PLANNED AREA DEVELOPMENT FOR SANTA CRUZ RANCH

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SANTA CRUZ RANCH
PAD APPLICATION

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Santa Cruz Ranch
PAD Application

1. PURPOSE OF REQUEST

1.1 Purpose

The intent of this application is to successfully rezone approximately 1910.6± acres, part of which is currently in agricultural production and part of which is currently unused. By approving this request, the County will be initiating a project that will provide many benefits, not just for itself but for the entire region in which it sits. As you will see in this request, this project includes the development of a significant floodway channel that benefits not only the area within the PAD but also the surrounding lands by removing them from a major floodplain. This floodway channel is the first step in what will be an important regional floodplain solution of nearly 12 square miles. This project will result in bringing regional water and sewer treatment service to the area and will create a fire and emergency department that will, in the future, be capable of serving beyond the bounds of the PAD to benefit nearly 9,000 acres. Further, this project includes a much-needed regional commercial center node to serve the needs of the rapidly growing community. Along with these benefits, this project includes the widening and improvement of several arterial roadways in a phased manner within the project boundary.

The project is called "Santa Cruz Ranch" and is located in sections 26, 27, 34 and 35, Township 5 South, Range 4 East in Pinal County, Arizona. It is bounded by Russell Road alignment on the east, Miller Road on the south, Murphy Road alignment on the west and Val Vista Road alignment to the north. We request rezoning from this property's current General Rural Zone to a PAD overlay district to include the CR-3 Single-Family residential, and CB-1 General Business commercial zoning classifications. This PAD Overlay responds to the existing and future needs of the community by providing new residential dwellings, necessary neighborhood and commercial uses, two elementary school sites, one junior high school site and a regional fire station and wastewater treatment plant. We are pleased to submit this application for this vibrant community whose theme will be in keeping with the character of the area, in the spirit of the "old west".

The proposed use of this site is consistent with the Pinal County Zoning Ordinance and with the existing long-range land use plan for this area of Pinal County as declared in the Pinal County Comprehensive Plan. The Pinal County Comprehensive Plan designation for this project is Transitional which is described as ". . . Those areas currently rural in character but which are anticipated for growth in the future." The Santa Cruz Ranch project has been designed to have a net residential density of 3.5 units to the net

residential acre with a minimum of 15% open space, which falls within the Comprehensive Plans' Guideline for Single Family in the transitional designation.

See Exhibit A – "Pinal County Comprehensive Plan Land Use Map"

1.2 Demographic Study

This project supports the current Pinal County Comprehensive Plan's goals and objectives, which states, "Pinal County welcomes a projected 60% increase in population in the next decade". The proposed use of this site makes good planning sense because it is compatible with the existing long-range land use plan for this area, and is consistent with the future plans of the adjacent properties. Due to the projected fast growth and increase in population in Pinal County, especially around the City of Maricopa, it will become necessary to provide more sufficient housing. This proposed project with its mix of residential, commercial, schools, fire station and parks will provide a broad range of services to the community as the region grows.

2. PROJECT SUMMARY

2.1 Location

Regionally, the site is approximately 2 miles southwest of the City of Maricopa – and approximately 1 mile south of the Casa Grande Highway (SR238), which allows easy access to the Phoenix Metropolitan and Casa Grande areas. It is approximately 10 miles north of Interstate 8, the primary route between Sand Diego and Tucson.

Anderson Road, a major north-south arterial, traverses the property and will serve as the main access point to the property from the north and from the south. Through the project the Anderson Road corridor will have a thematic Western landscape, featuring rustic structures such as a bridge, water tower, large timbers, rustic stones and corrugated tin roofs and pastures. The arterial streets of Miller Road serve the site from the west and east, with Teel Road coming in from the West.

The Ak-Chin Indian Community and the City of Maricopa are to the northwest.

See Exhibit B –" Vicinity Map & Surrounding Area Development"

2.2 Proposed Land Use and Development

The project is proposed to include a mix of residential and various other uses that support residential use, such as a fire station, schools, retail/commercial areas, water reservoirs/well sites and parks. This will allow current and future residents easy access to needed services.

3. PROPOSED LAND USE AND DEVELOPMENT

3.1 Project Description

The underlying zoning requested for a majority of this Planned Area Development (PAD) Overlay is Single Family Residence (CR-3) with two school sites and two 4-6 acre water storage and treatment campuses. Conveniently located commercial are shown as Local Business Zones (CB-1). Open space tracts, parks, drainage ways, a trail system and community facilities such as the well sites, wastewater treatment plant and/or lift station, and the fire station are included within the CR-3 Single Family Residence zoning classification. The project consists of 5 major phases with multiple neighborhoods that are defined by open space linkages and parks. The combinations of location, access, and surrounding development creates a need and opportunities for quality housing, commercial services, two elementary schools and a junior high school – for existing and future residents.

The Santa Cruz Ranch land plan reflects a diverse mix of compatible land uses that both support and interact with one another. The majority of the proposed land uses are medium density residential, which will build out at no more than 3.5 units per acre. There is a further diversity in the residential land use category in that three different residential lot sizes and densities are proposed. The various categories are grouped as separate neighborhoods, which will all have some form of western character. These neighborhoods and products will be designed independently of one another so that each can maintain its own theme, character, and identity. Each neighborhood will have an ample amount of open space and the entire project will be linked and accessible through the large system of neighborhood trails. The high voltage electrical easements, running through the property, will have trails that connect to major community open space/recreation facilities and school sites.

In order to maintain the long-term sustainability of this master planned community, school sites and retail/commercial sites have been incorporated into the land plan. One 12 acre elementary school site and one 26.3 acre joint junior high / elementary school site are proposed and have been distributed within the community to provide safe and efficient access from the individual neighborhoods. The school sites have been located to minimize residential street crossings by pedestrians and to have access via the open space trail system.

Six retail/commercial sites are also proposed and are located along Anderson Road which is the main access road and the central north / south arterial corridor. These locations provide for the necessary vehicular access while still providing opportunities for pedestrian access through an open space framework established between the residential neighborhoods and retail/ commercial uses.

3.2 Residential Housing Development

Single Family Housing: The 1910.6 gross acre site (residential, commercial, industrial and open space) will be developed at a net residential density of 3.5 du/ac with a minimum open space of 15%. The maximum number of residential lots will be 6288 based on a net residential area of 1796.3 acres. Net residential is defined as gross site area less Local Business (Commercial) and water reservoir/treatment sites. A variety of housing opportunities will be available with three basic lot sizes. The lot sizes will range between 5,075 minimum s.f. (45'x115') and 7700 minimum s.f. (65'x120').

Residential Community Character: The overall theme for the development will be western in nature. In order to guide the future development to create socially diverse housing within the western theme, we are providing Preliminary Development Guidelines (see Exhibit M "Preliminary Design Guidelines"). The project guidelines were developed to guide each individual builder in a shared direction. This will allow the builders to excel in their own architectural vernacular, but create a distinct western community. These guidelines and the subsequent CC&R's will encourage the builders to offer as much variety in home design and building materials as possible, while keeping with the western style. A minimum of four (4) floor plans, each with a minimum of three (3) varied front elevations will be used for each parcel throughout the Santa Cruz Ranch project to provide a variety of housing alternatives and to increase visual interest. These preliminary guidelines will be the basis of future CC&R's that will be utilized to guide, create and maintain a high quality of development that fits well with the visions and desires of Pinal County and the surrounding area.

Santa Cruz Ranch is envisioned to consist of traditional style neighborhoods and architectural styles that evoke the Western Character of the area. The architectural character of the project will lean towards simple, strong lines. It is expected that major building materials will include concrete tile and parapet roofs, earthen paint tones and other compatible materials. Durability and ease of maintenance are a priority.

3.3 Trails, Open Space, Parks and Recreation System

The recreation and open space concept for Santa Cruz Ranch will provide a minimum of 269.5 acres of open space fully within the residential areas. This is based on the 15% requirement of open space for the 1796.3 acres of residential property. We were very careful to apportion the open space in locations that will give the maximum use to future residents and add quality to this valued community.

The intent is to maximize open space by creating a trail system within landscaped and improved linear open space corridors as well as utilizing the high voltage electric easements that weave through the Santa Cruz Ranch community. These trail corridor systems link the entire community together by providing direct access from the individual subdivisions and neighborhoods to the various pocket parks and neighborhood parks,

along with utilizing a pedestrian underpass in Anderson Road connecting the east and west side of the project.

Santa Cruz Ranch has been master planned to offer residents abundant open space with a variety of recreational activities. These facilities are distributed throughout Santa Cruz Ranch through the placement of pocket parks, neighborhood parks, and some major community parks. The extensive linear trail system links all parks throughout the community. Each residential neighborhood is in close proximity to a pocket park or a neighborhood park, or possibly one of the major community parks, each containing a variety of recreational activity improvements. This park system is improved with turf areas, shade ramadas, play structures, splash pads and sports activity fields. All parks are landscaped with landscape materials and construction details derived of the western theme, and similar throughout the community. Additional open space is located near the schools and along trails. Overall, there will be a minimum of three softball, one youth baseball and two soccer fields throughout the project. One softball field and the youth baseball field will be lighted.

Parks with play structures are located adjacent to the school sites. For example, the northeast school park (See Exhibit V-17), there will be a soccer field, sand volleyball court, a tot lot and Ramadas together with grass covered play areas.

A trail link connects the southeast school park (Exhibit V-18) to the community as a whole. These parks contain play equipment designed for the older children as well as a tot lot for younger children. They also contain sand volleyball courts, basketball courts and soccer field. There is a tree-lined street with parallel parking and a group ramada.

Generous open space and landscape elements are also provided at community entryways and along the Anderson Road Corridor and along the interior collector road system. Entryways are defined with community themed structures, water features, and landscaping. (See exhibits V-4, 5, 6, 7 and 8 for a description of entry features). The Teel Road and Miller Road Streetscape are shown on Exhibit V-11 and the collector streetscape is shown on Exhibit V-12.

The drainage ways along all south and west boundaries of the community will also serve as additional trails and as a buffer.

Significant water features are proposed along Anderson Road and flanking the commercial parcels at Teel Road. These features will utilize reclaimed water. Major community park areas with playfields are located midway along Anderson Road between the north and south project entries and at the commercial node at Miller Road.

3.4 Commercial Development

Santa Cruz Ranch proposes two commercial nodes at the intersection of Anderson and Teel and at Anderson and Miller. The amount of homes (6288 proposed lots) in Santa Cruz Ranch will make it absolutely necessary for this approximate 105.7 acres of

proposed commercial use. These commercial centers will serve the residents of Santa Cruz Ranch as well as those in the surrounding area. One quarter of each of these nodes is planned to be a minimum of 15 acres to a maximum of 19 acres per corner. The Pinal County Comprehensive Plan Transitional Area Land Use designation provides for a mixture of zoning applications that would allow urban or rural community uses, which include business and commercial activities that would serve or support the surrounding residences.

3.5 Water Facilities

Santa Cruz Ranch proposes 8.5 acres of Single Family Residential (CR – 3) land at the two 4-6 acre water campuses. Each campus will include water reservoirs, water treatment facilities, wells and pumping apparatus and various support facilities. These sites will be walled and closed to the public and used exclusively for potable water storage, treatment and distribution. The north campus will be developed in the first phase of the project with additional facilities provided as Santa Cruz Ranch is developed. Additionally, well sites will be provided within residential areas.

3.6 Signage

Signage for Santa Cruz Ranch will be in keeping with the western theme for the area and will meet the requirements of Pinal County Zoning Ordinance, Article 22 "Signs, Billboards, Name Plates and other Outdoor Advertising".

4. COMPREHENSIVE OPEN SPACE AND AMENITY PLAN

4.1 Master Landscape Plan / Open Space

The western theme of Santa Cruz Ranch will be carried out in the Landscape Planning, the parks and the general open space areas. This will include materials such as rustic stones, large timbers and corrugated tin roofs. The fire station will be designed to appear as an old ranch house. The entry on Anderson Road will feature remnants of an old ranch water tower.

See Exhibit V-2 "Master Landscape Plan"
See Exhibit F "Preliminary Land Use Tabulation"

The western theme for Santa Cruz Ranch reflects the culture of Pinal County's history for this area. This theme will be carried out through the use of entryway markers reflecting an old water tower used as an observation tower, farm pole fencing, a farm pond near the entry, and a native grass meadow. The bridge over the wash at Anderson Road will be constructed of rusted bridge railing and stone veneer piers with steel towers. The entryway markers are designed to create the look of an entry to an old cattle ranch featuring wooden trusses, rusted metal roof, and stone columns.

4.2 Anderson Road Corridor

The Anderson Road Corridor will be themed as an old fashioned western street. The fire station will be designed to appear as an old ranch house. Use of large boulders, rustic timbers and corrugated tin roofs will be used for an authentic western feel.

5. OFF-SITE ROADWAYS

5.1 Roadway & Circulation - Existing Conditions:

A small portion of Murphy Road exists on the project's western boundary as an unimproved dirt road that dead-ends into the Ak-Chin Indian Community.

The alignment of Val Vista Road is along the northern boundary of the project. Val Vista Road currently exists as a farm dirt road that dead-ends at the Ak-Chin Indian Community as it heads west. Val Vista Road terminates into the existing Pinal County Flood Control District's Santa Cruz Wash Channel as it heads east.

The alignment of Teel Road west of the project dead-ends at the existing Nissan test track. The existing Pinal County Flood Control District's Santa Cruz Wash Channel exists along the eastern alignment of Teel Road east of Anderson Road.

Miller Road exists as a dirt road east of Anderson Road and as a two lane paved road to the west of Anderson Road.

The existing Maricopa Stanfield Irrigation District main north/south irrigation canal is located along and within the alignment of Russell Road on the project's eastern boundary.

Anderson Road exists as a two lane paved arterial.

5.2 Pinal County Future Roadway Extensions:

This project does not show the Murphy or Val Vista roadways as being improved due to the barriers created by the Ak-Chin Indian Reservation and the Regional Floodway Channel.

Due to the existence of the Maricopa Stanfield Irrigation District main north/south canal, we do not show Russell Road south of the Maricopa Casa Grande Highway at this time.

Teel Road cannot be built east of the project due to the existing Pinal County Flood Control District's Santa Cruz Wash Channel and cannot be built to the west because of the Nissan Testing Facility

5.3 Project Roadway Improvements:

Based on the above factual information, Teel Road will be constructed within the boundary and frontage of this project to satisfy the Pinal County requirements as a collector roadway west and east of Anderson Road.

Anderson Road will be widened to the Pinal County requirements and would like to be considered by the County as a Road of Regional Significance. Miller Road will also be constructed to the Pinal County requirements of an arterial roadway along the southern boundary of this project. All roadways will be built or improved within their associated construction phase as outlined in the phasing section of this PAD. Rights-of way will be dedicated, but not improved for Murphy Road and the easterly extension of Teel Road north of Parcel A2.9.

6. RELATIONSHIP TO SURROUNDING PROPERTIES

6.1 Existing Land Use

Much of the site is currently in agricultural production for cotton, although some of the property is not currently being farmed. Nearly 90% of the project is classified within a regional floodplain, Santa Cruz Ranch proposes to reclaim the floodplain area by channeling the flow around the property. (See hydrology discussion in section 6.6 and 6.7)

6.2 Existing Zoning/Comprehensive Land Use Plan

The site is currently zoned as General Rural Zone (GR) which allows for uses such as: One unit to the acre Single family dwelling unit, commercial agricultural uses, public and quasi-public uses; fruit and vegetable or agricultural products packing or processing plant; livestock sales yard or auction yard, a stand limited to 200 square feet for sale of farm products; public riding stables and boarding stables; accessory building or use; housing for seasonal farm labor, private stable and dairy.)

The project and its surrounding property are classified on the Comprehensive Plan as Transitional to the east, south and west, and Industrial to the north and northeast. The Ak-Chin Indian Reservation is to the northwest.

6.3 Existing Topography

Historically used as farmland and graded for flood irrigation, the site is relative flat and drains from the southeast and east to the northwest with approximately 30 feet of change in elevation.

6.4 Adjacent Zoning and Land Use

To the west of Santa Cruz Ranch is the Vicencia property and the Nissan Test Tract. Further west are the new proposed planned area developments of Red River, Siena, and Terrazo. Also, along the John Wayne Highway new developments include Pecan Woods, Papago Estates, Amarillo Creek, McLean Ranch and Midway.

South of Santa Cruz Ranch is the Thude Catalyst project and Hamstra Farms. Southeast of the project, D R Horton has large holdings planned for development and to the east is the Grande Valley Planned Area Development.

To the northwest of Santa Cruz Ranch is the Ak-Chin Indian Reservation and to the north is the rapidly developing City of Maricopa. Most of the surrounding parcels are designated transition on the Pinal County Comprehensive Land Use Plan; the areas to the northeast are designated as industrial. Most of the property is zoned General Rural.

See Exhibit B - Surrounding Area Development

7. SANTA CRUZ WASH AND FLOOD PLAIN SOLUTION

7.1 Existing Flood Plain Conditions

The existing topography of the Santa Cruz Wash South Study Area slopes from east to west and to the north. The existing Maricopa Stanfield Irrigation District (MSID) Canal is located on the eastern boundary of the Santa Cruz Ranch Property, within the Russell Road alignment. The MSID Canal is a man-made, above ground, open irrigation canal with banks that are raised 8-10 feet above the adjacent natural grade. The historic Santa Cruz wash naturally flows northwest directed by a series of man-made levees, open detention ponds, and then turns north flowing along the east side of the MSID Canal. The Santa Cruz Wash then continues west along the Teel Road alignment within a manmade and then north also within a man made channel with an incised section on the eastern edge of the property. The historic Santa Cruz Wash then continues to the northwest crossing Anderson Road diagonally through an existing bridge structure. It then continues northwest to the Ak-Chin Indian Community boundary where it flows into the existing Ak-Chin Indian Community's man-made channel.

As represented in the enclosed photos taken during the 1983 and 1993 flood events (see exhibit U1 and U2), a majority of the Santa Cruz Ranch property, as well as the Ak-Chin and State lands experienced extensive flooding during these 1983 and 1993 flood events.

The impact of these storm events can be further represented by the Federal Emergency Management Association (FEMA) Firm map (see exhibit U-4) which indicates those properties currently located in Flood Zone A. Based on these historical flood events, the Pinal County Flood Insurance Study of 1990, field surveys and hydraulic analysis performed by CVL, we have determined that the existing Santa Cruz Wash and man-

made channels do not come close to having the capacity required to convey the 100 year storm event (12,600cfs).

Also, it is important to mention that the existing MSID Canal was not built prior to 1983 when one of these flood events occurred from which the FEMA Firm Map was developed and was not built to FEMA standards. Therefore, this structure is not recognized by FEMA. With the MSID Canal in place, the pattern of flooding has changed. (See Exhibits U-1, 2, 3, 4)

According to the Pinal County Flood Insurance Study of 1990, the designated quantity of water flowing in the Santa Cruz Wash during the 100-yr storm event is 12,600 cfs. The existing hydraulic capacities of each leg of the existing Santa Cruz Wash and the man-made channels and the Anderson Road Bridge is approximately 2800 cfs and 3300 cfs respectively, which is far below the 12,600 cfs flow of the 100-yr storm therefore causing the flooding.

There are currently two locations where the MSID canal is not elevated, causing breaches along the flow path of the Santa Cruz Wash and flooding Santa Cruz Ranch and the surrounding area. At these locations the MSID Canal is piped underground. The siphons are intended to serve as future road crossings of the Canal for Miller and Teel Roads. During major 100 year storm events water flows in the Santa Cruz Wash northwest along the eastern bank of the MSID Canal that serves as a levee. Storm water flow breaks through to the west at each of the two irrigation canal siphons. Siphon #1, located at Miller Road, allows approximately 1440 cfs of the original 12,600 cfs to flow to the west. Siphon #2, at Teel Road, allows the balance of the flow, approximately 11,160 cfs to flow to the west. A flow split occurs at Siphon #2 with approximately 2800 cfs draining Northwesterly in the existing man-made Santa Cruz Wash Channel and remainder of approximately 8360 cfs flooding to the west across Santa Cruz Ranch property and continues flooding to the northwest and enters the Ak-Chin Indian Community and the State Land in a sheet flow condition.

A smaller portion of the flow remains in the existing Santa Cruz Wash Channel (est. 2800 cfs) and continues to the Anderson Road Bridge. The existing bridge at Anderson Road has a current capacity of 3300 cfs. This amount of storm waters continue within the existing wash flowing northwest crossing the State Land property and enters the existing Ak-Chin Indian Community Channel.

There is an existing man-made Ak-Chin Community Channel which is at the eastern border of the Ak-Chin / Pinal County boundary at the point which the existing historic Santa Cruz Wash enters upon the Ak-Chin Community. The existing Ak-Chin Community Channel for roughly 600 feet immediately west of the boundary has a capacity of approximately 3400 cfs. This existing channel is deep and wide, however, the channel has a reduced capacity due to the shallow north bank of the channel. Approximately 600 feet west of the Ak-Chin / Pinal County boundary this channel takes on its full shape and has a capacity of approximately 20,000 cfs, but the floodwaters never reach this point and have already flooded.

7.2 Proposed Improvements (Santa Cruz Wash) and Floodplain Solution

The proposed solution will require a barrier to be built at siphon #1 (Miller Road and Russell Road Alignment). This would eliminate the breach and force the flow to remain east of the Santa Cruz Ranch development. Siphon #2 will be improved as a concrete spillway canal designed to accept 100% of the 100-year flow of 12,600 cfs into portion of the Santa Cruz Wash Channel that is to be reconstructed.

The barrier to be built at Siphon #1 is proposed to be of earthen fill material, similar to the material used along the banks of the existing MSID Canal. A geotechnical engineer to an elevation will certify the barrier and eastern bank of the MSID Canal as a levee 3-foot above the 100-year storm water surface elevation. The barrier will be properly compacted and designed. At a future time Miller Road may be built over the top of this structure and continue to the East.

This solution allows the entire 100-year flow of 12,600 cfs to enter newly reconstructed Santa Cruz Ranch channel at Siphon #2. The existing earthen historic Santa Cruz Wash running diagonally across the State Land from the northeast corner of the property to the Ak-Chin Community will no longer be used to carry these flows. The existing man-made Santa Cruz Wash Channel running along the eastern edge of the property will be reconstructed and widened from Siphon #2 to the northeast corner of the property. This leg of the channel will be widened to 180 foot wide and constructed as concrete lined channel. This reconstruction will fit within the existing Pinal County Flood Control District easement.

From the north/east corner of the property the channel will turn west across the southern edge of the State Land, Anderson Road, and then turn north along the western edge of the State land, and Ak-Chin Community Land. This leg of the channel (channels #4 and #5) will be constructed as an earthen channel 280 feet wide with 3:1 side slopes and a flat bottom. The channel will continue north to the existing Ak-Chin Community Channel which has adequate capacity. Approximately 5600 lineal feet of the existing Ak-Chin Community Channel will need to be re-excavated and include levees because it is not deep enough to carry the 100 year flow.

A new bridge is designed for Anderson Road north of the property. This bridge is designed to carry the 100-year flood event waters.

See Exhibit U-5 – " Santa Cruz Ranch Flood Control Project"

7.3 Off-site storm water flows

Local off-site flows impact the site from the south. This drainage will be collected in a channel on the south side of the property and conveyed along Miller Road to the western boundary of the property. From there it will be channeled north for approximately ¼ mile.

Ninety percent (90%) of the property is currently FEMA designated in Zone A according to the Flood Insurance Rate Map (FIRM). A CLOMR has been filed with the Federal Emergency Management Administration to request a LOMR from the Federal Emergency Management Administration to reclassify the flood zone designation to Zone X (shaded) on the FIRM maps. This will reflect the elimination of the Flood hazard on the property.

A 404 permit is not required for the onsite Santa Cruz Ranch PAD project. However, a 404 permit is required for the Santa Cruz Wash flood control project as discussed above. A 404 Permit application has been submitted to the U. S. Army Corps of Engineers for the proposed Santa Cruz Wash Flood Control project improvement, with the approval expected in the coming by early 2005.

Contacts have been made with key owners on the north – State of Arizona and the Ak-Chin Indian Community to coordinate extensions of drainage facilities through their properties. In process with the State is acquisition of an easement over State land. The Ak-Chin Indian Community has signed a "Memorandum of Understanding" and agreement which is presently being processed through the Bureau of Indian Affairs.

