

When recorded return to:

Mr. Scott W. Ruby
Gust Rosenfeld P.L.C.
201 N. Central Avenue, Suite 3300
Phoenix, AZ 85073-3300

**GENERAL PLAN
FOR THE PROPOSED
CADENCE COMMUNITY FACILITIES DISTRICT
(MESA, ARIZONA)**

To: Clerk, City of Mesa, Arizona

For the purposes of Section 48-702(B), Arizona Revised Statutes, as amended, the following is the general plan for the proposed captioned district:

Article I.

**GENERAL AREA TO BE IMPROVED WITHIN THE
PROPOSED CAPTIONED DISTRICT**

All that area described in Exhibit A attached hereto and made a part hereof for all purposes shall comprise the area to be benefitted. The public infrastructure improvements shall be constructed in public rights-of-way or easements located both within and outside the areas described in Exhibit A hereto and shall result in a beneficial use principally to the area described in Exhibit A hereto.

Article II.

**GENERAL DESCRIPTION OF THE PUBLIC INFRASTRUCTURE
IMPROVEMENTS FOR WHICH THE PROPOSED CAPTIONED
DISTRICT IS PROPOSED TO BE FORMED:**

The proposed District is being formed to finance public infrastructure and public infrastructure purposes authorized by Arizona Revised Statutes §49-701, *et seq.*, as amended and which are described in Exhibit B attached hereto and made a part hereof for all purposes (the "Public Infrastructure") provided, in the sole discretion of the District Board of Directors to the extent the same is in addition to the Public Infrastructure described in Exhibit B, the Public Infrastructure may include any of the following:

a) Sanitary sewage systems, including collection, transport, storage, treatment, dispersal, effluent use and discharge.

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(b) Drainage and flood control systems, including collection, transport, diversion, storage, detention, retention, dispersal, use and discharge.

(c) Water systems for domestic, industrial, irrigation, municipal or fire protection purposes, including production, collection, storage, treatment, transport, delivery, connection and dispersal, but not including facilities for agricultural irrigation purposes unless for the repair or replacement of existing facilities when required by other improvements permitted by this article.

(d) Highways, streets, roadways and parking facilities, including all areas for vehicular use for travel, ingress, egress and parking.

(e) Areas for pedestrian, equestrian, bicycle or other nonmotor vehicle use for travel, ingress, egress and parking.

(f) Pedestrian malls, parks, recreational facilities other than stadiums, and open space areas for the use of members of the public for entertainment, assembly and recreation.

(g) Landscaping, including earthworks, structures, lakes and other water features, plants, trees and related water delivery systems.

(h) Public buildings, public safety facilities and fire protection facilities.

(i) Lighting systems.

(j) Traffic control systems and devices, including signals, controls, markings and signage.

(k) Equipment, vehicles, furnishings and other personalty related to the items listed in this paragraph.

(l) Operation and maintenance of the items listed in clauses (a) through and including (k) above.

Dated: October 29, 2015


[Signatures Appear on Following Pages]

Signature Page to General Plan

PETITIONER

PPGN-Ray, LLLP,
an Arizona limited liability limited partnership

By: PPGN-GH, Inc., a Delaware corporation
Its: General Partner

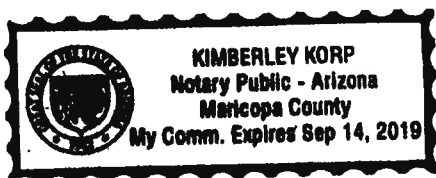

By: Timothy P. Brislin
Its: Vice President

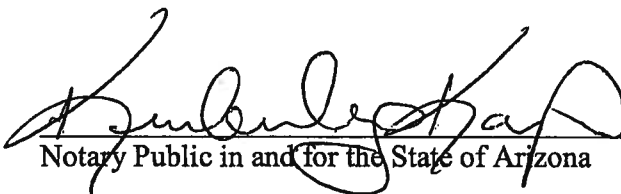
STATE OF ARIZONA
COUNTY OF MARICOPA

On this 28th day of October, 2015, before me personally appeared Timothy P. Brislin, the Vice President of PPGN-GH, Inc., a Delaware corporation, whose identity was proven to me on the basis of satisfactory evidence to be the person who he or she claims to be, and acknowledged that he/she signed the above/attached document on behalf of PPGN-GH, Inc., the General Partner of PPGN-Ray, LLLP..

