

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY
TO BE INCLUDED IN THE DISTRICT

WOOD/PATEL

CIVIL ENGINEERS • HYDROLOGISTS • LAND SURVEYORS • CONSTRUCTION MANAGERS

A. E. Wood, P.E., R.L.S.
Ashok C. Patel, P.E., R.L.S.
James S. Campbell, P.E.
Gordon W. R. Wark, P.E.
Thomas R. Gettings, R.L.S.
Randall Beck, P.E.
Scott A. Nelson, R.L.S.
Richard L. Hiner, P.E.
Timothy A. Huval, P.E.
Michael J. Sexton, R.L.S.
Jack K. Moody, P.E.
Leslie J. Kland, P.E.
Curtis L. Brown, P.E., R.L.S.
Paul M. Haas, P.E.
Shimin Zou, Ph.D., P.E.
Michael T. Young, P.E.
Shawn D. Gustafson, P.E.
Joseph C. Daconta, P.E.
Robert S. Unger, R.L.S.
Steven J. Rinkevicz, P.E.
Sherrick H. Campbell, P.E.
James L. Condit, P.E.

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PARCEL DESCRIPTION STONERIDGE PROPOSED COMMUNITIES FACILITIES DISTRICT PARCEL

SOUTHERLY PROPERTY DESCRIPTION

COMMENCING AT THE WEST QUARTER CORNER OF SECTION 22,
TOWNSHIP 14 NORTH, RANGE 1 WEST OF THE GILA AND SALT RIVER
BASE AND MERIDIAN, YAVAPAI COUNTY, ARIZONA;
THENCE SOUTH 01 DEGREES, 06 MINUTES, 45 SECONDS, WEST,
ALONG THE WEST LINE OF SAID SECTION 22, A DISTANCE OF
2531.18 FEET TO THE NORTHWEST CORNER OF SECTION 27,
TOWNSHIP 14 NORTH, RANGE 1 WEST OF THE GILA AND SALT RIVER
BASE AND MERIDIAN, YAVAPAI COUNTY, ARIZONA;
THENCE SOUTH 88 DEGREES, 40 MINUTES, 51 SECONDS, EAST,
ALONG THE NORTH LINE OF SAID SECTION 27, A DISTANCE OF
1336.13 FEET TO THE TRUE POINT OF BEGINNING;
THENCE, CONTINUING ALONG SAID NORTH LINE OF SECTION 27,
SOUTH 88 DEGREES, 40 MINUTES, 51 SECONDS, EAST, A DISTANCE
OF 1336.13 FEET TO THE NORTH QUARTER CORNER OF SECTION 27;
THENCE CONTINUING ALONG SAID NORTH LINE OF SECTION 27, SOUTH 88°37
MINUTES 31 SECONDS EAST, A DISTANCE OF 465.48 FEET, TO THE NORTHWEST
CORNER OF TRACT "II" OF STONERIDGE UNIT 1, AS RECORDED IN BOOK 42 OF
MAPS AND PLATS, PAGES 18-31, YAVAPAI COUNTY RECORDER;
THENCE LEAVING SAID NORTH LINE, ALONG THE SOUTHERLY LINE OF SAID
TRACT "II", SOUTH 43 DEGREES, 37 MINUTES, 31 SECONDS, EAST, A DISTANCE
OF 97.40 FEET;
THENCE SOUTH 57 DEGREES, 10 MINUTES, 35 SECONDS, EAST, A DISTANCE OF
13.69 FEET;
THENCE SOUTH 57 DEGREES, 48 MINUTES, 16 SECONDS, EAST, A DISTANCE OF
16.30 FEET;
THENCE SOUTH 58 DEGREES, 12 MINUTES, 52 SECONDS, EAST, A DISTANCE OF
19.06 FEET;
THENCE SOUTH 60 DEGREES, 52 MINUTES, 37 SECONDS, EAST, A DISTANCE OF
17.83 FEET;
THENCE SOUTH 64 DEGREES, 55 MINUTES, 37 SECONDS, EAST, A DISTANCE OF
17.58 FEET;
THENCE SOUTH 30 DEGREES, 39 MINUTES, 30 SECONDS, EAST, A DISTANCE OF
38.74 FEET;
THENCE SOUTH 44 DEGREES, 12 MINUTES, 52 SECONDS, EAST, A DISTANCE OF
9.74 FEET;