7.4 On-site Storm Water Retention

The common area open space tracts within the proposed development of Santa Cruz Ranch will provide on-site storm water retention/detention as required by Pinal County Ordinance 100798-DO. Retention for the on-site flow will be provided to contain storm water runoff generated from the 100 year, 1 hour storm. The storm water runoff produced during the design will not be allowed to pond a depth greater than 3 feet, measured from the bottom of the basin to the high 100 year, 1 hour water surface elevation in retention basins. Retention basins will be designed to drain in 36 hours per Pinal County requirements. Most of these areas will be used both for retention and for open space / park areas.

Commercial areas, schools and other public uses will be required to retain their drainage for the 100 year, 1 hour flood within their land area.

8. TIMING OF DEVELOPMENT

8.1 Project Phasing

Santa Cruz Ranch will be developed in 5 phases. All of the perimeter and internal road improvements, including walls and landscaping, will be constructed at the same time as the adjacent development of each phase, unless modified by a county approved development agreement or as warranted in the "*Traffic Impact Study*". Therefore, the development of Anderson Road will be constructed from north to south in concert with various project phases. The north water campus, while in the second phase will be installed as necessary in the first phase, so as to provide water to the project. Sewer service will be phased as described below.

Single family parcels will be developed first, with the development of commercial parcels occurring at a later time, as market demand is created. Infrastructure will be provided to commercial sites with each major phase, to be used when needed. Open space and recreation facilities will be installed along with each phase of construction, so as to provide community amenities as needed.

Upon completion of zoning, engineering design will commence for early phases to include preliminary and final plats. Initial construction is anticipated to begin with approval of initial Final Plats, in early 2006.

Exhibit L – "Preliminary Phasing Plan"

9. PUBLIC UTILITES AND SERVICES

9.1 Water Service

This project is located within the City of Casa Grande water service boundary. A well siting study and a physical availability demonstration has been prepared for this project. The purpose of the well siting study is to evaluate and locate potential potable well locations on the subject property that would accommodate acceptable water production wells based on their distance from existing wells.

Two water campuses and seven new water wells, to be built in phases, are planned to provide potable water to Santa Cruz Ranch. This would accommodate acceptable water production wells based on their distance from existing wells. The wells are designed to pump at the rate of 800 gallons per minutes (gpm). Two water booster stations and reservoirs are planned to meet required water for the Santa Cruz Ranch planned area development. One storage reservoir has a planned capacity of 1.4 million gallons, which will provide for phases 1, 2, and 3 and the Teel/Anderson Road Commercial Center for the fire flow storage requirements and 30% of the maximum daily demand. The second planned unit for phases 4, 5 and the Miller/Anderson Road Commercial Center is planned

for 1.0 million gallons, which should meet the fire flow demand and 30% of the maximum daily demand.
Each reservoir is planned to be 12 feet in height and would be depressed into the ground 4 feet. An 8-foot concrete masonry wall is planned to screen each of reservoir and station from surrounding development.

See Exhibit S - "Conceptual Water Campus Site Plan A & B"

9.2 Wastewater / Sanitary Sewer

It is anticipated that wastewater service will be provided by Global Water Resources. The project plan calls for a phased approach to serving the requirements of Santa Cruz Ranch as well as the surrounding area.

The permanent sewer solution for this project and surrounding area includes the construction of a Waste Water Treatment Plant in the northwest corner of the project. This WWTP is a regional sewer solution with a service area of approximately 9,000 acres. A 35-acre wastewater treatment plant site is reserved at the northwest corner (lowest elevation) of the project that includes a 6.5-acre facility site with a 350-foot buffer between the plant area and surrounding uses/ownership. The buffer area will be landscaped and intended for use as open space and effluent. The project will be designed to gravity flow to this proposed facility.

Until such time that the permanent sewer solution is needed for regional sewer service (estimated at 2,000 units) a temporary sewer solution will be implemented to provide for the immediate sewer needs of the project

The temporary sewer solution will be to construct a temporary sewer lift station located on the future WWTP site. The wastewater will be pumped in a proposed forcemain north along Anderson Road to a proposed manhole at the intersection of Murphy Road and Farrell Road. This existing sewer main also flows to Global's Rancho El Dorado WWTP.

This project is included in the proposed CAAG 208 planning area for Santa Cruz Ranch filed with the CAAG and the creation of the Santa Cruz Ranch CC&N.

See Exhibit T - "CAAG 208 Service Area Exhibit"

9.3 Solid Waste Provider (Trash)

The site will be serviced by private water collection provider.

9.4 Electrical Services

This property and others in this area are currently serviced by the Electrical District No. 3. There are above ground electrical lines running along Anderson Road, Ruben Drive

and Teel Road. There appears to be adequate service capacity for this project and the surrounding area; however, new facilities may be required as this area develops, such as substations and additional 12Kv lines feeding off of the 69 Kv lines.

9.5 Natural Gas

This property is serviced by Southwest Gas Corporation.

9.6 Telephone

This property and this area are currently serviced by Qwest Communications. As this area develops, new service lines will be provided by Qwest.

9.7 Cable TV

This property and the area are currently serviced by Orbitel Communications. There are no existing cable TV manholes or junction boxes currently in place.

9.8 Fire Protection and Ambulance Service

The fire and emergency services will be provided for through the formation and annexing into the Special Purpose Fire Association that will be formed to encompass the property. Regional Fire and Rescue Department has been selected as the fire and emergency medical provider and will contract directly with the Special Purpose Fire Association. Necessary dues and annexation fees will be established during the upcoming months as the formation documents are finalized. The Santa Cruz Ranch property will provide a 1.5 acre fire station site located along Anderson Road.

The Santa Cruz Property will provide a 1.5 acre fire station site located at the intersection of Anderson Road about 1.5 miles interior to the project.

9.9 Law Enforcement

The Pinal County Sheriff's office will respond to public safety calls for the residents of the Santa Cruz Ranch. Prior to the recordation of the first Final Plat within the Santa Cruz Ranch PAD, the owner/applicant shall enter into a Development Agreement with Pinal County to provide financial contributions to Pinal County to pay for the increased cost incurred by the Pinal County Sheriff's Department related to serving the Santa Cruz Ranch PAD. The financial contribution shall be for a period of two years commencing on the date the first Certificate of Occupancy is issued within the Santa Cruz Ranch PAD.

9.10 Schools and Libraries

Discussions have occurred with Casa Grande School District resulting in planned dedication of a 26.3 acre parcel for a new combined elementary and middle school (in

Phase 2) and a 12 acre parcel for a new elementary school (in Phase 5). It is anticipated that a "per lot" fee will be provided for High School requirements.

Exhibit W-1 – "Casa Grande Elementary School District correspondence"
Exhibit W-2 – "Casa Grand Middle School district correspondence"

Library services will be provided to the residents of Santa Cruz Ranch by the Pinal County Library – Casa Grande branch. There is also a library located in Maricopa.

10. MAINTENANCE OF STREETS AND COMMON AREAS

10.1 Streets

Construction methods and techniques of all streets within the subject property shall be in accordance with Pinal County Subdivision Regulations. All streets will be constructed, installed, and maintained by the developer until the final inspection and acceptance by Pinal County. At the time of dedication with the final plat construction and acceptance by Pinal County, the maintenance of those roads will transfer to Pinal County. The Santa Cruz Ranch Homeowner's Association will maintain the landscape tracts in the arterials and collectors.

10.2 Common Areas

There will be a variety of common areas within this development ranging from open space to be used for recreation areas, mini parks within the parcels, open space and trail corridors adjacent to the collector roads and through neighborhoods and neighborhood parks. Open space and landscape tracts within the residential component will be owned and maintained by the Santa Cruz Ranch Homeowner's Association.

11. CITIZEN REVIEW PROCESS

A neighborhood meeting was held on April 19, 2005. The purpose of the meeting was to acquaint the interested neighbors of the proposed elements of this community, to gather their responses, and understand any concerns they may have with this development.

For the neighborhood meeting, notification was sent by mail to property owners within 300 feet of the project. Additional owners beyond 300 feet were notified to the west side of the property. A large billboard type sign was installed on the property as required by Pinal County regulations.

Minutes of the meeting and a sign-in list are attached. A map of the property owner parcels within 300 feet and the property owner's name and address as shown on the assessor tax rolls is in the exhibit section as shown below.

Exhibit N "Neighborhood Meeting Notification"

Exhibit O "Neighborhood Meeting Sign-in Sheet"
Exhibit P "Neighborhood Meeting Minutes"
Exhibit Q "Surrounding Property Ownership List"
Exhibit R "Surrounding Property Ownership Map"

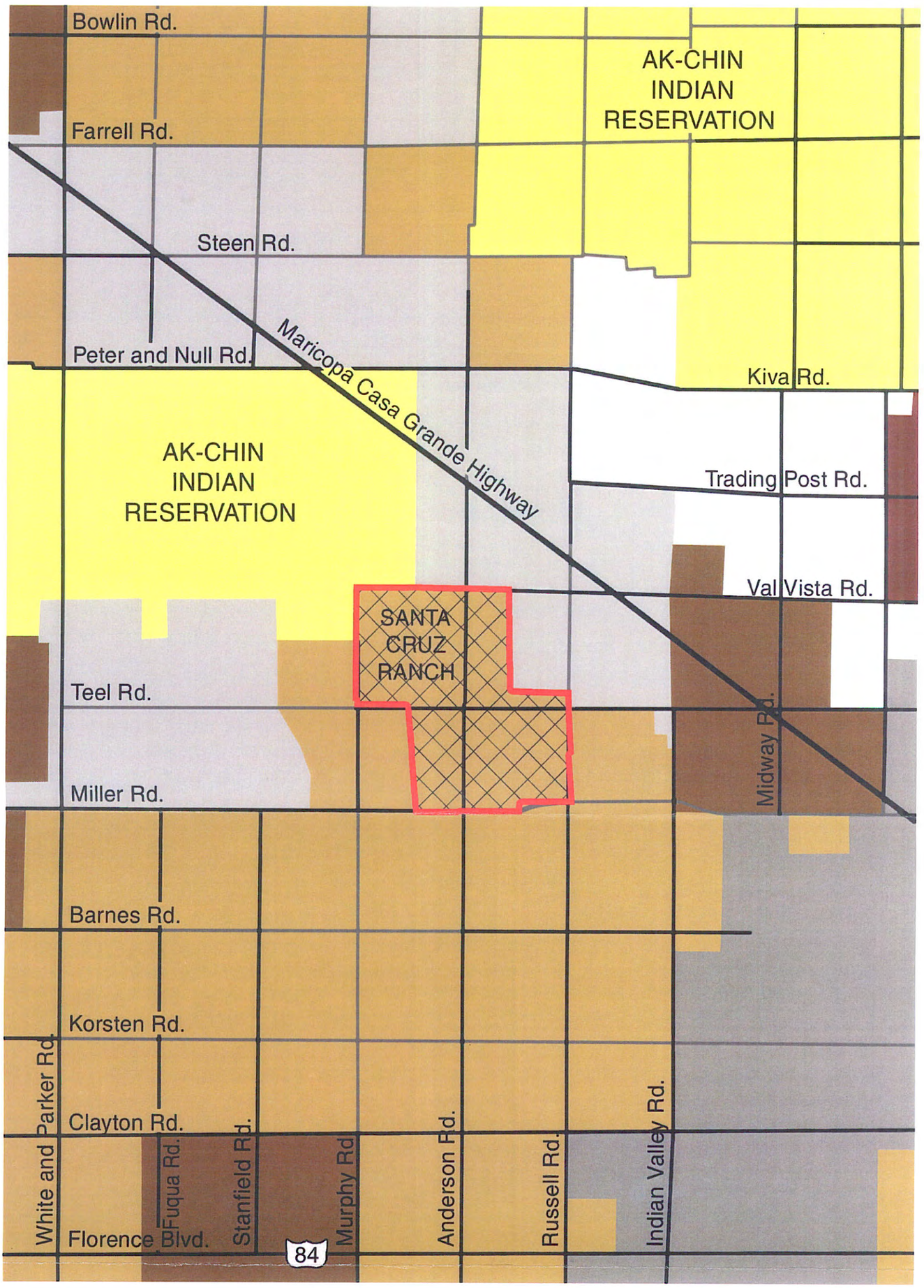
12. CONCLUSION

Santa Cruz Ranch is a project that portrays quality and diversity in land uses while providing compatibility with existing and proposed development in the area. The project is poised to meet current and future needs of the surrounding community. The Project will be an asset to, and compliment, the surrounding area in very important ways. This project is poised to begin to solve the regional floodplain issues in this area of the County and will bring much needed services such as water, sewer and fire protection to the area so that they can one day be expanded to serve the surrounding growing area. The project will result in expanded arterial roads and a much needed regional commercial center. In short, the project will be done right and will be an asset to the County and its neighbors. In the future, the design/development process will continue to respond to market and needs analysis.

The enclosed development plan is consistent with the Pinal County Comprehensive Plan and meets County requirements for rezoning and establishing an approved PAD overlay district. The plan is consistent with County policy for density and open space. A comprehensive flood control plan and improvements are proposed as part of this plan and definitive solutions for water, sewer and emergency services are developed and ready to implement. The detailed engineering work exceeds that usually required for rezoning, but due to the magnitude of this project, advance studies are prepared and being used as detailed design moves forward.

We are pleased to present Santa Cruz Ranch to you and believe it to represent a new level of quality planning and design in the area. We respectfully request your review and look forward to working with you on creating this outstanding community.

Santa Cruz Ranch Development Team
Westpac Development Corporation
Coe & Van Loo Consultants, Inc
Rose Law Group pc



PINAL COUNTY COMPREHENSIVE PLAN
LAND USE MAP FOR ANDERSON ROAD AREA

LEGEND

- RURAL
- TRANSITIONAL
- RURAL COMMUNITY
- INDUSTRIAL
- MINING
- AK-CHIN INDIAN RESERVATION
- PROPOSED PAD

N.T.S.

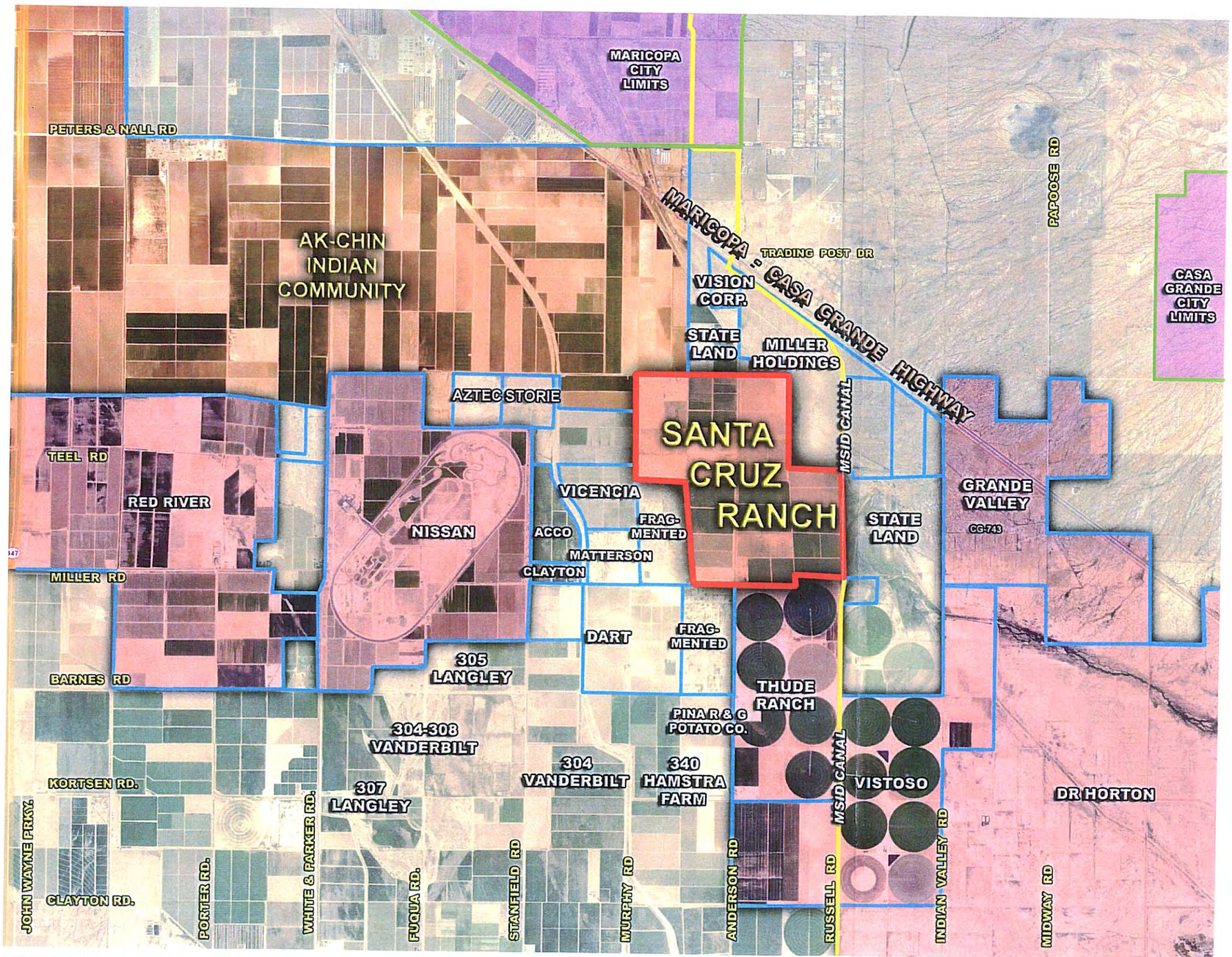
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JOB# 750003

EXHIBIT A

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SANTA CRUZ RANCH

Vicinity Map & Surrounding Area Development



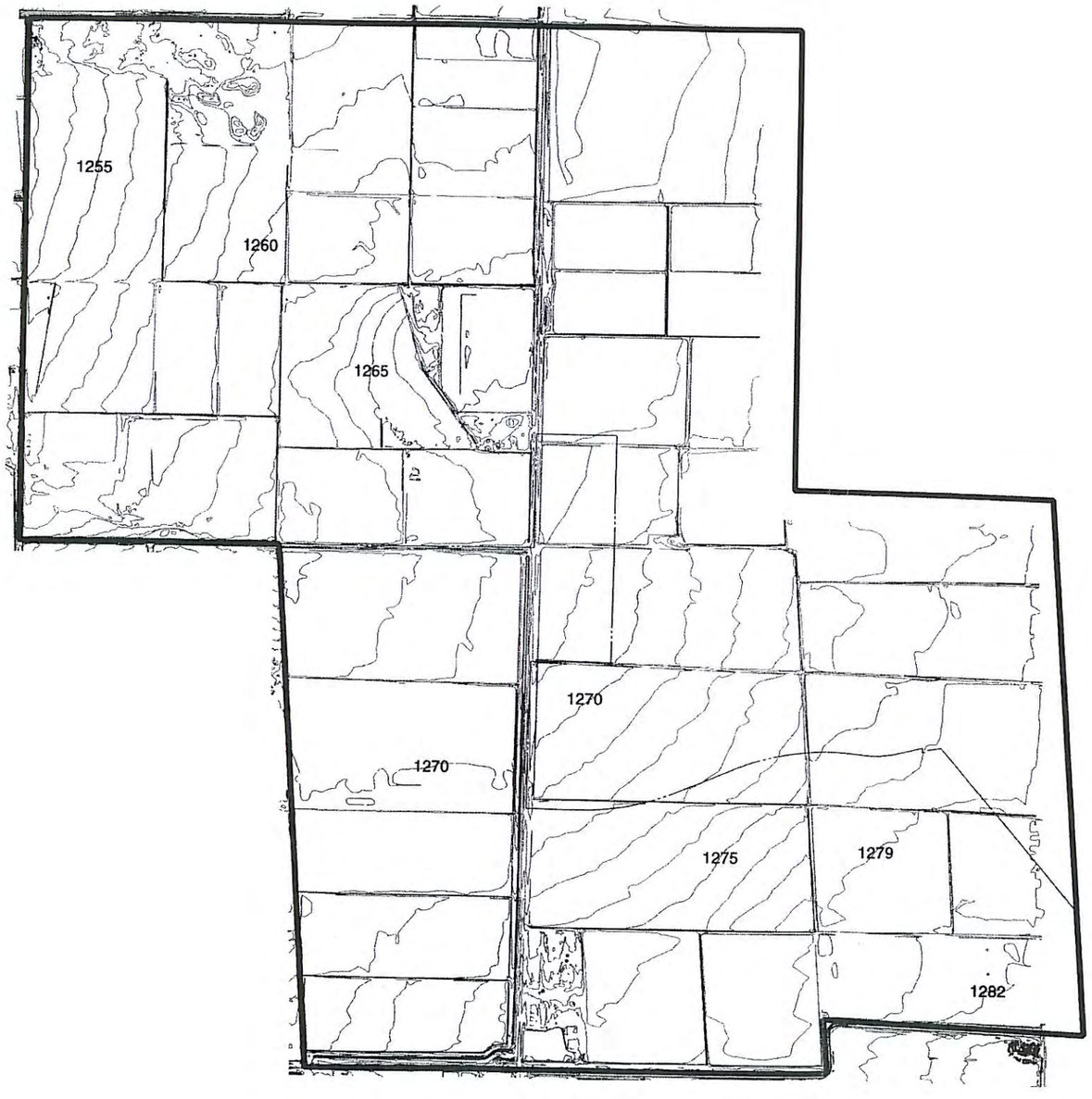
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WESTPAC DEVELOPMENT CORP.

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JOB# 750003

EXHIBIT B



SANTA CRUZ RANCH

Boundary and Topo Data

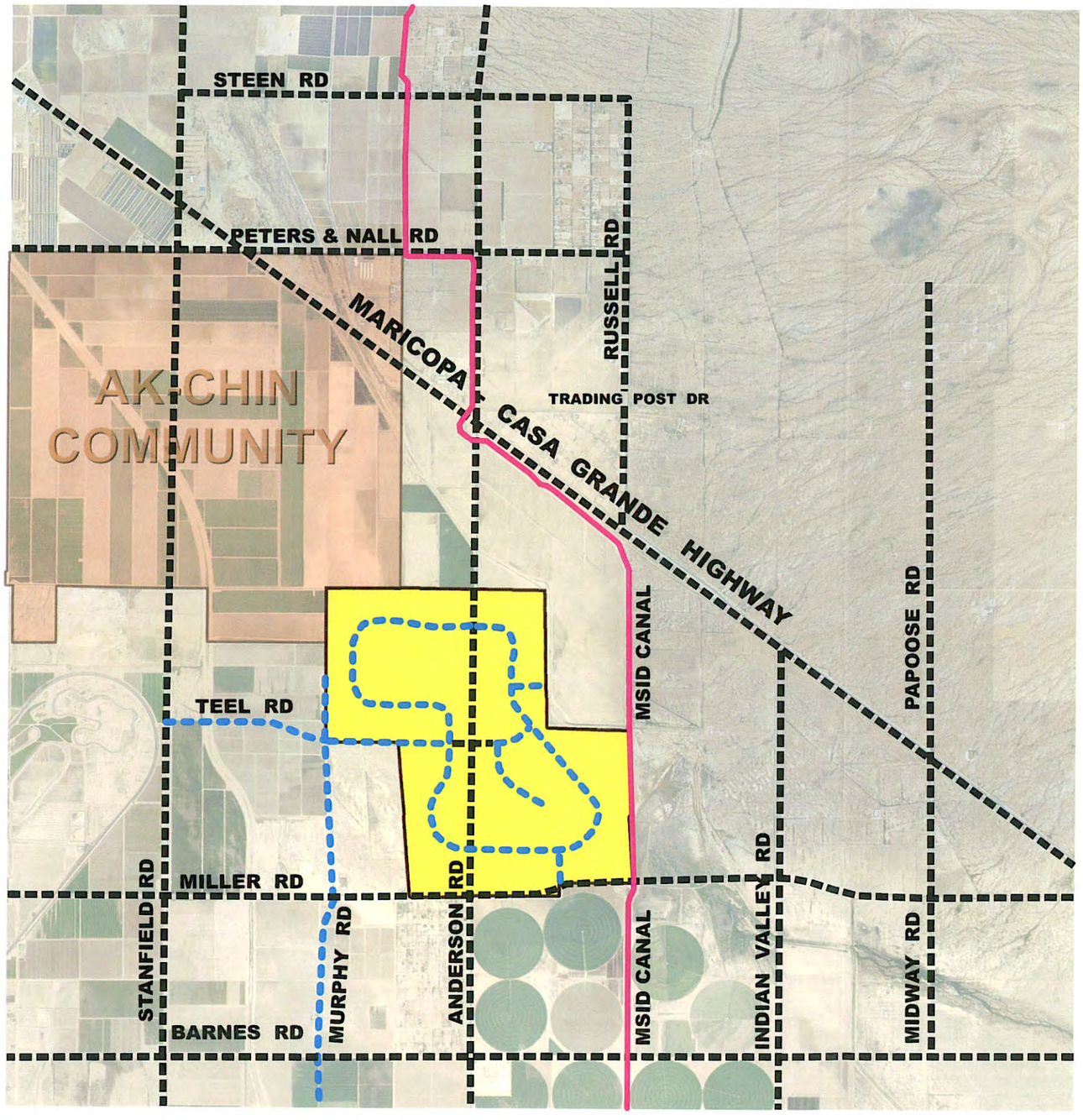
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JOB# 750003

WESTPAC DEVELOPMENT CORP.