I certify under PENALTY OF PERJURY under the laws of the State of Arizona that the foregoing paragraph is true and correct.

(Seal and Expiration Date)

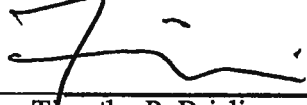



Notary Public in and for the State of Arizona

Signature Page to General Plan

PPGN-Core, LLLP,
an Arizona limited liability limited partnership

By: PPGN-GH, Inc., a Delaware corporation
Its: General Partner

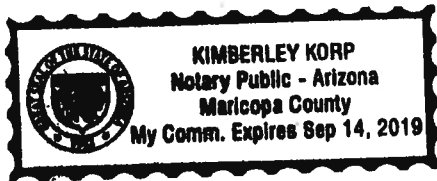

By: Timothy P. Brislin
Its: Vice President

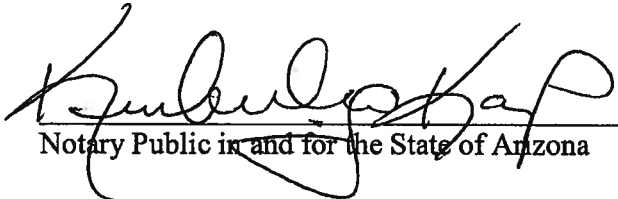
STATE OF ARIZONA
COUNTY OF MARICOPA

On this 28th day of October, 2015, before me personally appeared Timothy P. Brislin, the Vice President of PPGN-GH, Inc., a Delaware corporation, whose identity was proven to me on the basis of satisfactory evidence to be the person who he or she claims to be, and acknowledged that he/she signed the above/attached document on behalf of PPGN-GH, Inc., the General Partner of PPGN-Core, LLLP.

I certify under PENALTY OF PERJURY under the laws of the State of Arizona that the foregoing paragraph is true and correct.

(Seal and Expiration Date)




Notary Public in and for the State of Arizona

Signature Page to General Plan

PPGN-Crismon, LLLP,
an Arizona limited liability limited partnership

By: PPGN-GH, Inc., a Delaware corporation
Its: General Partner



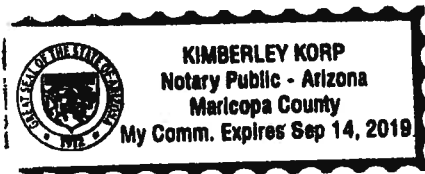
By: Timothy P. Brislin
Its: Vice President

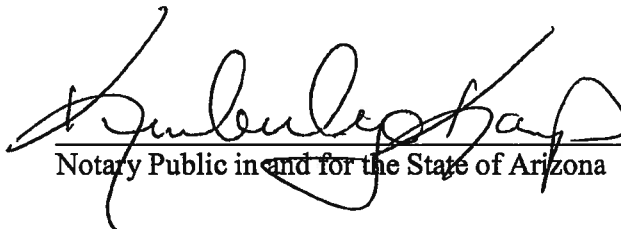
STATE OF ARIZONA
COUNTY OF MARICOPA

On this 28th day of October, 2015, before me personally appeared Timothy P. Brislin the Vice President of PPGN-GH, Inc., a Delaware corporation, whose identity was proven to me on the basis of satisfactory evidence to be the person who he or she claims to be, and acknowledged that he/she signed the above/attached document on behalf of PPGN-GH, Inc., the General Partner of PPGN-Crismon, LLLP..

I certify under PENALTY OF PERJURY under the laws of the State of Arizona that the foregoing paragraph is true and correct.

(Seal and Expiration Date)





Notary Public in and for the State of Arizona

Signature Page to General Plan

PPGN-Ellsworth, LLLP,
an Arizona limited liability limited partnership

By: PPGN-GH, Inc., a Delaware corporation
Its: General Partner



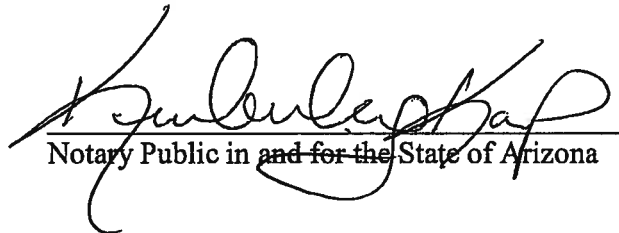
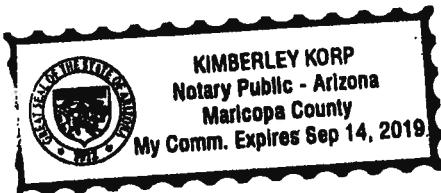
By: Timothy P. Brislin
Its: Vice President

