN #26 = 38 ac.-ft.; BASIN #29 = 30 ac.-ft.
 BASIN #38 = 144 ac.-ft.; BASIN #40 = 11 ac.-ft.
 BASIN #42 = 161 ac.-ft.
 TOTAL ON-SITE Q100 VOLUME = 637 ac.-ft.
 WHITE TANKS #4 (WT#4) VOLUME INCREASED 0 acro.-ft.

POTENTIAL FEMA DELINEATION CHANGES:

WHITE GRANITE WASH
 NORTH FORK WHITE GRANITE WASH
 DIVERSION DIKE WASH
 TUTHILL DIKE WASH

NOTES:

THIS EVALUATION DOES NOT INCLUDE BASIN #16

- PROPOSED 3.5' BASIN DEPTH- [Red grid pattern]
- PROPOSED 4.5' BASIN DEPTH- [Red diagonal lines /]
- PROPOSED 5.0' BASIN DEPTH- [Red diagonal lines \]
- PROPOSED 5.5' BASIN DEPTH- [Red cross-hatch pattern]
- PROPOSED 6.5' BASIN DEPTH- [Red solid fill]
- 100-YEAR DISCHARGE- 2000cfs

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 BUCKEYE FOR ZONING CASE CMP-99-22



MASTER DRAINAGE PLAN - A

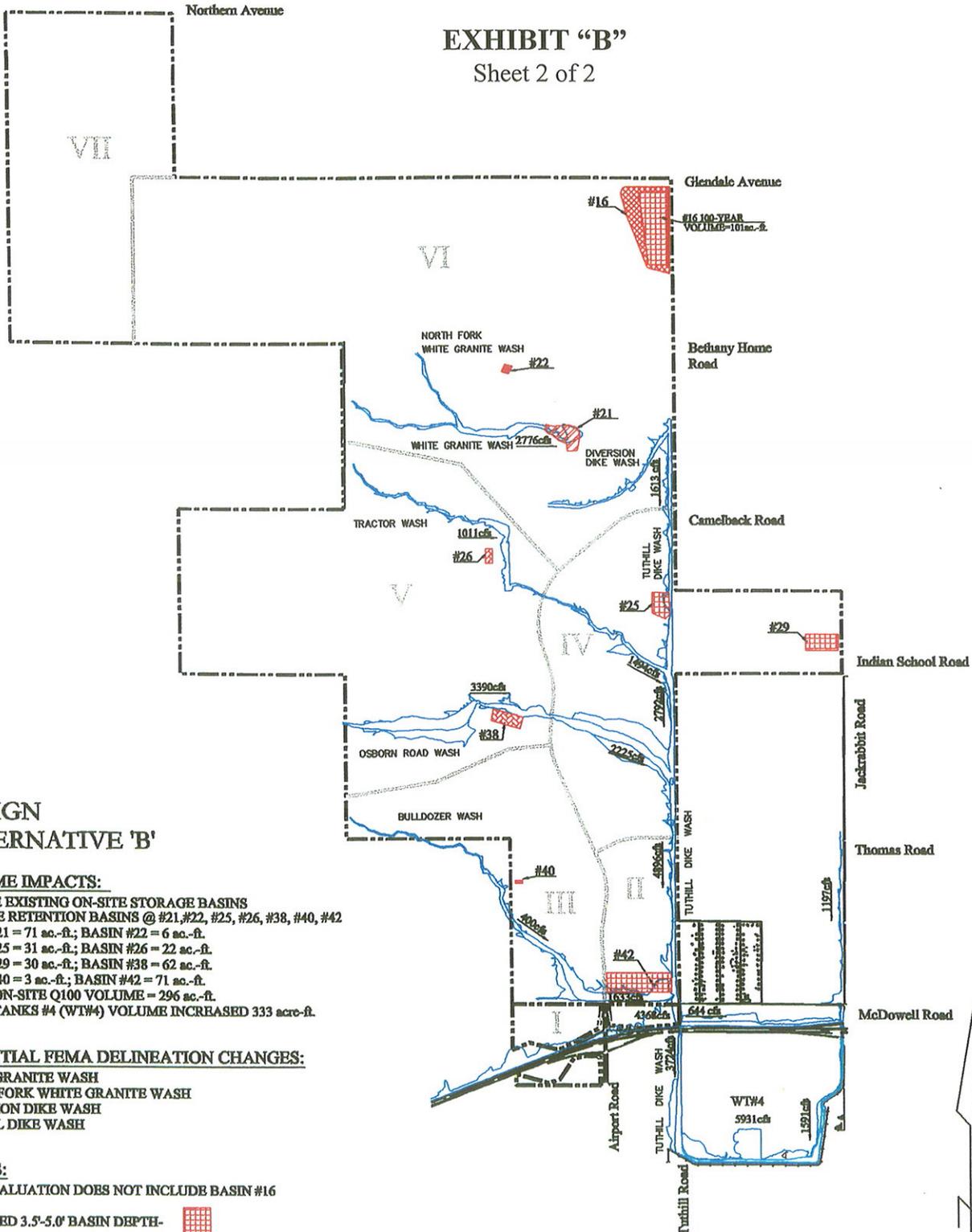
CATERPILLAR PROPERTY

BUCKEYE, ARIZONA

WOOD, PATEL & ASSOCIATES INC.
 Civil Engineers, Hydrologist and
 Land Surveyors
 (602) 834-1544

EXHIBIT "B"

Sheet 2 of 2



DESIGN ALTERNATIVE 'B'

VOLUME IMPACTS:

REMOVE EXISTING ON-SITE STORAGE BASINS
 OFF-LINE RETENTION BASINS @ #21, #22, #25, #26, #38, #40, #42
 BASIN #21 = 71 ac.-ft.; BASIN #22 = 6 ac.-ft.
 BASIN #25 = 31 ac.-ft.; BASIN #26 = 22 ac.-ft.
 BASIN #29 = 30 ac.-ft.; BASIN #38 = 62 ac.-ft.
 BASIN #40 = 3 ac.-ft.; BASIN #42 = 71 ac.-ft.
 TOTAL ON-SITE Q100 VOLUME = 296 ac.-ft.
 WHITE TANKS #4 (WT#4) VOLUME INCREASED 333 acro.-ft.

POTENTIAL FEMA DELINEATION CHANGES:

WHITE GRANITE WASH
 NORTH FORK WHITE GRANITE WASH
 DIVERSION DIKE WASH
 TUTHILL DIKE WASH

NOTES:

THIS EVALUATION DOES NOT INCLUDE BASIN #16

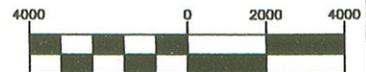
PROPOSED 3.5'-5.0' BASIN DEPTH- 

PROPOSED 7.0'-9.2' BASIN DEPTH- 

PROPOSED 12.8' BASIN DEPTH- 

100-YEAR DISCHARGE-  2000cfs

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 BUCKEYE FOR ZONING CASE CMP-99-22



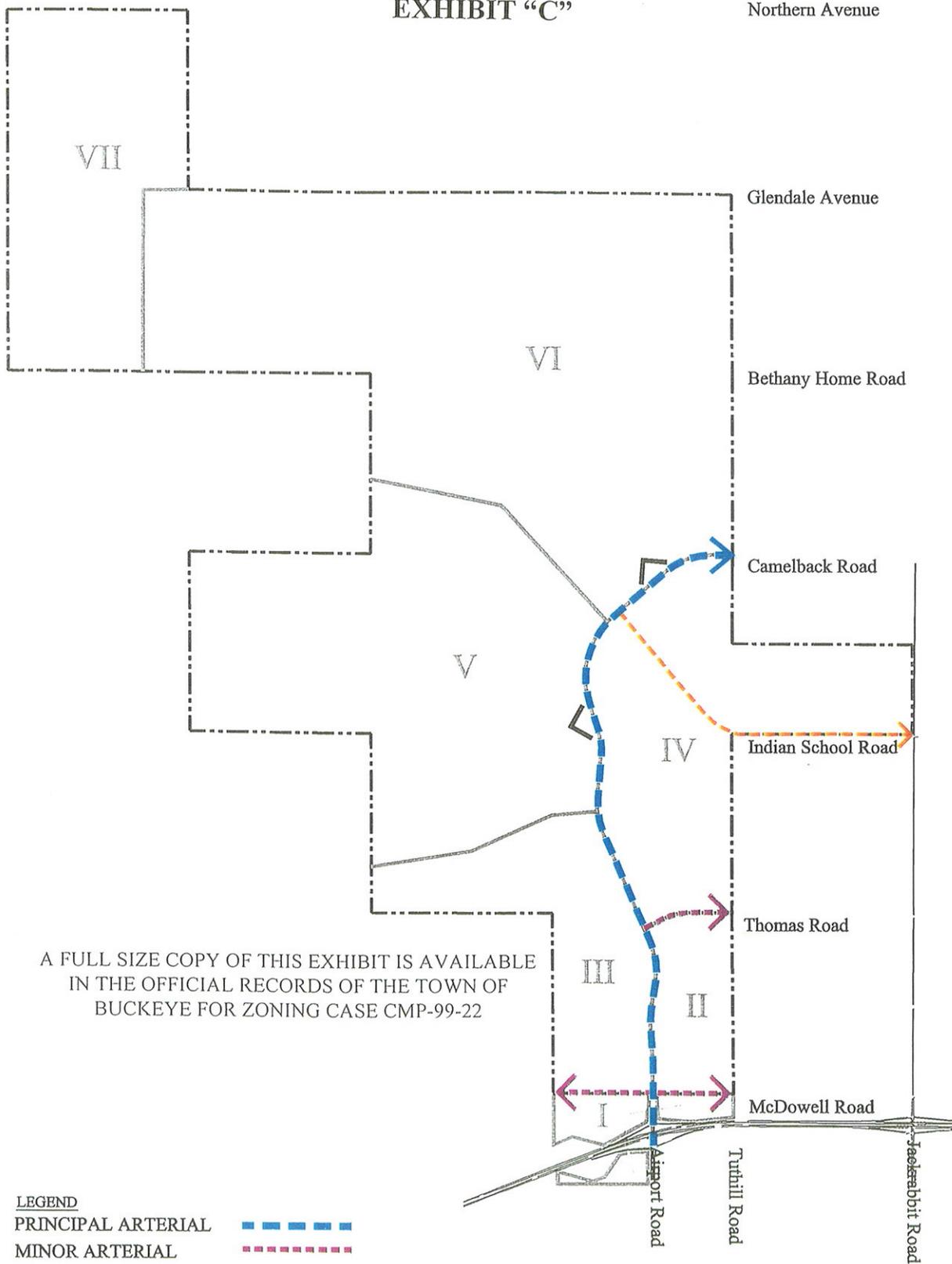
MASTER DRAINAGE PLAN - B
CATERPILLAR PROPERTY
 BUCKEYE, ARIZONA

WOOD, PAYEL & ASSOCIATES INC.
 Civil Engineers, Hydrologist and
 Land Surveyors
 (602) 854-1844

**EXHIBIT C
MASTER STREET
AND CIRCULATION PLAN**

EXHIBIT "C"

Northern Avenue



A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE IN THE OFFICIAL RECORDS OF THE TOWN OF BUCKEYE FOR ZONING CASE CMP-99-22

LEGEND

- PRINCIPAL ARTERIAL ---
- MINOR ARTERIAL ---
- MAJOR COLLECTOR ---
- POTENTIAL ACCESS <

MASTER STREET &
CIRCULATION PLAN
CATERPILLAR PROPERTY
MARICOPA COUNTY, ARIZONA



**EXHIBIT D
ROADWAY STANDARDS**

**Caterpillar Property
Roadway Standards
Buckeye, Arizona**

Roadway Design Element	One Way Road		Local Residential				Local Collector				Minor Collector				Major Collector				Minor Arterial		Principal Arterial	
	Average Lot Size		Residential		Commercial / Industrial		Residential		Commercial / Industrial		Minor Collector		Major Collector		Minor Arterial		Principal Arterial					
	<10,000 s.f.	10,000-18,000 s.f.	>18,000 s.f.	Raised Median	No Median	Commercial / Industrial	Raised Median	No Median	Raised Median	Striped Median	Raised Median	Striped Median	Raised Median	Striped Median	Raised Median	Striped Median	(4 Lane)	(6 Lane)				
Right-of-way width, ft.	40	40	30	70	50	60	70	50	60	70	60	100	100	110	130	130	4	6				
Number of lanes	2	2	2	2	2	2	2	2	2	2	2	4	5	4	4	4	4	6				
Bike lanes, width to back of curb, ft.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-				
Pavement width to back of curb, ft.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-				
Vertical curb	28	24	22	2-21	27 (*)	40	2-21	27 (*)	40	2-32	72	2-32	72	2-32	2-32	2-32	2-32	2-44				
Roll curb	28	24	22	2-16	27 (*)	-	2-16	27 (*)	-	-	-	-	-	-	-	-	-	-				
Ribbon curb	28	24	21	9 (*)	26 (*)	-	9 (*)	26 (*)	-	-	-	-	-	-	-	-	-	-				
Median width, ft.	-	-	-	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)	1-5 (*)				
Design Speed, mph	20	20	30	30	30	30	30	30	30	30	30	30	30	30	30	30	30	30				
Friction factor, a	0.30	0.30	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22	0.22				
Transition for 2% super-elevation, ft.	100	100	135	135	135	135	135	135	135	135	135	135	135	135	135	135	135	135				
Min. curve radius, normal crown, ft.	100	100	310	310	310	310	310	310	310	310	310	310	310	310	310	310	310	310				
Min. curve radius, 2% super-elevation, ft.	85	85	255	255	255	255	255	255	255	255	255	255	255	255	255	255	255	255				
Min. tangent between reverse curves, ft.	0	0	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)	150 (*)				
Min. tangent curves in same direction, ft.	0	0	150	150	150	150	150	150	150	150	150	150	150	150	150	150	150	150				
Minimum curve length, ft.	100	100	75	75	75	75	75	75	75	75	75	75	75	75	75	75	75	75				
Min. intersection approach tangent, ft.	125	125	200	200	200	200	200	200	200	200	200	200	200	200	200	200	200	200				
Stopping sight distance, ft., c	800	800	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100	1100				
Passing sight distance, ft., d	19	19	36	36	36	36	36	36	36	36	36	36	36	36	36	36	36	36				
Sag vertical curve, K value	12	12	240	240	240	240	240	240	240	240	240	240	240	240	240	240	240	240				
Crest vertical curve, K value	280	280	280	280	280	280	280	280	280	280	280	280	280	280	280	280	280	280				
Intersection sight distance, left (S1), ft.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-				
Intersection sight distance, right (S2), ft.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-				
Average Daily Traffic range	0.25	1,500 max.	1,500 - 5,000	5,000 - 15,000	15,000 - 25,000	25,000 - 35,000	35,000 - 45,000	45,000 - 55,000	55,000 - 65,000	65,000 - 75,000	75,000 - 85,000	85,000 - 95,000	95,000 - 105,000	105,000 - 115,000	115,000 - 125,000	125,000 - 135,000	135,000 - 145,000	145,000 - 155,000				
Minimum Grade, %	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25				
Maximum Grade, %	15 (*)	15 (*)	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12	12				

- Notes:
- *1 Adequate left turn lanes may be required at intersections. Provide 3-lane sections in areas with many access points.
 - *2 Minimum width - may vary.
 - *3 May be exceeded with approval from the Town Engineer.
 - *4 If curve radii are at least 50% greater than the radii required by design speed, the tangent sections can be eliminated.
 - *5 Pedestrian pathways may meander into tracts or easements.
 - *6 Optional median.
 - *7 Pedestrian pathways are not required on local residential streets if an alternate pedestrian transportation system is provided.
 - *8 A single 8-foot wide multi-use pathway may be used in lieu of two 6-foot wide pedestrian pathways.

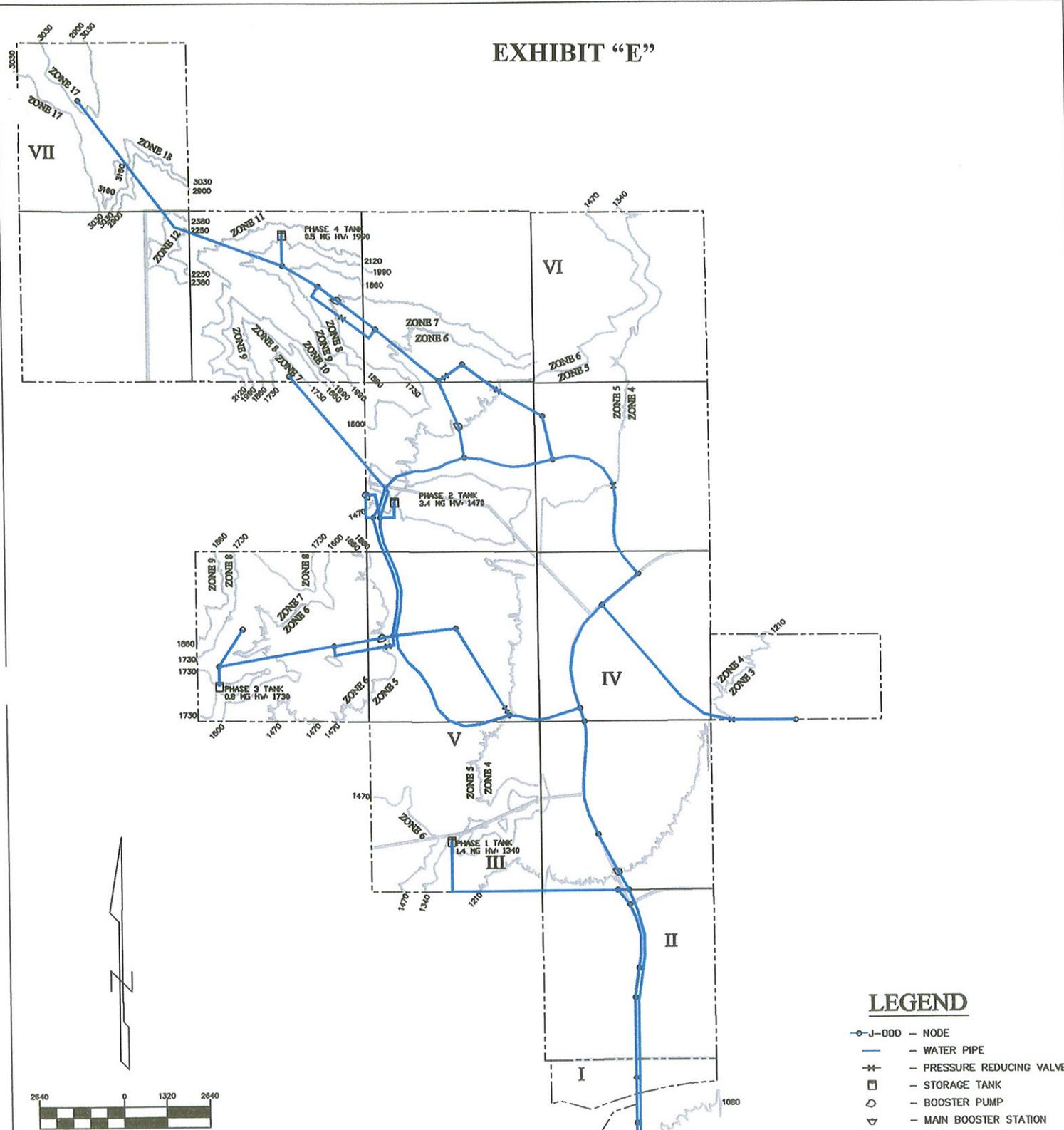
- a - Based on 1990 AASHTO Manual, Low Speed Urban Streets, p. 188 (design speeds up to 40 mph)
- b - Based on 1990 AASHTO Manual, High Speed Urban Highways, p. 153.
 $R = V^2/15(e+f)$, where V = design speed, f = friction factor, e = -0.02 normal crown, e = 0.02 super-elevated
- c - Based on 1990 AASHTO Manual, stopping sight distance - wet pavements (average), p. 120.
 $K = S^2/1329$ when $S < L$, where S = stopping sight distance, L = length of curve (for crest vertical curve determined by stopping sight distance)
 $K = S^2/(4004-3.5S)$ when $S < L$, where S = stopping sight distance, L = length of curve (for sag vertical curve determined by stopping sight distance)
- d - Based on 1990 AASHTO Manual, minimum passing sight distance for design of two-lane highways, p. 133.

A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE
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BUCKEYE FOR ZONING CASE CMP-99-22

EXHIBIT "D"
Sheet 1 of 2

EXHIBIT E
MASTER POTABLE WATER PLAN

EXHIBIT "E"



LEGEND

- J-000 - NODE
- - WATER PIPE
- ✕ - PRESSURE REDUCING VALVE
- - STORAGE TANK
- - BOOSTER PUMP
- ▽ - MAIN BOOSTER STATION
- - - - - PRESSURE ZONE BOUNDARY

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 BUCKEYE FOR ZONING CASE CMP-99-22

TO PROPOSED WATER
 TREATMENT PLANT

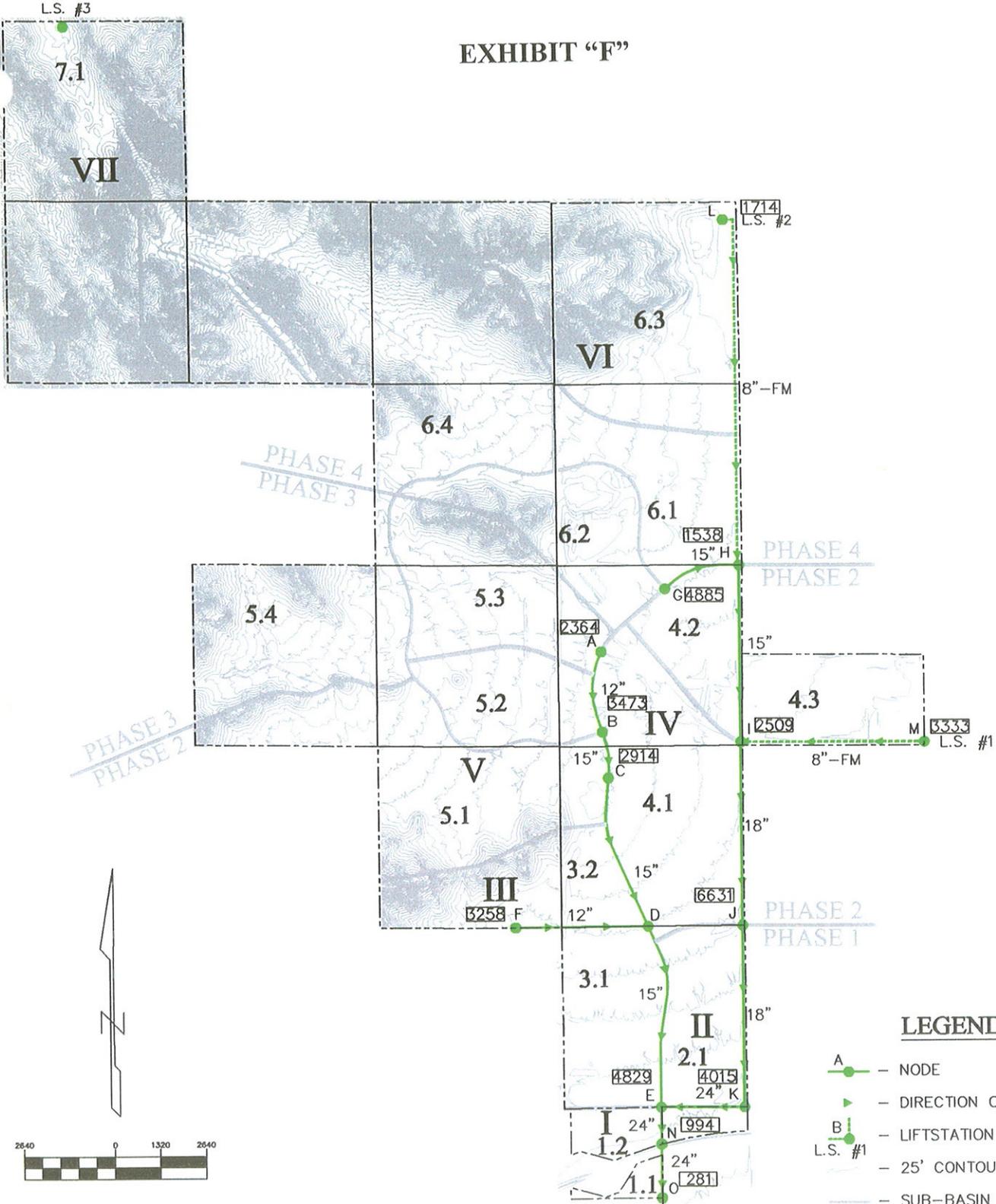


MASTER WATER PLAN CATERPILLAR PROPERTY BUCKEYE, ARIZONA

WOOD, PATEL & ASSOCIATES INC.
 Civil Engineers, Hydrologist and
 Land Surveyors
 (602) 834-1844

**EXHIBIT F
MASTER WASTEWATER PLAN**

EXHIBIT "F"



LEGEND

- A — NODE
- ▶ — DIRECTION OF FLOW
- B — LIFTSTATION / FORCE MAIN
- — 25' CONTOURS
- — SUB-BASIN BOUNDARY
- [1000] — EQUIVALENT POPULATION DISCHARGE

A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE
IN THE OFFICIAL RECORDS OF THE TOWN OF
BUCKEYE FOR ZONING CASE CMP-99-22

TO PROPOSED WASTEWATER
TREATMENT PLANT



MASTER WASTEWATER PLAN
CATERPILLAR PROPERTY
BUCKEYE, ARIZONA

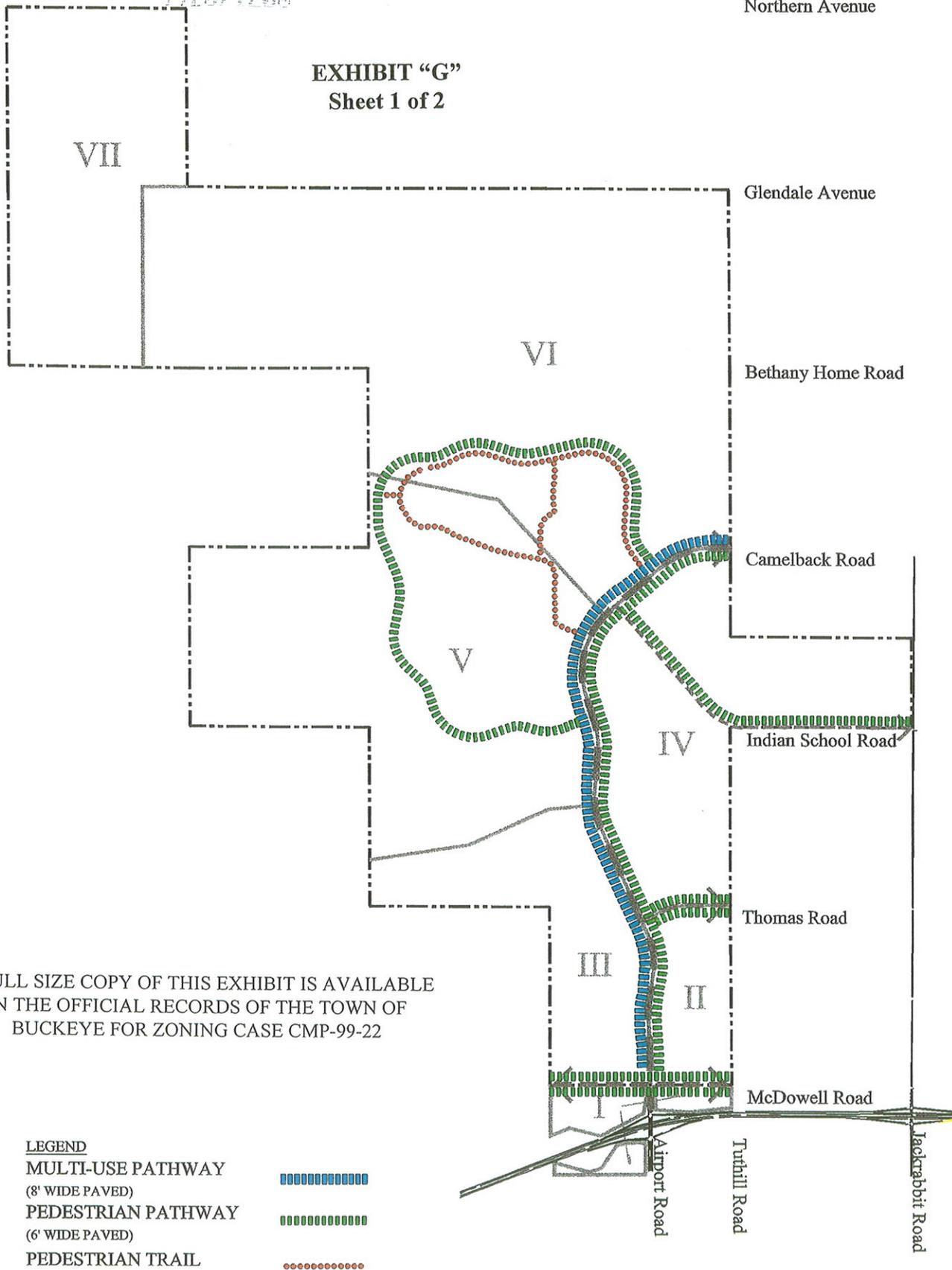
WOOD, PATEL & ASSOCIATES INC.
Civil Engineers, Hydrologist and
Land Surveyors
(602) 234-1344

**EXHIBIT G
MASTER PEDESTRIAN
AND TRAILS PLAN**

991071208

Northern Avenue

EXHIBIT "G" Sheet 1 of 2



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IN THE OFFICIAL RECORDS OF THE TOWN OF
BUCKEYE FOR ZONING CASE CMP-99-22

LEGEND

MULTI-USE PATHWAY

(8' WIDE PAVED)



PEDESTRIAN PATHWAY

(6' WIDE PAVED)



PEDESTRIAN TRAIL



MASTER PEDESTRIAN AND TRAILS PLAN CATERPILLAR PROPERTY BUCKEYE, ARIZONA

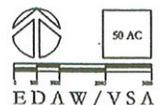
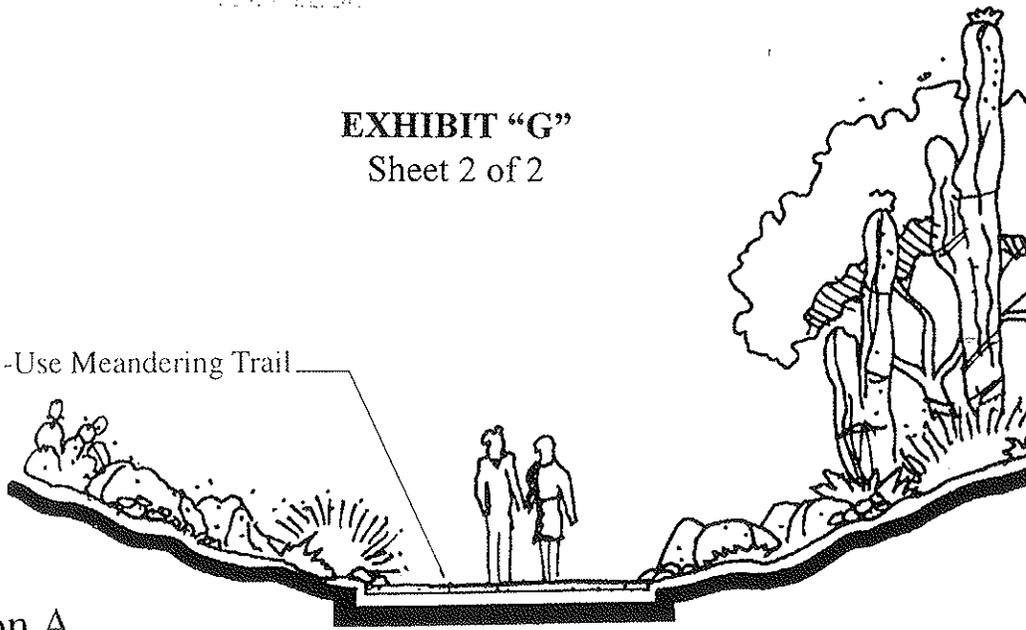


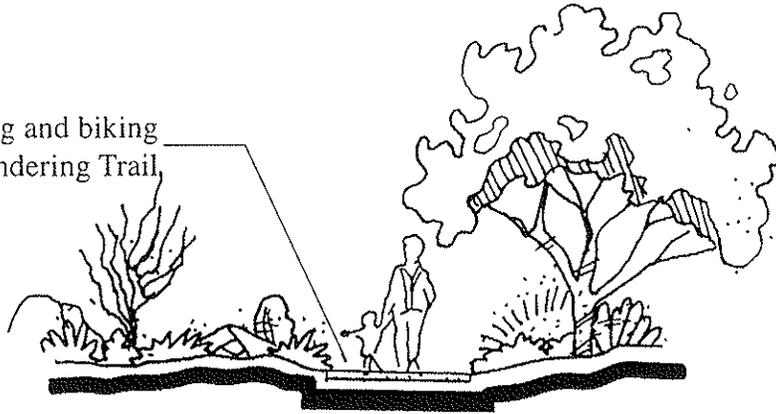
EXHIBIT "G"
Sheet 2 of 2

10' Multi-Use Meandering Trail



Section A
Multi-Use Trail (Unpaved)