EXHIBIT C

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SANTA CRUZ RANCH

AREA TRAFFIC CIRCULATION PLAN

- Arterial (existing & future)
- Collector
- MSID Canal
- Santa Cruz Site

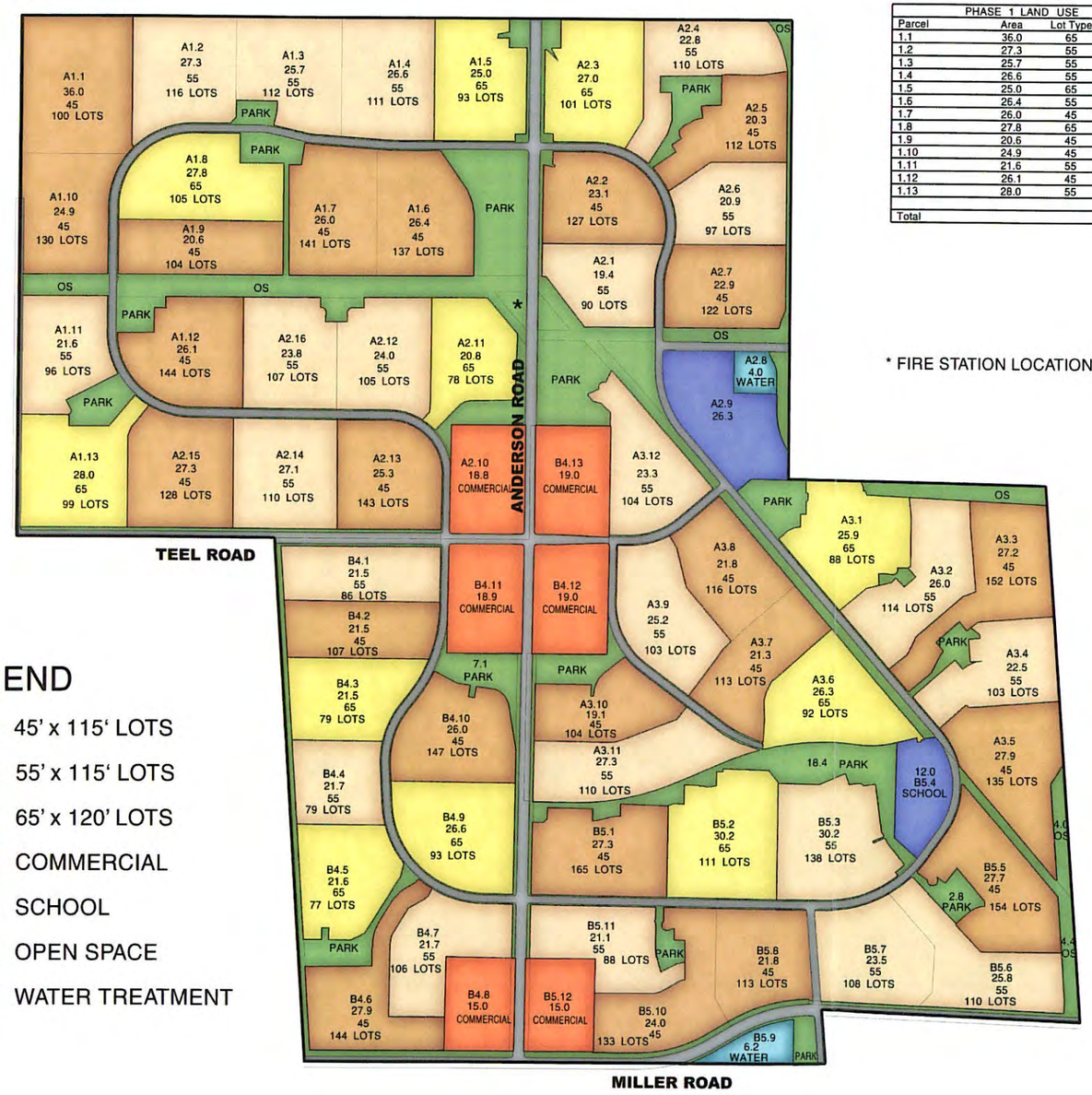
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WESTPAC DEVELOPMENT CORP.

DATE:5-4-05
JOB# 750003

EXHIBIT D

SANTA CRUZ RANCH
Preliminary Development Plan



LEGEND

- 45' x 115' LOTS
- 55' x 115' LOTS
- 65' x 120' LOTS
- COMMERCIAL
- SCHOOL
- OPEN SPACE
- WATER TREATMENT

NOTE: NUMBER OF DWELLINGS AND AREAS PER PARCEL ARE APPROXIMATE AND SUBJECT TO VERIFICATION AT PLATTING

LAND USE TABULATIONS

PHASE 1 LAND USE			
Parcel	Area	Lot Type	DU
1.1	36.0	65	100
1.2	27.3	55	116
1.3	25.7	55	112
1.4	26.6	55	111
1.5	25.0	65	93
1.6	26.4	55	137
1.7	26.0	45	141
1.8	27.8	65	105
1.9	20.6	45	104
1.10	24.9	45	130
1.11	21.6	55	96
1.12	26.1	45	144
1.13	28.0	55	99
Total			1488

PHASE 2 LAND USE			
Parcel	Area	Lot Type	DU
2.1	19.4	55	90
2.2	23.1	45	127
2.3	27.0	65	101
2.4	22.8	55	110
2.5	20.3	45	112
2.6	20.9	55	97
2.7	22.9	45	122
2.8	4.4	Water	
2.9	26.3	School	
2.10	18.8	Commercial	
2.11	20.8	65	78
2.12	24.0	55	105
2.13	25.3	45	143
2.14	27.1	55	110
2.15	27.3	45	128
2.16	29.0	65	107
Total			1430

PHASE 3 LAND USE			
Parcel	Area	Lot Type	DU
3.1	25.9	65	88
3.2	26.0	55	113
3.3	27.2	45	152
3.4	22.5	55	103
3.5	27.9	45	135
3.6	26.3	65	90
3.7	21.3	45	113
3.8	21.8	45	116
3.9	25.2	55	103
3.10	19.1	45	104
3.11	27.3	55	110
3.12	23.3	55	104
Total			1332

* FIRE STATION LOCATION

PHASE 4 LAND USE			
Parcel	Area	Lot Type	DU
4.1	21.5	55	86
4.2	21.5	45	107
4.3	21.5	65	79
4.4	21.7	55	79
4.5	21.6	65	77
4.6	27.9	45	144
4.7	21.7	55	106
4.8	15.0	Commercial	
4.9	26.6	65	93
4.10	26.0	45	147
4.11	18.9	Commercial	
4.12	19.0	Commercial	
4.13	19.0	Commercial	
Total			918

PHASE 5 LAND USE			
Parcel	Area	Lot Type	DU
5.1	27.3	45	165
5.2	30.2	65	111
5.3	30.2	55	138
5.4	12.0	School	
5.5	27.7	45	154
5.6	25.8	55	110
5.7	23.5	55	108
5.8	21.8	45	113
5.9	6.2	Water	
5.10	24.0	45	133
5.11	21.1	55	88
5.12	15.0	Commercial	
Total			1120

LOT TABULATIONS

CONSOLIDATED LOT TABULATION		
Land Use	Area	DU
Single Family Residential	1372.0	6288
Open Space	269.1	
Roads	113.8	
Commercial	105.7	
Schools	38.3	
Fire	1.5	
Water	10.2	
Total	1910.6	6288

3.5 DU/AC

OPEN SPACE

	CONSOLIDATED
NET RESIDENTIAL	1796.8 AC.
OPEN SPACE REQUIRED	15% = 269.5 AC.
OPEN SPACE PROVIDED	269.5 AC.

N.T.S.

WESTPAC DEVELOPMENT CORP.

DATE: 5-1-05
JOB# 750003

EXHIBIT E

Santa Cruz Ranch
Land Use Tabulation

Land Use	Land Area	Dwelling Units
Single Family Residential	1372.0	6288
Open Space	269.5	
Schools	38.3	
Roads (arterial & collector)	113.8	
Fire	1.5	
Water	10.2	
Commercial	105.7	
TOTAL	**1910.6**	**6288**

DENSITY

Residential Zoning	1796.8 ac
Density	3.5 du/ac
Maximum Number of Dwelling Units	6288

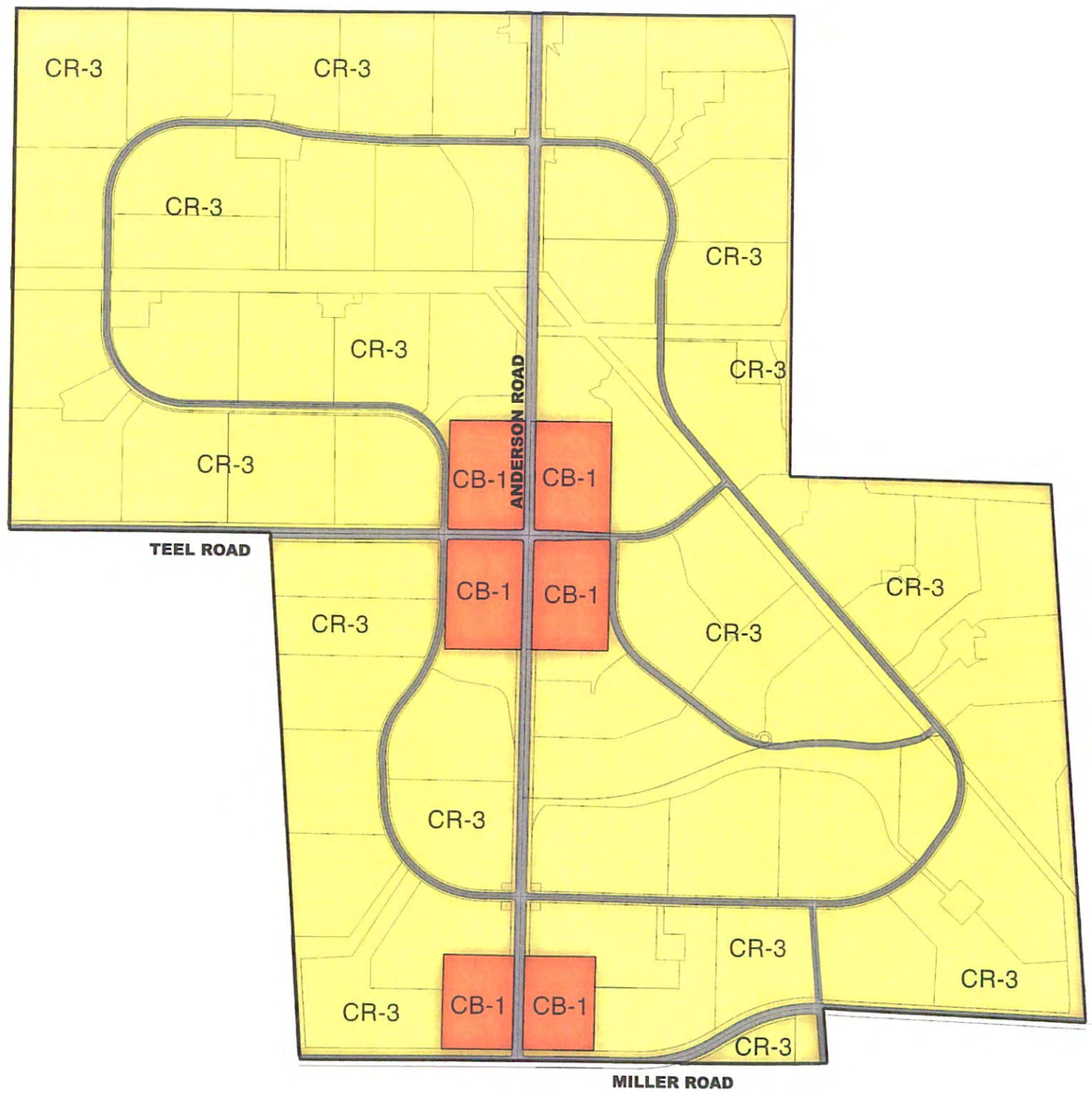
PROPOSED OPEN SPACE

NET RESIDENTIAL AREA	**1796.8 AC**
Required Open Space 15% of the total project area	269.5 ac
Proposed Open Space 15% of the net residential area	269.5 ac
%Open Space in the project	**15.0%**

EXHIBIT F

SANTA CRUZ RANCH

Zoning Plan



Note: All zoning is PAD overlay

N.T.S.

DATE:5-1-05
JOB# 750003

WESTPAC DEVELOPMENT CORP

EXHIBIT G

SANTA CRUZ RANCH
CR-3 Single Residence Standards Comparison 45' Lot

Development Standard	**Required**	**Proposed**	**Variation**
BUILDING HEIGHT	Maximum height of any structure shall be 30 feet	30 feet	None
MINIMUM LOT AREA	7,000 SF	5,075 SF	1,925 SF decrease
MINIMUM LOT WIDTH	60 feet	45 feet	15 feet decrease
MINIMUM AREA PER DWELLING UNIT	7,000 SF	5,075 SF	1,925 SF decrease
MINIMUM FRONT YARD	20 feet	20 feet garage*, 10 feet to livable or side entry garage	2 feet less, 10 feet less to livable or side entry garage
MIMIMUM SIDE YARD	8 feet	5 feet	3 feet less
MINIMUM REAR YARD	25 feet	15 feet	10 feet less
MINIMUM DISTANCE BETWEEN MAIN BLDGS	16 feet	10 feet	6 feet less
BUILDABLE AREA	Not to exceed 40% of the lot, including all structures, except swimming pools.	Not to exceed 52% of the lot, including all structures, except swimming pools.	12% additional percentage of the lot area.

*Measured to back of sidewalk

DETACHED ACCESSORY BUILDINGS

Development Standard	**Required**	**Proposed**	**Variation**
PERMITTED COVERAGE:	One-third of the total area of the rear and side yards.	One-third of the total area of the rear and side yards.	None
MAXIMUM HEIGHT	20 feet	20 feet	None
MINIMUM DISTANCE TO MAIN BUILDING	7 feet	5 feet	2 feet less
MINIMUM DISTANCE TO FRONT LOT LINE	60 feet	60 feet	None
MINIMUM DISTANCE TO SIDE AND REAR LOT LINES	4 feet	4 feet	None
Accessory buildings shall be detached from the main building except that they may be attached by means of an enclosed structure that has only one wall not over 6 feet high which shall be placed on only one side of the structure.		No Change	None

EXHIBIT H-1

SANTA CRUZ RANCH
CR-3 Single Residence Standards Comparison 55' Lot

Development Standard	**Required**	**Proposed**	**Variation**
BUILDING HEIGHT	Maximum height of any structure shall be 30 feet	30 feet	None
MINIMUM LOT AREA	7,000 SF	6,225 SF	775 SF decrease
MINIMUM LOT WIDTH	60 feet	55 feet	15 feet decrease
MINIMUM AREA PER DWELLING UNIT	7,000 SF	6,225 SF	775 SF decrease
MINIMUM FRONT YARD	20 feet	20 feet garage*, 10 feet to livable or side entry garage	2 feet less, 10 feet less to livable or side entry garage
MIMIMUM SIDE YARD	8 feet	5 feet	3 feet less
MINIMUM REAR YARD	25 feet	15 feet	10 feet less
MINIMUM DISTANCE BETWEEN MAIN BLDGS	16 feet	10 feet	6 feet less
3UILDABLE AREA	Not to exceed 40% of the lot, including all structures, except swimming pools.	Not to exceed 50% of the lot, including all structures, except swimming pools.	10% additional percentage of the lot area.

*Measured to back of sidewalk

DETACHED ACCESSORY BUILDINGS

Development Standard	**Required**	**Proposed**	**Variation**
PERMITTED COVERAGE:	One-third of the total area of the rear and side yards.	One-third of the total area of the rear and side yards.	None
MAXIMUM HEIGHT	20 feet	20 feet	None
MINIMUM DISTANCE TO MAIN BUILDING	7 feet	5 feet	2 feet less
MINIMUM DISTANCE TO FRONT LOT LINE	60 feet	60 feet	None
MINIMUM DISTANCE TO SIDE AND REAR LOT LINES	4 feet	4 feet	None
Accessory buildings shall be detached from the main building except that they may be attached by means of an enclosed structure that has only one wall not over 6 feet high which shall e placed on only one side of the structure.		No Change	None

EXHIBIT H-2

SANTA CRUZ RANCH
CR-3 Single Residence Standards Comparison 65' Lot

Development Standard	**Required**	**Proposed**	**Variation**
BUILDING HEIGHT	Maximum height of any structure shall be 30 feet	30 feet	None
MINIMUM LOT AREA	7,000 SF	7,700 SF	700 SF increase
MINIMUM LOT WIDTH	60 feet	65 feet	5 feet increase
MINIMUM AREA PER DWELLING UNIT	7,000 SF	7,700 SF	700 SF increase
MINIMUM FRONT YARD	20 feet	20 feet garage*, 10 feet to livable or side entry garage	2 feet less, 10 feet less to livable or side entry garage
MIMIMUM SIDE YARD	8 feet	5 feet	3 feet less
MINIMUM REAR YARD	25 feet	15 feet	10 feet less
MINIMUM DISTANCE BETWEEN MAIN BLDGS	16 feet	10 feet	6 feet less
BUILDABLE AREA	Not to exceed 40% of the lot, including all structures, except swimming pools.	Not to exceed 50% of the lot, including all structures, except swimming pools.	10% additional percentage of the lot area.

*Measured to back of sidewalk

DETACHED ACCESSORY BUILDINGS

Development Standard	**Required**	**Proposed**	**Variation**
PERMITTED COVERAGE:	One-third of the total area of the rear and side yards.	One-third of the total area of the rear and side yards.	None
MAXIMUM HEIGHT	20 feet	20 feet	None
MINIMUM DISTANCE TO MAIN BUILDING	7 feet	5 feet	2 feet less
MINIMUM DISTANCE TO FRONT LOT LINE	60 feet	60 feet	None
MINIMUM DISTANCE TO SIDE AND REAR LOT LINES	4 feet	4 feet	None
Accessory buildings shall be detached from the main building except that they may be attached by means of an enclosed structure that has only one wall not over 6 feet high which shall be placed on only one side of the structure.		No Change	None

EXHIBIT H-3

SANTA CRUZ RANCH
CB-1 Local Business Standards Comparison

Development Standard	**Required**	**Proposed**	**Variation**
BUILDING HEIGHT	Maximum height of any structure shall be 30 feet	30 feet	None
MINIMUM LOT AREA	None except for uses listed in Section 1501-b and 1501-f	No Change	None
MINIMUM LOT WIDTH	None for uses listed in Section 1501-b and 1501-f	No Change	None
MINIMUM AREA PER DWELLING UNIT	3.500 SF for residential uses	3500 SF	None
MINIMUM FRONT YARD	20 feet	20 feet	None
MIMIMUM SIDE YARD	None for uses listed in Section 1501-b thru 1501-f; 7 feet each for residential uses	No Change	None
MINIMUM REAR YARD	25 feet, except as provided in Section 2316 for corner lot.	25 feet	None
MINIMUM DISTANCE BETWEEN MAIN BLDGS	None for uses listed in Section 1501-b thru 1501-f; 14 feet between residence and business.	No Change	None

DETACHED ACCESSORY BUILDINGS

Development Standard	**Required**	**Proposed**	**Variation**
PERMITTED COVERAGE	40% of the minimum rear yard and any additional space within the buildable area.	40% of the minimum rear yard and any additional space within the buildable area.	None
MAXIMUM HEIGHT	20 feet within the required rear yard, 2 stories or 30 feet within the buildable area.	20 feet within the required rear yard; 30 feet within the buildable area.	None
MINIMUM DISTANCE TO MAIN BUILDING	7 feet	7 feet	None
MINIMUM DISTANCE TO FRONT LOT LINE	20 feet	20 feet	None
MINIMUM DISTANCE TO REAR LOT LINES	4 feet	4 feet	None

EXHIBIT I

SANTA CRUZ RANCH
CI-B Industrial Buffer Zone

Development Standard	**Required**	**Proposed**	**Variation**
BUILDING HEIGHT	Maximum height of any structure shall be 35 feet	35 feet	None
MINIMUM LOT AREA	10,000 SF	10,000 SF	No change
MINIMUM LOT WIDTH	None	None	No change
MINIMUM AREA PER DWELLING UNIT	None	None	No change
MINIMUM FRONT YARD	20 feet	20 feet	No change
MIMIMUM SIDE YARD	None	None	No change
MINIMUM REAR YARD	10 feet	10 feet	No change
INDUSTRIAL BUFFER REQUIRED	10% of lot depth or width	10% of lot depth or width	No change

DETACHED ACCESSORY BUILDINGS

Development Standard	**Required**	**Proposed**	**Variation**
PERMITTED COVERAGE:	40% of the minimum rear yard and any additional space with the buildable area	40%	No change
MAXIMUM HEIGHT	20 feet within required rear yard 35 feet within the buildable area	20 ft	No change
MINIMUM DISTANCE TO MAIN BUILDING	7 feet	7 feet	No change
MINIMUM DISTANCE TO FRONT LOT LINE	20 feet or 10% of depth or width on side facing residential or major thoroughfare	20 feet	No change
MINIMUM DISTANCE TO SIDE AND REAR LOT LINES	None for interior		No change

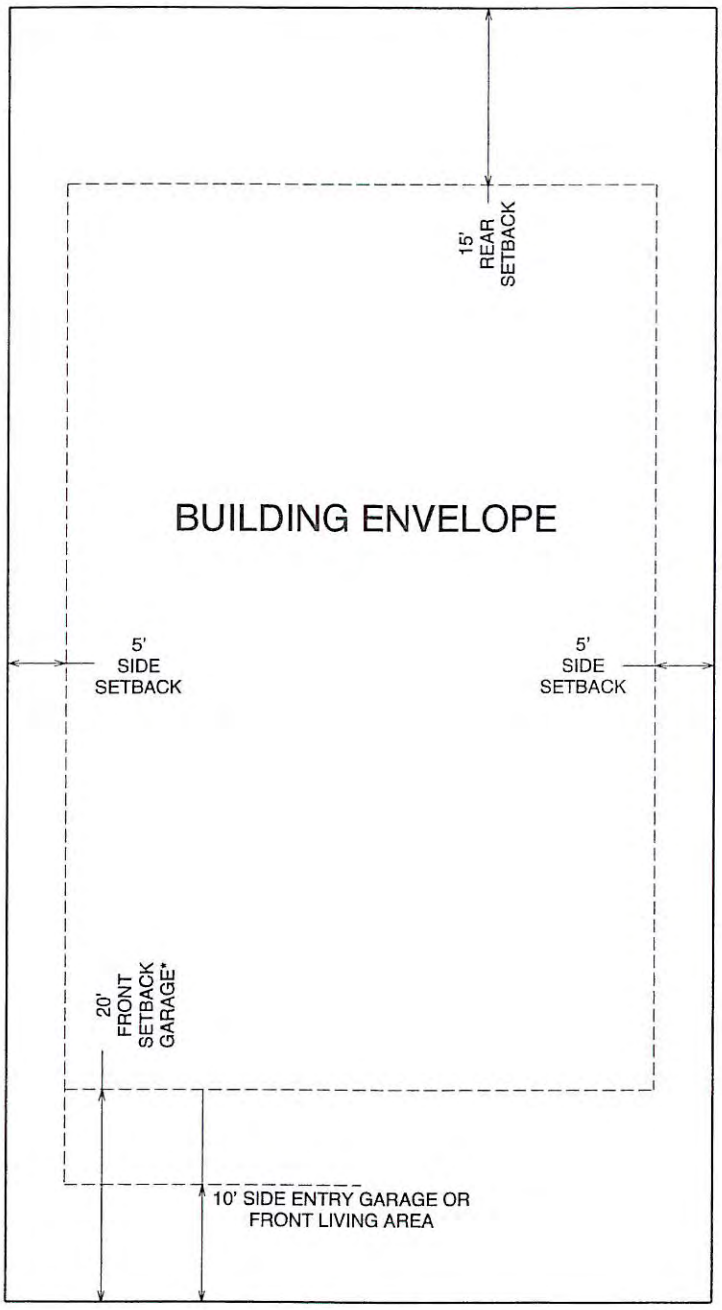
Note: This category is applied to water campus sites only.

