

Value from Innovation 6550 S. Mountain Road Mesa, Arizona 85212 Rezoning Project Narrative January 5, 2017 Revised February 6, 2017

Project Summary & Request

Pew & Lake, PLC, on behalf of FUJIFILM Electronic Materials U.S.A., Inc., a Delaware corporation (hereinafter "Fuji"), hereby submits this Rezoning Project Narrative and supporting documents in support of specifically a zoning change request on the approximate 50.12 acres consisting of the existing Fuji facility and the 20 acres of vacant land located to the west of the existing facility in Mesa, Arizona. The specific requests are as follows:

- (a) Rezoning for the 24.3 +/- acres (existing facility identified as APN 304-34-035C) from GI (CUP-AF) to Heavy Industrial (HI) with an Airfield (AF) and Planned Area Development (PAD) Overlay;
- (b) Rezoning for the 5.82 +/- acres (2016 north expansion area being portions of APNs 304-34-041, 042A and 042B) from HI (AF) to HI (AF-PAD):
- (c) Rezoning for the 20 +/- acres (identified as APNs 304-34-019F, 019N & 019P) from Agricultural (AG) to HI (AF-PAD);
- (d) Site Plan Review over the western 20 acres (APNs 304-34-019F, 019N & 019P), and the 2.5 acres of the North Property (simply identified as a portion of APN 304-34-041); and
- (e) Preliminary Plat approval over the western 20 acres (APNs 304-34-019F, 019N & 019P). See Exhibit "C", attached hereto for an illustration of the Preliminary Plat, and Exhibit "A" for the legal description.

If approved, these requests will accommodate the development of the expansion of the existing Fuji facility. Fuji is now under contract to purchase the 20 +/- western acres directly to the west of its existing facility, which it needs as part of its planned future expansion. Because the proposed facilities on the western 20 acres are similar to the existing facility, they will qualify as a "Hazardous Material Facility" under the City of Mesa Zoning Ordinance, which necessitates the need for the HI zoning designation. The reason for the AF (Airfield) overlay is because of its proximity to the Phoenix-Mesa Gateway Airport, wherein the property is located within the AO3 overflight area. The legal description of the entire 50.12 acres is attached hereto as Exhibit "A"

and the zoning aspect of these requests are best illustrated in Figure 1, below, and through a colored Zoning Map attached hereto as <u>Exhibit "B"</u>, which further illustrates the various parcels and the current zoning districts.

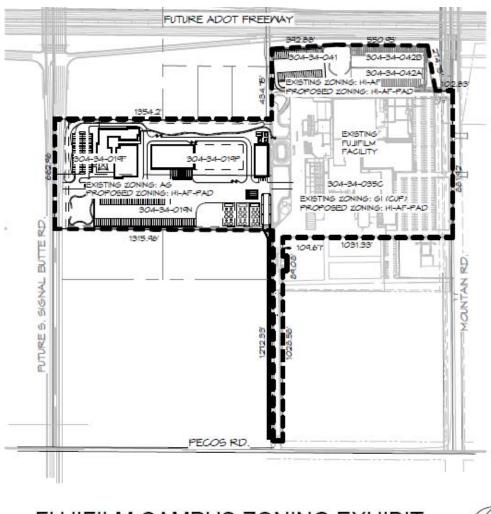


Figure 1 — Area to be Rezoned

FUJIFILM CAMPUS ZONING EXHIBIT



The reason for the PAD overlay consists of the following requested modifications to accommodate minor deviations for the development standards on the western 20 acres of the project as well as to recognize all existing conditions on the entire 50.12 acres as currently constituted:

1. Reduction in the landscape setback along the south property line to allow an 8 ft. tall property wall and a small area of the isotainer parking pad to extend beyond the parking blocks) to allow safe movement for employee access and handling of isotainers during periods of connection to the provided power supply and cooling equipment.

- 2. Elimination of the required shrubs along the north, south and east property lines due to lack of visibility from adjacent properties which will be screened via an 8 ft. high block wall.
- 3. Allowance of temporary chain link security fencing as shown on the Site Plan and through all portions of Phase 2.
- 4. Allow shrubs only in isotainer landscape island endcaps.
- 5. Relative to the existing property, the PAD is solely for the purposes of maintaining the existing conditions of the developed property, as currently constituted. Notably, there are no known violations of the development standards, but such application of the PAD overlay in this instance is being made out of an abundance of caution.