STATE OF ARIZONA
COUNTY OF MARICOPA

On this 28th day of October, 2015, before me personally appeared Timothy P. Brislin the Vice President of PPGN-GH, Inc., a Delaware corporation, whose identity was proven to me on the basis of satisfactory evidence to be the person who he or she claims to be, and acknowledged that he/she signed the above/attached document on behalf of PPGN-GH, Inc., the General Partner of PPGN-Ellsworth, LLLP..

I certify under PENALTY OF PERJURY under the laws of the State of Arizona that the foregoing paragraph is true and correct.

(Seal and Expiration Date)



Notary Public in and for the State of Arizona

Signature Page to General Plan

PPGN-Williams, LLLP,
an Arizona limited liability limited partnership

By: PPGN-GH, Inc., a Delaware corporation
Its: General Partner

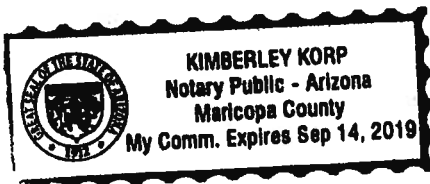

By: Timothy P. Brislin
Its: Vice President

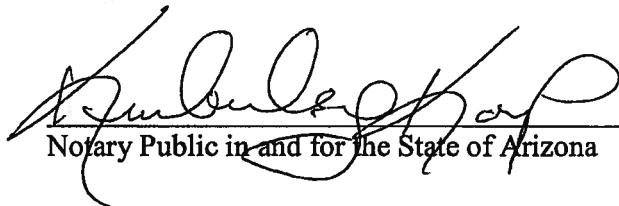
STATE OF ARIZONA
COUNTY OF MARICOPA

On this 25th day of October, 2015, before me personally appeared Timothy P. Brislin, the Vice President of PPGN-GH, Inc., a Delaware corporation, whose identity was proven to me on the basis of satisfactory evidence to be the person who he or she claims to be, and acknowledged that he/she signed the above/attached document on behalf of PPGN-GH, Inc., the General Partner of PPGN-Williams, LLLP..

I certify under PENALTY OF PERJURY under the laws of the State of Arizona that the foregoing paragraph is true and correct.

(Seal and Expiration Date)




Notary Public in and for the State of Arizona

ATTACHMENTS:

Exhibit A: Legal description of property to be included in the District
Exhibit B: Description of Public Infrastructure

Exhibit A



Exhibit A
Legal Description
PPGN Community Facilities District

Job No. 11-007

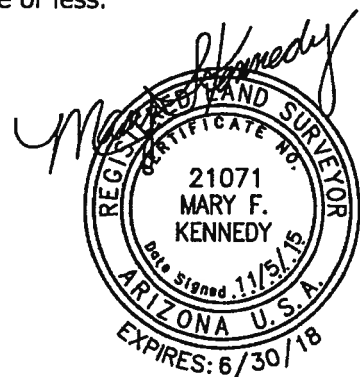
Revised May 4, 2015

A portion of the West half of Section 26, a portion of Section 27 and a portion of the Northeast Quarter of Section 34, Township 1 South, Range 7 East of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at a brass cap in a hand hole at the Northwest corner of said Section 27, from which an aluminum cap at the North Quarter corner of said Section 27 bears S89°38'24"E (an assumed bearing) at a distance of 2,647.20 feet; thence S89°38'24"E, along the north line of the Northwest Quarter of said Section 27, for a distance of 876.83 feet; thence S52°18'39"E for a distance of 470.08 feet to the POINT OF BEGINNING;

