

RESOLUTION NO. 12443

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF MESA, MARICOPA COUNTY, ARIZONA, ORDERING AND DECLARING FORMATION OF THE PALO DISTRICT, A THEME PARK DISTRICT PURSUANT TO ARIZONA LAW, ON APPROXIMATELY 80 ACRES OF LAND WHOLLY WITHIN THE BOUNDARIES OF THE CITY, GENERALLY LOCATED NORTH OF THE US-60, SOUTH OF WEST SOUTHERN AVENUE, WEST OF SOUTH ALMA SCHOOL ROAD, AND EAST OF SOUTH LONGMORE; ELECTING TWO CITY COUNCILMEMBERS TO SERVE ON THE DISTRICT BOARD OF DIRECTORS; APPROVING THE FORM AND AUTHORIZING THE EXECUTION AND DELIVERY OF A DEVELOPMENT AND INTERGOVERNMENTAL AGREEMENT BY AND AMONG THE CITY, THE DISTRICT AND THE OWNERS OF LAND AND INTERESTS IN LAND WITHIN THE DISTRICT; AND APPROVING AND AUTHORIZING ADDITIONAL ACTIONS IN CONNECTION WITH SUCH DISTRICT

WHEREAS, Title 48, Chapter 36, Arizona Revised Statutes, as may be amended (the “Act”) allows the governing body of a city with a population over five hundred thousand persons to establish a special taxing district known as a theme park district.

WHEREAS, a theme park district is a distinct corporate and political body, except as modified by the Act, with all the rights, powers and immunities of municipal corporations, and is regarded as performing a governmental function in carrying out the purposes of the Act.

WHEREAS, the Act limits a theme park district to contiguous property within the boundaries of the municipality participating in the formation of the theme park district, and where the owners of such property have consented for their property to be included within the boundaries of the proposed district.

WHEREAS, the owners of land and interests in land generally located north of the US-60, south of West Southern Avenue, west of South Alma School Road, and east of South Longmore have requested and consented to the creation of a theme park district under the Act to include their property as described more fully below.

Now therefore, be it resolved by the City Council of the City of Mesa, Maricopa County, Arizona, as follows:

Section 1. Findings. The City Council hereby makes the following findings:

A. Prior to the adoption of this Resolution, there was presented to the City Council of the City of Mesa, Arizona (the “City”), a written consent and request for formation of the Palo District (the “District”), submitted and effective as of November 19, 2025 (the “Written Consent”), signed by the entities that, on the date of the Written Consent and on the date of this Resolution, are the owners of all real property and interests in real property within the proposed

boundaries of the District as shown on the assessment roll for the State of Arizona (the “State”) and county taxes for Maricopa County, Arizona, or, if any such persons shown on the assessment roll are no longer the owners of land in the proposed District, are the entities which are the successor owners which have become known and were verified by recorded deed or similar evidence of transfer of ownership to be the owners of such real property (collectively, the “Consenting Owner”) described in the Written Consent by metes and bounds to be in the proposed District. As described in the Written Consent, the Successor Owner (as defined in the Written Consent) has an interest in the real property within the boundaries of the proposed District.

B. The City has a population of more than five hundred thousand persons, and such population is determined according to the most recent population estimate data produced by the Office of Economic Opportunity of the State.

C. The Consenting Owner has represented, attested, and declared in the Written Consent all of the following:

1. The name of the District is requested to be “Palo District.”

2. The District is to be formed, and will exist, pursuant to the terms and provisions of the Act.

3. The District is to contain an area of approximately 80 acres of contiguous property, wholly within the corporate boundaries of the City, and is to be composed of the property described by metes and bounds as provided in Exhibit A hereto and depicted in the map provided in Exhibit B hereto, both of which are made a part hereof for all purposes and as such boundaries may be modified or expanded pursuant to the Act (the “Property”); the Consenting Owner of the Property, in the Written Consent, has consented to its property being included within the boundaries of the proposed District and has asserted such Property shall be benefited from the contemplated improvements for which the District is proposed to be formed.

4. The District is to: (i) be regarded as performing a governmental function in carrying out the purposes of the Act; (ii) be a distinct corporate and political body; (iii) except as otherwise limited, modified, or provided by the Act, have all of the rights, powers, and immunities of municipal corporations; (iv) be considered to be a tax levying public improvement district for purposes of Article XII, Section 7, Constitution of Arizona; (v) be separate and apart from the City, not a part of the City municipal corporation; (vi) be governed by a board of directors (the “District Board”) in accordance with the Act; and (vii) be formed for, and to have, all the purposes and powers of a “district” as such term is defined, and as provided, in the Act.

D. The Consenting Owner has represented, attested and declared to the City that on the date of the Written Consent and hereof, all of the land to be in the District is owned by the Consenting Owner. As the Written Consent is signed by the owners of all the land and interests in the land to be in the District, the Consenting Owner has requested any applicable requirements of posting, publication, mailing, notice, or hearing otherwise required by the Act in connection with the formation of the District and adoption of this Resolution be waived.

E. The proposed form of a Development and Intergovernmental Agreement related to the District (the “Intergovernmental Agreement”), by and among the City, the District the Owner (as defined in the Written Consent), and the Successor Owner, has been presented to the City Council, and the Consenting Owner requests the Intergovernmental Agreement be agreed to, and executed and delivered by, the City and, if approved by the District Board, the District.

F. The Successor Owner has covenanted and agreed to pay all costs, fees, and expenses of the City, including its legal counsel, in connection with the formation of the proposed District, as described in more detail in the Intergovernmental Agreement.

Section 2. Agreements and Further Findings by the City. The City Council hereby agrees to and finds the following:

A. The Consenting Owner seeks formation of the District in order for the District and its District Board to exercise the powers and functions set forth in the Act.

B. The Written Consent, and all necessary supporting materials, meets the requirements of the Act and has been filed with the City Clerk.

C. The purposes for which the organization of the District is sought are as described in the Written Consent and are purposes for which a theme park district created pursuant to the Act may be lawfully formed.