Fuji Operational Information

Fuji is a world leader in the development and manufacturing of materials for the semiconductor industry. The Fuji-Mesa facility, currently located at 6550 S. Mountain Road, opened in 1995 initially to supply process chemicals to the semiconductor industry. Since then, Fuji has expanded manufacturing at the Mesa site to include a wider range of products including CMP (Chemical Mechanical Planarization) and TFS (Thin Film System) type products. The current building configuration (just prior to the 2016 expansion) of the existing Fuji-Mesa site at 6550 S. Mountain Rd., is outlined below in Figure 2:



Figure 2 — 2015 Fuji Facility

Fuji maintains a market leadership position by utilizing cross-functional work teams, fact-based, data driven engineering concepts, and a focused effort on safety, quality and productivity. Validation of this strong commitment to safety, quality and productivity is evident by the many awards and recognitions Fuji has achieved since establishing the production facility in Mesa.

Fuji continues to reaffirm a strong commitment to meet or exceed health and safety regulations. The Fuji-Mesa team strives to maintain an exceptional workplace by working closely with regulatory agencies and continuously refining safety activities. Fuji specifically works closely with the City of Mesa, Maricopa County, and State of Arizona agencies to meet and exceed regulatory safety and environmental requirements. This includes mandated inspections as well as Fire Department inspections and training tours. Fuji has also participated with the Mesa Police Department and its "active shooter" training exercises.

The current Fuji facility was established in 1995 and operates in the General Industrial (GI) zoning district with a Council Use Permit (CUP), which was issued under the prior version of the City of Mesa Zoning Ordinance (Case No. Z94-46). The CUP was necessary due to the type of work that Fuji does at the plant, which is manufacturing products for the semiconductor industry. The existing zoning of the properties and the surrounding area are shown in Figure 3 below:



Figure 3 — Existing Zoning

Earlier in 2016, a portion of Fuji's property to the north (that was not zoned for industrial uses) was rezoned to Heavy Industrial (HI-AF) to allow an isotainer parking area. This northern expansion was approved in zoning Case No. Z16-026 and the corresponding site plan was approved through Case No. Z16-025. This expansion is illustrated in Figure 4, below:

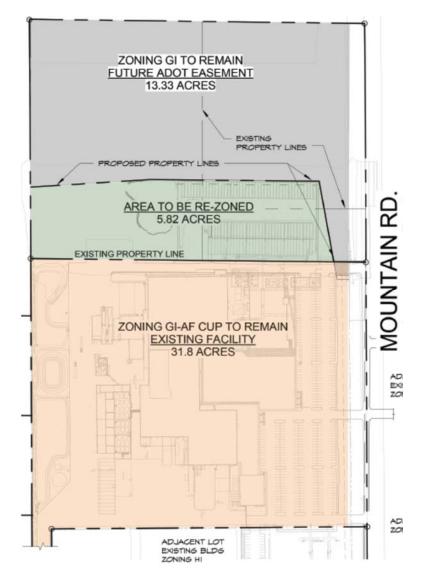


Figure 4 — 2016 Zoning Exhibit of Expansion Area (Approved Via Case No. Z16-26)

During the technical review phase of the initial rezoning request which was limited to just the west 20 acres, City Planning Staff requested the owner to consider expanding the request to include the rezoning of the entire Fuji site so that it would be consistent under a single zoning case, be governed by a single set of development standards, and could be administered more efficiently in the future. After consideration by the Owner, agreement was reached to rezone the entire 50.12 acres, which will accomplish the City's goal of a single zoning case that is consistent for the entire Fuji campus site. The proposed zoning of the properties are shown in Figure 1, above, and Exhibit "B", which is also attached hereto.

Adjacent Zoning Districts and Existing Uses

The adjacent zoning districts and land uses are illustrated below in the following table:

Direction	Current Zoning	Mesa 2040 General Plan	Current Use
North	AG, then 24 Freeway	Employment	Vacant Land & Future 24 Freeway
South	AG	Employment	Vacant Land
East	GI, HI-AF and GI (CUP)	Employment	Industrial Uses, Mountain Road and Existing Fuji Facility
West	RU-43 (county) and LI	Employment	Future Signal Butte Road & Vacant Land
Project Site	AG, HI (AF) and GI (AF-CUP)	Employment	Vacant Land & Existing Fuji Facility

As indicated in the chart above, the change from AG to HI (AF-PAD) will provide for compatible uses to be located near each other and will further provide for similar zoning districts consistent with the General Plan between the subject site and the properties to the north, east and west. In short, the proposed use of the property will be commensurate with the manufacturing facility to the east and the existing uses in the area.