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THENCE SOUTH 48 DEGREES, 11 MINUTES, 27 SECONDS, EAST, A DISTANCE OF 40.12 FEET;
THENCE SOUTH 62 DEGREES, 10 MINUTES, 22 SECONDS, EAST, A DISTANCE OF 14.83 FEET;
THENCE SOUTH 77 DEGREES, 34 MINUTES, 32 SECONDS, EAST, A DISTANCE OF 21.06 FEET;
THENCE SOUTH 65 DEGREES, 23 MINUTES, 00 SECONDS, EAST, A DISTANCE OF 77.88 FEET;
THENCE SOUTH 65 DEGREES, 46 MINUTES, 12 SECONDS, EAST, A DISTANCE OF 10.86 FEET;
THENCE NORTH 76 DEGREES, 03 MINUTES, 41 SECONDS, EAST, A DISTANCE OF 19.03 FEET;
THENCE NORTH 53 DEGREES, 04 MINUTES, 43 SECONDS, EAST, A DISTANCE OF 28.21 FEET;
THENCE NORTH 75 DEGREES, 13 MINUTES, 23 SECONDS, EAST, A DISTANCE OF 18.52 FEET;
THENCE NORTH 42 DEGREES, 45 MINUTES, 16 SECONDS, EAST, A DISTANCE OF 11.24 FEET;
THENCE NORTH 14 DEGREES, 06 MINUTES, 29 SECONDS, EAST, A DISTANCE OF 43.29 FEET;
THENCE NORTH 28 DEGREES, 08 MINUTES, 13 SECONDS, EAST, A DISTANCE OF 22.47 FEET;
THENCE NORTH 45 DEGREES, 08 MINUTES, 34 SECONDS, EAST, A DISTANCE OF 10.77 FEET;
THENCE NORTH 66 DEGREES, 55 MINUTES, 54 SECONDS, EAST, A DISTANCE OF 29.12 FEET;
THENCE NORTH 74 DEGREES, 20 MINUTES, 13 SECONDS, EAST, A DISTANCE OF 17.19 FEET;
THENCE NORTH 49 DEGREES, 09 MINUTES, 34 SECONDS, EAST, A DISTANCE OF 19.51 FEET;
THENCE NORTH 05 DEGREES, 02 MINUTES, 41 SECONDS, EAST, A DISTANCE OF 25.72 FEET;
THENCE NORTH 05 DEGREES, 01 MINUTES, 55 SECONDS, EAST, A DISTANCE OF 58.76 FEET, TO THE NORTHEAST CORNER OF SAID TRACT "II";
THENCE, LEAVING SAID SOUTHERLY LINE, ALONG SAID NORTH LINE OF SECTION 27,
SOUTH 88 DEGREES, 37 MINUTES, 31 SECONDS, EAST, A DISTANCE OF 1756.61 FEET TO THE NORTHEAST CORNER OF SECTION 27 AND THE NORTHWEST CORNER OF SECTION 26;
THENCE SOUTH 89 DEGREES, 49 MINUTES, 40 SECONDS, EAST, ALONG THE NORTH LINE OF SECTION 26, A DISTANCE OF 2607.96 FEET TO THE NORTH QUARTER CORNER OF SAID SECTION 26;
THENCE, CONTINUING ALONG SAID NORTH LINE OF SECTION 26, SOUTH 89 DEGREES, 48 MINUTES, 53 SECONDS, EAST, A DISTANCE