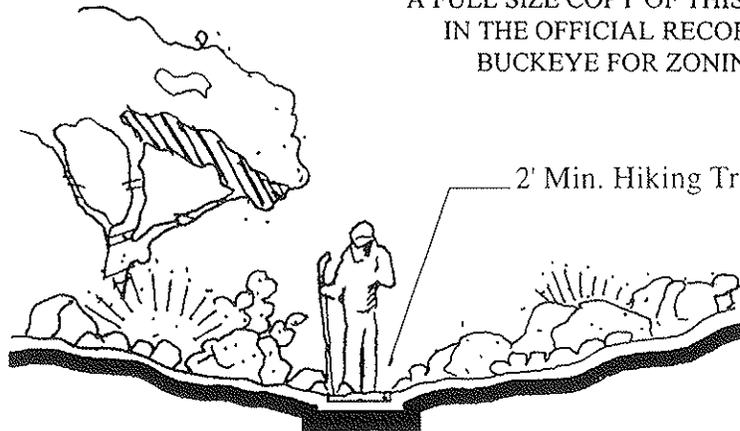
5' Min. Hiking and biking
Meandering Trail



Section B
Pedestrian Trail (Unpaved)

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BUCKEYE FOR ZONING CASE CMP-99-22

2' Min. Hiking Trail



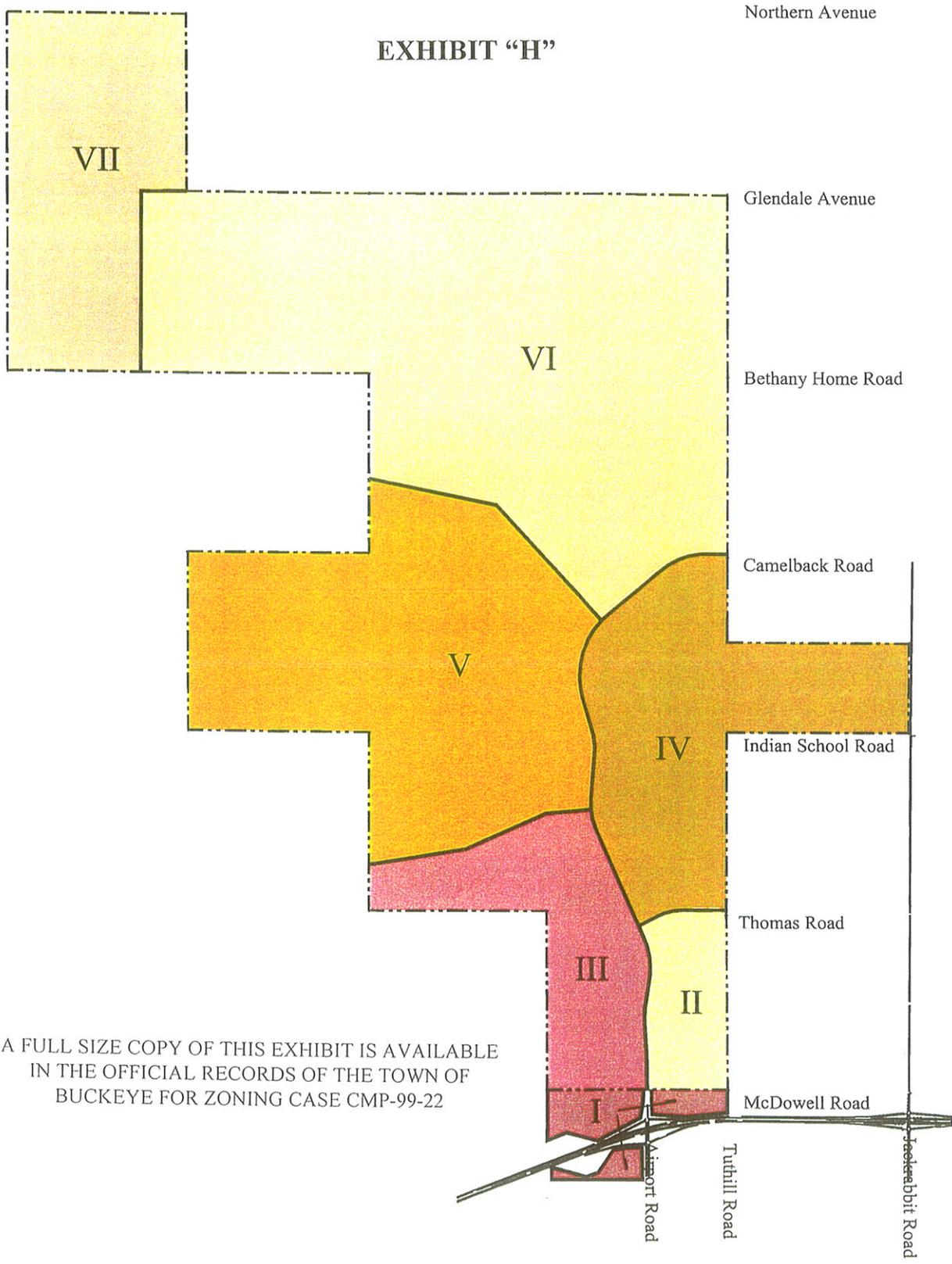
Section C
Hiking Trail (Unpaved)

MASTER PEDESTRIAN AND TRAIL SECTIONS

CATERPILLAR PROPERTY

**EXHIBIT H
PLANNING UNIT MAP**

EXHIBIT "H"

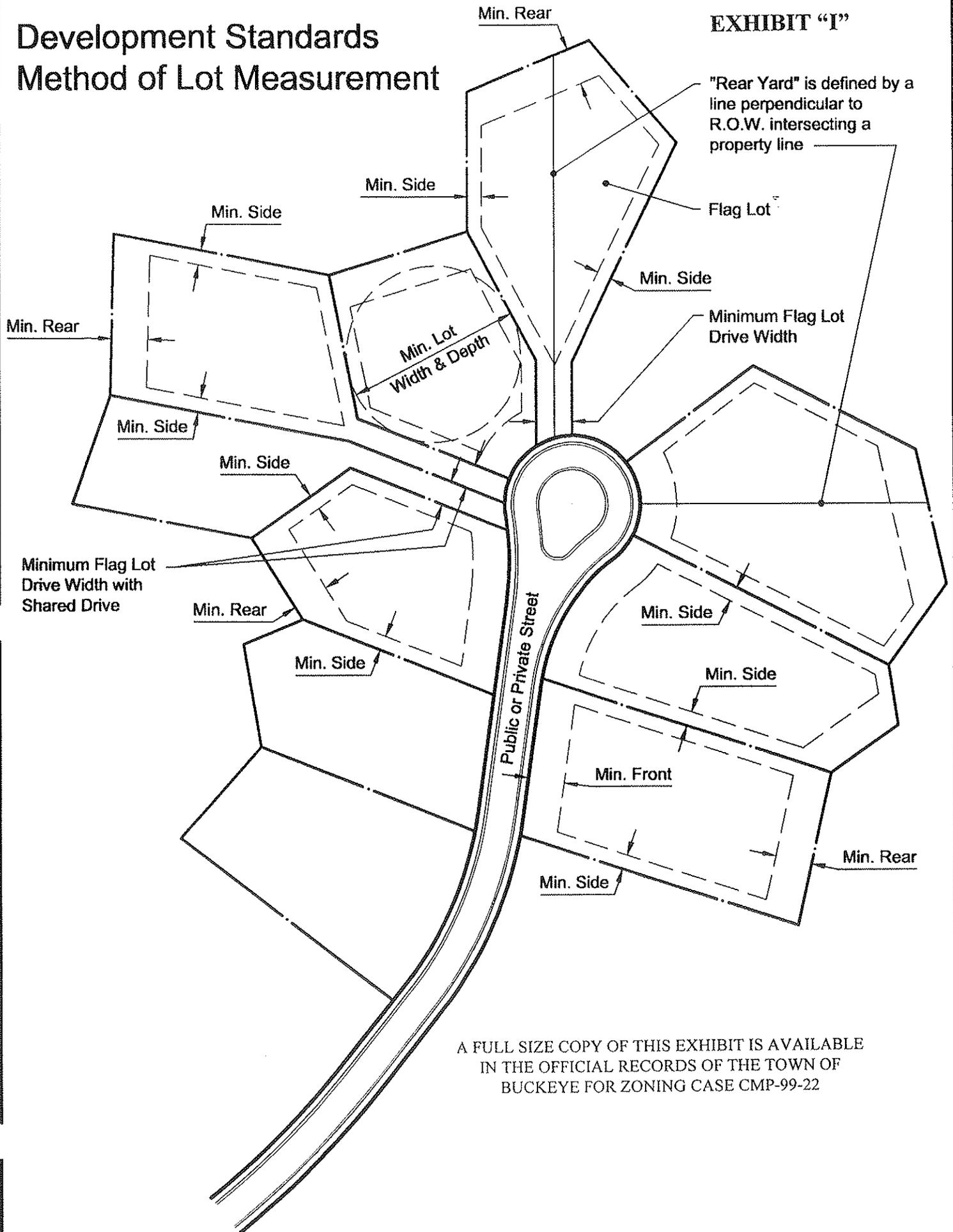


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 BUCKEYE FOR ZONING CASE CMP-99-22

EXHIBIT I
METHOD OF LOT MEASUREMENT

Development Standards Method of Lot Measurement

EXHIBIT "I"



A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE
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BUCKEYE FOR ZONING CASE CMP-99-22

**EXHIBIT J
LAND USE BUDGET**

CATERPILLAR PROPERTY - COMMUNITY MASTER PLAN

LAND USE BUDGET

EXHIBIT "J"

Planning Unit	Total Project	Commercial/ Mixed-Use	Resort (3)	Residential (1,2)
	Acres	Proposed S.F.	Rooms	Proposed Units
I	149	1,620,000		
II	285	1,100,000		1,548
III	708	816,750		2,712
IV	1,227	110,000		4,428
V	2,057	272,000		2,876
VI	3,266	110,000		2,255
VII	1,108			261
TOTAL	8,800	4,028,750	1,000	14,080

Notes:

1. Residential land uses may include such uses as parks, schools, fire station, police station, library, religious facilities, etc..
2. Maximum residential density calculated at 1.6 du/gross ac. with a range of densities of 0 du/ac to 35 du/ac.
3. The resort overlay allows for up to 1000 rooms to be located in any of the planning areas. Additional resort rooms are possible at a reduction of overall residential units of .5 residential units for each additional resort unit.

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 BUCKEYE FOR ZONING CASE CMP-99-22

**EXHIBIT K
RESIDENTIAL DWELLING UNIT
BONUS TABLE**

**RESIDENTIAL DWELLING
UNIT BONUS**

COMMON AREA

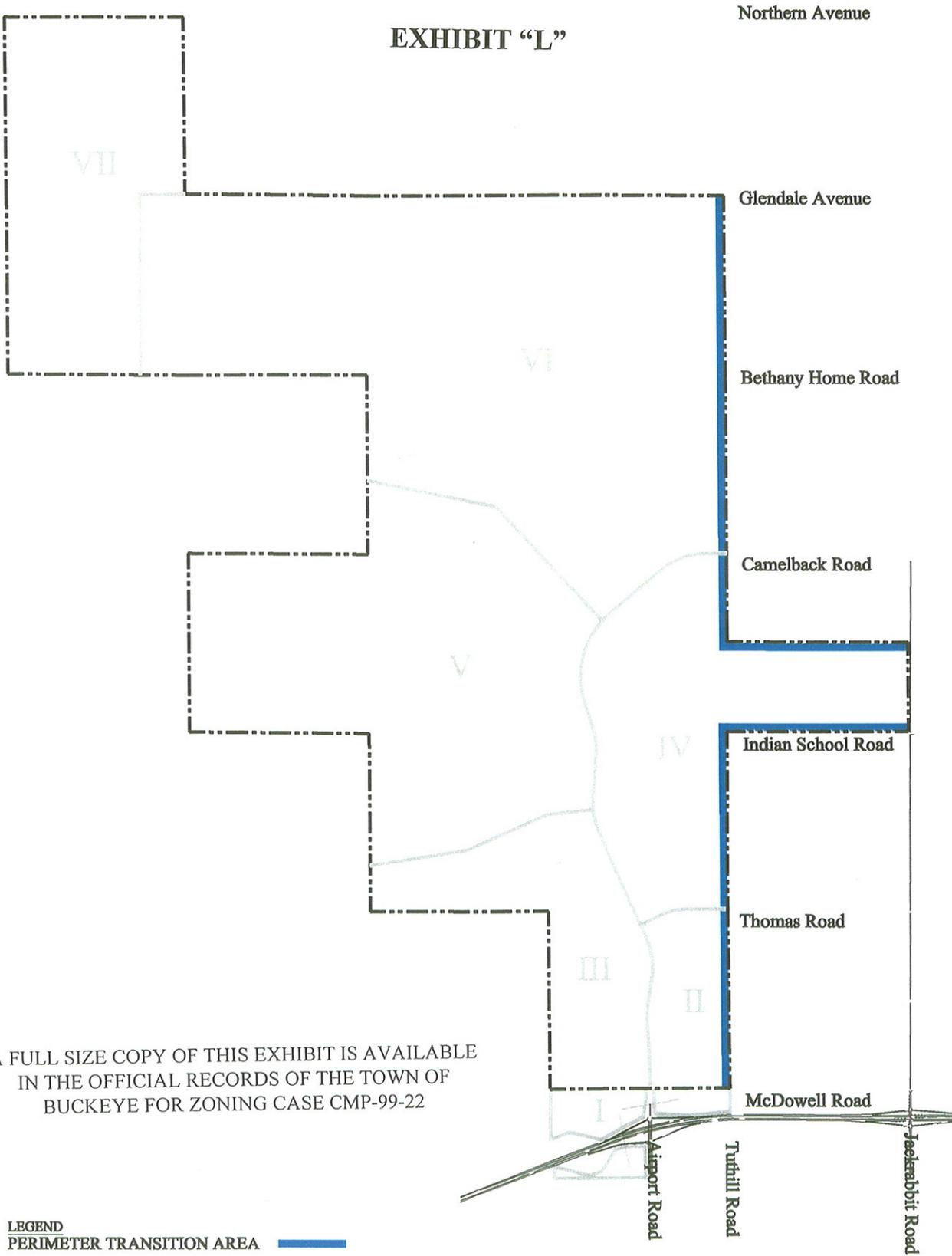
**DWELLING UNIT BONUS
PER ACRE**

fifteen percent or more	0.5
twenty percent or more	1.0
twenty-five percent or more	1.5
thirty percent or more	2.0

* COMMON AREA is inclusive of 1,082 acres already committed for Property.
 * DWELLING UNIT BONUS is added to the base entitlement of 1.60 dwelling units per gross acre allowed in this CMP.

EXHIBIT L
PERIMETER TRANSITION AREAS

EXHIBIT "L"



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 BUCKEYE FOR ZONING CASE CMP-99-22

LEGEND
 PERIMETER TRANSITION AREA █

PERIMETER TRANSITION AREAS
CATERPILLAR PROPERTY
 BUCKEYE, ARIZONA



EXHIBIT M
LANDSCAPE PLANT PALETTE

Caterpillar Property

LANDSCAPE PLANT PALETTE

EXHIBIT "M"

DESERT WASH / SONORAN LANDSCAPE

TREES

A cacia abyssinica
A cacia aneura
A cacia berlandieri
A cacia coriacea
A cacia erioloba
A cacia greggii
A cacia pendula
A cacia rigidula
A cacia schaffneri
A cacia stenophylla
A cacia willardiana
Bradychiton populneus
Bauhinia congesta
Brahea armata
Brahea edulis
Bursea hindsiana
Bursea microphylla
Butia capitata
Caesalpinia spp.
Caesalpinia cacalaco
Callistemon uminalis
Canotia holacantha
Casuarina cunninghamiana
Casuarina equisetifolia
Casuarina stricta
Catalpax tashkentensis
Celtis reticulata
Cercidium spp.
Cercidium 'Desert Museum'
Cercidium floridum
Cercidium microphyllum
Cercocarpus betuloides
Cercidium praecox
Cercis canadensis v 'Texensis'
Cercis canadensis v 'Mexicana'
Cupressus arizonica
Forestiera neomexicana
Geijera parvifolia
Holacantha emoryi

A byssinian A cacia
Mulga
Berlandier A cacia

Carrel Thorn
Catdaw A cacia
Pendulous A cacia
Blade Brush A cacia
Twisted A cacia
Shoestring A cacia
Palo Blanco
Bottle Tree
Anacacho Orchid Tree
Mexican Blue Palm
Guadalupe Palm
Copal
Elephant Tree
Jelly Palm
Bird of Paradise
Cascalote
Weeping Bottlebrush
Crucifixion Thorn
River She Oak
Horsetail Tree
Coast Beefwood
Chilitapa
Hackberry
Palo Verde
Hybrid Palo Verde
Blue Palo Verde
Foothills Palo Verde
Mountain Mahogany
Palo Brea
Texas Redbud
Mexican Redbud
Arizona Cypress
Desert Olive
Australian Willow
Crucifixion Thorn

Leucaena retusa
Nicotiana glauca
Olneya tesota
Parkinsonia aculeata
Pithecellobium flexicaule
Pithecellobium mexicanum
Pithecellobium pallens
Populus fremontii
Platanus wrightii
Prosopis alba
Prosopis chilensis
Prosopis emoryi
Prosopis glandulosa
Prosopis pubescens
Prosopis velutina (juliflora)
Rhus ovata
Rhus lanceolata
Robinia pseudoacacia
Sapindus saponaria
Salix gooddingii
Sambucus mexicana
Sophora secundiflora
Quercus buckleyi
Quercus buckley 'Red Rock'
Quercus emoryi
Quercus suber
Quercus turbinella
Quercus spp.

SHRUBS

A cacia angustissima hinta
A cacia berlandieri
A cacia constricta
A cacia millefolia
A cacia notabilis
A cacia rigidula
Abutilon incanum
A butilon palmeri
Abutilon pringlei
Ambrosia ambrosioides
Ambrosia dumosa
Ambrosia deltoidea

Golden Ball Lead Tree
Tree Tobacco
Ironwood
Mexican Palo Verde
Texas E bony
Mexican E bony
A pes-earring
Fremont Cottonwood
Arizona Sycamore
Argentine Mesquite
Mesquite
Emory Oak
Texas Honey Mesquite
Screabeam Mesquite
Velvet Mesquite
Sugar Sumac
Prairie Flameleaf Sumac
Black Locust
Western Soapberry
Goodding Willow
Mexican Elderberry
Texas Mountain Laurel
Texas Red Oak
Red Rock Oak
Emory Oak
Cork Oak
Shrub Live Oak
Heritage Live Oak

Fern A cacia
Guajillo
Whitethorn A cacia
Santa Rita A cacia

Black brush A cacia
Indian Mallow
Superstition Mallow
Indian Mallow
Canyon Ragweed
White Bursage
Bursage/

Caterpillar Property

LANDSCAPE PLANT PALETTE

<i>Anisacanthus andersonii</i>	<i>Triangle Leaf Bursage</i>	<i>Condalia spathulata</i>	Crucillo
<i>Anisacanthus thurberi</i>	<i>Anderson's Honeysuckle</i>	<i>Condalia ericoides</i>	Javelina-bush
<i>Anisacanthus quadrifidus</i>	<i>Desert Honeysuckle</i>	<i>Cordia boissieri</i>	<i>Anacahuite</i>
<i>Anisacanthus quadrifidus</i>	<i>Flame Honeysuckle</i>	<i>Cordia parvifolia</i>	<i>Small Leaf Cordia</i>
v. <i>brevilobus</i>	Mountain Flame	<i>Coursetia glandulosa</i>	<i>Coursetia</i>
<i>Anisacanthus quadrifidus</i>	Flame Honeysuckle	<i>Dalea bicolor</i> v. <i>argyraea</i>	<i>Silver Dalea</i>
v. <i>wrightii</i> 'Mexican Flame'	<i>Pineleaf Milkweed</i>	<i>Dalea frutescens</i>	<i>Black Dalea</i>
<i>Asclepias linaria</i>	<i>Desert Milkweed</i>	<i>Dalea frutescens</i>	<i>Sierra Negra Dalea</i>
<i>Asclepias tuberosa</i>	<i>Butterfly Weed</i>	'Sierra Negra' TM	<i>Indigo Bush</i>
<i>Baccharis glutinosa</i>	Seep Willow	<i>Dalea pulchra</i>	<i>Wislizenus Dalea</i>
<i>Bauhinia macranthera</i>	<i>Orchid Tree</i>	<i>Dalea versicolor</i> var. <i>sessilis</i>	<i>Velvet Honeysuckle</i>
<i>Bauhinia ramosissima</i>	<i>Orchid Tree</i>	<i>Dicliptera suberecta</i>	<i>Hopbush</i>
<i>Bebbia juncea</i>	<i>Chuckwalla's Delight</i>	<i>Dodonaea viscosa</i>	<i>Brittlebush</i>
<i>Berberis haematocarpa</i>	<i>Red Barberry</i>	<i>Encelia farinosa</i>	<i>Joint Fir</i>
<i>Berberis trifoliolata</i>	<i>Agarita</i>	<i>Ephedra fasciculata</i>	<i>Boundary Ephedra</i>
<i>Brickellia coulteri</i>	<i>Brickellia</i>	<i>Ephedra nevadensis</i> v. <i>aspera</i>	<i>Mormon Tea</i>
<i>Buddleia marrubifolia</i>	<i>Woody Butterfly Bush</i>	<i>Ephedra trifurca</i>	<i>Mormon Tea</i>
<i>Caesalpinia gilliesii</i>	<i>Desert Bird of Paradise</i>	<i>Ephedra artisiphilitica</i>	<i>Turpentine Bush</i>
<i>Caesalpinia mexicana</i>	<i>Mexican Bird of Paradise</i>	<i>Ericameria laricifolia</i>	<i>Turpentine Bush</i>
<i>Caesalpinia pulcherrima</i>	<i>Red Bird of Paradise</i>	<i>Ericameria linearifolia</i>	<i>California Buckwheat</i>
<i>Calliandra eriophylla</i>	<i>Pink Fairy Duster</i>	<i>Eriogonum fasciculatum</i>	
<i>Calliandra peninsularis</i>	<i>Fairy Duster</i>	<i>Eriogonum fasciculatum</i>	
<i>Callistemon citrinus</i>	<i>Lemon Bottlebrush</i>	v. <i>poliofolium</i>	<i>Wild Buckwheat</i>
<i>Callistemon phoeniceus</i>	<i>Salt Resistant Bottlebrush</i>	<i>Eriogonum wrightii</i>	<i>Wright Buckwheat</i>
<i>Callistemon viminalis</i> cv		<i>Erythrina flabelliformis</i>	<i>Southwest Coralbean</i>
'Captain Cook'	<i>Dwarf Bottlebrush</i>	<i>Euphorbia artisiphilitica</i>	<i>Wax Plant, Candelilla</i>
<i>Calothamnus quadrifidus</i>		<i>Eysenhardtia orthocarpa</i>	<i>Kidneywood</i>
<i>Calothamnus villosus</i>	<i>Woolly Netbush</i>	<i>Fallugia paradoxa</i>	<i>Apache Plume</i>
<i>Cassia</i> (<i>Senna</i> is interchangeable)		<i>Flourensia cernua</i>	<i>Tarbush</i>
<i>Cassia artemisioides</i>	<i>Feathery Cassia</i>	<i>Genista hispanica</i>	<i>Spanish Broom</i>
<i>Cassia biflora</i>	<i>Twin Flower Cassia</i>	<i>Gossypium thurberi</i>	<i>Desert Cotton</i>
<i>Cassia goldmannii</i>	<i>Goldmann's Cassia</i>	<i>Gutierrezia microcephala</i>	<i>Snakeweed</i>
<i>Cassia nemophila</i>	<i>Desert Cassia</i>	<i>Gutierrezia sarothrae</i>	<i>Snakeweed</i>
<i>Cassia phyllodinea</i>	<i>Silver-leaf Cassia</i>	<i>Hamelia patens</i>	<i>Fire Bush</i>
<i>Cassia wislizenii</i>	<i>Shrubby Cassia</i>	<i>Haplopappus gooddingii</i>	<i>Goldenweed</i>
<i>Ceanothus greggii</i>	<i>Buck Brush</i>	<i>Herissantia crispa</i>	<i>Indian Mallow</i>
<i>Celtis pallida</i>	<i>Desert Hackberry</i>	<i>Horsfordia newberryi</i>	<i>Horsfordia</i>
<i>Chrysactinia mexicana</i>	<i>Damianita</i>	<i>Hyptis emoryi</i>	<i>Desert Lavender</i>
<i>Chrysothamnus nauseosus</i>	<i>Rabbit Bush</i>	<i>Isocoma heterophylla</i>	<i>Jimmyweed</i>
<i>Condalia globosa</i>	<i>Bittle Condalia</i>	<i>Isocoma tenuisecta</i>	<i>Burroweed</i>
		<i>Janusia gracilis</i>	<i>Slender Janusia</i>
		<i>Krameria parvifolia</i>	<i>Ratany</i>

Caterpillar Property

LANDSCAPE PLANT PALETTE

<i>Larrea tridentata</i>	Creosote Bush	<i>Quercus grisea</i>	Gray Oak
<i>Leucophyllum candidum</i>		<i>Quercus oblongifolia</i>	Mexican Blue Oak
'Thunder Cloud'™	Thunder Cloud Sage	<i>Quercus toumeyi</i>	Toumey Oak
<i>Leucophyllum frutescens</i>	Texas Sage	<i>Quercus turbinella</i>	Scrub Live Oak
<i>Leucophyllum frutescens</i>		<i>Rhus choriophylla</i>	Mearns Sumac
'Compacta'	Compact Texas Sage	<i>Rhus microphylla</i>	Littleleaf Sumac/ Desert Sumac
<i>Leucophyllum frutescens</i>		<i>Rhus ovata</i>	Sugarbush
'Green Cloud'	Green Cloud Sage	<i>Rhus trilobata</i>	Skunkbush
<i>Leucophyllum frutescens</i>		<i>Rhus virens</i>	Evergreen Sumac
'White Cloud'	White Cloud Sage	<i>Ruellia peninsularis</i>	Ruellia
<i>Leucophyllum frutescens</i>		<i>Salazaria mexicana</i>	Paperbag Bush
'Rain Cloud'	Compact Texas Sage	<i>Salvia chamaedryoides</i>	Blue Sage
<i>Leucophyllum laeugatum</i>	Chihuahuan Sage	<i>Salvia delectandii</i>	Chaparral Sage
<i>Leucophyllum langmaniae</i>	Sierra Madre Sage	<i>Salvia coccinea</i>	Cherry Red Sage
<i>Leucophyllum langmaniae</i>		<i>Salvia dorrii</i>	Desert Sage
'Rio Bravo'™	Rio Bravo Sage	<i>Salvia farinacea</i>	Mealy-Cup Sage
<i>Leucophyllum pruinosum</i>	Fragrant Sage	<i>Salvia greggii</i>	Autumn Sage
<i>Leucophyllum pruinosum</i>		<i>Salvia leucantha</i>	Mexican Bush Sage
'Sierra Bouquet'	Sierra Bouquet Sage	<i>Salvia leucophylla</i>	Sage
<i>Leucophyllum revolutum</i>		<i>Salvia microphylla</i>	Salvia
'Sierra Magic'™	Sierra Magic Sage	<i>Sageretia wrightii</i>	Spiny Sageretia
<i>Leucophyllum zygophyllum</i>	Blue Ranger	<i>Sophora arizonica</i>	Arizona Sophora
<i>Lippia (berlandieri)</i>	Mexican Oregano	<i>Sophora formosa</i>	Sophora
<i>Lotus rigidus</i>	Desert Rock Pea	<i>Sphaeralcea ambigua</i>	Desert Globemallow
<i>Lycium andersonii</i>	Wolfberry	<i>Trixis californica</i>	Trixis
<i>Lycium brevipes</i>	Fruittilla	<i>Vauquelinia corymbosa</i>	Narrowleaf Rosewood
<i>Lycium exsertum</i>	Desert-Thorn	<i>Vauquelinia californica</i>	Arizona Rosewood
<i>Lycium fremontii</i>	Fremont Lycium	<i>Westringia rosmariniformis</i>	Westringia
<i>Maytenus phyllanthoides</i>	Mangle Dulce	<i>Zauschneria californica</i>	California fuchsia
<i>Melaleuca spp.</i>	Australian Myrtle	<i>Ziziphus obtusifolia</i>	Greythorn
<i>Menodora scabra</i>	Menodora		
<i>Mimosa biuncifera</i>	Wait-a-while		
<i>Mimosa dysocarpa</i>	Mimosa/ Velvet Pot Mimosa		
		GROUNDCOVERS	
<i>Perovskia atriplicifolia</i>		<i>Abronia villosa</i>	Sand-verbena
cu 'Heavenly Blue'		<i>Acacia redolens</i>	Prostrate Acacia
<i>Parthenium incanum</i>	Russian Sage	<i>Allionia incarnata</i>	Trailing Windmills
<i>Plumbago scandens</i>	Mariola	<i>Amsonia palmeri</i>	Amsonia
<i>Plumbago scandens</i>	Plumbago	<i>Anigosanthos flavidus</i>	Kangaroo Paw
'Summer Snow'	Summer Snow	<i>Anigosanthos manglesii</i>	Kangaroo Paw
<i>Quercus chihuahuensis</i>	Plumbago	<i>Anigosanthos viridis</i>	Kangaroo Paw
<i>Quercus emoryi</i>	Chihuahuensis	<i>Anisodonteia hypomandrum</i>	African Mallow
	Emory Oak	<i>Arobottis acaulis</i>	African Daisy

Caterpillar Property

LANDSCAPE PLANT PALETTE

Aquilegia chrysantha	Golden-spurred Columbine	Euphorbia albomarginata	Rattlesnake Weed
<i>Argemone munita</i>	<i>Pridely Poppy</i>	<i>Eriastrum diffusum</i>	<i>Pridely Stars</i>
<i>Argemone platyceras</i>	<i>Pridely Poppy</i>	Erieron 'Profusion'	Profusion
<i>Argemone pleiancantha</i>	<i>Pridely-poppy</i>	<i>Eriophyllum lanosum</i>	Fleabane Daisy
Artemisia ludoviciana	Wormwood	<i>Eriophyllum wallacei</i>	<i>Woolly Daisy</i>
Aster tanacetifolius	Purple Aster	Erogrostis intermedia	<i>Woolly Daisy</i>
Astrolepis cochisensis	Cloak Fern	<i>Eschscholzia californica</i>	Plains Lovegrass
Astrolepis cochisensis	Cloak Fern	<i>Eschscholzia mexicana</i>	<i>California Poppy</i>
Bahia absinthifolia	Bahia	Gaillardia arizonica	<i>Mexican Gold Poppy</i>
Baileya multiradiata	Desert Marigold	<i>Gaillardia puchella</i>	Arizona Blanketflower
Berlandiera lyrata	Chocolate Flower	<i>Genaea canescens</i>	<i>Indian Blanket</i>
Buchloe dactyloides	Buffalo Grass	<i>Gilia leptantha</i>	<i>Desert Sunflower</i>
Calylophus hartwegii		<i>Gomphrena globosa</i>	<i>Showy Blue Gilia</i>
'Sierra Sundrop'	Calylophus	<i>Handenbergia comptoniana</i>	<i>Globe Amaranth</i>
<i>Carrissonia brevipes</i>	<i>Yellow Cups</i>	Helianthus annuus	<i>Wild Wisteria</i>
<i>Carrissonia cardiophylla</i>	<i>Heart-leaved Primrose</i>	<i>Helichrysum bracteatum</i>	Wild Sunflower
<i>Castilleja lanata</i>	<i>Indian Paintbrush</i>	Heteropogon contortus	<i>Everlasting Daisy</i>
<i>Catharanthus roseus</i>	<i>Madagascar Periwinkle</i>	Hilaria belangeri	Tanglehead
Centaurium calycosum	Santa Maria	Hilaria mutica	Curly Mesquite
<i>Centaurea rothrockii</i>	<i>Basket Flower</i>	<i>Ipomoea cristulata</i>	Tobosa
Ceratoides lanata	Winterfat	<i>Ipomoea leptotoma</i>	<i>Morning Glory</i>
Cheilanthes lindheimeri	Lip Fern	Kallstroemia grandiflora	<i>Morning Glory</i>
<i>Cirsium neomexicanum</i>	<i>Thistle</i>	<i>Lasthenia chrysostoma</i>	Arizona Poppy
<i>Clarkia amoena</i>	<i>Farewell-to-Spring</i>	<i>Layia platyglossa</i>	Goldfield
<i>Clianthus formosus</i>	<i>Sturt's Desert Pea</i>	<i>Lesquerella gordonii</i>	<i>Tidy Tips</i>
<i>Collinsia heterophylla</i>	<i>Chinese-houses</i>	<i>Linum grandiflora cv 'Rubrum'</i>	<i>Yellow Blanket</i>
<i>Conocaulus mauritanicus</i>	<i>Ground Morning Glory</i>	Linum lewisii	<i>Red Flax</i>
Cooperia drummondii	Rain Lily	Lupinus spp.	Blue Flax
Coreopsis bigelovii	Desert Coreopsis	<i>Lupinus arizonicus</i>	<i>Lupine</i>
Cupea llavea	Bat Faced Cuphea	<i>Lupinus densiflorus</i>	<i>Arizona Lupine</i>
Dalea capitata		<i>Lupinus sparsiflorus</i>	<i>Lupine</i>
'Sierra Gold' TM	Sierra Gold Dalea	<i>Lupinus succulentus</i>	<i>Lupine</i>
<i>Datura innoxia</i>	<i>Sacred Datura/Jimsonweed</i>	Lycurus phleoides	<i>Arroyo Lupine</i>
<i>Dichelostemma pulchellum</i>	<i>Bluedicks</i>	<i>Machaeranthera canescens</i>	Wolf tail
<i>Delphinium amabile</i>	<i>Larkspur</i>	<i>Machaeranthera gracilis</i>	<i>Blue Aster</i>
<i>Delphinium scaposum</i>	<i>Barestem Larkspur</i>	<i>Machaeranthera tanacetifolia</i>	<i>Yellow Aster</i>
Ditaxis lanceolata	Common Ditaxis	<i>Machaeranthera tortifolia</i>	<i>Purple Aster</i>
Dronsanthemum speciosum 'Rosa'	Ice Plant	<i>Macfadyena unguis-cati</i>	<i>Mohave Aster</i>
<i>Dyssodia acerosa</i>	<i>Dyssodia</i>	Martynia spp.	<i>Cat's Claw Vine</i>
<i>Dyssodia pentachaeta</i>	<i>Dyssodia</i>	<i>Mascagnia lilacina</i>	Devil's Claw
	<i>Dyssodia</i>	Mascagnia macroptera	<i>Purple mascagnia (Vine)</i>
			<i>Yellow Orchid Vine</i>