D. The District is to be wholly comprised of the Property and the Property is wholly within the boundaries of the City.

E. The Consenting Owner is the owner of all of the Property and interests in the Property.

F. As applicable, the Consenting Owner has represented that it will comply with Section 48-272, Arizona Revised Statutes.

Section 3. Formation of District. The Consenting Owner’s request to form the District is hereby granted. The District is hereby formed as a theme park district pursuant to the terms and provisions of, and with the powers and authority established by, the Act, with jurisdiction over the Property as set forth in the Act. Prior to the first meeting of the District Board, the Consenting Owner shall take necessary steps, if any, to comply with Section 48-272, Arizona Revised Statutes, and any other requirements of the Assessor of Maricopa County, Arizona.

Section 4. Levy of Taxes. Formation of the District may result in the levy of transaction privilege taxes by the District on business activity in the District that is subject to taxation under Title 42, Chapter 5, Arizona Revised Statutes or as otherwise allowed by the Act. The taxes shall be levied up to the maximum rate prescribed by the Act of the gross proceeds of sales or gross income derived from the business, including admission and user fees, and such other taxes or assessments as permitted. The levying of such transaction privilege taxes as allowed by the Act is not a levying of any tax by the City and does not require the approval of the City Council; the

levying of such tax requires action of the District Board subsequent to the formation of the District. The tax imposed by the District pursuant to the Act is in addition to and not in lieu of transaction privilege and use taxes imposed by the State pursuant to Title 42, Chapter 5, Arizona Revised Statutes, and any county, city, town or other local transaction privilege tax.

Section 5. District Board. The District shall be governed by the District Board, initially comprised of the following members: two members of the City Council who are hereby deemed elected by the City Council to the District Board, City Councilmember Rich Adams and City Councilmember Francisco Heredia; one member of the general public who resides in the City, to be appointed by the Speaker of the Arizona House of Representatives; and one member of the general public who resides in the City, to be appointed by the President of the Arizona Senate. The District Board members shall be appointed or elected as set forth in the Act and serve for the terms, and have the powers, duties and authority, as described in the Act. Members of the District Board are subject to Title 38, Chapter 3, Article 8, Arizona Revised Statutes, regarding conflicts of interest, including the penalties prescribed by Section 38-510, Arizona Revised Statutes.

Section 6. District Staff; Legal Counsel. No City employees shall serve as administrative staff or officers of the District, and the District is required to engage its own legal counsel, administrative, and support staff separate and apart from City employees; provided, however, a member of the City Council serving on the District Board in accordance with the Act does not violate the requirements of this Section. The District will be required to secure its own meeting accommodations. To the extent either or both of Greenberg Traurig, LLP, and Pierce Coleman, PLLC, provide legal counsel to both the City and the District, the City hereby waives any conflicts of interest that may exist now or in the future as a result of such dual representation.

Section 7. District Boundaries and Map. The District boundaries, known as the Property, are set as described in metes and bounds in Exhibit A hereto and are hereby approved. The map showing the District boundaries is set forth in Exhibit B hereto and is hereby approved. The intent is that if the boundaries of the District are expanded or modified pursuant to the Act, then this Resolution shall apply to such expanded or modified boundaries as the Property within the boundaries of the District.

Section 8. Approval of the Intergovernmental Agreement. The Intergovernmental Agreement by and among the City, the District, the Owner, and the Successor Owner, in the form as presented to the City and on file with the City Clerk, is hereby approved. The City Manager, or his designee, is authorized and directed to execute and deliver the Intergovernmental Agreement on behalf of the City. Without any requirement of additional City Council approval, the City Manager, or his designee, may agree to, enter into, and make amendments and modifications to the Intergovernmental Agreement on behalf of the City as necessary to carry out the intent of the Intergovernmental Agreement so long as such amendments and modifications do not materially alter the terms or structure of the Intergovernmental Agreement as it was presented to the City Council.

Section 9. Dissemination of This Resolution. The City Clerk shall cause a copy of this Resolution to be delivered to the County Assessor and the Board of Supervisors of Maricopa County, Arizona, and to the Department of Revenue of the State of Arizona.

Section 10. Formation of District Subject to Denial. To the extent the formation of the District is subject to Section 48-271, Arizona Revised Statutes, the Maricopa County Board of Supervisors has the absolute authority to deny the formation of the District, if sufficient grounds exist for such formation denial. Any such denial by the Maricopa County Board of Supervisors shall automatically rescind the formation of the District, and this Resolution shall immediately become null and void and of no effect without further action of the City.

Section 11. No General Liability of or for the City. Neither the general fund or any other fund or moneys of the City, nor that of the State of Arizona or any political subdivision of either (other than the District), shall be liable for the payment or repayment of any obligation, liability, bond or indebtedness of the District, and neither the credit nor the taxing power of the City, the State of Arizona or any political subdivision of either (other than the District) shall be pledged therefor. The District is a separate and distinct legal entity from the City and the District does not have the authority to act for or on behalf of the City.

Section 12. Severability. If any section, paragraph, subsection, sentence, clause, or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution. The City Council hereby declares that this Resolution would have been adopted with each and every other section, paragraph, subsection, sentence, clause, or phrase hereof and authorized the formation of the District pursuant hereto irrespective of the fact that any one or more sections, paragraphs, subsections, sentences, clauses, or phrases of this Resolution may be held illegal, invalid or unenforceable.

Section 13. Ratification of Prior Acts. All acts of the officials, officers, employees and agents of the City acting in furtherance of this Resolution are hereby ratified and confirmed, including the engagement by the City of any legal counsel or consultants in connection with formation of the proposed District.

Passed and adopted by the City Council of the City of Mesa, Maricopa County, Arizona, this 26th day of November, 2025.