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OF 2610.39 FEET TO THE NORTHEAST CORNER OF SAID SECTION 26;
THENCE SOUTH 02 DEGREES, 15 MINUTES, 26 SECONDS, WEST,
ALONG THE EAST LINE OF SAID SECTION 26, A DISTANCE OF
2594.26 FEET TO THE EAST QUARTER CORNER OF SAID SECTION 26;
THENCE, CONTINUING ALONG SAID EAST LINE OF SECTION 26,
SOUTH 02 DEGREES, 15 MINUTES, 21 SECONDS, WEST, A DISTANCE
OF 2594.44 FEET TO THE SOUTHEAST CORNER OF SECTION 26 AND
THE NORTHEAST CORNER OF SECTION 35;
THENCE SOUTH 02 DEGREES, 45 MINUTES, 19 SECONDS, WEST,
ALONG THE EAST LINE OF SAID SECTION 35, A DISTANCE OF
5190.66 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 35;
THENCE NORTH 89 DEGREES, 46 MINUTES, 27 SECONDS WEST
ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SAID
SECTION 35, A DISTANCE OF 2532.32 FEET TO SOUTH QUARTER
CORNER OF SAID SECTION 35;
THENCE NORTH 89 DEGREES, 33 MINUTES, 20 SECONDS WEST
ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID
SECTION 35, A DISTANCE OF 909.28 FEET TO A POINT ON THE EAST
LINE OF RED TOP LOAD MINING CLAIM, LOCATED IN BIG BUG MINING
DISTRICT, YAVAPAI COUNTY, ARIZONA, U.S. PATENT RECORDED IN
BOOK 133 OF DEEDS, PAGES 57-59;
THENCE NORTH 18 DEGREES, 06 MINUTES, 15 SECONDS EAST
ALONG SAID EAST CLAIM LINE, A DISTANCE OF 1132.76 FEET TO THE
NORTHEAST CORNER OF SAID RED TOP LOAD MINING CLAIM;
THENCE NORTH 76 DEGREES, 07 MINUTES, 45 SECONDS WEST
ALONG THE NORTH CLAIM LINE OF SAID RED TOP LOAD MINING
CLAIM, A DISTANCE OF 600.50 FEET TO THE NORTHWEST CORNER OF
SAID RED TOP LOAD MINING CLAIM;
THENCE SOUTH 17 DEGREES, 59 MINUTES, 25 SECONDS WEST
ALONG THE WEST CLAIM LINE OF SAID RED TOP LOAD MINING CLAIM,
A DISTANCE OF 1278.28 FEET TO A POINT ON THE SOUTH LINE OF
THE SOUTHWEST QUARTER OF AFORE MENTIONED SECTION 35;
THENCE NORTH 89 DEGREES, 33 MINUTES, 20 SECONDS WEST
ALONG THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID
SECTION 35, A DISTANCE OF 974.40 FEET TO THE SOUTHWEST
CORNER OF SAID SECTION 35;
THENCE NORTH 00 DEGREES, 31 MINUTES, 56 SECONDS, EAST,
ALONG THE WEST LINE OF SAID SECTION 35, A DISTANCE OF
2589.18 TO THE WEST QUARTER CORNER OF SAID SECTION 35;
THENCE, CONTINUING ALONG SAID WEST LINE OF SECTION 35,
NORTH 00 DEGREES, 32 MINUTES, 46 SECONDS, EAST, A DISTANCE
OF 1229.29 FEET;
THENCE SOUTH 89 DEGREES, 44 MINUTES, 53 SECONDS, EAST, A
DISTANCE OF 509.86 FEET;

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THENCE NORTH 45 DEGREES, 32 MINUTES, 46 SECONDS, EAST, A
DISTANCE OF 166.38 FEET;
THENCE NORTH 00 DEGREES, 32 MINUTES, 46 SECONDS, EAST, A
DISTANCE OF 582.96 FEET;
THENCE NORTH 89 DEGREES, 44 MINUTES, 53 SECONDS, WEST, A
DISTANCE OF 627.51 FEET TO A POINT ON THE AFORE MENTIONED
WEST LINE OF SECTION 35;
THENCE NORTH 00 DEGREES, 32 MINUTES, 46 SECONDS, EAST,
ALONG SAID WEST LINE OF SECTION 35, A DISTANCE OF 660.00
FEET TO THE NORTHWEST CORNER OF SECTION 35, THE SOUTHWEST
CORNER OF SECTION 26, THE NORTHEAST CORNER OF SECTION 34
AND THE SOUTHEAST CORNER OF SECTION 27;
THENCE NORTH 89 DEGREES, 15 MINUTES, 22 SECONDS, WEST,
ALONG THE SOUTH LINE OF SAID SECTION 27, A DISTANCE OF
2616.84 FEET TO THE SOUTH QUARTER CORNER OF SAID SECTION
27;
THENCE, CONTINUING ALONG SAID SOUTH LINE OF SECTION 27,
NORTH 89 DEGREES, 14 MINUTES, 55 SECONDS, WEST, A DISTANCE
OF 1932.90 FEET;
THENCE SOUTH 39 DEGREES, 13 MINUTES, 49 SECONDS, WEST, A
DISTANCE OF 112.45 FEET;
THENCE SOUTH 00 DEGREES, 32 MINUTES, 46 SECONDS, WEST, A
DISTANCE OF 551.96 FEET TO A NONTANGENT CURVE CONCAVE TO
THE NORTHWEST, THE RADIUS OF WHICH BEARS NORTH 48 DEGREES,
35 MINUTES, 52 SECONDS, WEST, A DISTANCE OF 624.50 FEET;
THENCE SOUTHWEST ALONG SAID CURVE A DISTANCE OF 26.84
FEET, THROUGH A CENTRAL ANGLE OF 02 DEGREES, 27 MINUTES, 44
SECONDS, TO A POINT OF NONTANGENCY;
THENCE NORTH 89 DEGREES, 15 MINUTES, 09 SECONDS, WEST, A
DISTANCE OF 591.07 FEET TO A POINT ON THE WEST LINE OF THE
AFORE MENTIONED SECTION 34;
THENCE NORTH 00 DEGREES, 08 MINUTES, 54 SECONDS, EAST,
ALONG SAID WEST LINE OF SECTION 34, A DISTANCE OF 660.04
FEET TO THE NORTHWEST CORNER OF SECTION 34 AND THE SOUTH
WEST CORNER OF SECTION 27;
THENCE NORTH 01 DEGREES, 20 MINUTES, 33 SECONDS, EAST,
ALONG THE WEST LINE OF SAID SECTION 27, A DISTANCE OF
2618.48 FEET TO THE WEST QUARTER CORNER OF SAID SECTION 27;
THENCE, CONTINUING ALONG SAID WEST LINE OF SECTION 27,
NORTH 01 DEGREES, 19 MINUTES, 56 SECONDS, EAST, 1963.59
FEET;
THENCE SOUTH 88 DEGREES, 44 MINUTES, 49 SECONDS, EAST, A
DISTANCE OF 1332.63 FEET;
THENCE NORTH 01 DEGREES, 38 MINUTES, 22 SECONDS, EAST, A