EXHIBIT J

SANTA CRUZ RANCH

45' Wide

Lot Layout



45' LOT WIDTH

*Measured to back of sidewalk

DATE: 11-30-04

EXHIBIT K1

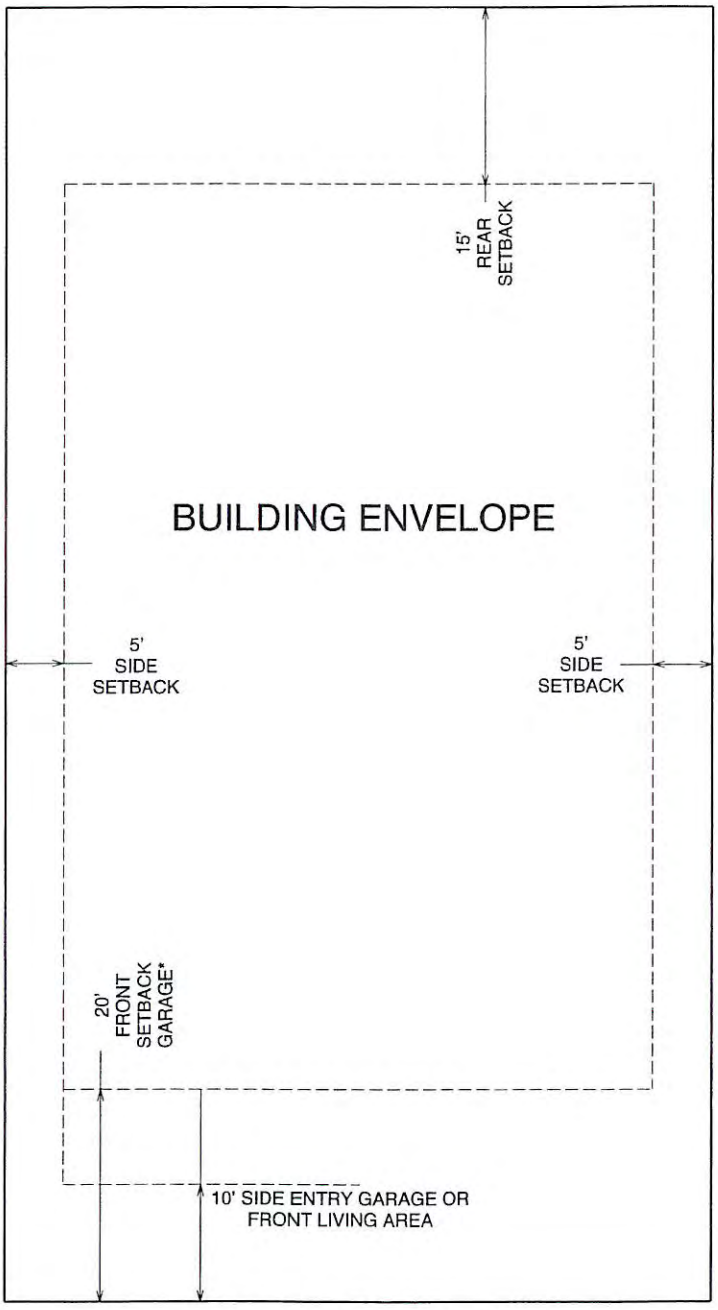
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DATE:- Aug. 09, 2004
TIME:- 15:35:37
FILE:- n:\040025\land\pleh-45lot.dgn

SANTA CRUZ RANCH

55' Wide

Lot Layout



55' LOT WIDTH

*Measured to back of sidewalk

DATE: 11-30-04

EXHIBIT K2

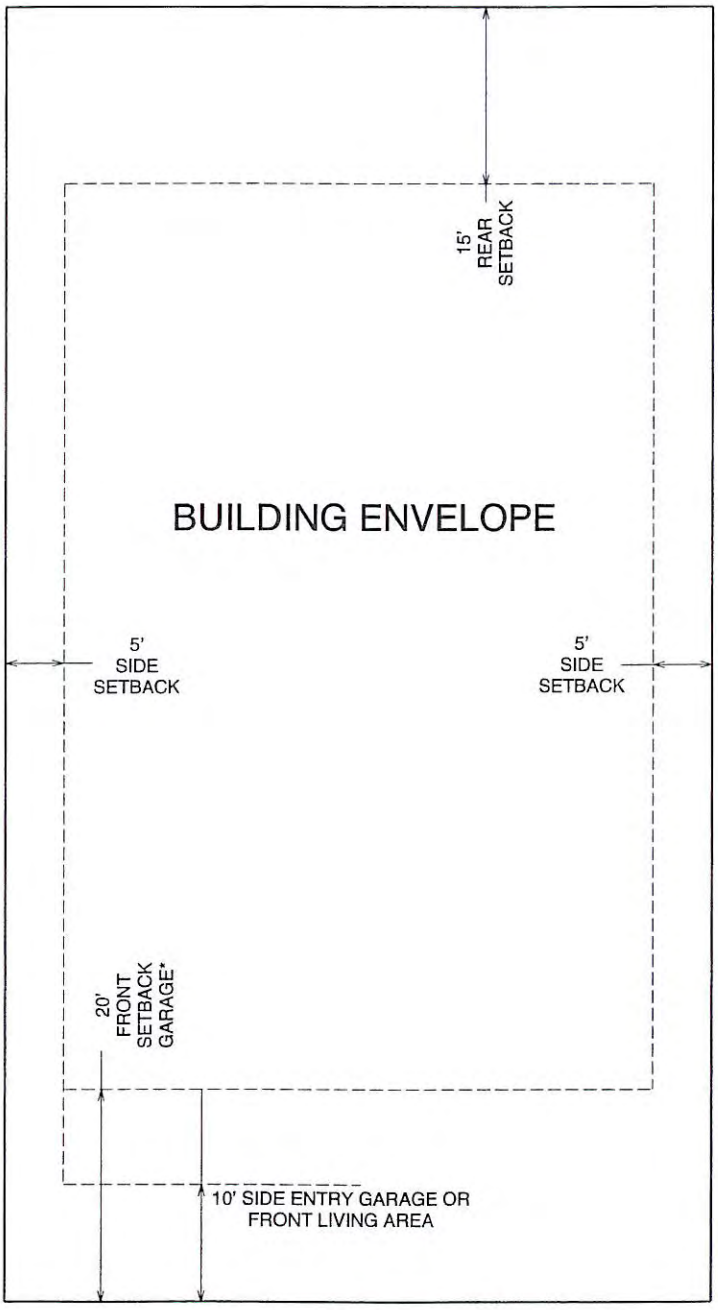
N.T.S.

DATE:- Aug. 09, 200-
TIME:- 15:35:37
FILE:- n:\04002\land\pleh-45lot.dgn

SANTA CRUZ RANCH

65' Wide

Lot Layout



65' LOT WIDTH

*Measured to back of sidewalk

DATE: 11-30-04

EXHIBIT K3

N.T.S.

DATE:- Aug. 09, 2004
TIME:- 15:37:37
FILE:- n:\04002\land\plan\60lot.dgn

PRELIMINARY DESIGN GUIDELINES

EXHIBIT M

SANTA CRUZ RANCH
Preliminary Design Guidelines

The overall community character of Santa Cruz Ranch will be that of a western theme. It will be the goal of this project to fit into the existing fabric of the surrounding community. These preliminary guidelines will be the basis of future CC&R's that will be utilized to guide, create and maintain a high-quality development that fits well with the visions and desires of Pinal County and the surrounding area.

Residential Architecture

While each individual builder has their own architectural vernacular in which they excel, these guidelines and the subsequent CC&R's are developed to guide all project visioning in a shared direction. All builders will be encouraged to offer as much variety in home design and building materials as possible. Each parcel will have a minimum of four (4) floor plans, each with a minimum of three (3) varied front elevations. This will be used throughout the Santa Cruz Ranch project to provide a variety of housing alternatives and increase visual interest.

Varied architecture reflecting differing styles and materials will be utilized for each grouping of homes provided by all builders within this development. A minimum of three (3) different color values will be necessary for the roof material and exterior paint colors. Colors chosen for the buildings must be an earth tome of similar soft hue – no bright or "gaudy" colors will be permitted.

There should also be some variety in entry door, garage door and window treatments for the different home models from each builder. It will be required that homes adjacent to each other use differing architectural details and floor plans to create varied forms, massing, materials and architectural proportions throughout the Santa Cruz Ranch community. These variations will be achieved through the use of carefully designed reveals, recesses, trim treatments, courtyards, porches/patios, and landscape.

Builders will be encouraged to reduce the visual impact that garages make to each streetscape throughout the community. Side entry garages, especially on the larger lots will be encouraged along the recessing and staggered garage setbacks for the smaller lots.

All heating and cooling equipment shall be placed on the ground or otherwise be screened so as not to be visible from the front or side streets of the community. Any screening utilized should match the architectural features, materials, and colors of the dwelling unit to which it services.

Walls and Fences

All walls and fences used throughout the development shall be designed and detailed to enhance the community's rural themeing.

Perimeter/Theme walls will utilize materials that are complimentary and harmonious to the building types. CMU block, both smooth and textured as well as stucco and split rail may be used. Other materials may be utilized as long as they are in concert with materials used within the project.

Interior/Privacy walls may be used within the project as long as they are not directly in view from off-site. These wall colors and materials may vary as long as they correspond to the materials used on the perimeter/theme walls and blend with the building styles.

View fencing may be utilized within Santa Cruz Ranch.

Homeowners Association

A Homeowners Association will eventually be organized and funded through monthly/yearly collected funds from each homeowner within the Santa Cruz Ranch community. This association will be charged to ensure long-term compliance and enforcement with the CC&R's for the community. It will also organize and oversee the maintenance and upkeep of all shared/public components of the property.

Landscaping and Open Space

Any areas dedicated to open space, parks or landscaped tracts shall be landscaped and maintained by the Homeowners Association. Low-water (xeric) plant material will be encouraged. Homeowners will be allowed the flexibility in selecting plants for their front yards from a future plant list that will be included in the CC&R's. Each homebuilder will be required to landscape the front yards within 30 days of occupancy.

CC&R's – Covenants, Conditions & Restrictions

The future CC&R's for Santa Cruz Ranch will set forth rules and regulations governing homeowner's right and responsibilities as they pertain to their real property. These CC&R's will list items that are allowed within the community as well as any restrictions/prohibitions as it relates to a homeowner's lot and dwelling unit.

EXHIBIT M

ROSE LAW GROUP pc

JENNIFER HALL
7272 E. Indian School Road Suite 360
Scottsdale, AZ 85251
Phone 480.505.3938 Fax 480.505.3925
jhall@roselawgroup.com
www.roselawgroup.com

April 11, 2005

RE: Preliminary Neighborhood meeting – *Santa Cruz Ranch and Solana Ranch North and South* Projects

Dear Neighbor:

This letter is to invite you to attend a neighborhood meeting to discuss the following projects adjacent to one another:

1. *Santa Cruz Ranch* project, a 1,910 acre master-planned community located between Val Vista and Miller Roads and between Murphy and Russell Roads (see attached conceptual site plan).
2. *Solana Ranch North* project, a 689 acre master-planned community located at the SEC of Anderson and Miller Roads (see attached conceptual site plan).
3. *Solana Ranch South* project, a 580 acre master-planned community located at the SEC of Anderson and Barnes Roads (see attached conceptual site plan).

The meeting will be held on **Tuesday, April 19, 2005 at Assembly of God Church located at 20038 Taft Avenue in Maricopa at 10:00 AM.**

We represent the owners of Santa Cruz Ranch, Solana Ranch North and Solana Ranch South which are in the process of finalizing their zoning application to submit to Pinal County and would like to get your input prior to finalizing various exhibits and documents. The properties, as you know, are currently undeveloped and we will be submitting a rezoning application to allow for a residential Planned Area Development. The developments will include a total of four elementary school sites, a variety of parks and large open space areas for present and future citizens to enjoy. It will be themed to respect, as well as compliment, the existing rural farmland lifestyle.

We look forward to seeing you at the meeting on the 19th in order to answer any specific questions. If you need more information and are unable to attend the meeting, please call me directly at 480-505-3938. Thank you.

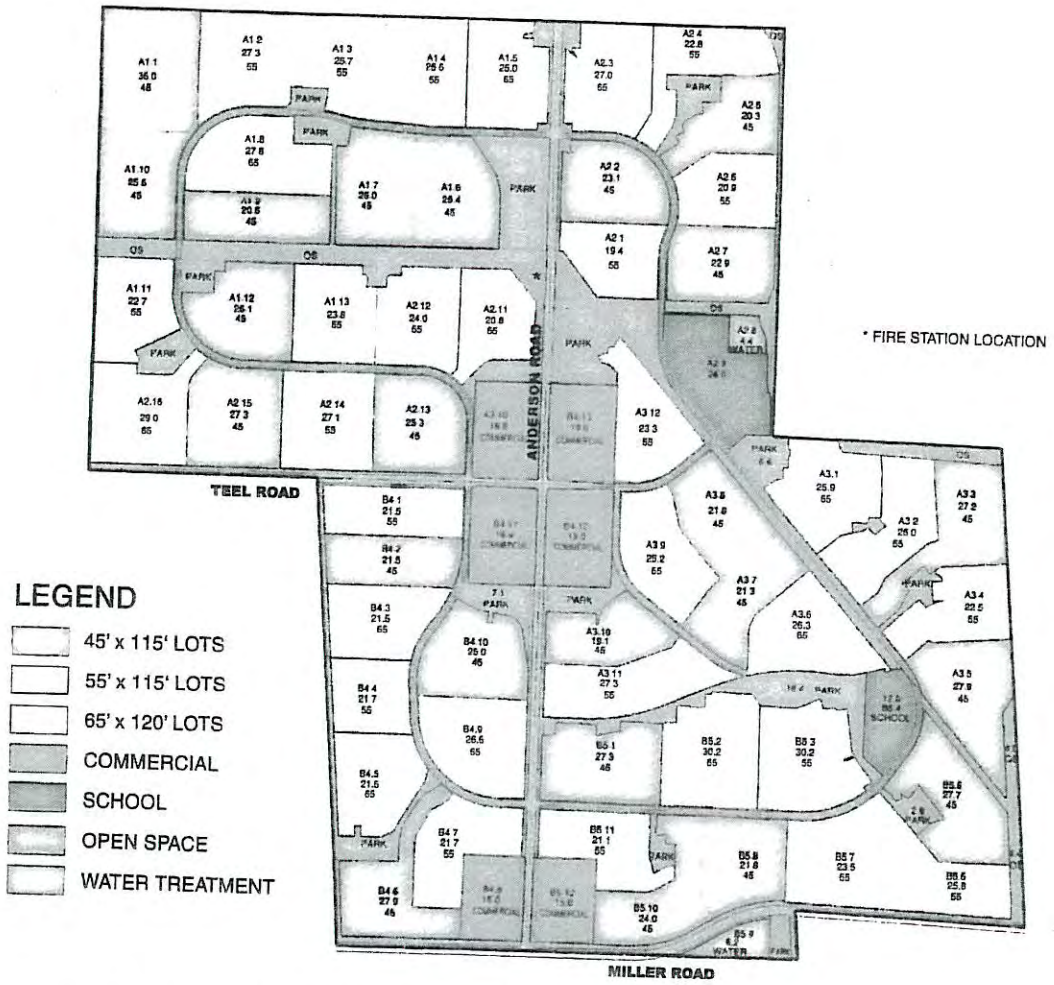
Sincerely,

Jennifer Hall

cc: Pinal County Planning Department
Westpac Development Corporation

EXHIBIT N

SANTA CRUZ RANCH
Preliminary Development Plan



* FIRE STATION LOCATION

LEGEND

- 45' x 115' LOTS
- 55' x 115' LOTS
- 65' x 120' LOTS
- COMMERCIAL
- SCHOOL
- OPEN SPACE
- WATER TREATMENT

NOTE: NUMBER OF DWELLINGS AND AREAS PER PARCEL ARE APPROXIMATE AND SUBJECT TO VERIFICATION AT PLATTING

LOT TABULATIONS

CONSOLIDATED LOT TABULATION		
Land Use	Area	DU
Single Family Residential	1375.7	6280
Open Space	268.7	
Roads	108.4	
Commercial	105.7	
Schools	40	
Fire	1.5	
Water	10.6	
Total	1910.6	6280

3.5 DU/AC

OPEN SPACE

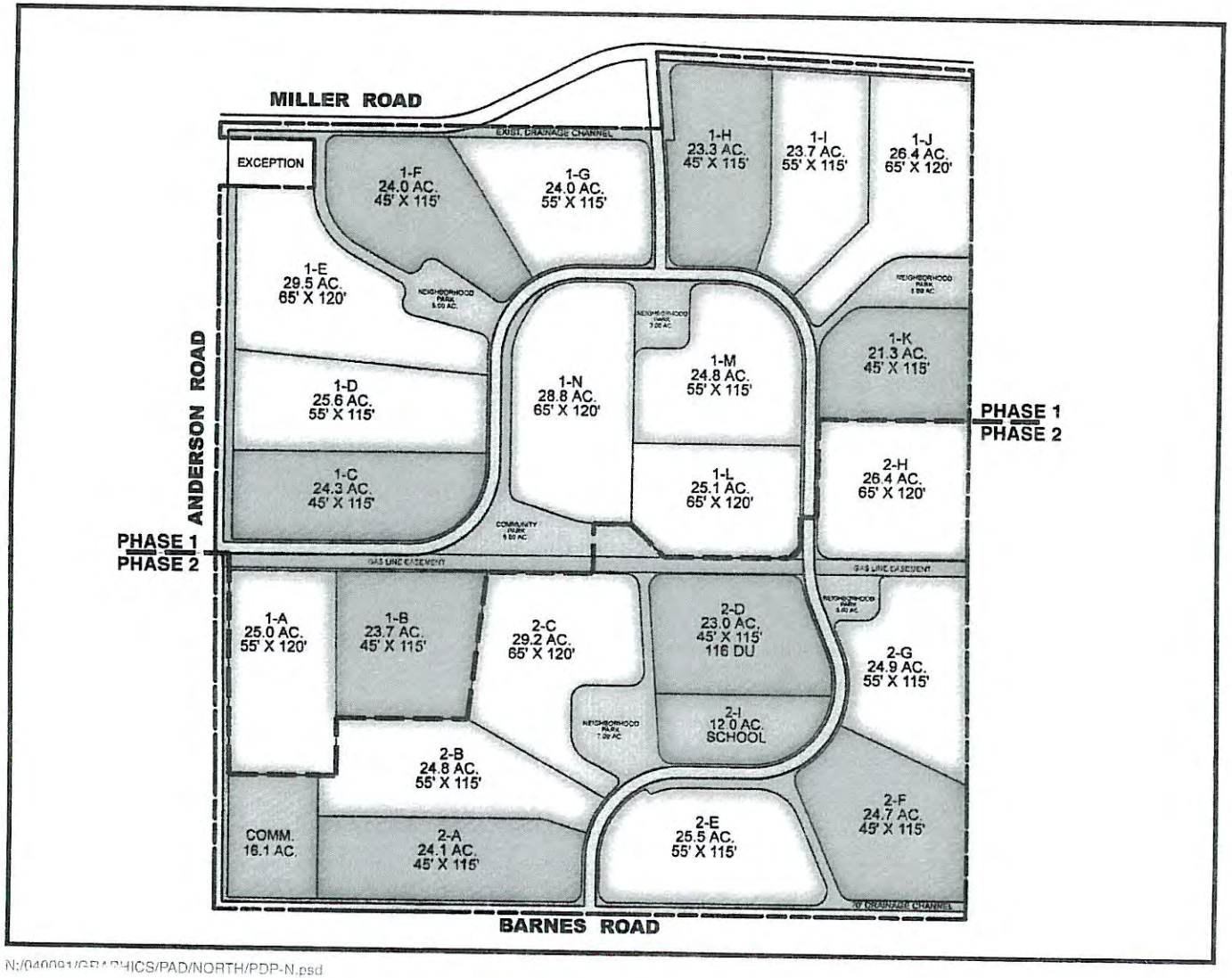
	CONSOLIDATED
NET RESIDENTIAL	1794.3 AC.
OPEN SPACE REQUIRED	15% = 269.1 AC.
OPEN SPACE PROVIDED	269.1 AC.

N.T.S.

WESTPAC

DATE: 4-7-05
JOB# 750003

EXHIBIT E



N:/040091/GRAPHICS/PAD/NORTH/PDP-N.psd

SOLANA RANCH NORTH

PRELIMINARY DEVELOPMENT PLAN

SITE DATA (NORTH)

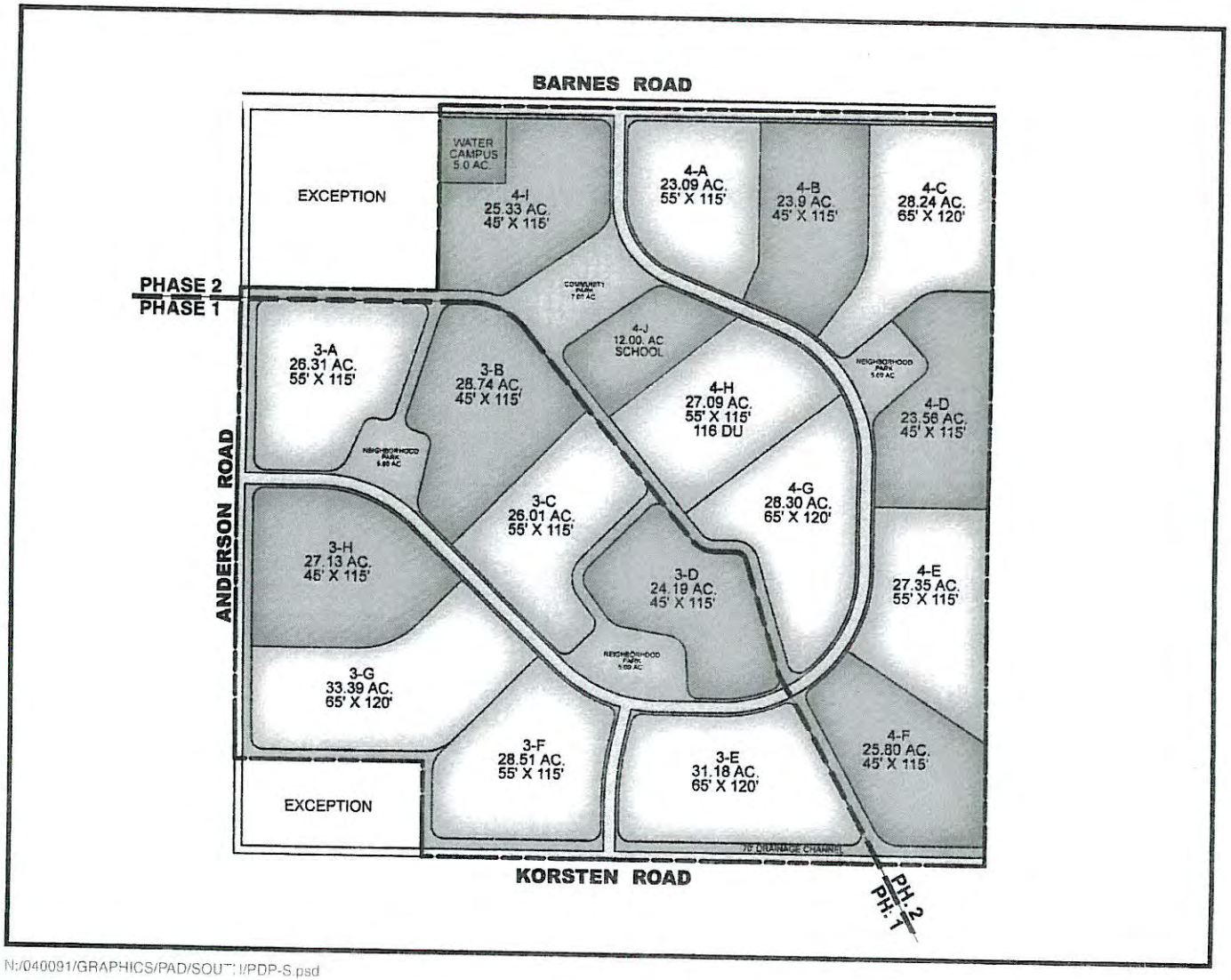
GROSS AREA	689.31 AC.
COMMERCIAL	16.10 AC.
GROSS RESIDENTIAL AREA	673.21 AC.
SCHOOL	12.00 AC.
OPEN SPACE	84.15 AC. 12.5%
RIGHT OF WAY	37.01 AC.
YIELD	
45' x 115'	949 DU
55' x 115'	828 DU
65' x 120'	579 DU
TOTALS	2,356 DU
RESIDENTIAL DENSITY	3.50 DU/AC.