Approved:

Mayor

Attest:

City Clerk

EXHIBIT A

**LEGAL DESCRIPTION OF
PALO DISTRICT**

PARCEL NO. 1:

That portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the Northeast corner of said Section 32;

Thence South 00 degrees 00 minutes 05 seconds west, a distance of 800.00 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 67.00 feet to the TRUE POINT OF BEGINNING;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 176.50 feet;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 182.83 feet;

Thence South 64 degrees 56 minutes 52 seconds West, a distance of 414.43 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 416.00 feet;

Thence North 07 degrees 47 minutes 24 seconds West, a distance of 530.10 feet;

Thence North 01 degrees 05 minutes 54 seconds West, a distance of 253.00 feet;

Thence North 88 degrees 54 minutes 06 seconds East, a distance of 44.00 feet;

Thence South 01 degrees 05 minutes 54 seconds East, a distance of 209.50 feet to a point of curvature of a curve to the left, having a radius of 19.00 feet, a tangent length of 19.00 feet, a central angle of 90 degrees 00 minutes 00 seconds, an arc distance of 29.85 feet;

Thence North 88 degrees 54 minutes 06 seconds East, a distance of 372.84 feet to the point of curvature of a curve to the right, having a radius of 349.50 feet, a tangent length of 225.17 feet, a central angle of 65 degrees 35 minutes 07 seconds, an arc distance of 400.07 feet;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 164.02 feet;

Thence South 04 degrees 34 minutes 31 seconds West, a distance of 43.64 feet;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 251.50 feet to the TRUE POINT OF BEGINNING;

EXCEPT any portion lying within the North 55.00 feet thereof; and

EXCEPT that portion conveyed in Quitclaim Deed recorded in Recording No. 87-023102, described as follows:

That portion of the Northeast quarter of the Northeast quarter of said Section 32, described as follows:

Commencing at the Northeast corner of said Section 32;

Thence South 00 degrees 00 minutes 05 seconds West along the East section line of said Section 32, a distance of 800.48 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 67.00 feet to the TRUE POINT OF BEGINNING;

Thence continuing North 89 degrees 59 minutes 55 seconds West, a distance 12.00 feet;

Thence North 00 degrees 00 minutes 05 seconds East parallel to the East section line of said Section 32, a distance of 251.50 feet;

Thence North 04 degrees 34 minutes 31 seconds East, a distance of 43.64 feet;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 12.00 feet;

Thence South 04 degrees 34 minutes 31 seconds West, a distance of 43.64 feet;

Thence South 00 degrees 00 minutes 05 seconds West parallel to the East section line of said Section 32, a distance of 251.50 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 2:

That part of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

Commencing at the Northeast corner of said Section 32;

Thence South 00 degrees 00 minutes 05 seconds West along the East line of said Section 32, 1840.00 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 67.00 feet to a point on the West right-of-way line of South Alma School Road and the TRUE POINT OF BEGINNING;

Thence continuing North 89 degrees 59 minutes 55 seconds West, a distance of 113.00 feet to the point of curvature of a curve;

Thence along said curve to the right, having a radius of 271.00 feet and a central angle of 32 degrees 17 minutes 45 seconds, an arc distance of 152.75 feet to the point of reverse curvature of said curve;

Thence along said curve to the left, having a radius of 15.00 feet, a central angle of 77 degrees 20 minutes 56 seconds, an arc distance of 20.25 feet to the point of reverse curvature of said curve;

Thence along said curve to the right, having a radius of 525.00 feet, a central angle of 19 degrees 06 minutes 05 seconds, an arc distance of 175.03 feet to the point of tangency of said curve;

Thence South 64 degrees 02 minutes 59 seconds West, a distance of 130.00 feet;

Thence South 25 degrees 57 minutes 01 second East, a distance of 44.41 feet;

Thence North 88 degrees 57 minutes 53 seconds East, a distance of 515.79 feet to a point on the West right-of-way line of South Alma School Road;

Thence South 00 degrees 00 minutes 05 seconds West along said West right-of-way line, as described in instrument recorded in Docket 11445, Page 506, records of Maricopa County, Arizona, a distance of 98.07 feet;

Thence South 04 degrees 45 minutes 33 seconds West along the West right-of-way line of the Superstition Freeway, a distance of 132.62 feet;

Thence South 88 degrees 57 minutes 53 seconds West along the North right-of-way line of the Superstition Freeway, a distance of 603.23 feet;

Thence South 82 degrees 43 minutes 07 seconds West along said North right-of-way line, a distance of 20.65 feet;

Thence North 25 degrees 57 minutes 01 second West, a distance of 129.18 feet;

Thence South 64 degrees 02 minutes 59 seconds West, a distance of 153.62 feet;

Thence North 25 degrees 57 minutes 01 second West, a distance of 74.00 feet;

Thence North 64 degrees 02 minutes 59 seconds East, a distance of 8.75 feet;

Thence North 25 degrees 57 minutes 01 second West, a distance of 66.48 feet;

Thence North 00 degrees 00 minutes 05 seconds East, a distance of 366.54 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 86.98 feet;

Thence North 00 degrees 00 minutes 05 seconds East, a distance of 60.28 feet;

Thence North 45 degrees 00 minutes 05 seconds East, a distance of 104.45 feet (measured) 104.51 feet (record);

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 35.00 feet;

Thence North 45 degrees 00 minutes 05 seconds East, a distance of 263.73 feet;

Thence North 70 degrees 00 minutes 05 seconds East, a distance of 41.28 feet;

Thence South 67 degrees 29 minutes 55 seconds East, a distance of 588.11 feet to a point on a curve;

Thence along said curve to the right, having a radius of 525.00 feet, a central angle of 26 degrees 09 minutes 27 seconds, a tangent bearing of South 06 degrees 45 minutes 33 seconds West, and an arc distance of 239.68 feet;

Thence South 57 degrees 05 minutes 00 seconds East, a distance of 19.22 feet;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 191.14 feet to a point on the West right-of-way line of South Alma School Road;

Thence South 00 degrees 00 minutes 05 seconds West along said West right-of-way line as described in instrument recorded in Docket 11445, Page 506, records of Maricopa County, Arizona, a distance of 115.00 feet to the TRUE POINT OF BEGINNING;