Thence continuing S52°18'39"E for a distance of 1,155.04 feet; thence S89°29'17"E for a distance of 3,465.07 feet; thence S00°23'39"W for a distance of 1,531.76 feet; thence S89°13'27"E for a distance of 1,323.82 feet; thence S00°28'29"W for a distance of 2,730.93 feet to the south line of the Southwest Quarter of said Section 26; thence N89°38'25"W, along said south line, for a distance of 984.45 feet; thence N00°22'46"E for a distance of 764.69 feet; thence N89°37'23"W for a distance of 799.55 feet; thence S00°34'46"W for a distance of 701.28 feet to a point on a non-tangent curve, concave to the south, the center of which bears S01°03'19"W at a distance of 1,861.15 feet; thence westerly, along the arc of said curve, through a central angle of 19°47'46", for a distance of 643.04 feet; thence S71°15'33"W, tangent to said curve, for a distance of 131.23 feet; thence S63°49'21"W for a distance of 125.36 feet; thence N80°12'55"W for a distance of 39.15 feet; thence N41°45'30"W for a distance of 2,702.98 feet; thence N36°12'34"W for a distance of 2,840.31 feet; thence N77°11'23"E for a distance of 572.68 feet; thence N12°48'37"W for a distance of 207.30 feet to the beginning of a curve, concave to the southwest, the center of which bears S77°11'23"W at a distance of 303.27 feet; thence northwesterly, along the arc of said curve, through a central angle of 12°45'57", for a distance of 67.57 feet to the beginning of a reverse curve, concave to the northeast, the center of which bears N64°25'26"E at a distance of 274.00 feet; thence northwesterly, along the arc of said curve, through a central angle of 01°01'32", for a distance of 4.90 feet; thence N24°33'03"W, tangent to said curve, for a distance of 29.44 feet; thence N89°38'24"W for a distance of 179.50 feet; thence N00°21'36"E for a distance of 400.00 feet; thence S89°38'24"E for a distance of 203.14 feet to the POINT OF BEGINNING.

An area containing 17,564,110 square feet or 403.2165 acres, more or less.



EPS Group, Inc. • 2045 S. Vineyard, Suite 101 • Mesa, AZ 85210
Tel (480) 503-2250 • Fax (480) 503-2258

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Exhibit B

Description of Public Infrastructure

The following items are identified by phase and labeled to correspond to the attached infrastructure diagram:

Cadence at Gateway Phase 1:

- Cadence Parkway Phases 1-B & 1-C including roadway preparation and installation; curbs, gutters, sidewalks; utilities located within the right of way or within a PUE or PUE; landscaping and associated improvements within the medians, parkways, back of sidewalk, and within the roundabouts; walls; street lights; street signs; traffic signals; road striping; bike lanes; transit stops and associated improvements; and associated drainage improvements.
- Crismon Road Phase 1 including roadway preparation and installation; curbs, gutters, sidewalks; utilities located within the right of way or within a PUE or PUE; landscaping and associated improvements within the medians, parkways, back of sidewalk, and within the roundabouts; walls; street lights; street signs; traffic signals; road striping; bike lanes; transit stops and associated improvements; and associated drainage improvements.

Cadence at Gateway Phase 2:

- Cadence Parkway Phases 2-A & 2-B including roadway preparation and installation; curbs, gutters, sidewalks; utilities located within the right of way or within a PUE or PUE; landscaping and associated improvements within the medians, parkways, back of sidewalk, and within the roundabouts; walls; street lights; street signs; traffic signals; road striping; bike lanes; transit stops and associated improvements; and associated drainage improvements.
- Crismon Road Phase 2-A including roadway preparation and installation; curbs, gutters, sidewalks; utilities located within the right of way or within a PUE or PUE; landscaping and associated improvements within the medians, parkways, back of sidewalk, and within the roundabouts; walls; street lights; street signs; traffic signals; road striping; bike lanes; transit stops and associated improvements; and associated drainage improvements.

Cadence at Gateway Phase 3:

- Cadence Parkway Phase 3 including roadway preparation and installation; curbs, gutters, sidewalks; utilities located within the right of way or within a PUE or PUE; landscaping and associated improvements within the medians, parkways, back of sidewalk, and within the roundabouts; walls; street lights; street signs; traffic signals; road striping; bike lanes; transit stops and associated improvements; and associated drainage improvements.
- Williams Field Road Phase 3-A including roadway preparation and installation; curbs, gutters, sidewalks; utilities located within the right of way or within a PUE or PUE; landscaping and associated improvements within the medians, parkways, back of sidewalk, and within the roundabouts; walls; street lights; street signs; traffic signals; road striping;

bike lanes; transit stops and associated improvements; and associated drainage improvements.