Caterpillar Property

LANDSCAPE PLANT PALETTE

<i>Matricaria grandiflora</i>	<i>Pineapple Weed</i>	<i>Setaria</i> species	Brittlegrass
<i>Matthiola longipetala</i>	<i>Evening Scented Stock</i>	<i>Sporobolus cryptanarus</i>	<i>Sand Drapseed</i>
<i>cv 'Bicornis'</i>	<i>Snapdragon Vine</i>	<i>Sporobolus wrightii</i>	Wright Sacaton
<i>Maurandya antirrhiniflora</i>	<i>Snapdragon Vine</i>	<i>Stephanomeria pauciflora</i>	Wire Lettuce
<i>Maurandya wislizeni</i>	Blackfoot Daisy	<i>Selaginella arizonica</i>	Spikemoss
<i>Melampodium leucanthum</i>	<i>Yuca Vine (Yellow)</i>	<i>Tagetes palmeri (Lemmonii)</i>	<i>Mt. Lemmon Marigold</i>
<i>Merrenia aurea</i>	Ice Plant	<i>Tagetes lucida</i>	<i>Mexican Mint Marigold</i>
<i>Mesembryanthemum</i> spp.	<i>Bigelow's Monkeyflower</i>	<i>Teucrium chamaecrys</i>	
<i>Mimulus bigelovii</i>	Monkey Flower	<i>cv 'Prostrata'</i>	<i>Germander</i>
<i>Mimulus cardinalis</i>	Mirabilis	<i>Trichadme californica</i>	<i>Cotton-top</i>
<i>Mirabilis bigelovii</i>	Four-O Clock	<i>Tridens muticus</i>	Slim Tridens
<i>Mirabilis coccinea</i>	<i>Ghost Flower</i>	<i>Tridens pilosus</i>	Hairy Tridens
<i>Muhlenbergia confertiflora</i>	<i>Bee Balm</i>	<i>Tridens pulchellus</i>	Fluffgrass
<i>Monarda austrorontana</i>	<i>Belly Flower</i>	<i>Typha angustifolia</i>	Narrow-leaved Cattail
<i>Monoptilon belliodora</i>	<i>Myoporum</i>	<i>Verbena bipinnatifida</i>	<i>Verbena</i>
<i>Myoporum parvifolium</i>	<i>Mexican Evening Primrose</i>	<i>Verbena peruviana</i>	<i>Peruvian Verbena</i>
<i>Oenothera berlandieri</i>	<i>Saltillo Primrose</i>	<i>Verbena tenera</i>	<i>Moss Verbena</i>
<i>Oenothera stubbei</i>	Indian Ricegrass	<i>Verbena rigida</i>	<i>Sandpaper Verbena</i>
<i>Oryzopsis hymenoides</i>	Vine Mesquite Grass	<i>Zephranthes candida</i>	<i>Zephyr Flower/Rain Lily</i>
<i>Panicum obtusum</i>	<i>Karoo Bush</i>	<i>Zephranthes citrina</i>	<i>Fairy Lily</i>
<i>Pentzia incana</i>	<i>Rock Penstemon</i>	<i>Zephranthes grandiflora</i>	
<i>Penstemon baccharifolius</i>	<i>Penstemon</i>	<i>Zinnia acerosa</i>	Desert Zinnia
<i>Penstemon barbatus</i>	<i>Penstemon</i>	<i>Zinnia grandiflora</i>	Little Golden Zinnia
<i>Penstemon cardinalis</i>	<i>Firecracker Penstemon</i>		
<i>Penstemon eatonii</i>	<i>Fendler Penstemon</i>	ACCENTS	
<i>Penstemon fendleri</i>	<i>Penstemon</i>	<i>Agave americana</i>	<i>Century Plant</i>
<i>Penstemon grandiflorus</i>	<i>Palmer's Penstemon</i>	<i>Agave colorata</i>	<i>Mescal Ceniza</i>
<i>Penstemon palmeri</i>	<i>Parry's Penstemon</i>	<i>Agave desmettiana</i>	<i>Agave</i>
<i>Penstemon parryi</i>	<i>Desert Penstemon</i>	<i>Agave deserti</i>	<i>Desert Agave</i>
<i>Penstemon pseudospectabilis</i>	<i>Purple Fountain Grass</i>	<i>Agave murpheyi</i>	<i>Murphy's Agave</i>
<i>Penstemon setaceum</i> cv 'Cupreum'	<i>Royal Penstemon</i>	<i>Agave parryi</i>	<i>Parry's Agave</i>
<i>Penstemon spectabilis</i>	<i>Penstemon</i>	<i>Agave toumeyana</i>	<i>Toumey's Agave</i>
<i>Penstemon strictus</i>	<i>Superb Penstemon</i>	<i>Agave victoriae-reginae</i>	<i>Royal Agave</i>
<i>Penstemon superbus</i>	<i>Penstemon</i>	<i>Agave ulmorianiana</i>	<i>Octopus-Agave</i>
<i>Penstemon thurberi</i>	<i>Penstemon</i>	<i>Asclepias subulata</i>	<i>Desert Milkweed</i>
<i>Penstemon wrightii</i>	<i>Paperflower</i>	<i>Bulbine frutescens</i>	<i>Bulbine</i>
<i>Psilostrophe tagetina</i>		<i>Carnegiea gigantea</i>	<i>Saguaro</i>
<i>Ratibida columnaris</i>	Burrograss	<i>Dasylinion acrotriche</i>	<i>Green Desert Spoon</i>
<i>Scleropogon brevifolius</i>	Threadleaf Groundsel	<i>Dasylinion leiophyllum</i>	<i>Desert Spoon</i>
<i>Senecio douglasii</i>	Desert Senna	<i>Dasylinion longissimum</i>	<i>Desert Spoon</i>
<i>Senna covesii</i>	Lindheimer Senna	<i>Dasylinion wheeleri</i>	<i>Desert Spoon</i>
<i>Senna lindheimeriana</i>		<i>Echinocereus engelmannii</i>	<i>Engelmann's Hedgehog</i>

Caterpillar Property

LANDSCAPE PLANT PALETTE

<i>Ipomopsis longiflora</i>	Pale Blue Trumpets	<i>Viguiera deltoidea</i>	Goldeneye
<i>Linaria Texana</i>	Toadflax	<i>Viguiera tomentosa</i>	Golden Eye
<i>Linaria pinnifolia</i>	Toadflax		
<i>Linaria maroccana</i>	Toadflax	GRASSES	
<i>Linum lewisii</i>	Blue Flax	<i>Aristida californica</i>	Threeaven Grass
<i>Mentzelia involucrata</i>	Morning Stars	<i>Aristida divaricata</i>	Poerty Three-aven
<i>Mentzelia lindleyi</i>	Blazing Stars	<i>Aristida longiseta</i>	Red Three-aven
<i>Melampodium leucanthum</i>	Blackfoot Daisy	<i>Aristida wrightii</i>	Wright Threeaven
<i>Mirabilis multiflora</i>	Desert Four-O Clock	<i>Aristida purpurea</i>	Purple Threeaven
<i>Nama demissum</i>		<i>Bouteloua aristoides</i>	Six Weeks Grama
<i>Nama hispidum</i>	Purple Mat	<i>Bouteloua breviseta</i>	Chino Grama
<i>Nemophila maculata</i>	Fire Spot	<i>Bouteloua chondrosiodes</i>	Sprucetop Grama
<i>Nemophila merziesii</i>	Baby Blue Eyes	<i>Bouteloua curtipendula</i>	Sidecats Grama
<i>Oenothera caespitosa</i>	Turfed Evening Primrose	<i>Bouteloua eriopoda</i>	Black Grama
<i>Oenothera deltoidea</i>	Bindage Evening Primrose	<i>Bouteloua filiformis</i>	Slender Grama
<i>Oenothera primiveris</i>	Evening Primrose	<i>Bouteloua gracilis</i>	Blue Grama
<i>Orthocarpus purpurascens</i>	Owl's Clover	<i>Bouteloua hirsuta</i>	Hairy Grama
<i>Papaver rhoeas</i>	Shirley Poppy	<i>Erioneuron pulchellum</i>	Fluffgrass
<i>Pectis papposa</i>	Chinch Weed	<i>Hillaria rigida</i>	Big Galleta
<i>Perityle emoryi</i>	Rock Daisy	<i>Muhlenbergia capillaris</i>	Gulf Muhley
<i>Phacelia campanularia</i>	California Bluebell	<i>Muhlenbergia dumosa</i>	Bamboo Muhley
<i>Phacelia tanacetifolia</i>	Scorpion Weed	<i>Muhlenbergia emersleyi</i>	Bull Grass
<i>Plantago insularis</i>	Indian Wheat	<i>Muhlenbergia lindeimeri</i>	Lindheimer Muhly
<i>Platystemon californicus</i>	Cream Cups	<i>Muhlenbergia porteri</i>	Bush Muhly
<i>Portulacaria afra</i>	Elephant's Food	<i>Muhlenbergia rigens</i>	Deer Grass
<i>Proboscidea altheaefolia</i>	Devil's Claw	<i>Muhlenbergia rigida</i>	Deer Grass
<i>Proboscidea parviflora</i>	Devil's Claw	<i>Muhlenbergia rigida</i>	
<i>Psilostrophe cooperi</i>	Paperflower	'Nashville' TM	Nashville Grass
<i>Rafinesquia neomexicana</i>	Desert-dicory	<i>Setaria macrostachya</i>	Plains Bristlegrass
<i>Romneya coulteri</i>	Matilija Poppy	<i>Schismus barbatus</i>	Mediterranean Grass
<i>Senna covesii</i>	Desert Senna	<i>Stipa speciosa</i>	Desert Needlegrass
<i>Salvia columbariae</i>	Chia		
<i>Sisymbrium ambiguum</i>	Purple Rocket		
<i>Solanum xanti</i>	Solanum	TURF USED IN ACTIVE AREAS	
<i>Stachys coccinea</i>	Red Mint, Betony		
<i>Trithonia rotundifolia</i>	Mexican Sunflower		
<i>Ursinia calenduliflora</i>	Ursinia		
<i>Ursinia chrysanthemoides</i>			
<i>Ursinia speciosa</i>			
<i>Verbena gooddingii</i>	Goodding Verbena		
<i>Verbesina encelioides</i>	Golden Crown Beard		
<i>Viguiera annua</i>	Golden Eye		

Caterpillar Property

LANDSCAPE PLANT PALETTE

"AGRARIAN" LANDSCAPE CHARACTER

TREES

<i>Acacia farnesiana/smellii</i>	Sweet Acacia
<i>Acacia salicina</i>	Willowleaf Acacia
<i>Albizia julibrissin</i>	Silk Tree
<i>Carya illinoensis</i>	Pecan
<i>Ceratonia siliqua</i>	Carob Tree
<i>Chilopsis linearis</i>	Desert Willow
<i>Chorisia speciosa</i>	Silk Floss Tree
<i>Citrus aurantium</i>	Seville Orange
<i>Cupressus sempervirens</i>	Italian Cypress
<i>Dalbergia sissoo</i>	Sissoo Tree
<i>Eucalyptus erythrocory</i>	Red Cap Gum
<i>Eucalyptus formanii</i>	Forman's Eucalyptus
<i>Eucalyptus leucocylon</i>	White Ironbark
<i>Eucalyptus microtheca</i>	Coolibah
<i>Eucalyptus papauana</i>	Ghost Gum
<i>Eucalyptus spathulata</i>	Swamp Malee
<i>Eucalyptus torquata</i>	Conal Gum
<i>Fraxinus anomala</i>	Single Leaf Ash
<i>Fraxinus greggii</i>	Littleleaf Ash
<i>Fraxinus velutina</i>	Arizona Ash
<i>Gleditsia tricanthos</i>	Honey Locust
<i>Jacaranda mimosifolia</i>	Jacaranda
<i>Lysiloma candida</i>	Palo Blanco
<i>Lysiloma microphylla v thornberi</i>	Desert Fern
<i>Olea europaea 'Swan Hill'</i>	Olive
<i>Pinus eldarica</i>	Afghan Pine
<i>Phoenix canariensis</i>	Canary Island Date Palm
<i>Phoenix dactylifera</i>	Medjool Date Palm
<i>Pinus canariensis</i>	Canary Island Date Palm
<i>Pinus eldarica</i>	Afghan Pine
<i>Pinus halepensis</i>	Allepo Pine
<i>Pinus pinea</i>	Italian Stone Pine
<i>Pinus roxburghii</i>	Chir Pine
<i>Pistachia atlantica</i>	Mt. Atlas Pistache
<i>Pistachia chinensis</i>	Chinese Pistache
<i>Pittosporum phylliraeoides</i>	Willow Pittosporum
<i>Platanus wrightii</i>	Arizona Sycamore
<i>Quercus Ilex</i>	Holly Oak
<i>Quercus virginiana</i>	Southern Live Oak

<i>Rhus lancea</i>	African Sumac
<i>Schinus molle</i>	California Pepper Tree
<i>Schinus terebinthifolius</i>	Brazilian Pepper Tree
<i>Sophora secundiflora</i>	Texas Mountain Laurel
<i>Tamarix aphylla</i>	Athel Tree
<i>Tipuana tipu</i>	Tipu Tree
<i>Ulmus parvifolia v 'sempervirens'</i>	Evergreen Elm
<i>Unguaradia speciosa</i>	Mexican-buckeye
<i>Vitex agnus-castus</i>	Chaste Tree
<i>Washingtonia filifera</i>	California Fan Palm
<i>Washingtonia robusta</i>	Mexican Fan Palm
<i>Xylocarpus congestum</i>	Xylocarpus
<i>Ziziphus jujuba</i>	Chinese Jujube

SHRUBS

<i>Acacia craspedocarpa</i>	Leather-leaf Acacia
<i>Acacia rigens</i>	Needle Acacia
<i>Acanthus mollis</i>	Acanthus
<i>Alyosia gratissima</i>	Bee Bush
<i>Alyosia lycioides</i>	Bee Bush
<i>Alyosia macrostachya</i>	Sweet-stem
<i>Alyosia wrightii</i>	Orgenillo
<i>Alyogyne huegelii</i>	Blue Hibiscus
<i>Artemisia ludoviciana</i>	White Sage
<i>Artemisia lentiformis</i>	Quail Bush
<i>Atriplex canescens</i>	Fourwing Saltbush
<i>Atriplex hymenelytra</i>	Desert Holly
<i>Atriplex nummularia</i>	Old Man Saltbush
<i>Bougainvillea 'Barbara Karst'</i>	Bougainvillea
<i>Bougainvillea 'La Jolla'</i>	Bush Bougainvillea
<i>Bougainvillea 'San Diego Red'</i>	Bougainvillea
<i>Bougainvillea spectabilis</i>	Bougainvillea
<i>Bumelia lanuginosa</i>	Gum Bumelia
<i>Calliandra californica</i>	Baja Fairy Duster
<i>Campsis radicans</i>	Common
	Trumpet creeper
<i>Convolvulus creorum</i>	Bush Morning Glory
<i>Cistus</i>	Rodrose
<i>Dodonea viscosa 'Purpurea'</i>	Purple Hopbush
<i>Elastica decora</i>	Rubber Plant
<i>Equisetum laevigatum</i>	Horsetail
<i>Eremophila glabra</i>	Emu Bush

Caterpillar Property

LANDSCAPE PLANT PALETTE

Trachelospermum asiaticum	Asiatic Jasmine
Vinca major	Vinca
Wedelia trilobata	Wedelia

ACCENTS

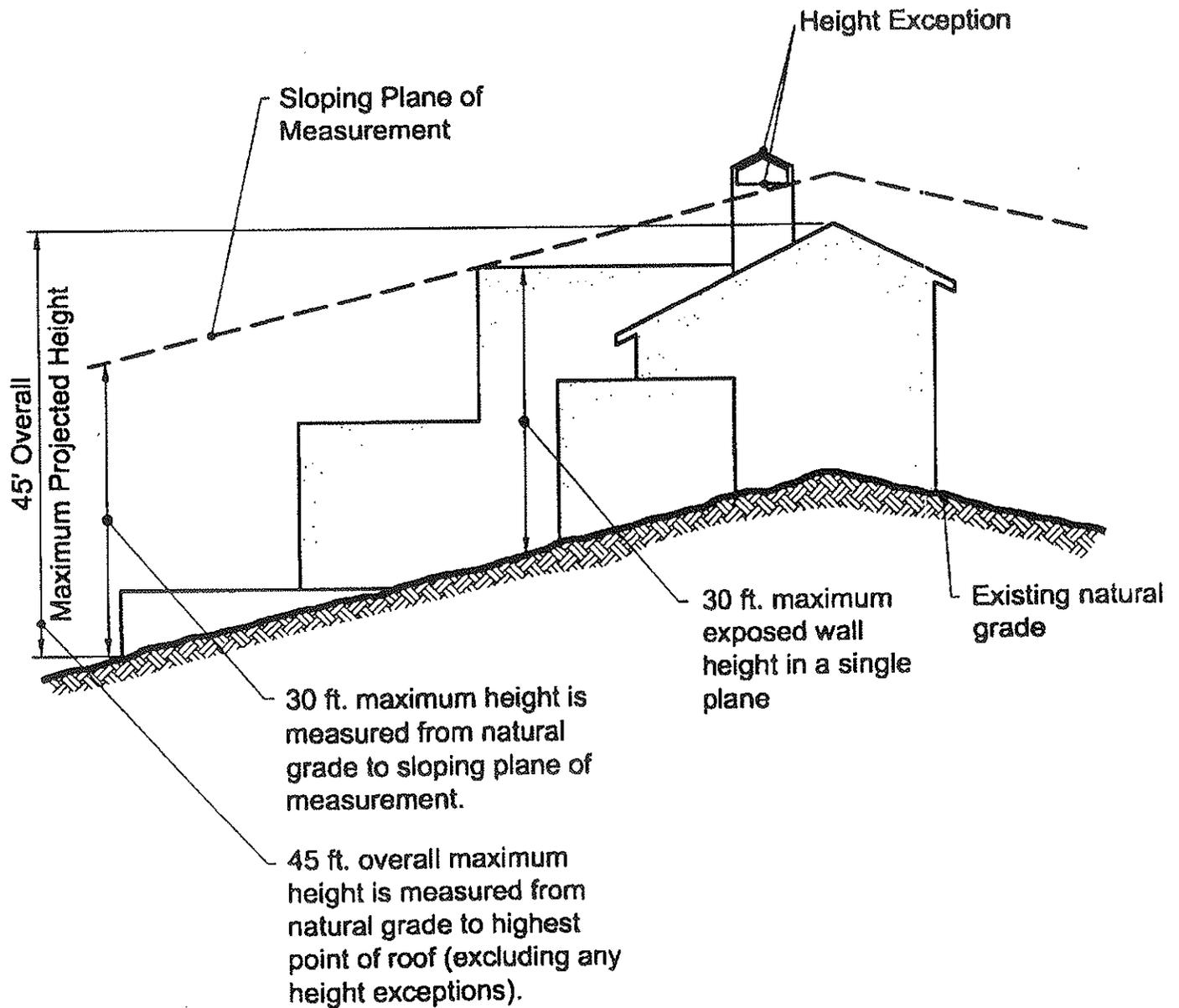
<i>Aloe barbadensis</i>	<i>Aloe Vera</i>
<i>Aloe marlothii</i>	
<i>Aloe saponaria</i>	<i>Aloe</i>
<i>Aloe striata</i>	<i>Coral Aloe</i>
<i>Aspidistra elatior</i>	Cast-iron Plant
<i>Cereus hildmannianus</i>	<i>Hildmann's Cereus</i>
<i>Cereus hildmannianus</i> v. monstrose	Curiosity Plant
<i>Cereus peruvianus</i>	Night Blooming Cereus
<i>Chamaerops humilis</i>	<i>Mediterranean Fan Palm</i>
<i>Cycas revoluta</i>	Sago Palm
<i>Cyperus alternifolius</i>	Umbrella Plant
<i>Dietes bicolor</i>	Fortnight Lily
<i>Dioon edule</i>	Mexican Sago
<i>Philodendron selloum</i>	Selloum Philodendron
<i>Sanseveria</i> spp.	Mother-in-law's Tongue

TURF USED IN ACTIVE AREAS

EXHIBIT N
HILLSIDE HEIGHT MEASUREMENT

EXHIBIT "N"

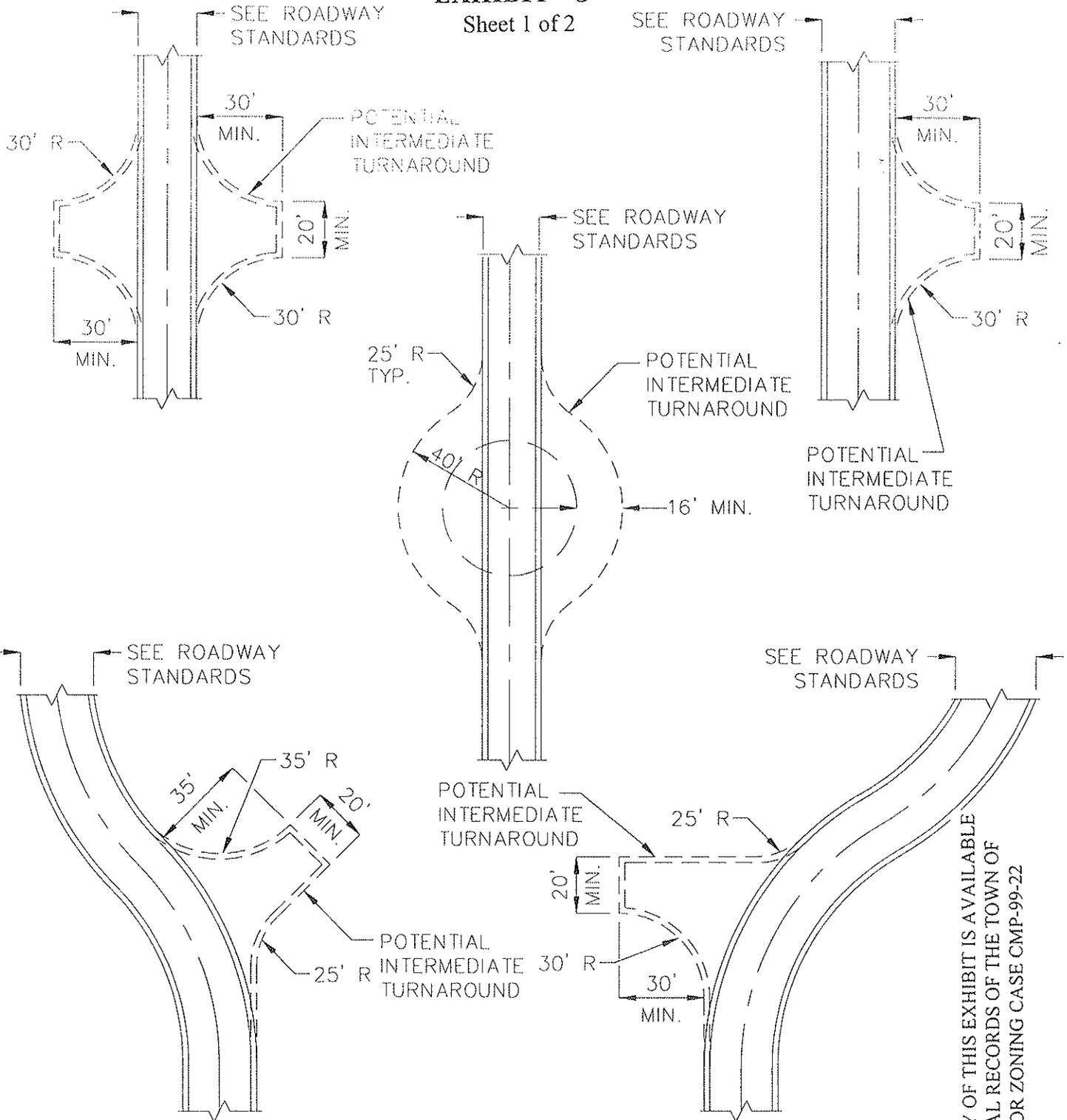
Hillside Height Measurement



**EXHIBIT O
TURNAROUNDS**

EXHIBIT "O"

Sheet 1 of 2



INTERMEDIATE TURNAROUND

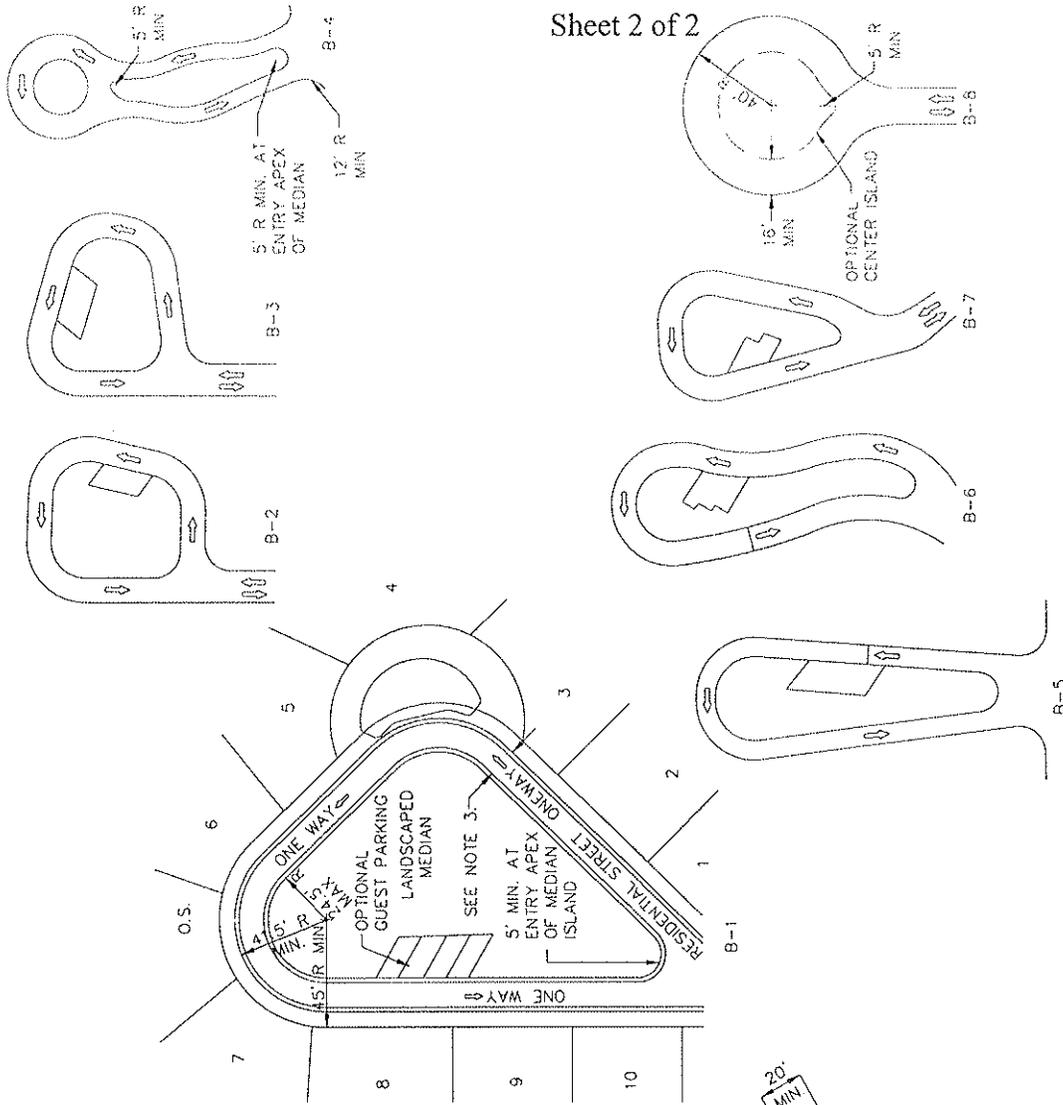
DEVELOPMENTAL STANDARDS
INTERMEDIATE TURNAROUNDS
CATERPILLAR PROPERTY
 BUCKEYE, ARIZONA

A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE
 IN THE OFFICIAL RECORDS OF THE TOWN OF
 BUCKEYE FOR ZONING CASE CMP-99-22



EXHIBIT "O"

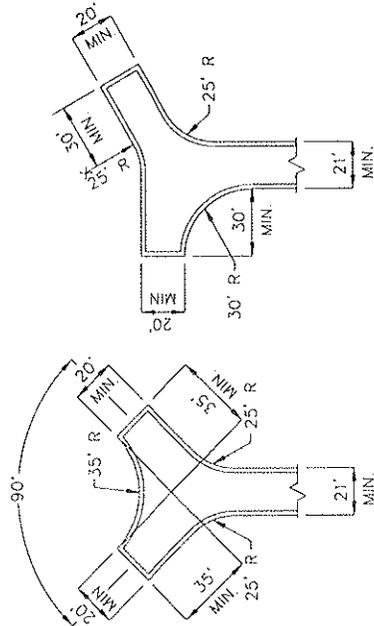
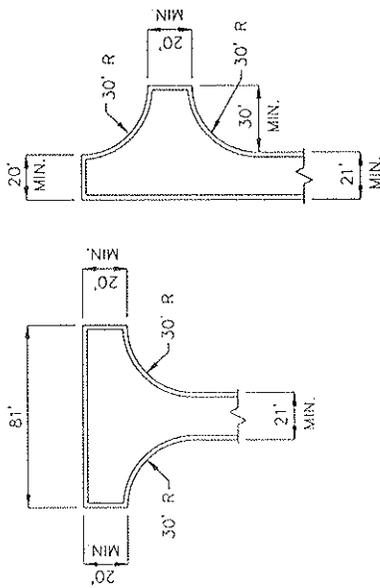
Sheet 2 of 2



CIRCULAR TURNAROUND VARIATIONS

N.T.S.

1. GUEST PARKING IS TO BE PROVIDED IF THE LOT SIZES ARE LESS THAN 8,500 S.F., CALCULATED AT 0.5 SPACES PER UNIT THAT ACCESSES THE ONE-WAY LOOP.
2. ON-STREET PARKING IS PROHIBITED ON THE ONE WAY PORTION OF ROADWAYS. A 24" VEGETATION CLEAR-ZONE IS TO BE PROVIDED ON THE ISLAND PORTION MEASURED FROM BACK OF CURB. MAXIMUM OF 10 LOTS AND SHALL NOT EXCEED 500' IN TRAVELED LENGTH MEASURED AROUND THE LOOP. STREET WIDTH IS AS PER TYPICAL ROADWAY CROSS SECTIONS.
3. OPTIONAL ENHANCED PAVING MAY BE UTILIZED IN THE ONE-WAY LOOP AREAS.
4. ALL REQUIRED VIEW TRIANGLES WILL BE MAINTAINED AT ALL INTERSECTIONS.



HAMMERHEAD TURNAROUND VARIATIONS

N.T.S.

- NOTE:
SEE TYPICAL ROADWAY CROSS SECTIONS.
PROVIDE A MINIMUM 28' CLEAR EMERGENCY ACCESS.

A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE IN THE OFFICIAL RECORDS OF THE TOWN OF BUCKEYE FOR ZONING CASE CMP-99-22



**DEVELOPMENTAL STANDARDS
TYPICAL CUL-DE-SAC OPTIONS
CATERPILLAR PROPERTY
BUCKEYE, ARIZONA**

**EXHIBIT P
CONCEPTUAL OUTLINE OF CC&Rs**

EXHIBIT "P"
CONCEPTUAL OUTLINE
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(CONDITIONS, COVENANTS & RESTRICTIONS)

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**The following documents are available in the official records of the Town of Buckeye
for Zoning Case CMP-99-22*

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- APPENDIX C - MASTER POTABLE WATER PLAN**
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Exhibit C

Town Fees

A. Plan Review Fees.*

Plan Review Fees shall be paid to the Town on a per sheet basis for construction plans for all residential and commercial development. The Plan Review Fee shall apply per sheet for all paving, water, sewer, improvement, storm drain, reclaimed water, striping, traffic signal, grading, drainage, landscape, irrigation, street light, and all other construction plans. Cover sheets, typical sections, quantity sheets, special details, and index maps shall be counted towards the plan review fee calculation. Plan sheets containing standard notes and details as approved by the Town shall not be counted towards the Plan Review Fee calculation.