EXCEPT that portion which lies East of that certain line described following, as conveyed to the State of Arizona in Order for Immediate Possession recorded in Recording No. 2001-0398086, and Amended Order of Immediate Possession recorded in Recording No. 2001-0894532, records of Maricopa County, Arizona:

Line Description:

Commencing at a brass cap in a hand hole marking the Northeast corner of said Section 32, from which a 1-inch iron pipe marking the East quarter corner of said Section 32 bears South 00 degrees 57 minutes 21 seconds West, 2642.68 feet;

Thence South 00 degrees 57 minutes 21 seconds West along the East line of said Section 32, a distance of 1859.78 feet;

Thence North 89 degrees 02 minutes 39 seconds West, a distance of 67.00 feet to a point on the existing West right-of-way line of Alma School Road and the TRUE POINT OF BEGINNING of said line;

Thence South 03 degrees 02 minutes 02 seconds West, a distance of 359.65 feet to the point of juncture of said existing West right-of-way line of Alma School Road and the existing North right-of-way line of US Highway 60 (Superstition Freeway) and the TERMINUS of said line; and

EXCEPT that portion conveyed to the City of Mesa, an Arizona municipal corporation, in Quit-Claim Deed recorded in Recording No. 86-666165, described as follows:

Commencing at the Northeast corner of said Section 32;

Thence South 00 degrees 00 minutes 05 seconds West along the East line of said Section 32, 1840.00 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 67.00 feet;

Thence North 00 degrees 00 minutes 05 seconds East, a distance of 40.26 feet to the TRUE POINT OF BEGINNING;

Thence continuing North 00 degrees 00 minutes 05 seconds East, a distance of 74.82 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 12.00 feet;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 74.82 feet;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 12.00 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 3A:

A parcel of land located in the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more fully described as follows:

Commencing at the North quarter corner of Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of South Longmore Road as described in Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 1885.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 45.00 feet to a point on the East right-of-way line of South Longmore Road and the TRUE POINT OF BEGINNING;

Thence North 00 degrees 23 minutes 41 seconds West, a distance of 594.14 feet along said right-of-way line;

Thence East, along a line 0.04 feet North of and parallel to the North face of a parking structure, a distance of 280.46 feet;

Thence South 1.17 feet, to the center of a joint between the slabs of the parking deck;

Thence East, along the center of said joint and extension thereof, a distance of 230.58 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 383.34 feet;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 76.40 feet;

Thence South 71 degrees 33 minutes 59 seconds West, a distance of 81.34 feet to the point of curvature of a tangent curve concave Southeasterly and having a radius of 45.68 feet;

Thence Southwesterly along the arc of said curve through a central angle of 26 degrees 33 minutes 54 seconds, a distance of 21.18 feet to the point of tangency of said curve;

Thence South 45 degrees 00 minutes 05 seconds West, a distance of 348.65 feet to the point of curvature of a tangent curve concave Southeasterly and having a radius of 77.18 feet;

Thence Southwesterly along the arc of said curve, through a central angle of 45 degrees 00 minutes 00 seconds, a distance of 60.61 feet to the point of tangency of said curve;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 127.01 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 550.00 feet, the radius point of which bears North 25 degrees 58 minutes 24 seconds East;

Thence Northwesterly along the arc of said curve through a central angle of 00 degrees 46 minutes 24 seconds, a distance of 7.42 feet to the beginning of a compound curve, concave Northeasterly and having a radius of 700.00 feet;

Thence Northwesterly along the arc of said curve through a central angle of 27 degrees 36 minutes 16 seconds, a distance of 337.25 feet;

Thence leaving said compound curve South 89 degrees 36 minutes 19 seconds West, a distance of 153.38 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 3B:

A non-exclusive easement as created in Cross Easement Agreement recorded in Recording No. 93-0847329, records of Maricopa County, Arizona, for the purpose of vehicular and pedestrian ingress and egress to, from, over and across that portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of Longmore Road, according to Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 1885.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 45.00 feet to a point on the East right-of-way of South Longmore Road, and the TRUE POINT OF BEGINNING;

Thence North 00 degrees 23 minutes 41 seconds West along said East right-of-way, a distance of 43.29 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 24.50 feet, the radius point of which bears North 43 degrees 17 minutes 26 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 43 degrees 31 minutes 10 seconds, a distance of 18.61 feet to a point of tangency;

Thence North 89 degrees 46 minutes 16 seconds East, a distance of 45.19 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 20.00 feet;

Thence Northeasterly along the arc of said curve through a central angle of 115 degrees 04 minutes 52 seconds, a distance of 40.17 feet to a point of tangency;

Thence North 61 degrees 51 minutes 16 seconds East, a distance of 53.56 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 675.00 feet, the radius point of which bears North 61 degrees 51 minutes 15 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 34 degrees 40 minutes 11 seconds, a distance of 408.44 feet to a point on the arc;

Thence South 00 degrees 00 minutes 05 seconds West, a distance 27.96 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 550.00 feet, the radius point of which bears North 25 degrees 58 minutes 24 seconds East;

Thence Northwesterly along the arc of said curve through a central angle of 00 degrees 46 minutes 24 seconds, a distance of 7.42 feet to the beginning of a compound curve concave Northeasterly and having a radius of 700.00 feet;

Thence Northwesterly along the arc of said curve through a central angle of 27 degrees 36 minutes 16 seconds, a distance of 337.25 feet to a point on the arc;

Thence South 89 degrees 36 minutes 19 seconds West, a distance of 153.38 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 4A:

That portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of South Longmore Road as described in Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 820.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 45.00 feet to a point on the East right-of-way line of South Longmore Road and the TRUE POINT OF BEGINNING;

Thence North 00 degrees 23 minutes 41 seconds West along said East right-of-way line, a distance of 50.00 feet;

Thence leaving said East right-of-way North 89 degrees 36 minutes 19 seconds East, a distance of 137.93 feet to a point on a non-tangent curve, concave Southeasterly and having a radius of 925.00 feet, the radius point of which bears South 58 degrees 42 minutes 09 seconds East;