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DISTANCE OF 653.00 FEET TO A POINT ON THE AFORE MENTIONED
NORTH LINE OF SECTION 27 AND THE TRUE POINT OF BEGINNING.

EXCEPT A 66 FOOT RIGHT OF WAY FOR OLD BLACK CANYON
HIGHWAY AS SHOWN ON THE PLAT OF RECORD ON FILE IN THE
OFFICE OF THE YAVAPAI COUNTY RECORDER IN BOOK 24 OF MAPS
AND PLATS, PAGES 14 THROUGH 18, 33 FEET ON EITHER SIDE OF
THE FOLLOWING DESCRIBED CENTERLINE:

COMMENCING AT THE SOUTHWEST CORNER OF SECTION 27,
TOWNSHIP 14 NORTH, RANGE 1 WEST OF THE GILA AND SALT RIVER
BASE AND MERIDIAN, YAVAPAI COUNTY, ARIZONA;
THENCE SOUTH 89 DEGREES, 14 MINUTES, 55 SECONDS EAST,
ALONG THE SOUTH LINE OF SAID SECTION 27, A DISTANCE OF
1232.74 FEET TO THE TRUE POINT OF BEGINNING;
THENCE NORTH 47 DEGREES, 43 MINUTES, 11 SECONDS EAST A
DISTANCE OF 1193.25 FEET TO A POINT OF CURVE CONCAVE TO THE
SOUTHEAST AND HAVING A RADIUS OF 639.19 FEET;
THENCE NORTHEAST ALONG SAID CURVE A DISTANCE OF 402.23
FEET, THROUGH A CENTRAL ANGLE OF 36 DEGREES, 03 MINUTES, 20
SECONDS, TO A POINT OF TANGENCY;
THENCE NORTH 83 DEGREES, 46 MINUTES, 31 SECONDS EAST A
DISTANCE OF 817.86 FEET;
THENCE NORTH 82 DEGREES, 30 MINUTES, 21 SECONDS EAST A
DISTANCE OF 547.02 FEET TO A POINT OF CURVE CONCAVE TO THE
SOUTH AND HAVING A RADIUS OF 1573.52 FEET;
THENCE EAST ALONG SAID CURVE A DISTANCE OF 296.30 FEET,
THROUGH A CENTRAL ANGLE OF 10 DEGREES, 47 MINUTES, 20
SECONDS, TO A POINT OF TANGENCY;
THENCE SOUTH 86 DEGREES, 42 MINUTES, 19 SECONDS, EAST A
DISTANCE OF 358.02 FEET TO A POINT OF CURVE CONCAVE TO THE
NORTHWEST AND HAVING A RADIUS OF 594.40 FEET;
THENCE NORTHEAST ALONG SAID CURVE A DISTANCE OF 555.66
FEET, THROUGH A CENTRAL ANGLE OF 53 DEGREES, 33 MINUTES, 40
SECONDS, TO A POINT OF TANGENCY;
THENCE NORTH 39 DEGREES, 44 MINUTES, 01 SECONDS, EAST A
DISTANCE OF 525.67 FEET TO A POINT ON THE EAST LINE OF
AFORE MENTIONED SECTION 27, SAID POINT BEARS SOUTH 02
DEGREES, 31 MINUTES, 28 SECONDS, WEST A DISTANCE OF 804.29
FEET FROM THE EAST QUARTER CORNER OF SAID SECTION 27;
THENCE NORTH 42 DEGREES, 38 MINUTES, 51 SECONDS, EAST A
DISTANCE OF 472.64 FEET;
THENCE NORTH 56 DEGREES, 21 MINUTES, 21 SECONDS, EAST A
DISTANCE OF 284.25 FEET;