Paving, water, sewer, and storm drain plans shall be submitted at a horizontal scale of one (1) inch equals twenty (20) feet and a vertical scale of one (1) inch equals two (2) feet. Grading, drainage, and striping plans shall be submitted at a horizontal scale of one (1) inch equals forty (40) feet. The plan review fee shall include the first and second reviews, and thereafter all reviews will be billed at \$100 per hour if such reviews are required because of Developer's actions or failure to act, but shall not be billed at all if such reviews are required to address issues that could have been raised as part of the first or second reviews. The Plan Review Fees shall be due and payable upon submittal of the plans. For standard review times, the first review period shall be no more than twenty-five (25) business days; the second review period shall be no more than fifteen (15) business days, and the third review period shall be no more than ten (10) business days. For expedited review times, the first review period shall be no more than fifteen (15) business days; and the second and the third review periods shall each be no more than ten (10) business days for the second review and five (5) business days for the third review. Developer may elect a standard or expedited review time at the time of plan submittal.

Plan Review Fee: \$200/sheet.

Expedited Review Fee: \$350/sheet.

B. Report Review Fees.*

Report Review Fees shall be paid to the Town on a per report basis for master plans, studies, and drainage reports for all residential and commercial developments. The Report Review Fee shall apply per each report for all drainage, water, wastewater, street and circulation, and environmental design master plans, studies, and reports. The Report Review Fee shall include the first and second reviews. Additional reviews shall be conducted at \$100 per hour if such reviews are required because of Developer's actions or failure to act, but shall not be billed at all if such reviews are required to address issues that could have been raised as part of the first or second reviews. The Report Review Fees shall be due and payable upon submittal of the report. For standard review times, the first review period for any report submitted shall be no more than twenty-five (25) business days; the second review period shall be no more than fifteen (15) business days, and the third review period shall be no more than ten (10) business

days. For expedited review times, the first review period for any report submitted shall be no more than fifteen (15) business days; and the second and the third review periods shall each be no more than ten (10) business days for the second review and five (5) business days for the third review. Developer may elect a standard or expedited review time at the time of report submittal.

Report Review Fee: \$600/report.
 Expedited Review Fee: \$800/report.

C. Preliminary Plat Fees.*

Initial Submittal Fee: \$500.
 Additional Fee: \$10 per lot or tract included in preliminary plat.

D. Final Plat Fees.*

Initial Submittal Fee: \$1,000.
 Additional Fee: \$10 per lot or tract included in final plat.

E. Development Site Plan Fees (for residential and commercial plans).*

Initial Submittal Fee: \$100
 Additional Fee: \$50/acre.

F. Planning Unit Plan Fees.

In addition to Plan Review Fees and Report Review Fees, Developer shall pay development application fees for each planning unit submittal as provided below:

<u>Planning Unit</u>	<u>Fee</u>
I	\$ 1,632.86
II	\$ 2,992.86
III	\$ 7,222.86
IV	\$12,412.86
V	\$20,712.86
VI	\$32,802.85
VII	\$11,222.85

* The Plan Review, Report Review, Preliminary Plat, Final Plat, and Development Site Plan Review Fees shall equal the amounts set forth in this Exhibit C for a period of five (5) years from the effective date of this Agreement. Beginning on the date that is five (5) years after the effective date of this Agreement, the Plan Review and Report Review Fees shall be subject to an annual adjustment in an amount equal to the amount of the CPI increase (consumer price index for all urban customers, all cities-all items, 1982-1984), but such adjustment shall not take into account any adjustments for that period of time prior to the date that is five (5) years after the effective date of this Agreement.

Exhibit D**Development Fees**

The development fees applicable to the Property are as follows:

Residential Development Fees*

	<u>Large Estate, Estate, Very Low, Low, Low/Medium, and Medium Residential</u>	<u>High Platted and High Development Site Plan Residential</u>
	(per dwelling unit)	(per dwelling unit)
Transportation	\$2,200	\$ 1580
Water System	\$1,250	\$ 900
Water Resource	\$1,200	\$ 860
Wastewater System	\$1,100	\$ 800
Recreation	\$ 100	\$ 75
Police, Fire, and EMS	\$ 150	\$ 150
Total	\$6,000	\$4,365

Commercial and Resort Development Fees*

	<u>Commercial</u>	<u>Resort</u>
	(per square foot)	(per unit)
Transportation	\$0.78	\$ 1580
Water System	\$0.30	\$1,125
Water Resource	\$0.32	\$1,080
Wastewater System	\$0.30	\$1,035
Recreation	\$0	\$0
Police, Fire, and EMS	\$0.15	\$0
Total	\$1.85	\$4,820

* The Development Fees shall equal the amounts set forth in this Exhibit D for a period of ten (10) years from the effective date of this Agreement. Beginning on the date that is ten (10) years after the effective date of this Agreement, all Development Fees shall be subject to an annual adjustment in an amount equal to the amount of the CPI increase (consumer price index for all urban customers, all cities-all items, 1982-1984), but such adjustment shall not take into account any adjustments for that period of time prior to the date that is ten (10) years after the effective date of this Agreement.

Exhibit E

Development (Impact) Fee Ordinance

General Guidelines

A. The primary purpose of adopting a Development (Impact) Fee Ordinance ("Ordinance") is to establish a financing mechanism to fund necessary public services/infrastructure improvements (the "Services/Infrastructure") provided to developments, consistent with the provisions of A.R.S. § 9-463.05.

B. The Town of Buckeye ("Town") will assume responsibility for the ownership, operation and maintenance of all completed public infrastructure comprising Services/Infrastructure that are the subject of an Ordinance, subject to any agreements requesting the developer(s) or property owners' association(s) to maintain and operate any Services/Infrastructure for such period of time as determined by the parties.

C. The Town acknowledges that a developer may fund the construction of Services/Infrastructure with its own monies. So long as the construction complies with applicable Town standards, the developer shall be entitled to a credit, dollar-for-dollar, against applicable development (impact) fees. In the event Services/Infrastructure comprising all or any portion of the Services/Infrastructure that are the subject of an Ordinance is competitively bid in accordance with the requirements of Title 34, the developer may be entitled to reimbursement of the applicable components of the development (impact) fees assessed pursuant to such Ordinance. In addition, the Town agrees that it may be in the public's interest and convenience to assign the construction bidding process to the developer (with the Town's supervision), subject to the following conditions: (i) the plans, specifications and the bidding and contract documents prepared by the developer shall be approved by the Town Manager or his/her designee, (ii) the developer shall advertise (with the Town's supervision) for bids for the construction of public infrastructure in conformance with the standard procedures and requirements of the Town with respect to its public works projects and the competitive bidding requirements under Title 34, and (iii) contracts for construction of the Services/Infrastructure shall be awarded to the lowest responsible bidder pursuant to the requirements of Title 34 as determined by the Town Manager or his/her designee in consultation with the developer.

D. The Town acknowledges that some public infrastructure comprising Services/Infrastructure, and that is funded through the payment of development (impact) fees under an Ordinance, may also serve to benefit other surrounding developments. In that event, the Town shall consider subjecting the other benefited developments to the assessment of development (impact) fees under such Ordinance in order to allow these other developments to pay their fair share of the costs.

E. Development (impact) fees assessed under an Ordinance shall be determined with reference to equivalent dwelling units ("EDUs"), a number that represents the demand that a

particular land use type places on each category of Services/Infrastructure compared to the demand created by a standard density detached single family dwelling unit on each such category. The number will be represented as a ratio determined by dividing an indicator of the non-residential demand by an indicator of the standard density detached single-family dwelling unit demand.

F. Categories of Services/Infrastructure for which development (impact) fees may be assessed under an Ordinance are: major streets, bridges, and other transportation facilities; recreational facilities (including neighborhood, community and district parks and related facilities and equipment, aquatic facilities, neighborhood, community, adult, teen, and multi-generational centers, and pedestrian paths and trails); wastewater system; water system; water resources; and police/fire/EMS.

G. Prior to assessment of a development (impact) fee, the Town shall approve a written report ("Report"), which shall include all documentation that supports the assessment of a new or increased development (impact) fee. The Report shall be prepared by or at the direction of the Town Manager. The Report shall describe the extent of the Services/Infrastructure needed to serve the anticipated future development of the development(s) under consideration consistent with the Town's general plan. The Report shall specify needs for each category of Services/Infrastructure. The needs for each category of Services/Infrastructure shall be based on the same standard of service being required within the remainder of the Town. Only those categories of Services/Infrastructure identified herein shall be included in any Report or shall be subject to the assessment of a development (impact) fee. The Report shall estimate the total cost for Services/Infrastructure made necessary by new development including land acquisition, studies leading to design, construction, financing and administrative costs, but shall not include costs for ongoing operation and maintenance, nor for replacement to the extent that replacement facilities do not increase service capacity. The Report shall include offsets against the total cost of Services/Infrastructure from alternative funding sources that can be used, or are reasonably anticipated to be used, to assist in the provision of Services/Infrastructure identified in the Report. These offsets shall include, e.g., a reduction for the initial value of bonds that can be supported with available revenues from secondary property taxes, Arizona Highway User Revenues, solid waste fees, sewer rate revenues, and water rate revenues.

H. Net costs for the Services/Infrastructure shall be calculated by reducing the total cost, as described above, by the offsets described above. The Report shall project the number of EDUs, excluding those for "public and quasi-public facilities" within the development(s) under consideration for assessment of a development (impact) fee. "Public and quasi-public facilities", as used herein, shall mean schools, hospitals, churches, cemeteries and public facilities such as community centers, libraries, and police and fire stations. Net costs for the Services/Infrastructure shall be allocated to EDUs, excluding those for public or quasi-public facilities, projected to be constructed within the development(s) under consideration for the assessment of development (impact) fees. The Report shall include an estimate of the timing of construction of public infrastructure comprising all or a portion of the necessary public services within the development(s) under consideration for assessment of development impact fees. The estimate shall be related to the rate of new development projected to occur within such development(s). The net cost per EDU may be reduced for a period of time not to exceed four

years for one or more categories of Services/Infrastructure, such reduction to be made pursuant to a phasing schedule included in the Report. The phasing schedule shall identify the date on which the full development (impact) fee shall be charged and the dates on which increases in the development (impact) fee shall take place prior to charging of the full development (impact) fee.

I. Each new development, except for public or quasi-public facilities, within the development(s) for which development (impact) fees have been established and assessed shall be assessed a uniform fee per EDU according to the following calculations: (a) determine the number of EDUs projected to be established within the particular new development; (b) calculate a preliminary uniform per-EDU cost by category of necessary public services for the particular new development by adding: the net cost of Services/Infrastructure per-EDU by category and any "Non-standard Costs" uniquely necessary to serve the new development. "Non-standard Costs", as used herein, shall mean those costs to provide Services/Infrastructure to a particular development that are in addition to the ordinary costs of those Services/Infrastructure due to unique conditions of the development project and not otherwise required by the infrastructure financing plan that is the subject of the applicable Report (such conditions including, but not limited to the type of development and the geophysical features of the development location). Thereafter, there shall be subtracted the following credits and offsets from the preliminary uniform per-EDU cost: the uniform amount per-EDU of credits including contributions, payments, construction or dedications made by the Developer and the value of offsets from funding sources attributable to the particular new development and specifically and historically dedicated to be used for the Services/Infrastructure needs of new development in development(s) subject to the Ordinance.

J. Any such Ordinance shall be administered by the Town Manager, or his/her designee. Development (impact) fees shall be paid at the time of the issuance of a building permit for the development. No building permit shall be issued until the applicable development impact fee (if any) has been paid. The development (impact) fee shall be assessed using the applicable development (impact) fee schedule in effect at the time the permit is issued. Any applicant for annexation, rezoning, subdivision or site plan approval by the Town who may be eligible for reimbursement or credits against a development (impact) fee otherwise assessable to the development may receive a fee determination from the Town Manager or his/her designee. The Town Manager or his/her designee shall establish procedures for calculation of the reimbursement or credits in estimating the development (impact) fee.

K. Development (impact) fees collected by the Town shall be placed in separate, interest-bearing accounts for each category of Services/Infrastructure within the land area that is the subject of the development (impact) fee. Development (impact) fees, and any interest thereon, collected shall be spent for Services/Infrastructure, including public infrastructure that provide a beneficial use to the development that paid the fee, and including services costs incurred in connection with the provision of such Services/Infrastructure.

Exhibit F

Community Facilities District Financing General Guidelines

A. The primary purpose of forming a community facilities district ("CFD") is to establish a financing mechanism to finance, acquire, construct, operate and maintain public infrastructure that benefits the real property comprising the Caterpillar Project ("Project") and its ultimate users.

B. The public infrastructure and public infrastructure purposes anticipated to be financed by the CFD may include all public infrastructure and public infrastructure purposes allowable pursuant to A.R.S. § 48-701, et. seq. The Town of Buckeye ("Town") agrees to assume responsibility for the ownership, operation and maintenance of all completed public infrastructure acquired or constructed by the CFD subject to any agreements requesting Developer to maintain and operate any facility or improvement comprising all or a portion of such completed public infrastructure for such period of time as determined by the parties. Furthermore, the Town agrees to cooperate and pursue intergovernmental agreements with other public bodies, as applicable, to secure the ownership, operation, and maintenance of completed public infrastructure acquired or constructed with CFD funds that are typically not owned, operated, and maintained by the Town. Concurrently with the formation of any CFD, an election shall be held to, among other things, establish the initial authorization for the issuance of bonds by the CFD and the levy of an ad valorem tax, not exceeding \$.30 per \$100 of secondary assessed valuation, to pay for the administrative costs of the CFD and the operation and maintenance of CFD public infrastructure financed by or located within any CFD. In addition to any other agreements that may require Developer to pay for administration, operation and/or maintenance costs, in return for the Town's agreement to operate or maintain such public infrastructure and in return for the Town's agreement to administer the CFD, Developer agrees to approve, in any such election, the levy of an ad valorem tax to pay for the administrative, operation and maintenance costs of such public infrastructure, not to exceed \$0.30 per \$100 of secondary assessed valuation. When authorized by election, the CFD will levy an ad valorem tax of \$0.30 per \$100 of secondary assessed valuation to cover such costs.

C. The Town and Developer acknowledge that Developer may fund the construction of public infrastructure with its own monies and, if agreed to by the CFD, the CFD may use CFD funds (including the proceeds of the sale of CFD bonds) to acquire public infrastructure. Developer acknowledges that the construction of public infrastructure must comply with applicable Town standards, except as otherwise provided in this Agreement, so that the public infrastructure may be dedicated to the Town once acquired by the CFD. The acquisition price may include all allowable costs and expenses included under A.R.S. § 48-701, et. seq. provided, however the CFD will determine the acquisition price to be paid when it determines the amount of any CFD funding including the amount of any CFD bond issue. All construction of public infrastructure with CFD funds shall be competitively bid in accordance with the requirements of Title 34; in such event the Town agrees it may be in the public's interest and convenience to assign the construction bidding process to Developer (with the Town's supervision), subject to

the following conditions: (i) the plans, specifications and the bidding and contract documents prepared by Developer shall be approved by the Town's Public Works Department and/or (if applicable) the CFD engineer, (ii) Developer shall advertise (with the Town's supervision) for bids for the construction of the public infrastructure in conformance with the standard procedures and requirements of the Town with respect to its public works projects and the competitive bidding requirements under Title 34, and (iii) the contracts for construction of the public infrastructure shall be awarded to the lowest responsible bidder as determined by the CFD engineer in consultation with Developer.

D. The CFD may, in its sole discretion, issue bonds from time to time in one or more series to fund directly the acquisition or construction of public infrastructure. The Town agrees that any public infrastructure directly funded with CFD bonds that have been issued and sold will release Developer from having to post security or financial assurances (e.g., performance bonds) for public infrastructure to be acquired or constructed with CFD bond proceeds.

E. Generally, the boundary of the CFD is anticipated to encompass solely the boundaries of the Project. However, the Town and Developer understand that some of the public infrastructure funded through the CFD may also serve to benefit other surrounding developments, businesses and property owners. In that event, Developer, the CFD and the Town shall consider including the other benefited properties within the boundaries of the CFD in a manner that would allow these properties to pay their fair share of the cost to acquire or construct the applicable public infrastructure. Alternatively, Developer, at its option, may request the CFD and the Town, with the Town to approve at its discretion, the establishment of one or more separate cost reimbursement agreements or districts (or similar mechanisms) including such benefited property or other users benefited by the public infrastructure funded by the CFD. Proceeds from these separate cost reimbursement agreements, districts or mechanisms would be paid to reimburse the CFD for debt service and/or to pay CFD indebtedness, if the CFD funds the applicable public infrastructure, or to Developer if Developer funds the applicable public infrastructure. The Town shall undertake to amend its Code to provide for the creation of such reimbursement agreements or districts if such reimbursement agreements or districts are currently not provided for in the Town Code. In addition, the Town acknowledges that the Project is presently divided between the Ruth Fisher School District and the Litchfield/Agua Fria/Liberty/Buckeye School Districts and agrees to cooperate in the formation of CFDs and the issuance of bonds on terms and conditions, and subject to the limitations, set forth in paragraph H below.

F. The CFD may issue revenue bonds, general obligation bonds, and/or special assessment bonds from time to time to construct and/or acquire authorized public infrastructure. It is expected that CFD bonds issued from time-to-time will have a minimum term of 25 years. In the case of special assessment bonds, the CFD shall use its best efforts to implement the bond issue on the basis of a lien to market value ratio of 1 to 3 (33%), provided the issue is sold through a private non-rated offering to investors meeting the investor suitability standards established by the CFD. Market value as defined in this paragraph means the bulk or wholesale value of the property assuming that the public infrastructure to be constructed with CFD proceeds has been installed and is operational as of the date of the valuation. Additionally, in the case of special assessment bonds, Developer and/or other future property owners within the CFD, will have the ability to prepay their special assessment in whole or in part, on any interest payment date.

G. The CFD agrees to support the establishment of an Equivalent Tax Rate, for CFD debt service, of \$5.30 per \$100.00 of secondary assessed value. The term "Equivalent Tax Rate" shall mean the annual aggregate CFD tax levied by all CFDs, expressed as a function of dollars per \$100 of secondary assessed valuation, established in order to pay debt service in respect of any outstanding CFD general obligation bonds, together with the aggregate annual operations and maintenance levy of up to \$.30 per \$100 of secondary assessed valuation for each CFD, combined with an amount derived by calculating the amount that, expressed as a function of dollars per \$100 of secondary assessed valuation of the assessed property, would be required to pay annual debt service in respect of any outstanding CFD special assessment bonds. By way of example, if the annual CFD tax levied in order to pay debt service in respect of outstanding CFD general obligation bonds is \$3.50 per \$100 of secondary assessed valuation, the annual operations and maintenance levy is \$.30 per \$100 of secondary assessed valuation and the amount derived by calculating the amount that, expressed as a function of dollars per \$100 of secondary assessed valuation of the assessed property, would be required to pay scheduled annual debt service in respect of outstanding CFD special assessment bonds is \$1.20 per \$100 of secondary assessed valuation, the Equivalent Tax Rate would be \$5.00 per \$100 of secondary assessed valuation.

H. The Town acknowledges that the Project is presently divided between the Ruth Fisher School District and the Litchfield/Agua Fria/Liberty/Buckeye School Districts, and there presently exists a substantial disparity between the property tax rates (e.g. Ruth Fisher \$5.8356 per \$100 of assessed value and Litchfield Park \$16.0260 per \$100 of assessed value). If and to the extent a disparity continues to exist, the Town agrees to cooperate in the formation of two CFDs having boundaries that are coterminous, within the Project, with the boundaries of the Ruth Fisher School District (the "Ruth Fisher CFD") and the Litchfield/Agua Fria/Liberty/Buckeye School District (the "Other CFD"), respectively, insofar as such boundaries adjoin and/or intersect the Project. In such event, it is contemplated that bonds issued by the Ruth Fisher CFD may result in an "Equivalent Tax Rate" (as defined in paragraph G below) that exceeds \$5.30 per \$100 of secondary assessed valuation on property in the Ruth Fisher CFD so long as the following condition is satisfied: (i) the resulting Equivalent Tax Rate in the Ruth Fisher CFD will not (or, in the feasibility study prepared in connection with the issuance of such bonds, is reasonably projected to not) exceed \$7.30 per \$100 of secondary assessed valuation, following stabilization; and (ii) the "Average Equivalent Tax Rate" in respect of assessed property within the Project, overall, does not exceed \$5.30 per \$100 of secondary assessed valuation (such average to be determined by averaging the Equivalent Tax Rates in the two CFDs, with such average weighted and adjusted to take into account the difference between the amount of the total secondary assessed valuation of the assessed property located in the Ruth Fisher CFD and the amount of the total secondary assessed valuation of assessed property located in the Other CFD, respectively). If only one CFD is formed that includes the Project, it is contemplated that bonds could be issued with respect to portions of the Project lying within the boundaries of the Ruth Fisher School District upon the same terms and conditions as if two CFDs had been formed in the manner described in the foregoing provisions of this paragraph. Alternatively, if one CFD is formed that includes the entire Project, the Town will cooperate in the formation of a second CFD overlaying the portion of the Project lying within the boundaries of the Ruth Fisher School

District and in the issuance of CFD Bonds by such CFD with respect to portions of the Project included therein, upon the same terms and conditions as if two separate, non-overlapping CFDs had been formed in the manner described in the foregoing provisions of this paragraph.

I. It is contemplated that Developer will advance funds related to the formation of the CFD and for public infrastructure purposes. After bond proceeds are used to pay the actual direct costs of financing, acquiring or constructing public infrastructure, bond proceeds may be used to reimburse Developer for costs incurred and directly related to the planning and engineering of the public infrastructure, or for other public infrastructure purposes permitted by the CFD and allowed pursuant to A.R.S. § 48-701, et. seq.

J. At any time after the formation of the CFD and until such time as Developer owns less than twenty five percent (25%) of the Property by acreage, Developer shall have the sole right to initiate any application, including submitting to the CFD Board any feasibility study, concerning the construction, acquisition, and/or financing public infrastructure or public infrastructure purposes. After such time, the CFD Board on its own initiative may consider applications or feasibility studies not submitted by Developer.

Exhibit G

Dispute Resolution/Remedies

- A. The dispute resolution process ("Process") and remedies set forth herein shall not apply to an action by the Town to condemn or acquire by inverse condemnation all or any portion of the Property, and in the event of any such action by the Town, Developer shall have all rights and remedies available to it at law or in equity.
- B. If an event of default is not cured within the Cure Period, the non-defaulting party may institute the Process by providing written notice initiating the Process ("Initiation Notice") to the defaulting party.
- C. Within fifteen (15) days after delivery of the Initiation Notice, each party shall appoint one person to serve on an arbitration panel ("Panel"). Within twenty-five (25) days after delivery of the Initiation Notice, the persons appointed to serve on the Panel shall themselves appoint one person to serve as the third member of the Panel. The third person selected shall function as the Chairman of the Panel.
- D. The parties agree that the remedies available for award by the Panel shall be limited to specific performance, declaratory relief, and injunctive relief.
- E. The parties have structured this Process with the goal of providing for the prompt and efficient resolution of all disputes falling within the purview of this Process. To that end, either party can petition the Panel for an expedited hearing if circumstances justify it. Such circumstances shall be similar to what a court would view as appropriate for injunctive relief or temporary restraining orders. In any event, the hearing of any dispute not expedited will commence as soon as practicable, but in no event later than forty-five (45) days after selection of the Chairman. This deadline can be extended only with the consent of both parties to the dispute, or by decision of the Panel upon a showing of emergency circumstances.
- F. The Chairman will conduct the hearing pursuant to the Center For Public Resources' Rules for Non-Administered Arbitration of Business Disputes then in effect. The Chairman shall determine the nature and scope of discovery, if any, and the manner of presentation of relevant evidence consistent with the deadlines provided herein, and the parties' objective that disputes be resolved in a prompt and efficient manner. No discovery may be had of privileged materials or information. The Chairman upon proper application shall issue such orders as may be necessary and permissible under law to protect confidential, proprietary or sensitive materials or information from public disclosure or other misuse. Any party may make application to the Maricopa County Superior Court to have a protective order entered as may be appropriate to confirm such orders of the Chairman.
- G. In order to effectuate the parties' goals, the hearing, once commenced, will proceed from business day to business day until concluded, absent a showing of emergency circumstances. Except as otherwise provided herein, the Process shall be governed by the Uniform Arbitration Act as enacted in Arizona at A.R.S. § 12-1501 *et seq.*

H. The Panel shall, within fifteen (15) days from the conclusion of any hearing, issue its decision. The decision shall be rendered in accordance with the Agreement and the laws of the State of Arizona.

I. Either party may appeal the decision of the Panel to the Maricopa County Superior Court ("Court") for a de novo review of the issues decided by the Panel, if such appeal is made within thirty (30) days after the Panel issues its decision. Except as provided in Paragraphs A and I of this Exhibit G, the parties agree that the remedies available for award by the Court shall be limited to specific performance, declaratory relief, and injunctive relief. The decision of the Panel shall be binding on both parties until the Court renders a binding decision. If the non-prevailing party in the Process fails to appeal to the Court within the timeframe set forth herein, the decision of the Panel shall be final and binding. If one party does not comply with the decision of the Panel during the pendency of the action before the Court or otherwise, then the other party shall be entitled to exercise all rights and remedies that may be available under law or equity, including without limitation the right to institute an action for money damages related to the default that was the subject of the Panel's decision and the provisions of this Exhibit G shall not apply to such an exercise of rights and remedies.

J. All fees and costs associated with any Process before the Panel, including without limitation the fees of the Panel, other fees, and the prevailing party's attorneys' fees, expert witness fees and costs, will be paid by the non-prevailing party. The determination of prevailing and non-prevailing parties, and the appropriate allocation of fees and costs, will be included in the decision by the Panel. Similarly, all fees and costs associated with an appeal to the Court or any appellate court thereafter, including without limitation, the prevailing party's attorneys' fees, expert witness fees and costs, will be paid by the non-prevailing party. The determination of prevailing and non-prevailing parties, and the appropriate allocation of fees and costs, will be included in the decision by the Court.

Whitestone (Caterpillar)

Community Master Plan Minor Amendment

Amendment #: 1

Minor Change: Modify definition of "Setback" on Page 6 of the Caterpillar Community Master Plan approved by the Town and incorporated by reference into that certain Pre-Annexation and Development Agreement by and between the Town of Buckeye and DMB White Tank, LLC, an Arizona limited liability company approved on November 17, 1999 and recorded on November 26, 1999 in official records of Maricopa County as Document No. 99-1071208 (the "CMP").

Current CMP definition:

Setback (front): Measured from property line.

Proposed CMP definition:

Setback-(front): Measured from property line.

Justification: Refinement to reflect original intent of the definition of "setback" to include all setbacks rather than front setback only (e.g., front, rear, side, etc.)

Effect on CMP: Will provide clarification regarding how to measure setbacks on developable parcels and lots.

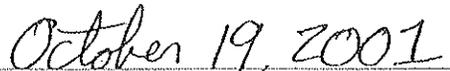
Attached Documents: None

Approved by:



Joseph Blanton

Town Manager/Planning Director
Town of Buckeye



Date

**Whitestone
(Caterpillar)**

APPROVED

NOV 27 2001

TOWN OF BUCKEYE
PLANNING AND DEVELOPMENT

**Community Master Plan
Minor Amendment**

Minor Amendment #: 2

Minor Change: Modify "CMP Exhibit H – Planning Unit Map" and "CMP Exhibit J – Land Use Budget" of the Caterpillar Community Master Plan approved by the Town and incorporated by reference into that certain Pre-Annexation and Development Agreement by and between the Town of Buckeye and DMB White Tank, LLC, an Arizona limited liability company approved on November 17, 1999 and recorded on November 26, 1999 in official records of Maricopa County as Document No. 99-1071208 (the "CMP").

Proposed Planning Unit Map:

See attached "CMP Exhibit H – Revised Planning Unit Map"

Proposed Land Use Budget:

See attached "CMP Exhibit J – Revised Land Use Budget"

Justification: First, in order to remain consistent with significant roadways, ridgelines, and neighborhood boundaries throughout Whitestone, Planning Unit boundaries have been refined. In addition, these boundary refinements require an adjustment to commercial/mixed use square footage and residential unit allocations for the affected Planning Units. Second, as planning has continued for Whitestone, a mixed use core near the geographic center of the master planned community has evolved.

Effect on CMP: A greater mix of commercial, residential, retail, and recreation uses than previously proposed will establish a true community character in the first phase of the development of Whitestone.

Attached Documents: CMP Exhibit H – Revised Planning Unit Map
CMP Exhibit J – Revised Land Use Budget

Approved by:



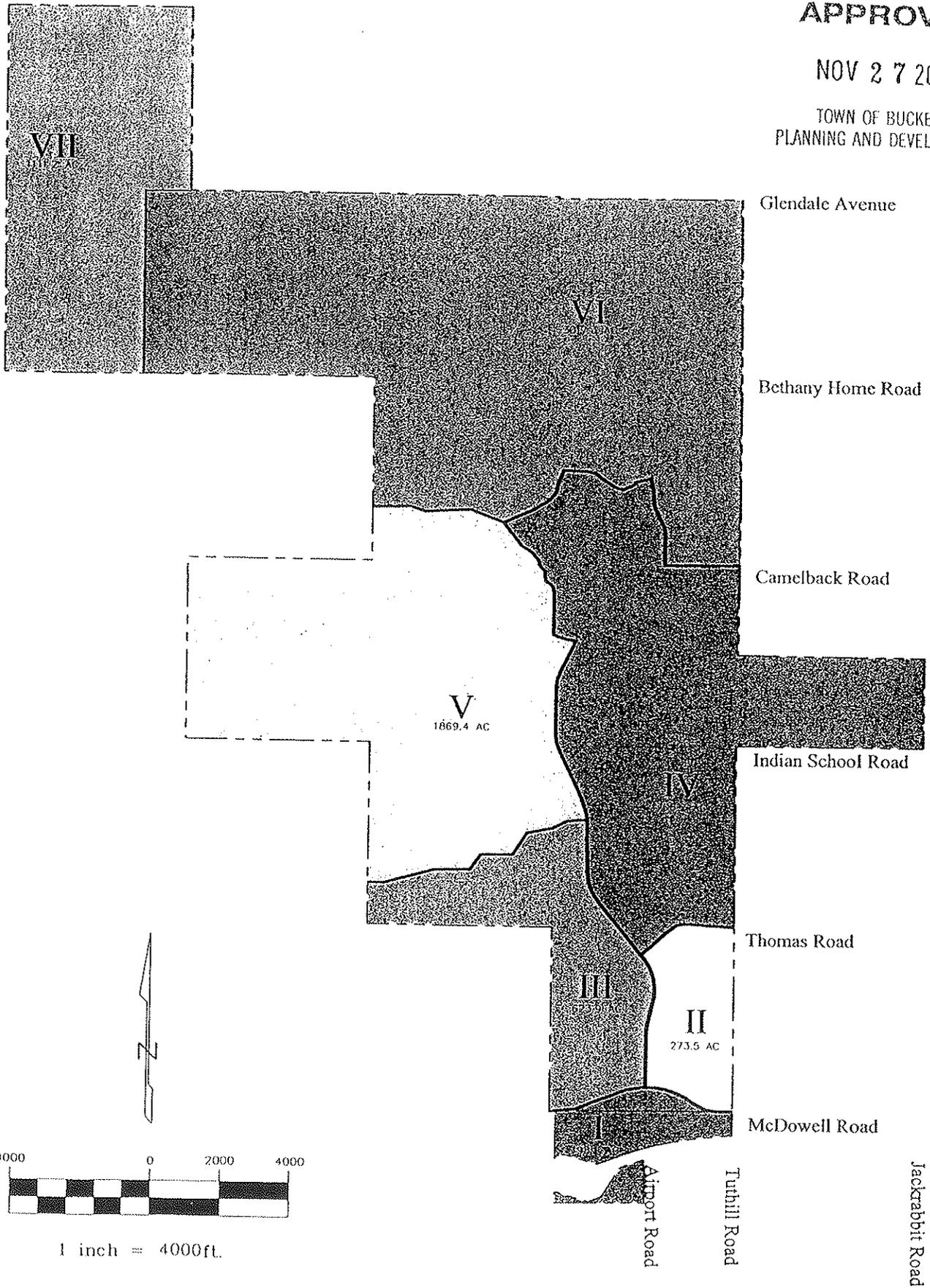
Joseph Blanton
Town Manager/Planning Director
Town of Buckeye

Date 11/27/01

APPROVED

NOV 27 2001

TOWN OF BUCKEYE
PLANNING AND DEVELOPMENT



REVISED PLANNING UNIT MAP
WHITESTONE
BUCKEYE, ARIZONA

WOOD, PATEL & ASSOCIATES, INC.
Civil Engineers, Hydrologists and
Land Surveyors
(602) 335-8500

NOV 27 2001

TOWN OF BUCKEYE
PLANNING AND DEVELOPMENT

CATERPILLAR PROPERTY - COMMUNITY MASTER PLAN				
REVISED LAND USE BUDGET EXHIBIT "J"				
Planning Unit	Total Project	Commercial/Mixed-Use	Resort (3)	Residential (1,2)
	Acres	Proposed S.F.	Rooms	Proposed Units
I	149 198	1,620,000 2,013,000		0
II	285 274	1,100,000 273,000		1,548 1,484
III	708 624	816,750 621,750		2,712 1,981
IV	1,227 1,706	110,000 971,000		4,428 4,777
V	2,057 1,869	272,000 75,000		2,876 2,904
VI	3,266 3,017	110,000 75,000		2,255 2,673
VII	1,108 1,111	0		261
Total	8,800	4,028,750	1,000	14,080

Notes:

1. Residential land uses may include such uses as parks, schools, fire station, police station, library, religious facilities, etc.
2. Maximum residential density calculated at 1.6 du/gross ac. with a range of densities of 0 du/ac to 35 du/ac.
3. The resort overlay allows for up to 1000 rooms to be located in any of the planning areas. Additional resort rooms are possible at a reduction of overall residential units of .5 residential units for each additional resort unit.