Thence Northeasterly along the arc of said curve, through a central angle of 16 degrees 18 minutes 28 seconds, a distance of 263.28 feet;

Thence North 47 degrees 36 minutes 19 seconds East, a distance of 95.13 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 262.59 feet;

Thence North 68 degrees 27 minutes 04 seconds East, a distance of 17.85 feet;

Thence North 14 degrees 59 minutes 55 seconds West, a distance of 243.79 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 575.00 feet, the radius point of which bears South 37 degrees 21 minutes 30 seconds East;

Thence Northeasterly along the arc of said curve through a central angle of 07 degrees 40 minutes 35 seconds, a distance of 77.04 feet;

Thence leaving said curve South 21 degrees 32 minutes 56 seconds East, a distance of 453.83 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 189.10 feet;

Thence South 45 degrees 00 minutes 05 seconds West, a distance of 47.75 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 40.00 feet;

Thence South 45 degrees 00 minutes 05 seconds West, a distance 227.50 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 100.00 feet;

Thence South 45 degrees 00 minutes 05 seconds West, a distance of 217.46 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 37.89 feet to a point lying on the projected alignment of the center joint between the slabs of parking deck;

Thence West along said projection and said center of joint, a distance of 230.58 feet;

Thence North, a distance of 1.17 feet to a point lying on a line, 0.04 feet North of and parallel to the North face of the parking structure;

Thence West along said parallel line, a distance of 64.93 feet;

Thence North, a distance of 302.70 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 7.17 feet;

Thence North, a distance of 21.46 feet;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 203.94 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 247.88 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 86.95 feet to a point on a non-tangent curve, concave Southeasterly and having a radius of 900.00 feet, the radius point of which bears South 59 degrees 23 minutes 55 seconds East;

Thence Southwesterly along the arc of said curve, through a central angle of 02 degrees 01 minutes 23 seconds, a distance of 31.78 feet;

Thence leaving said curve South 89 degrees 36 minutes 19 seconds West, a distance of 137.63 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 4B:

A non-exclusive easement as created in Cross Easement Agreement recorded in Recording No. 93-0847328, records of Maricopa County, Arizona, for the purpose of vehicular and pedestrian ingress and egress to, from, over and across that portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of Longmore Road, according to Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 820.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 45.00 feet to a point on the East right-of-way of South Longmore Road and the TRUE POINT OF BEGINNING;

Thence North 00 degrees 23 minutes 41 seconds West, a distance of 43.56 feet along said East right-of-way to a point on a non-tangent curve concave to the Northeast and having a radius of 25.00 feet, the radius point of which bears North 43 degrees 55 minutes 32 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 44 degrees 18 minutes 24 seconds, a distance of 19.33 feet to a point of tangency;

Thence North 89 degrees 37 minutes 09 seconds East, a distance of 93.25 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 25.00 feet;

Thence Northeasterly along the arc of said curve through a central angle of 62 degrees 49 minutes 32 seconds, a distance of 27.41 feet to a point of tangency;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 4.98 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 925.00 feet, the radius point of which bears South 58 degrees 42 minutes 09 seconds East;

Thence Northeasterly along the arc of said curve through a central angle of 05 degrees 35 minutes 55 seconds, a distance of 90.39 feet to a point on the arc;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 50.53 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 875.00 feet, the radius point of which bears South 53 degrees 34 minutes 13 seconds East;

Thence Southwesterly along the arc of said curve through a central angle of 04 degrees 51 minutes 20 seconds, a distance of 74.15 feet to a point on the arc;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 29.19 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 900.00 feet, the radius point of which bears South 59 degrees 23 minutes 56 seconds East;

Thence Southwesterly along the arc of said curve through a central angle of 02 degrees 01 minutes 23 seconds, a distance of 31.78 feet to a point on the arc;

Thence South 89 degrees 36 minutes 19 seconds West, a distance of 137.63 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 5A:

That portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of Longmore Road, according to Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 820.00 feet;

Thence North 89 degrees 36. minutes 19 seconds East, a distance of 57.00 feet to a point on the East right-of-way line of South Longmore Road, the TRUE POINT OF BEGINNING;

Thence continuing North 89 degrees 36 minutes 19 seconds East, a distance of 125.63 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 900.00 feet, the radius point of which bears South 61 degrees 25 minutes 19 seconds East;

Thence Northeasterly along the arc of said curve through a central angle of 02 degrees 01 minutes 23 seconds, a distance of 31.78 feet to a point on the arc;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 86.95 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 247.88 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 203.94 feet;

Thence South, a distance of 21.46 feet;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 7.17 feet;

Thence South, a distance of 302.70 feet;

Thence West, a distance of 215.53 feet to a point on the East right-of-way of South Longmore Road;

Thence North 00 degrees 23 minutes 41 seconds West along said East right-of-way line, a distance of 159.36 feet;

Thence North 04 degrees 10 minutes 45 seconds East along said East right-of-way line, a distance of 150.48 feet;

Thence North 00 degrees 23 minutes 41 seconds West along said East right-of-way line, a distance of 161.50 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 5B:

That portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the Northeast corner of said Section 32;

Thence South 00 degrees 00 minutes 05 seconds West along the East line of said Section 32, a distance of 800.00 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 67.00 feet to a point on the West right-of-way of Alma School Road, according to Docket 10639, Page 1176 and in Recording No. 86-143917, records of Maricopa County, Arizona, said point being the TRUE POINT OF BEGINNING;

Thence South 00 degrees 00 minutes 05 seconds West along said West right-of-way, a distance of 699.50 feet;

Thence South 04 degrees 36 minutes 21 seconds West along said West right-of-way line as further described in Docket 11445, Page 506, records of Maricopa County, Arizona, a distance of 149.48 feet;

Thence South 00 degrees 00 minutes 05 seconds West along said West right-of-way line, a distance of 76.51 feet;

Thence North 89 degrees 59 minutes 55 seconds West along the property line of Broadway Parcel, as described in Docket 13853, Page 925, and in Recording No. 86-143917, records of Maricopa County, Arizona, a distance of 179.14 feet;