N.T.S.

EXHIBIT E

SOLANA RANCH SOUTH

PRELIMINARY DEVELOPMENT PLAN



N:/040091/GRAPHICS/PAD/SOUTH/PDP-S.psd

SITE DATA (SOUTH)

GROSS AREA	580.23 AC.
GROSS RESIDENTIAL AREA	580.23 AC.
WATER CAMPUS	5.00 AC.
SCHOOL	12.00 AC.
OPEN SPACE	
MASTER PLAN	72.26 AC. 12.45%
NEIGHBORHOOD	14.50 AC. 2.5%
TOTAL OPEN SPACE	86.76 AC. 15.0%
RIGHT OF WAY	32.86 AC.
YIELD	
45' x 115'	924 DU
55' x 115'	683 DU
65' x 120'	423 DU
TOTALS	2,030 DU
RESIDENTIAL DENSITY	3.50 DU/AC.

CVL

N.T.S.

EXHIBIT E

Santa Cruz L. .h Project
Neighborhood Meeting Sign In Sheet
Tuesday, April 19, 2005 10:00AM

Print Name	Signature	Address	Email / Phone
Todd Scott	Todd Scott	MESA AZ 85203 548 N TEMPLE St	4807334037
DENISE PRICE		42507 W Peters & Nall Rd Maricopa AZ 85239	(520)568-1063
NANCY MATTESON	N L Matteson	7100 N. MURPHY Rd STANFIELD	520-424-9340
Shelly Hogan	Shelly Hogan	P.O. Box 176 Maricopa, Az	520-568-4867
TRENT RUSTAN	Trent Rustan	PHX AZ	TRUSTAN@COLEPARTNERSHIPS.COM
Adam Vetter		1729 N. Trekell Casa Grande 85222	Adam@amsinc.com
Steven Tomita		51 W. 3rd Street #201 Tempe 85281	steve.tomita@480-320-8577 otak.com
Ted Zangari	Ted Zangari	7595 E McDonald Scottsdale	Ted@omegams.com
JOE Goday		34565 W. ECLIPSE Rd Stanfield, AZ. 85272	SKYMARCOWBOY@AOL.COM
JENNIFER HALL		ROSE LAW GROUP	
COURT RICH		ROSE LAW GROUP	
PHIL MILLER		WESTPAC DEV.	
MARYANNE KUMIEGA		WESTPAC DEV.	
DIANNE THORNBURG		WESTPAC DEV.	

EXHIBIT O

Santa Cruz Ranch
Neighborhood Meeting Minutes

April 19, 2005, 10:00 a.m.
Assembly of God Church, Maricopa

Minutes

10:00 a.m. Neighborhood meeting began. Exhibits of the project were displayed for the public to review. Present to answer questions and provide a brief introduction and overview were Phil Miller, Executive Vice President from Westpac Development, Maryanne Kumiega, Project Manager from Westpac Development, Dianne Thornburg, Assistant Project Manager from Westpac Development, Court Rich, Legal Representative from Rose Law Group, Jennifer Hall, Planner from Rose Law Group. Pastor Shelly Hogan of the Assembly of God Church was also in attendance.

Many different groups were represented – Lori Onizuka and Denise Price attended on behalf of Ak-Chin Indian Community to observe the discussion regarding the floodplain solution. Trent Rustan on behalf of Cole Partnerships, Steven Tomita on behalf of Otak, Ted Zangari on behalf of Omega all attended to review the exhibits and observe the discussions.

Todd and Nona Scott, Nancy Matteson, Joe Goday all own property near the Santa Cruz Ranch project site. Todd and Nona Scott asked questions about the parks and trails, grade levels of the elementary schools, timing and phasing of the construction as well as the staffing of the fire station. All of these questions were answered by the Westpac staff. Nancy Matteson was interested in the lot layouts and trail systems and Joe Goday inquired about landscape buffers, drainage corridors, trail systems, timing and phasing of construction and the type and price of the houses to be built. Again, the Westpac staff was able to answer all of these questions.

10:30 a.m. Phil Miller, Executive Vice President of Westpac Development discussed the details involved in the floodplain solution in order to educate all of the neighbors in attendance. There were no questions asked.

11:00 a.m. Project staff walked around to ask property owners if there were any additional questions or concerns and to pass out business cards to encourage communication with property owners moving forward.

11:15 a.m. Neighborhood meeting adjourned.

EXHIBIT P

Additional Notes:

4/18 – Kenneth Parker phoned. He was not available to attend the meeting; however, he wanted to obtain additional maps of the project and had a question regarding the timing of construction. Jennifer Hall from Rose Law Group answered his questions.

4/18 – Kathy Perry phoned with questions regarding the timing / phasing of construction and issues with traffic. Jennifer Hall from Rose Law Group explained the construction timeline as well as resolved her traffic concerns.

ROSE LAW GROUP pc

JENNIFER HALL
7272 E. Indian School Road Suite 360
Scottsdale, AZ 85251
Phone 480.505.3938 Fax 480.505.3925
jhall@roselawgroup.com
www.roselawgroup.com

May 2, 2005

RE: Follow Up Neighborhood meeting – *Santa Cruz Ranch and Solana Ranch North and South* Projects

Dear Neighbor(s):

This letter is to thank you for attending our neighborhood meeting on April 19th. We appreciate you taking the time to learn about our projects as well as provide us with invaluable feedback.

Our applications have been submitted to the County for review and we are currently awaiting public hearing assignments. As we discussed at the meeting, please contact us directly with any questions or concerns that you may have. We are very much looking forward to making these projects as wonderful as they can be for Pinal County and the surrounding community.

Sincerely,

Jennifer Hall

cc: Pinal County Planning Department
Westpac Development Corporation

NOTE; Abutting sections 21, 22, & 28 contain Ak-Chin Maricopa Indian Lands
Abutting sections 22, 28 and 36 contain Arizona State Lands

PROPERTY OWNERSHIP LIST (SEE ATTACHED OF SUBJECT PROPERTY OWNERS)
(REQUIRED FOR FILING ALL APPLICATIONS)

INSTRUCTIONS: (It is not necessary to recopy if you have a printed list showing all of the information requested below. The printout may be attached to this form)
PRINT NAME, ADDRESS, CITY, STATE, ZIP CODE AND TAX PARCEL NUMBER FOR EACH PROPERTY OWNER WITHIN 300 FEET OF THE SUBJECT PARCEL BOUNDARY.

Parcel No. 502-12-002
Name: PJC Ranch.
Address: 3101 N Central Ave 1390
City/ST/ZIP: Phoenix, AZ 85012

Parcel No. 502-06-014D8
Name: Kayares International LLC
Address: 849 Amar Ave C PMB 180
City/ST/ZIP: Santa Cruz, CA 95060

Parcel No. 502-06-014E5
Name: Midway Flood Control District %Henry&Horne
Address: 711 East Cottonwood Ln C
City/ST/ZIP: Casa Grande, AZ 85222

Parcel No.502-14-00105
Name: P J C Ranch
Address:.3101 N Central Ave 1390
City/ST/ZIP: Phoenix, AZ 85012

Parcel No. 502-22-002F4
Name: Vicencia Farms LLC % Dolly Echeverrria
Address: 34621 W La Brea
City/ST/ZIP: Maricopa, AZ 85329

Parcel No.502-23-01104
Name: Jacque L. Edmonson
Address: P. O. Box 4412
City/ST/ZIP: Lancaster, CA 93539

Parcel No. 502-23-03209
Name: Erick & Molly Farabee
Address:.43834 W Bedford Dr
City/ST/ZIP: Maricopa, AZ 85239

Parcel No.502-23-03100
Name: Roland & Barbara Farabee
Address:.145 E Indigo Street
City/ST/ZIP: Mesa, AZ 85201

Parcel No_502-23-08208
Name: Kizer LLC
Address: 34415 W Eclipse Rd
City/ST/ZIP: Standfield, AZ 85272

Parcel No 502-23-07101
Name:.Douglas R & Sharon K. Williams
Address: 513 E Florence Blvd #325
City/ST/ZIP Casa Grande, AZ 85222

Parcel No. 502-23-01302
Name: Michelle S & Idulfo Zavala
Address: 11129 W Lower Buckeye Rd
City/ST/ZIP: Tolleson, AZ 85353

Parcel No. 502-23-01401
Name: Michelle S & Idulfo Zavala
Address: 34485 W Cudia Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No.502-23-03308
Name Kizer LLC
Address:. 34415 W Eclipse
City/ST/ZIP: Stanfield, AZ 85272

Parcel No.502-23-03407
Name Kizer LLC
Address: 34415 W Eclipse RD.
City/ST/ZIP: Stanfield, AZ 85272

Parcel No 502-23-07309
Name: Brian R and Michelle K Sloat
Address: 34415 W Teel Road
City/ST/ZIP: Stanfield, AZ 85272

Parcel No 502-23-07408
Name: Kizer, LLC
Address 34415 W Eclipse Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-07507
Name: David Westrick
Address: 5307 Garden Drive
City/ST/ZIP: Crestwood, KY 40014

Parcel No. 502-23-07606
Name: Roberta Hewitt
Address: 34635 W Teel Road
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-07705
Name: Derald Ray & Judith Laws
Address: 34710 W Eclipse RD
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-07804
Name: Kizer, LLC
Address:.34415 W Eclipse RD
City/ST/ZIP: Stanfield, AZ 85272

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May 2, 2005

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Sincerely,

Jennifer Hall

cc: Pinal County Planning Department
Westpac Development Corporation

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City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-07804
Name: Kizer, LLC
Address:.34415 W Eclipse RD
City/ST/ZIP: Stanfield, AZ 85272

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PRINT NAME, ADDRESS, CITY, STATE, ZIP CODE AND TAX PARCEL NUMBER FOR EACH PROPERTY OWNER WITHIN 300 FEET OF THE SUBJECT PARCEL BOUNDARY

Parcel No.502-23-07903
Name: Kizer, LLC
Address:. 34415 W Eclipse Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-08000
Name: Kizer, LLC
Address: 34415 W Eclipse Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-08109
Name Kizer, LLC
Address: 34415 W Eclipse Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-05204
Name: Kizer LLC
Address:. 34415 W Eclipse Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-01203
Name: Ouellet Colombe M Tr
Address: 34410 W Miller Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-05105
Name: John S & Laureen I Petersen
Address: 33480 W Jo Blanca Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-05303
Name: Dennis E & Vicki D Wiggs
Address: 34415 W Eclipse
City/ST/ZIP: Stanfield, AZ 85272

Parcel No.502-23-05402
Name: Joe D & Sandra J Tully
Address: 34485 W Eclipse Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 502-23-07200
Name: Douglas Raymond & Sharon Williams
Address: 513 E Florence Blvd
City/ST/ZIP: Casa Grande, AZ 85222

Parcel No. 503-02-003B2
Name: State of Arizona
Address: Mail Return
City/ST/ZIP:

Parcel No. 503-03-001CO
Name: JP Holdinds LTD PTshp %Thude Prop
Address: 33406 W Barnes RD
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 503-03-001D8
Name: JP Holdings Ltd Partnership
Address: 33046 W Barners RD
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 503-04-001A2
Name: Dart Properties, LLC
Address: P. O. Box 159
City/ST/ZIP: Sacaton, AZ 85247

Parcel No. 503-04-001B0
Name: Dart Properties, LLC
Address: P. O. Box 159
City/ST/ZIP: Sacaton, AZ 85247

Parcel No. 503-77-00308
Name: Rick & Cherryl De la Cruz
Address:. 34197 W Miller Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No503-77-00100
Name: Felix Garcia & Vera Rojas Herrera % Delta Investment
Address: 139 N Sacramento St
City/ST/ZIP: Chandler, AZ 85225

Parcel No. 503-77-00704
Name: Jebco Group / Karl R & Linda Erickson
Address:.1847 N Center Ave
City/ST/ZIP: Casa Grande, AZ 85222

Parcel No. 503-77-00407
Name: Rascon Ramiro Martines J
Address: P. O. Box 3
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 503-77-00506
Name: Olguin Ernesto Armando & Aida Flores
Address: 33967 W Miller Rd
City/ST/ZIP: Stanfield, AZ 85272

Parcel No. 503-77-00209
Name: Continental Service Corp %Eugenia S. Cuellar
Address: P. O. Box 523
City/ST/ZIP: Stanfield, AZ 85272

PROPERTY OWNERSHIP LIST (SEE ATTACHED OF SUBJECT PROPERTY OWNERS)
(REQUIRED FOR FILING ALL APPLICATIONS)

PRINT NAME, ADDRESS, CITY, STATE, ZIP CODE AND TAX PARCEL NUMBER FOR EACH PROPERTY OWNER WITHIN 300 FEET OF THE SUBJECT PARCEL BOUNDARY.

Parcel No 503-77-00605	Parcel No. 502-11-002
Name: Lorenza D & Maria D Arias	Name: Anderson West LLC
Address: 33861 West Miller Rd.	Address: 16009 N 81st St, Ste 200
City/ST/ZIP: Stanfield, AZ 85272	City/ST/ZIP: Scottsdale, AZ 85260

I HEREBY VERIFY THAT THE NAME LIST ABOVE WAS OBTAINED ON THE 10th DAY OF February 2005, AT THE OFFICE OF COE & VAN LOO Consultants, Inc. AND IS ACCURATE AND COMPLETE TO THE BEST OF MY KNOWLEDGE.

SIGNATURE — DATE: 3-16-05

ACKNOWLEDGED BEFORE ME BY C. Scott Cardwell ON THIS 16th DAY OF March, 2005.

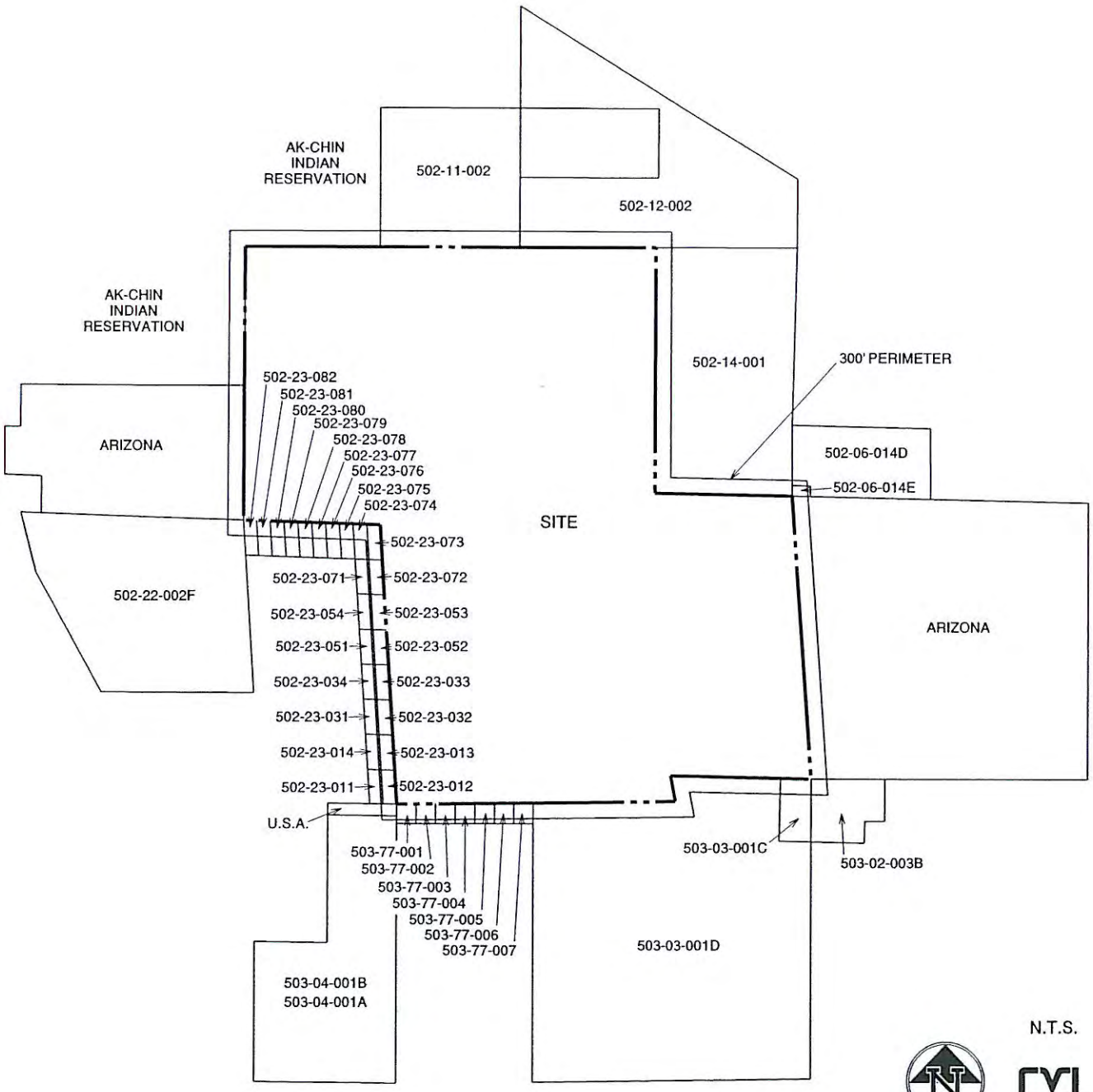
(SEAL)

OFFICIAL SEAL
KAREN M. PICKETT
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MARICOPA COUNTY
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SIGNATURE OF NOTARY PUBLIC

(IF ADDITIONAL COPIES OF THIS FORM ARE NEEDED, PLEASE PHOTOCOPY) (FEB 2002)

SANTA CRUZ RANCH
PROPERTY OWNERSHIP MAP



N.T.S.

WESTPAC DEVELOPMENT CORP.

CVL

DATE: 11-8-04
JOB# 750003

LEGEND

PERIMETER

FUTURE TANK

INITIAL TANK

WALL

20'

20'

20'

20'

15'x 40' WELL

30'

BPS & HTANK
80'x 40'

20'

O/M
(100'x 40')

ELECT.

WATER TREATMENT
(.9 ACRE)

WATER PLANT
ACREAGE = 4 ACRES

CHLORINATION

14'

15'

1.4 MG TANK
172'x 12'H

20'

160'

142'

RETENTION
BASIN

82'

100'

20'

100' 50' 0 100'

SCALE: 1" = 100'

DATE:
TIME:
FILE: dav-fig1.dgn

SANTA CRUZ RANCH

Coe & Van Loo Consultants, Inc.

CONCEPTUAL WATER CAMPUS
SITE PLAN AREA A

CVL

4550 North 12th Street
Phoenix, Arizona 85014
Telephone 602-264-6831
http://www.cvlci.com

JOB NO
750003-01

EXHIBIT S-1

LEGEND

PERIMETER

FUTURE TANK

INITIAL TANK

WALL

30' LANDSCAPING BUFFER

50,000 SF

20'

20'

WATER TREATMENT
(1 ACRE)

3.7 ACRES

WATER PLANT
ACREAGE = 6.2 ACRES

1.0 MG TANK
137'x 12'H

1.6 MG TANK
181'x 12'H

15'

14'

20'

CHLORINATION

O/M
(100'x 40')

ELECT.

BPS & HTANK
80'x 80'

100' 50' 0 100'

SCALE: 1" = 100'

N

DATE
TIME
FILE- Jandev-fig2.dgn

SANTA CRUZ RANCH

CONCEPTUAL WATER CAMPUS
SITE PLAN AREA B & THUDE PROPERTY

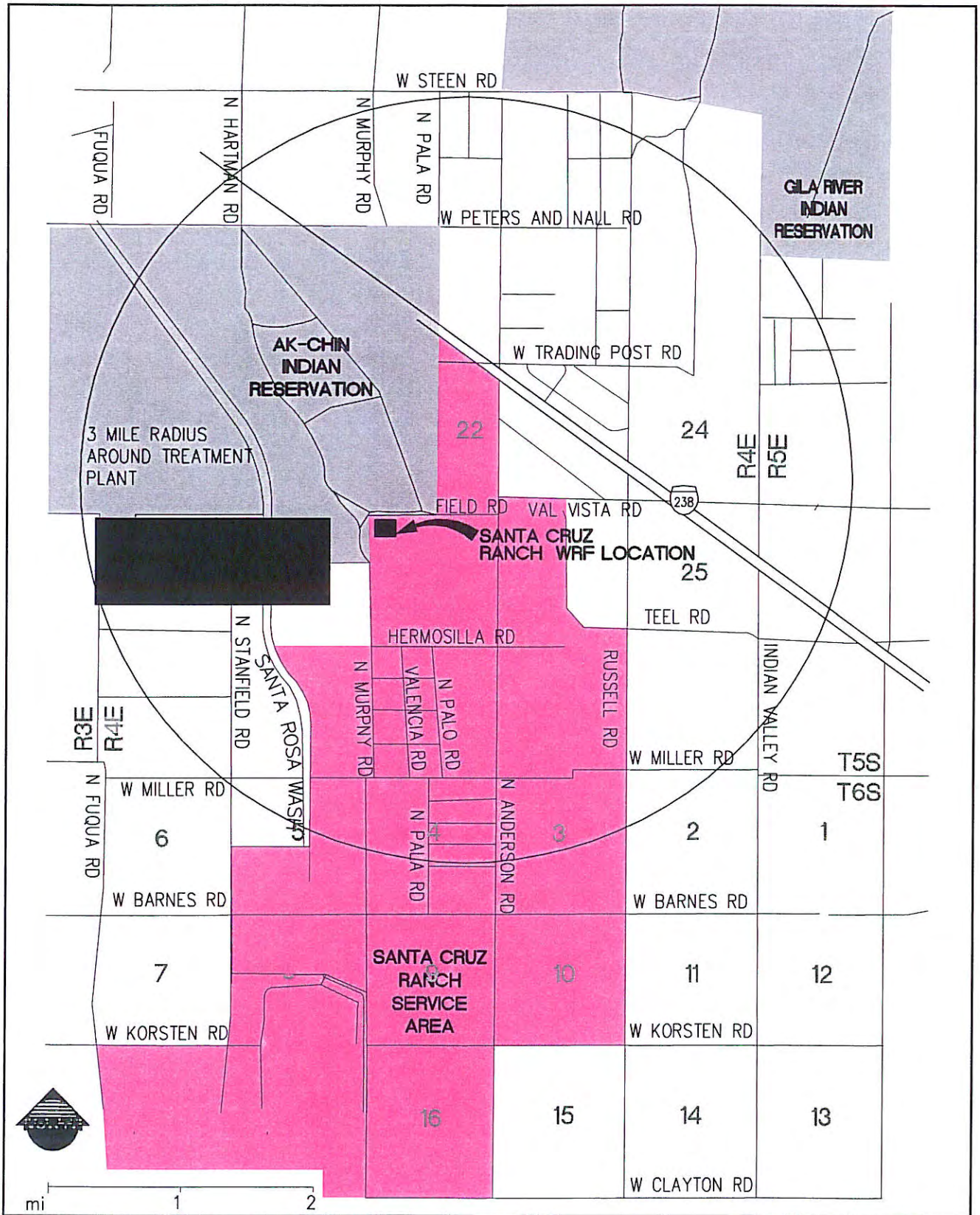
Coe & Van Loo Consultants, Inc.