Site Plan Approval Request

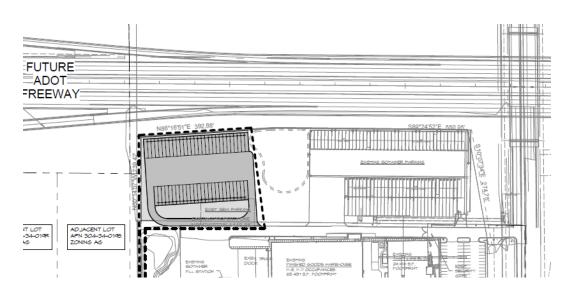
To provide the additional clarification, the shaded areas in Figure 5, below, are included in the request for site plan approval:

Figure 5 — Areas Subject to Site Plan Review and Approval

FUTURE
ADOIT
FREEWAY
FREEWAY
FACILITY
FACIL

6

More specifically, this request for site plan approval the 2.5 acres of the northern expansion area previously rezoned in Case No. Z16-26. Thus, this site plan approval request in this application is to satisfy Condition #4 of Case No. Z16-26 in obtaining site plan review approval. This 2.5 acre project area is shown below in Figure 6:



Figure~6-2.5~Acre~North~Property~Included~in~Site~Plan~Approval

The current request for site plan approval also includes the western 20 acre portion of the site shown in Figure 7 below:

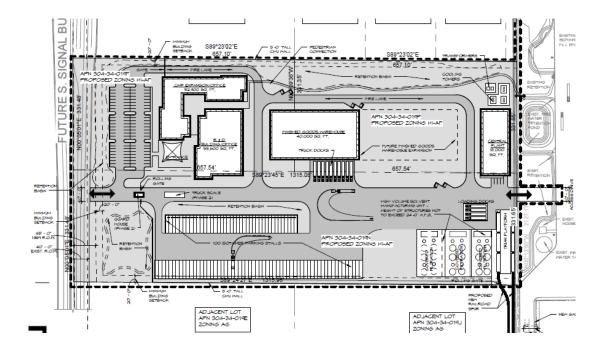


Figure 7 — 20 Acre Property Included in Site Plan Approval

Proposed Expansion

Fuji is presented with an opportunity to expand production capabilities with the addition of a new Finished Goods Warehouse, a new High Volume Solvent Manufacturing Unit (including the possibility a new rail spur), a new CMP Manufacturing Unit, a new R&D center, a new isotainer storage area, and a new office building to meet the current critical and future needs of the semiconductor industry. The facility expansion is planned for the 20 +/- acres directly west of the current location, which is shown in Figure 8, below. Building on the success of the recent consolidation by the company to the Mesa facility, Fuji is committed to following and refining the same systems, models and safety techniques used previously to ensure this facility expansion can be constructed and operated in a completely safe and timely manner.



Figure 8 – 20 Acre Expansion Site & Existing Facility

Site Layout

The site is laid out so that the main entry, offices, manufacturing units, and isotainer storage areas will eventually have access to Signal Butte Rd., once that road is constructed. The buildings and manufacturing units are appropriately spaced per building and fire codes, not only from the property lines, but also from the other adjacent buildings. Stormwater retention areas have also been included in the Site Plan and will be phased with the other developments of the 20 acre site. Until such time that Signal Butte Road is constructed, access to the western 20 acre expansion area

will be controlled and maintained through the existing site, as discussed below and as illustrated in Figure 9, below:

