

EMRCFD RES 14-093

RESOLUTION OF THE BOARD OF DIRECTORS OF THE ESTRELLA MOUNTAIN RANCH COMMUNITY FACILITIES DISTRICT (CITY OF GOODYEAR, ARIZONA) APPROVING THE FEASIBILITY REPORT RELATING TO THE ACQUISITION, CONSTRUCTION AND FINANCING OF CERTAIN IMPROVEMENTS BENEFITTING THE DISTRICT; PROVIDING THAT THE PROPOSED IMPROVEMENTS WILL BE PERFORMED AND SPECIAL ASSESSMENT REVENUE BONDS (MONTECITO ASSESSMENT DISTRICT NO. 2), SERIES 2014, WILL BE ISSUED UNDER THE PROVISIONS OF TITLE 48, CHAPTER 4, ARTICLE 6, ARIZONA REVISED STATUTES, AND ALL AMENDMENTS THERETO.

WHEREAS, pursuant to Section 48-715, Arizona Revised Statues ("*A.R.S.*"), as amended, the Board of Directors of the Estrella Mountain Ranch Community Facilities District (City of Goodyear, Arizona) (the "*District*") has caused a report of the feasibility and benefits of the Project (as such term and all other initially capitalized terms are defined hereinafter) to be prepared, relating to certain public infrastructure provided for in the General Plan of the District to be financed with the proceeds of the sale of special assessment revenue bonds of the District to be prepared (the "*Report*"), which Report includes, among other things, a description of certain public infrastructure to be acquired and constructed and all other information useful to understand the Project, an estimate of the cost to acquire, operate and maintain the Project, an estimated schedule for completion of the Project, a map or description of the area to be benefited by the Project and a plan for financing the Project, a copy of which is on file with the Clerk of the District; and

WHEREAS, pursuant to Section 48-715, A.R.S., as amended, a public hearing on the Report was held on the date hereof, after provision for publication of notice thereof as provided by law;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE ESTRELLA MOUNTAIN RANCH COMMUNITY FACILITIES DISTRICT (CITY OF GOODYEAR, ARIZONA) that:

Section 1. Definitions. In this resolution, the following terms shall have the following meanings:

"Act" shall mean Title 48, Chapter 4, Article 6, Arizona Revised Statutes, as amended.

"Board" shall mean this Board of Directors of the District.

"Bond Counsel" shall mean Gust Rosenfeld P.L.C. and any successor thereto.

"*Bonds*" shall mean the District's Special Assessment Revenue Bonds (Montecito Assessment District No. 2), Series 2014.

"Clerk" shall mean the Clerk of the District.

"District" shall mean the Estrella Mountain Ranch Community Facilities District (City of Goodyear, Arizona).

"Project" shall mean the acquisition or construction of public infrastructure (as such term is defined in the Act) described in the Report including particularly, the acquisition and/or construction by the District of the public infrastructure described on Exhibit A hereto.

"Report" shall mean the Feasibility Report dated October 28, 2014 and on file with the Clerk, prior to the date and time hereof, discussing the matters required by A.R.S. Section 48-715, as amended, as such matters relate to the Project.

Ratification of Notice of Hearing. Published notice of the public Section 2. hearing on the Report has been provided by the Clerk not less than ten (10) days in advance of the date of the public hearing on the Report. The form of notice of the public hearing attached hereto as *Exhibit B* is hereby ratified and approved in all respects.

Approval of the Feasibility Report. The Clerk has provided the Section 3. Report and notice of public hearing on the Report to the City of Goodyear, Arizona, not less than ten (10) days in advance of the date of the public hearing. Based on the review by the Board and the presentation of the Report at the public hearing on November 10, 2014, the Report is hereby adopted and approved in the form submitted to the Board.

Resolution of Intent. This Board hereby identifies the public Section 4. infrastructure of the Project, the areas benefited, the expected method of financing and the system of providing revenues to operate and maintain the Project, all as identified and provided for in the Report, for any and all purposes of the Act. This Board hereby declares its intent to proceed with the financing of the acquisition of the Project in substantially the manner presented in the Report.

Effect. This resolution shall take effect and be in force from and Section 5. after its passage, and after any publication and posting as may be by law required.

PASSED, ADOPTED AND APPROVED on November 10, 2014.

gia Lord

ATTEST:

en Scott

District Clerk

District Attorney

Exhibit A Public Infrastructure Notice of Public Hearing Exhibit B

CERTIFICATE

I hereby certify that the above and foregoing EMRCFD RES 14-093 was duly passed by the Board of Directors of the Estrella Mountain Ranch Community Facilities District (City of Goodyear, Arizona) at a special meeting held on November 10, 2014, and that a quorum was present thereat and that the vote thereon was 7 ayes and \bigcirc nays; $_$ did not vote or were absent.

<u>Maureen Scott</u> District Clerk

EXHIBIT A

The Assessment District shall finance the construction, installation or acquisition of public infrastructure (as such term is defined in the Act) described in the Report, including particularly the acquisition, installation or construction by the District of the following:

Grading, erosion control, paving, curb, gutter, sidewalks, potable and non-potable water lines, sewer lines and manholes, storm drain pipes and headwalls, street signs, striping, and landscaping, together with all appurtenances, engineering, and permit fees thereto, on South 182nd Drive and West Mountain Vista Drive Phases 1 and 2 and Calistoga Drive Phase 2-1.

EXHIBIT B

NOTICE OF PUBLIC HEARING

TO THE GENERAL PUBLIC AND THE MEMBERS OF THE BOARD OF DIRECTORS OF ESTRELLA MOUNTAIN RANCH COMMUNITY FACILITIES DISTRICT (CITY OF GOODYEAR, ARIZONA):

NOTICE IS HEREBY GIVEN that the Board of Directors of the Estrella Mountain Ranch Community Facilities District (City of Goodyear, Arizona) will meet on November 10, 2014, commencing at 5:00 p.m. and will be held in the Goodyear Justice Center, 14455 W. Van Buren Street, Suite B101, Goodyear, Arizona 85338, to conduct a public hearing on, and to consider and review a feasibility report relative to a proposed project to be financed by the issuance of special assessment bonds of the District. A copy of the feasibility report may be reviewed at the office of the District Clerk, 190 North Litchfield Road, Goodyear, Arizona 85338.

AGENDA ITEM # 6.1 DATE: November 10, 2014 COAC NUMBER: EMRCFD 14-450

CITY OF GOODYEAR CFD BOARD ACTION FORM

| SUBJECT: Estrella Mountain Ranch | STAFF PRESENTER: Larry Lange, |
|---|-------------------------------|
| Community Facilities District Board to | District Treasurer |
| consider adoption of Resolutions | COMPANY |
| EMRCFD RES 14-093, 14-094, and 14- | CONTACT: Scott Ruby, Esq Gust |
| 095 | Rosenfeld P.L.C. |

RECOMMENDATION:

- 1. The Estrella Mountain Ranch Community Facilities District Board (the "Board") conduct a Public Hearing for the Feasibility Report submitted in connection with the proposed issuance of not to exceed \$6,000,000 of Special Assessment Revenue Bonds (Montecito Assessment District No. 2), Series 2014.
 - a. Open Public Hearing
 - b. Staff Presentation
 - c. Receive Public Comment
 - d. Close Public Hearing
- 2. ADOPT RESOLUTION EMRCFD RES 14-093 APPROVING THE FEASIBILITY REPORT RELATING TO THE ACQUISITION, CONSTRUCTION AND FINANCING OF CERTAIN IMPROVEMENTS BENEFITTING THE DISTRICT; PROVIDING THAT THE PROPOSED IMPROVEMENTS WILL BE PERFORMED AND SPECIAL ASSESSMENT REVENUE BONDS (MONTECITO ASSESSMENT DISTRICT NO. 2), SERIES 2014, WILL BE ISSUED UNDER THE PROVISIONS OF TITLE 48, CHAPTER 4, ARTICLE 6, ARIZONA REVISED STATUTES, AND ALL AMENDMENTS THERETO.
- 3. ADOPT RESOLUTION EMRCFD RES 14-094 DECLARING ITS INTENTION TO ACQUIRE AND/OR CONSTRUCT CERTAIN INFRASTRUCTURE IMPROVEMENTS; FORMING MONTECITO ASSESSMENT DISTRICT NO. 2; DETERMINING THAT SPECIAL ASSESSMENT REVENUE BONDS WILL BE ISSUED TO FINANCE THE COSTS AND EXPENSES THEREOF AND DECLARING THE IMPROVEMENTS TO BE OF MORE THAN LOCAL OR ORDINARY PUBLIC BENEFIT AND THAT THE COSTS OF SAID IMPROVEMENTS WILL BE ASSESSED UPON THE ASSESSMENT DISTRICT; PROVIDING THAT THE PROPOSED IMPROVEMENTS WILL BE PERFORMED AND DISTRICT ASSESSMENT REVENUE BONDS ISSUED UNDER THE PROVISIONS OF TITLE 48, CHAPTER 4, ARTICLE 6, ARIZONA REVISED STATUTES, AND ALL AMENDMENTS THERETO.
- 4. ADOPT RESOLUTION EMRCFD RES 14-095 ORDERING THE PUBLIC INFRASTRUCTURE PROJECT PERFORMED AS DESCRIBED IN EMRCFD RES 14-094.

PURPOSE:

The Board will consider Resolution Nos. EMRCFD RES 14-093, 14-094, and 14-095 which approve the Feasibility Report, declare the CFD's intention to acquire and/or construct certain infrastructure improvements within Montecito Assessment District No. 2, approve an Assessment Diagram assessing the costs of such improvements among the lots within Montecito Assessment District No. 2 and order the public infrastructure Project be performed.

BACKGROUND AND COMMUNITY BENEFIT:

The proposed special assessment revenue bond Series 2014 (Montecito Assessment District No. 2) issuance not to exceed \$6,000,000 will benefit the Montecito community of the Estrella Mountain Ranch development, located within the District, by accelerating the construction of additional major public infrastructure, and will assist in the growth of the City's property tax base.

The formation of the Montecito Assessment District No. 2 will be the fifth assessment district within the Estrella Mountain Ranch Community Facilities District. Also, this represents a request for the fifth Special Assessment Bond Issuance for the Estrella Mountain Ranch Community Facilities District. The first special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment Lien Bonds, Golf Village, Series 2001A (Golf Village Phase I), which was issued in the amount of \$8,088,000 and acquired Westar and Golf Club Drive, a sewer force main, a sewer lift station, and the Estrella Parkway Extension. The second special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment Revenue Bonds (Desert Village Assessment District) Series 2002, which was issued in the amount of \$4,950,000 and acquired San Gabriel Road Phase I, San Gabriel Road Phase II, and enhanced landscaping along San Gabriel Road. The third special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment Revenue Bonds, (Montecito Assessment District), Series 2007, which was issued in July 2007 in the amount of \$7,680,000 and acquired Calistoga Drive Phase I. The fourth special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment Revenue Bonds, (Golf Village Assessment District No. 2), Series 2007 which was issued in the amount of \$6,928,000 in December of 2007 and acquired Westar Drive Phases II – IV.

On November 10, 2014, the District Board will hold a Public Hearing regarding the Estrella Mountain Ranch Community Facilities District feasibility report pertaining to the issuance of special assessment revenue bonds not to exceed \$6,000,000. The proceeds will be used to acquire and/or construct certain infrastructure improvements within the Montecito Assessment District No. 2. It is anticipated that the feasibility report will be approved by Resolution EMRCFD RES 14-093.

The feasibility report hearing is required by law and notice of the hearing was published once in the newspaper no later than October 31, 2014, prior to the hearing to be held on November 10, 2014, allowing the public to comment, if desired.

The assessment district is established by the adoption of the resolution of intention, Resolution EMRCFD RES 14-094. This resolution establishes the assessment district boundaries, the maximum amount of the costs to be financed (called the Engineer's Estimate) and describes in some detail the work to be financed.

PREVIOUS ACTIONS AND DISCUSSION:

None.

FISCAL ANALYSIS:

Property owners within the Montecito Assessment District No. 2 will pay the annual debt service payments for the special assessment revenue bond. It is our intention to have the annual debt service payment collected by Maricopa County Treasurer by adding the amount due from each property owner on their annual property tax bill. Single family detached lots are requested to be assessed an estimated \$8,000 and high density single family attached lots are requested to be assessed an estimated \$4,500. The average annual payments are anticipated to be \$667 and \$375, respectively.

ATTACHMENTS:

- 1. EMRCFD RES 14-093
- 2. EMRCFD RES 14-094
- 3. EMRCFD RES 14-095
- 4. Feasibility Report

Estrella Mountain Ranch Community Facilities District City of Goodyear, Arizona

FEASIBILITY REPORT



For the Issuance of Special Assessment Revenue Bonds (Montecito Assessment District No. 2), Series 2014

October 28, 2014

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Feasibility Report

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SECTION ONE

INTRODUCTION, PURPOSE OF FEASIBILITY REPORT AND GENERAL DESCRIPTION OF DISTRICT

INTRODUCTION

This Feasibility Report (the "Report") has been prepared for presentation to the Board of Directors (the "Board") of the Estrella Mountain Ranch Community Facilities District (the "District") in connection with the proposed issuance by the District of special assessment revenue bonds (the "Bonds") in an aggregate principal of not to exceed \$6,000,000 pursuant to the Community Facilities Act of 1989, Title 48, Chapter 4, Article 6 of Arizona Revised Statutes, as amended ("A.R.S." and collectively, the "Act"). Net proceeds of the Bonds will be used to reimburse costs of the construction of various public infrastructure projects in a development phase known as Montecito No. 2 as further described herein.

PURPOSE OF FEASIBILITY REPORT

This Report has been prepared for consideration of the feasibility and benefits of the public infrastructure (the "Projects") (as defined in A.R.S. §48-701) to be financed by the Bonds and of the plan for financing the Projects in accordance with the provisions of A.R.S. §48-715. Pursuant to A.R.S. §48-715, this Report includes (i) descriptions of the Projects which are to be either constructed or acquired (Section Two); (ii) a map showing the general location of the Projects (Section Three); (iii) an estimate of the construct the Projects and schedule for the completion of the Projects (Section Four); and (iv) a plan for financing the Projects (Section Five).

Additionally, this Report includes: (i) a legal description of the District [<u>Appendix A</u>]; a legal description of the benefited area [<u>Appendix A-1</u>]; reference to recorded final plats of Assessment Parcels 9.4, 9.5 and 9.6 [<u>Appendix A-2</u>]; legal descriptions of assessment areas Parcel 9.8, No.1 and No. 2 [<u>Appendix A-3</u>]; a form of disclosure pamphlet [<u>Appendix B</u>]; actual and estimated Project costs [<u>Appendix C</u>]; and the estimated special assessment [<u>Appendix D</u>].

This Report has been prepared for the Board's exclusive consideration. It is not intended or anticipated that this Report will be relied upon by other persons, including, but not limited to, purchasers of the Bonds. This Report does not attempt to address the quality of the Bonds as investments or the likelihood of repayment of the Bonds. In preparing this Report, engineers, staff of the City of Goodyear ("City"), legal counsel and other experts have been consulted as deemed appropriate. THIS REPORT IS NOT INTENDED TO BE A "FINANCIAL FEASIBILITY REPORT OR STUDY" AS THAT TERM IS CUSTOMARILY USED.

GENERAL DESCRIPTION OF DISTRICT

Formation of the District was approved by the City upon the request of SunChase Estrella Limited Partnership, a Delaware limited partnership ("SunChase"), as the owner of all the land within the District as of formation on November 22, 1999. Residential Funding Corporation, a Delaware corporation, consented to the formation of the District as a holder of a lien interest in such land as of formation. The District is located within the municipal boundaries of the City.

Subsequent to the formation of the District, a Development, Financing Participation, and Intergovernmental Agreement No. 1 ("CFD Development Agreement") was entered into between the District, the City, SunChase and Residential Funding Corporation. The initial and subsequent public infrastructure was described in the General Plan which was recorded on November 23, 1999 as document no. 99-1063338. Ryland Group, Inc. (who subsequently obtained a contractual interest in certain property contained within the District) consented and agreed to the CFD Development Agreement.

In 2003, SunChase conveyed Estrella Mountain Ranch and assigned its interests in the CFD Development Agreement to Sun MP, LLC, a limited liability company formed in connection with a restructuring and a new capital investment in Estrella Mountain Ranch by an unrelated party. In October 2003, the City and the District consented to the assignment of SunChase's interests to Sun MP, LLC.

Pursuant to an option agreement, in a series of transactions from May 16, 2005 through July 31, 2013, Sun MP conveyed all of its interest in the District land and in the various agreements related to the District, to NNP III-Estrella Mountain Ranch, LLC and its affiliated entities, as follows:

NNP III-Estrella Mountain Ranch, LLC acquired a total of approximately 6,461 acres from Sun MP. Of this total, 6,130 acres are within the District and 331 acres are near but outside the District. NNP III-EMR 3, LLC acquired approximately 2,750 acres from Sun MP. Of this total, 2,430 acres are within the District and 320 acres are near but outside the District. NNP III-EMR 4, LLC acquired approximately 9,058 acres from Sun MP. Of this total, 177 acres are within the District and 8,881 acres are near but outside the District.

Combined, NNP III-Estrella Mountain Ranch, LLC and its affiliated entities acquired approximately 18,269 acres from Sun MP. Of the total, approximately 8,737 acres are within the District and 9,532 acres are near but outside the District. Currently, NNP III-Estrella Mountain Ranch, LLC and its affiliated entities own approximately 7,066 acres of District land. The remaining 2,705 acres of District land is owned by various parties including home builders, homeowners, homeowners association, commercial and civic users and investors.

NNP III – Estrella Mountain Ranch, LLC and NNP III-EMR 3, LLC are Delaware limited liability companies wholly-owned by NNP III – Estrella, LLC, a Delaware limited liability company ("NNP III – Estrella"). NNP III – Estrella and NNP III-EMR 4, LLC, a Delaware limited liability company are wholly-owned by Newland National Partners III, LLC, a Delaware limited liability company ("NNP III"). NNP III is wholly-owned by Land Management Company, LLC. The Members of Land Management Company are California Public Employees' Retirement System, IHP Land Management Investors, LLC and IHP Land Management Incentives, LLC. The Estrella Mountain Ranch project is managed by Newland Real Estate Group, LLC under a Project Management Agreement with NNP III.