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THENCE NORTH 68 DEGREES, 03 MINUTES, 51 SECONDS, EAST A
DISTANCE OF 325.86 FEET;
THENCE NORTH 69 DEGREES, 46 MINUTES, 45 SECONDS, EAST A
DISTANCE OF 1099.98 FEET;
THENCE NORTH 54 DEGREES, 36 MINUTES, 56 SECONDS, EAST A
DISTANCE OF 1156.29 FEET;
THENCE NORTH 69 DEGREES, 20 MINUTES, 30 SECONDS, EAST A
DISTANCE OF 2676.39 FEET TO A POINT ON THE EAST LINE OF
SECTION 26, TOWNSHIP 14 NORTH, RANGE 1 WEST OF THE GILA AND
SALT RIVER BASE AND MERIDIAN, YAVAPAI COUNTY, ARIZONA, SAID
POINT BEARS SOUTH 02 DEGREES, 15 MINUTES, 26 SECONDS, WEST
A DISTANCE OF 755.99 FEET FROM THE NORTHEAST CORNER OF
SAID SECTION 26.

PROPERTY CONTAINS 1811.757 ACRES+/-.

TOGETHER WITH

NORTHERLY PROPERTY DESCRIPTION

ALL OF THOSE PORTIONS OF SECTIONS 21 AND 22, TOWNSHIP 14
NORTH, RANGE 1 WEST OF THE GILA AND SALT RIVER BASE AND
MERIDIAN, YAVAPAI COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:
COMMENCING AT THE WEST QUARTER CORNER OF SAID SECTION
22;

THENCE SOUTH 01 DEGREES, 06 MINUTES, 45 SECONDS, WEST,
ALONG THE WEST LINE OF SAID SECTION 22, A DISTANCE OF 230.04
FEET TO THE TRUE POINT OF BEGINNING;

THENCE NORTH 15 DEGREES, 48 MINUTES, 22 SECONDS, WEST, A
DISTANCE OF 329.75 FEET TO A POINT ON THE SOUTHERLY 100
FOOT RIGHT OF WAY LINE OF STATE HIGHWAY 69, SAID POINT ALSO
BEING A POINT ON CURVE TO THE RIGHT, THE RADIUS OF WHICH
BEARS SOUTH 20 DEGREES, 06 MINUTES, 58 SECONDS, EAST, A
DISTANCE OF 2764.79 FEET;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE,
FOLLOWING SAID RIGHT OF WAY, THROUGH A CENTRAL ANGLE OF 03
DEGREES, 02 MINUTES, 29 SECONDS, FOR A DISTANCE OF 146.77
FEET TO A POINT OF SPIRAL CURVE PARALLEL TO AND 100 FEET
SOUTH OF THE HIGHWAY CENTERLINE SPIRAL CURVE WHICH HAS AN
A OF 0.5;

THENCE ALONG SAID SOUTHERLY 100 FOOT RIGHT OF WAY
ALONG A SPIRAL, THE CHORD OF WHICH BEARS NORTH 75 DEGREES,
36 MINUTES, 14 SECONDS, EAST, A DISTANCE OF 313.11 FEET;

THENCE, DEPARTING SAID SOUTHERLY 100 FOOT RIGHT OF WAY,

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SOUTH 13 DEGREES, 02 MINUTES, 34 SECONDS, EAST, A DISTANCE OF 318.16 FEET;
THENCE NORTH 76 DEGREES, 55 MINUTES, 31 SECONDS, EAST, A DISTANCE OF 4.14 FEET;
THENCE SOUTH 01 DEGREES, 06 MINUTES, 45 SECONDS, WEST, A DISTANCE OF 858.26 FEET;
THENCE NORTH 89 DEGREES, 13 MINUTES, 33 SECONDS, WEST, A DISTANCE OF 425.73 FEET TO A POINT ON THE AFORE MENTIONED WEST LINE OF SECTION 22;
THENCE NORTH 01 DEGREES, 06 MINUTES, 45 SECONDS, EAST, ALONG SAID WEST LINE OF SECTION 22, A DISTANCE OF 719.57 FEET TO THE TRUE POINT OF BEGINNING.