Thence North 57 degrees 05 minutes 00 seconds West along said property line, a distance of 19.22 feet to a point, on a non-tangent curve concave Northwesterly and having a radius of 525.00 feet, the radius point of which bears North 57 degrees 04 minutes 57 seconds West;

Thence Northeasterly along the arc of said curve through a central angle of 26 degrees 09 minutes 27 seconds, a distance of 239.68 feet to a point on the arc;

Thence along said property line, traversing the following courses and distances:

Thence North 67 degrees 29 minutes 55 seconds West, a distance of 588.11 feet;

Thence South 70 degrees 00 minutes 05 seconds West, a distance of 41.28 feet;

Thence South 45 degrees 00 minutes 05 seconds West, a distance of 263.73 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 35.00 feet;

Thence South 45 degrees 00 minutes 05 seconds West, a distance of 104.45 feet;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 60.28 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 86.98 Feet;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 366.54 feet;

Thence South 25 degrees 57 minutes 01 seconds East, a distance of 66.48 feet;

Thence South 64 degrees 02 minutes 59 seconds West, a distance of 8.75 feet;

Thence South 25 degrees 57 minutes 01 seconds East, a distance of 74.00 feet;

Thence North 64 degrees 02 minutes 59 seconds East, a distance of 153.62 feet;

Thence South 25 degrees 57 minutes 01 seconds East, a distance of 129.18 feet to a point on the North line of the Superstition Freeway right-of-way as described in Docket 12215, Page 814, records of Maricopa County, Arizona;

Thence South 82 degrees 43 minutes 07 seconds West (South 83 degrees 43 minutes 12 seconds West, record) along said North right-of-way line, a distance of 1036.35 feet;

Thence South 85 degrees 23 minutes 15 seconds West (South 86 degrees 23 minutes 38 seconds West, record) along said North right-of-way line, a distance of 174.04 feet (174.73 feet, record);

Thence North 05 degrees 28 minutes 15 seconds West (North 05 degrees 43 minutes 24 seconds West, record) along the right-of-way of Superstition Freeway, a distance of 301.23 feet (302.39 feet record) to a point on the East right-of-way line of Longmore Road as described in Docket 11445, Page 508, records of Maricopa County, Arizona;

Thence North 00 degrees 23 minutes 41 seconds West along said East right-of-way line, a distance of 155.26 feet;

Thence leaving said right-of-way, North 89 degrees 36 minutes 19 seconds East, a distance of 153.38 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 700.00 feet, the radius point of which bears North 54 degrees 21 minutes 04 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 27 degrees 36 minutes 16 seconds, a distance of 337.25 feet to the beginning of a compound curve concave Northeasterly and having a radius of 550.00 feet;

Thence Southeasterly along the arc of said curve through a central angle of 00 degrees 46 minutes 24 seconds, a distance of 7.42 feet to a point on the arc;

Thence North 00 degrees 00 minutes 05 seconds East, a distance of 127.01 feet to the beginning of a tangent curve concave Southeasterly and having a radius of 77.18 feet;

Thence Northeasterly along the arc of said curve through a central angle of 45 degrees 00 minutes 00 seconds, a distance of 60.61 feet to a point of tangency;

Thence North 45 degrees 00 minutes 05 seconds East, a distance of 348.65 feet to the beginning of a tangent curve concave Southeasterly and having a radius of 45.68 feet;

Thence Northeasterly along the arc of said curve through a central angle of 26 degrees 33 minutes 54 seconds, a distance of 21.18 feet to a point of tangency;

Thence North 71 degrees 33 minutes 59 seconds East, a distance of 81.34 feet;

Thence North 00 degrees 00 minutes 05 seconds East, a distance of 76.40 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 421.23 feet;

Thence North 45 degrees 00 minutes 05 seconds East, a distance of 217.46 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 100.00 feet;

Thence North 45 degrees 00 minutes 05 seconds East, a distance of 227.50 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 40.00 feet;

Thence North 45 degrees 00 minutes 05 seconds East, a distance of 47.75 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 189.10 feet;

Thence North 21 degrees 32 minutes 56 seconds West, a distance of 453.83 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 575.00 feet, the radius point of which bears South 29 degrees 40 minutes 56 seconds East;

Thence Southwesterly along the arc of said curve through a central angle of 07 degrees 40 minutes 35 seconds, a distance of 77.04 feet to a point on the arc;

Thence South 14 degrees 59 minutes 55 seconds East, a distance of 243.79 feet;

Thence South 68 degrees 27 minutes 04 seconds West, a distance of 17.85 feet;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 262.59 feet;

Thence North 47 degrees 36 minutes 19 seconds East, a distance of 90.31 feet to the beginning of a tangent curve concave Southeasterly and having a radius of 625.00 feet;

Thence Northeasterly along the arc of said curve through a central angle of 41 degrees 17 minutes 47 seconds, a distance of 450.47 feet to a point of tangency;

Thence North 88 degrees 54 minutes 06 seconds East, a distance of 41.16 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 19.00 feet;

Thence Northeasterly along the arc of said curve through a central angle of 90 degrees 00 minutes 00 seconds, a distance of 29.85 feet to a point of tangency;

Thence North 01 degrees 05 minutes 54 seconds West, a distance of 209.00 feet to a point on the South right-of-way line of Southern Avenue as described in Docket 10700, Page 695, records of Maricopa County, Arizona;

Thence North 88 degrees 54 minutes 05 seconds East along said South right-of-way line, a distance of 44.00 feet;

Thence South 01 degrees 05 minutes 54 seconds East along the property line of Sears Parcel as described in Docket 11086, Page 76, records of Maricopa County, Arizona, a distance of 253.00 feet;

Thence continuing along said property line, traversing the following courses and distances, South 07 degrees 47 minutes 24 seconds East, a distance of 530.10 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 416.00 feet;

Thence North 64 degrees 56 minutes 52 seconds East, a distance of 414.43 feet;