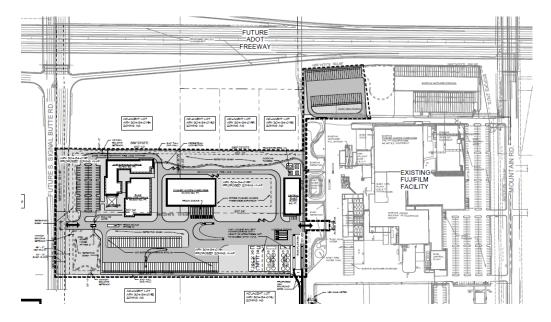


Figure 9 – Master Site Plan for West 20 Acres & Northern 2.5 Acres

Access & Parking

Access to the overall site, including the western 20 acres, will be remain from Mountain Road and Pecos Road, with a planned future entrance(s) on Signal Butte Road once it is completed, which will provide excellent access to the planned 24 Freeway. The company will provide private, controlled access internally to the site to provide security and to allow ease of movement between the existing and new facilities. This private access drive is illustrated in the conceptual Site Plan submitted with this application. Parking for employees will continue to be provided on site and will meet or exceed City of Mesa Standards. The primary entrance for visitors is contemplated to remain at the existing facility and use Mountain Rd. as the access point until such time that Signal Butte Road is constructed and the main entrance is moved to the new location and office building.

Architecture / Building Mass & Materials

The architectural design for the proposed project complements and is consistent with the existing industrial uses in the area and the current Fuji facility. The various components of the project will contain building elevations that are consistent with the City's goal for high quality development along arterial roads and in keeping with the surrounding industrial community. Those buildings with visibility along street frontages will have enhanced elevations and detailing to provide the desired streetscape one would expect in this area as it develops.

Landscaping / Hardscaping

The site will be landscaped consistent with the surrounding context, and per the standard requirements of the City of Mesa, with specific focus given to the landscaping along Signal Butte

Road. The remainder of the site, given its location and adjacent property uses will be landscaped consistent with City Code, except as modified herein through the PAD overlay. The landscape components are integral to the design of the site and buildings, and are meant to enhance the surrounding context. The proposed landscaping palette will consist of an array of drought tolerant and indigenous plants that will respond to the materials, textures and colors used in the surrounding area.

Utilities

The onsite water and sewer services and other utilities will be supplied via the existing connections for the first phase on the western 20 acres. Project designers will work with City of Mesa staff to meet any on-site looping requirements, if required. Interestingly, and with exception of electricity from SRP, the initial phase of the proposed project on the western 20 acres will require very little in the way of public infrastructure upgrades to support the initial uses on the site. However, we anticipate that Phase 2 of the west 20 acres will require certain improvements in Signal Butte Road such as asphalt, water, sewer and other related utilities. These owners financial participation in these future utilities and the construction of Signal Butte Road, will be addressed through the Development Agreement process that will address the timing and amount of such participation.

Phasing

The proposed plant expansion on the west 20 acres will be developed in phases, as will the north 2.5+/- acres on the northern expansion area. It is anticipated that the first phase will include a new High Volume Solvent Manufacturing Unit and the new isotainer storage area, being approximately 175,000 sq. ft. of the Master Site Plan on the western 20 acres. The new expansion will initially add up to an estimated 25 new jobs by the time production starts in late 2018 or early 2019 (anticipated). The other additional buildings and manufacturing units will be constructed as needed, based on business requirements and market conditions but the owner is hopeful and encouraged that Phase 2 will commence shortly after the new High Volume Solvent Manufacturing Unit commences production. The conceptual Site Plan which illustrates the phasing is attached to this narrative. To clarify, the existing facility is on the east (right) side of the drawing and the expansion site is on the west (left) side of the drawing.

As noted, phasing will occur on the property with the ultimate buildout being based on market demands. Phase 1 will be approximately 5.1 gross acres and consist of the new High Volume Solvent Manufacturing Unit, a gate house, and the new isotainer storage area as shown on the Site Plan. Following Phase 1, there is no set order of construction contemplated for constructing the remaining buildings or facilities. However, for each component of the project, adequate parking will be provided for the phase that is being completed, if not already provided in a previous phase. Please note that while a new rail spur loading dock is shown on the site plan, it is not shown in Phase 1 because we understand that rail service to this location will likely not occur during the construction of Phase 1. Nevertheless, in the interest of full disclosure, it is shown as a

potential use and part of the Site Plan. Phase 1 is the shaded area shown in Figure 10, below, and the completion of site is shown in Figure 11, below, as the Phase 2 Site Plan.