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CVL

JOB NO
750003-01

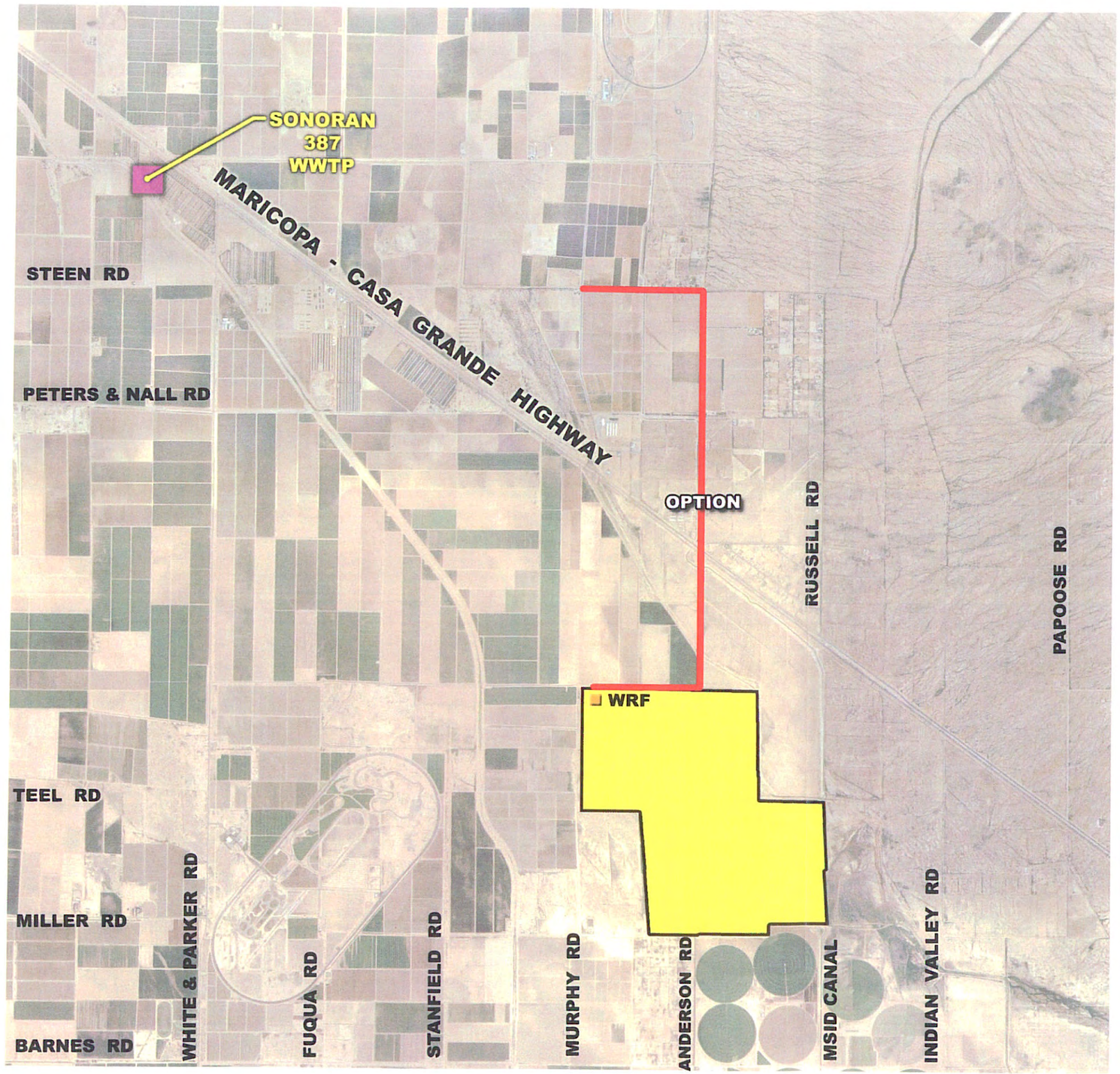
EXHIBIT S-2



WESTPAC DEVELOPMENT CORP. CVL	SCALE 1"=1 Mile DESIGNED EH DRAWN EH CHECKED EH DATE 4/12/04 JOB NO. XXXX-E	CAAG 208 SANTA CRUZ RANCH WRF SERVICE AREA	EXHIBIT T-1

SANTA CRUZ RANCH

PROPOSED SEWER OPTION



Option

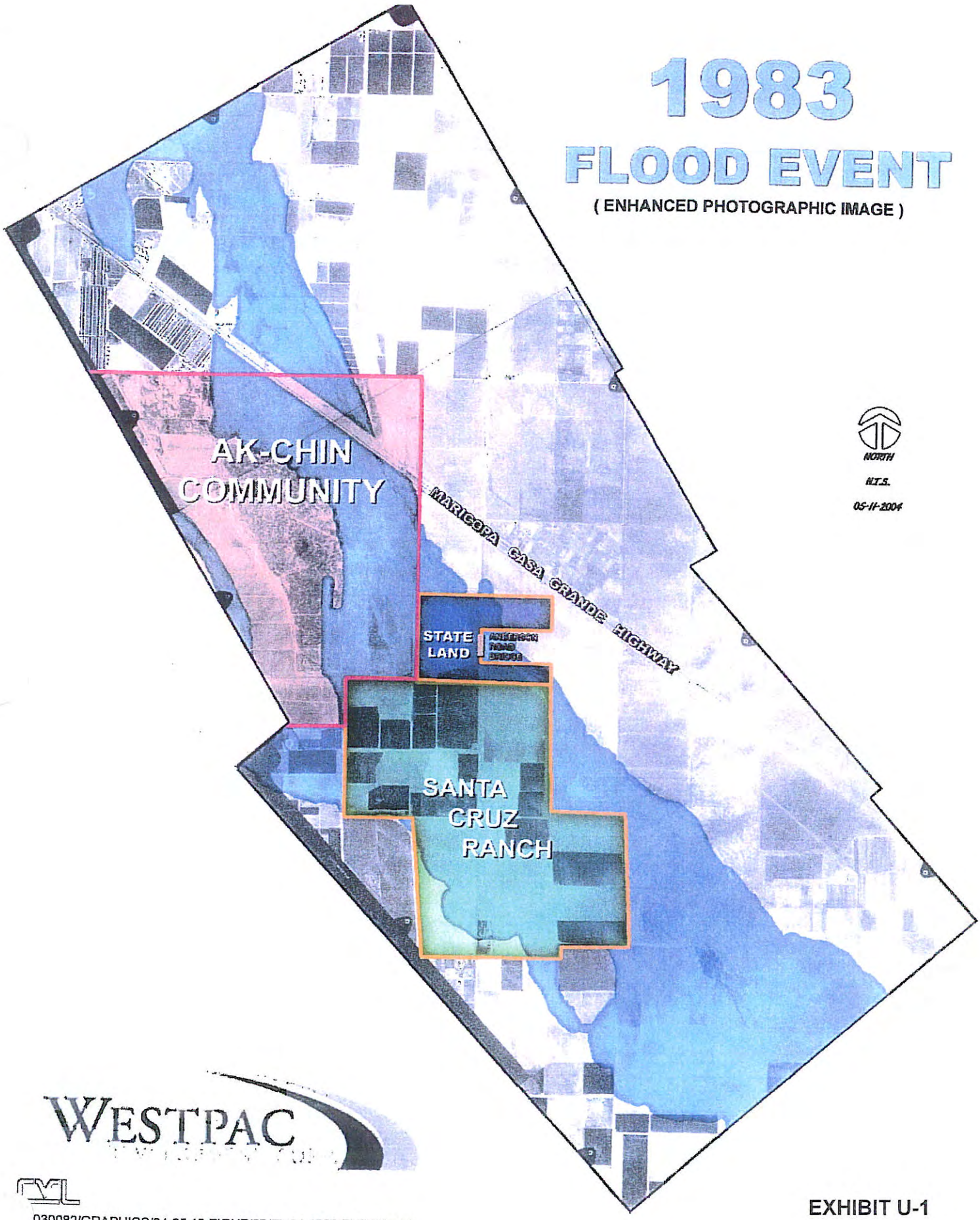
Santa Cruz Ranch

N.T.S.

WESTPAC DEVELOPMENT CORP.

DATE:5-1-05
JOB# 750003

EXHIBIT T-2



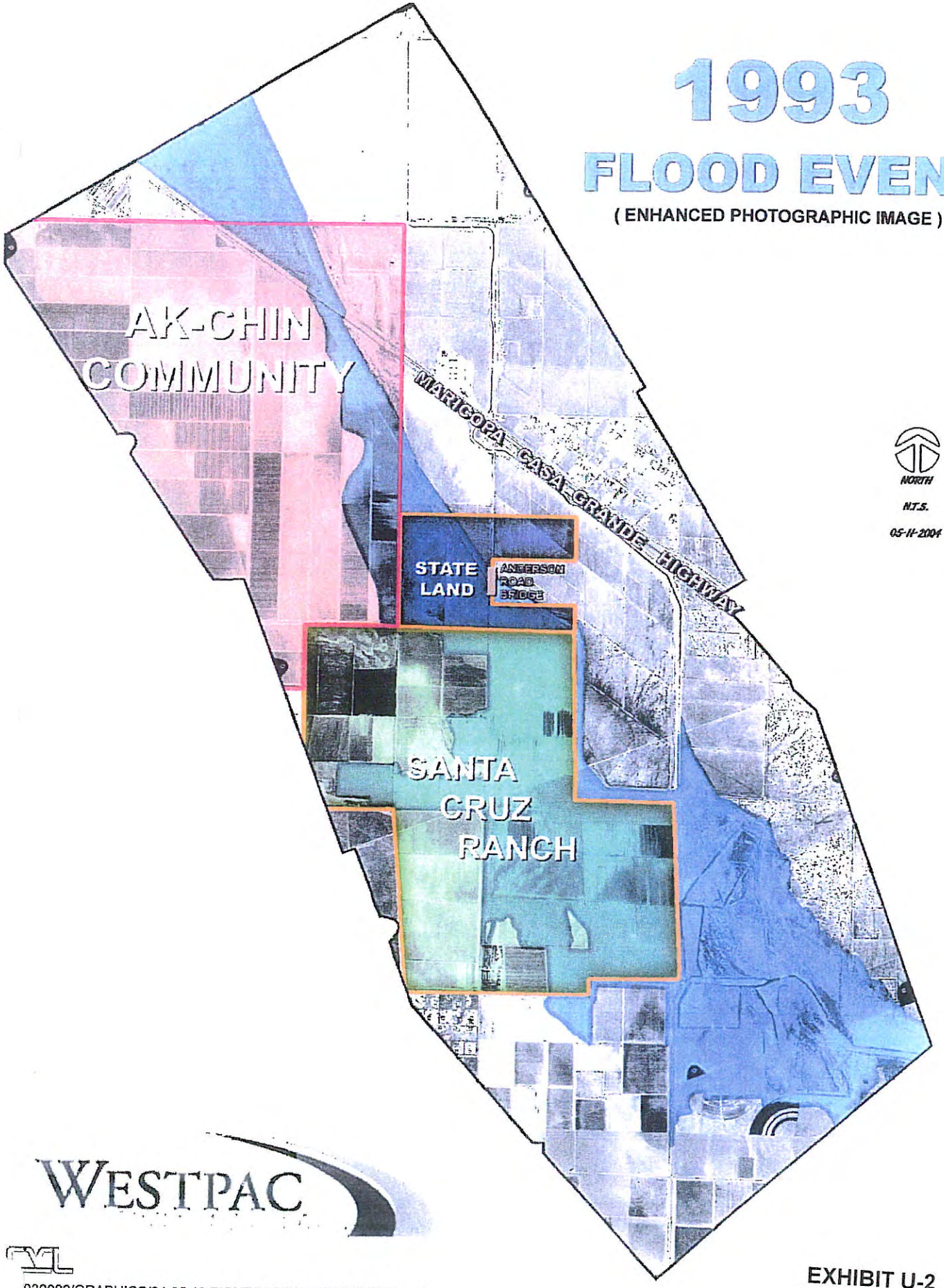
WESTPAC

030082/GRAPHICS/04-05.18-FIGURES/Fig04-1983 FLOOD.psd

EXHIBIT U-1

1993
FLOOD EVENT

(ENHANCED PHOTOGRAPHIC IMAGE)



NORTH

N.T.S.

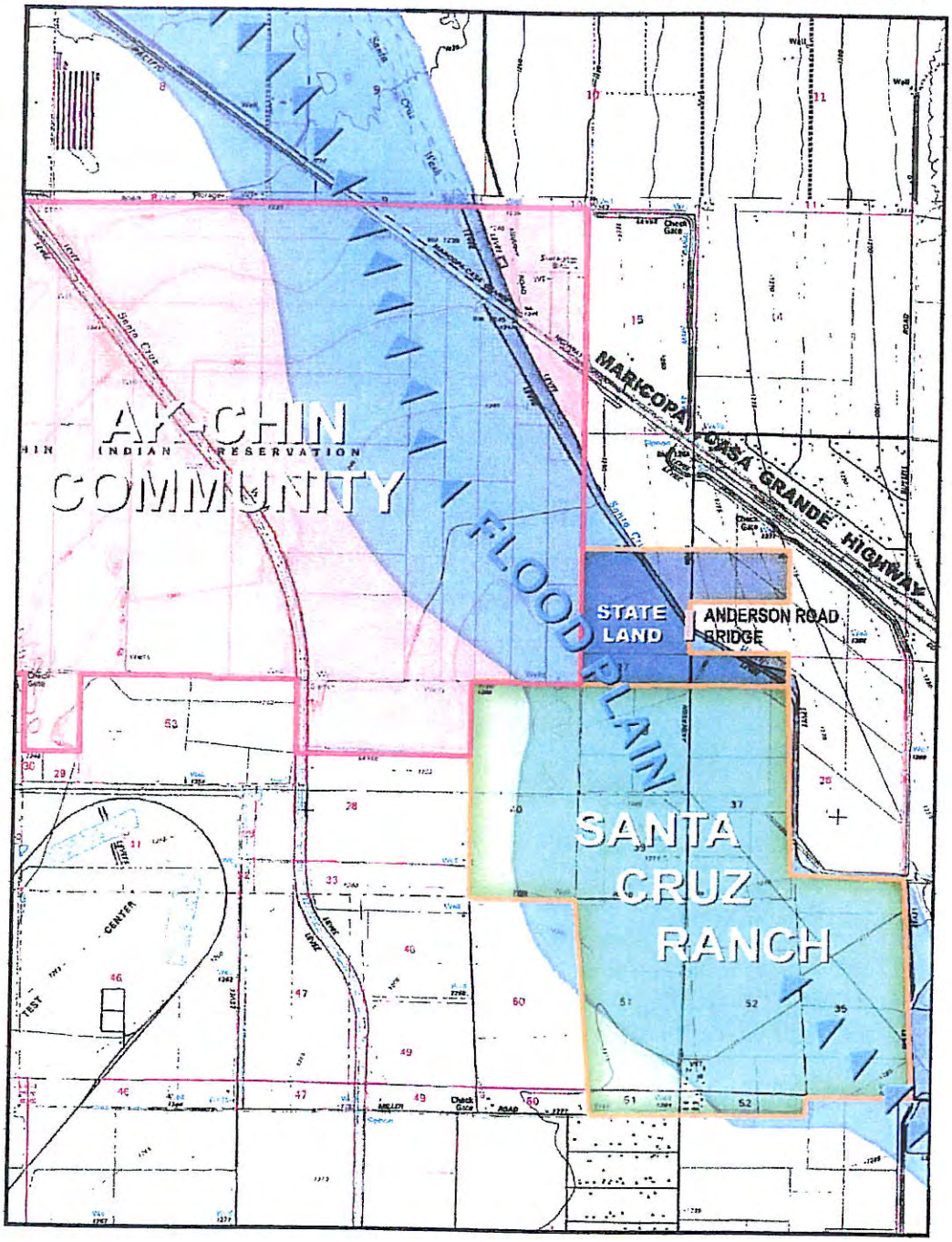
05-11-2004

WESTPAC

/030082/GRAPHICS/04-05.18-FIGURES/Fig05-1993 FLOOD.psd

EXHIBIT U-2

EXISTING FLOOD PLAIN CONDITION



NORTH

N.T.S.

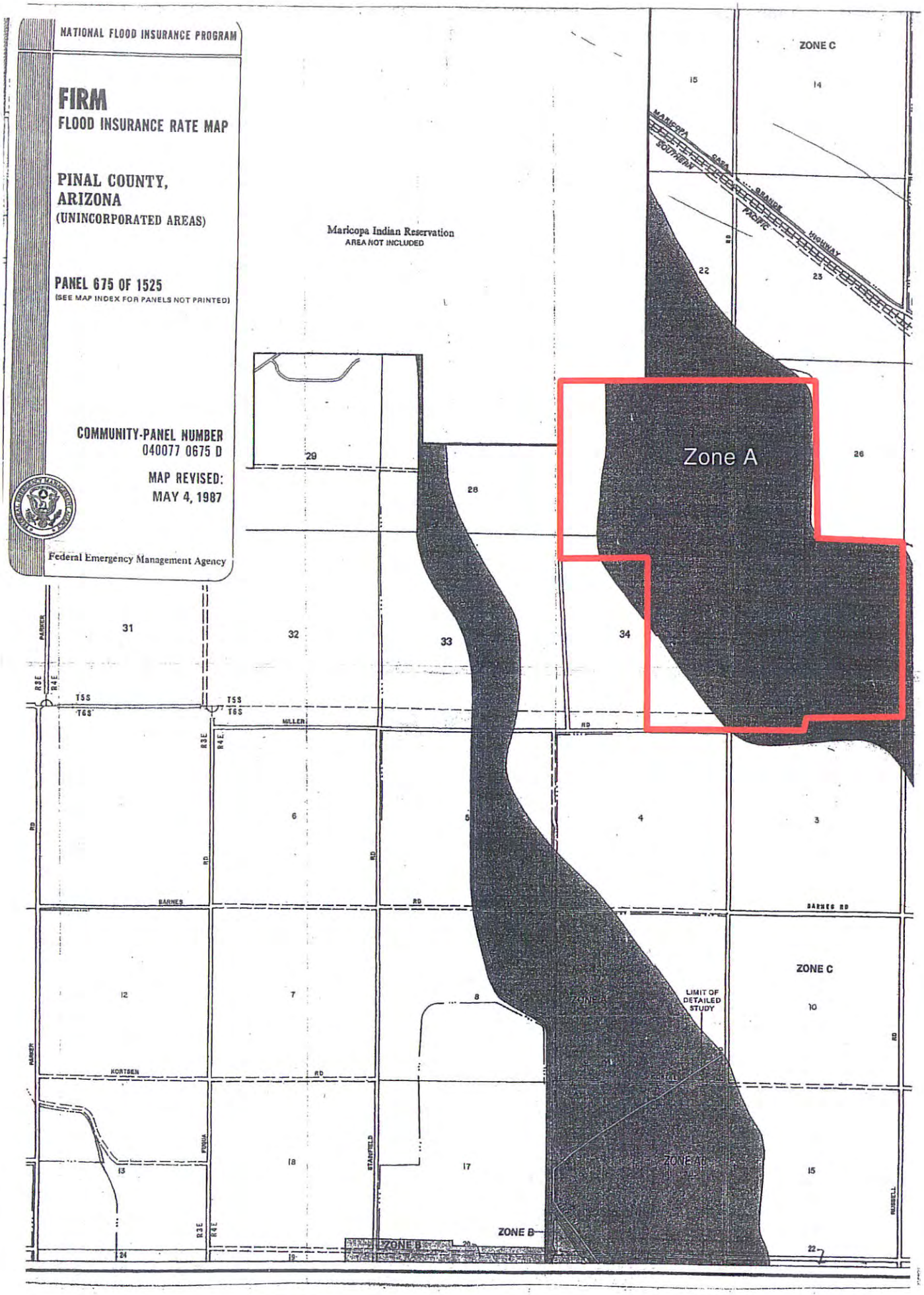
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WESTPAC

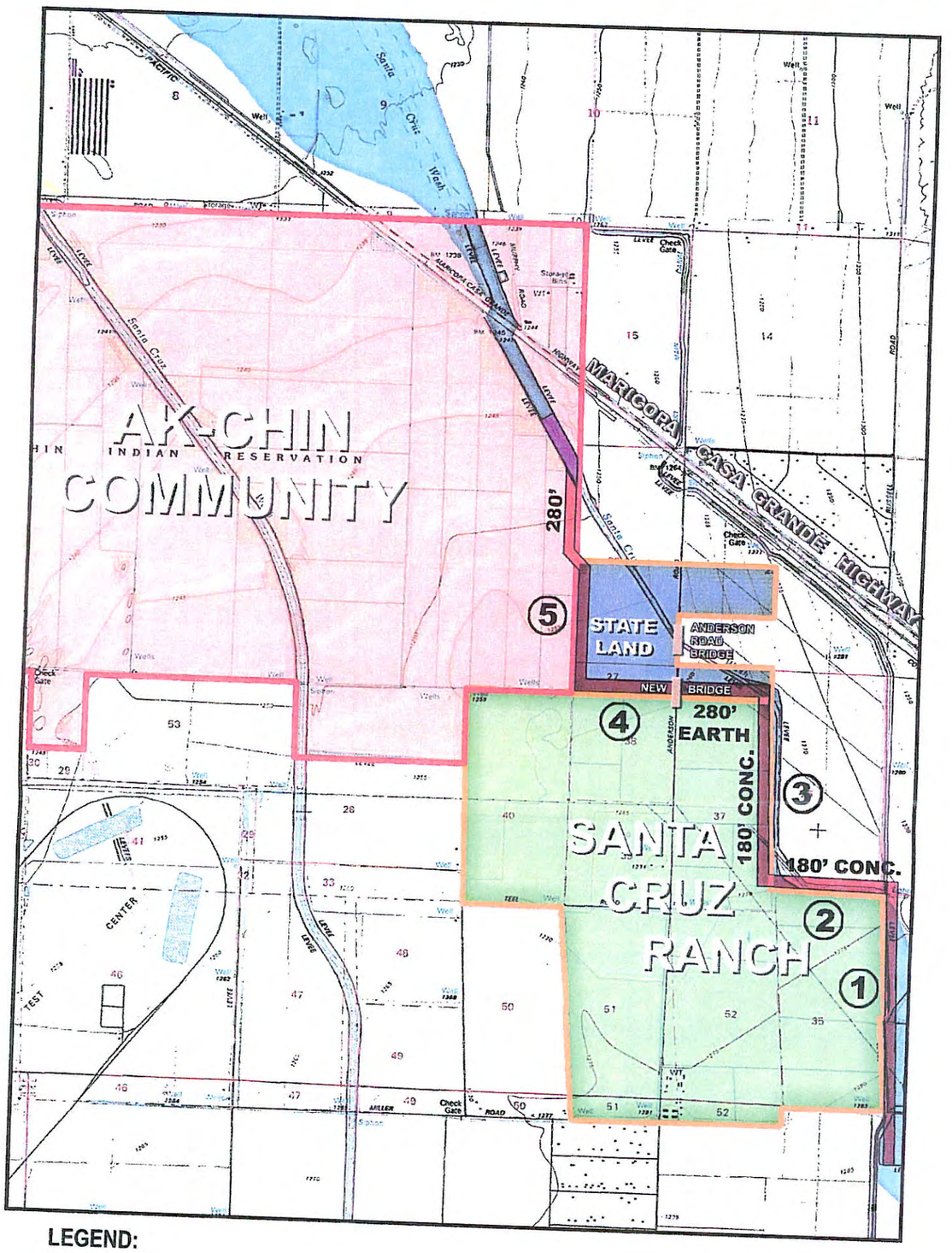
CVL

./030082/GRAPHICS/04-05.18-FIGURES/Fig02-EXISTING.psd

EXHIBIT U-3


NATIONAL FLOOD INSURANCE PROGRAM
FIRM
FLOOD INSURANCE RATE MAP
PINAL COUNTY, ARIZONA
(UNINCORPORATED AREAS)
PANEL 675 OF 1525
(SEE MAP INDEX FOR PANELS NOT PRINTED)
COMMUNITY-PANEL NUMBER
040077 0675 D
MAP REVISED:
MAY 4, 1987
Federal Emergency Management Agency
Maricopa Indian Reservation
AREA NOT INCLUDED
Zone A
ZONE C
ZONE A
ZONE B
LIMIT OF DETAILED STUDY
MANIERRA
SASA
SOUTHERN
PACIFIC
RAILROAD
HIGHWAY
MILLER RD
BARNES RD
KORTSEN RD
PARKER
STANFIELD
PERUA
RUSSELL
T5S
T6S
R3E
R4E

SOUTH SANTA CRUZ WASH FLOOD CONTROL PROJECT



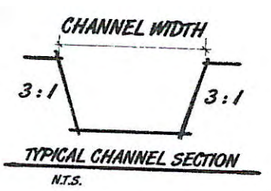
LEGEND:

180' = CHANNEL WIDTH

② = CHANNELS

NORTH

N.T.S.