The Bonds are expected to represent the fifth special assessment revenue bond issuance for Estrella Mountain Ranch Community Facilities District. The first special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment Lien Bonds, Golf Village Series 2001A (Golf Village Phase I), which was issued in the amount of \$8,088,000 and acquired Westar and Golf Club Drive, a sewer force main, a sewer lift station, and the Estrella Parkway Extension. The second special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment District Special Assessment Revenue Bonds (Desert Village Assessment District) Series 2002, which was issued in the amount of \$4,950,000 and acquired San Gabriel Road Phase I, San Gabriel Road Phase II, and enhanced landscaping along San Gabriel Road. The third special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment District), Series 2007, which was issued in July 2007 in the amount of \$7,680,000 and acquired Calistoga Drive Phase I. The fourth special assessment revenue bond issue was the Estrella Mountain Ranch Community Facilities District Special Assessment Revenue Bonds, (Golf Village Assessment District No. 2), Series 2007 which was issued in the amount of \$6,928,000 in December 2007 and acquired Westar Drive Phases II – IV.

In addition to the special assessment revenue bonds issued by the District, three general obligation bonds have also been issued. The first general obligation bond issue was the Estrella Mountain Ranch Community Facilities District General Obligation Bonds, Series 2001 in the amount of

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\$200,000, for the acquisition of landscape renovations along Estrella Parkway from Elliot Road to San Miguel Drive. This Bond was called by the District on July 15, 2005. The second general obligation bond issued was the Estrella Mountain Ranch Community Facilities District General Obligation Bonds, Series 2005 in the amount of \$5,005,000, for the acquisition of a 16" water line, a 24" effluent line, the Lum lift station, and Estrella Parkway Phase 3A extension. The third general obligation bond issued was the Estrella Mountain Ranch Community Facilities District General Obligation bond issued was the Estrella Parkway Phase 3A extension. The third general obligation bond issued was the Estrella Mountain Ranch Community Facilities District General Obligation Bonds, Series 2007, in the amount of \$12,750,000, for the acquisition of the balance of the extension of Estrella Parkway Phase 3A, Estrella Parkway Phase 3B, Estrella Parkway Phase 3C, Rainbow Valley Water, Reclaimed Water, Sewer and Sewage Force Mains, H-7 Well Site Water Main Extension and H-10 Well Site Water Main Extension.

The District was created to finance the construction and acquisition of various public infrastructure described in the General Plan for Estrella Mountain Ranch. Montecito No. 2 ("Montecito Assessment District No. 2"), consisting primarily of residential development, is the portion of the District that will be benefited by the Projects described in Section Two of this Report. (See the map in Section Three of this Report). A legal description of Montecito Assessment District No. 2 has been included as [Appendix A-1] to this Report.

Estrella Mountain Ranch is being developed in phases with individual development areas, including Montecito Assessment District No. 2. Although the number of acres devoted to each particular type of land use may ultimately vary from those presented, at the time the land use plan was prepared the build-out of Estrella Mountain Ranch was expected to include the following:

| Type of Development | Acres Within the District (1) |
|---------------------|-------------------------------|
| Residential | 5,146 |
| Commercial | 654 |
| Schools | 122 |
| Municipal Uses | 157 |
| Open Space | 2,897 |
| Parks | 232 |
| Miscellaneous | 563 |
| Total Acreage | 9,771 |

Estrella Mountain Ranch Community Facilities District Land Use Plan

Footnote:

(1) Estimate: Subject to change.

Source: Applicant.

The following represents a description of the planning areas to be contained within Montecito Assessment District No. 2, as well as the estimated number of acres and lots to be contained within each planning area. The final number of lots may vary from those presented below.

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Land Use Plan

| Planning Areas | Land Area (Acres) | Platted / Planned Units | Lot Sizes | Owner | Status |
|-------------------|----------------------|-------------------------------|----------------|-----------|----------------|
| 9.4 | 24.9 | 47 | 75' x 135' | Applicant | Recorded Plat |
| 9.5 | 29.2 | 92 | 65' x 125' | Applicant | Recorded Plat |
| 9.6 | 31.9 | 80 | 70' x 130' | Applicant | Recorded Plat |
| 9.8 and No. 1* | 64.7 | 129 | 60'-80' x 130' | Applicant | Under Planning |
| No. 2 ** | 187.8 | 610 | Various | Applicant | Under Planning |
| - | 338.5 | 958 | | | |

Footnotes:

* Preplat submitted for 9.8 includes 106 single family lots. No. 1 area lot layout indicates 23 sinle family homes. Subject to change.

******Although Developer's current planning efforts indicate the parcel could be developed with an estimated 438 single family residential units, 172 townhomes and 12.5 commercial acres, ultimate number of residential units and commercial acres are subject to a number of factors including market conditions, consumer demand and construction constraints.

Source: Applicant

Future residents of Montecito Assessment District No. 2 will be advised of the existence of the District and the proposed issuance of the Bonds by way of a detailed disclosure pamphlet [See <u>Appendix B</u>] that discloses the existence of the special taxing District, and the property taxes and special assessment liens that will be levied on property within the District.

The estimated special assessment liens are anticipated to vary depending on the density of each product type within the planning areas of Montecito Assessment District No. 2. The estimated special assessment liens are indicated in an analysis in [Appendix D]. The final assessment liens will be dependent upon the final cost of the improvements financed, the benefit determined to have been received by each parcel as determined by the District's assessment engineer, as well as the bulk wholesale value of the parcels to be assessed as determined by an independent third party MAI appraiser.

SECTION TWO

DESCRIPTION OF THE PROJECTS

DESCRIPTION OF THE PROJECTS

The Projects to be acquired by the District in Montecito Assessment District No. 2 are described below.

1. South 182nd Drive and West Mountain Vista Drive Phase 1:

This project begins at the southern property line of Parcel 9.2 and continues south approximately 2,320 LF on 182nd Drive to West Mountain Vista Drive. On West Mountain Vista Drive the project goes west approximately 1,680 LF to just past Gas Line Trail.

On 182nd Drive between south boundary of Parcel 9.2 and just south of entrance of Parcel 9.26 costs include approximately 210 LF of full roadway improvements (design, engineering, installation of wet utilities, dry utilities, concrete, paving and landscape).

On 182nd Drive, in the area between entrance into Parcel 9.26 and the intersection at West Mountain Vista Drive, costs include installation of approximately 2,350 LF 8" sewer line and grading, engineering, design, survey, review fees, construction permits and testing related to this work.

On West Mountain Vista Drive, between intersection at 182nd Drive and Gas Line Trail, costs include installation of approximately 1,910 LF mostly 12" sewer line and grading, engineering, design, survey, review fees, construction permits and testing related to this work. This Project began in May 2010 and is now complete.

2. South 182nd Drive and West Mountain Vista Drive Phase 2:

This project begins just south of the entrance of Parcel 9.26 and continues south approximately 2,110 LF on 182nd Drive to West Mountain Vista Drive. On West Mountain Vista Drive the project extends 1,153 LF to the east to Willis Rd.

The costs of this project include full roadway improvements including design, engineering, installation of wet utilities, dry utilities, concrete, paving storm drain and landscape except the sewer line on 182nd Drive between south of Parcel 9.26 entrance and intersection of 182nd Drive and West Mountain Vista Drive. This segment of the sewer line is included in the South 182nd Drive and West Mountain Vista Drive Phase 1 improvements described above.

Certain segments of Phase 2 improvements are complete. Remaining improvements are scheduled for substantial completion by June 30, 2015.

3. Calistoga Drive 2-1:

This project begins at the current terminus of Calistoga Drive Phase 1, continues westward approximately 1,900 LF and stops just west of the Gas Line Trail. Costs include engineering, design, survey, review fees, construction permits, testing, grading, installation of wet utilities, dry utilities, storm drain, curb and gutter, asphalt pavement, landscaping and street lights. Calistoga Drive Phase 2-1 construction began in October of 2006 and was placed on hold following the installation of the utilities. The project has been restarted and is scheduled for substantial completion by June 30, 2015.

All work to be completed on the Projects referenced above will be installed per the approved plans, MAG specifications and details, and the City's Engineering Design Standards and Policies Manual.

See the attached maps in Section 3 for the location of the improvements and the corresponding area of benefit.

S. 182ND DRIVE AND W. MOUNTAIN VISTA DRIVE PHASE 1 COSTS REPRESENT ACTUAL COSTS, S. 182ND DRIVE AND W. MOUNTAIN VISTA DRIVE PHASE 2 AND CALISTOGA DRIVE 2-1 REPRESENT ENGINEER'S SEALED COST ESTIMATES.

A CFD IMPROVEMENT MAP SHOWING THE PROJECT LOCATION AND AREA OF BENEFIT IS FILED WITH AND IS A PART OF THIS REPORT AS SECTION THREE. THE COSTS AND EXPENSES ARE IN SUMMARY AS FOLLOWS:

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Project Acquisition/Construction Costs

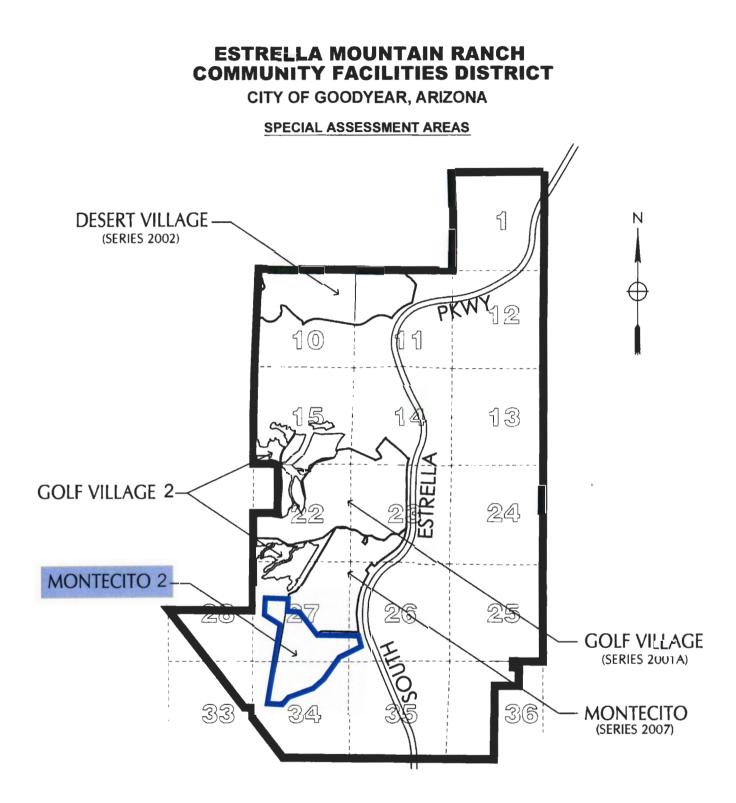
| | <u>Total E</u> | stimated Cost to |
|--|----------------|------------------|
| Description | <u>be_Ac</u> | quired by Bond |
| 1) 182nd WMV PH1 | \$ | 419,980 |
| Percentage of Improvements included in this Series 2014 SA Bond | | 100.0% |
| W. Mountain Vista Drive (182nd Dr. to 185th Dr.) costs to be acquired by | | |
| the Series 2014 SA Bond. | \$ | 419,980 |
| 2) 182nd WMV PH2 | \$ | 2,444,066 |
| Percentage of Improvements included in this Series 2014 SA Bond | | 100.0% |
| W. Mountain Vista Drive (182nd Dr. to 185th Dr.) costs to be acquired by | | |
| the Series 2014 SA Bond. | \$ | 2,444,066 |
| 3) Calistoga 2-1 | \$ | 2,471,388 |
| Percentage of Improvements included in this Series 2014 SA Bond | | 100.0% |
| South 182nd Drive and W. Mountain Vista Drive Ph 1 costs to be acquired | | |
| by the Series 2014 SA Bond. | \$ | 2,471,388 |
| Total | \$ | 5,335,434 |