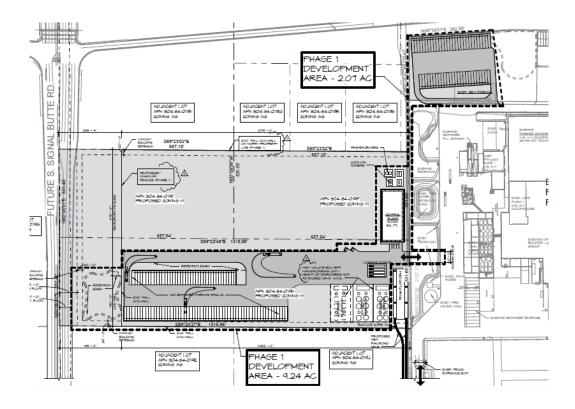
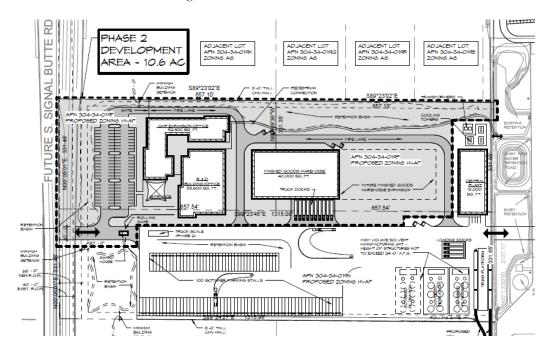


Figure 10 – Phase 1 Site Plan

Figure 11 – Phase 2 Site Plan



Economic Impact and Capital Investment

Fuji estimates that this proposed expansion will have a significant and positive economic development impact in the City of Mesa. Fuji also estimates that approximately 25 jobs will be created with Phase 1 of the expansion. It is further estimated that 75 new jobs will be created with Phase 2 of this expansion. Average salaries for each phase are in the \$70,000 and \$90,000 range, respectively.

Capital improvements associated with this project are estimated to be \$34 million in the first phase (which includes the distillation units with central plant and transformers and isotainer storage with gatehouse and truck scales) and \$21 million in the second phase improvements (which includes the finished goods warehouse, office building and R&D building, and R&D equipment).

General Plan Analysis

The proposed use is consistent with the Mesa 2040 General Plan for this area of Mesa, which is designated as an "Employment" character area as shown in Figure 12, below. Additionally, Policy 1, and Strategy 1, respectively, on Page 5-15 of the General Plan, state the following in support of this project: "Preserve designated commercial and industrial areas for future job growth" and "Uphold a business service approach that facilitates the successful attraction, expansion, and retention of businesses in Mesa."

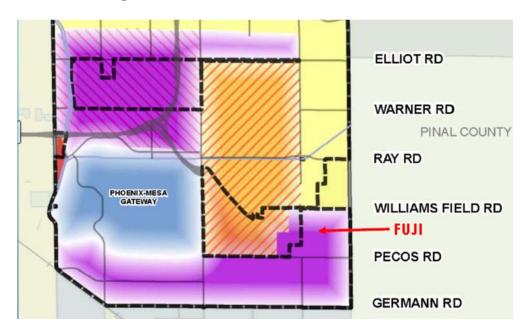


Figure 12 – Mesa General Plan Character Areas

The project site is also located within the Gateway Economic Activity Area of the General Plan, which further illustrates that this area is one where the City supports and encourages this type of development, as shown on Figure 13, below.

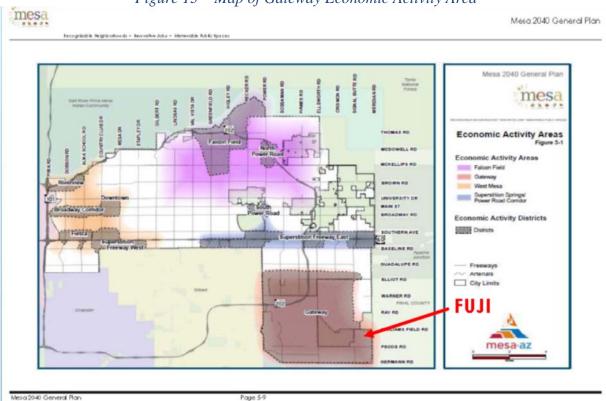


Figure 13 - Map of Gateway Economic Activity Area

The project site is also within the Logistics & Commerce District of the Gateway Strategic Development Plan. The Framework Map, see Figure 14, on the following page, illustrates the location of the project site within the Framework Plan. The Gateway Strategic Development Plan defines the Logistics & Commerce District as follows: "This designation applies to areas south of the Airport/ Campus District and the Williams Gateway Freeway. Heavy industrial, light industrial, business park, and commercial uses will be predominant within this district. Desired uses include manufacturing facilities, large warehouses, distribution facilities, planned employment parks, and similar uses. This district should provide a high quality employment environment that is compatible with increasing over-flight activities associated with Phoenix-Mesa Gateway Airport. Greater intensity and higher density uses will be encouraged for development approaching the northern boundary of this area as it transitions to the planned freeway."