Thence North 00 degrees 00 minutes 05 seconds East, a distance of 182.83 feet;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 176.50 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 5C:

A non-exclusive easement as created in Cross Easement Agreement recorded in Recording No. 93-0847328, records of Maricopa County, Arizona, for the purpose of vehicular and pedestrian ingress and egress to, from, over and across that portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of Longmore Road, according to Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 820.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 45.00 feet to a point on the East right-of-way of South Longmore Road and the TRUE POINT OF BEGINNING;

Thence North 00 degrees 23 minutes 41 seconds West, a distance of 43.56 feet along said East right-of-way to a point on a non-tangent curve concave to the Northeast and having a radius of 25.00 feet, the radius point of which bears North 43 degrees 55 minutes 32 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 44 degrees 18 minutes 24 seconds, a distance of 19.33 feet to a point of tangency;

Thence North 89 degrees 37 minutes 09 seconds East, a distance of 93.25 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 25.00 feet;

Thence Northeasterly along the arc of said curve through a central angle of 62 degrees 49 minutes 32 seconds, a distance of 27.41 feet to a point of tangency;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 4.98 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 925.00 feet, the radius point of which bears South 58 degrees 42 minutes 09 seconds East;

Thence Northeasterly along the arc of said curve through a central angle of 05 degrees 35 minutes 55 seconds, a distance of 90.39 feet to a point on the arc;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 50.53 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 875.00 feet, the radius point of which bears South 53 degrees 34 minutes 13 seconds East;

Thence Southwesterly along the arc of said curve through a central angle of 04 degrees 51 minutes 20 seconds, a distance of 74.15 feet to a point on the arc;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 29.19 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 900.00 feet, the radius point of which bears South 59 degrees 23 minutes 56 seconds East;

Thence Southwesterly along the arc of said curve through a central angle of 02 degrees 01 minutes 23 seconds, a distance of 31.78 feet to a point on the arc;

Thence South 89 degrees 36 minutes 19 seconds West, a distance of 137.63 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 5D:

A non-exclusive easement as created in Cross Easement Agreement recorded in Recording No. 93-0847329, records of Maricopa County, Arizona, for the purpose of vehicular and pedestrian ingress and egress to, from, over and across that portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of Longmore Road, according to Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 1885.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 45.00 feet to a point on the East right-of-way of South Longmore Road, and the TRUE POINT OF BEGINNING;

Thence North 00 degrees 23 minutes 41 seconds West along said East right-of-way, a distance of 43.29 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 24.50 feet, the radius point of which bears North 43 degrees 17 minutes 26 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 43 degrees 31 minutes 10 seconds, a distance of 18.61 feet to a point of tangency;

Thence North 89 degrees 46 minutes 16 seconds East, a distance of 45.19 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 20.00 feet;

Thence Northeasterly along the arc of said curve through a central angle of 115 degrees 04 minutes 52 seconds, a distance of 40.17 feet to a point of tangency;

Thence North 61 degrees 51 minutes 16 seconds East, a distance of 53.56 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 675.00 feet, the radius point of which bears North 61 degrees 51 minutes 15 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 34 degrees 40 minutes 11 seconds, a distance of 408.44 feet to a point on the arc;

Thence South 00 degrees 00 minutes 05 seconds West, a distance 27.96 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 550.00 feet, the radius point of which bears North 25 degrees 58 minutes 24 seconds East;

Thence Northwesterly along the arc of said curve through a central angle of 00 degrees 46 minutes 24 seconds, a distance of 7.42 feet to the beginning of a compound curve concave Northeasterly and having a radius of 700.00 feet;

Thence Northwesterly along the arc of said curve through a central angle of 27 degrees 36 minutes 16 seconds, a distance of 337.25 feet to a point on the arc;

Thence South 89 degrees 36 minutes 19 seconds West, a distance of 153.38 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 5E:

A non-exclusive easement created in Easement Agreement recorded in Recording No. 93-0847327, records of Maricopa County, Arizona, for the purpose of vehicular and pedestrian ingress and egress to, from, over and across that portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West of said fractional portion and monument line of Longmore Road, according to Docket 11145, Page 508, records of Maricopa County, Arizona, a distance of 1885.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 229.29 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 675.00 feet, the radius point of which bears North 52 degrees 50 minutes 13 seconds East;

Thence Southeasterly along the arc of said curve through a central angle of 09 degrees 33 minutes 19 seconds, a distance of 112.57 feet to a point on the arc, and the TRUE POINT OF BEGINNING;

Thence North 45 degrees 11 minutes 40 seconds East, a distance of 281.94 feet;

Thence North 44 degrees 48 minutes 20 seconds West, a distance of 5.50 feet to a point on a non-tangent curve concave Northwesterly and having a radius of 21.00 feet, the radius point of which bears North 44 degrees 48 minutes 20 seconds West;

Thence Northeasterly along the arc of said curve through a central angle of 90 degrees 09 minutes 26 seconds, a distance of 33.04 feet to a point of tangency;

Thence North 44 degrees 57 minutes 46 seconds West, a distance of 264.98 feet to the beginning of a tangent curve Southeasterly and having a radius of 59.00 feet;

Thence Northeasterly along the arc of said curve through a central angle of 89 degrees 57 minutes 26 seconds, a distance of 92.63 feet to a point of tangency;

Thence North 44 degrees 59 minutes 40 seconds East, a distance of 243.36 feet;

Thence East, a distance of 53.73 feet;

Thence South 44 degrees 59 minutes 40 seconds West, a distance of 281.35 feet to the beginning of a tangent curve concave Southeasterly and having a radius of 21.00 feet;

Thence Southwesterly along the arc of said curve through a central angle of 89 degrees 57 minutes 26 seconds, a distance of 32.97 feet to a point of tangency;

Thence South 44 degrees 57 minutes 46 seconds East, a distance of 264.98 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 59.00 feet;

Thence Southwesterly along the arc of said curve through a central angle of 90 degrees 09 minutes 26 seconds, a distance of 92.84 feet to a point of tangency;

Thence North 44 degrees 48 minutes 20 seconds West, a distance of 5.50 feet;

Thence South 45 degrees 11 minutes 40 seconds West, a distance of 280.50 feet to a point on a non-tangent curve concave Northeasterly and having a radius of 675.00 feet, the radius point of which bears North 40 degrees 59 minutes 11 seconds East;

Thence Northwesterly along the arc of said curve through a central angle of 02 degrees 17 minutes 43 seconds, a distance of 27.04 feet to a point on the arc, and the TRUE POINT OF BEGINNING.