Source: Applicant

SECTION THREE

LOCATION MAP OF THE PROJECTS AND MAP OF THE AREA TO BE BENEFITED

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Location Map



DESCRIPTION

A PORTION OF SECTIONS 22, 23, 26 AND 27, TOWNSHIP 1 NORTH, RANGE 3 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

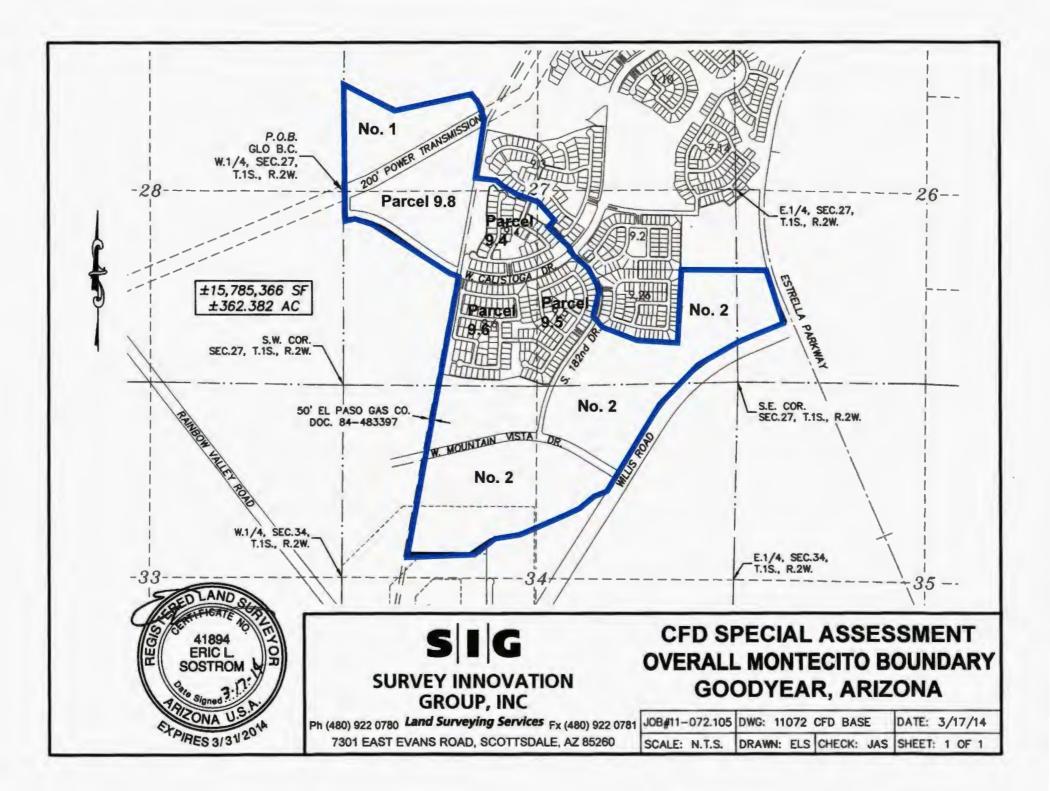
LEGEND

ESTRELLA MOUNTAIN RANCH COMMUNITY FACILITIES DISTRICT BOUNDARY

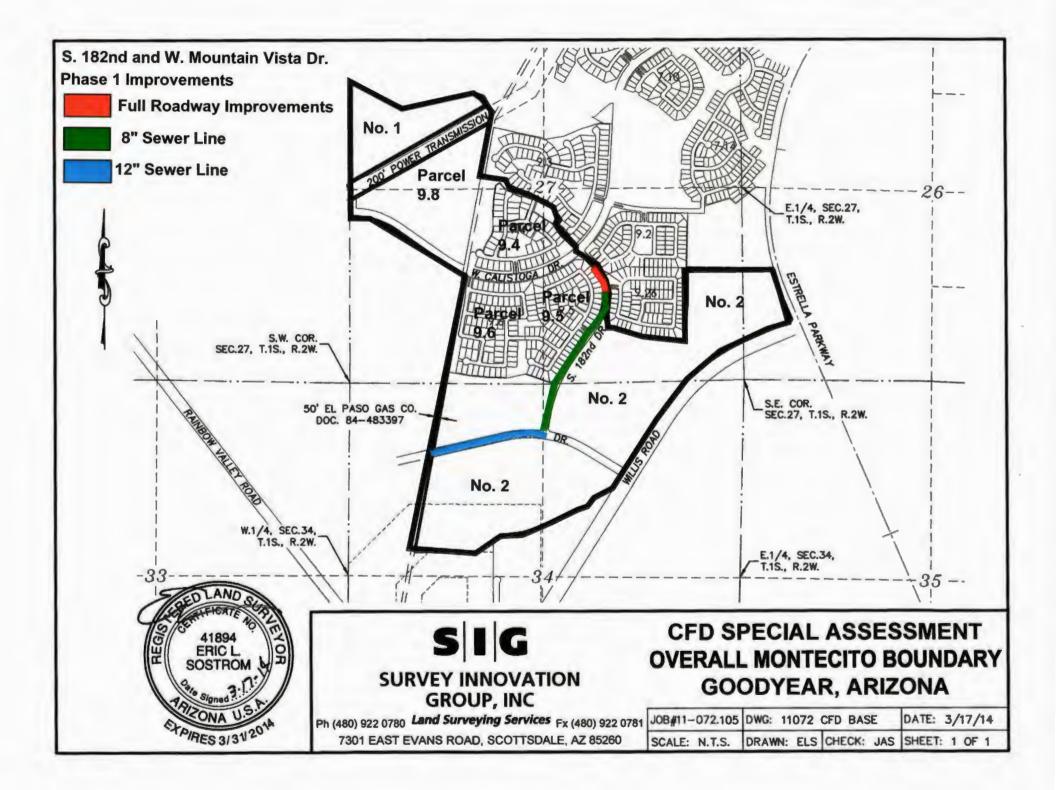


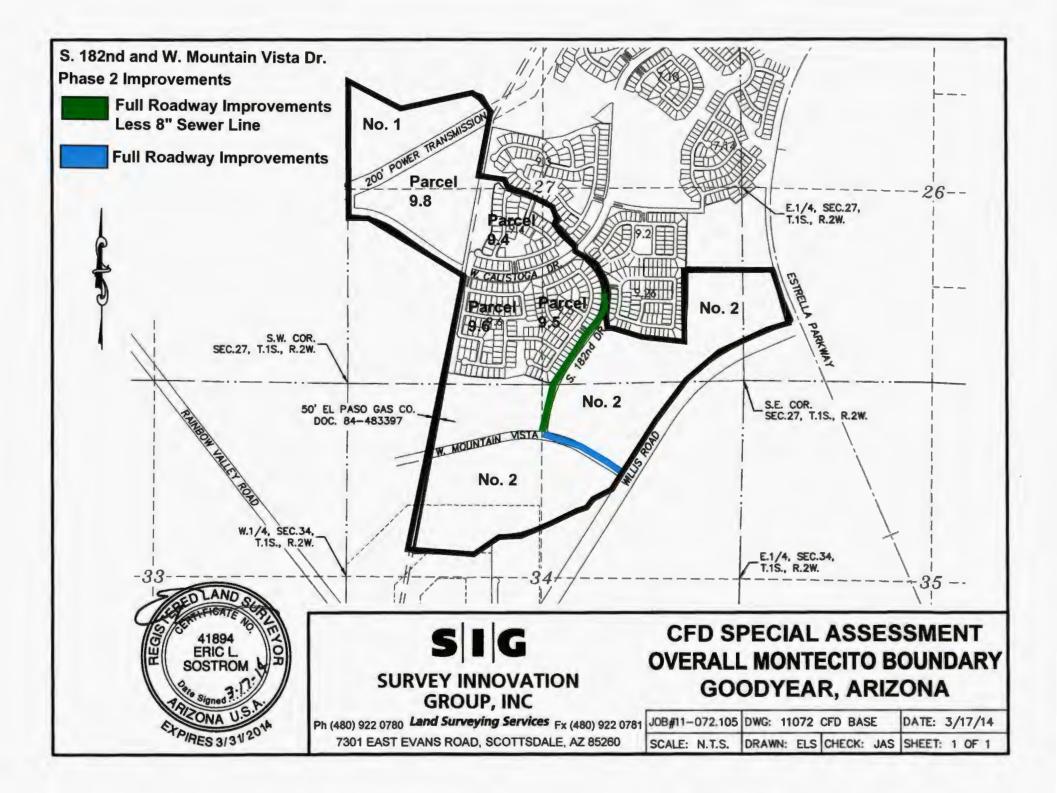
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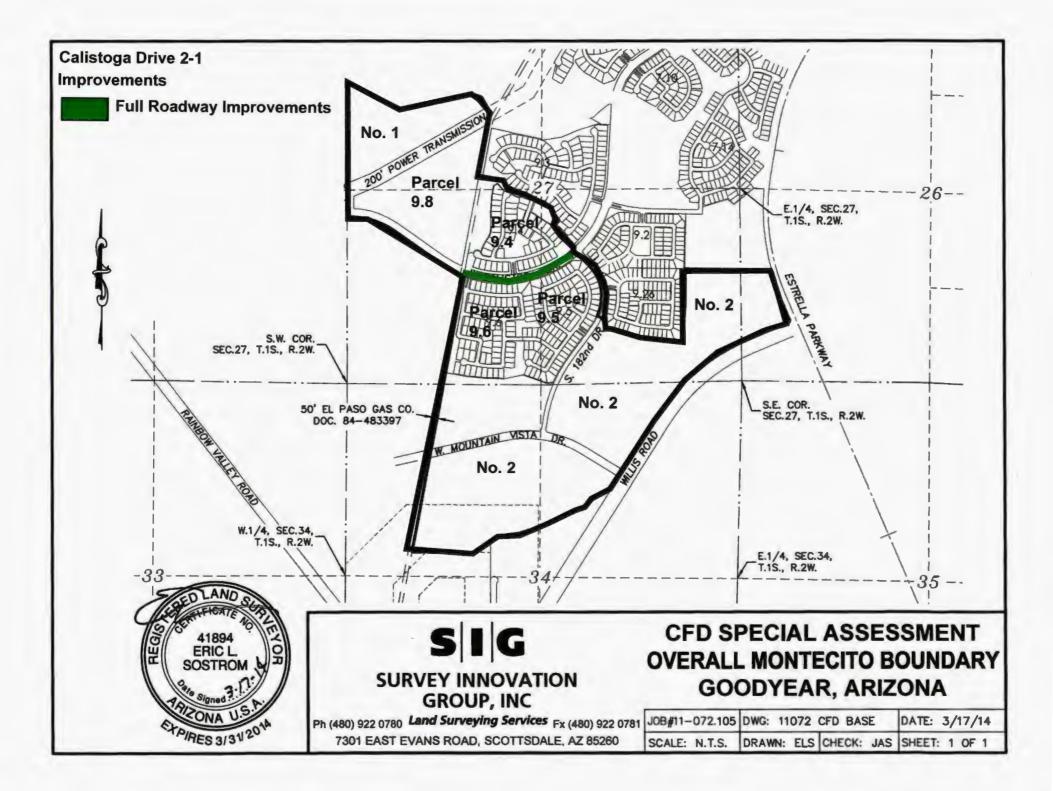
Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Map of the Area to be Benefited



Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Location Map of the Projects







Benefit Area Described

Parcels 9.4, 9.5 and 9.6 have recorded plats for 219 single family home sites ranging in size from 65' to 75' wide. Assessment areas Parcel 9.8 and No. 1 are under planning for 106 single family home sites of 60' wide and 23 single family home sites of 80' wide. Although Developer's current planning efforts indicate Assessment area No. 2 could be developed with an estimated 438 single family residential units, 172 townhomes and 12.5 commercial acres, ultimate number of residential units and commercial acres are subject to a number of factors including market conditions, consumer demand and construction constraints.

SECTION FOUR

ACTUAL AND ESTIMATED COST OF THE PROJECTS AND SCHEDULE FOR COMPLETION OF THE PROJECTS

ACTUAL AND ESTIMATED COST OF THE PROJECTS AND SCHEDULE FOR THE COMPLETION OF THE PROJECTS

Shown below is a summary of the actual and estimated costs and expenses of the Projects. The Applicant will advance the difference between the total Bond proceeds (less reserve fund) and the total Projects' cost in order to complete the Projects. Individual cost categories may increase or decrease so long as the total amount of the Bond issuance to acquire a portion of the total Projects' cost does not exceed \$6,000,000.

Upon the District's acquisition of the Projects, the District will dedicate the Projects to the City. Accordingly, the District will have no operating or maintenance expenses in connection with the Projects. District administrative expenses will be paid from funds of the District as described in the CFD Development Agreement. Net Bond proceeds (par amount of the Bonds less reserve fund) in the estimated amount not to exceed \$5,400,000 are expected to fund approximately 100% of the overall total Projects' cost.

Estrella Mountain Ranch Community Facilities District (City of Goodyear, AZ) Special Assessment Revenue Bonds (Montecito Assessment District No. 2) Series 2014 Actual and Estimated costs of the Projects / Schedule for Completion of the Projects

| | Amount included in Bond | | Completed as of 9/30/2014 | | Projected Completion Date |
|-----------------|----------------------------|-----------|---------------------------|-----------|-------------------------------------|
| 1 182nd WMV Ph1 | \$ | 419,980 | \$ | 419,980 | Approved by City July 20, 2011 |
| 2 182nd WMV Ph2 | \$ | 2,444,066 | \$ | 965,798 | Substantially Complete by 6/30/2015 |
| 3 Calistoga 2-1 | \$ | 2,471,388 | \$ | 1,339,348 | Substantially Complete by 6/30/2015 |
| Total | \$ | 5,335,434 | \$ | 2,725,126 | |

Footnote:

See Plan of Finance for the estimated Sources and Uses of Funds. **Source:** Applicant.

SECTION FIVE

PLAN OF FINANCE

PLAN OF FINANCE

- Costs of the acquisition of the Projects will be provided by the District pursuant to terms of this Report. (For the Projects to be dedicated to the City, the Applicant will provide for construction and the District will reimburse the Applicant for such Projects with the proceeds from the sale of the Bonds).
- 2) Construction contracts for the Projects either have been or will be, as the case may be, publicly bid and awarded pursuant to the public bid process of Title 34 of the Arizona Revised Statutes and applicable City requirements and administered in conformance with applicable law and such requirements.
- 3) (A) The District is requested to issue and sell, pursuant to the provisions of the Act, the Bonds, in an amount sufficient:
 - (i) to repay advances for the costs of the acquisition of the Projects and
 - (ii) to pay:
 - (a) all other amounts indicated in this Report and
 - (b) an amount necessary to fund a debt service reserve fund related to the Bonds in an amount not in excess of that permitted by the Act.

All amounts described above (collectively, the "Financeable Amount") may not exceed in principal amount \$6,000,000.

(B) The Applicant shall, prior to the issuance of the Bonds, use equity and/or third party financing to fund a portion of (3) (A) (i). In addition, the Applicant shall entirely fund (3) (A) (ii) (a) and all costs of issuance related to the Bonds.

- (C) The Bonds shall be payable from amounts collected by the District from, among other sources, the hereinafter described special assessment (the "Assessment").
 - (i) The Assessment shall be based on the Financeable Amount.
 - (ii) The Assessment shall be levied pursuant to the procedures prescribed by Sections 48-576 through 48-589, Arizona Revised Statutes, as amended, as nearly as practicable, and except as otherwise provided in the Report, upon all of the property included in the assessment area as indicated in [Appendix A-1] hereto based on the benefits to be received by and as allocated to the parcels into which the assessment area is or is to be divided. Such benefits shall be evidenced by an Assessment methodology prepared the District Engineer.
- (D) The estimated Sources and Uses of Funds of the Bonds (exclusive of accrued interest if any) including the estimated Applicant Contribution toward the cost of the Projects are as follows:

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Sources and Uses of Funds

| | 6,173,125.00 |
|------------------------------------|--------------|
| Additional Proceeds | 1,775.00 |
| Other Uses of Funds: | |
| | 348,125.00 |
| Underwriter's Discount (1) | 145,625.00 |
| Costs of Issuance (1) | 202,500.00 |
| Delivery Date Expenses: | 202 500 0 |
| Debt Service Reserve Fund (3) | 488,225.00 |
| Other Fund Deposits: | |
| Public Infrastructure Projects (2) | 5,335,000.00 |
| Project Fund Deposits: | |
| Uses: | |
| | 6,173,125.00 |
| Developer Contribution (1) | 348,125.00 |
| Other Sources of Funds: | |
| Par Amount | 5,825,000.00 |
| Bond Proceeds: | |

Footnotes:

(1) Preliminary, subject to change. The developer contribution includes the amount to be paid by the Applicant to pay costs of issuance, underwriter's discount and costs of the Projects not funded by Bond proceeds.

(2) Estimated amount provided by the Developer.

(3) Represents maximum annual debt service. **Source**: Stifel Nicolaus.

(E) The following is a breakdown of the estimated costs of issuance including underwriter fees to be paid by the Applicant:

Estrella Mountain Ranch Community Facilities District (City of Goodyear, AZ) Special Assessment Revenue Bonds (Montecito Assessment District No. 2) Series 2014 Estimated Cost of Issuance (1)

| Descriptions | |
|---------------------------------------|---------|
| Underwriter Discount | 145,625 |
| Bond Counsel | 60,000 |
| Underwriter's Counsel | 40,000 |
| CFD Financial Advisor | 40,000 |
| CFD Appraisal Fee | 7,500 |
| Bond Registrar, Paying Agent, Trustee | 15,000 |
| Printing Fees | 15,000 |
| Assessment Engineer | 20,000 |
| Miscellaneous Costs | 5,000 |
| Total Estimated Costs of Issuance (2) | 348,125 |

Footnotes:

 (1) All figures have been rounded. Certain individual amounts are estimates and may change when the final bond amount is determined. In no case will the final Bond amount exceed \$6,000,000.
(2) Estimate: Actual amounts may vary.
Source: Applicant.

- (F) An estimated annual debt service schedule for the Bonds (assuming a total issuance of \$6,000,000 in principal amount and current estimated interest rates) is shown in <u>Exhibit A</u>.
- (G) An estimated absorption schedule for the Development is shown in Exhibit B.
- 4) To the extent that cost savings may exist with respect to any Project category, such cost savings may be used to contract or fund overruns or District advances which may exist with respect to Projects authorized by this Report.
- 5) The Bonds are expected to have a 25 year maturity with the first year being interest only and the principal amount amortized over the remaining 24 years. The Bonds will not be rated or credit-enhanced in any form.
- 6) Bonds will be sold to accredited investors (as defined by Rule 501(a)), qualified institutional investors (as defined by Rule 144A) and/or sophisticated municipal market participants (as such term is customarily used in the industry) (collectively "Qualified Investors"). Secondary transfers of the Bonds will be permitted so long as such transfers are made through the broker dealer network so long as such transfers are to Qualified Investors.

- 7) An Assessment methodology will be prepared and approved by the District Engineer, demonstrating that the Assessments within each parcel are within a 4-to-1 value-to-lien requirement, except Parcel 9.8 and No. 1 have a 3 to 1 value to lien ratio.
- 8) Prior to closing on the Bonds, an MAI appraisal will be provided in a form acceptable to the District, showing that the market value of each parcel on a bulk, wholesale basis shall be at least four (4) times the amount of the assessment lien, except the market value of Parcel 9.8 and No. 1 shall be at least three (3) times the amount of the assessment lien.
- 9) Initially, the Assessments and any applicable administrative charges may be paid by the property owner of the assessed lot and collected by the City for the benefit of the District. However, upon the sale of homes to homeowners and/or at the discretion of the District, Assessments and any applicable administrative charges may be collected through the regular Maricopa County property tax bill as provided by an Intergovernmental Agreement ("IGA") which was recorded on July 17, 2007 as document no. 2007-0811440 between the District and the Maricopa County Treasurer's Office.
- 10) Assessment amounts on each individual lot will be determined by an allocation methodology reviewed and approved by the District Engineer. It is estimated that the residential Assessment amounts will range from approximately \$4,500 to \$8,000 depending upon the type of unit being assessed as well as the final density of each residential subdivision. Based on this range of Assessment, the estimated average annual Assessment payments are anticipated to range from approximately \$375 to \$667 [See Appendix D].

EXHIBIT A

ESTIMATED ANNUAL DEBT SERVICE SCHEDULE

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Bond Debt Service

| Period Ending | Principal | Coupon | Interest | Debt Service | Annual Debt Service |
|--------------------------|-----------|----------|--------------|---------------|------------------------|
| | | | | | |
| 12/23/2014 07/01/2015 | | | 197,726.39 | 197,726.39 | 197,726.39 |
| 01/01/2016 | | | 189,312.50 | 189,312.50 | |
| 07/01/2016 | 105,000 | 6.500% | 189,312.50 | 294,312.50 | 483,625.00 |
| 01/01/2017 | 100,000 | 0.000 /0 | 185,900.00 | 185,900.00 | |
| 07/01/2017 | 115,000 | 6.500% | 185,900.00 | 300,900.00 | 486,800.00 |
| 01/01/2018 | 110,000 | 0.000 % | 182,162.50 | 182,162.50 | 200,000.00 |
| 07/01/2018 | 120,000 | 6.500% | 182,162.50 | 302,162.50 | 484,325.00 |
| 01/01/2019 | 120,000 | 0.500 % | 178,262.50 | 178,262.50 | 10 1/0 20.00 |
| 07/01/2019 | 130,000 | 6.500% | 178,262.50 | 308,262.50 | 486,525.00 |
| 01/01/2020 | 200,000 | 0.000 1 | 174,037.50 | 174,037.50 | 2007020.00 |
| 07/01/2020 | 140,000 | 6.500% | 174,037.50 | 314,037.50 | 488,075.00 |
| 01/01/2021 | 140,000 | 0.000 / | 169,487.50 | 169,487.50 | 200,010.00 |
| 07/01/2021 | 145,000 | 6.500% | 169,487.50 | 314,487.50 | 483,975.00 |
| 01/01/2022 | 140,000 | 0.500 % | 164,775.00 | 164,775.00 | |
| 07/01/2022 | 155,000 | 6.500% | 164,775.00 | 319,775.00 | 484,550.00 |
| | 130,000 | 0.500 % | 159,737.50 | 159,737.50 | 101,000.00 |
| 01/01/2023 | 165 000 | 6.500% | 159,737.50 | 324,737.50 | 484,475.00 |
| 07/01/2023 | 165,000 | 0.000 % | 154,375.00 | 154,375.00 | |
| 01/01/2024 | 178.000 | 6.500% | 154,375.00 | 329,375.00 | 483,750.00 |
| 07/01/2024 | 175,000 | 0.300% | | | |
| 01/01/2025 | 100.000 | 6.500% | 148,687.50 | 148,687.50 | 487,375.0 |
| 07/01/2025 | 190,000 | 0.000% | 148,687.50 | 338,687.50 | |
| 01/01/2026 | 200 000 | - | 142,512.50 | 142,512.50 | 485,025.0 |
| 07/01/2026 | 200,000 | 6.500% | 142,512.50 | 342,512.50 | 900,020.00 |
| 01/01/2027 | 01E 000 | < 8008 | 136,012.50 | 136,012.50 | 487,025.0 |
| 07/01/2027 | 215,000 | 6.500% | 136,012.50 | 351,012.50 | 407,023.04 |
| 01/01/2028 | 000 000 | 6.500% | 129,025.00 | 129,025.00 | 488,050.0 |
| 07/01/2028 | 230,000 | 0.300% | 129,025.00 | 359,025.00 | 400,000.0 |
| 01/01/2029 | | - | 121,550.00 | 121,550.00 | 100 100 0 |
| 07/01/2029 | 245,000 | 6.500% | 121,550.00 | 366,550.00 | 488,100.0 |
| 01/01/2030 | | | 113,587.50 | 113,587.50 | |
| 07/01/2030 | 260,000 | 6.500% | 113,587.50 | 373,587.50 | 487,175.0 |
| 01/01/2031 | | | 105,137.50 | 105,137.50 | |
| 07/01/2031 | 275,000 | 6.500% | 105,137.50 | 380,137.50 | 485,275.0 |
| 01/01/2032 | | | 96,200.00 | 96,200.00 | |
| 07/01/2032 | 295,000 | 6.500% | 96,200.00 | 391,200.00 | 487,400.0 |
| 01/01/2033 | | | 86,612.50 | 86,612.50 | |
| 07/01/2033 | 310,000 | 6.500% | 86,612.50 | 396,612.50 | 483,225.0 |
| 01/01/2034 | | | 76,537.50 | 76,537.50 | |
| 07/01/2034 | 335,000 | 6.500% | 76,537.50 | 411,537.50 | 488,075.0 |
| 01/01/2035 | | | 65,650.00 | 65,650.00 | |
| 07/01/2035 | 355,000 | 6.500% | 65,650.00 | 420,650.00 | 486,300.0 |
| 01/01/2036 | | | 54,112.50 | 54,112.50 | |
| 07/01/2036 | 380,000 | 6.500% | 54,112.50 | 434,112.50 | 488,225.0 |
| 01/01/2037 | | | 41,762.50 | 41,762.50 | |
| 07/01/2037 | 400,000 | 6.500% | 41,762.50 | 441,762.50 | 483,525.0 |
| 01/01/2038 | | | 28,762.50 | 28,762.50 | |
| 07/01/2038 | 430,000 | 6.500% | 28,762.50 | 458,762.50 | 487,525.0 |
| 01/01/2039 | | | 14,787.50 | 14,787.50 | |
| 07/01/2039 | 455,000 | 6.500% | 14,787.50 | 469,787.50 | 484,575.0 |
| | 5,825,000 | | 6,035,701.39 | 11,860,701.39 | 11,860,701.3 |

Footnote:

Estimate, actual debt service schedule will be provided by the underwriter at the time of issuance and is subject to market conditions. Interest is estimated at 6.50% for the Bonds, which represents the 'AAA' Municipal Yield Index as of 10/8/14, plus a spread that represents similar rated credits of similar size, credit quality and amortization.