EXCEPTING THEREFROM ANY PORTION OF THE FOLLOWING DESCRIBED PARCEL WHICH LIES THEREIN:

COMMENCING AT THE AFORE MENTIONED WEST QUARTER CORNER OF SECTION 22;
THENCE SOUTH 01 DEGREES, 06 MINUTES, 45 SECONDS, WEST, ALONG THE WEST LINE OF SAID SECTION 22, A DISTANCE OF 265.37 FEET TO THE TRUE POINT OF BEGINNING;
THENCE NORTH 77 DEGREES, 07 MINUTES, 09 SECONDS, EAST, A DISTANCE OF 438.74 FEET;
THENCE SOUTH 01 DEGREES, 06 MINUTES, 45 SECONDS, WEST, A DISTANCE OF 70.08 FEET;
THENCE SOUTH 77 DEGREES, 07 MINUTES, 09 SECONDS, WEST, A DISTANCE OF 438.74 FEET TO A POINT ON THE AFORE MENTIONED WEST LINE OF SECTION 22;
THENCE NORTH 01 DEGREES, 06 MINUTES, 45 SECONDS, EAST, ALONG SAID WEST LINE OF SECTION 22, A DISTANCE OF 70.08 FEET TO THE TRUE POINT OF BEGINNING.

PROPERTY CONTAINS 10.426 ACRES +/-.

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P.O.B.
NORTHERLY
PROPERTY

HIGHWAY 69

SECTION 22

P.O.B.
SOUTHERLY PROPERTY

SECTION 27

SECTION 26

OLD BLACK CANYON HIGHWAY

SECTION 35

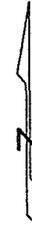


EXHIBIT "A"

STONERIDGE
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WOOD/PATEL

2051 West Northern
 Phoenix, AZ 85021
 Phone: (602) 335-8500
 Fax: (602) 335-8580

EXHIBIT B

DESCRIPTION OF ACQUIRED INFRASTRUCTURE

StoneRidge Drive - Unit 1: Improvements to StoneRidge Drive from south of State Route 69 to Old Black Canyon Highway. Includes planning and engineering, surveying, testing, archaeological mitigation, bonding, permitting and fees, studies and reports, federal dredge and fill permitting, mass excavation, storm drainage facilities, underground water south of the entrance to the first phase located approximately 7,100 linear feet south of State Route 69, sewer lines, concrete curb, gutter and sidewalk pavement, guard rail, striping and signage, street lights along with landscape and other related improvements.

Lynx Creek Bridge - Unit 1: StoneRidge Drive bridge spanning over Lynx Creek. Includes planning and engineering, surveying, testing, archaeological mitigation, bonding, permitting and fees, federal dredge and fill permitting, studies and reports, construction and other related improvements.

Off-site Utilities - Unit 1: Includes planning and engineering, survey, testing, archaeological mitigation, bonding, permitting and fees, federal dredge and fill permitting, studies and reports, construction of off-site sewer, sewer force main, effluent pipeline, two sewer lift stations, booster pumps for effluent transport, and other related improvements.

Infrastructure Improvements - Unit 1 (Parcels 1, 2 and 3): Infrastructure improvements for Unit 1, Parcels 1, 2 and 3. Includes planning and engineering, survey, testing, bonding, permitting and fees, studies and reports, underground water, sewer, drainage, concrete curb, gutter and sidewalks, paving, signage, striping, landscape and street lights along with other related improvements.

Parks, Trails and Recreational Facilities - Unit 1: Improvements to open space in the form of pathways, drainage tracts and parks. Includes planning and engineering, landscaping, surveying, testing, permitting and fees, bonding, and the construction of irrigation, hardscape, drainage structures, parking, park furniture and other miscellaneous amenities and improvements.

Infrastructure Improvements - Unit 2 (Parcel 1, 2 and 3): Infrastructure improvements for Unit 2, Parcels 1, 2 and 3. Includes planning and engineering, surveying, testing, archaeological mitigation, bonding, permitting and fees, studies and reports, underground water, sewer, drainage, concrete curb, gutter and sidewalks, paving, signage, striping, landscape and street lights along with other related improvements.

Parks, Trails and Recreational Facilities - Unit 2: Improvements to open space in the form of pathways, drainage tracts and parks. Includes planning and engineering, landscaping, surveying, testing, permitting and fees, bonding, and the construction of irrigation, hardscape, drainage structures, parking, park furniture and other miscellaneous amenities and improvements.

Infrastructure Improvements - Unit 3: Infrastructure improvements for Unit 3. Includes planning and engineering, surveying, testing, archaeological mitigation, bonding, permitting and fees, studies and reports, underground water, sewer, drainage, concrete curb, gutter and sidewalks, paving, signage, striping, landscape and street lights along with other related improvements.