Verrado (Caterpillar)

Community Master Plan Minor Amendment

Minor Amendment #: 3

Minor Change: Modify Definitions in Section 1.03, modify Residential Development Options in Section 3.01.A.3, and modify Setback and Height Exceptions in Section 3.03 of the Caterpillar Community Master Plan approved by the Town and incorporated by reference into that certain Pre-Annexation and Development Agreement by and between the Town of Buckeye (the "Town") and DMB White Tank, LLC, an Arizona limited liability company approved on November 17, 1999 and recorded on November 26, 1999 in official records of Maricopa County as Document No. 99-1071208 (the "CMP").

Minor Amendment 3.1: **Proposed Section 1.03, Definitions**
Add the following definitions:

Accessory Building: A structure which is clearly incidental to and customarily found in conjunction with a principal building, is subordinate to the purpose of the principal building, contributes to the comfort, convenience, or necessity of occupants in the principal building, and is located on the same lot or parcel as the principal building.

Accessory buildings include, but are not limited to, storage rooms, garages, guest houses, recreation rooms, and ramadas.

Alley-Loaded: A lot or parcel in which primary vehicular access for on-site parking is provided in the rear of the lot or parcel.

Garage, Front-Facing: A garage oriented such that the entrance (garage door) is located roughly parallel to and primarily facing the front of the lot or parcel.

Garage, Rear-Facing: A garage oriented such that the entrance (garage door) is located roughly parallel to and primarily facing the rear of the lot or parcel.

Garage, Side-Facing: A garage oriented such that the entrance (garage door) is located roughly perpendicular to the front or rear of the lot and primarily facing the side of the lot or parcel.

Guest House: An attached or detached building to be used for dwelling purposes situated on the same lot or parcel as a primary residence. Cooking facilities may be provided in a guest house.

Minor Amendment 3.2: Proposed Section 3.01.A.3.a, Large Estate

Min. Front Setback:
Front-Facing Garage: 18'
Side-Facing Garage: 10'
Living: 12'

Min. Setback for Accessory Buildings:
Side: 5'
Rear: 5'

Justification: Modifying the terms to Front-Facing and Side-Facing clarifies the intent of having the setbacks based on which way the garage faces rather than being based only on where the garage is located. Regarding Accessory Buildings, the setbacks are similar to the Town's standard requirements.

Minor Amendment 3.3: Proposed Section 3.01.A.3.b, Estate

Min. Front Setback:
Front-Facing Garage: 18'
Side-Facing Garage: 10'
Living: 12'

Min. Setback for Accessory Buildings:
Side: 5'
Rear: 5'

Justification: Modifying the terms to Front-Facing and Side-Facing clarifies the intent of having the setbacks based on which way the garage faces rather than being based only on where the garage is located. Regarding Accessory Buildings, the setbacks are similar to the Town's standard requirements.

Minor Amendment 3.4: Proposed Section 3.01.A.3.c, Residential Very Low

Min. Front Setback:
Front-Facing Garage: 18'
Side-Facing Garage: 10'
Living: 12'

Min. Setback for Accessory Buildings:

Side: 5'; 0' on side where principal building setback is 0'

Rear: 5'

Justification: Modifying the terms to Front-Facing and Side-Facing clarifies the intent of having the setbacks based on which way the garage faces rather than being based only on where the garage is located. Regarding Accessory Buildings, the setbacks are similar to the Town's standard requirements while still conforming with the side setbacks for the principal building established in the CMP.

Minor Amendment 3.5: Proposed Section 3.01.A.3.d, Residential Low

Min. Front Setback:

Front-Facing Garage: 18'

Side-Facing Garage: 10'

Living: 12'

Min. Setback for Accessory Buildings:

Side: 5'; 0' on side where principal building setback is 0'

Rear: 5'

Justification: Modifying the terms to Front-Facing and Side-Facing clarifies the intent of having the setbacks based on which way the garage faces rather than being based only on where the garage is located. Regarding Accessory Buildings, the setbacks are similar to the Town's standard requirements while still conforming with the side setbacks for the principal building established in the CMP.

Min. Side Setback: 0'; 13' aggregate; 10' aggregate if garage is provided and is setback at least 30' from front property line; where a side yard setback is provided, it must be a minimum of 5'; 5' additional setback for side abutting public street

Justification: By slightly reducing the side yard setback, a home may be wide enough to allow a garage to be placed deeper into a lot (away from the street). Without the ability to provide a slightly wider home, the garage may need to be placed further in front of the home to allow the necessary livable area width to be located behind the garage.

Minor Amendment 3.6: Proposed Section 3.01.A.3.e, Residential Low/Medium

Min. Front Setback:
Front-Facing Garage: 18'
Side-Facing Garage: 10'
Living: 12'

Min. Setback for Accessory Buildings:
Side: 5'; 0' on side where principal building setback is 0'
Rear: 5'

Justification: Modifying the terms to Front-Facing and Side-Facing clarifies the intent of having the setbacks based on which way the garage faces rather than being based only on where the garage is located. Regarding Accessory Buildings, the setbacks are similar to the Town's standard requirements while still conforming with the side setbacks for the principal building established in the CMP.

Min. Rear Setback: 15'
Rear-Facing Garage: 18' if Alley-Loaded
Side-Facing Garage: 15'; 10' if Alley-Loaded
Front-Facing Garage: 15'
Living: 15'

Justification: This will allow for a variety of setbacks in the rear, thus preventing a monotonous row of buildings with the same setback. A Rear-Facing Garage would have an 18' setback if it is Alley-Loaded, allowing an additional car to park in front of the garage without blocking the alley. A Side-Facing Garage would have a rear setback of 10' if Alley-Loaded, since additional vehicles could be parked to the side of the garage. All livable areas and Front-Facing Garages shall have a minimum rear setback of 15'.

Minor Amendment 3.7: Proposed Section 3.01.A.3.f, Residential Medium

Min. Front Setback:
Front-Facing Garage: 18'
Side-Facing Garage: 10'
Living: 8'

Min. Setback for Accessory Buildings:
Side: 5'; 0' on side where principal building setback is 0'
Rear: 5'

Justification: Modifying the terms to Front-Facing and Side-Facing clarifies the intent of having the setbacks based on which way the garage faces rather than being based only on where the garage is located. Regarding Accessory Buildings, the setbacks are similar to the Town's standard requirements while still conforming with the side setbacks for the principal building established in the CMP.

Min. Lot Width and Depth:

~~45'; 35' when Alley-Loaded Fifty-percent (50%) of all lots within an individual-platted subdivision shall be a minimum of 40' and fifty-percent (50%) shall be a minimum of 45'~~

Justification: 45' and 35' wide lots are envisioned for the Residential Medium development option. The incorporation of 35' wide lots is intended to enliven the front elevations of homes and reduce the impact of automobiles along the front by providing garages in the rear. The lots will encourage a pedestrian-friendly, neighborhood environment. Regardless of the lot width, the minimum lot size shall remain 3,500 square feet.

Min. Rear Setback: ~~15'; 5' if Alley-Loaded and a minimum 18'~~^{18'}
~~full-width alley is provided; 10'~~^{10'}
~~Loaded and a minimum 12'~~^{12'}
~~full-width alley is provided~~

Justification: Without an alley, homes which back-up to one another will be spaced at least 30' apart (15' rear setback plus 15' rear setback). If an alley is provided, the required rear setback may be reduced since the width of the alley already creates a greater distance and buffer between the rears of homes and garages.

Minor Amendment 3.8: Proposed Section 3.01.A.3.g, Residential High, Platted Lots

Min. Front Setback: ~~18' or greater; or 3' or less~~
Front-Facing Garage: 18' or greater; or 3' or less
Side-Facing Garage: 0'
Living: 0'

Justification: The proposed setbacks are similar to the original setbacks for Residential High, Platted Lots. The proposed language is consistent with the front setback format for the other residential development options within the CMP (Large Estate through Residential Medium) and will allow for a variety of

setbacks while still providing a required setback of 18' where a Front-Facing Garage is located. All livable areas shall have a minimum setback of 0'.

Min. Setback for Accessory Buildings:

Side: 0'

Rear: 3'

Justification: The setbacks conform with the side and rear setbacks for the principal building established in the CMP.

Minor Amendment 3.9: Proposed Section 3.03.B, Setback and Height Exceptions

1. Structure projections such as balconies and overhangs will be allowed to extend three (3) feet beyond any setback line, unless restricted by the Town's Building Code. Other structure projections which may or may not extend to ground level (such as chimneys, TV and/or shelving niches, bay windows, etc.) will be allowed to extend three (3) feet beyond any setback line as long as each projection is not greater than eight (8) feet in width and that in no case shall such other structure projections be nearer than three (3) feet to a property line. Further projection may be allowed by the Planning Director for buildings over two (2) stories provided that such projection will not adversely impact any adjacent properties.

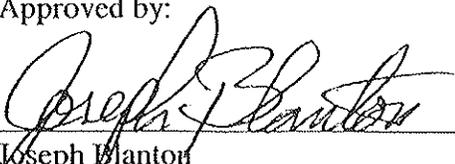
Justification: This will limit the width of certain projections which typically extend to the ground level.

Effect on CMP:

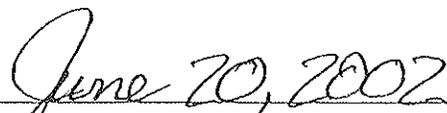
The foregoing minor amendments to the CMP will allow for a larger mix of residential types within Verrado, will allow for greater architectural diversity, will provide for more pedestrian-friendly neighborhoods, and will decrease the impact of automobiles along the front of homes.

Attached Documents: None

Approved by:



Joseph Blanton
Town Manager/Planning Director
Town of Buckeye



Date

Verrado

Community Master Plan Minor Amendment

Minor Amendment #: 4

Minor Change: Modify Definitions in Section 1.03 and modify Setback and Height Exceptions in Section 3.03 of the Verrado Community Master Plan approved by the Town and incorporated by reference into that certain Pre-Annexation and Development Agreement by and between the Town of Buckeye (the "Town") and DMB White Tank, LLC, an Arizona limited liability company approved on November 17, 1999 and recorded on November 26, 1999 in official records of Maricopa County as Document No. 99-1071208 (the "CMP").

Minor Amendment 4.1: **Proposed Section 1.03, Definitions**
Add the following definition:

Open Porch: A covered, unenclosed, and unconditioned portion of a building with an integral roof structure above, where no more than fifty (50) percent of the exterior perimeter façade of the open porch is comprised of supporting posts, columns, guardrails, and/or walls.

Minor Amendment 4.2: **Proposed Section 3.03.B, Setback and Height Exceptions**

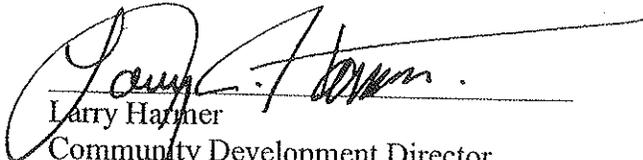
1. Structure projections such as open porches, balconies and overhangs will be allowed to extend three (3) feet beyond any setback line, unless restricted by the Town's Building Code. Other structure projections which may or may not extend to ground level (such as chimneys, TV and/or shelving niches, bay windows, etc.) will be allowed to extend three (3) feet beyond any setback line as long as each projection is not greater than eight (8) feet in width and that in no case shall such other structure projections be nearer than three (3) feet to a property line. Further projection may be allowed by the Planning Director for buildings over two (2) stories provided that such projection will not adversely impact any adjacent properties.

Justification: This will assist with the incorporation of porches into the design of homes within Verrado, providing a more neighborly and community environment.

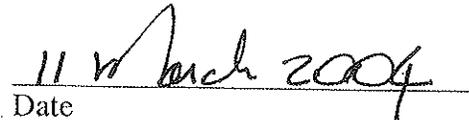
Effect on CMP: The foregoing minor amendments to the CMP will allow for greater architectural diversity and will provide for more friendly neighborhoods within Verrado.

Attached Documents: None

Approved by:



Larry Harner
Community Development Director
Town of Buckeye



Date

Verrado (Caterpillar)

Community Master Plan Minor Amendment

Minor Amendment #: 5

Minor Change: Modify Setback and Height Exceptions in Section 3.03 of the Caterpillar Community Master Plan approved by the Town and incorporated by reference into that certain Pre-Annexation and Development Agreement by and between the Town of Buckeye (the "Town") and DMB White Tank, LLC, an Arizona limited liability company approved on November 17, 1999 and recorded on November 26, 1999 in official records of Maricopa County as Document No. 99-1071208 (the "CMP").

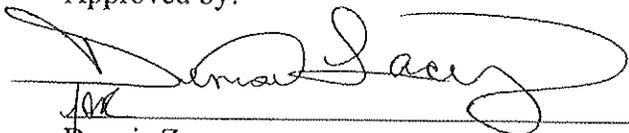
Minor Amendment 5: **Proposed Section 3.03.B, Setback and Height Exceptions**

1. Structure projections such as open porches, balconies and overhangs will be allowed to extend three (3) feet beyond any setback line, unless restricted by the Town's Building Code. Other structure projections which may or may not extend to ground level (such as chimneys, TV and/or shelving niches, bay windows, etc.) will be allowed to extend three (3) feet beyond any setback line as long as each projection is not greater than ~~eight (8)~~ ten (10) feet in width and that in no case shall such other structure projections be nearer than three (3) feet to a property line. Further projection may be allowed by the Planning Director for buildings over two (2) stories provided that such projection will not adversely impact any adjacent properties.

Justification: This will allow additional home features to be incorporated to individual homes yet will limit the width of certain projections into the setback area which typically extend to the ground level.

Effect on CMP: The foregoing minor amendment to the CMP will allow for additional home features to be incorporated into homes within Verrado.

Approved by:



Dennis Zwagerman
Interim Community Development Director/Planning Director
Town of Buckeye

Date

2/7/05

When recorded, return to:
Town Clerk
Town of Buckeye
100 North Apache
Buckeye, Arizona 85326



OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL
2002-0150614 02/13/02 08:21
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ALANIZE

ORDINANCE NO. 43 - 01

**AN ORDINANCE OF THE MAYOR AND TOWN COUNCIL
OF THE TOWN OF BUCKEYE, ARIZONA APPROVING
AN AMENDMENT TO THE COMMUNITY MASTER PLAN
FOR DEVELOPMENT OF APPROXIMATELY 8,800
ACRES KNOWN AS "WHITESTONE" (FORMERLY
REFERRED TO AS "THE CATERPILLAR PROPERTY")**

WHEREAS, the Town of Buckeye (the "Town") approved by Ordinance No. 18-99 a Community Master Plan ("CMP") for Whitestone, which contains approximately 8,800 acres located generally north of Interstate 10 and the Airport Road alignment, as legally described on Exhibit "A" attached hereto (the "Property"); and

WHEREAS, DMB White Tank, LLC is the developer and DMB White Tank, LLC and Caterpillar Foundation are the owners (collectively the "Landowners") of the Property; and

WHEREAS, the Landowners have requested a major amendment to the CMP to reallocate commercial/mixed use square footage between Planning Units IV, V, and VI within the Property as shown on Exhibit "B" attached hereto ("Revised Land Use Budget dated October 17, 2001"); and

WHEREAS, the "approximate locations of Planning Unit boundaries" as provided in the CMP have been more precisely determined and are depicted on Exhibit "C" attached hereto (the "Revised Planning Unit Map dated October 17, 2001"); and

WHEREAS, the Town Manager has concluded that the proposed modification of Planning Unit boundaries, the reallocation of commercial/mixed use square footage in Planning Units I, II, and III, and the reallocation of residential units in Planning Units II through VI constitute a "minor amendment" that requires review and approval by the Town's Planning Director; and

WHEREAS, the Planning Director has reviewed and approved the minor amendment for the modification of Planning Unit boundaries, the reallocation of commercial/mixed use square footage in Planning Units I, II, and III, and the reallocation of residential units in Planning Units II through VI; and

WHEREAS, the Town Manager has concluded that the proposed amendment for commercial/mixed use square footage for Planning Units IV, V, and VI constitutes a "major amendment" pursuant to §1.2(b) of that certain Pre-Annexation and Development Agreement by

Darrel E. Wood, P.E., R.L.S.
 Ashok C. Patel, P.E., R.L.S.
 James S. Campbell, P.E.
 Gordon W. R. Wark, P.E.
 Thomas R. Gittings, R.L.S.
 Bruce Friedhoff, P.E.
 Scott A. Nelson, R.L.S.
 Richard L. Hiner, P.E.
 Timothy A. Huval, P.E.
 Michael J. Sexton, R.L.S.
 Jack K. Moody, P.E.
 Ledic J. Kland, P.E.
 Curtis L. Brown, P.E.
 R. Scott Rasmussen, P.E.
 Paul M. Hazz, P.E.
 Shimin Zou, Ph.D., P.E.
 David T. Phelps, P.E.
 Michael T. Young, P.E.
 Shawn D. Gustafson, P.E.

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EXHIBIT "A"
PARCEL DESCRIPTION
PARCEL "A"

PARCEL NO. 1:

The South half of Section 20, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 3:

Lots 1, 2, 3 and 4, the East half of the West half, and the East half of Section 7, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 4:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of

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Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 5:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

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THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44 degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

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PARCEL NO. 6:

Sections 18 and 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPT that portion of said Section 19 described as follows:

BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

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THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING; and

EXCEPT that portion of said Section 19 described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44

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degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 7:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE North 03 degrees 46 minutes 34 seconds East, a distance of 1315.07 feet;

THENCE South 86 degrees 13 minutes 26 seconds East, a distance of 334.04 feet to a point of curvature of a tangent curve concave to the North;

THENCE Easterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1795.40 feet;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 42.78 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

THENCE South 00 degrees 13 minutes 00 seconds East, a distance of 1584.28 feet to a point on the South line of said Section 30;

THENCE continuing South 00 degrees 13 minutes 00 seconds East, a distance of 776.75 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2856.28 feet to a point on the West line of the Northwest quarter corner of said Section 31;

THENCE North 00 degrees 07 minutes 44 seconds West along said West line, a distance of 1313.31 feet to the Northwest corner

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of said Section 31, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 8:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southeast corner of said Section 30, said point being a 3-1/2 inch aluminum cap;

THENCE South 00 degrees 13 minutes 21 seconds East along the East line of said Section 31, a distance of 300.00 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2537.96 feet;

THENCE North 00 degrees 13 minutes 00 seconds West, a distance of 776.75 feet to a point on the North line of said Section 31;

THENCE continuing North 00 degrees 13 minutes 00 seconds West, a distance of 1584.28 feet to a point of curvature of a tangent curve concave to the West;

THENCE Northerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

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THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 42.78 feet;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1728.96 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 19 degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE North 89 degrees 28 minutes 58 seconds East, a distance of 441.06 feet to the East quarter corner of said Section 30;

THENCE South 00 degrees 06 minutes 50 seconds East along the East line of said Section 30, a distance of 2622.84 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 9:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the southeast corner of said Section 31, said point being the POINT OF BEGINNING of the herein described parcel;

THENCE along the south line of said Section 31, South 89 degrees 57 minutes 41 seconds West, a distance of 2487.65 feet, to the northwest corner of Section 6, Township 1 North, Range 2 West, said point also being the northeast corner of

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Section 1, Township 1 North, Range 3 West;

THENCE leaving said south line, North 00 degrees 14 minutes 20 seconds West, a distance of 4485.83 feet;

THENCE North 78 degrees 35 minutes 03 seconds East, a distance of 2537.96 feet, to a point on the east line of said Section 31;

THENCE along said east line, South 00 degrees 13 minutes 21 seconds East, a distance of 2345.41 feet, to the east quarter corner of said Section 31;

THENCE continuing along said east line, South 00 degrees 12 minutes 22 seconds East, a distance of 2641.08 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 10:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 31;

THENCE along the west line of said Section 31, South 00 degrees 07 minutes 44 seconds East, a distance of 1313.31 feet, to the POINT OF BEGINNING;

THENCE leaving said west line, North 78 degrees 35 minutes 03 seconds East, a distance of 2856.28 feet;

THENCE South 00 degrees 14 minutes 20 seconds East, a distance of 4485.83 feet, to a point on the south line of said Section 31, said point also being the northeast corner of Section 1, Township 1 North, Range 3 West, and the northwest corner of Section 6, Township 1 North, Range 2 West;

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THENCE along the south line of said Section 31, South 89 degrees 16 minutes 01 seconds West, a distance of 2634.48 feet, to the north quarter of said Section 1;

THENCE continuing along said south line, South 89 degrees 35 minutes 34 seconds West, a distance of 174.95 feet, to the southwest corner of said Section 31;

THENCE along the west line of said Section 31, North 00 degrees 08 minutes 13 seconds West, a distance of 2642.08 feet, to the west quarter corner of said Section 31;

THENCE continuing along said west line, North 00 degrees 07 minutes 44 seconds West, a distance of 1313.32 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 11:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northeast corner of said Section 30, said point being a 3-1/4 inch aluminum cap;

THENCE South 00 degrees 06 minutes 35 seconds East along said East line of said Section 30, a distance of 2622.91 feet to the East quarter corner of said Section 30;

THENCE South 89 degrees 25 minutes 58 seconds West, a distance of 441.06 feet to a point of curvature of a tangent curve concave to the South;

THENCE Westerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 19

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degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1728.96 feet;

THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 50.00 feet to a point of curvature of a tangent curve concave to the East;

THENCE Northerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE North 00 degrees 06 minutes 00 seconds West, a distance of 2901.73 feet to the North line of said Section 30;

THENCE North 89 degrees 34 minutes 27 seconds East along said North line of said Section 30, a distance of 2642.76 feet to the Northeast corner of said Section 30, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 12:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

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THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 2641.88 feet along the North line of said Section 30;

THENCE South 00 degrees 06 minutes 00 seconds East, a distance of 2901.73 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 50.00 feet;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1795.40 feet to a point of curvature of a tangent curve concave to the North;

THENCE Westerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 86 degrees 13 minutes 26 seconds West, a distance of 334.04 feet to a point on the arc of a non-tangent curve concave to the East, a radial line of said curve through said point having a bearing of North 86 degrees 13 minutes 26 seconds West;

THENCE Northerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE North 17 degrees 59 minutes 48 seconds East, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the West;

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South line, a distance of 2641.10 feet to the Southwest corner of said Section 30;

THENCE North 00 degrees 04 minutes 18 seconds West along the West line of said Section 25, a distance of 1000.00 feet;

THENCE North 75 degrees 41 minutes 52 seconds East, a distance of 5874.45 feet;

THENCE South 17 degrees 59 minutes 48 seconds West, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE South 03 degrees 46 minutes 34 seconds West, a distance of 1315.07 feet to the Southeast corner of Section 25, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 14:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE North 00 degrees 05 minutes 59 seconds West along the West line of said Section 23, a distance of 600.00 feet;

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THENCE North 67 degrees 14 minutes 01 seconds East, a distance of 5728.70 feet to a point on the East line of the Southeast quarter of said Section 23;

THENCE continuing North 67 degrees 14 minutes 01 seconds East, a distance of 1068.51 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 31 degrees 16 minutes 47 seconds, and an arc length of 2402.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE South 44 degrees 09 minutes 57 seconds West, a distance of 1689.79 feet to a point on the South line of the Southwest quarter corner of said Section 24;

THENCE North 89 degrees 44 minutes 36 seconds West along said South line of said Section 24, a distance of 1000.00 feet to the Southwest corner of said Section 24;

THENCE North 89 degrees 42 minutes 50 seconds West along the South line of said Section 23, a distance of 2641.62 feet to the South quarter corner of said Section 23;

THENCE North 89 degrees 40 minutes 59 seconds West along the South line of said Section 23, a distance of 2640.87 feet to the Southwest corner of said Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 15:

That portion of Section 23, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE South 89 degrees 47 minutes 21 seconds East along the North line of said Section 23, a distance of 1857.42 feet;

THENCE South 53 degrees 00 minutes 55 seconds East, a distance of 2857.55 feet;

THENCE South 00 degrees 01 minutes 18 seconds East, a distance of 1216.34 feet;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 4481.73 feet to a point on the West line of the Southeast quarter corner of Section 23;

THENCE North 00 degrees 05 minutes 59 seconds West along said West line, a distance of 2043.82 feet to the West quarter corner of said Section 23;

THENCE North 00 degrees 05 minutes 41 seconds West along said West line, a distance of 2632.79 feet to the Northwest corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of

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commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 16:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12 degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the

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Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23:

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 17:

That portion of Section 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying Northerly of the following described property:

BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

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THENCE continuing Northwesterly along the arc of said curve to the right, having a radius 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPT the following described property:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12

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degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23;

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

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PARCEL NO. 18:

That portion of Sections 24 and 25, Township 2 North, Range 3 West and Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE South 04 degrees 14 minutes 18 seconds East, a distance of 672.77 feet to a point of curvature of a tangent curve to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 15 degrees 36 minutes 40 seconds, and an arc length of 408.70 feet to a point of tangency;

THENCE South 19 degrees 50 minutes 58 seconds East, a distance of 794.67 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 37 degrees 50 minutes 47 seconds, and an arc length of 990.81 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 72 degrees 00 minutes 12 seconds East;

THENCE South 75 degrees 41 minutes 52 seconds West, a distance of 5874.45 feet to a point on the West line of the Southwest quarter corner of said Section 25;

THENCE North 00 degrees 04 minutes 18 seconds West along said West line, a distance of 1639.32 feet to the West quarter corner of said Section 25;

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THENCE North 00 degrees 01 minutes 21 seconds West along said West line, a distance of 2637.50 feet to the Northwest corner of said Section 25;

THENCE South 89 degrees 44 minutes 36 seconds East along the North line of said Section 25, a distance of 1000.00 feet;

THENCE North 44 degrees 09 minutes 57 seconds East, a distance of 1689.79 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 39 degrees 33 minutes 28 seconds, and an arc length of 3037.82 feet to a point of curvature of a curve concave to the North, said point being a point on the South line of the Southeast quarter of said Section 24;

THENCE continuing Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 19:

That portion of Sections 24 and 25, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

THENCE continuing Northwesterly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

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June 7, 1999

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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 20:

Lots 1, 2, 3 and 4, the South half of the North half, and the South half of Section 3, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

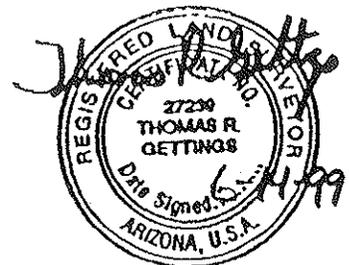
PARCEL NO. 21:

Sections 10, 11, 12 and 13, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

Containing 8639.41 acres, or 376,332,700 square feet of land, more or less.

All parcels subject to existing rights-of-way and easements.



#-A = PARCEL A LEGAL DESCRIPTION
① = SECTION NUMBER

A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE
IN THE OFFICIAL RECORDS OF THE TOWN OF
BUCKEYE FOR ZONING CASE CMP-99-22

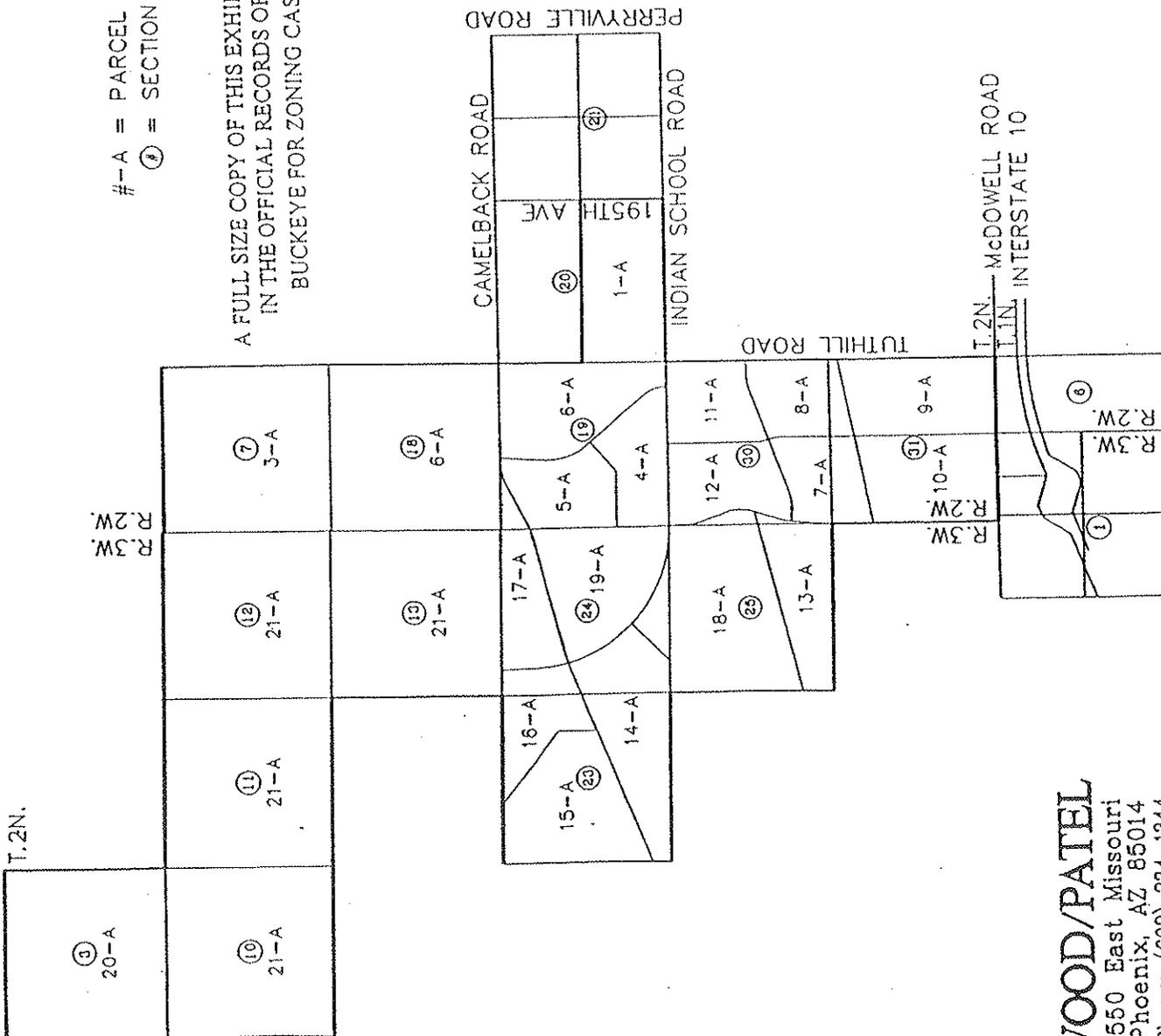


EXHIBIT "A"

Parcel "A"
CATERPILLAR
06-14-99
97678.03

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NOT TO SCALE

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WOOD/PATEL

1550 East Missouri
Phoenix, AZ 85014
Phone: (602) 234-1344
Fax: (602) 234-1322

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 Ashok C. Patel, P.E., R.L.S.
 James S. Campbell, P.E.
 Gordon W. R. Wark, P.E.
 Thomas R. Gettings, R.L.S.
 Bruce Friedhoff, P.E.
 Scott A. Nelson, R.L.S.
 Richard L. Hiner, P.E.
 Timothy A. Huvai, P.E.
 Michael J. Sexton, R.L.S.
 Jack K. Moody, P.E.
 Leslie J. Kland, P.E.
 Curtis L. Brown, P.E.
 R. Scott Rasmussen, P.E.
 Paul M. Haas, P.E.
 Shimin Zou, Ph.D., P.E.
 David T. Phelps, P.E.
 Michael T. Young, P.E.
 Shawn D. Gustafson, P.E.