TYPICAL CHANNEL SECTION

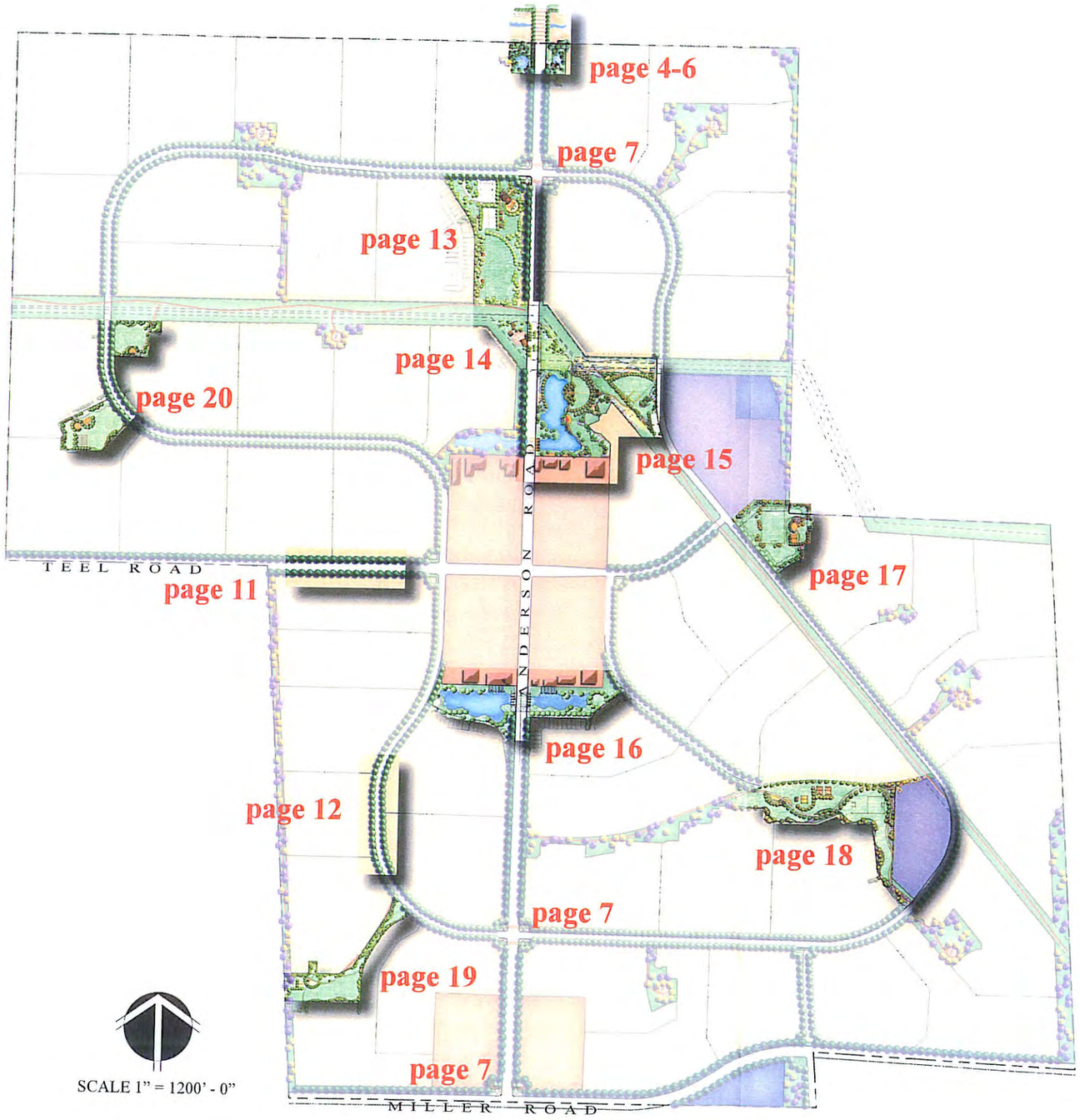
N.T.S.

WESTPAC DEVELOPMENT CORP.

CVL

N:/750003/GRAPHICS/04-11.30/EXHIBIT U-24x36.psd

EXHIBIT U-5



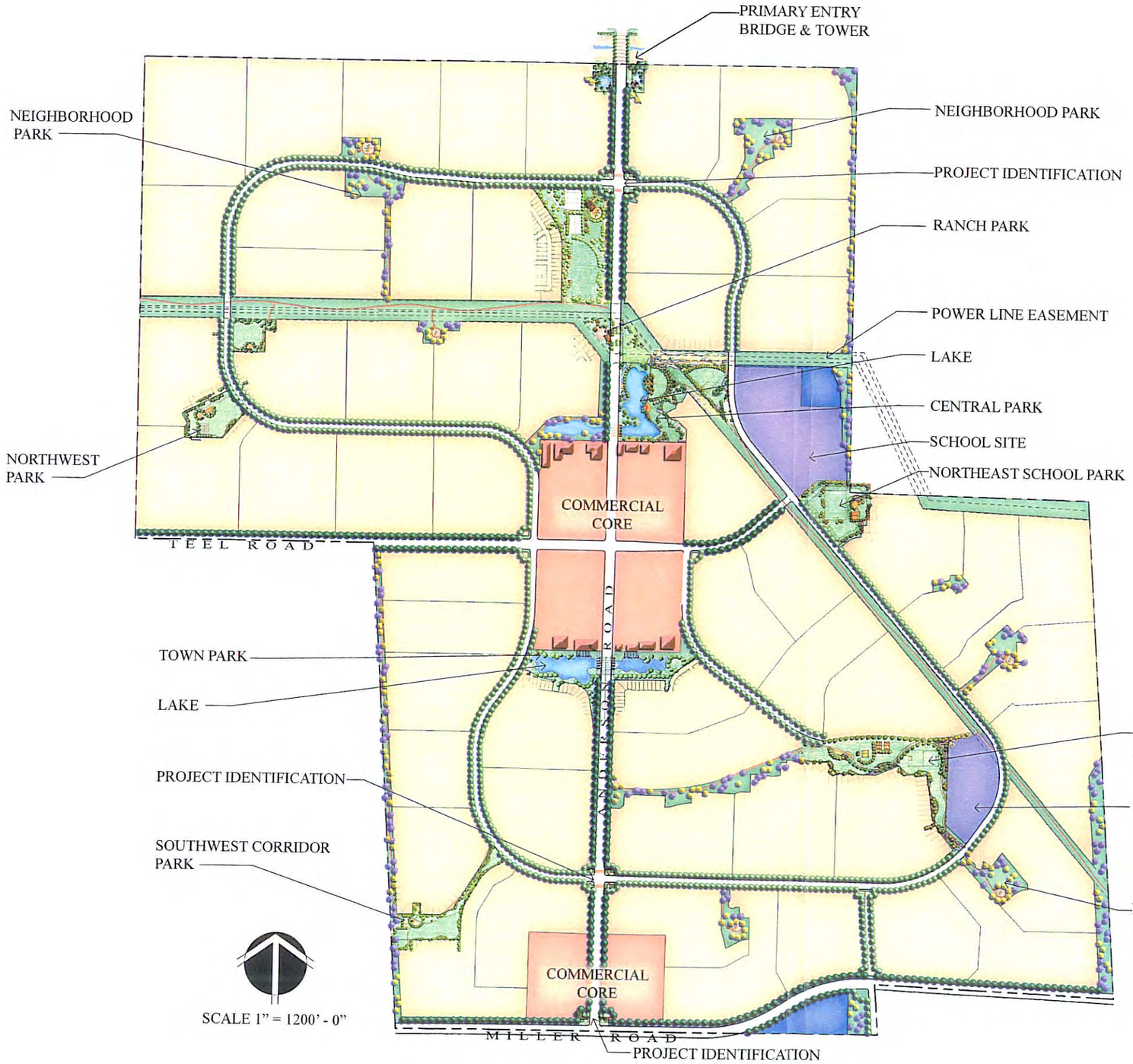
SCALE 1" = 1200' - 0"

LANDSCAPE CONCEPTS

1. INDEX OF EXHIBITS.
2. MASTER LANDSCAPE PLAN.
3. OPEN SPACE AMENITIES & TRAIL PLAN.
4. PRIMARY ENTRY PLAN.
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6. PRIMARY ENTRY MONUMENT TOWER.
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8. PARCEL ENTRY MONUMENT.
9. PROJECT STRUCTURES.
10. WALL & COLUMN DETAILS.
11. TEEL ROAD STREETSCAPE CONCEPT.
12. COLLECTOR STREETSCAPE CONCEPT.
13. MAIN PARK.
14. RANCH PARK ENLARGEMENT
15. RANCH PARK & CENTRAL PARK.
16. TOWN PARK.
17. NORTHEAST SCHOOL PARK
18. SOUTHEAST SCHOOL PARK
19. SOUTHWEST CORRIDOR PARK
20. NORTHWEST PARK

INDEX OF LANDSCAPE CONCEPTS

SANTA CRUZ RANCH



PLANT PALETTE

TREES:

Acacia saligna	Blue-leaf Wattle
Caesalpinia sp.	Cascalote Tree
Cercidium sp. hybrid	Thornless Palo Verde Hybrid
Chilopsis linearis	Desert Willow
Prosopis sp.	Mesquite
Quercus sp.	Oak
Sophora secundiflora	Texas Mountain Laurel
Ulmus parvifolia 'Sempervirens'	Evergreen Elm
Populus fremontii	Cottonless Cottonwood

SHRUBS & ACCENTS:

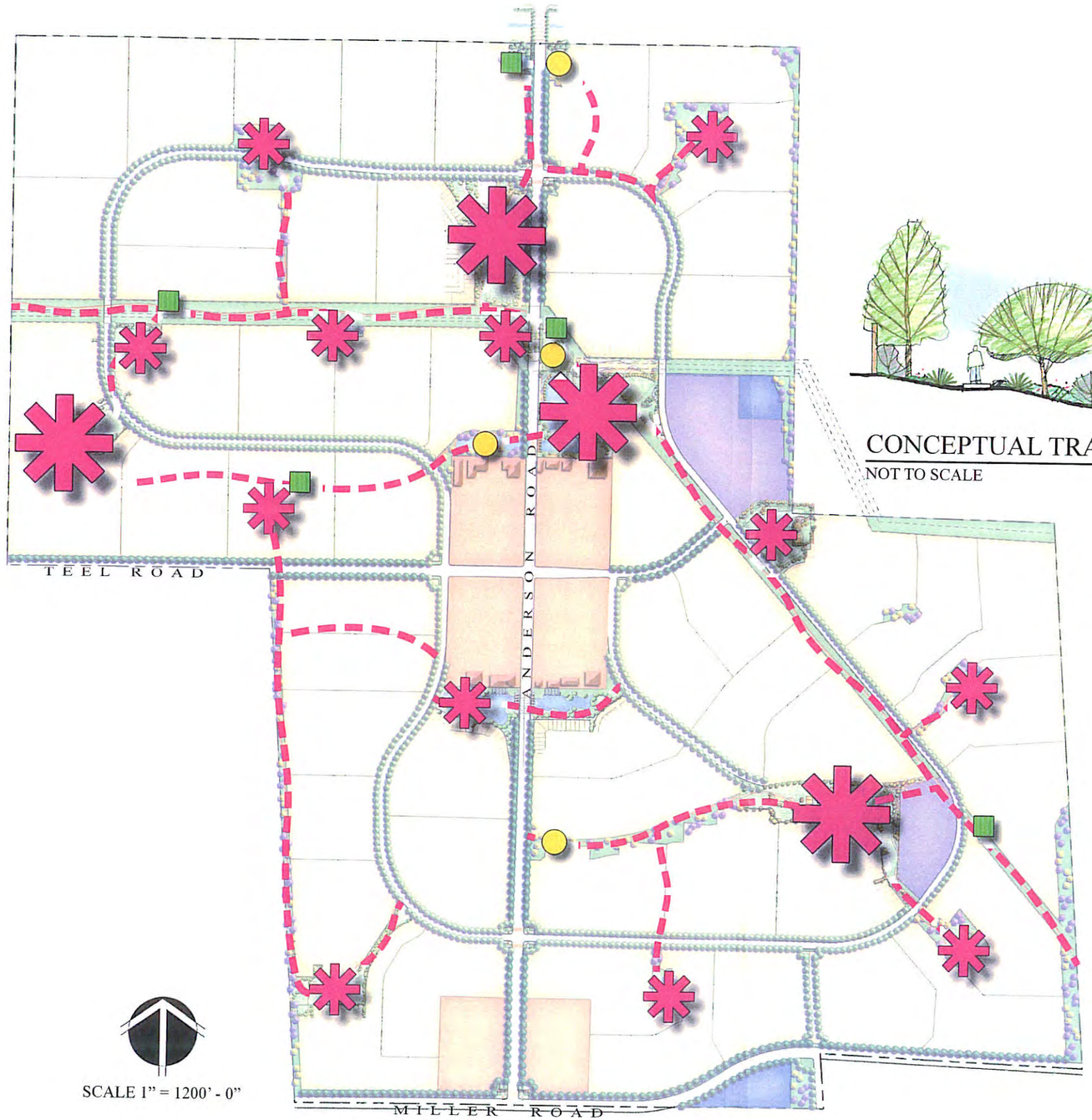
Agave vilmoriniana	Octopus Agave
Ambrosia deltoidea	Bursage
Bougainvillea 'Barbara Karst'	Bougainvillea
Calliandra californica	Baja Fairy Duster
Callistemon 'Little John'	Dwarf Bottlebrush
Casealpinia sp.	Bird of Paradise
Convolvulus cneorum	Bush Morning Glory
Dalea frutescens 'Sierra Negra'	Black Dalea
Dasylirion acrotriche	Green Desert Spoon
Dodonea viscosa	Purple Hopseed Bush
Encelia sp.	Brittlebush
Eremophila sp.	Valentine Bush
Hesperaloe parviflora	Red Yucca
Justicia sp.	Chuparosa
Justicia spicigera	Mexican Honeysuckle
Larrea tridentata	Creosote
Leucophyllum sp.	Texas Sage
Muhlenbergia rigens 'Regal Mist'	Deer Grass
Penstemon superbus	Superb Penstemon
Ruellia tweediana	Ruellia
Simmondsia chinensis	Jojoba
Tecoma stans	Yellow Bells

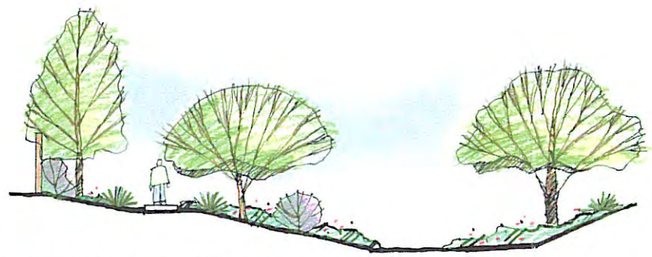
GROUNDCOVERS:

Acacia sp.	Trailing Acacia
Chrysactinia mexicana	Damianita
Dalea greggii	Trailing Indigo
Euphorbia rigida	Gopher Plant
Lantana sp. 'New Gold'	New Gold Lantana
Rosmarinus officinalis	Trailing Rosemary
Verbena tenera	Rock Verbena
Wedelia Trilobata	Yellow Dots

MASTER LANDSCAPE PLAN

SANTA CRUZ RANCH





CONCEPTUAL TRAIL SECTION

NOT TO SCALE

SCALE 1" = 1200' - 0"