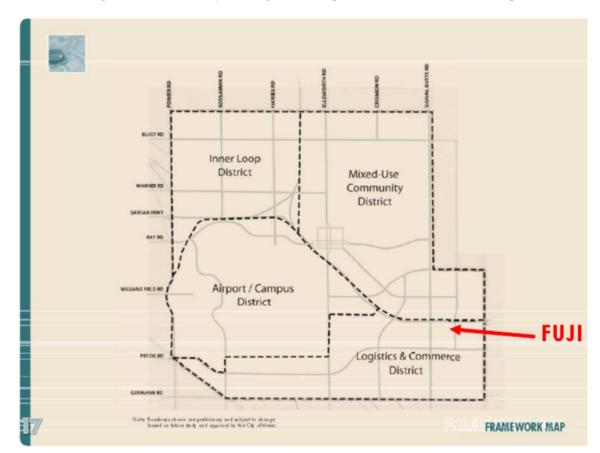


Figure 14 – Gateway Strategic Development Plan Framework Map

Summary

The proposed plant expansion of Fuji is: 1) consistent with the Mesa General Plan, 2) compatible with surrounding structures and uses, and 3) satisfies the goals and policies of the City of Mesa by increasing the employment opportunities in this area. Moreover, all appropriate and applicable safety standards have been evaluated and addressed in the proposed site plan. We kindly urge your support in rezoning the property as described above and approving the site plan and preliminary plat.

EXHIBIT "A"

(Complete Legal Description of the Rezoning Application)

Parcel 1 (304-34-035C)

COMMENCING at the Southwest comer of Section 36, Township 1 South, Range 7 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

thence South 89°27'16" East, along the Southerly line of said Section 36, a distance of 1319.49 feet to the Southwest comer of the Southeast quarter of the Southwest quarter of said Section 36, said point also being the TRUE POINT OF BEGINNING;

thence North 00°13'50" West, along the Westerly line of the East half of the Southwest quarter of said Section 36, a distance of 2182.17 feet to a point from which the Northwest corner of the Northeast quarter of the Southwest quarter of said Section 36, bears North 00°13'50" West, 467.65 feet distant therefrom;

thence South 89°20'53" East, being parallel with the East-West midsection line of said Section 36, a distance of 1094.27 feet to a point on the centerline of that certain road known as Mountain Road as per exhibit "A" M.C.H.D. No. 68623, Mountain Road;

thence continuing South 89°20'53" East, being parallel with the said East-West midsection line of Section 36, a distance of 1.21 feet;

thence South 00°13'50" East, being parallel with and 1095.35 feet Easterly of, as measured at right angles to, the Westerly line of the said East half of the Southwest quarter of Section 36, a distance of 196.23 feet;

thence North 89°24'39" West, 0.67 feet to a point on the said centerline of Mountain Road;

thence South 00°23'13" East, along the said centerline of Mountain Road, a distance of 1022.00 feet to a point from which a point marking the intersection of the said centerline of Mountain Road and the Southerly line of said Section 36, bears South 00°23'13" East, 961.99 feet distant therefrom:

thence North 89°27'16" West, being parallel with the said Southerly line of Section 36, a distance of 1037.56 feet;

thence South 00°13'50" East, being parallel with and 60.00 feet Easterly of the said Westerly line of the East half of the Southwest quarter of Section 36, a distance of 961.95 feet to a point on the said Southerly line of Section 36;

thence North 89°27'16" West, along the said Southerly line of Section 36, a distance of 60.0 1 feet to the TRUE POINT OF BEGINNING.

Being the same parcel as described in Special Warranty Deed from Pecos Mountain Properties, L.L.C., et al, to Olin Corporation, dated December 2, 1994, and recorded December 5, 1994 at 4:44 pm in the records of the Maricopa County Recorder.