Parks, Trails and Recreational Facilities - Unit 3: Improvements to open space in the form of pathways, drainage tracts and parks. Includes planning and engineering, landscaping, surveying, testing, permitting and fees, bonding, and the construction of irrigation, hardscape, drainage structures, parking, park furniture and other miscellaneous amenities and improvements.

Infrastructure Improvements - Unit 4: Infrastructure improvements for Unit 4. Includes planning and engineering, surveying, testing, archaeological mitigation, bonding, permitting and fees, studies and reports, underground water, sewer, drainage, concrete curb, gutter and sidewalks, paving, signage, striping, landscape and street lights along with other related improvements.

Parks, Trails and Recreational Facilities - Unit 4: Improvements to open space in the form of pathways, drainage tracts and parks. Includes planning and engineering, landscaping, surveying, testing, permitting and fees, bonding, and the construction of irrigation, hardscape, drainage structures, parking, park furniture and other miscellaneous amenities and improvements.

Old Black Canyon Highway - Unit 2: Improvements to Old Black Canyon Highway east of the intersection of StoneRidge Drive and Old Black Canyon Highway to the eastern edge of the property. Includes planning and engineering, surveying, bonding, testing, archaeological mitigation, permitting and fees, studies and reports, mass excavation, storm drain facilities, water, sewer, concrete curb, gutter and sidewalk, pavement, striping, signage, landscape and street lights and other improvements.

Old Black Canyon Highway - W. of StoneRidge Drive: Improvements to Old Black Canyon Highway west of the intersection of StoneRidge Drive and Old Black Canyon Highway to the western edge of the property. Includes planning and engineering, surveying, bonding, testing, archaeological mitigation, permitting and fees, studies and reports, mass excavation, storm drain facilities, water, sewer, concrete curb, gutter and sidewalk, pavement, striping, signage, landscape and street lights and other improvements.

EXHIBIT C

FORM OF CERTIFICATE OF ENGINEERS FOR
CONVEYANCE OF SEGMENT OF PROJECT

CERTIFICATE OF ENGINEERS FOR CONVEYANCE OF SEGMENT OF PROJECT

(insert description of Project/Segment)

STATE OF ARIZONA)
COUNTY OF YAVAPAI)
TOWN OF PRESCOTT VALLEY) ss.
STONERIDGE COMMUNITY FACILITIES DISTRICT)

We the undersigned, being Professional Engineers in the State of Arizona and, respectively, the duly appointed District Engineer for StoneRidge Community Facilities District (hereinafter referred to as the "District"), and the engineer employed by StoneRidge - Prescott Valley L.L.C. (hereinafter referred to as the "Owner"), each hereby certify for purposes of the District Development, Financing Participation and Intergovernmental Agreement (StoneRidge Community Facilities District), dated as of November 1, 2001 (hereinafter referred to as the "Agreement"), by and among the District, the Town of Prescott Valley, Arizona, the Owner, First American Title Insurance Agency of Yavapai, Inc. and SunCor Development Company that:

1. The Segment indicated above has been performed in every detail pursuant to the Plans and Specifications (as such term and all of the other initially capitalized terms in this Certificate are defined in the Agreement) and the Contract (as modified by any change orders permitted by the Agreement) for such Segment.

2. The Segment Price as publicly bid and including the cost of approved change orders for such Segment is \$.....

3. The Owner provided for compliance with the requirements for public bidding for such Segment as required by the Agreement (including, particularly but not by way of limitation, Title 34, Chapter 2, Article 1, Arizona Revised Statutes, as amended) in connection with award of the Contract for such Segment.

4. The Owner filed all construction plans, specifications, contract documents, and supporting engineering data for the construction or installation of such Segment with the Municipality.

5. The Owner obtained good and sufficient performance and payment bonds in connection with such Contract.

DATED AND SEALED THIS DAY OF,
200..

[P.E. SEAL]

By.....
District Engineer

[P.E. SEAL]

By.....
Engineer for the Owner

[Confirmed for purposes of Section
1.5 of the Development Agreement by

.....
District Manager, StoneRidge
Community Facilities District*]

**[THIS WILL BE REQUIRED
FOR EVERY SEGMENT ACQUIRED
WITH PROCEEDS OF THE
SALE OF THE BONDS!!!]**

* To be inserted if the provisions of Section 1.5 hereof are applicable to the respective Segment of Project

EXHIBIT E

FORM OF CONVEYANCE OF SEGMENT OF PROJECT

CONVEYANCE OF SEGMENT OF PROJECT

(Insert description of Project/Segment)