Revised June 14, 1999

June 7, 1999

WP #97678.03

Page 1 of 2

See Exhibit "B"

EXHIBIT "A"
 PARCEL DESCRIPTION
 PARCEL "B"

A parcel of land lying within Section 6, Township 1 North, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 6, said point also being the POINT OF BEGINNING of the herein described parcel;

THENCE along the north line of Section 6 per the Results of Survey as recorded in Book 499, page 48, Maricopa County Records, North 89 degrees 57 minutes 39 seconds East, a distance of 2437.60 feet to the northwest corner of Parcel No. 3 of a Quit-Claim Deed as recorded in Docket 10822, page 9, Maricopa County Records;

THENCE leaving said north line, along the westerly line of said Parcel No. 3, South 14 degrees 06 minutes 52 seconds East, a distance of 206.19 feet, to the southeast corner of said Parcel No. 3 and to a point on the east line of Section 6 per said Results of Survey;

THENCE leaving said westerly line, along said east line, South 00 degrees 04 minutes 51 seconds East, a distance of 491.44 feet, to a point on the northerly right-of-way line of Interstate 10 and the beginning of a non-tangent curve;

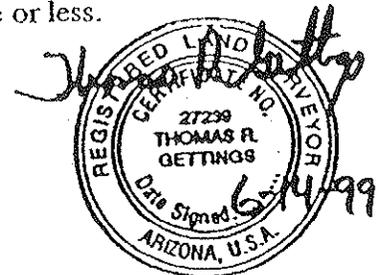
THENCE leaving said east line, along said right-of-way line, westerly along said curve, having a radius of 11602.57 feet, concave southerly, whose radius bears South 02 degrees 39 minutes 27 seconds East, through a central angle of 12 degrees 26 minutes 54 seconds, a distance of 2520.84 feet, to a point on the west line of Section 6 per said Results of Survey, and a point of intersection with a non-tangent line;

THENCE leaving said northerly right-of-way line, along said west line, North 00 degrees 09 minutes 05 seconds West, a distance of 1078.18 feet, to the POINT OF BEGINNING.

Containing 47.77 acres, or 2,080,805 square feet of land, more or less.

Subject to existing rights-of-way and easements.

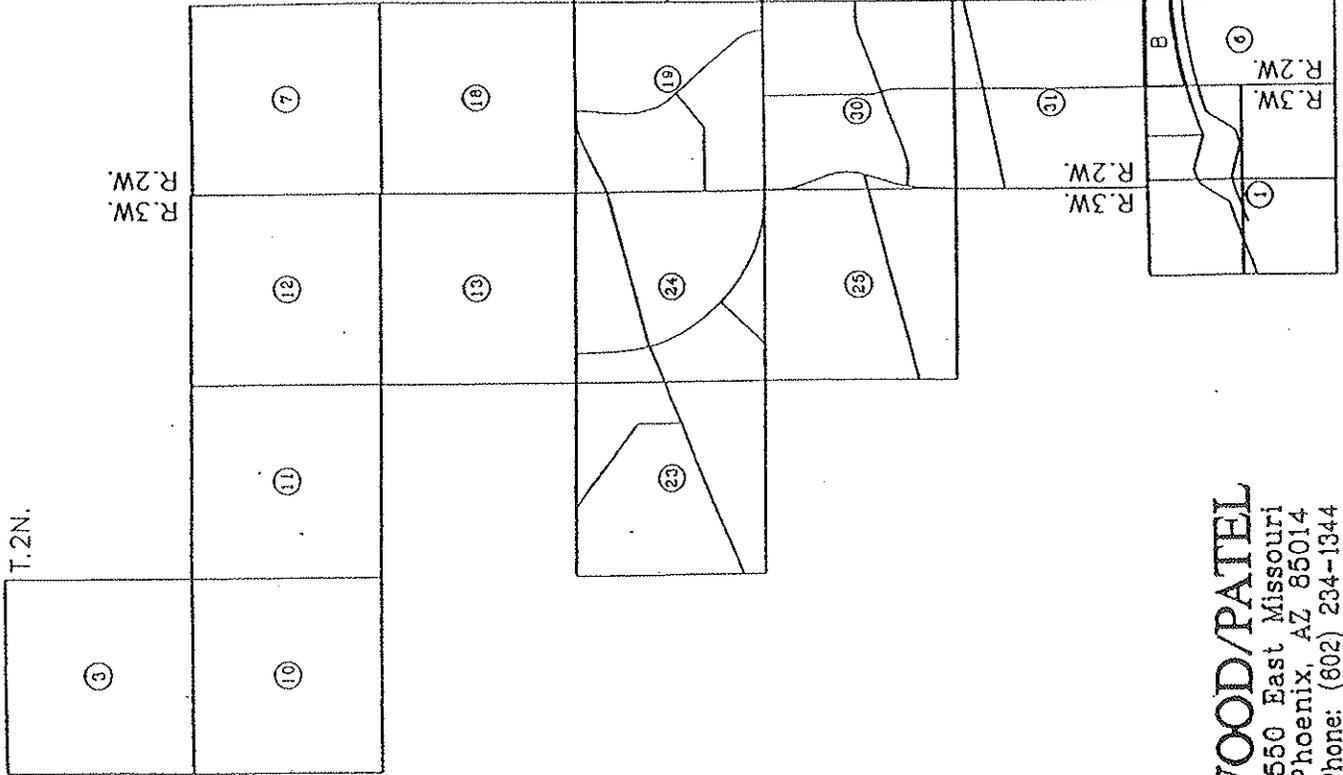
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99167120F

T.3N.
T.2N.

R.2W.
R.3W.



④ = SECTION NUMBER

A FULL SIZE COPY OF THIS EXHIBIT IS AVAILABLE
IN THE OFFICIAL RECORDS OF THE TOWN OF
BUCKEYE FOR ZONING CASE CMP-99-22

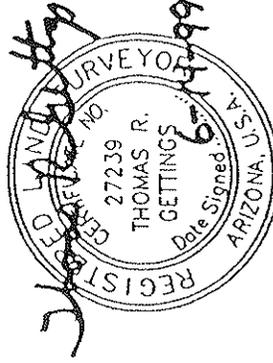


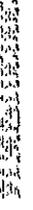
EXHIBIT "A"

Parcel "B"
CATERPILLAR
06-14-99
97678.03

PAGE 2 OF 2
NOT TO SCALE

T: \980708\LEGAL\0708L4

WOOD/PATEL
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- Ashok C. Patel, P.E., R.L.S.
- James S. Campbell, P.E.
- Gordon W. R. Wark, P.E.
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- Michael J. Sexton, R.L.S.
- Jack K. Moody, P.E.
- Lestic J. Khand, P.E.
- Curtis L. Brown, P.E.
- R. Scott Rasmussen, P.E.
- Paul M. Haas, P.E.
- Shimin Zou, Ph.D., P.E.
- David T. Phelps, P.E.
- Michael T. Young, P.E.
- Shawn D. Gustafson, P.E.

Revised June 14, 1999
 June 7, 1999
 WP #97678.03
 Page 1 of 2
 See Exhibit "C"

EXHIBIT "A"
PARCEL DESCRIPTION
PARCEL "C"

PARCEL NO. 1:

The West 1240.84 feet of the following described parcel:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

PARCEL NO. 2:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724;

EXCEPT the West 1240.84 feet.

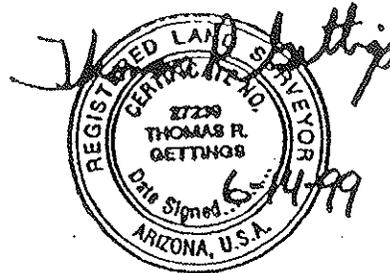
PARCEL NO. 3:

The Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying South of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

Containing 111.87 acres, or 4,872,970 square feet of land, more or less.

All parcels subject to existing rights-of-way and easements.

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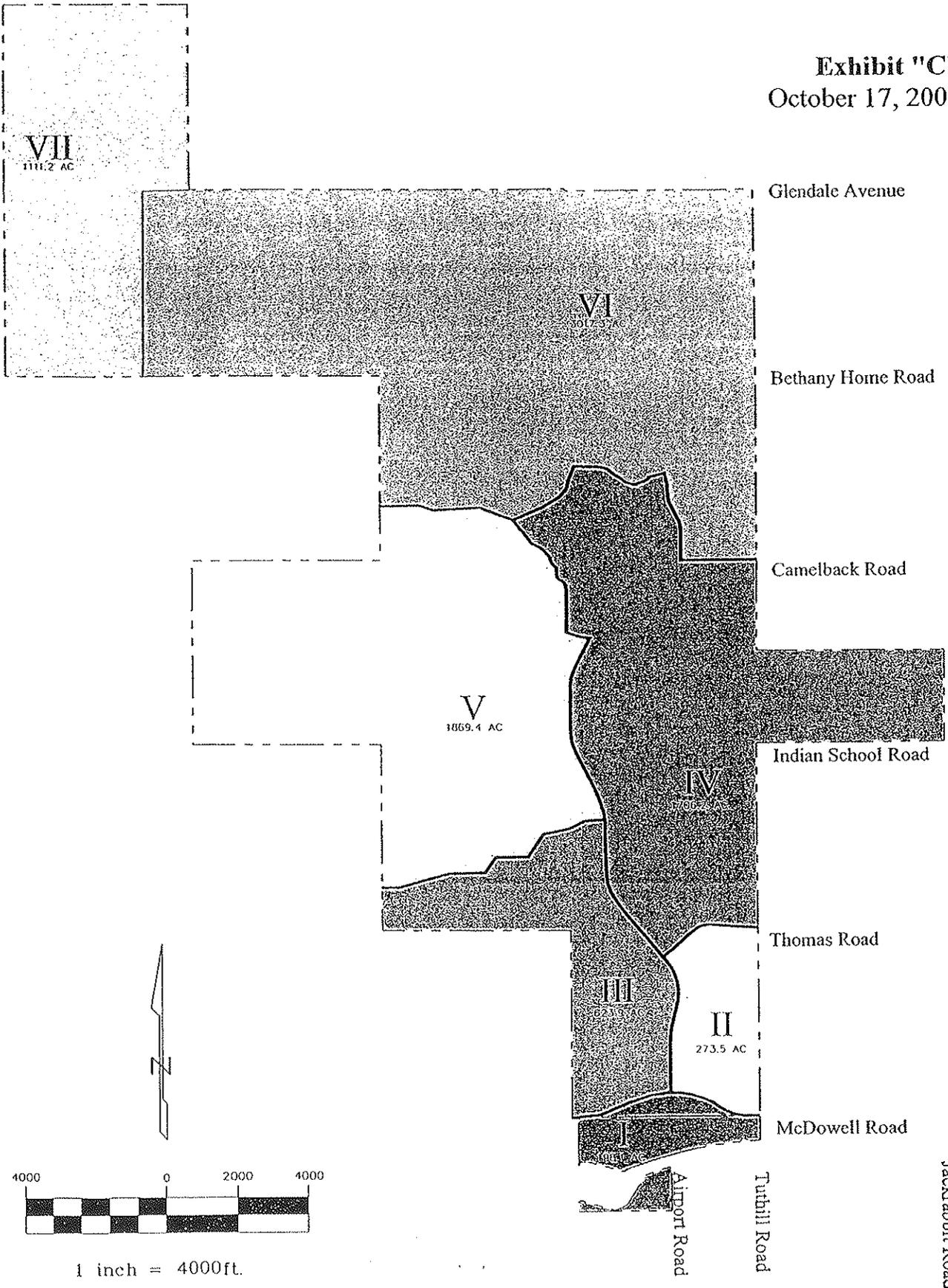


CATERPILLAR PROPERTY - COMMUNITY MASTER PLAN				
REVISED LAND USE BUDGET EXHIBIT "J"				
Planning Unit	Total Project	Commercial/Mixed-Use	Resort (3)	Residential (1,2)
	Acres	Proposed S.F.	Rooms	Proposed Units
I	198	2,013,000		0
II	274	273,000		1,484
III	624	621,750		1,981
IV	1,706	971,000		4,777
V	1,869	75,000		2,904
VI	3,017	75,000		2,673
VII	1,111	0		261
Total	8,800	4,028,750	1,000	14,080

Notes:

1. Residential land uses may include such uses as parks, schools, fire station, police station, library, religious facilities, etc.
2. Maximum residential density calculated at 1.6 du/gross ac. with a range of densities of 0 du/ac to 35 du/ac.
3. The resort overlay allows for up to 1000 rooms to be located in any of the planning areas. Additional resort rooms are possible at a reduction of overall residential units of .5 residential units for each additional resort unit.

Exhibit "C"
October 17, 2001

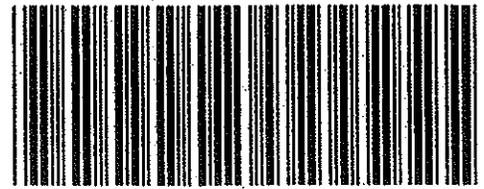


REVISED PLANNING UNIT MAP
WHITESTONE
BUCKEYE, ARIZONA

WOOD, PATEL & ASSOCIATES, INC.
 Civil Engineers, Hydrologists and
 Land Surveyors
 (602) 335-8500

When recorded return to:

Town of Buckeye
Town Clerk
100 N. Apache, Suite A
Buckeye, Arizona 85326



OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER

HELEN PURCELL

2004-0431177 04/22/04 11:22

1 OF 15

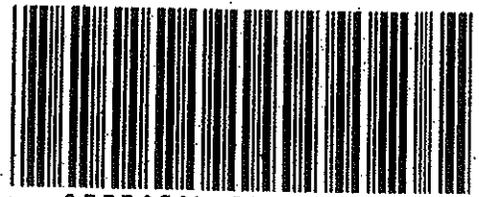
SOTR

ORDINANCE NO.: 03-04

THE ATTACHED ORDINANCE IS BEING RE-RECORDED FOR THE SOLE PURPOSE OF ELIMINATING THE COPIES OF RESOLUTION NO.: 01-04 AND ORDINANCE NO. 06-04 WHICH WERE INADVERTENTLY ATTACHED TO THIS ORDINANCE WHEN ORIGINALLY RECORDED

When recorded return to:

Town Clerk
Town of Buckeye
100 N. Apache, Suite A
Buckeye, Arizona 85326



OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL
2004-0265123 03/15/04 16:12
12 OF 12

SHIRLEYE

ORDINANCE NO. 03 - 04

AN ORDINANCE OF THE MAYOR AND TOWN COUNCIL OF THE TOWN OF BUCKEYE, ARIZONA (THE "TOWN") AMENDING THE VERRADO COMMUNITY MASTER PLAN, PREVIOUSLY KNOWN AS THE CATERPILLAR COMMUNITY MASTER PLAN (THE "CMP"), TO ADD APPROXIMATELY 16.18 ACRES, DESCRIBED IN EXHIBIT "A" (THE "PROPERTY"), LOCATED WEST OF AIRPORT ROAD AND SOUTH OF INTERSTATE 10 IN A PORTION OF SECTION 1, TOWNSHIP 1 NORTH, RANGE 3 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN MARICOPA COUNTY, ARIZONA.

WHEREAS, the Town approved the CMP by Ordinance 18-99, which contains approximately 8,800 acres and is bounded generally by the Roosevelt Road alignment on the south, the White Tank Mountains on the west, Tuthill Road on the east (with an appendage extending to Jackrabbit Trail), and Glendale and Northern Avenues on the north; and

WHEREAS, this Ordinance has been properly noticed for a public meeting and the necessary hearing was completed on January 20, 2004; and

WHEREAS, the owner of the Property has requested an amendment to the CMP to add the Property into the existing CMP; and

WHEREAS, the Town Manager has concluded that the proposed amendment constitutes a "major amendment" that requires review by the Town's Community and Development Board and approval by the Town Council; and

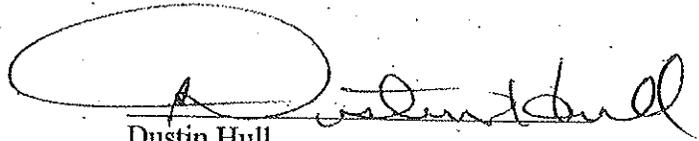
WHEREAS, the Town's Community Planning and Development Board recommended approval of this major amendment to the CMP at a public meeting held on November 12, 2003.

NOW THEREFORE BE IT ORDAINED, by the Mayor and Town Council of the Town of Buckeye, Arizona, that:

Section 1: Adding the Property will amend the CMP and update the following documents: the Legal Description for the entire Verrado community (including the Property described in Exhibit "A"), the Revised Planning Unit Map, and Exhibit J of the CMP (dated January 20, 2004), which are attached as Exhibits "B", "C", and "D", respectively.

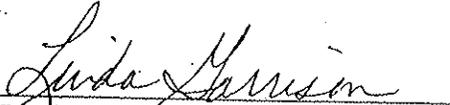
Section 2: The Property will be held to all development standards established in the CMP, and all major and minor amendments thereto.

PASSED AND ADOPTED by the Mayor and Town Council of the Town of Buckeye, Arizona, this 20th day of JANUARY, 2004.



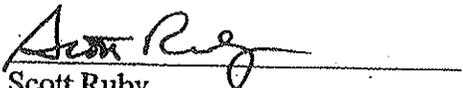
Dustin Hull
Mayor

ATTEST:



Linda Garrison
Town Clerk

APPROVED AS TO FORM:



Scott Ruby
Town Attorney

EXHIBIT A
TO ORDINANCE No. 03-04

EXHIBIT B
TO ORDINANCE No. 03-04

EXHIBIT C
TO ORDINANCE No. 03-04

EXHIBIT D
TO ORDINANCE No. 03-04

EXHIBIT A
TO
TOWN OF BUCKEYE
ORDINANCE No. 03-04

LEGAL DESCRIPTION FOR EXCESS LAND

That part of the Northeast quarter (NE1/4) of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Meridian, Maricopa County, Arizona, described as follows;

COMMENCING at a 1/2" Rebar with cap stamped RLS 27239 marking the center of said Section 1;

THENCE North 00°26'33" East along the North-South midsection line of said Section 1, a distance of 297.70 feet to a point on the existing Southerly right-of-way line of the I-10 Freeway, from which a G.L.O. Brass Cap marking the North quarter corner of said Section 1 bears North 00°26'33" East, a distance of 2324.88 feet;

THENCE North 69°16'56" East along said Southerly right-of-way line, a distance of 51.76 feet to the POINT OF BEGINNING;

THENCE continuing Easterly along said Southerly right-of-way line, along the following courses

South 73°50'52" East, a distance of 1000.00 feet;

North 69°16'56" East, a distance of 400.00 feet;

North 32°28'41" East, a distance of 896.89 feet;

THENCE leaving said right-of-way line South 77°48'33" West, a distance of 422.80 feet;

THENCE South 69°16'56" West, parallel with and 154.00 feet Southerly from the Median Centerline of the I-10 Freeway, a distance of 1500.00 feet to the POINT OF BEGINNING.

The Grantee's land shall have no easement or right of access to the I-10 Freeway.

Containing 704,843 square feet or 16.18 acres, more or less.

EXHIBIT "A"

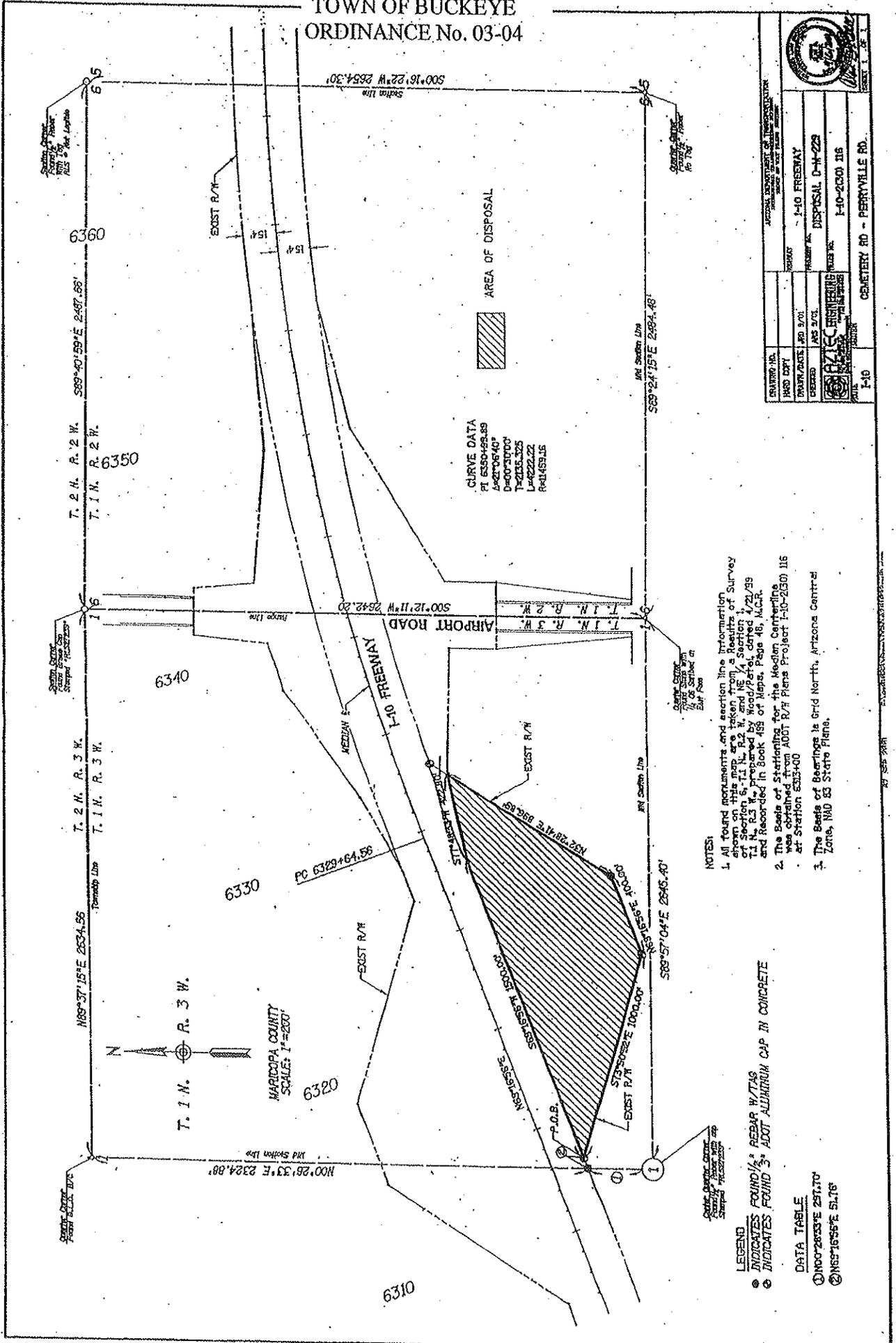


PROJECT: I-10
I-10-2(30) 116

SECTION: Cemetery Rd - Perryville Rd

PARCEL: D-M-229
Date: September 6, 2001

EXHIBIT A
TO
TOWN OF BUCKEYE
ORDINANCE No. 03-04



AREA OF DISPOSAL

CURVE DATA
PI 6330+68.89
L=100.00'
D=60.00'
T=213.325
L=422.22
P=11459.15

- NOTES:
1. All found monuments and section line information shown on this map are taken from a Results of Survey of Section 6, T.1 N. R.2 W. and NE 1/4 Section 7, T.2 N. R.3 W. prepared by Wood/Perot, dated 7/23/93 and recorded in Book 489 of Maps, Page 46, M.C.A.
 2. The Basis of Stationing for the Median Centerline was obtained from ADOT R/W Plans Project I-10-2150 I16 at Station 6333+00
 3. The Basis of Bearings is Grid North, Arizona Central Zone, NAD 83 State Plane.

LEGEND
● INDICATES FOUND 1/2" REBAR W/TAS
⊙ INDICATES FOUND 3" ADOT ALUMINUM CAP IN CONCRETE

DATA TABLE
① N00°26'33"E 2324.70'
② N82°16'56"E 51.76'

PROJECT NO.	1-10
PROJ. DATE	1-10-2000
DESIGNED BY	W. J. C.
CHECKED BY	W. J. C.
DATE	1-10-2000
PROJECT NAME	1-10 FREEWAY DISPOSAL D-M-229
PROJECT NO.	1-10-2000 I16
PROJECT LOCATION	CEMETERY RD - PERRYVILLE RD.



Darrd E. Wood, P.E., R.L.S.
 Ashok C. Patel, P.E., R.L.S.
 James S. Campbell, P.E.
 Gordon W. R. Wark, P.E.
 Thomas R. Gertings, R.L.S.
 Bruce Friedhoff, P.E.
 Scott A. Nelson, R.L.S.
 Richard L. Hiner, P.E.
 Timothy A. Huval, P.E.
 Michael J. Sexton, R.L.S.
 Jack K. Moody, P.E.
 Leslie J. Kland, P.E.
 Curtis L. Brown, P.E.
 R. Scott Rasmussen, P.E.
 Paul M. Haas, P.E.
 Shimin Zou, Ph.D., P.E.
 David T. Phelps, P.E.
 Michael T. Young, P.E.
 Shawn D. Gustafson, P.E.

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EXHIBIT B
 TO
 TOWN OF BUCKEYE
 ORDINANCE No. 03-04

PARCEL NO. 1:

The South half of Section 20, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 3:

Lots 1, 2, 3 and 4, the East half of the West half, and the East half of Section 7, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 4:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of

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Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 5:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

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THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44 degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

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PARCEL NO. 6:

Sections 18 and 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPT that portion of said Section 19 described as follows:

BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

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THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING; and

EXCEPT that portion of said Section 19 described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44

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degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 7:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE North 03 degrees 46 minutes 34 seconds East, a distance of 1315.07 feet;

THENCE South 86 degrees 13 minutes 26 seconds East, a distance of 334.04 feet to a point of curvature of a tangent curve concave to the North;

THENCE Easterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1795.40 feet;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 42.78 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

THENCE South 00 degrees 13 minutes 00 seconds East, a distance of 1584.28 feet to a point on the South line of said Section 30;

THENCE continuing South 00 degrees 13 minutes 00 seconds East, a distance of 776.75 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2856.28 feet to a point on the West line of the Northwest quarter corner of said Section 31;

THENCE North 00 degrees 07 minutes 44 seconds West along said West line, a distance of 1313.31 feet to the Northwest corner

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of said Section 31, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 8:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southeast corner of said Section 30, said point being a 3-1/2 inch aluminum cap;

THENCE South 00 degrees 13 minutes 21 seconds East along the East line of said Section 31, a distance of 300.00 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2537.96 feet;

THENCE North 00 degrees 13 minutes 00 seconds West, a distance of 776.75 feet to a point on the North line of said Section 31;

THENCE continuing North 00 degrees 13 minutes 00 seconds West, a distance of 1584.28 feet to a point of curvature of a tangent curve concave to the West;

THENCE Northerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

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THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 42.78 feet;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1728.96 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 19 degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE North 89 degrees 28 minutes 58 seconds East, a distance of 441.06 feet to the East quarter corner of said Section 30;

THENCE South 00 degrees 06 minutes 50 seconds East along the East line of said Section 30, a distance of 2622.84 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 9:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the southeast corner of said Section 31, said point being the POINT OF BEGINNING of the herein described parcel;

THENCE along the south line of said Section 31, South 89 degrees 57 minutes 41 seconds West, a distance of 2487.65 feet, to the northwest corner of Section 6, Township 1 North, Range 2 West, said point also being the northeast corner of

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Section 1, Township 1 North, Range 3 West;

THENCE leaving said south line, North 00 degrees 14 minutes 20 seconds West, a distance of 4485.83 feet;

THENCE North 78 degrees 35 minutes 03 seconds East, a distance of 2537.96 feet, to a point on the east line of said Section 31;

THENCE along said east line, South 00 degrees 13 minutes 21 seconds East, a distance of 2345.41 feet, to the east quarter corner of said Section 31;

THENCE continuing along said east line, South 00 degrees 12 minutes 22 seconds East, a distance of 2641.08 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 10:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 31;

THENCE along the west line of said Section 31, South 00 degrees 07 minutes 44 seconds East, a distance of 1313.31 feet, to the POINT OF BEGINNING;

THENCE leaving said west line, North 78 degrees 35 minutes 03 seconds East, a distance of 2856.28 feet;

THENCE South 00 degrees 14 minutes 20 seconds East, a distance of 4485.83 feet, to a point on the south line of said Section 31; said point also being the northeast corner of Section 1, Township 1 North, Range 3 West, and the northwest corner of Section 6, Township 1 North, Range 2 West;

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THENCE along the south line of said Section 31, South 89 degrees 16 minutes 01 seconds West, a distance of 2634.48 feet, to the north quarter of said Section 1;

THENCE continuing along said south line, South 89 degrees 35 minutes 34 seconds West, a distance of 174.95 feet, to the southwest corner of said Section 31;

THENCE along the west line of said Section 31, North 00 degrees 08 minutes 13 seconds West, a distance of 2642.08 feet, to the west quarter corner of said Section 31;

THENCE continuing along said west line, North 00 degrees 07 minutes 44 seconds West, a distance of 1313.32 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 11:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northeast corner of said Section 30, said point being a 3-1/4 inch aluminum cap;

THENCE South 00 degrees 06 minutes 35 seconds East along said East line of said Section 30, a distance of 2622.91 feet to the East quarter corner of said Section 30;

THENCE South 89 degrees 25 minutes 58 seconds West, a distance of 441.06 feet to a point of curvature of a tangent curve concave to the South;

THENCE Westerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 19

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degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1728.96 feet;

THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 50.00 feet to a point of curvature of a tangent curve concave to the East;

THENCE Northerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE North 00 degrees 06 minutes 00 seconds West, a distance of 2901.73 feet to the North line of said Section 30;

THENCE North 89 degrees 34 minutes 27 seconds East along said North line of said Section 30, a distance of 2642.76 feet to the Northeast corner of said Section 30, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 12:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

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THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 2641.88 feet along the North line of said Section 30;

THENCE South 00 degrees 06 minutes 00 seconds East, a distance of 2901.73 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 50.00 feet;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1795.40 feet to a point of curvature of a tangent curve concave to the North;

THENCE Westerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 86 degrees 13 minutes 26 seconds West, a distance of 334.04 feet to a point on the arc of a non-tangent curve concave to the East, a radial line of said curve through said point having a bearing of North 86 degrees 13 minutes 26 seconds West;

THENCE Northerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE North 17 degrees 59 minutes 48 seconds East, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the West;

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THENCE Northerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 37 degrees 50 minutes 47 seconds, and an arc length of 990.81 feet to a point of tangency;

THENCE North 19 degrees 50 minutes 58 seconds West, a distance of 794.67 feet to a point of curvature of a tangent curve concave to the East;

THENCE Northerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 15 degrees 36 minutes 40 seconds, and an arc length of 408.70 feet to a point of tangency;

THENCE North 04 degrees 14 minutes 18 seconds West, a distance of 672.77 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 13:

That portion of Section 25, Township 2 North, Range 3 West and Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

BEGINNING at the Southeast corner of said Section 25, said point being a G.L.O. brass cap;

THENCE North 89 degrees 52 minutes 15 seconds West along the South line of said Section 25, a distance of 2635.19 feet to the South quarter corner of said Section 25;

THENCE North 89 degrees 41 minutes 17 seconds West along said

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South line, a distance of 2641.10 feet to the Southwest corner of said Section 30;

THENCE North 00 degrees 04 minutes 18 seconds West along the West line of said Section 25, a distance of 1000.00 feet;

THENCE North 75 degrees 41 minutes 52 seconds East, a distance of 5874.45 feet;

THENCE South 17 degrees 59 minutes 48 seconds West, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE South 03 degrees 46 minutes 34 seconds West, a distance of 1315.07 feet to the Southeast corner of Section 25, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 14:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE North 00 degrees 05 minutes 59 seconds West along the West line of said Section 23, a distance of 600.00 feet;

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THENCE North 67 degrees 14 minutes 01 seconds East, a distance of 5728.70 feet to a point on the East line of the Southeast quarter of said Section 23;

THENCE continuing North 67 degrees 14 minutes 01 seconds East, a distance of 1068.51 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 31 degrees 16 minutes 47 seconds, and an arc length of 2402.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE South 44 degrees 09 minutes 57 seconds West, a distance of 1689.79 feet to a point on the South line of the Southwest quarter corner of said Section 24;

THENCE North 89 degrees 44 minutes 36 seconds West along said South line of said Section 24, a distance of 1000.00 feet to the Southwest corner of said Section 24;

THENCE North 89 degrees 42 minutes 50 seconds West along the South line of said Section 23, a distance of 2641.62 feet to the South quarter corner of said Section 23;

THENCE North 89 degrees 40 minutes 59 seconds West along the South line of said Section 23, a distance of 2640.87 feet to the Southwest corner of said Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 15:

That portion of Section 23, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE South 89 degrees 47 minutes 21 seconds East along the North line of said Section 23, a distance of 1857.42 feet;

THENCE South 53 degrees 00 minutes 55 seconds East, a distance of 2857.55 feet;

THENCE South 00 degrees 01 minutes 18 seconds East, a distance of 1216.34 feet;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 4481.73 feet to a point on the West line of the Southeast quarter corner of Section 23;

THENCE North 00 degrees 05 minutes 59 seconds West along said West line, a distance of 2043.82 feet to the West quarter corner of said Section 23;

THENCE North 00 degrees 05 minutes 41 seconds West along said West line, a distance of 2632.79 feet to the Northwest corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of

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commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 16:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12 degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the

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Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23:

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 17:

That portion of Section 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying Northerly of the following described property:

BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

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THENCE continuing Northwesterly along the arc of said curve to the right, having a radius 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPT the following described property:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12