Source: Stifel Nicolaus.

EXHIBIT B

ANTICIPATED ABSORPTION SCHEDULE

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Anticipated Absorption Schedule (1)

| Fiscal Year | Builder Residential Home Sales | Cumulative Residential Lot Sales | Bond Debt Service | Annual Residential Assessments Available For Debt Service | A | nual Developer Assessments Available For Debt Service | A | Fotal Annual Assessments Available For Debt Service |
|----------------|---|--|----------------------|---|----|--|----|--|
| (A) | (B) | (C) | (D) | (E) | | (F) | | (D)=(E)+(F) |
| 2014 | - | - | - | \$ - | \$ | - | \$ | - |
| 2015 | 50 | 50 | 197,726 | \$ 5,160 | \$ | 192,567 | \$ | 197,726 |
| 2016 | 80 | 130 | 483,625 | \$ 45,434 | \$ | 438,191 | \$ | 483,625 |
| 2017 | 100 | 230 | 486,800 | \$ 91,466 | \$ | 395,334 | \$ | 486,800 |
| 2018 | 100 | 330 | 484,325 | \$ 141,556 | \$ | 342,769 | \$ | 484,325 |
| 2019 | 120 | 450 | 486,525 | \$ 198,063 | \$ | 288,462 | \$ | 486,525 |
| 2020 | 120 | 570 | 488,075 | \$ 259,831 | \$ | 228,244 | \$ | 488,075 |
| 2021 | 120 | 690 | 483,975 | \$ 318,272 | \$ | 165,703 | \$ | 483,975 |
| 2022 | 130 | 820 | 484,550 | \$ 381,874 | \$ | 102,676 | \$ | 484,550 |
| 2023 | 138 | 958 | 484,475 | \$ 416,709 | \$ | 67,766 | \$ | 484,475 |
| TOTAL | 958 | 958 | \$ 4,080,076 | \$ 1,858,366 | \$ | 2,221,711 | \$ | 4,080,076 |

Source: Applicant.

Footnotes:

(1) Absorption figures are estimates which are subject to market conditions and may change significantly.

APPENDIX A

LEGAL DESCRIPTION OF THE DISTRICT

February 27, 1997

LEGAL DESCRIPTION ESTRELLA - LEGAL 3

PARCEL 1

That part of Sections 1, 10, 11, 12, 13, 14, 15, 22, 23, 24, 25, 26, 27, 28, 31, 32, 33, 34, 35 and 36, Township 1 South, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

Beginning at the Northeast Corner of said Section 1, as shown on the "Estrella Phase One, Map of Dedication", as recorded in Book 318 of Maps, Page 38, Maricopa County Records;

Thence South 00°20'21" West (measured), South 00°20'03" West (record), along the East line of said Section 1, a distance of 2,710.50 feet (measured), 2708.61 feet (record) to the East Quarter Corner of said Section 1;

Thence South 00°13'59" West (measured), South 00°14'18" West (record), continuing along the East line of said Section 1, a distance of 2,640.94 feet (measured), 2641.11 feet (record) to the Northeast Corner of said Section 12;

Thence South 00°28'03" West (measured), South 00°28'10" West (record), along the East line of said Section 12, a distance of 2,641.29 feet (measured) 2641.01 feet (record) to the East Quarter Corner of said Section 12;

Thence South 00°13'23" West (measured), South 00°13'30" West (record), continuing along the East line of said Section 12, a distance of 2,646.70 feet to the Northeast Corner of said Section 13;

Thence South 00°0753" West, along the East line of said Section 13, a distance of 2,644.87 feet to the East Quarter Corner of said Section 13;

Thence South 00°13'33" West, continuing along the East line of said Section 13, a distance of 2,617.62 feet to the Northeast Corner of said Section 24;

Thence South 00°13'33" West, along the East line of said Section 24, a distance of 2,653.28 feet to the East Quarter Corner of said Section 24;

Thence South 00°17'47" West, continuing along the East line of said Section 24, a distance of 2,643.64 feet to the Northeast Corner of said Section 25;

Thence South 00°08'16" West, along the East line of said Section 25, a distance of 2,640.90 feet to the East Quarter Corner of said Section 25;

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Thence South 00°12'04" West, continuing along the East line of said Section 25, a distance of 2,633.25 feet to the Northeast Corner of said Section 36;

Thence North 89°13'00" West, along the North line of said Section 36, a distance of 1,624.40 feet to the Northwest Corner of the Northeast Quarter of the Northwest Quarter of the Northwest Quarter of the Northwest Quarter of said Section 36;

Thence South 00°31'11" West, along the West line of the Northeast Quarter of the Northeast Quarter of the Northeast Quarter of said Section 36, a distance of 332.14 feet to the Southwest Corner thereof;

Thence South 89°15'58" East, along the South line of the Northeast Quarter of the Northeast Quarter of the Northwest Quarter of said Section 36, a distance of 325.17 feet to a point on the East line of the Northwest Quarter of the Northeast Quarter of said Section 36;

Thence South 00°28'07" West, along said East line, a distance of 995.59 feet to the Southeast Corner of the Northwest Quarter of the Northeast Quarter of said Section 36;

Thence North 89°24'51" West, along the South line of the Northwest Quarter of the Northeast Quarter of said Section 36, a distance of 1,304.25 feet to a point on the North-South mid-section line of said Section 36;

Thence South 00°40'22" West, along said North-South mid-section line, a distance of 3,968.88 feet to the South Quarter Corner of said Section 36;

Thence North 89°36'54" West, along the South line of said Section 36, a distance of 2,638.53 feet to the Southeast Corner of said Section 35;

Thence North 89°36'09" West, along the South line of said Section 35, a distance of 2,633.38 feet to the South Quarter Corner of said Section 35;

Thence North 89°34'19" West, continuing along the South line of said Section 35, a distance of 2,644.84 feet to the Southeast Corner of said Section 34;

Thence North 89°29'43" West, along the South line of said Section 34, a distance of 2,637.81 feet to the South Quarter Corner of said Section 34;

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Thence North 89°29'43" West, continuing along the South line of said Section 34, a distance of 964.18 feet to a point on the Northeasterly right-of-way line of "Rainbow Valley Road," as recorded in Book 10 of Road Maps, Page 25 & 26, Maricopa County Records;

Thence North 37°50'26" West, along the Northeasterly right-of-way line of said "Rainbow Valley Road," a distance of 2,704.64 feet to a point on the East line of said Section 33;

Thence North 00°21'07" East, along said East line, a distance of 564.43 feet to the East Quarter Corner of said Section 33;

Thence North 89°49'56" West, along the East-West mid-section line of said Section 33, a distance of 442.93 feet to a point on the Northeasterly right-of-way line of said "Rainbow Valley Road";

Thence North 37°50'26" West, along said Northeasterly right-of-way line of "Rainbow Valley Road," a distance of 6,709.50 feet to a point on the East-West mid-section line of said Section 28;

Thence South 89°27'48" East, along said East-West mid-section line, a distance of 4,600.62 feet to the West Quarter Corner of said Section 27;

Thence North 00°28'09" East, along the West line of said Section 27, a distance of 2,657.12 feet to the Southwest Corner of said Section 22;

Thence North 00°14'06" East, along the West line of said Section 22, a distance of 2,630.12 feet to the West Quarter Corner of said Section 22;

Thence South 89°51'29" East, along the East-West mid-section line of said Section 22, a distance of 1,319.81 feet to the Southeast Corner of the West Half of the Northwest Quarter of said Section 22;

Thence North 00°11'40" East, along the East line of the West Half of the Northwest Quarter of said Section 22, a distance of 2,641.50 feet to the Northeast Corner of the West Half of the Northwest Quarter of said Section 22;

Thence North 89°24'39" West, along the North line of the West Half of the Northwest Quarter of said Section 22, a distance of 1,321.54 feet to the Southwest Corner of said Section 15;

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Thence North 00°03'52" East, along the West line of said Section 15, a distance of 2,651.85 feet to the West Quarter Corner of said Section 15, said point also being the Southwesterly Boundary Corner of said "Estrella Phase One, Map of Dedication;"

Thence North 01°27'57" East (measured), North 01°27'59" East (record), continuing along the West line of said Section 15, a distance of 2,614.84 feet (measured), 2614.86 feet (record) to the Southwest Corner of said Section 10;

Thence North 02°27'13" East (measured), North 02°27'17" East (record), along the West line of said Section 10, a distance of 2,633.92 feet (measured), 2,633.92 feet (record) to the West Quarter Corner of said Section 10;

Thence North 02°22'18" East (measured), North 02°22'31" East (record), continuing along the West line of said Section 10, a distance of 2,635.09 feet (measured), 2,635.54 feet (record) to the Northwest Corner of said Section 10;

Thence South 89°13'00" East (measured), South 89°12'35" East (record), along the North line of said Section 10, a distance of 2,650.33 feet (measured), 2,650.49 feet (record) to the North Quarter Corner of said Section 10;

Thence South 89°22'02" East (measured), South 89°21'52" East (record), continuing along the North line of said Section 10, a distance of 2,638.74 feet (measured), 2,639.03 feet (record) to the Northwest Corner of said Section 11;

Thence South 89°31'04" East (measured), South 89°31'03" East (record), along the North line of said Section 11, a distance of 2,649.70 feet (measured), 2,649.92 feet (record) to the North Quarter Corner of said Section 11;

Thence South 89°39'41" East (measured), South 89°39'05" East (record), continuing along the North line of said Section 11, a distance of 2,649.36 feet (measured), 2,649.51 feet (record) to the Southwest Corner of said Section 1;

Thence North 00°39'36" East (measured), North 00°39'46" East (record), along the West line of said Section 1, a distance of 2,606.21 feet (measured), 2,606.59 feet (record) to the West Quarter Corner of said Section 1;

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Thence North 02°11'20" West (measured), North 02°10'59" West (record), continuing along the West line of said Section 1, a distance of 2,694.65 feet (measured), 2,694.49 feet (record) to the Northwest Corner of said Section 1;

Thence North 89°37'33" East (measured), North 89°37'44" East (record), along the North line of said Section 1, a distance of 2,470.13 feet (measured) to the Southeast. Corner of Section 36, Township 1 North, Range 2 West of the Gila and Salt River Meridian, Maricopa County, Arizona;

Thence North 89°43'37" East (measured), North 89°37'44" East (record), continuing along the North line of said Section 1, a distance of 70.26 feet (measured) to the North Quarter Corner of said Section 1;

Thence North 89°43'37" East (measured), North 89°46'12" East (record), continuing along the North line of said Section 1, a distance of 2,521.98 feet (measured), 2,521.62 feet (record) to the Point of Beginning.

Containing 10,067.869 Acres more or less.

PARCEL 2

That part of the Southwest Quarter of Section 34, Township 1 South, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

Beginning at the Southwest Corner of said Section 34;

Thence North 00°21'07" East, along the West line of said Section 34, a distance of 1,991.83 feet to a point on the Southwesterly right-of-way line of "Rainbow Valley Road," as recorded in Book 10 of Road Maps, Page 25 & 26, Maricopa County Records;

Thence South 37°50'26" East, along the Southwesterly right-of-way line of "Rainbow Valley Road," a distance of 2,539.67 feet to a point on the South line of said Section 34;

Thence North 89°29'43" West, along said South line, a distance of 1,570.30 feet to the Point of Beginning.

Containing 35.902 Acres more or less.

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PARCEL 3

That part of the Southwest Quarter of Section 28, Township 1 South, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

Beginning at the Southwest Corner of said Section 28;

Thence North 00°08'04" East, along the West line of said Section 28, a distance of 2,641.56 feet to the West Quarter Corner of said Section 28;

Thence South 89°27'48" East, along the East-West mid-section line of said Section 28, a distance of 583.08 feet to a point on the Southwesterly right-of-way line of "Rainbow Valley Road," as recorded in Book 10 of Road Maps, Page 25 & 26, Maricopa County Records;

Thence South 37°50'26" East, along the Southwesterly right-of-way line of said "Rainbow Valley Road," a distance of 3,329.90 feet to a point on the South line of said Section 28;

Thence South 89°51'39" West, along the South line of said Section 28, a distance of 2,632.04 feet to the Point of Beginning.

Containing 97.276 Acres more or less.

PARCEL 4

That part of the North Half of Section 33 and the South Half of the North Half of Section 32, Township 1 South, Range 2 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

Beginning at the East Quarter Corner of said Section 32;

Thence North 89°48'26" West, along the East-West mid-section line of said Section 32, a distance of 5,208.80 feet to a point on the Easterly right-of-way line of "Tuthill Road," as recorded in Book 33 of Road Maps, Page 39 and Instrument #92-109925, Maricopa County Records, said line being parallel with and 40.00 feet Easterly, as measured at right angles, from the West line of said Section 32;

Thence North 01°01'17" West, along the Easterly right-of-way line of said "Tuthill Road," a distance of 1,338.76 feet to point on the North line of the South Half of the North Half of said Section 32;

Legal Description for Estrella - Legal 3 February 27, 1997 Page 7 of 7

Thence South 89°39'25" East, along the North line of the South Half of the North Half of said Section 32, a distance of 5,241.38 feet to the Northwest Corner of the South Half of the Northwest Quarter of said Section 33;

Thence South 89°59'09" East, along the North line of the South Half of the Northwest Quarter of said Section 33, a distance of 2,644.85 feet to a point on the North-South mid-section line of said Section 33;

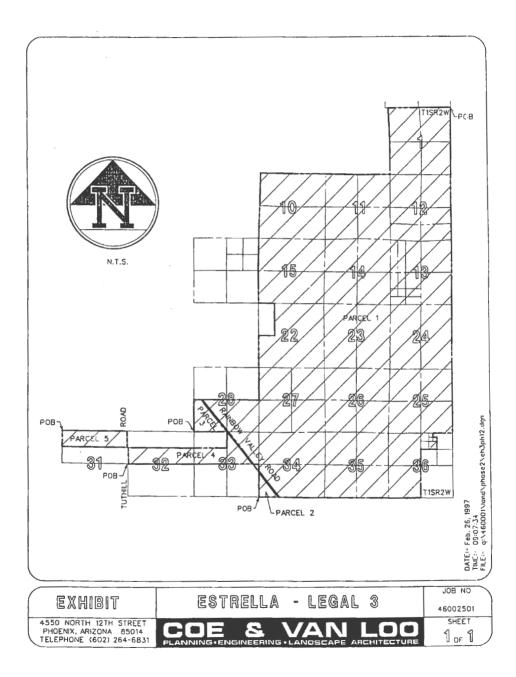
Thence North 00°31'52" East, along said North-South mid-section line, a distance of 1,310.78 feet to a point on the Southwesterly right-of-way line of "Rainbow Valley Road";

Thence South 37°50'26" East, along the Southwesterly right-of-way line of said "Rainbow Valley Road,", a distance of 3,353.83 feet to a point on the East-West mid-section line of said Section 33;

Thence North 89°49'56" West, along said East-West mid-section line, a distance of 4,723.13 feet to the Point of Beginning.

Containing 303.465 Acres more or less.

Containing 10,504.512 Acres total more or less.



EXCEPT the following parcels, legally described as follows:

- Estrella Parcel 8, according to Book 318 of Maps, Page 39, Records of Maricopa County, Arizona.
- b) Lots 22, 23, 24, 28 32, 38, 39, 75, and Tracts A, B, C and D of Estrella Parcel 9, according to Book 318 of Maps, Page 40, Records of Maricopa County, Arizona.
- c) SunChase at Estrella Parcel 33, according to 451 of Maps, Page 21, Instrument No. 97-0697454, Records of Maricopa County, Arizona.
- Estrella Parcel 34, according to Book 329 of Maps, Page 34, Records of Maricopa County, Arizona.
- Estrella Mountain Ranch Parcel 43, according to Book 482 of Maps, Page 50, Instrument No. 98-0938131, Records of Maricopa County, Arizona.
- f) Estrella Parcel 51, according to Book 325 of Maps, Page 41; and Affidavit of Correction recorded in Instrument No. 90-387749, Records of Maricopa County, Arizona.
- g) Estrella Parcel 55, according to Book 325 of Maps, Page 42, and Affidavit of Correction recorded in Instrument No. 89-475003, Records of Maricopa County, Arizona.
- Estrella Parcel 56, according to Book 329 of Maps, Page 33, Records of Maricopa County, Arizona.
- Estrella Parcel 56A, according to Book 419 of Maps, Page 42 in Instrument No. 96-0488725, Records of Maricopa County, Arizona.
- Estrella Parcel 57 amended, according to Book 329 of Maps, Page 12, Records of Maricopa County, Arizona.
- Estrella Parcel 58, according to Book 321 of Maps, Page 31; and Affidavit of Correction recorded in Instrument No. 89-303317, Records of Maricopa County, Arizona.
- Estrella Parcel 60, according to Book 321 of Maps, Page 30; and Affidavit of Correction recorded in Instrument No. 89-336248, Records of Maricopa County, Arizona.
- m) SunChase at Estrella Parcels 62-64, according to Book 438 of Maps, Page 42 in Instrument No. 97-0236401, Records of Maricopa County, Arizona.
- SunChase at Estrella Parcel 66, according to Book 442 of Maps, Page 03 in Instrument No. 97-0339182, Records of Maricopa County, Arizona.
- o) Parcel 30B, in Instrument No. 89-0098746, Records of Maricopa County, Arizona.