EXCEPTING THEREFROM THE FOLLOWING PIECE (Assessor Parcel 304-34-035B):

A parcel of land lying within Section 36, Township 1 South, Range 7 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

COMMENCING at the Southwest corner of said Section 36;

thence along the South line of said section, said line also being the monument line of Pecos Road, South 89°26'55" East, a distance of 2419.65 feet;

thence leaving said section line and said monument line, along the monument line of Mountain Road, North 00°23'13" West, a distance of 961.96 feet, to the POINT OF BEGINNING;

thence leaving said monument line, along a line parallel with the South line of said section, North 89°26'55" West a distance of 1033.62 feet;

thence leaving said parallel line, along a line 64.00 feet Easterly of and parallel with the Westerly line of the East half of the Southwest quarter of said section, North 00°14'09" West, a distance of 120.75 feet;

thence leaving said parallel line, North 88°45'51" East, a distance of 25 .50 feet;

thence along a line 89.50 feet Easterly of and parallel with the Westerly line of the East half of the Southwest quarter of said section. North 00°14'09" West, a distance of 89.06 feet;

thence leaving said parallel line, South 89°45'51" West, a distance of 25.50 feet;

thence along a line 64.00 feet Easterly of and parallel with the Westerly line of the East half of the Southwest quarter of said section, North 00°14′09" West, a distance of 109.65 feet;

thence leaving said parallel line, North 89°36'47" East, a distance of 714.81 feet;

thence along a line parallel with the monument line of Mountain Road, South 00°23'13" East, a distance of 245.17 feet;

thence leaving said parallel line, South 89°26'55" East, a distance of 317.87 feet, to the monument line of Mountain Road;

thence along said monument line, South 00°23'13" East, a distance of 86.01 feet, to the POINT OF BEGINNING;

Said excepted piece is the same as described in Special Warranty Deed from Olin Corporation to MGC Pure Chemicals America, Inc., dated June 8, 1995, and recorded June 16, 1995 at 4:39 pm in the records of the Maricopa County Recorder.

Parcel 2 (Portions of APNs 304-34-041, 304-34-042A and 304-34-042B):

A parcel of land being one of those tracts (more specifically First Parcel) as conveyed to Fuji Film Electronic Materials U.S.A., Inc. by deed of record in Instrument 2004-1423101, Maricopa County Records (MCR) and lying within a portion of the West Half of Section 36, Township 1 South, Range 7 East of the Gila & Salt River Meridian, City of Mesa, Maricopa County, Arizona, more particularly described as follows:

Commencing at the south quarter corner of said Section 36 (found 3" Maricopa County Brass Cap flush), from which point the north quarter corner thereof (2" AC in handhole with illegible stamping) bears N 00°23'12" W a distance of 5290.91 feet;

Thence N 00°23'12" W, along the east line of the Southwest Quarter of said Section 36, a distance of 2183.74 feet;

Thence S 89°36'48" W a distance of 218.26 feet to the Point of Beginning;

Thence N 89°21'07" W a distance of 1095.47 feet;

Thence N 00°14'07" W a distance of 467.57 feet to a point on the north line of the Southwest Quarter of said Section 36;

Thence N 00°29'17" W a distance of 327.36 feet;

Thence S 89°23'20" E a distance of 1095.55 feet;

Thence S 00°29'17" E a distance of 328.07 feet to a point on the north line of the Southwest Quarter of said Section 36;

Thence N 89°21'07" W, along the north line of the said Southwest Quarter, a distance of 0.09 feet;

Thence S 00°14'07" E a distance of 467.57 feet to the Point of Beginning;

Said Description contains 20.00 acres (871,108 Sq. ft.) of land, more or less, including any easements of record.

The basis of bearing for the above description is N 00°23'12" W for the east line of the West Half of Section 36, Township 1 South, Range 7 East of the Gila & Salt River Meridian, City of Mesa, Maricopa County, Arizona as shown on Fuji Film North 20 Acres Record of Survey recorded in Book 1247, Page 50, Maricopa County Records.