STATE OF ARIZONA)
COUNTY OF YAVAPAI)
TOWN OF PRESCOTT VALLEY) ss.
STONERIDGE COMMUNITY FACILITIES DISTRICT)

KNOW ALL MEN BY THESE PRESENTS THAT:

..... (the "Owner"), for good and valuable consideration received by the Owner from StoneRidge Community Facilities District, a community facilities district formed by the Town of Prescott Valley, Arizona (the "Municipality"), and duly organized and validly existing pursuant to the laws of the State of Arizona (the "District"), receipt of which is hereby acknowledged [, and the promise of the District to hereafter pay the amounts described in the hereinafter described Development Agreement*], does by these presents grant, bargain, sell and convey to the District, its successors and assigns, all right, title and interest in and to the following described property, being the subject of a District Development, Financing Participation and Intergovernmental Agreement (StoneRidge Community Facilities District), dated as of November 1, 2001, by and among the Owner, StoneRidge - Prescott Valley L.L.C., SunCor Development Company, the Municipality and the District and more completely described in such Development Agreement:

[Insert description of Project/Segment]

together with any and all benefits, including warranties and performance and payment bonds, under the Contract (as such term is defined in such Development Agreement) or relating thereto, all of which are or shall be located within utility or other public easements dedicated or to be dedicated by plat or otherwise free and clear of any and all liens, easements, restrictions, conditions, or encumbrances affecting the same [, such subsequent

* Insert with respect to any acquisition financed pursuant to Section 3.1 hereof.

dedications not affecting the promise of the District to hereafter pay the amounts described in such Development Agreement*], but subject to all taxes and other assessments, reservations in patents, and all easements, rights-of-way, encumbrances, liens, covenants, conditions, restrictions, obligations, leases, and liabilities or other matters as set forth on Exhibit I hereto. The District hereby accepts such right, title and interest in and to the above-described property, subject, however, to the payment by the Owner of any retainage due pursuant to the Contract with respect thereto.

TO HAVE AND TO HOLD the above-described property, together with all and singular the rights and appurtenances thereunto in anywise belonging, including all necessary rights of ingress, egress, and regress, subject, however, to the above-described exception(s) and reservation(s), unto the District, its successors and assigns, forever; and the Owner does hereby bind itself, its successors and assigns to warrant and forever defend, all and singular, the above-described property, subject to such exception(s) and reservation(s), unto the District, its successors and assigns, against the acts of the Owner and no other.

The Owner binds and obligates itself, its successors and assigns, to execute and deliver at the request of the District any other or additional instruments of transfer, bills of sale, conveyances, or other instruments or documents which may be necessary or desirable to evidence more completely or to perfect the transfer to the District of the above-described property, subject to the exception(s) and reservation(s) hereinabove provided.

This conveyance is made pursuant to such Development Agreement, and Owner hereby agrees that the amounts specified above and paid [or promised to be paid*] to the Owner hereunder satisfy in full the obligations of the District under such Development Agreement and hereby releases the District from any further responsibility to make payment to the Owner under such Development Agreement except as above provided.

The Owner, in addition to the other representations and warranties herein, specifically makes the following representations and warranties:

1. The Owner has the full legal right and authority to make the sale, transfer, and assignment herein provided.

2. The Owner is not a party to any written or oral contract which adversely affects this Conveyance.

* Insert with respect to any acquisition financed pursuant to Section 3.1 hereof.

3. The Owner is not subject to any bylaw, agreement, mortgage, lien, lease, instrument, order, judgment, decree, or other restriction of any kind or character which would prevent the execution of this Conveyance.

4. The Owner is not engaged in or threatened with any legal action or proceeding, nor is it under any investigation, which prevents the execution of this Conveyance.

5. The person executing this Conveyance on behalf of the Owner has full authority to do so, and no further official action need be taken by the Owner to validate this Conveyance.

6. The facilities conveyed hereunder are all located within property owned by the Owner or utility or other public easements dedicated or to be dedicated by plat or otherwise.

IN WITNESS WHEREOF, the Owner has caused this Conveyance to be executed and delivered this day of, 200..

.....

By.....

By.....

Title:.....

STATE OF ARIZONA)
) ss.
COUNTY OF YAVAPAI)

This instrument was acknowledged before me on, 200.. by, of, an Arizona corporation, on behalf of said corporation.

.....
Notary Public

.....
Typed/Printed Name of Notary

[NOTARY SEAL]

My Commission Expires:.....

EXHIBIT I

TO

CONVEYANCE OF SEGMENT OF PROJECT

(Insert description of Project/Segment)