- Parcel 30B, landscape tract in Instrument No. 94-474763, Records of Maricopa County, Arizona.
- q) Parcel 38, in Instrument No. 88-571563, Records of Maricopa County, Arizona.
- Parcel 38, landscape tract in Instrument No. 94-474764, Records of Maricopa County, Arizona.
- s) Parcel 53, in Instrument No. 90-387712, Records of Maricopa County, Arizona.
- Parcel 53, landscape tract in Instrument No. 94-474765, Records of Maricopa County, Arizona.
- North Lake and South Lake, in Instrument No. 90-538581, Records of Maricopa County, Arizona.
- V) Lakes common area, in Instrument No. 94-474760, Records of Maricopa County, Arizona.
- w) Lakes common area, in Instrument No. 94-481850, Records of Maricopa County, Arizona.
- Parcel 54 (ballfield), in Instrument No. 97-0911325, Records of Maricopa County, Arizona.
- y) APS sub-station, in Instrument No. 88-618019, Records of Maricopa County, Arizona.
- Estrella Parcel 52 amended, according to Book 512 of Maps, Page 31, Instrument No. 99-0878298, Records of Maricopa County, Arizona.
- Parcel 26 according to Book 508 of Maps, Page 38, Instrument No. 99-072948, Records of Maricopa County, Arizona.
- bb) Land described as tax parcel 400-03-022N and any other real property including rightsof-way owned by the City of Goodyear or any other governmental entity.
- cc) Land described as tax parcel 400-52-211R.

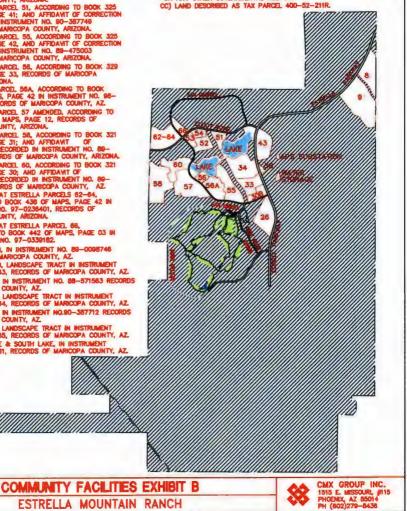
EXCEPTION PARCELS:

- A) ESTRELLA PARCEL 8, ACCORDING TO BOOK 318 OF MAPS, PAGE 39, RECORDS OF MARICOPA COUNTY, ARIZONA.
- B) LOTS 22, 23, 24, 28-32, 38, 39, 75, AND TRACTS A, B, C, & D OF ESTRELLA PARCEL 9, ACCORDING TO BOOK 318 OF MAPS, PAGE 40, RECORDS OF MARICOPA COUNTY, AZ
- C) SUNCHASE AT ESTRELLA PARCEL 33, ACCORDING TO 451 OF MAPS, PAGE 21, INSTRUMENT NO. 97-0697454 RECORDS OF, MARICOPA COUNTY, ARIZONA.
- D) ESTRELLA PARCEL 34, ACCORDING TO BOOK 329 OF MAPS, PAGE 34, RECORDS OF MARICOPA COUNTY, ARIZONA.
- E) ESTRELLA MOUNTAIN RANCH PARCEL 43, ACCORDING TO BOOK 482 OF MAPS, PAGE 50, INSTRUMENT NO. 98-0838131 RECORDS OF
- INSTRUMENT NO. 80-0838131 RECORDS OF MARICOPA COUNTY, ARIZONA. F) ESTRELLA PARCEL 51, ACCORDING TO BOOK 325 OF MAPS, PAGE 41; AND AFFIDAVIT OF CORRECTION RECORDED IN INSTRUMENT NO. 80-387749 RECORDED IN INSTRUMENT NO. 80-387749 (C) ESTRELLA PARCEL 55, ACCORDING TO BOOK 325 OF MAPS, PAGE 42, AND AFFDAVIT OF CORRECTION RECORDED IN INSTRUMENT NO. 80-475003 RECORDED IN INSTRUMENT NO. 80-475003 RECORDED IN INSTRUMENT NO. 80-475003
- H) ESTRELLA PARCEL 56, ACCORDING TO BOOK 329 OF MAPS, PAGE 33, RECORDS OF MARICOPA COUNTY, ARIZONA.
- I) ESTRELLA PARCEL 55A, ACCORDING TO BOOK 419 OF MAPS, PAGE 42 IN INSTRUMENT NO. 98-0468725, RECORDS OF MARICOPA COUNTY, AZ
- J) ESTRELLA PARCEL 57 AMENDED, ACCORDING TO BOOK 329 OF MAPS, PAGE 12, RECORDS OF MARICOPA COUNTY, ARIZONA.
- K) ESTRELLA PARCEL SB, ACCORDING TO BOOK 321 OF MAPS, PAGE 31; AND AFFIDAVIT OF CORRECTION RECORDED IN INSTRUMENT NO. 89-303317, RECORDS OF MARICOPA COUNTY, ARIZONA.
- L) ESTRELLA PARCEL 60, ACCORDING TO BOCK 321 OF MAPS, PAGE 30; AND AFFIDANT OF CORRECTION RECORDED IN INSTRUMENT NO. 89-336248, RECORDS OF MARICOPA COUNTY, AZ
- MUSINGHASE AT ESTRELLA PARCELS 62-64, ACCORDING TO BOOK 438 OF MAPS, PAGE 42 N INSTRUMENT NO. 97-0236401, RECORDS OF MARICOPA COUNTY, ARIZONA.
- N) SUNCHASE AT ESTRELLA PARCEL 66, ACCORDING TO BOOK 442 OF MAPS, PAGE 03 IN INSTRUMENT NO. 97-0339182.
- 0) PARCEL 308, IN INSTRUMENT NO. 89-0098746 RECORDS OF MARICOPA COUNTY, AZ.
- P) PARCEL 308, LANDSCAPE TRACT IN INSTRUMENT NO. 94-474763, RECORDS OF MARICOPA COUNTY, AZ.
- Q) PARCEL 38, IN INSTRUMENT NO. 88-571563 RECORDS OF MARICOPA COUNTY, AZ.
- R) PARCEL 38, LANDSCAPE TRACT IN INSTRUMENT NO. 94-474764, RECORDS OF MARICOPA COUNTY, AZ.
- S) PARCEL 53, IN INSTRUMENT NO.90-387712 RECORDS OF MARICOPA COUNTY, AZ.
- T) PARCEL 53, LANDSCAPE TRACT IN INSTRUMENT NO. 94-474765, RECORDS OF MARICOPA COUNTY, AZ. U) NORTH LAKE & SOUTH LAKE, IN INSTRUMENT NO. 90-538561, RECORDS OF MARICOPA COUNTY, AZ.

- V) LAKES COMMON AREA, IN INSTRUMENT NO. 94-474780, RECORDS OF MARICOPA COUNTY, AZ. W) LAKES COMMON AREA, IN INSTRUMENT NO. 94-481850, RECORDS OF MARICOPA COUNTY, AZ.

 - V PARCEL 54 (BALLFER), N NSTRUMENT NO. 87-0911323, RECORDS OF MARCOPA COUNT, AZ Y) APS SUB-STAINON, W INSTRUMENT NO. 88-616019, RECORDS OF MARCOPA COUNT, AZ 2) ESTRELA PARCEL 32 AMENDED, ACCORDING TO BOOK 512
 - OF MAPS, PAGE 31, INSTRUMENT NO. 99-0678298, RECORDS
 - OF MARICOPA COUNTY, ARIZONA. AA) PARCEL 25 ACCORDING TO BOOK 505 OF MAPS, PAGE 38,
 - INSTRUMENT NO. 99-072948, RECORDS OF MARICOPA COUNTY, ARIZONA
 - BB) LAND DESCRIBED AS TAX PARCEL 400-03-022N AND ANY OTHER REAL PROPERTY INCLUDING RIGHTS-OF-WAY OWNED BY THE CITY OF GOODYEAR OR ANY OTHER GOVERNMENTAL AGENCY.

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ESTRELLA MOUNTAIN RANCH

APPENDIX A-1

LEGAL DESCRIPTION OF THE ASSESSMENT AREA

Estrella Mountain Ranch Community Facilities District – Montecito Special Assessment District No. 2, Series 2014 Overall Assessment Boundary Goodyear. Arizona

October 27, 2014 Job No. 2011-072.105 Page 1 of 4

A PORTION OF SECTIONS 26, 27 AND 34, OF TOWNSHIP 1 SOUTH, RANGE 2 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A G.L.O. BRASS CAP MARKING THE WEST QUARTER CORNER OF SAID SECTION 27, TOWNSHIP 1 SOUTH, RANGE 2 WEST;

THENCE NORTH 00 DEGREES 28 MINUTES 33 SECONDS EAST, ALONG THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 27, A DISTANCE OF 1,471.22 FEET;

THENCE SOUTH 63 DEGREES 45 MINUTES 06 SECONDS EAST, A DISTANCE OF 830.00 FEET;

THENCE NORTH 77 DEGREES 59 MINUTES 56 SECONDS EAST, A DISTANCE OF 980.00 FEET;

THENCE SOUTH 71 DEGREES 42 MINUTES 22 SECONDS EAST, A DISTANCE OF 118.45 FEET,

THENCE SOUTH 29 DEGREES 31 MINUTES 22 SECONDS EAST, A DISTANCE OF 158.00 FEET TO THE NORTHERLY RIGHT OF WAY LINE OF ELECTRIC POWER TRANSMISSION LINE PER U.S.D.I. R/W #A-10350;

THENCE SOUTH 04 DEGREES 54 MINUTES 58 SECONDS EAST, A DISTANCE OF 220.19 FEET TO THE SOUTHERLY RIGHT OF WAY LINE OF SAID ELECTRIC POWER TRANSMISSION LINE;

THENCE SOUTH 10 DEGREES 45 MINUTES 59 SECONDS WEST, ALONG THE WESTERLY RIGHT OF WAY LINE OF A 50' WIDE EASEMENT FOR EL PASO NATURAL GAS COMPANY, PER DOCUMENT NO. 1984-483397, A DISTANCE OF 719.19 FEET;

THENCE SOUTH 79 DEGREES 14 MINUTES 01 SECONDS EAST, ALONG THE EXTENSION AND SOUTHERN LINE OF THE PLAT "CORONADO VILLAGE AT ESTRELLA MOUNTAIN RANCH PARCEL 9.3" AS RECORDED IN BOOK 858, PAGE 50, RECORDS OF MARICOPA COUNTY, ARIZONA (M.C.R.), A DISTANCE OF 151.00 FEET;

THE FOLLOWING NINE CALLS ARE ALONG THE SOUTHERLY LINE OF SAID PARCEL 9.3 PLAT: THENCE SOUTH 76 DEGREES 56 MINUTES 41 SECONDS EAST, A DISTANCE OF 175.19 FEET;

THENCE SOUTH 40 DEGREES 04 MINUTES 02 SECONDS EAST, A DISTANCE OF 119.56 FEET;

THENCE SOUTH 64 DEGREES 59 MINUTES 34 SECONDS EAST, A DISTANCE OF 339.56 FEET;

THENCE SOUTH 69 DEGREES 43 MINUTES 29 SECONDS EAST, A DISTANCE OF 205.13 FEET;

THENCE SOUTH 51 DEGREES 51 MINUTES 25 SECONDS EAST, A DISTANCE OF 61.69 FEET;

THENCE SOUTH 35 DEGREES 22 MINUTES 26 SECONDS EAST, A DISTANCE OF 226.47 FEET;

THENCE SOUTH 35 DEGREES 12 MINUTES 45 SECONDS EAST, A DISTANCE OF 27.07 FEET;

THENCE SOUTH 43 DEGREES 08 MINUTES 11 SECONDS WEST, A DISTANCE OF 87.07 FEET;

Page 2 of 4



THENCE SOUTH 43 DEGREES 42 MINUTES 30 SECONDS EAST, A DISTANCE OF 399.88 FEET TO THE POINT OF A NON TANGENT CURVE CONCAVE NORTHWESTERLY, OF WHICH THE RADIUS POINT LIES NORTH 43 DEGREES 18 MINUTES 12 SECONDS WEST, A RADIAL DISTANCE OF 1,415.00 FEET;

THENCE SOUTHWESTERLY ALONG THE ARC OF THE WESTERLY RIGHT OF WAY OF WEST CALISTOGA DRIVE, AS RECORDED IN BOOK 846, PAGE 36, M.C.R., THROUGH A CENTRAL ANGLE OF 02 DEGREES 11 MINUTES 03 SECONDS, A DISTANCE OF 53.94 FEET;

THENCE SOUTH 41 DEGREES 07 MINUTES 10 SECONDS EAST, A DISTANCE OF 110.00 FEET;

THENCE SOUTH 87 DEGREES 00 MINUTES 08 SECONDS EAST, ALONG THE WESTERLY RIGHT OF WAY LINE OF SOUTH 182[№] DRIVE, A DISTANCE OF 21.54 FEET;

THENCE SOUTH 42 DEGREES 53 MINUTES 07 SECONDS EAST, A DISTANCE OF 168.93 FEET;

THENCE SOUTH 45 DEGREES 10 MINUTES 33 SECONDS EAST, A DISTANCE OF 50.04 FEET TO THE POINT OF CURVE OF A NON TANGENT CURVE TO THE RIGHT, OF WHICH THE RADIUS POINT LIES SOUTH 47 DEGREES 06 MINUTES 53 SECONDS WEST, A RADIAL DISTANCE OF 570.00 FEET;

THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 48 DEGREES 08 MINUTES 23 SECONDS, A DISTANCE OF 478.91 FEET TO A POINT OF COMPOUND CURVE TO THE RIGHT HAVING A RADIUS OF 760.00 FEET AND A CENTRAL ANGLE OF 17 DEGREES 33 MINUTES 45 SECONDS;

THENCE SOUTHERLY ALONG THE ARC, A DISTANCE OF 232.96 FEET;

THENCE SOUTH 67 DEGREES 10 MINUTES 59 SECONDS EAST, A DISTANCE OF 60.00 FEET TO A SOUTHERLY LINE OF THE FINAL PLAT OF "MONTECITO VILLAGE AT ESTRELLA MOUNTAIN RANCH PARCEL 9.26" AS RECORDED IN BOOK 1053, PAGE 49, M.C.R.;

THENCE SOUTH 32 DEGREES 49 MINUTES 54 SECONDS EAST, A DISTANCE OF 157.09 FEET;

THENCE SOUTH 71 DEGREES 48 MINUTES 28 SECONDS EAST, A DISTANCE OF 452.63 FEET;

THENCE SOUTH 85 DEGREES 21 MINUTES 42 SECONDS EAST, A DISTANCE OF 581.65 FEET;

THENCE NORTH 04 DEGREES 38 MINUTES 18 SECONDS EAST, A DISTANCE OF 469.43 FEET;

THENCE NORTH 01 DEGREES 11 MINUTES 09 SECONDS EAST, A DISTANCE OF 514.97 FEET;

THENCE SOUTH 88 DEGREES 48 MINUTES 52 SECONDS EAST, DEPARTING SAID "PARCEL 9.26", A DISTANCE OF 1,171.66 FEET TO THE WESTERLY RIGHT OF WAY LINE OF MAP OF DEDICATION OF "ESTRELLA PARKWAY PHASE 3", AS RECORDED IN BOOK 771, PAGE 9, M.C.R., BEING A POINT OF A NON TANGENT CURVE CONCAVE EASTERLY, OF WHICH THE RADIUS POINT LIES NORTH 74 DEGREES 20 MINUTES 37 SECONDS EAST, A RADIAL DISTANCE OF 3,060.00 FEET;



THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 02 DEGREES 48 MINUTES 01 SECONDS, A DISTANCE OF 149.56 FEET;

THENCE SOUTH 14 DEGREES 37 MINUTES 34 SECONDS EAST, A DISTANCE OF 201.27 FEET TO THE POINT OF A NON TANGENT CURVE TO THE LEFT, OF WHICH THE RADIUS POINT LIES NORTH 67 DEGREES 48 MINUTES 18 SECONDS EAST, A RADIAL DISTANCE OF 3,080.00 FEET;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 00 DEGREES 46 MINUTES 57 SECONDS, A DISTANCE OF 42.06 FEET;

THENCE SOUTH 22 DEGREES 58 MINUTES 39 SECONDS EAST, A DISTANCE OF 327.16 FEET;

THENCE SOUTH 22 DEGREES 01 MINUTES 21 SECONDS WEST, A DISTANCE OF 28.28 FEET;

THENCE SOUTH 67 DEGREES 01 MINUTES 21 SECONDS WEST, ALONG THE NORTHERLY RIGHT OF WAY LINE OF WILLIS ROAD AS RECORDED IN BOOK 936, PAGE 01, M.C.R., A DISTANCE OF 614.71 FEET TO A POINT OF CURVE TO THE LEFT HAVING A RADIUS OF 2,700.00 FEET;

THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 34 DEGREES 50 MINUTES 00 SECONDS, A DISTANCE OF 1,641.49 FEET;

THENCE SOUTH 32 DEGREES 11 MINUTES 21 SECONDS WEST, A DISTANCE OF 1,169.55 FEET TO THE NORTHERLY LINE OF THAT PARCEL AS DESCRIBED IN DOCUMENT 2010-609133, M.C.R.;

THENCE SOUTH 62 DEGREES 08 MINUTES 56 SECONDS WEST, A DISTANCE OF 197.54 FEET;

THENCE SOUTH 60 DEGREES 41 MINUTES 25 SECONDS WEST, A DISTANCE OF 65.00 FEET TO A POINT OF CURVE TO THE LEFT HAVING A RADIUS OF 300.00 FEET;

THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 13 DEGREES 34 MINUTES 13 SECONDS, A DISTANCE OF 71.05 FEET;

THENCE SOUTH 47 DEGREES 07 MINUTES 12 SECONDS WEST, A DISTANCE OF 50.28 FEET TO A POINT OF CURVE TO THE RIGHT HAVING A RADIUS OF 600.00 FEET;

THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 22 DEGREES 33 MINUTES 42 SECONDS, A DISTANCE OF 236.27 FEET;

THENCE SOUTH 69 DEGREES 40 MINUTES 54 SECONDS WEST, A DISTANCE OF 64.00 FEET;

THENCE SOUTH 65 DEGREES 54 MINUTES 40 SECONDS WEST, A DISTANCE OF 188.61 FEET;

THENCE SOUTH 68 DEGREES 40 MINUTES 41 SECONDS WEST, A DISTANCE OF 250.00 FEET;

THENCE ALONG TO THE NORTHERLY LINE OF THAT PARCEL AS DESCRIBED IN DOCUMENT 2010-609134, M.C.R., SOUTH 68 DEGREES 40 MINUTES 41 SECONDS WEST, A DISTANCE OF 100.39 FEET;



THENCE SOUTH 72 DEGREES 19 MINUTES 59 SECONDS WEST, A DISTANCE OF 163.33 FEET;

THENCE SOUTH 82 DEGREES 25 MINUTES 30 SECONDS WEST, A DISTANCE OF 149.62 FEET;

THENCE SOUTH 78 DEGREES 35 MINUTES 11 SECONDS WEST, A DISTANCE OF 125.13 FEET;

THENCE SOUTH 67 DEGREES 57 MINUTES 45 SECONDS WEST, A DISTANCE OF 97.84 FEET;

THENCE SOUTH 55 DEGREES 54 MINUTES 12 SECONDS WEST, A DISTANCE OF 48.78 FEET;

THENCE DEPARTING SAID NORTHERLY LINE, SOUTH 55 DEGREES 50 MINUTES 20 SECONDS WEST, A DISTANCE OF 273.84 FEET;

THENCE NORTH 89 DEGREES 38 MINUTES 54 SECONDS WEST, A DISTANCE OF 842.33 FEET TO THE EASTERLY LINE OF SAID 50' WIDE EASEMENT FOR EL PASO NATURAL GAS COMPANY, PER DOCUMENT NO. 1984-483397;

THENCE NORTH 10 DEGREES 45 MINUTES 59 SECONDS EAST, A DISTANCE OF 3,840.76 FEET TO THE POINT OF A NON TANGENT CURVE CONCAVE NORTHEASTERLY, OF WHICH THE RADIUS POINT LIES NORTH 20 DEGREES 59 MINUTES 39 SECONDS EAST, A RADIAL DISTANCE OF 1,525.00 FEET;

THENCE NORTHWESTERLY ALONG THE ARC OF THE SOUTHERLY RIGHT OF WAY LINE OF WEST CALISTOGA DRIVE AS RECORDED IN BOOK 966, PAGE 24, M.C.R., THROUGH A CENTRAL ANGLE OF 13 DEGREES 26 MINUTES 34 SECONDS, A DISTANCE OF 357.80 FEET;

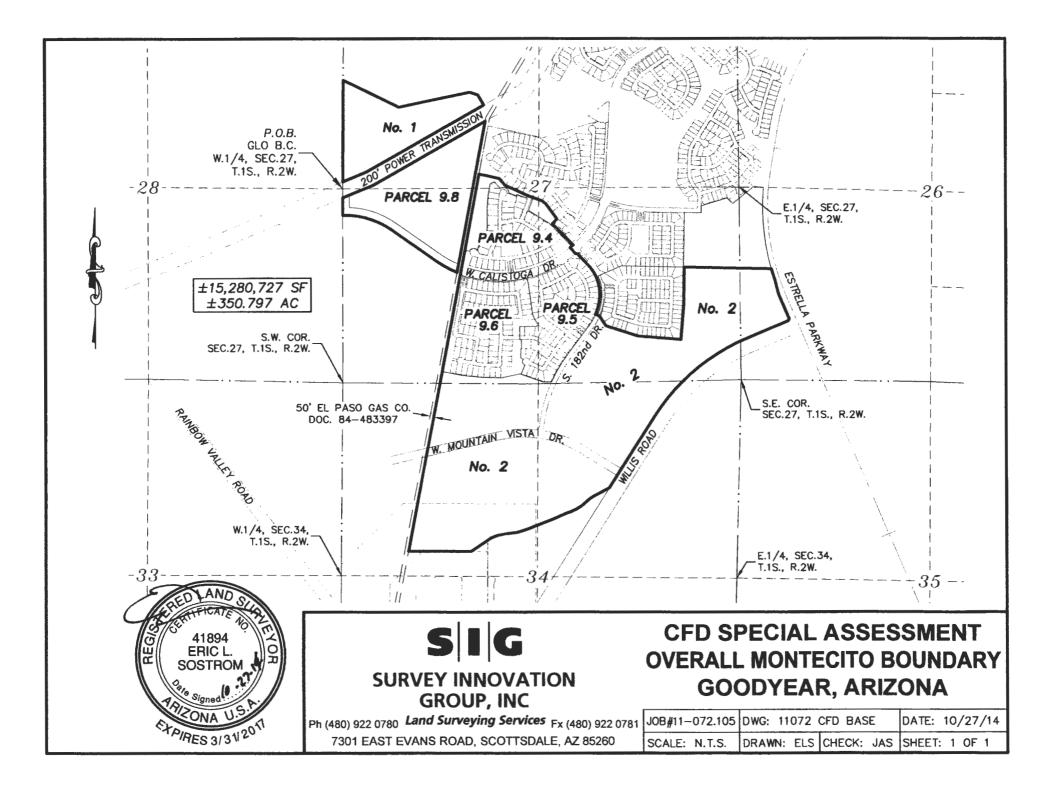
THENCE NORTH 54 DEGREES 41 MINUTES 00 SECONDS WEST, ALONG THE PROPOSED SOUTHERLY RIGHT OF WAY LINE OF WEST CALISTOGA DRIVE, A DISTANCE OF 761.37 FEET TO A POINT OF CURVE TO THE LEFT HAVING A RADIUS OF 1,045.00 FEET;

THENCE WESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 37 DEGREES 35 MINUTES 02 SECONDS, A DISTANCE OF 685.48 FEET TO THE WEST SECTION LINE OF THE SOUTHWEST QUARTER OF SECTION 27, TOWNSHIP 1 SOUTH, RANGE 2 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN;

THENCE NORTH 00 DEGREES 13 MINUTES 25 SECONDS EAST, ALONG SAID WEST SECTION LINE A DISTANCE OF 360.48 FEET TO THE **POINT OF BEGINNING**.

EXCEPT ANY PORTION CONTAINED WITHIN THE 200' WIDE RIGHT OF WAY LINE OF ELECTRIC POWER TRANSMISSION LINE PER U.S.D.I. R/W #A-10350.

EXCEPT ANY PORTION CONTAINED WITHIN THE 50' WIDE RIGHT OF WAY LINE FOR EL PASO NATURAL GAS COMPANY, PER DOCUMENT NO. 1984-483397.



APPENDIX A-2

FINAL PLATS OF ASSESSMENT PARCELS 9.4, 9.5 AND 9.6

| As recorded in the Maricop | County, Arizona Book of Records: |
|----------------------------|----------------------------------|
| | |

| Parcel | Date | Book | Page | Recording Number |
|--------|------------|------|------|-------------------------|
| 9.4 | 01/13/2014 | 1172 | 13 | 2014-0023507 |
| 9.5 | 10/09/2013 | 1163 | 9 | 2013-0896432 |
| 9.6 | 03/18/2014 | 1179 | 32 | 2014-0169850 |



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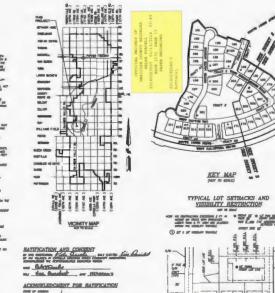
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MONTECITO VILLAGE AT ESTRELLA MOUNTAIN RANCH PARCEL 9.4 - FINAL PLAT

A PORTION OF SECTION 27. TOWNSHIP 1 SOUTH, RANCE 2 WEST, GILA AND SALT RIVER MERIDIAN, MARICOPA COUNTY, ARIZONA



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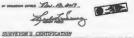
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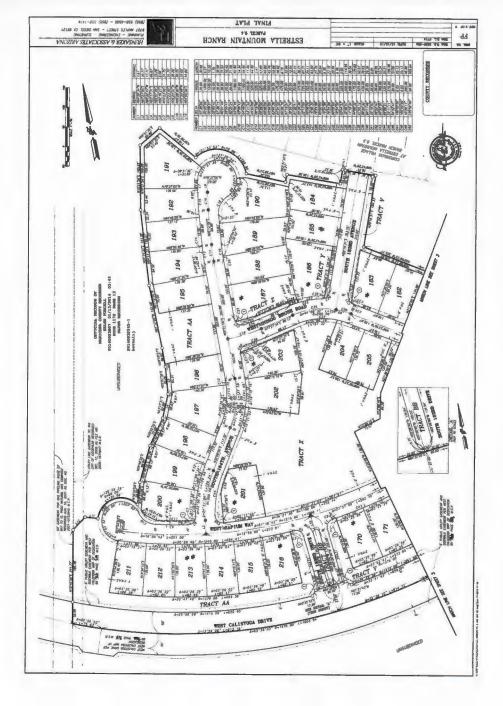
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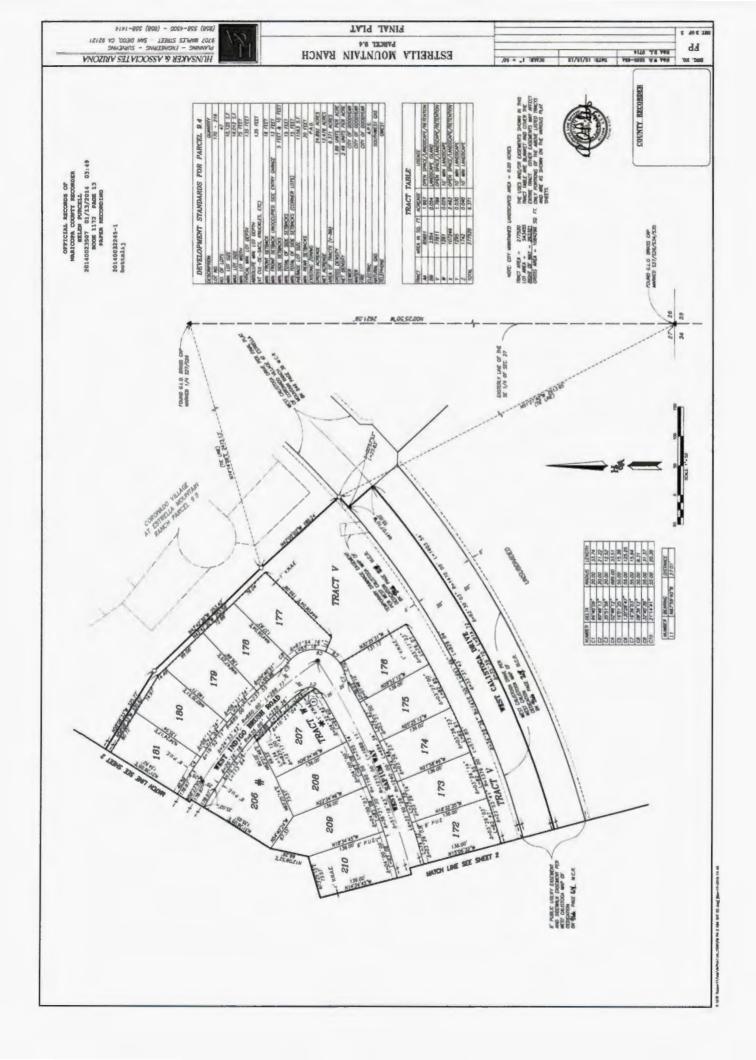
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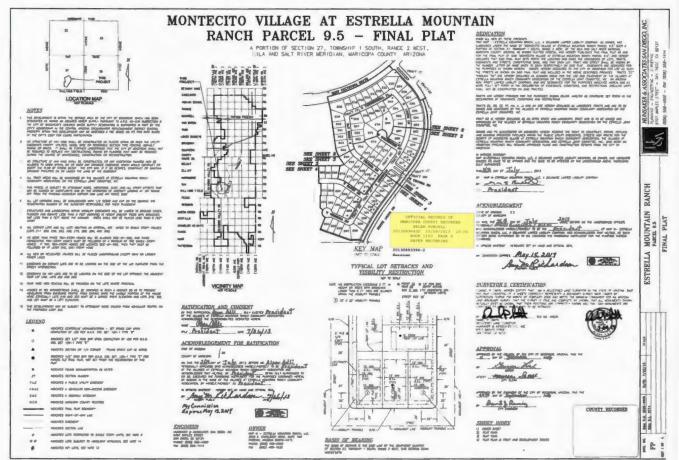
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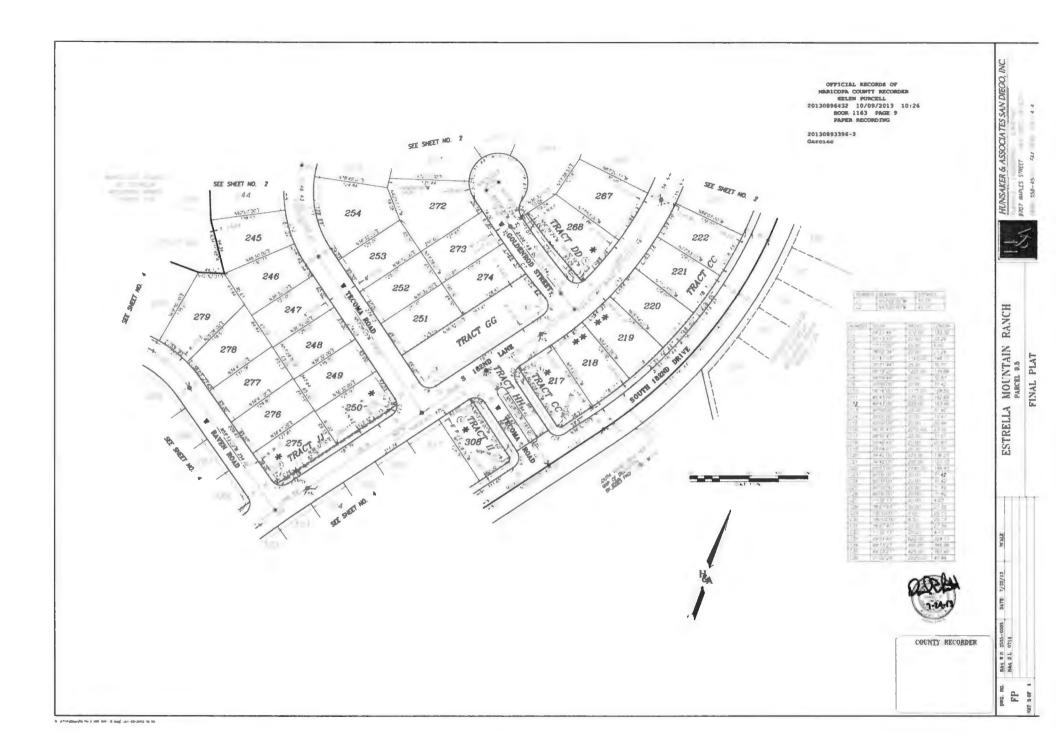