PARCEL NO. 5F:

A non-exclusive easement as created in Easement Agreement recorded in Recording No. 93-0847326, records of Maricopa County, Arizona, for the purpose of vehicular and pedestrian ingress and egress to, from, over and across that portion of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the North quarter corner of said Section 32;

Thence North 88 degrees 54 minutes 06 seconds East along the North line of said Section 32, a distance of 663.74 feet to the Northwest corner of the East half of the West half of the Northeast quarter of said Section 32;

Thence South 00 degrees 23 minutes 41 seconds East along the West line of said fractional portion and monument line of Longmore Road, according to Docket 11445, Page 508, records of Maricopa County, Arizona, a distance of 820.00 feet;

Thence North 89 degrees 36 minutes 19 seconds East, a distance of 211.33 feet to a point on a non-tangent curve concave Southeasterly and having a radius of 875.00 feet, the radius point of which bears South 60 degrees 30 minutes 41 seconds East;

Thence Northeasterly along the arc of said curve through a central angle of 04 degrees 49 minutes 15 seconds, a distance of 73.62 feet to a point on the arc, and the TRUE POINT OF BEGINNING;

Thence continuing Northeasterly along the arc of said curve through a central angle of 02 degrees 04 minutes 57 seconds, a distance of 31.80 feet to a point on the arc;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 246.00 feet;

Thence North 45 degrees 00 minutes 05 seconds East, a distance of 6.20 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 318.76 feet;

Thence South 45 degrees 00 minutes 05 seconds West, a distance of 197.76 feet;

Thence South 44 degrees 59 minutes 55 seconds East, a distance of 28.90 feet;

Thence South 44 degrees 59 minutes 40 seconds West, a distance of 8.99 feet;

Thence West, a distance of 53.73 feet;

Thence North 44 degrees 59 minutes 40 seconds East, a distance of 159.07 feet to the beginning of a tangent curve concave Northwesterly and having a radius of 48.13 feet;

Thence Northeasterly along the arc of said curve through a central angle of 89 degrees 59 minutes 35 seconds, a distance of 75.60 feet to a point of tangency;

Thence North 44 degrees 59 minutes 55 seconds West, a distance of 502.18 feet to the TRUE POINT OF BEGINNING.

PARCEL NO. 6:

That part of the Northeast quarter of Section 32, Township 1 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

Commencing at the Northeast corner of Section 32;

Thence South 00 degrees 00 minutes 05 seconds West, along the East section line, a distance of 1840.00 feet;

Thence North 89 degrees 59 minutes 55 seconds West, a distance of 67.00 feet to the West right-of-way line of South Alma School Road to the TRUE POINT OF BEGINNING;

Thence South 00 degrees 00 minutes 05 seconds West, a distance of 148.83 feet along said West right-of-way line described in Docket 11445, Page 506, records of Maricopa County, Arizona;

Thence South 88 degrees 57 minutes 53 seconds West, a distance of 515.79 feet;

Thence North 25 degrees 57 minutes 01 seconds West, a distance of 44.41 feet;

Thence North 64 degrees 02 minutes 59 seconds East, a distance of 130.00 feet to a curve;

Thence along said curve to the left, having a radius of 525.00 feet, a central angle of 19 degrees 06 minutes 05 seconds, an arc distance of 175.03 feet to the point of reverse curvature;

Thence along said curve to the right, with a radius of 15.00 feet, a central angle of 77 degrees 20 minutes 56 seconds and an arc distance of 20.25 feet to the point of reverse curvature;

Thence along said curve to the left, having a radius of 271.00 feet, a central angle of 32 degrees 17 minutes 45 seconds and an arc distance of 152.75 feet to the point of tangent on said curve;

Thence South 89 degrees 59 minutes 55 seconds East, a distance of 113.00 feet to the West right-of-way line of South Alma School Road to the TRUE POINT OF BEGINNING;

EXCEPT any portion of above described property as set forth in Document No 2001-0233645, records of Maricopa County, Arizona; and

EXCEPT any portion lying East of described line:

Commencing at a brass cap in a handhole marking the Northeast corner of said Section 32, from which a 1-inch iron pipe marking the East quarter corner bears South 00 degrees 57 minutes 21 seconds West 2642.00 feet;

Thence along the East line of said Section 32, South 00 degrees 57 minutes 21 seconds West, a distance of 1859.78 feet;

Thence North 89 degrees 02 minutes 39 seconds West, a distance of 67.00 feet to an existing West right-of-way line Alma School Road also being the East line of above described property and the POINT OF BEGINNING;

Thence South 03 degrees 02 minutes 02 seconds West, a distance of 359.65 feet to the point of juncture of said existing West right-of-way line of Alma School Road and the existing North right-of-way line of U.S. Highway 60 (Superstition Freeway) and the POINT OF ENDING.

PARCEL NO. 7:

Easements for ingress, egress, the passage and parking of vehicles, the passage and accommodations of pedestrians, separate and common utility lines, construction, reconstruction, redevelopment, erection, removal and maintenance as created, defined, located and limited in Articles II and III of Construction, Operation and Reciprocal Easement Agreement recorded in Docket 13697, Page 73, Affidavit, correcting legal description, recorded in Docket 16122, Page 357, First Amendment recorded in Docket 16519, Page 444, Second Amendment recorded in Document No. 93-0847325, and in Document No. 94-0248688, records of Maricopa County, Arizona.

EXHIBIT B

**BOUNDARY MAP OF
PALO DISTRICT**