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degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23;

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

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PARCEL NO. 18:

That portion of Sections 24 and 25, Township 2 North, Range 3 West and Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE South 04 degrees 14 minutes 18 seconds East, a distance of 672.77 feet to a point of curvature of a tangent curve to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 15 degrees 36 minutes 40 seconds, and an arc length of 408.70 feet to a point of tangency;

THENCE South 19 degrees 50 minutes 58 seconds East, a distance of 794.67 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 37 degrees 50 minutes 47 seconds, and an arc length of 990.81 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 72 degrees 00 minutes 12 seconds East;

THENCE South 75 degrees 41 minutes 52 seconds West, a distance of 5874.45 feet to a point on the West line of the Southwest quarter corner of said Section 25;

THENCE North 00 degrees 04 minutes 18 seconds West along said West line, a distance of 1639.32 feet to the West quarter corner of said Section 25;

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THENCE North 00 degrees 01 minutes 21 seconds West along said West line, a distance of 2637.50 feet to the Northwest corner of said Section 25;

THENCE South 89 degrees 44 minutes 36 seconds East along the North line of said Section 25, a distance of 1000.00 feet;

THENCE North 44 degrees 09 minutes 57 seconds East, a distance of 1689.79 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 39 degrees 33 minutes 28 seconds, and an arc length of 3037.82 feet to a point of curvature of a curve concave to the North, said point being a point on the South line of the Southeast quarter of said Section 24;

THENCE continuing Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 19:

That portion of Sections 24 and 25, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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Revised June 14, 1999

June 7, 1999

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BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

THENCE continuing Northwesterly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

PARCEL DESCRIPTION

Revised June 14, 1999
 June 7, 1999
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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 20:

Lots 1, 2, 3 and 4, the South half of the North half, and the South half of Section 3, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 21:

Sections 10, 11, 12 and 13, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

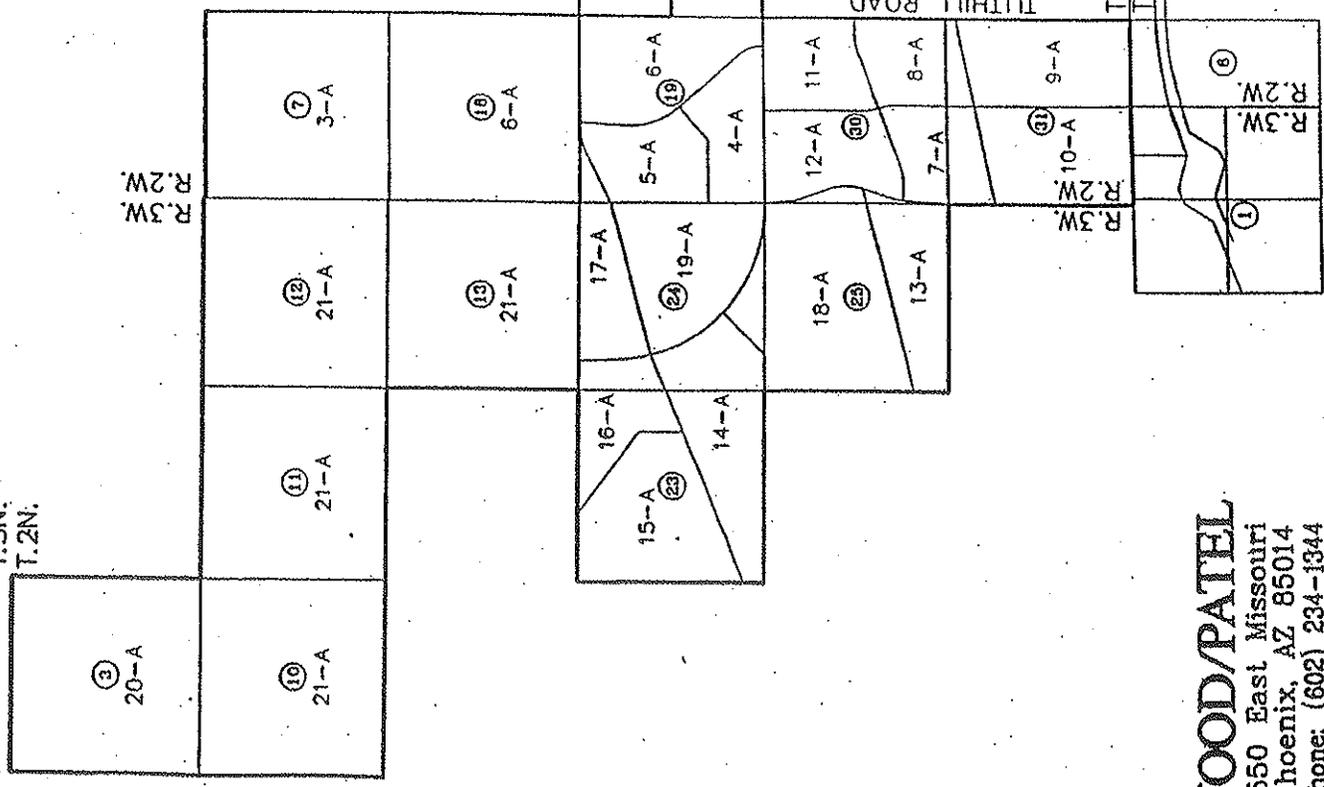
EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

Containing 8639.41 acres, or 376,332,700 square feet of land, more or less.

All parcels subject to existing rights-of-way and easements.



T.3N.
T.2N.



#-A = PARCEL A LEGAL DESCRIPTION
② = SECTION NUMBER

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BUCKEYE FOR ZONING CASE CMP-99-22



EXHIBIT "A"
Parcel "A"
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06-14-99
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Fax: (602) 234-1322

991071235

WOOD/PATEL

CIVIL ENGINEERS • HYDROLOGISTS • LAND SURVEYORS

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- Ashok C. Patel, P.E., R.L.S.
- James S. Campbell, P.E.
- Gordon W. R. Wark, P.E.
- Thomas R. Gettings, R.L.S.
- Bruce Friedhoff, P.E.
- Scott A. Nelson, R.L.S.
- Richard L. Hiner, P.E.
- Timothy A. Huval, P.E.
- Michael J. Sexton, R.L.S.
- Jack K. Moody, P.E.
- Leslie J. Klaid, P.E.
- Curtis L. Brown, P.E.
- R. Scott Rasroussen, P.E.
- Paul M. Haas, P.E.
- Shimin Zou, Ph.D., P.E.
- David T. Phelps, P.E.
- Michael T. Young, P.E.
- Shawn D. Gustafson, P.E.

Revised June 14, 1999

June 7, 1999

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See Exhibit "B"

A parcel of land lying within Section 6, Township 1 North, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 6, said point also being the POINT OF BEGINNING of the herein described parcel;

THENCE along the north line of Section 6 per the Results of Survey as recorded in Book 499, page 48, Maricopa County Records, North 89 degrees 57 minutes 39 seconds East, a distance of 2437.60 feet to the northwest corner of Parcel No. 3 of a Quit-Claim Deed as recorded in Docket 10822, page 9, Maricopa County Records;

THENCE leaving said north line, along the westerly line of said Parcel No. 3, South 14 degrees 06 minutes 52 seconds East, a distance of 206.19 feet, to the southeast corner of said Parcel No. 3 and to a point on the east line of Section 6 per said Results of Survey;

THENCE leaving said westerly line, along said east line, South 00 degrees 04 minutes 51 seconds East, a distance of 491.44 feet, to a point on the northerly right-of-way line of Interstate 10 and the beginning of a non-tangent curve;

THENCE leaving said east line, along said right-of-way line, westerly along said curve, having a radius of 11602.57 feet, concave southerly, whose radius bears South 02 degrees 39 minutes 27 seconds East, through a central angle of 12 degrees 26 minutes 54 seconds, a distance of 2520.84 feet, to a point on the west line of Section 6 per said Results of Survey, and a point of intersection with a non-tangent line;

THENCE leaving said northerly right-of-way line, along said west line, North 00 degrees 09 minutes 05 seconds West, a distance of 1078.18 feet, to the POINT OF BEGINNING.

Containing 47.77 acres, or 2,080,805 square feet of land, more or less.

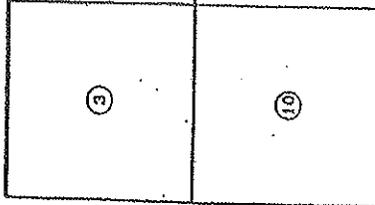
Subject to existing rights-of-way and easements.

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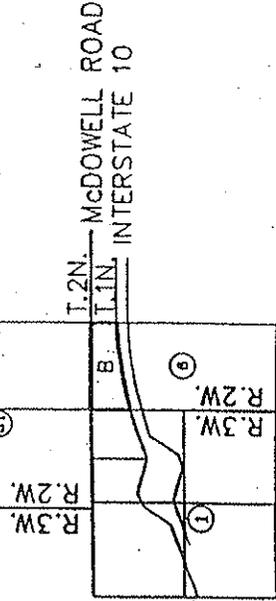
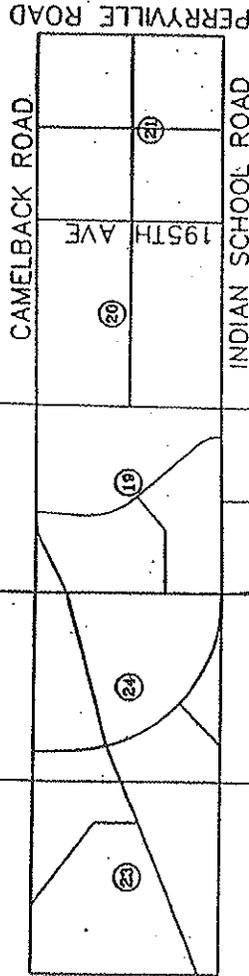
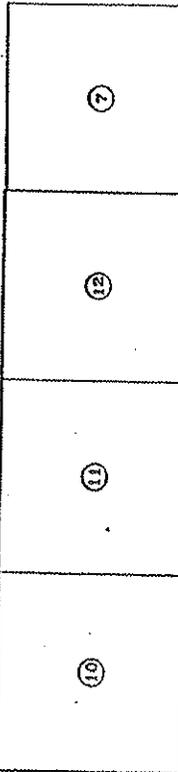


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T.3N.
T.2N.



R.3W.
R.2W.



⑨ = SECTION NUMBER

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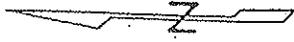


EXHIBIT "A"

Parcel "B"
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06-14-99
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- Shawn D. Gustafson, P.E.

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 See Exhibit "C"

PARCEL NO. 1:

The West 1240.84 feet of the following described parcel:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

PARCEL NO. 2:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724;

EXCEPT the West 1240.84 feet.

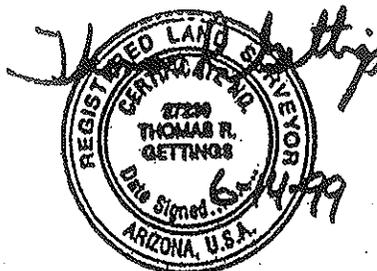
PARCEL NO. 3:

The Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying South of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

Containing 111.87 acres, or 4,872,970 square feet of land, more or less.

All parcels subject to existing rights-of-way and easements.

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#-C = PARCEL C LEGAL DESCRIPTION
⑦ = SECTION NUMBER

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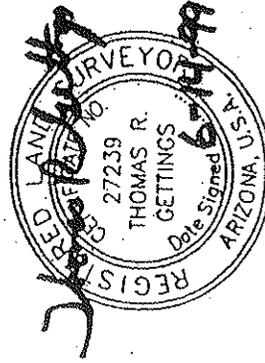
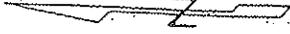
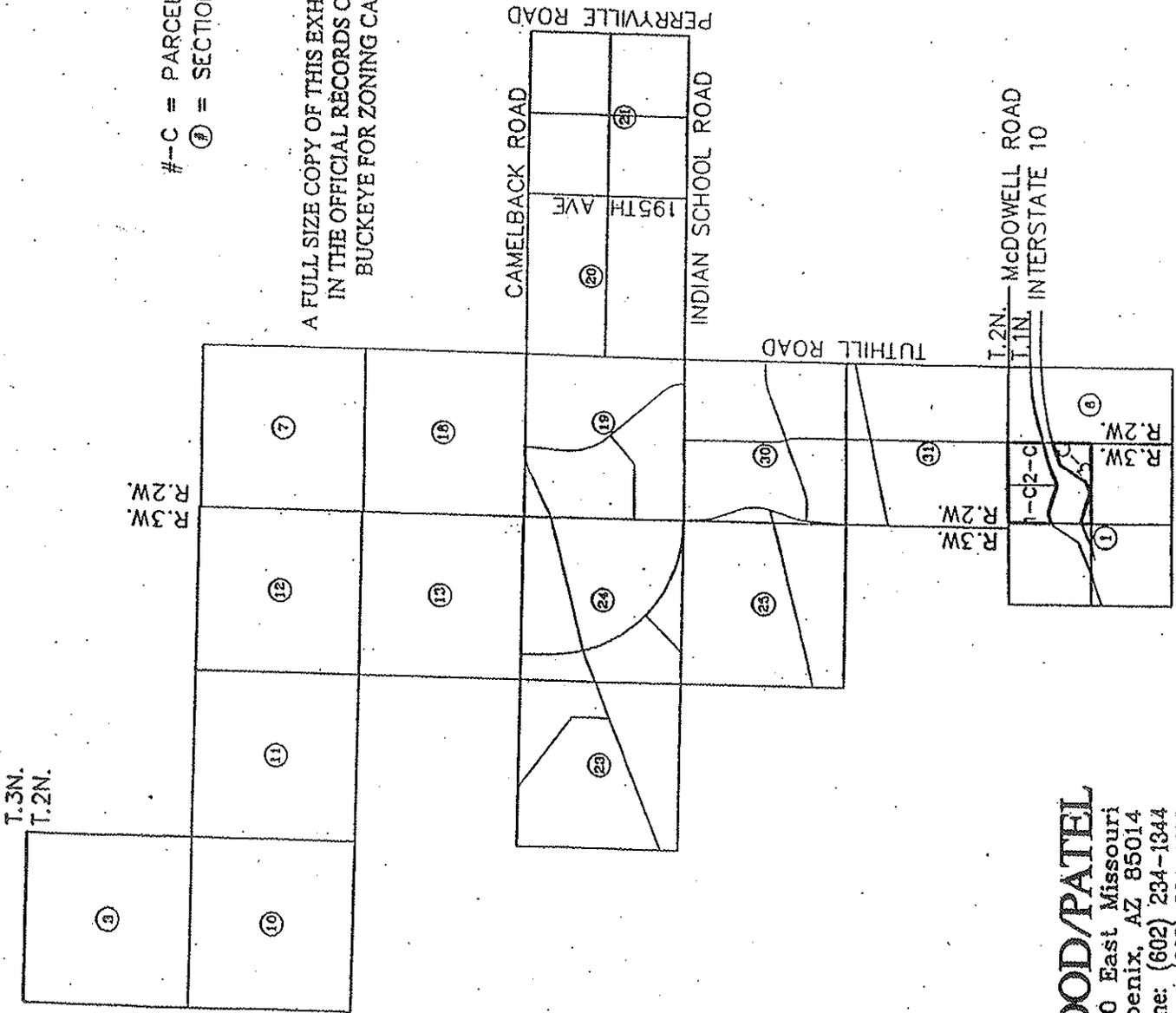


EXHIBIT "A"

Parcel "C"
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That portion of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

Commencing at a one-half-inch rebar with cap stamped RLS 27239 marking the center of said Section 1;

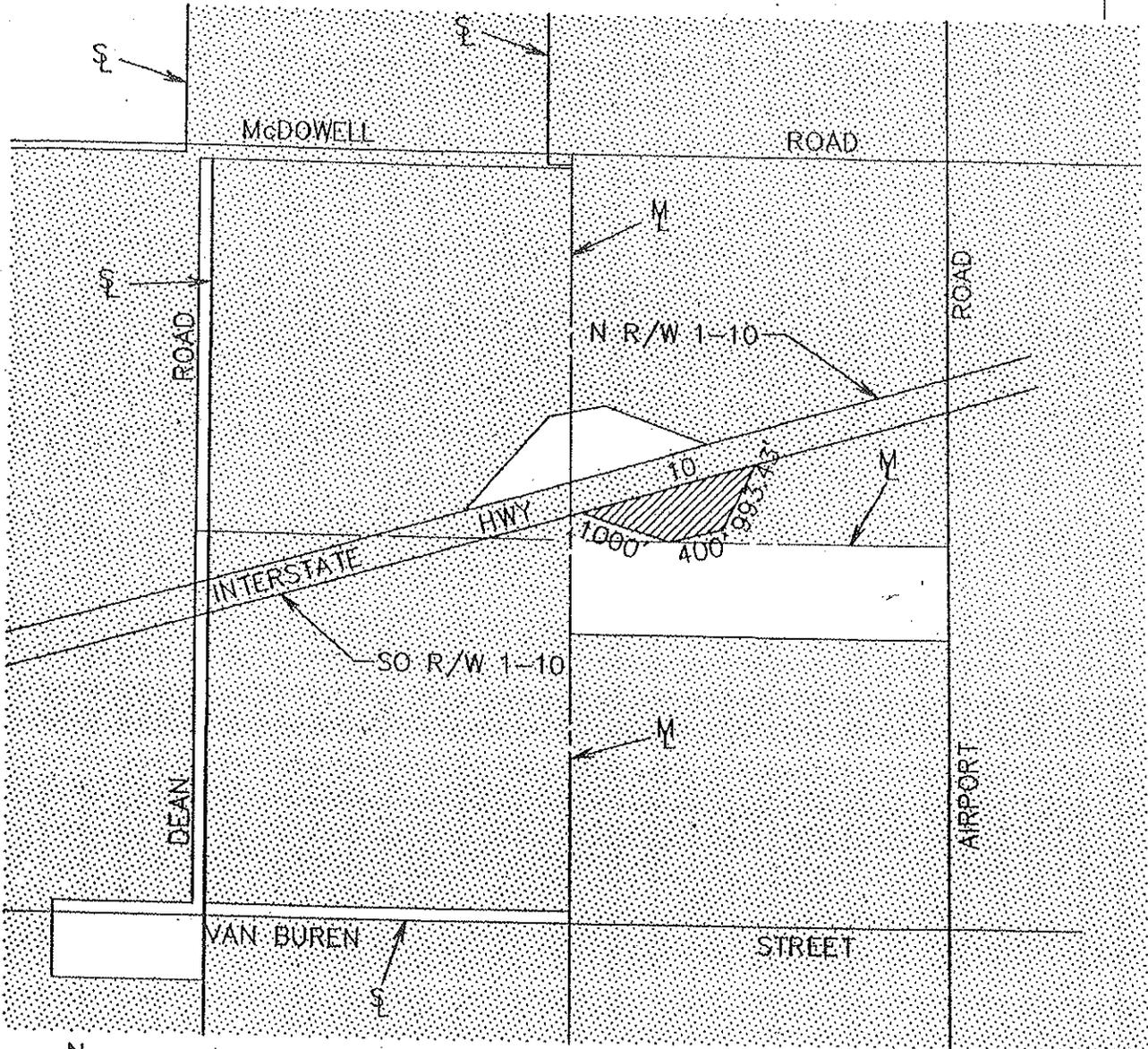
Thence North 00 degrees 26 minutes 33 seconds East along the North-South midsection line of said Section 1, a distance of 297.70 feet to a point on the existing Southerly right-of-way line of the I-10 Freeway, from which a GLO brass cap marking the North quarter corner of said Section 1 bears North 00 degrees 26 minutes 33 seconds East, a distance of 2324.88 feet;

Thence North 69 degrees 16 minutes 56 seconds East along said Southerly right-of-way line, a distance of 51.76 feet to the POINT OF BEGINNING;

Thence continuing Easterly along said Southerly right-of-way line, the following courses;
South 73 degrees 50 minutes 52 seconds East, a distance of 1000.00 feet;
North 69 degrees 16 minutes 56 seconds East, a distance of 400.00 feet;
North 32 degrees 28 minutes 41 seconds East, a distance of 993.43 feet;

Thence South 69 degrees 16 minutes 56 seconds West, parallel with and 154.00 feet Southerly from the Median Centerline of the I-10 Freeway, a distance of 1500.00 feet to the POINT OF BEGINNING.

END OF LEGAL DESCRIPTION



NO SCALE
 ALL DIMENSIONS
 ARE APPROXIMATE

-  CURRENT TOWN LIMITS
-  PROPOSED ANNEXATION

EXHIBIT D
TO
TOWN OF BUCKEYE
ORDINANCE No. 03-04

Revised January 20, 2004

CATERPILLAR PROPERTY - COMMUNITY MASTER PLAN				
REVISED LAND USE BUDGET EXHIBIT "J"				
Planning Unit	Total Project	Commercial/Mixed-Use	Resort (3)	Residential (1,2)
	Acres	Proposed S.F.	Rooms	Proposed Units
I	498 214	2,013,000 2,218,800		0
II	274	273,000		1,484
III	624	621,750		1,981
IV	1,706	971,000		4,777
V	1,869	75,000		2,904
VI	3,017	75,000		2,673
VII	1,111	0		261
Total	8,800 8,816	4,028,750 4,234,550	1,000	14,080

Notes:

1. Residential land uses may include such uses as parks, schools, fire station, police station, library, religious facilities, etc.
2. Maximum residential density calculated at 1.6 du/gross ac. with a range of densities of 0 du/ac to 35 du/ac.
3. The resort overlay allows for up to 1000 rooms to be located in any of the planning areas. Additional resort rooms are possible at a reduction of overall residential units of .5 residential units for each additional resort unit.

When recorded, return to:
Town Clerk
Town of Buckeye
100 North Apache
Buckeye, Arizona 85326



OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL
2004-0431189 04/22/04 11:22
13 OF 15

SOTOR

ORDINANCE NO. 16-04

**AN ORDINANCE OF THE MAYOR AND TOWN COUNCIL
OF THE TOWN OF BUCKEYE, ARIZONA APPROVING
AN AMENDMENT TO THE VERRADO COMMUNITY
MASTER PLAN REGARDING SWIMMING POOL
ENCLOSURE DESIGN FOR APPROXIMATELY 8,816
ACRES**

WHEREAS, the Town of Buckeye (the "Town") approved by Ordinance No. 18-99 a Community Master Plan ("CMP") for Verrado, together with a subsequent amendment to the CMP approved on January 20, 2004 (Ordinance No. 03-04) and which enlarged the area by approximately sixteen (16) acres. The community of Verrado is approximately 8,816 acres and located generally north of Interstate 10 and Verrado Way, as legally described on Exhibit "A" attached hereto (the "Property"); and

and WHEREAS, DMB White Tank, LLC is the developer (the "Developer") of the Property;

WHEREAS, the Developer has requested a major amendment to the CMP to modify CMP § 3.03.L.4.b. related to the design of swimming pool enclosures as shown on Exhibit "B" attached hereto (the "Swimming Pool Enclosure Amendment"); and

WHEREAS, the Town Community Development Director, Town Building Inspector, and Town Fire Chief have reviewed and agreed to the Swimming Pool Enclosure Amendment; and

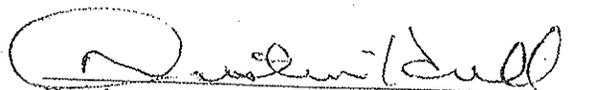
WHEREAS, the Town Manager has concluded that the Swimming Pool Enclosure Amendment constitutes a "major amendment" pursuant to §1.2(b) of that certain Pre-Annexation and Development Agreement by and between the Town of Buckeye and DMB White Tank, LLC, an Arizona limited liability company approved on November 17, 1999 and recorded on November 26, 1999 in official records of Maricopa County as Document No. 99-1071208 and, accordingly, requires review by the Town Development Board and approval by the Town Council; and

WHEREAS, the Swimming Pool Enclosure Amendment is in compliance with the provisions contained in A.R.S. § 36-1681.

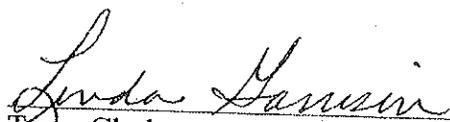
THEREFORE, BE IT ORDAINED by the Mayor and Council of the Town of Buckeye, Arizona, as follows:

1. The modification of CMP § 3.03.L.4.b., as reflected in the attached Exhibit "B", is hereby approved, adopted, and made a part hereof as if fully set forth in this Ordinance.
2. All ordinances and part of ordinances in conflict with this Ordinance are hereby superceded to the extent of any conflict.

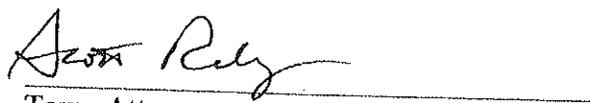
PASSED AND ADOPTED by the Mayor and Council of the Town of Buckeye, Arizona on the 16th day of March, 2004.


Dustin Hull
Mayor

ATTEST:


Linda Garrison
Town Clerk

APPROVED AS TO FORM:


Scott Rely
Town Attorney

Attachments: Exhibit A – Legal Description of Property
Exhibit B – Modifications to Verrado CMP Section 3.03.L.4.b.

AR1071206

WOOD/PATEL

CIVIL ENGINEERS • HYDROLOGISTS • LAND SURVEYORS

- Darrel E. Wood, P.E., R.L.S.
- Ashok C. Patel, P.E., R.L.S.
- James S. Campbell, P.E.
- Gordon W. R. Wark, P.E.
- Thomas R. Gettings, R.L.S.
- Bruce Friedhoff, P.E.
- Scott A. Nelson, R.L.S.
- Richard L. Hiner, P.E.
- Timothy A. Huval, P.E.
- Michael J. Sexton, R.L.S.
- Jack K. Moody, P.E.
- Leslie J. Kland, P.E.
- Curtis L. Brown, P.E.
- R. Scott Rasmussen, P.E.
- Paul M. Haas, P.E.
- Shimin Zou, Ph.D., P.E.
- David T. Phelps, P.E.
- Michael T. Young, P.E.
- Shawn D. Gustafson, P.E.

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EXHIBIT A

PARCEL NO. 1:

The South half of Section 20, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 3:

Lots 1, 2, 3 and 4, the East half of the West half, and the East half of Section 7, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 4:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of

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Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 5:

That portion of Section 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

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THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44 degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

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PARCEL NO. 6:

Sections 18 and 19, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPT that portion of said Section 19 described as follows:

BEGINNING at the Southwest corner of said Section 19, said point being a G.L.O. brass cap which bears South 01 degrees 16 minutes 12 seconds East along the West line of said Section 19, a distance of 12.38 feet from the Southeast corner of Section 24, Township 2 North, Range 3 West;

THENCE North 00 degrees 05 minutes 12 seconds West, continuing along said West line, a distance of 1662.38 feet;

THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 1787.58 feet;

THENCE North 49 degrees 16 minutes 47 seconds East, a distance of 1245.15 feet;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 2304.31 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 40 degrees 17 minutes 40 seconds, and an arc length of 703.27 feet to a point of tangency;

THENCE South 00 degrees 25 minutes 33 seconds East, a distance of 63.42 feet to a point on the South line of the Southeast quarter of said Section 19;

THENCE South 89 degrees 34 minutes 27 seconds West along said South line, a distance of 1832.76 feet to the South quarter corner of said Section 19;

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THENCE South 89 degrees 34 minutes 51 seconds West along the South line of the Southwest quarter of said Section 19, a distance of 2641.88 feet to the TRUE POINT OF BEGINNING; and

EXCEPT that portion of said Section 19 described as follows:

COMMENCING at the Northwest corner of said Section 19, said point being a 1/2 inch ACP stamped LS 19324;

THENCE South 00 degrees 08 minutes 44 seconds East along the East line of Section 24, Township 2 North, Range 3 West, a distance of 856.96 feet to the TRUE POINT OF BEGINNING, said point being on the arc of a non-tangent curve concave to the Northwest, a radial line of said curve through said point having a bearing of South 22 degrees 42 minutes 19 seconds East;

THENCE Northeasterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 03 degrees 02 minutes 28 seconds, and an arc length of 79.62 feet to a point of tangency;

THENCE North 64 degrees 15 minutes 13 seconds East, a distance of 1571.18 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 25 degrees 33 minutes 20 seconds, and an arc length of 669.05 feet to a point on the North line of said Section 19;

THENCE North 89 degrees 48 minutes 33 seconds East along said North line, a distance of 150.00 feet;

THENCE South 04 degrees 07 minutes 50 seconds West, a distance of 1265.21 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 2000.00 feet, a central angle of 44

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degrees 51 minutes 03 seconds, and an arc length of 1565.59 feet to a point of tangency;

THENCE South 40 degrees 43 minutes 13 seconds East, a distance of 100.00 feet;

THENCE South 49 degrees 16 minutes 47 seconds West, a distance of 1245.15 feet;

THENCE South 89 degrees 34 minutes 51 seconds West, a distance of 1787.47 feet to a point on the West line of the Southwest quarter of said Section 19;

THENCE North 00 degrees 05 minutes 12 seconds West along said West line, a distance of 969.93 feet to the West quarter corner of said Section 19;

THENCE North 00 degrees 56 minutes 58 seconds West along said West line, a distance of 19.93 feet to the East quarter corner of Section 24, Township 2 North, Range 2 West;

THENCE North 00 degrees 08 minutes 44 seconds West along the East line of said Section 24, a distance of 1757.45 feet to the TRUE POINT OF BEGINNING;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 7:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE North 03 degrees 46 minutes 34 seconds East, a distance of 1315.07 feet;

THENCE South 86 degrees 13 minutes 26 seconds East, a distance of 334.04 feet to a point of curvature of a tangent curve concave to the North;

THENCE Easterly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1795.40 feet;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 42.78 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

THENCE South 00 degrees 13 minutes 00 seconds East, a distance of 1584.28 feet to a point on the South line of said Section 30;

THENCE continuing South 00 degrees 13 minutes 00 seconds East, a distance of 776.75 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2856.28 feet to a point on the West line of the Northwest quarter corner of said Section 31;

THENCE North 00 degrees 07 minutes 44 seconds West along said West line, a distance of 1313.31 feet to the Northwest corner

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of said Section 31, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 8:

That portion of Sections 30 and 31, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southeast corner of said Section 30, said point being a 3-1/2 inch aluminum cap;

THENCE South 00 degrees 13 minutes 21 seconds East along the East line of said Section 31, a distance of 300.00 feet;

THENCE South 78 degrees 35 minutes 03 seconds West, a distance of 2537.96 feet;

THENCE North 00 degrees 13 minutes 00 seconds West, a distance of 776.75 feet to a point on the North line of said Section 31;

THENCE continuing North 00 degrees 13 minutes 00 seconds West, a distance of 1584.28 feet to a point of curvature of a tangent curve concave to the West;

THENCE Northerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 47 minutes 00 seconds, and an arc length of 345.28 feet to a point of tangency;

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THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 42.78 feet;

THENCE North 70 degrees 00 minutes 00 seconds East, a distance of 1728.96 feet to a point of curvature of a tangent curve concave to the South;

THENCE Easterly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 19 degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE North 89 degrees 28 minutes 58 seconds East, a distance of 441.06 feet to the East quarter corner of said Section 30;

THENCE South 00 degrees 06 minutes 50 seconds East along the East line of said Section 30, a distance of 2622.84 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 9:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the southeast corner of said Section 31, said point being the POINT OF BEGINNING of the herein described parcel;

THENCE along the south line of said Section 31, South 89 degrees 57 minutes 41 seconds West, a distance of 2487.65 feet, to the northwest corner of Section 6, Township 1 North, Range 2 West, said point also being the northeast corner of

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Section 1, Township 1 North, Range 3 West;

THENCE leaving said south line, North 00 degrees 14 minutes 20 seconds West, a distance of 4485.83 feet;

THENCE North 78 degrees 35 minutes 03 seconds East, a distance of 2537.96 feet, to a point on the east line of said Section 31;

THENCE along said east line, South 00 degrees 13 minutes 21 seconds East, a distance of 2345.41 feet, to the east quarter corner of said Section 31;

THENCE continuing along said east line, South 00 degrees 12 minutes 22 seconds East, a distance of 2641.08 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 10:

A parcel of land lying within Section 31, Township 2 North, Range 2 East, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 31;

THENCE along the west line of said Section 31, South 00 degrees 07 minutes 44 seconds East, a distance of 1313.31 feet, to the POINT OF BEGINNING;

THENCE leaving said west line, North 78 degrees 35 minutes 03 seconds East, a distance of 2856.28 feet;

THENCE South 00 degrees 14 minutes 20 seconds East, a distance of 4485.83 feet, to a point on the south line of said Section 31, said point also being the northeast corner of Section 1, Township 1 North, Range 3 West, and the northwest corner of Section 6, Township 1 North, Range 2 West;

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THENCE along the south line of said Section 31, South 89 degrees 16 minutes 01 seconds West, a distance of 2634.48 feet, to the north quarter of said Section 1;

THENCE continuing along said south line, South 89-degrees 35 minutes 34 seconds West, a distance of 174.95 feet, to the southwest corner of said Section 31;

THENCE along the west line of said Section 31, North 00 degrees 08 minutes 13 seconds West, a distance of 2642.08 feet, to the west quarter corner of said Section 31;

THENCE continuing along said west line, North 00 degrees 07 minutes 44 seconds West, a distance of 1313.32 feet, to the POINT OF BEGINNING.