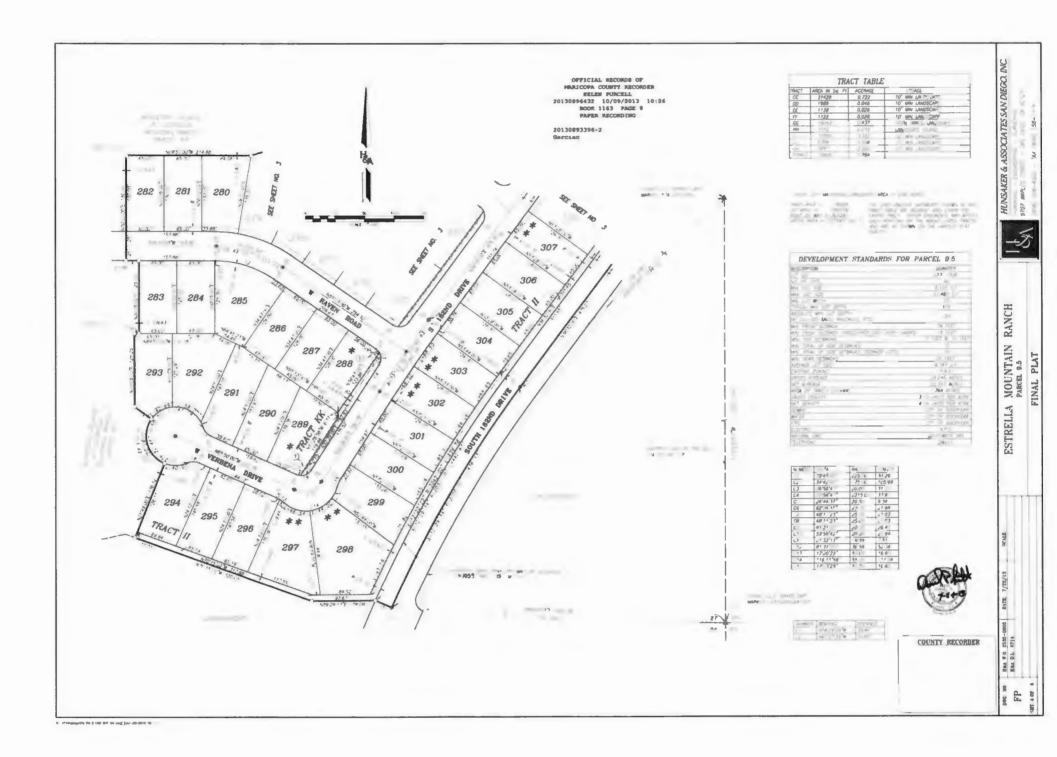


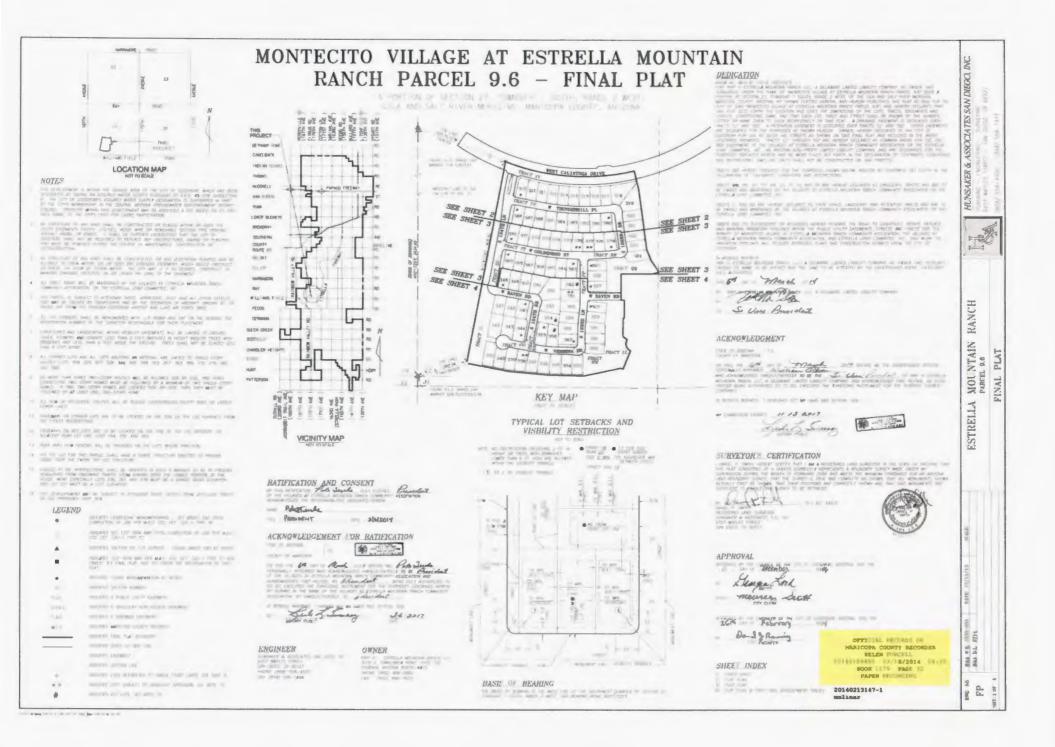


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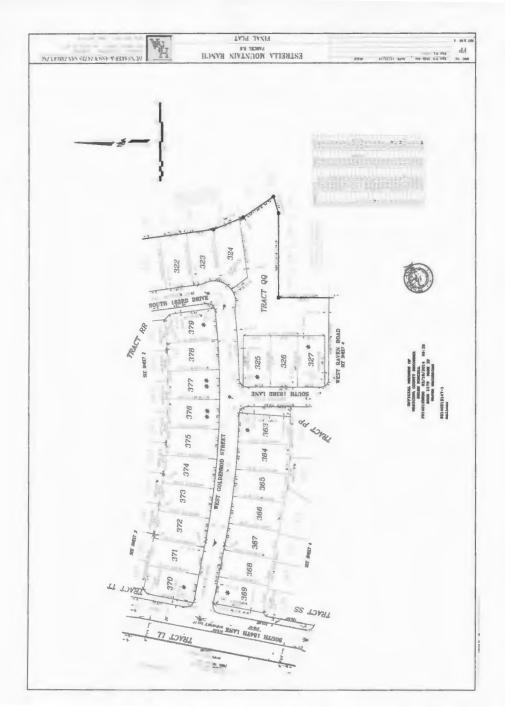


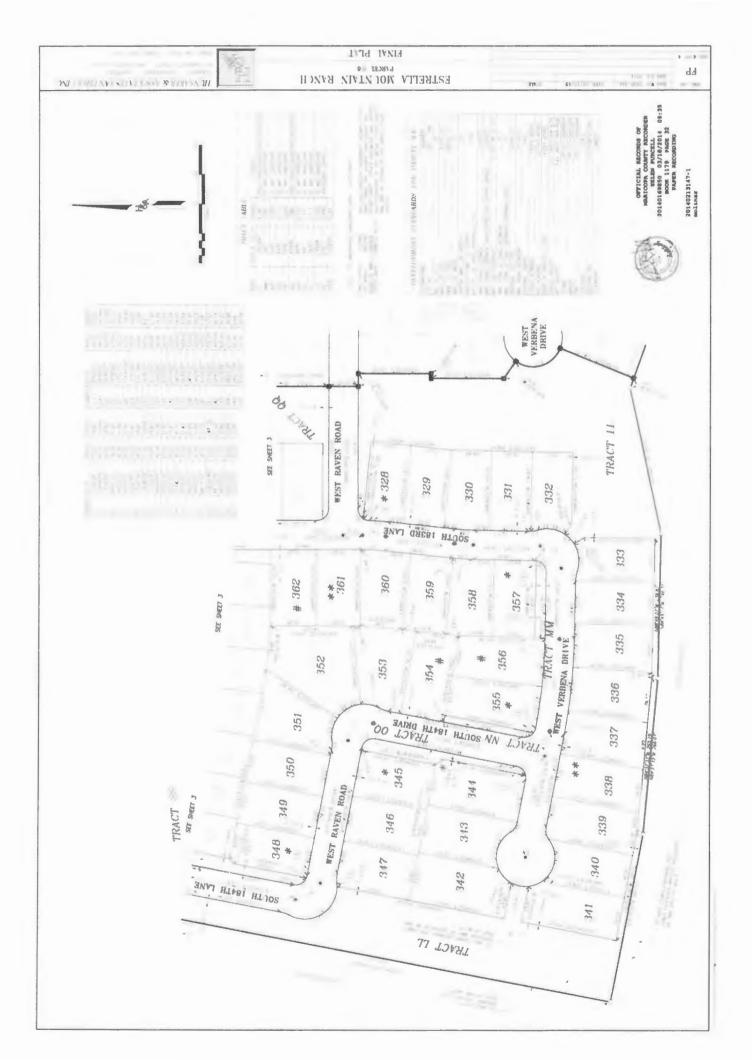












APPENDIX A-3

LEGAL DESCRIPTIONS OF ASSESSMENT AREAS 9.8, No. 1 AND No. 2

Estrella Mountain Ranch Community Facilities District – Montecito Special Assessment District No. 2, Series 2014 Parcel 9.8 Goodyear, Arizona

March 17, 2014 Job No. 2011-072.105 Page 1 of 1

A PORTION OF THE WEST HALF OF SECTION 27 OF TOWNSHIP 1 SOUTH, RANGE 2 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A G.L.O. BRASS CAP MARKING THE WEST QUARTER CORNER OF SAID SECTION 27, TOWNSHIP 1 SOUTH, RANGE 2 WEST, FROM WHICH THE SOUTHWEST CORNER OF SAID SECTION 27 BEARS SOUTH 00 DEGREES 13 MINUTES 25 SECONDS WEST, A DISTANCE OF 2634.80 FEET;

THENCE SOUTH 00 DEGREES 13 MINUTES 25 SECONDS WEST ALONG THE WEST LINE OF SAID SOUTHWEST QUARTER, A DISTANCE OF 120.38 FEET TO THE SOUTHERLY RIGHT OF WAY LINE OF 200' WIDE ELECTRIC POWER TRANSMISSION LINE PER U.S.D.I. R/W #A-10350;

THENCE NORTH 67 DEGREES 22 MINUTES 57 SECONDS EAST, A DISTANCE OF 96.57 FEET TO THE **POINT OF BEGINNING** OF THE PARCEL HEREIN DESCRIBED;

THENCE CONTINUING NORTH 67 DEGREES 22 MINUTES 57 SECONDS EAST ALONG SAID LINE, A DISTANCE OF 338.80 FEET;

THENCE NORTH 60 DEGREES 21 MINUTES 18 SECONDS EAST, A DISTANCE OF 1,752.36 FEET;

THENCE SOUTH 10 DEGREES 45 MINUTES 59 SECONDS WEST, DEPARTING SAID SOUTHERLY RIGHT OF WAY LINE, A DISTANCE OF 1,976.96 FEET TO THE POINT OF A NON TANGENT CURVE TO THE CONCAVE NORTHEASTERLY, OF WHICH THE RADIUS POINT LIES NORTH 23 DEGREES 52 MINUTES 10 SECONDS EAST, A RADIAL DISTANCE OF 1,415.00 FEET;

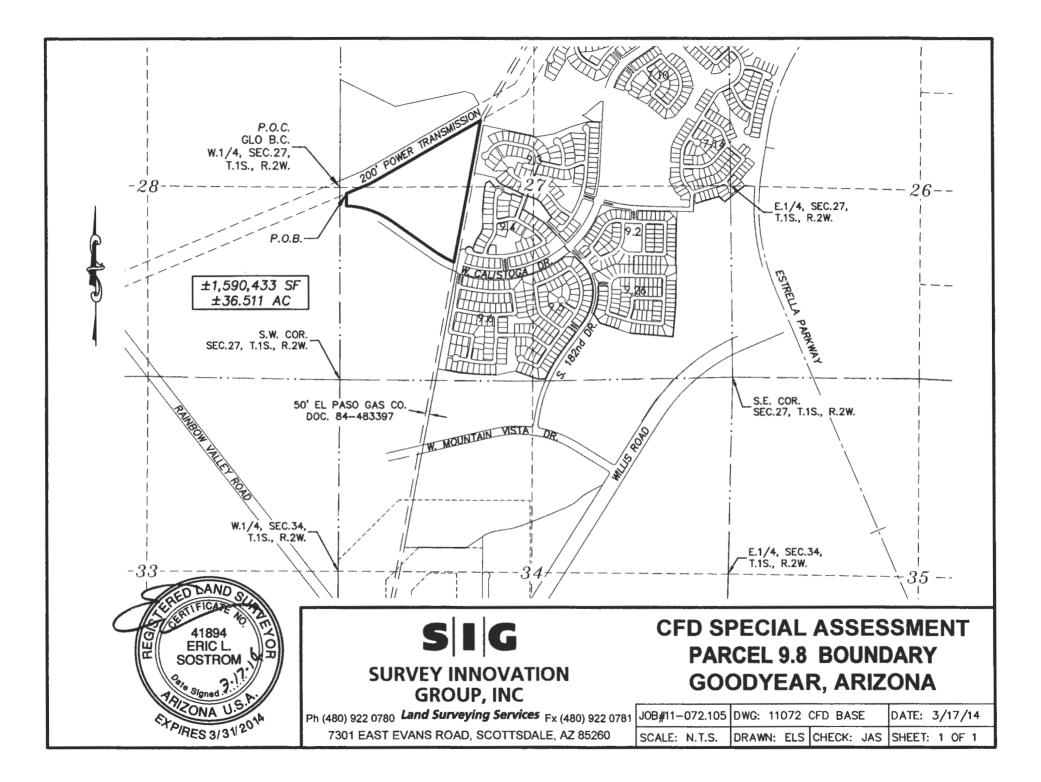
THENCE NORTHWESTERLY ALONG THE NORTH RIGHT OF WAY LINE OF WEST CALISTOGA DRIVE, AS RECORDED IN BOOK 966, PAGE 24, M.C.R., THROUGH A CENTRAL ANGLE OF 10 DEGREES 32 MINUTES 03 SECONDS, A DISTANCE OF 260.15 FEET;

THENCE NORTH 54 DEGREES 41 MINUTES 00 SECONDS WEST, A DISTANCE OF 760.51 FEET TO A POINT OF CURVE TO THE LEFT HAVING A RADIUS OF 1,155.00 FEET;

THENCE WESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 32 DEGREES 55 MINUTES 49 SECONDS, A DISTANCE OF 663.83 FEET;

THENCE NORTH 00 DEGREES 13 MINUTES 25 SECONDS EAST, A DISTANCE OF 167.42 FEET TO THE **POINT OF BEGINNING** OF THE PARCEL HEREIN DESCRIBED.





Estrella Mountain Ranch Community Facilities District – Montecito Special Assessment District No. 2, Series 2014 Assessment Area #1 Goodyear, Arizona

March 17, 2014 Job No. 2011-072.105 Page 1 of 1

A PORTION OF THE NORTHWEST QUARTER OF SECTION 27 OF TOWNSHIP 1 SOUTH, RANGE 2 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A G.L.O. BRASS CAP MARKING THE WEST QUARTER CORNER OF SAID SECTION 27, TOWNSHIP 1 SOUTH, RANGE 2 WEST, FROM WHICH THE SOUTHWEST CORNER OF SAID SECTION 27 BEARS SOUTH 00 DEGREES 13 MINUTES 25 SECONDS WEST, A DISTANCE OF 2634.80 FEET;

THENCE NORTH 00 DEGREES 28 MINUTES 33 SECONDS EAST, ALONG THE WEST SECTION LINE OF THE NORTHWEST QUARTER OF SAID SECTION 27, A DISTANCE OF 96.81 FEET TO THE **POINT OF BEGINNING** OF THE PARCEL HEREIN DESCRIBED;

THENCE CONTINUING NORTH 00 DEGREES 28 MINUTES 33 SECONDS EAST ALONG SAID LINE, A DISTANCE OF 1,374.40 FEET;

THENCE SOUTH 63 DEGREES 45 MINUTES 06 SECONDS EAST, DEPARTING SAID WEST SECTION LINE, A DISTANCE OF 830.00 FEET;

THENCE NORTH 77 DEGREES 59 MINUTES 56 SECONDS EAST, A DISTANCE OF 980.00 FEET;

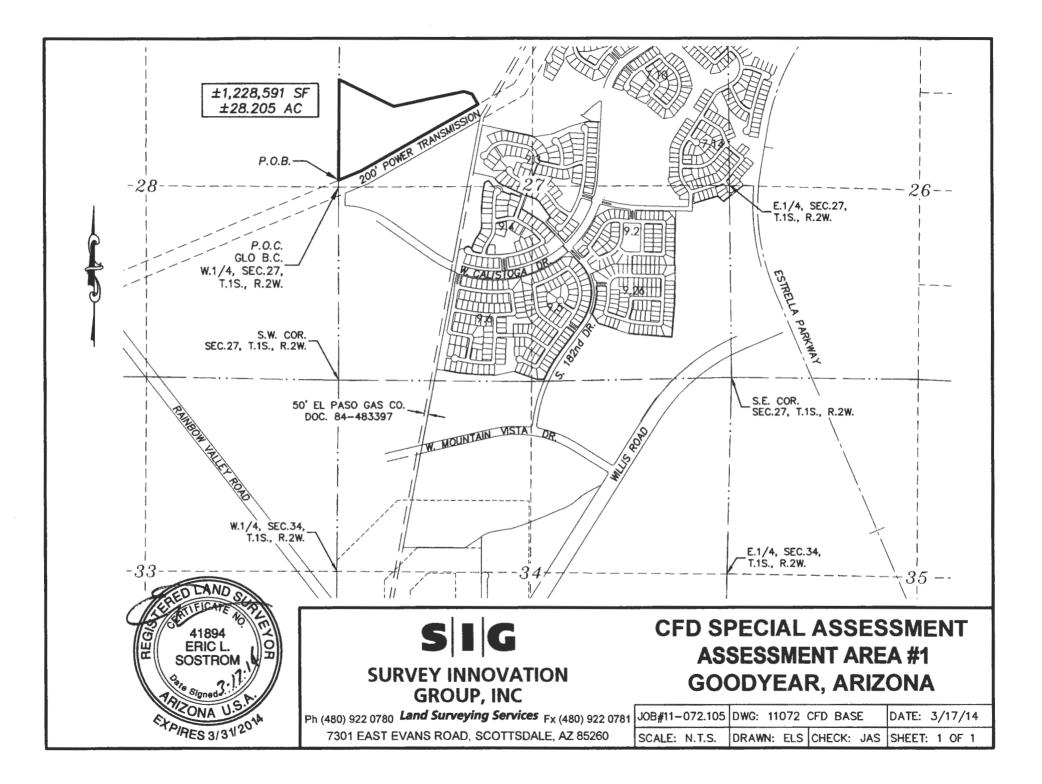
THENCE SOUTH 71 DEGREES 42 MINUTES 22 SECONDS EAST, A DISTANCE OF 118.45 FEET;

THENCE SOUTH 29 DEGREES 31 MINUTES 22 SECONDS EAST, A DISTANCE OF 158.00 FEET TO THE NORTHERLY RIGHT OF WAY LINE OF 200' WIDE ELECTRIC POWER TRANSMISSION LINE PER U.S.D.I. R/W #A-10350;

THENCE SOUTH 60 DEGREES 21 MINUTES 18 SECONDS WEST, ALONG SAID NORTHERLY RIGHT OF WAY LINE, A DISTANCE OF 1,832.19 FEET;

THENCE SOUTH 67 DEGREES 22 MINUTES 57 SECONDS WEST, A DISTANCE OF 338.39 FEET TO THE **POINT OF BEGINNING** OF THE PARCEL HEREIN DESCRIBED.