Excepting therefrom the following parcel:

A parcel of land lying within a portion of the west half of Section 36, Township 1 South, Range 7 East of the Gila & Salt River Meridian, City of Mesa, Maricopa County, Arizona, more particularly described as follows:

Commencing at the south quarter comer of said Section 36 (found 3" Maricopa County Brass Cap flush), from which point the north quarter comer thereof (2" AC in handhole with illegible stamping) bears N 00°23'12" W a distance of 5290.91 feet;

Thence N 00°23'12" W, along the east line of the Southwest Quarter of said Section 36, a distance of 2183.74 feet;

Thence S 89°36'48" W a distance of 218.26 feet to the Point of Beginning;

Thence N 89°21'07" W a distance of 105.12 feet;

Thence N 10°07'34" W a distance of 274.75 feet;

Thence N 89°24'52" W a distance of 550.95 feet;

Thence S 86°16'51" W a distance of 392.88 feet;

Thence N 00°14'07" W a distance of 228.15 feet to a point on the north line of the Southwest Quarter of said Section 36;

Thence N 00°29'17" W a distance of 327.36 feet;

Thence S 89°23'20" E a distance of 1095.55 feet;

Thence S 00°29' 17" E a distance of 328.07 feet to a point on the north line of the Southwest Quarter of said Section 36;

Thence N 89°21 '07" W, along the north line of said Southwest Quarter, a distance of 0.09 feet;

Thence S 00°14'07" E a distance of 467.57 feet to the Point of Beginning;

Said Description contains 14.15 acres (616,444 Sq. ft.) of land, more or less, including any easements of record.

The basis of bearing for the above description is N 00°23' 12" W for the east line of the West Half of Section 36, Township 1 South, Range 7 East of the Gila & Salt River Meridian, City of Mesa, Maricopa County, Arizona as shown on Fuji Film North 20 Acres Record of Survey recorded in Book 1247, Page 50, Maricopa County Records.

Parcel 3 (APNs 304-34-019N & 019P)

The South half of the South half of the Northwest quarter of the Southwest quarter and the North half of the Southeast quarter of the Northwest quarter of the Southwest quarter of Section 36, Township 1 South, Range 7 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona.

EXCEPT all oil, gas, and mineral rights as reserved in Deed recorded in Docket 8464, Page 630, records of Maricopa County, Arizona.

Parcel 4 (APN 304-34-019F)

The North half of the Southwest quarter of the Northwest quarter of the Southwest quarter of Section 36, Township 1 South, Range 7 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona.

EXCEPT all oil, gas, and mineral rights as reserved in Deed recorded in Docket 8464, Page 630, records of Maricopa County, Arizona.

EXHIBIT "B" (FUJI Campus Rezoning Exhibit)

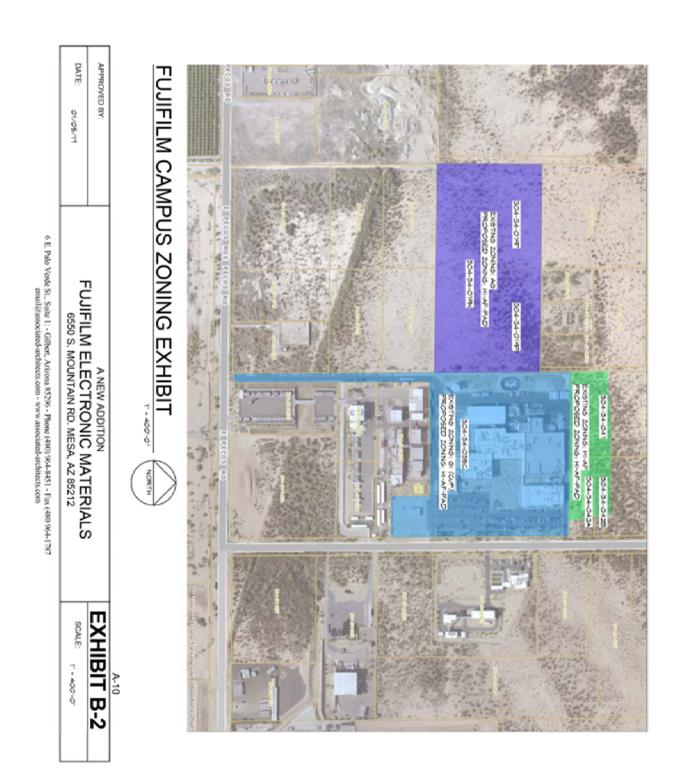


EXHIBIT "C" (FUJI Preliminary Plat)