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 11:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northeast corner of said Section 30, said point being a 3-1/4 inch aluminum cap;

THENCE South 00 degrees 06 minutes 35 seconds East along said East line of said Section 30, a distance of 2622.91 feet to the East quarter corner of said Section 30;

THENCE South 89 degrees 25 minutes 58 seconds West, a distance of 441.06 feet to a point of curvature of a tangent curve concave to the South;

THENCE Westerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 19

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degrees 28 minutes 58 seconds, and an arc length of 510.06 feet to a point of tangency;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1728.96 feet;

THENCE North 20 degrees 00 minutes 00 seconds West, a distance of 50.00 feet to a point of curvature of a tangent curve concave to the East;

THENCE Northerly along the arc of said curve to the right, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE North 00 degrees 06 minutes 00 seconds West, a distance of 2901.73 feet to the North line of said Section 30;

THENCE North 89 degrees 34 minutes 27 seconds East along said North line of said Section 30, a distance of 2642.76 feet to the Northeast corner of said Section 30, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 12:

That portion of Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona; more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

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THENCE North 89 degrees 34 minutes 51 seconds East, a distance of 2641.88 feet along the North line of said Section 30;

THENCE South 00 degrees 06 minutes 00 seconds East, a distance of 2901.73 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1000.00 feet, a central angle of 19 degrees 54 minutes 00 seconds, and an arc length of 347.32 feet to a point of tangency;

THENCE South 20 degrees 00 minutes 00 seconds East, a distance of 50.00 feet;

THENCE South 70 degrees 00 minutes 00 seconds West, a distance of 1795.40 feet to a point of curvature of a tangent curve concave to the North;

THENCE Westerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 23 degrees 46 minutes 34 seconds, and an arc length of 622.46 feet to a point of tangency;

THENCE North 86 degrees 13 minutes 26 seconds West, a distance of 334.04 feet to a point on the arc of a non-tangent curve concave to the East, a radial line of said curve through said point having a bearing of North 86 degrees 13 minutes 26 seconds West;

THENCE Northerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE North 17 degrees 59 minutes 48 seconds East, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the West;

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THENCE Northerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 37 degrees 50 minutes 47 seconds, and an arc length of 990.81 feet to a point of tangency;

THENCE North 19 degrees 50 minutes 58 seconds West, a distance of 794.67 feet to a point of curvature of a tangent curve concave to the East;

THENCE Northerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 15 degrees 36 minutes 40 seconds, and an arc length of 408.70 feet to a point of tangency;

THENCE North 04 degrees 14 minutes 18 seconds West, a distance of 672.77 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 13:

That portion of Section 25, Township 2 North, Range 3 West and Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

BEGINNING at the Southeast corner of said Section 25, said point being a G.L.O. brass cap;

THENCE North 89 degrees 52 minutes 15 seconds West along the South line of said Section 25, a distance of 2635.19 feet to the South quarter corner of said Section 25;

THENCE North 89 degrees 41 minutes 17 seconds West along said

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South line, a distance of 2641.10 feet to the Southwest corner of said Section 30;

THENCE North 00 degrees 04 minutes 18 seconds West along the West line of said Section 25, a distance of 1000.00 feet;

THENCE North 75 degrees 41 minutes 52 seconds East, a distance of 5874.45 feet;

THENCE South 17 degrees 59 minutes 48 seconds West, a distance of 835.53 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 14 degrees 13 minutes 14 seconds, and an arc length of 372.29 feet to a point of tangency;

THENCE South 03 degrees 46 minutes 34 seconds West, a distance of 1315.07 feet to the Southeast corner of Section 25, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 14:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Southwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE North 00 degrees 05 minutes 59 seconds West along the West line of said Section 23, a distance of 600.00 feet;

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THENCE North 67 degrees 14 minutes 01 seconds East, a distance of 5728.70 feet to a point on the East line of the Southeast quarter of said Section 23;

THENCE continuing North 67 degrees 14 minutes 01 seconds East, a distance of 1068.51 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 31 degrees 16 minutes 47 seconds, and an arc length of 2402.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE South 44 degrees 09 minutes 57 seconds West, a distance of 1689.79 feet to a point on the South line of the Southwest quarter corner of said Section 24;

THENCE North 89 degrees 44 minutes 36 seconds West along said South line of said Section 24, a distance of 1000.00 feet to the Southwest corner of said Section 24;

THENCE North 89 degrees 42 minutes 50 seconds West along the South line of said Section 23, a distance of 2641.62 feet to the South quarter corner of said Section 23;

THENCE North 89 degrees 40 minutes 59 seconds West along the South line of said Section 23, a distance of 2640.87 feet to the Southwest corner of said Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 15:

That portion of Section 23, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 23, said point being a G.L.O. brass cap;

THENCE South 89 degrees 47 minutes 21 seconds East along the North line of said Section 23, a distance of 1857.42 feet;

THENCE South 53 degrees 00 minutes 55 seconds East, a distance of 2857.55 feet;

THENCE South 00 degrees 01 minutes 18 seconds East, a distance of 1216.34 feet;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 4481.73 feet to a point on the West line of the Southeast quarter corner of Section 23;

THENCE North 00 degrees 05 minutes 59 seconds West along said West line, a distance of 2043.82 feet to the West quarter corner of said Section 23;

THENCE North 00 degrees 05 minutes 41 seconds West along said West line, a distance of 2632.79 feet to the Northwest corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of

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commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 16:

That portion of Sections 23 and 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12 degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the

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Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23:

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 17:

That portion of Section 24, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying Northerly of the following described property:

BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

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THENCE continuing Northwesterly along the arc of said curve to the right, having a radius 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPT the following described property:

BEGINNING at the Northwest corner of said Section 24, said point bearing South 00 degrees 01 minutes 18 seconds East, a distance of 6.60 feet from a G.L.O. brass cap witness corner;

THENCE South 89 degrees 44 minutes 26 seconds East along the North line of said Section 24, a distance of 810.49 feet;

THENCE South 02 degrees 00 minutes 00 seconds East, a distance of 1065.56 feet to a point of curvature of a tangent curve concave to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 12

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degrees 33 minutes 16 seconds, and an arc length of 964.11 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE South 67 degrees 14 minutes 01 seconds West, a distance of 1068.51 feet to a point on the West line of the Southwest quarter corner of said Section 24;

THENCE continuing South 67 degrees 14 minutes 01 seconds West, a distance of 1246.97 feet;

THENCE North 00 degrees 01 minutes 18 seconds West, a distance of 1216.34 feet;

THENCE North 53 degrees 00 minutes 55 seconds West, a distance of 2857.55 feet to a point on the North line of the Northwest corner of said Section 23;

THENCE South 89 degrees 47 minutes 21 seconds East, a distance of 788.00 feet to the North quarter corner of said Section 23;

THENCE South 89 degrees 39 minutes 30 seconds East along the North line of said Section 23, a distance of 2644.01 feet to the Northeast corner of Section 23, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

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PARCEL NO. 18:

That portion of Sections 24 and 25, Township 2 North, Range 3 West and Section 30, Township 2 North, Range 2 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

BEGINNING at the Northwest corner of said Section 30, said point being a G.L.O. brass cap;

THENCE South 04 degrees 14 minutes 18 seconds East, a distance of 672.77 feet to a point of curvature of a tangent curve to the East;

THENCE Southerly along the arc of said curve to the left, having a radius of 1500.00 feet, a central angle of 15 degrees 36 minutes 40 seconds, and an arc length of 408.70 feet to a point of tangency;

THENCE South 19 degrees 50 minutes 58 seconds East, a distance of 794.67 feet to a point of curvature of a tangent curve concave to the West;

THENCE Southerly along the arc of said curve to the right, having a radius of 1500.00 feet, a central angle of 37 degrees 50 minutes 47 seconds, and an arc length of 990.81 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 72 degrees 00 minutes 12 seconds East;

THENCE South 75 degrees 41 minutes 52 seconds West, a distance of 5874.45 feet to a point on the West line of the Southwest quarter corner of said Section 25;

THENCE North 00 degrees 04 minutes 18 seconds West along said West line, a distance of 1639.32 feet to the West quarter corner of said Section 25;

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THENCE North 00 degrees 01 minutes 21 seconds West along said West line, a distance of 2637.50 feet to the Northwest corner of said Section 25;

THENCE South 89 degrees 44 minutes 36 seconds East along the North line of said Section 25, a distance of 1000.00 feet;

THENCE North 44 degrees 09 minutes 57 seconds East, a distance of 1689.79 feet to a point on the arc of a non-tangent curve concave to the Northeast, a radial line of said curve through said point having a bearing of South 44 degrees 09 minutes 57 seconds West;

THENCE Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 39 degrees 33 minutes 28 seconds, and an arc length of 3037.82 feet to a point of curvature of a curve concave to the North, said point being a point on the South line of the Southeast quarter of said Section 24;

THENCE continuing Southeasterly along the arc of said curve to the left, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 19:

That portion of Sections 24 and 25, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

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BEGINNING at the Southeast corner of said Section 24, said point being a G.L.O. brass cap;

THENCE South 01 degrees 16 minutes 12 seconds West, a distance of 12.38 feet to a point on the arc of a non-tangent curve concave to the North, a radial line of said curve through said point having a bearing of South 00 degrees 25 minutes 09 seconds East;

THENCE Westerly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 05 degrees 01 minutes 39 seconds, and an arc length of 386.07 feet to a point on the South line of said Section 24;

THENCE continuing Northwesterly along the arc of said curve to the right, having a radius of 4400.00 feet, a central angle of 70 degrees 50 minutes 15 seconds, and an arc length of 5439.92 feet to a non-tangent line, a radial line of said curve through said point having a bearing of South 75 degrees 26 minutes 44 seconds West;

THENCE North 75 degrees 23 minutes 57 seconds East, a distance of 4425.12 feet to a point on the East line of the Northeast quarter of said Section 24;

THENCE South 00 degrees 08 minutes 44 seconds East along said East line, a distance of 1757.45 feet to the East quarter corner of said Section 24, which bears North 00 degrees 56 minutes 58 seconds West along the East line of the Southeast quarter of said Section 24, a distance of 19.93 feet from the West quarter corner of Section 19, Township 2 North, Range 2 West;

THENCE South 00 degrees 05 minutes 59 seconds East along said East line, a distance of 2639.86 feet to the Southeast corner of said Section 24, said point also being the point of beginning;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential

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to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

PARCEL NO. 20:

Lots 1, 2, 3 and 4, the South half of the North half, and the South half of Section 3, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

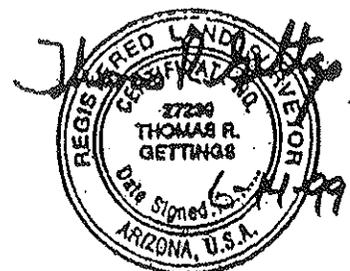
PARCEL NO. 21:

Sections 10, 11, 12 and 13, Township 2 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

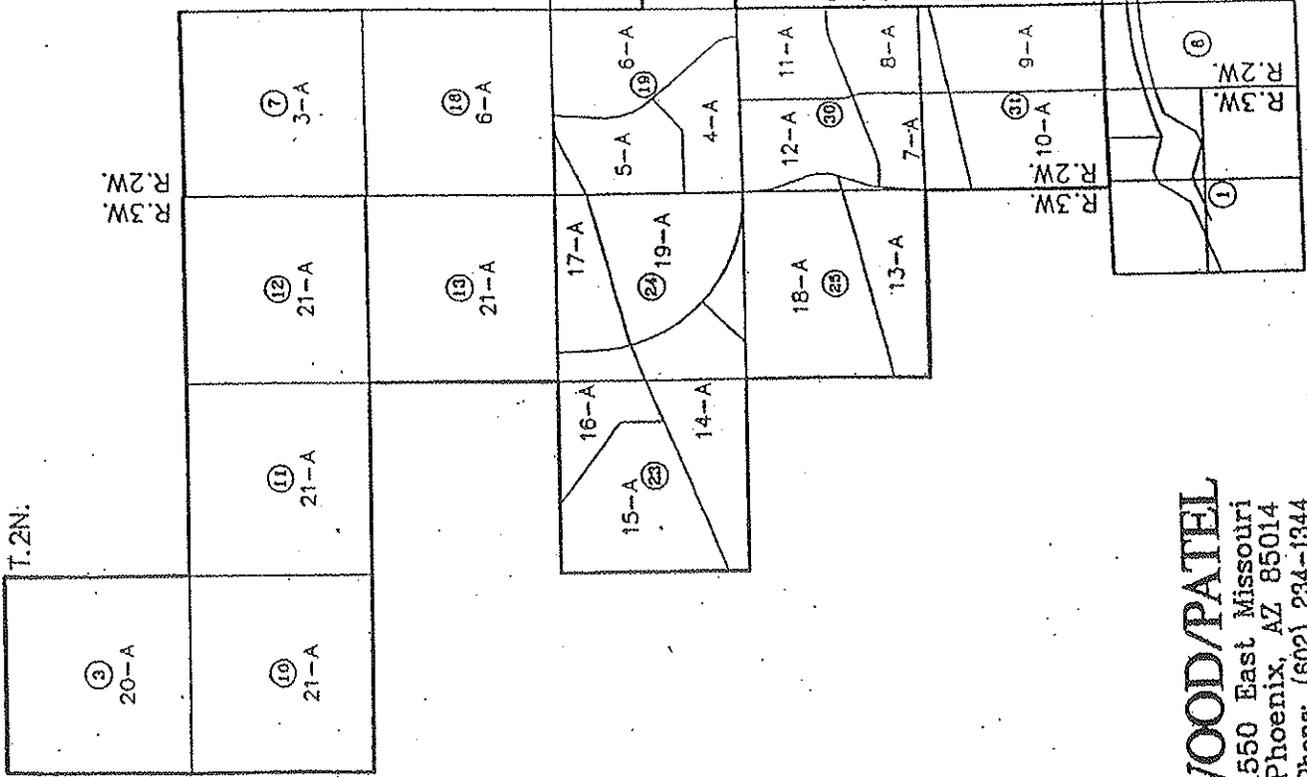
EXCEPTING THEREFROM all uranium, thorium, or any other material which is or may be determined by the laws of the State, the United States, or competent judicial decision of Federal or State of Arizona Court to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in the Patent to said land recorded June 30, 1978 in Docket 13003, page 205.

Containing 8639.41 acres, or 376,332,700 square feet of land, more or less.

All parcels subject to existing rights-of-way and easements.



T.3N.
T.2N.



#-A = PARCEL A LEGAL DESCRIPTION
 ② = SECTION NUMBER

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 BUCKEYE FOR ZONING CASE CMP-99-22



EXHIBIT "A"
 Parcel "A"
 CATERPILLAR
 06-14-99
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WOOD/PATEL

CIVIL ENGINEERS • HYDROLOGISTS • LAND SURVEYORS

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 James S. Campbell, P.E.
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 Thomas R. Gettings, R.L.S.
 Bruce Friedhoff, P.E.
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 Richard L. Hiner, P.E.
 Timothy A. Huval, P.E.
 Michael J. Sexton, R.L.S.
 Jack K. Moody, P.E.
 Leslie J. Kland, P.E.
 Curtis L. Brown, P.E.
 R. Scott Rasmussen, P.E.
 Paul M. Haas, P.E.
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 David T. Phelps, P.E.
 Michael T. Young, P.E.
 Shawn D. Gustafson, P.E.

Revised June 14, 1999

June 7, 1999

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See Exhibit "B"

A parcel of land lying within Section 6, Township 1 North, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the northwest corner of said Section 6, said point also being the POINT OF BEGINNING of the herein described parcel;

THENCE along the north line of Section 6 per the Results of Survey as recorded in Book 499, page 48, Maricopa County Records, North 89 degrees 57 minutes 39 seconds East, a distance of 2437.60 feet to the northwest corner of Parcel No. 3 of a Quit-Claim Deed as recorded in Docket 10822, page 9, Maricopa County Records;

THENCE leaving said north line, along the westerly line of said Parcel No. 3, South 14 degrees 06 minutes 52 seconds East, a distance of 206.19 feet, to the southeast corner of said Parcel No. 3 and to a point on the east line of Section 6 per said Results of Survey;

THENCE leaving said westerly line, along said east line, South 00 degrees 04 minutes 51 seconds East, a distance of 491.44 feet, to a point on the northerly right-of-way line of Interstate 10 and the beginning of a non-tangent curve;

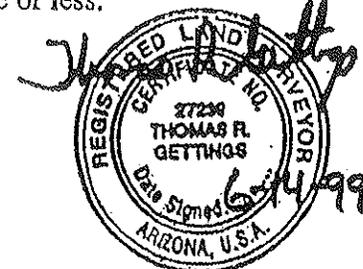
THENCE leaving said east line, along said right-of-way line, westerly along said curve, having a radius of 11602.57 feet, concave southerly, whose radius bears South 02 degrees 39 minutes 27 seconds East, through a central angle of 12 degrees 26 minutes 54 seconds, a distance of 2520.84 feet, to a point on the west line of Section 6 per said Results of Survey, and a point of intersection with a non-tangent line;

THENCE leaving said northerly right-of-way line, along said west line, North 00 degrees 09 minutes 05 seconds West, a distance of 1078.18 feet, to the POINT OF BEGINNING.

Containing 47.77 acres, or 2,080,805 square feet of land, more or less.

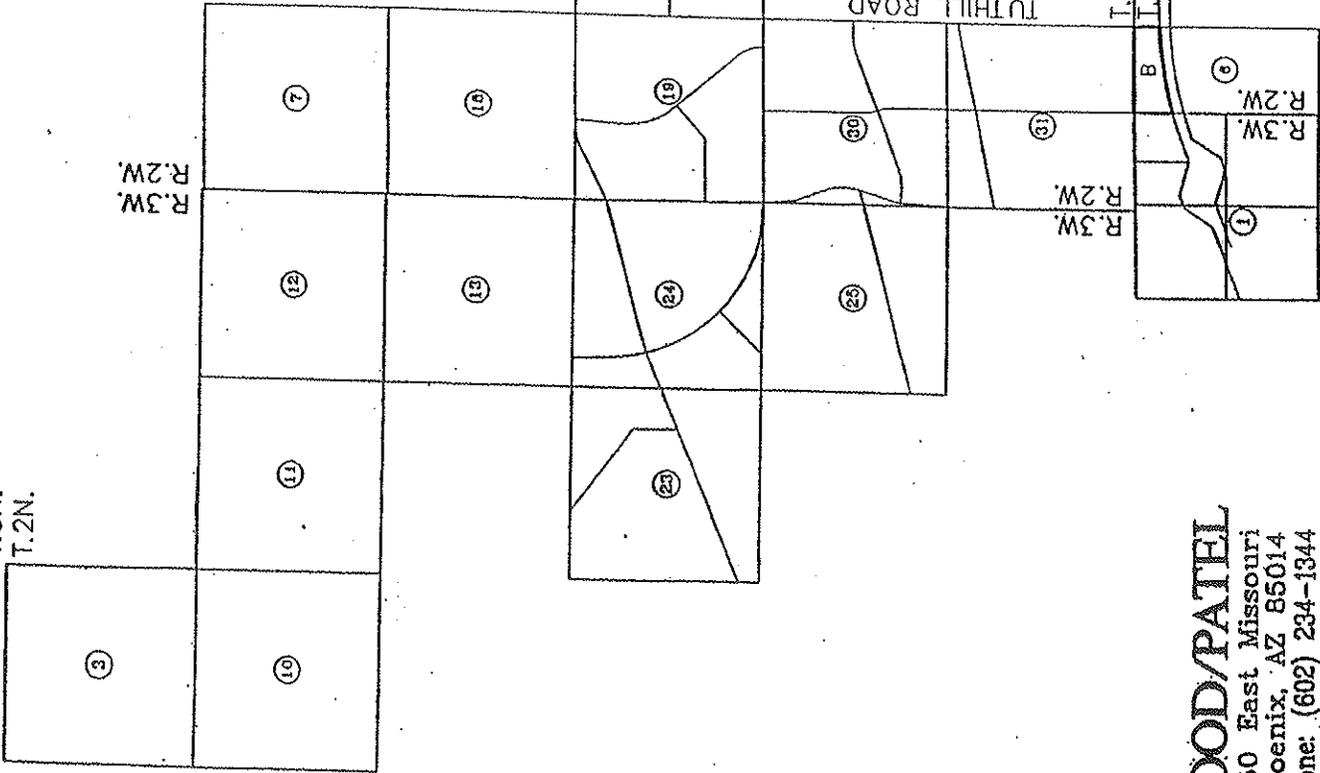
Subject to existing rights-of-way and easements.

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602171205

T.3N.
T.2N.



⑧ = SECTION NUMBER

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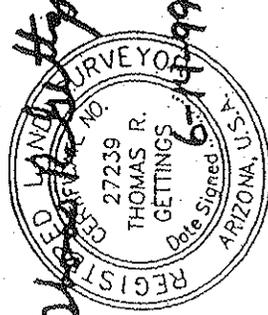
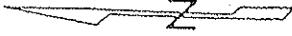


EXHIBIT "A"

Parcel "B"
 CATERPILLAR
 06-14-99
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 PAGE 2 OF 2
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- James S. Campbell, P.E.
- Gordon W. R. Wark, P.E.
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- David T. Phelps, P.E.
- Michael T. Young, P.E.
- Shawn D. Gustafson, P.E.

Revised June 14, 1999
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 Page 1 of 2
 See Exhibit "C"

PARCEL NO. 1:

The West 1240.84 feet of the following described parcel:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

PARCEL NO. 2:

Lots 1 and 2, and the South half of the Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying North of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724;

EXCEPT the West 1240.84 feet.

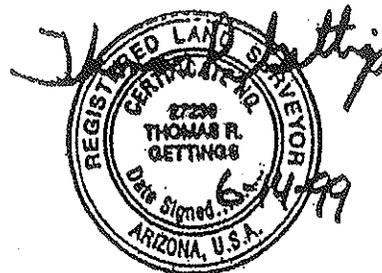
PARCEL NO. 3:

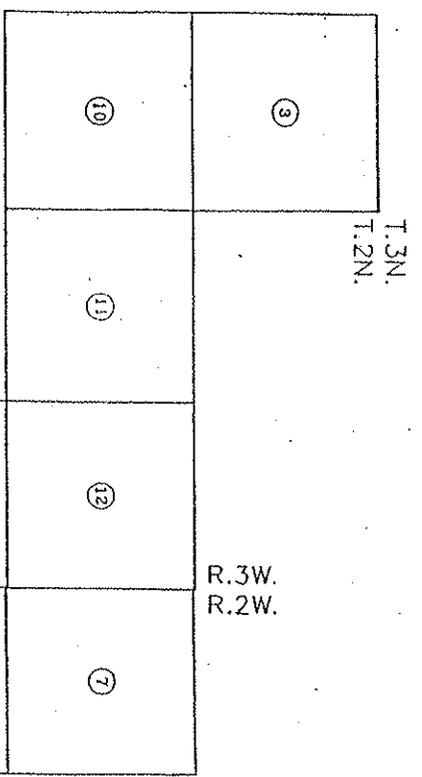
The Northeast quarter of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, lying South of the land conveyed to the State of Arizona by and through the Department of Transportation in Docket 11015, page 374 and in Docket 11052, page 724.

Containing 111.87 acres, or 4,872,970 square feet of land, more or less.

All parcels subject to existing rights-of-way and easements.

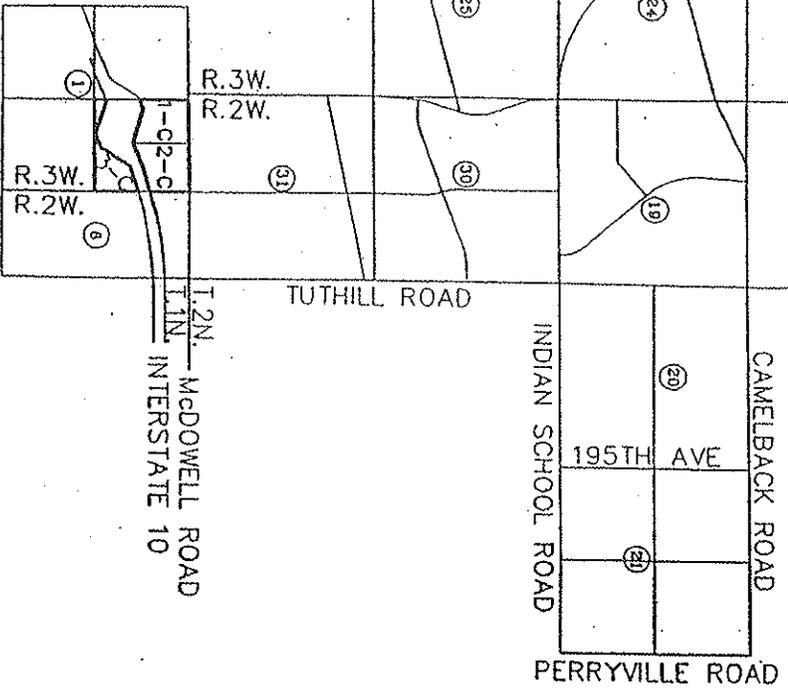
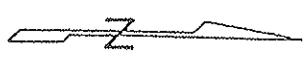
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#-C = PARCEL C LEGAL DESCRIPTION
 (C) = SECTION NUMBER

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EXHIBIT "A"
 Parcel "C"
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 06-14-99
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 PAGE 2 OF 2
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931071250

LEGAL DESCRIPTION FOR EXCESS LAND

That part of the Northeast quarter (NE1/4) of Section 1, Township 1 North, Range 3 West of the Gila and Salt River Meridian, Maricopa County, Arizona, described as follows;

COMMENCING at a 1/2" Rebar with cap stamped RLS 27239 marking the center of said Section 1:

THENCE North 00°26'33" East along the North-South midsection line of said Section 1, a distance of 297.70 feet to a point on the existing Southerly right-of-way line of the I-10 Freeway, from which a G.L.O. Brass Cap marking the North quarter corner of said Section 1 bears North 00°26'33" East, a distance of 2324.88 feet;

THENCE North 69°16'56" East along said Southerly right-of-way line, a distance of 51.76 feet to the POINT OF BEGINNING;

THENCE continuing Easterly along said Southerly right-of-way line, along the following courses

South 73°50'52" East, a distance of 1000.00 feet;

North 69°16'56" East, a distance of 400.00 feet;

North 32°28'41" East, a distance of 896.89 feet;

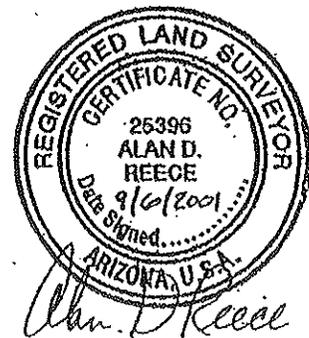
THENCE leaving said right-of-way line South 77°48'33" West, a distance of 422.80 feet;

THENCE South 69°16'56" West, parallel with and 154.00 feet Southerly from the Median Centerline of the I-10 Freeway, a distance of 1500.00 feet to the POINT OF BEGINNING.

The Grantee's land shall have no easement or right of access to the I-10 Freeway.

Containing 704,843 square feet or 16.18 acres, more or less.

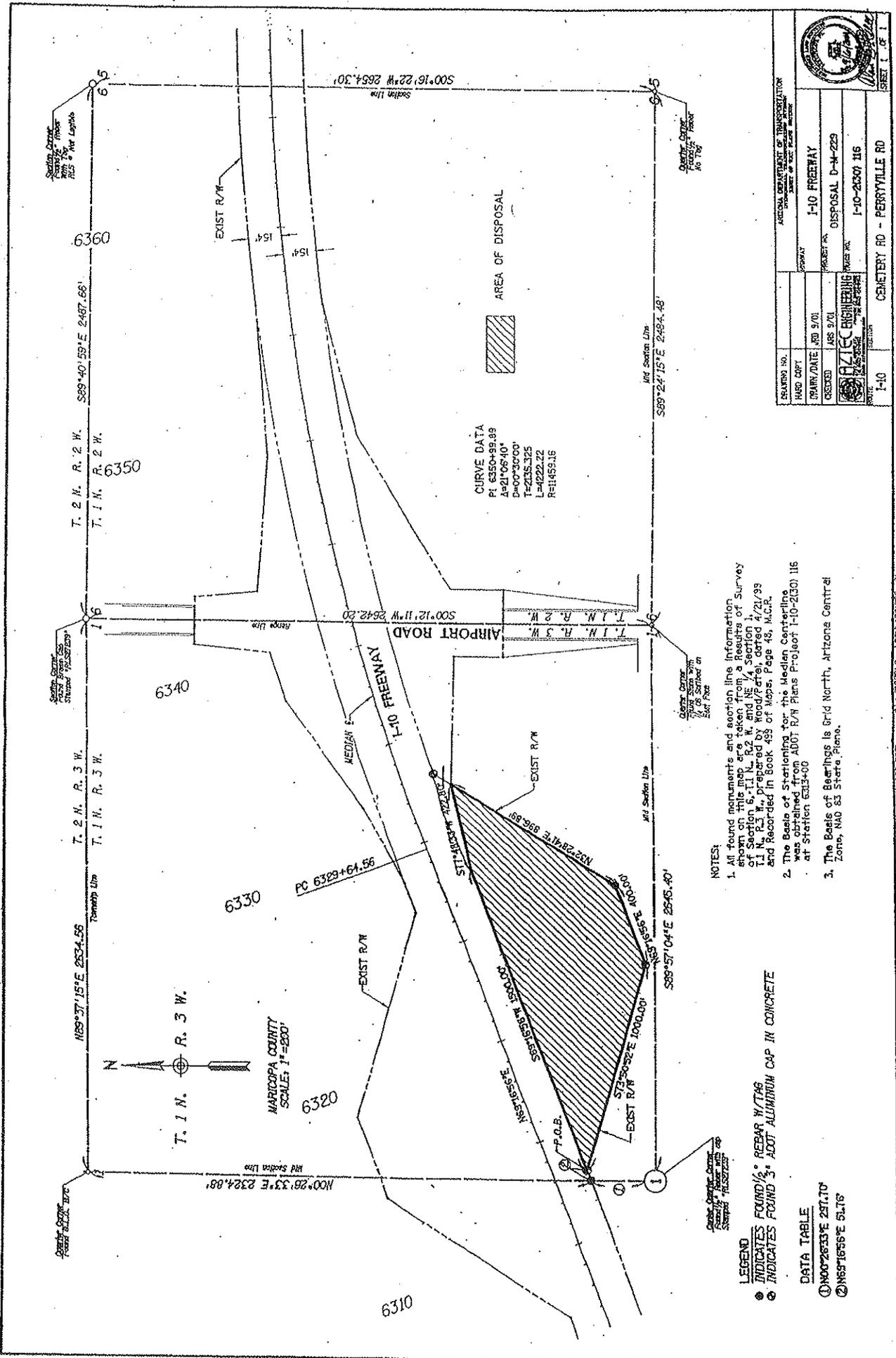
EXHIBIT "A"



PROJECT: I-10
I-10-2(30) 116

SECTION: Cemetery Rd - Perryville Rd

PARCEL: D-M-229
Date: September 6, 2001



CURVE DATA
 PI 6350+95.99
 Δ=21°06'40"
 D=0°0'30"00"
 T=2135.325
 L=4222.72
 R=11459.16

- NOTES:**
1. All found monuments and section line information shown on this map are taken from a Results of Survey of Section 6, T.1 N., R.2 W. and N.E. 1/4, Section 1, 21/33 T.1 N., R.3 W., prepared by Rodolfo Perini, dated 4/12/93 and Recorded in Book 439 of Maps, Page 46, M.C.P.
 2. The Basis of Stationing for the Median Centerline was obtained from ADOT R/W Plans Project 1-10-2300 116 at Station 6313+00
 3. The Basis of Bearings is Grid North, Arizona Central Zone, NAD 83 State Plane.

LEGEND
 ● INDICATES FOUND 1/2" REBAR W/THAS
 ⊙ INDICATES FOUND 3" ADOT ALUMINUM CAP IN CONCRETE

DATA TABLE
 ① N60°26'33"E 287.70'
 ② N69°16'56"E 51.76'

PLANNING NO.	PROJECT	DATE	BY
HAZ. CONT.	F-10 FREEWAY	NOV 9/01	AS 9/01
DESIGNED	PROJECT NO.	DISPOSAL D-M-229	
	INDEX NO.	F-10-2300 116	
	SECTION	CEMETERY RD - PERRYVILLE RD	
	SHEET	F-10	SHEET 1 OF 1



3.03 GENERAL DEVELOPMENT STANDARDS

L. Screening

4. Swimming Pool Enclosure

b. Design

- vii. All ground level doors with direct access to the pool area must be equipped with self-closing and self-latching devices with the release mechanism located at least fifty-four (54) inches above the floor.
- viii. All emergency escape and/or rescue windows of sleeping rooms with direct access to the pool area must be equipped with a latching device located no less than fifty-four (54) inches above the floor.
- ix. All other openable dwelling unit or guest room windows with direct access to the pool area must be equipped with one of the following: 1) screwed in place wire mesh screens, 2) keyed locks that prevent opening the window more than four (4) inches, or 3) latching devices located no less than fifty-four (54) inches above the floor.
- x. Pet doors with direct access to the pool area shall be prohibited.