Estrella Mountain Ranch Community Facilities District – Montecito Special Assessment District No. 2, Series 2014 Assessment Area #2 Goodvear, Arizona

March 17, 2014 Job No. 2011-072.105 Page 1 of 3

A PORTION OF SECTIONS 26, 27 AND 34, OF TOWNSHIP 1 SOUTH, RANGE 2 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT A G.L.O. BRASS CAP MARKING THE SOUTHWEST CORNER OF SAID SECTION 27, TOWNSHIP 1 SOUTH, RANGE 2 WEST, FROM WHICH THE SOUTH QUARTER CORNER OF SAID SECTION 27 BEARS SOUTH 89 DEGREES 34 MINUTES 33 SECONDS EAST, A DISTANCE OF 2634.60 FEET;

THENCE SOUTH 89 DEGREES 34 MINUTES 33 SECONDS EAST, A DISTANCE OF 1,309.01 FEET TO THE EASTERLY RIGHT OF WAY LINE OF A 50' WIDE EASEMENT FOR EL PASO GAS COMPANY, PER DOCUMENT NO. 1984-4833967, M.C.R., BEING ALSO THE **POINT OF BEGINNING** OF THE PARCEL HEREIN DESCRIBED;

THENCE NORTH 10 DEGREES 45 MINUTES 59 SECONDS EAST, ALONG SAID EASTERLY RIGHT OF WAY LINE, A DISTANCE OF 161.96 FEET TO THE SOUTHERLY LINE OF AN UNRECORDED PLAT FOR PARCEL 9.6;

THENCE SOUTH 79 DEGREES 14 MINUTES 00 SECONDS EAST, ALONG SAID SOUTHERLY LINE, A DISTANCE OF 292.62 FEET;

THENCE SOUTH 84 DEGREES 37 MINUTES 33 SECONDS EAST, A DISTANCE OF 266.03 FEET;

THENCE SOUTH 88 DEGREES 49 MINUTES 07 SECONDS EAST, A DISTANCE OF 246.31 FEET;

THENCE NORTH 77 DEGREES 48 MINUTES 11 SECONDS EAST, A DISTANCE OF 253.02 FEET;

THENCE SOUTH 70 DEGREES 15 MINUTES 02 SECONDS EAST, A DISTANCE OF 17.56 FEET TO THE SOUTHERLY LINE OF PARCEL 9.5 AS RECORDED IN BOOK 1163, PAGE 09, M.C.R.;

THENCE SOUTH 70 DEGREES 15 MINUTES 02 SECONDS EAST, ALONG SAID SOUTHERLY LINE, A DISTANCE OF 320.03 FEET;

THENCE NORTH 89 DEGREES 29 MINUTES 13 SECONDS EAST, A DISTANCE OF 108.08 FEET;

THENCE SOUTH 65 DEGREES 57 MINUTES 39 SECONDS EAST, A DISTANCE OF 60.00 FEET TO THE EASTERLY RIGHT OF WAY LINE OF SOUTH 182ND DRIVE, AS RECORDED IN BOOK 1059, PAGE 15, M.C.R., BEING THE POINT OF A NON TANGENT CURVE CONCAVE SOUTHEASTERLY, OF WHICH THE RADIUS POINT LIES SOUTH 65 DEGREES 57 MINUTES 39 SECONDS EAST, A RADIAL DISTANCE OF 1,970.00 FEET;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 12 DEGREES 29 MINUTES 39 SECONDS, A DISTANCE OF 429.59 FEET;

THENCE NORTH 36 DEGREES 32 MINUTES 00 SECONDS EAST, A DISTANCE OF 475.22 FEET TO A POINT OF CURVE TO THE LEFT HAVING A RADIUS OF 820.00 FEET;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF



13 DEGREES 42 MINUTES 59 SECONDS, A DISTANCE OF 196.31 FEET TO THE SOUTHWEST CORNER OF PARCEL 9.26 AS RECORDED IN BOOK 1053, PAGE 49, M.C.R.;

THENCE SOUTH 32 DEGREES 49 MINUTES 54 SECONDS EAST, ALONG THE BOUNDARY LINE OF SAID PARCEL 9.26, A DISTANCE OF 157.09 FEET;

THENCE SOUTH 71 DEGREES 48 MINUTES 28 SECONDS EAST, A DISTANCE OF 452.63 FEET;

THENCE SOUTH 85 DEGREES 21 MINUTES 42 SECONDS EAST, A DISTANCE OF 581.65 FEET;

THENCE NORTH 04 DEGREES 38 MINUTES 18 SECONDS EAST, A DISTANCE OF 469.43 FEET;

THENCE NORTH 01 DEGREES 11 MINUTES 09 SECONDS EAST, A DISTANCE OF 514.97 FEET;

THENCE SOUTH 88 DEGREES 48 MINUTES 52 SECONDS EAST, DEPARTING SAID "PARCEL 9.26", A DISTANCE OF 1,171.66 FEET TO THE WESTERLY RIGHT OF WAY LINE OF MAP OF DEDICATION OF "ESTRELLA PARKWAY PHASE 3", AS RECORDED IN BOOK 771, PAGE 9, M.C.R., BEING A POINT OF A NON TANGENT CURVE CONCAVE EASTERLY, OF WHICH THE RADIUS POINT LIES NORTH 74 DEGREES 20 MINUTES 37 SECONDS EAST, A RADIAL DISTANCE OF 3,060.00 FEET;

THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 02 DEGREES 48 MINUTES 01 SECONDS, A DISTANCE OF 149.56 FEET;

THENCE SOUTH 14 DEGREES 37 MINUTES 34 SECONDS EAST, A DISTANCE OF 201.27 FEET TO THE POINT OF A NON TANGENT CURVE TO THE LEFT, OF WHICH THE RADIUS POINT LIES NORTH 67 DEGREES 48 MINUTES 18 SECONDS EAST, A RADIAL DISTANCE OF 3,080.00 FEET;

THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 00 DEGREES 46 MINUTES 57 SECONDS, A DISTANCE OF 42.06 FEET;

THENCE SOUTH 22 DEGREES 58 MINUTES 39 SECONDS EAST, A DISTANCE OF 327.16 FEET;

THENCE SOUTH 22 DEGREES 01 MINUTES 21 SECONDS WEST, A DISTANCE OF 28.28 FEET;

THENCE SOUTH 67 DEGREES 01 MINUTES 21 SECONDS WEST, ALONG THE NORTHERLY RIGHT OF WAY LINE OF WILLIS ROAD AS RECORDED IN BOOK 936, PAGE 01, M.C.R., A DISTANCE OF 614.71 FEET TO A POINT OF CURVE TO THE LEFT HAVING A RADIUS OF 2,700.00 FEET;

THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 34 DEGREES 50 MINUTES 00 SECONDS, A DISTANCE OF 1,641.49 FEET;

THENCE SOUTH 32 DEGREES 11 MINUTES 21 SECONDS WEST, A DISTANCE OF 1,169.55 FEET TO THE NORTHERLY LINE OF THAT PARCEL AS DESCRIBED IN DOCUMENT 2010-609133, M.C.R.;

THENCE SOUTH 62 DEGREES 08 MINUTES 56 SECONDS WEST, A DISTANCE OF 197.54 FEET;

THENCE SOUTH 60 DEGREES 41 MINUTES 25 SECONDS WEST, A DÍSTANCE OF 65.00 FEET TO A POINT OF CURVE TO THE LEFT HAVING A RADIUS OF 300.00 FEET;



THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 13 DEGREES 34 MINUTES 13 SECONDS, A DISTANCE OF 71.05 FEET;

THENCE SOUTH 47 DEGREES 07 MINUTES 12 SECONDS WEST, A DISTANCE OF 50.28 FEET TO A POINT OF CURVE TO THE RIGHT HAVING A RADIUS OF 600.00 FEET;

THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE, THROUGH A CENTRAL ANGLE OF 22 DEGREES 33 MINUTES 42 SECONDS, A DISTANCE OF 236.27 FEET;

THENCE SOUTH 69 DEGREES 40 MINUTES 54 SECONDS WEST, A DISTANCE OF 64.00 FEET;

THENCE SOUTH 65 DEGREES 54 MINUTES 40 SECONDS WEST, A DISTANCE OF 188.61 FEET;

THENCE SOUTH 68 DEGREES 40 MINUTES 41 SECONDS WEST, A DISTANCE OF 250.00 FEET;

THENCE ALONG TO THE NORTHERLY LINE OF THAT PARCEL AS DESCRIBED IN DOCUMENT 2010-609134, M.C.R., SOUTH 68 DEGREES 40 MINUTES 41 SECONDS WEST, A DISTANCE OF 100.39 FEET;

THENCE SOUTH 72 DEGREES 19 MINUTES 59 SECONDS WEST, A DISTANCE OF 163.33 FEET;

THENCE SOUTH 82 DEGREES 25 MINUTES 30 SECONDS WEST, A DISTANCE OF 149.62 FEET;

THENCE SOUTH 78 DEGREES 35 MINUTES 11 SECONDS WEST, A DISTANCE OF 125.13 FEET;

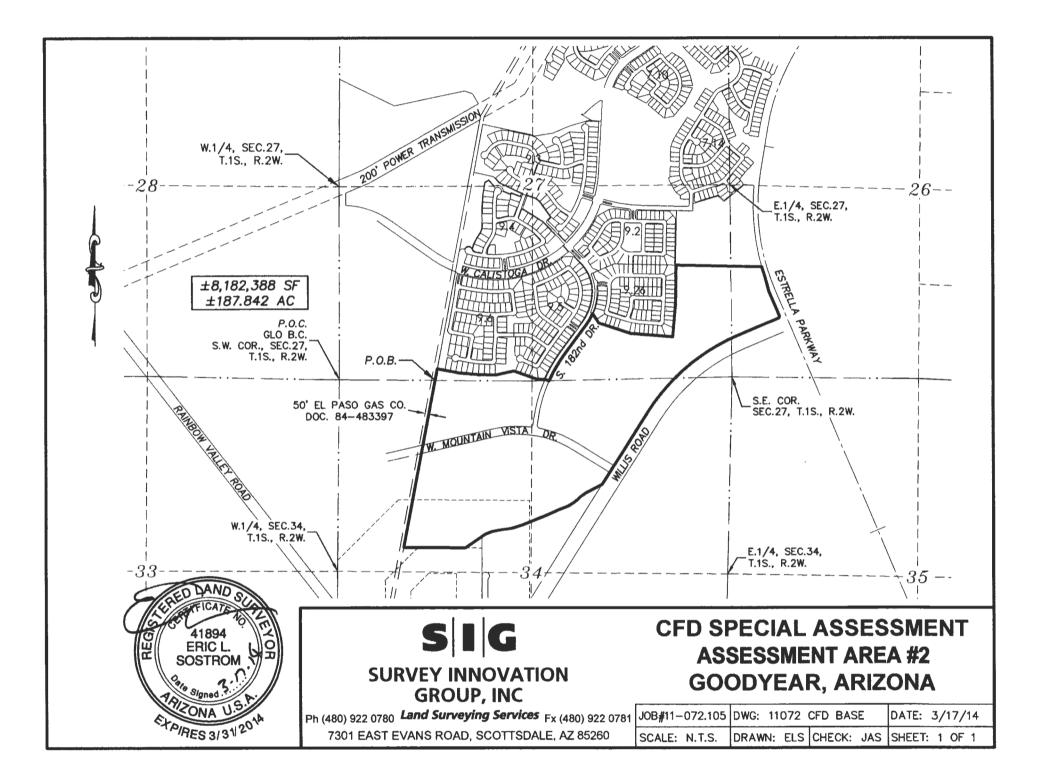
THENCE SOUTH 67 DEGREES 57 MINUTES 45 SECONDS WEST, A DISTANCE OF 97.84 FEET;

THENCE SOUTH 55 DEGREES 54 MINUTES 12 SECONDS WEST, A DISTANCE OF 48.78 FEET;

THENCE DEPARTING SAID NORTHERLY LINE, SOUTH 55 DEGREES 50 MINUTES 20 SECONDS WEST, A DISTANCE OF 273.84 FEET;

THENCE NORTH 89 DEGREES 38 MINUTES 54 SECONDS WEST, A DISTANCE OF 842.33 FEET TO THE EASTERLY LINE OF SAID 50' WIDE EASEMENT FOR EL PASO NATURAL GAS COMPANY, PER DOCUMENT NO. 1984-483397;

THENCE NORTH 10 DEGREES 45 MINUTES 59 SECONDS EAST, A DISTANCE OF 2,327.80 FEET TO THE POINT OF BEGINNING.



APPENDIX B

FORM OF DISCLOSURE PAMPHLET

Estrella Mountain Ranch Community Facilities District Montecito Assessment District No. 2 Form of Disclosure Pamphlet

| Buyer(s): | | | |
|---------------|-------|------|--|
| Lot:Parcel: | | | |
| Date of Sale: | | | |
| Homebuilder: | _ | | |
| | | | |

General CFD Provisions

The home you are purchasing is within the Estrella Ranch Community Facilities District (the "CFD"). The CFD was formed on November 22, 1999 to finance the acquisition, construction and maintenance of public infrastructure benefiting Estrella Mountain Ranch Community Facilities District. The CFD issues general obligation and/or special assessment bonds to raise funds to pay for acquisition and construction of these improvements and operation and maintenance expenses. The CFD also obtains funds from an ad valorem property tax levied against all property located within the CFD to pay for operation and maintenance expenses.

Ad Valorem Taxes of the CFD

General obligation bonds and the CFD's operation and maintenance expenses are paid from ad valorem property taxes levied against all property within the CFD. Currently, \$1.30 is added to the property tax rate; however, such adjustment to the tax rate could vary depending upon factors including the amount financed with general obligation bonds, the terms of financing, and the assessed valuation (i.e., for tax purposes) of property within the CFD. Your share of general obligation bond payments and expenses are included as part of your regular Maricopa County property tax statement and are separately shown in addition to taxes levied by the City of Goodyear and other political subdivisions.

Special Assessments of the CFD

Special assessment bonds are paid from special assessment payments secured by an assessment lien on each benefited lot within a special assessment area. Special assessment areas are formed from time to time based on the public improvements being constructed or acquired with proceeds of the special assessment bonds. The amount of the special assessment liens may vary depending upon the size of the lot within the special assessment area, the benefits estimated to be received by each such lot, the cost of the public improvements to be acquired, and the financing terms of the applicable special assessment bonds. The special assessment payments as well as the applicable administrative charges are anticipated to be collected through your regular Maricopa County property tax bill or invoiced semi-annually by the CFD.

Appendix "B" - Page 1 of 3

INITIAL FINANCING'S COST TO HOMEOWNER

At the request of ______, a _____, the prior owner of Parcel _____, the CFD has formed a special assessment area (the "Special Assessment Area") that includes Parcel ______ for the construction and/or acquisition of certain public improvements, i.e., construction of _______. The CFD has assessed Lot_____ within Parcel _____ in the amount of \$______ (the "Assessment").

The following shows the total annual CFD taxes including the CFD operational and maintenance tax, for repayment of expected CFD general obligation bonds as well as the anticipated special assessment obligation.

| Estimated Home Price | Estimated Annual General Obligations and Expense Payment (1) | Estimated Annual Special Assessment Payment (2) | Estimated Total Annual CFD Tax Payments (3) |
|-------------------------|---|---|--|
| \$150,000 | | | |
| \$175,000 | | | |
| \$200,000 | | | |
| \$225,000 | | | |
| \$250,000 | | | |

Footnotes:

- (1) General obligation bond debt service and operations and maintenance expenses assuming a \$1.30 increase in the ad valorem property tax rate per \$100 of assessed value. The estimated annual additional tax liability will vary depending upon the final terms of the General Obligation Bonds.
- (2) All lots located within the boundaries of the Special Assessment District are anticipated to have a special assessment lien.
- (3) All of the taxes and charges described above are in addition to any taxes, fees and charges imposed by the City of Goodyear or other political subdivisions and are in addition to any assessments or fees imposed by any homeowners association.

Homeowner's Acknowledgments

By signing this disclosure statement, you as a contract purchaser of a lot located within the CFD and the Special Assessment Area (i) acknowledge receipt of this Disclosure; (ii) agree that you have been granted an opportunity to review the material contained in this Disclosure; and (iii) agree that you accept an assessment lien estimated to be approximately <u>against</u> against your lot that secures your share of the special assessments due for the Special Assessment Area. The Assessment and any applicable administrative charges will be paid by you, the owner of the assessed lot, and are anticipated to be collected through your regular Maricopa County property tax bill or invoiced semi-annually by the District. <u>If the Assessment lien and sell your property</u>. Should there be any questions or concerns regarding special assessments or the District property tax, please contact the Special Districts & Taxation Division for the City of Goodyear at (623) 932-3015.

Your signature below acknowledges that you have received, read and understood this document at the time you have signed our purchase contract and agree to its terms.

| [name] | | [name] | [name] | | | |
|-----------|------|-----------|--------|--|--|--|
| [address] | | [address] | | | | |
| Date: | , 20 | Date: | , 20 | | | |

APPENDIX C

ACTUAL AND ESTIMATED PROJECT COSTS

Estrella Mountain Ranch Community Facilities District (City of Goodyear, AZ) Special Assessment Revenue Bonds (Montecito Assessment District No. 2) Series 2014 Actual and Estimated costs of the Projects / Schedule for Completion of the Projects

| | Amo | Amount included in Bond | | npleted as of 9/30/2014 | Projected Completion Date | | |
|-----------------|-----|----------------------------|----|----------------------------|-------------------------------------|--|--|
| 1 182nd WMV Ph1 | \$ | 419,980 | \$ | 419,980 | Approved by City July 20, 2011 | | |
| 2 182nd WMV Ph2 | \$ | 2,444,066 | \$ | 965,798 | Substantially Complete by 6/30/2015 | | |
| 3 Calistoga 2-1 | \$ | 2,471,388 | \$ | 1,339,348 | Substantially Complete by 6/30/2015 | | |
| Total | \$ | 5,335,434 | \$ | 2,725,126 | | | |

Footnote:

See Plan of Finance for the estimated Sources and Uses of Funds. **Source:** Applicant.

APPENDIX D

ESTIMATED SPECIAL ASSESSMENTS LIENS

Estrella Mountain Ranch Community Facilities District (City of Goodyear, AZ) Special Assessment Revenue Bonds (Montecito Assessment District No. 2) Series 2014 Estimated Cost of Issuance (1)

| | | Estimated | | Projected | Estimated | Average | Estimated Annual |
|-----------|----------------------------|-------------------------------|----------------|-----------------------|-----------------------|----------------------|--|
| | Projected Average Sales | Assessor's Full Cash Value | Projected Full | Secondary Assessed | Average Assessment | Annual Assessment | SA Debt Service per \$100 of Assessed |
| Unit Type | Price | Ratio | Cash Value | Value | Per Unit (1) | Payment (2) | Value |
| | (A) | (B) | (C)=(A)x(B) | (D)=(C)x10% | (E) | (F) | (G)=(F)/((D)/100) |
| SFR | \$250,000 | 82% | \$205,000 | \$20,500 | \$8,000 | \$667 | \$3.25 |
| Townhouse | \$175,000 | 82% | \$143,500 | \$14,350 | \$4,500 | \$375 | \$2.62 |

Footnotes:

(1) Preliminary estimates based upon initial discussions with the District Assessment Engineer.

(2) Assumes a 24-year amortization period and a 6.5% interest rate.

Source: Applicant.

Appendix "D" – Page 1 of 1