LEGEND

8' TRAIL SYSTEM

COMMUNITY PARK
- ATHLETIC RECREATION
- TOT LOT WITH RAMADA
- PICNIC TABLES AND BBQ GRILL
- TRAIL CONNECTION

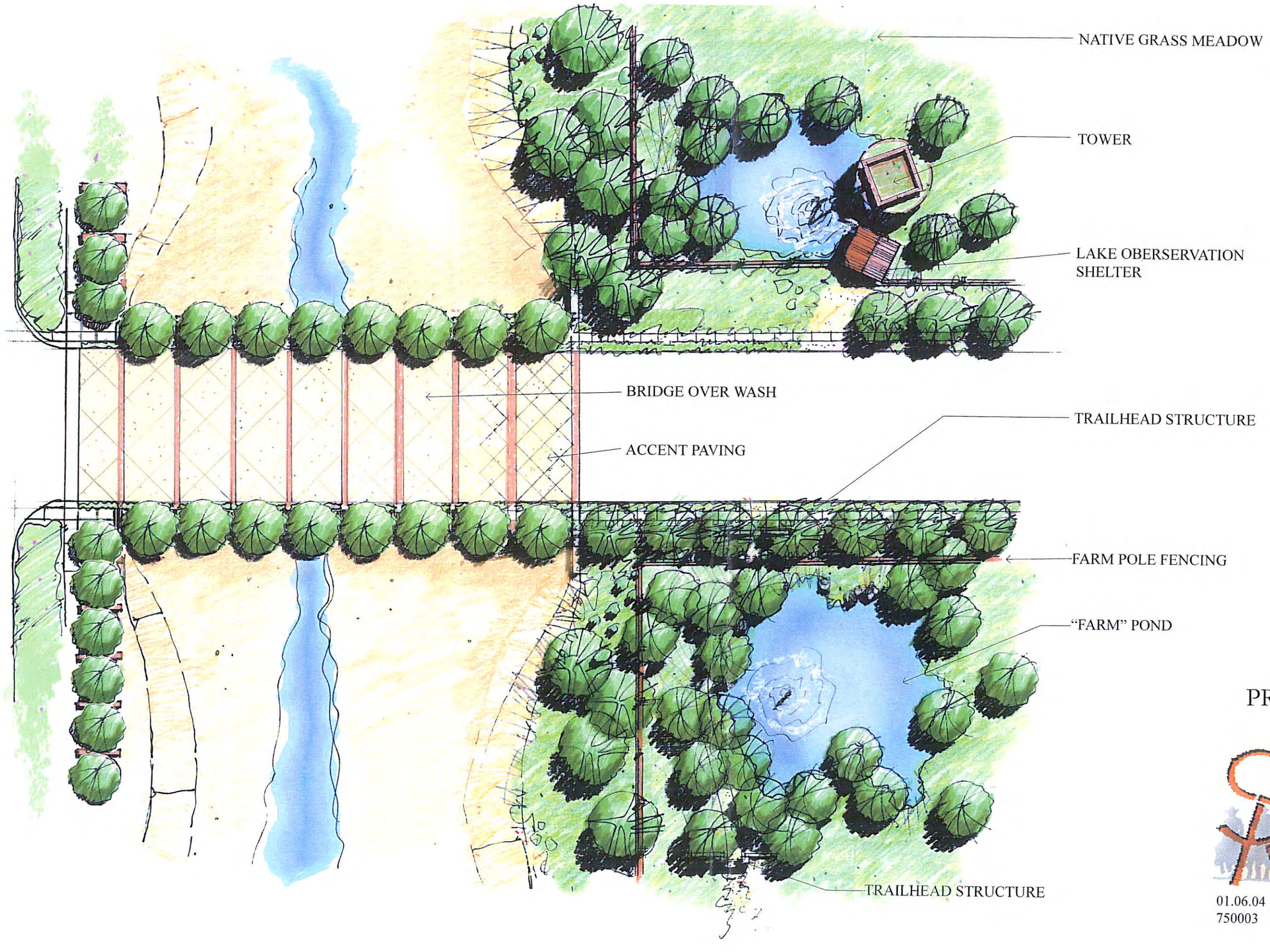
NEIGHBORHOOD PARK
- TOT LOT WITH RAMADA
- PICNIC TABLES AND BBQ GRILL

REST NODE
- TRAILHEAD
- SHADED BENCHES

COMMUNITY GARDENS
- TRAILHEAD
- SHADED BENCHES

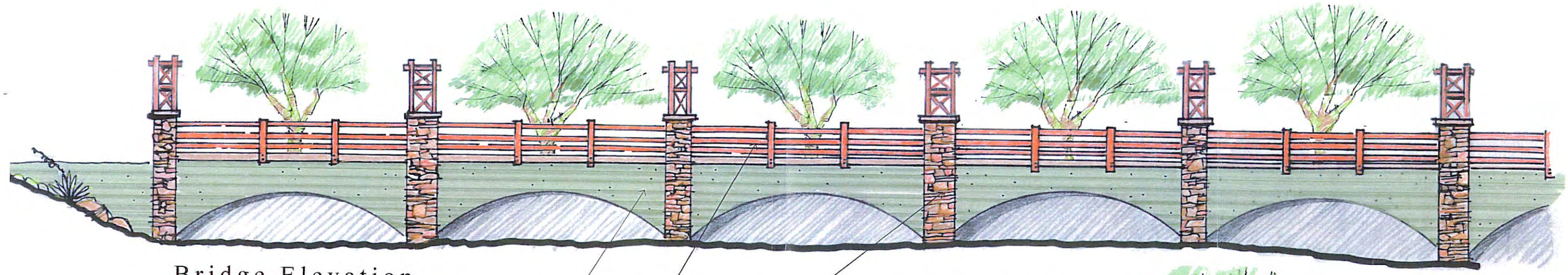
OPEN SPACE AMENITIES & TRAIL PLAN

SANTA CRUZ RANCH



PRIMARY ENTRY PLAN

SANTA CRUZ RANCH



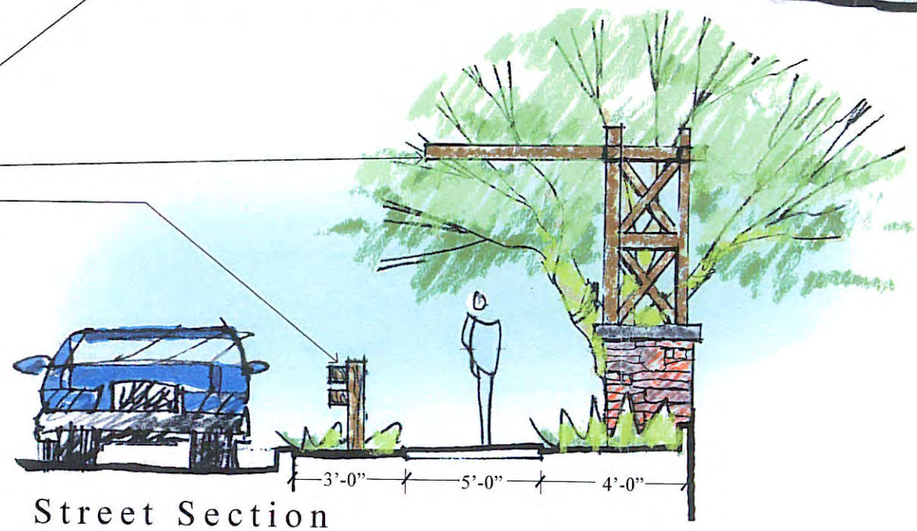
Bridge Elevation

COLORED FORM CAST CONCRETE ARCH

RUSTED BRIDGE RAILING

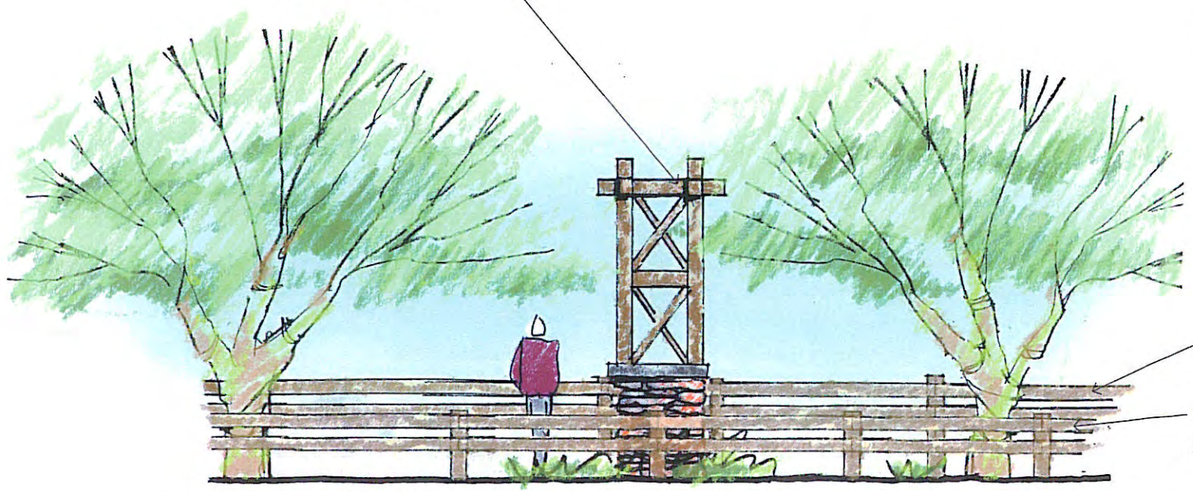
STONE VENEER PIERS WITH STEEL TOWERS

TIMBER VEHICULAR RAILING



Street Section

STONE VENEER PIERS WITH STEEL TOWERS



RUSTED BRIDGE RAILING

TIMBER VEHICULAR RAILING

Side Elevation

PRIMARY ENTRY BRIDGE

SANTA CRUZ RANCH

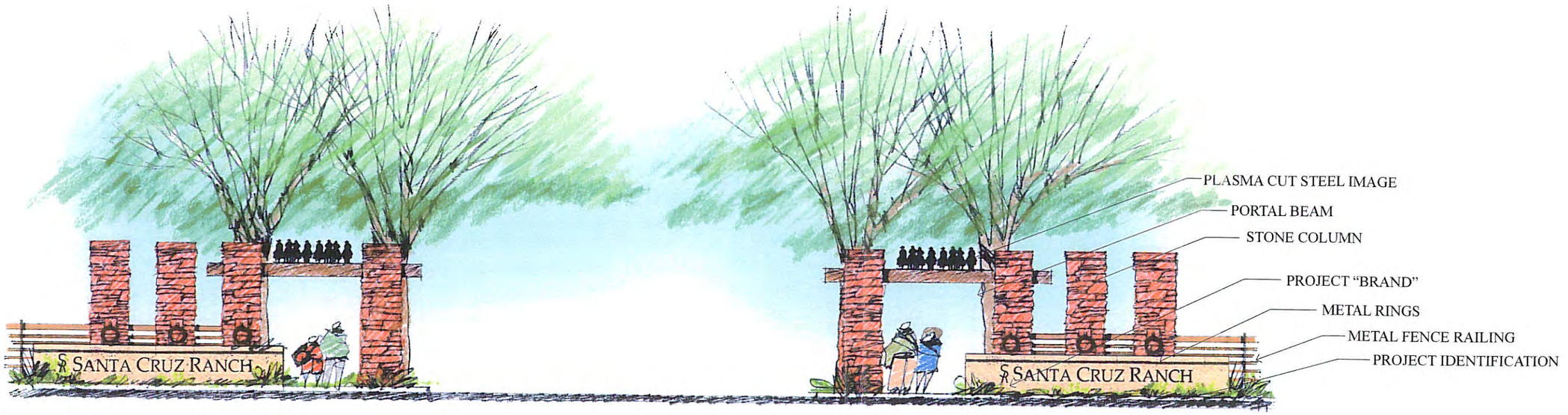


ENTRY TOWER

NOT TO SCALE

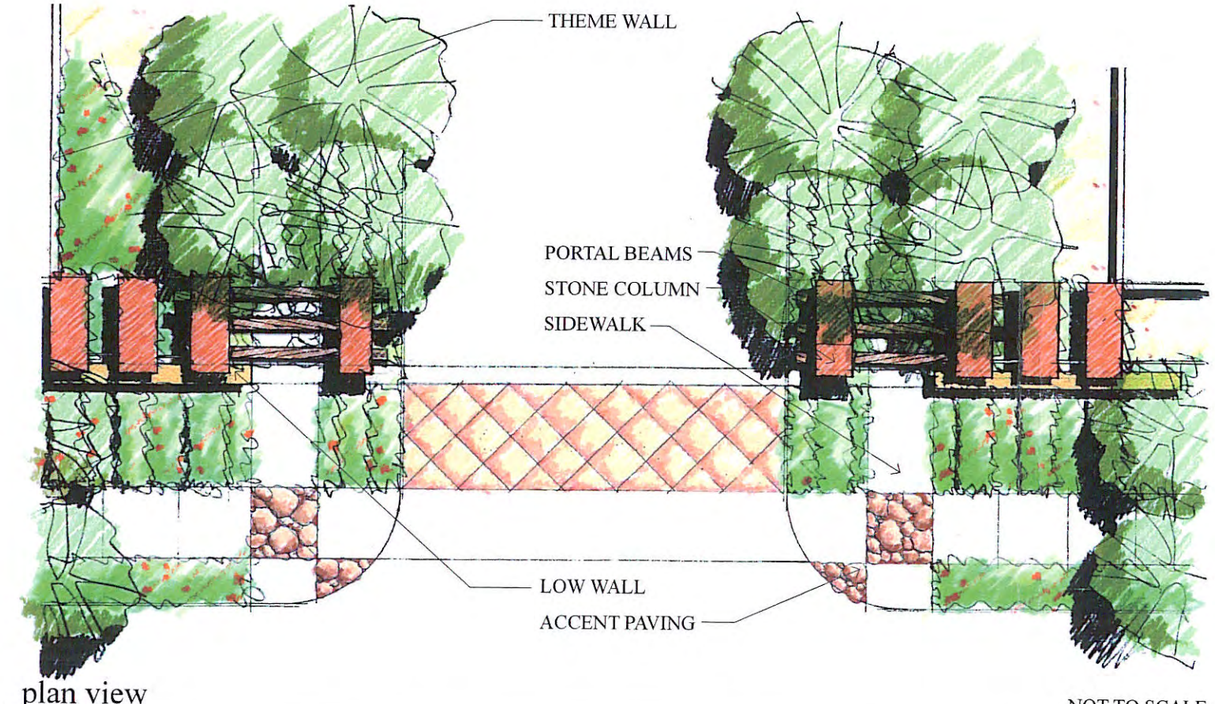
PRIMARY ENTRY
MONUMENT TOWER

SANTA CRUZ RANCH



PROJECT IDENTIFICATION - elevation view

NOT TO SCALE

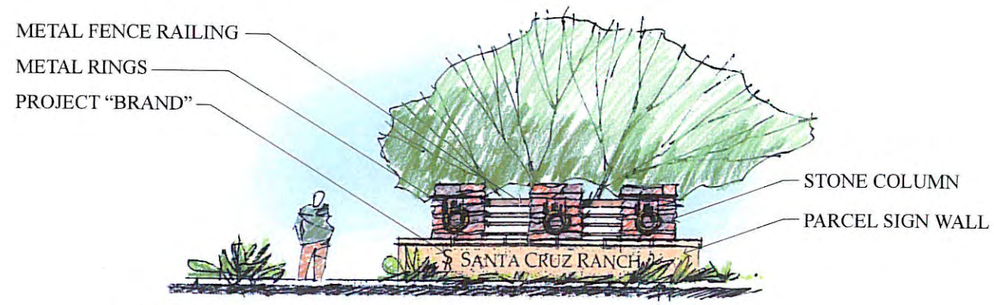


plan view

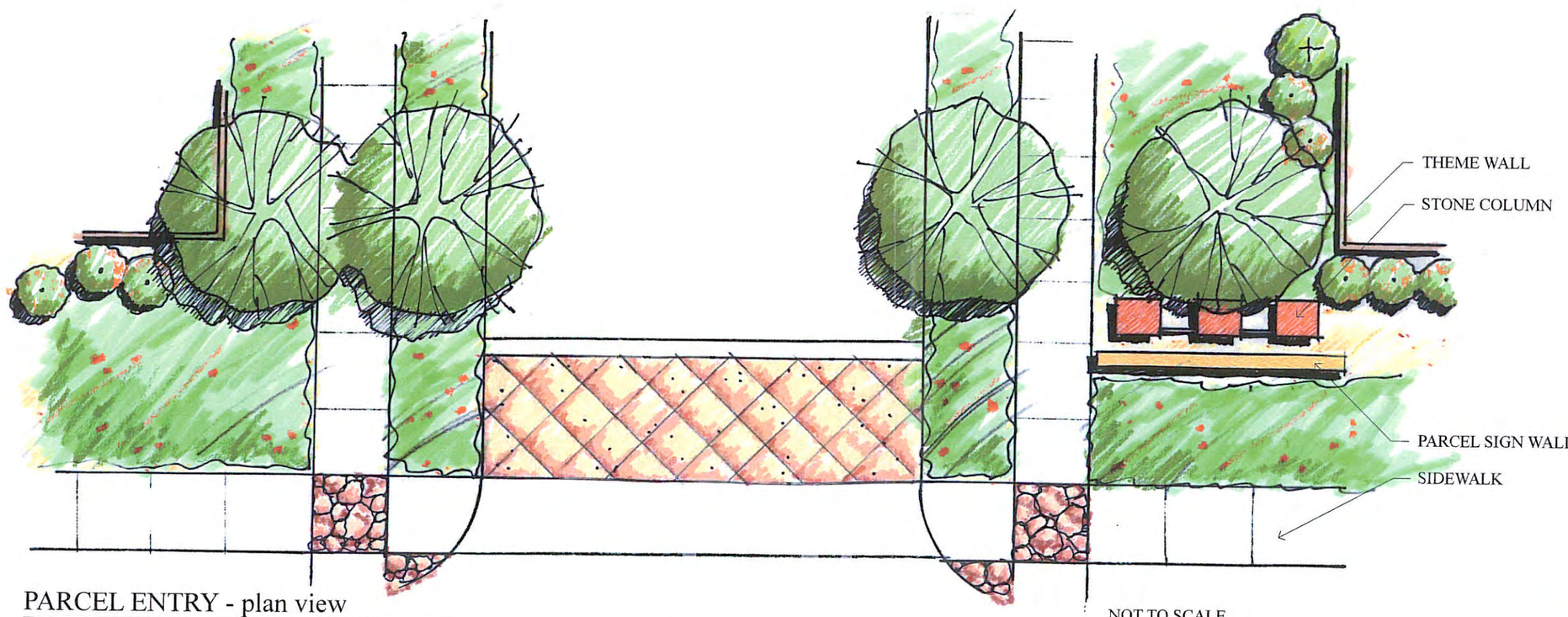
NOT TO SCALE

PROJECT IDENTIFICATION MONUMENT

SANTA CRUZ RANCH



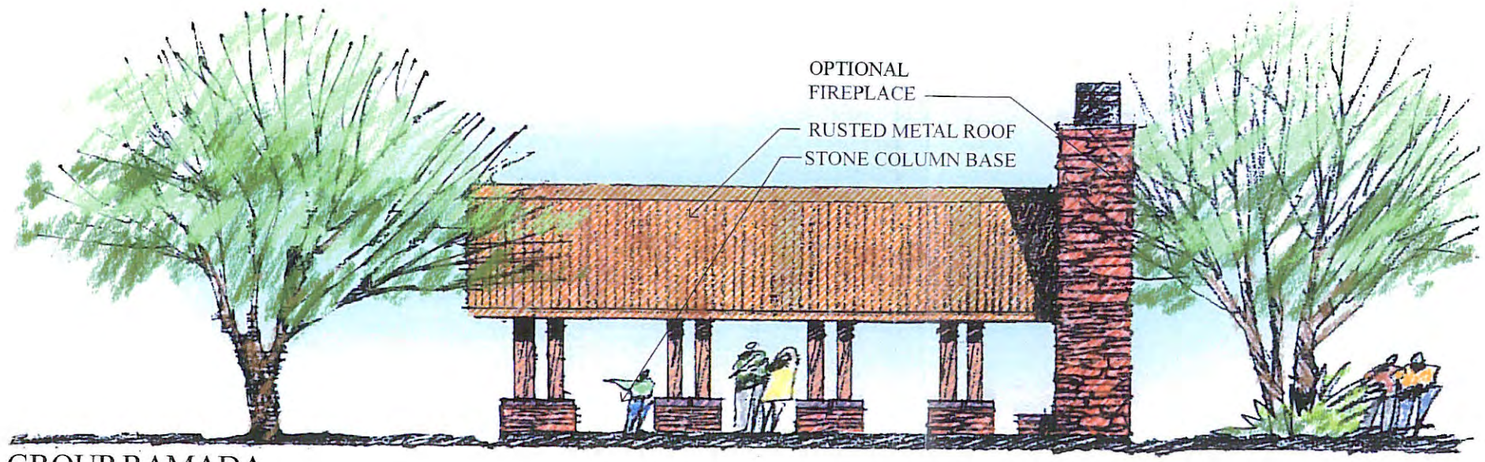
PARCEL ENTRY - elevation view NOT TO SCALE



PARCEL ENTRY - plan view NOT TO SCALE

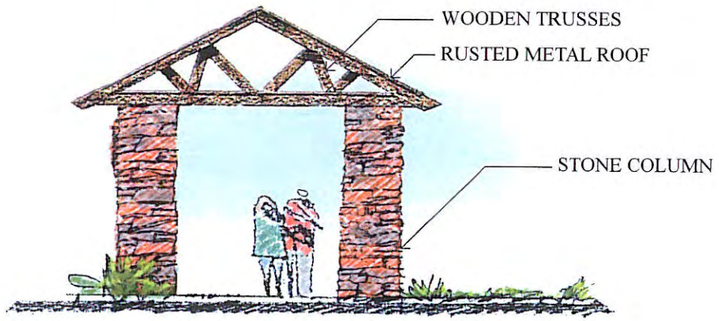
PARCEL ENTRY MONUMENT

SANTA CRUZ RANCH



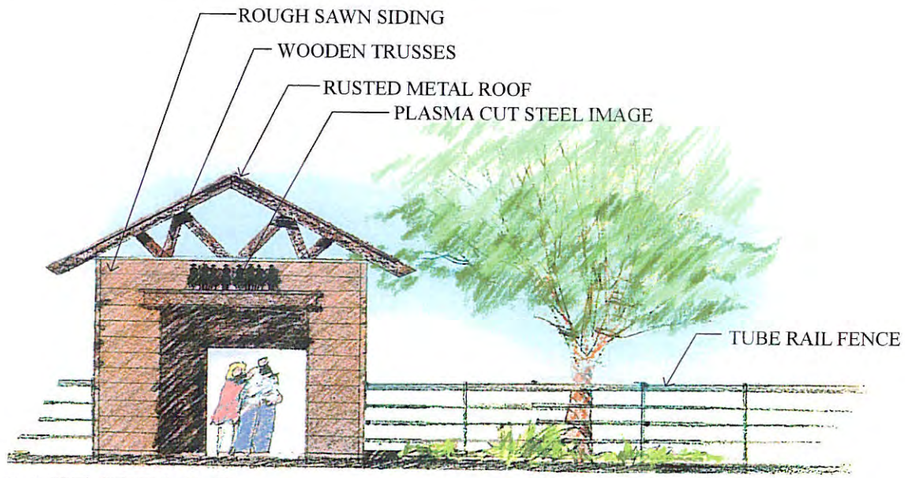
GROUP RAMADA

NOT TO SCALE



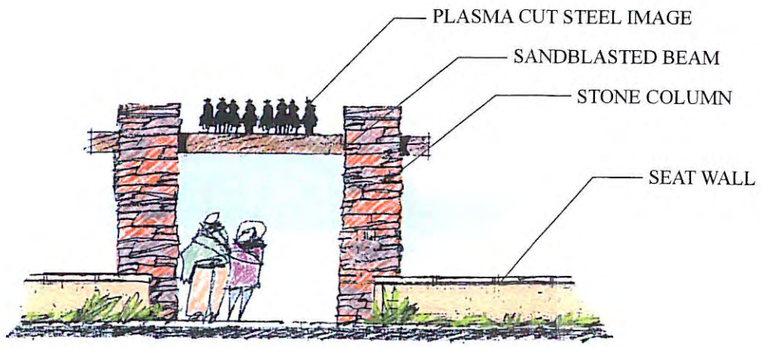
16 x 16 RAMADA

NOT TO SCALE



LAKE SHELTER

NOT TO SCALE

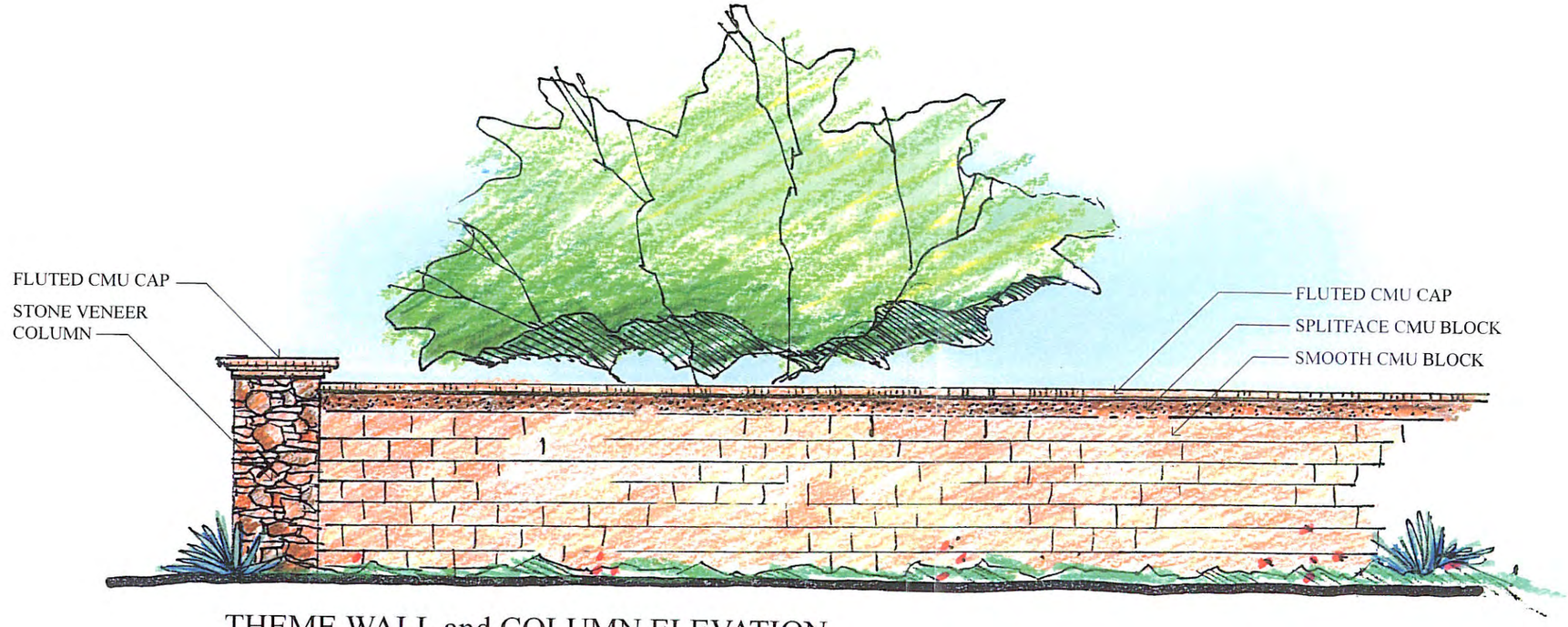


TRAILHEAD

NOT TO SCALE

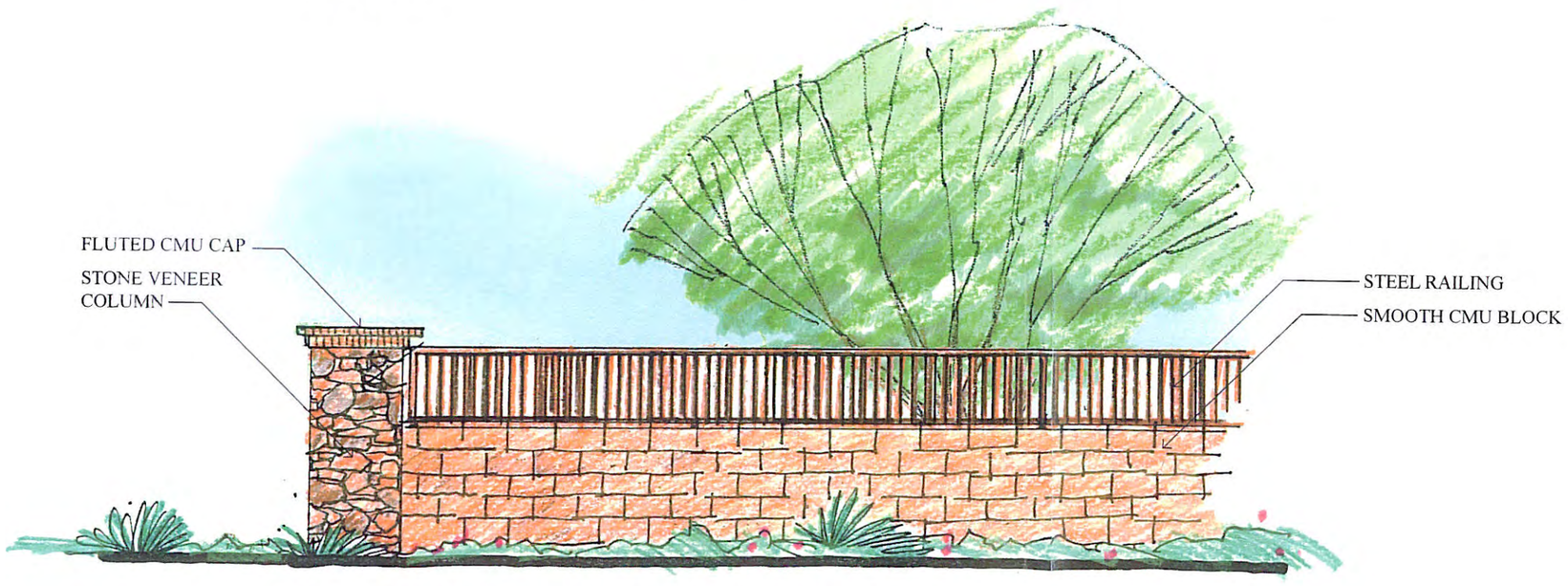
PROJECT STRUCTURES

SANTA CRUZ RANCH



THEME WALL and COLUMN ELEVATION

NOT TO SCALE

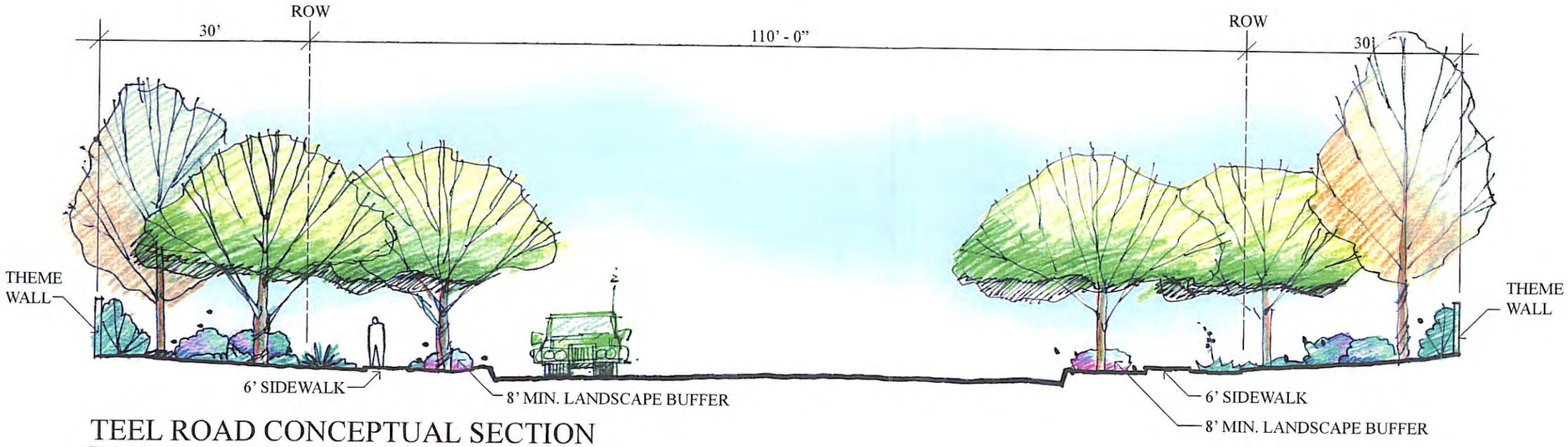


VIEW WALL and COLUMN ELEVATION

NOT TO SCALE

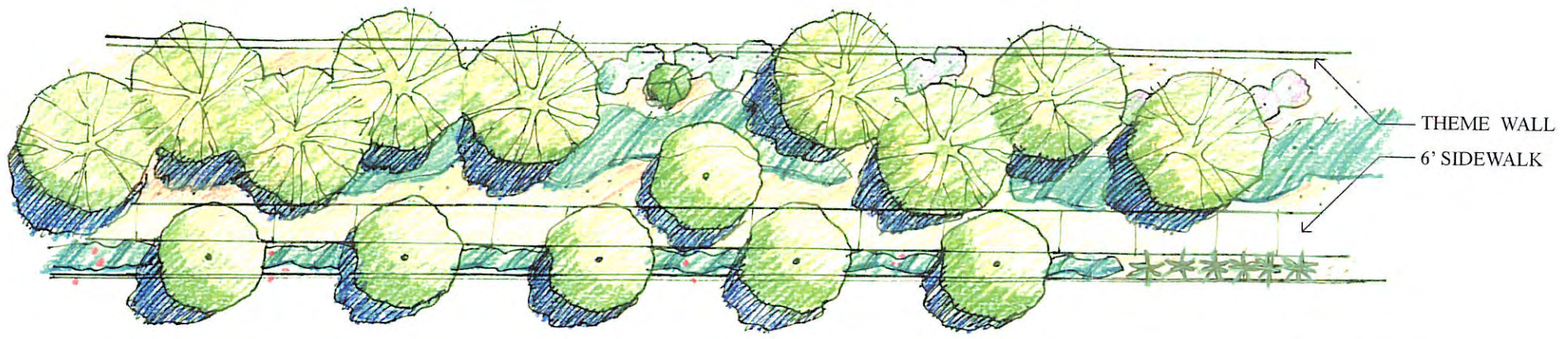
WALL CONCEPTS

SANTA CRUZ RANCH

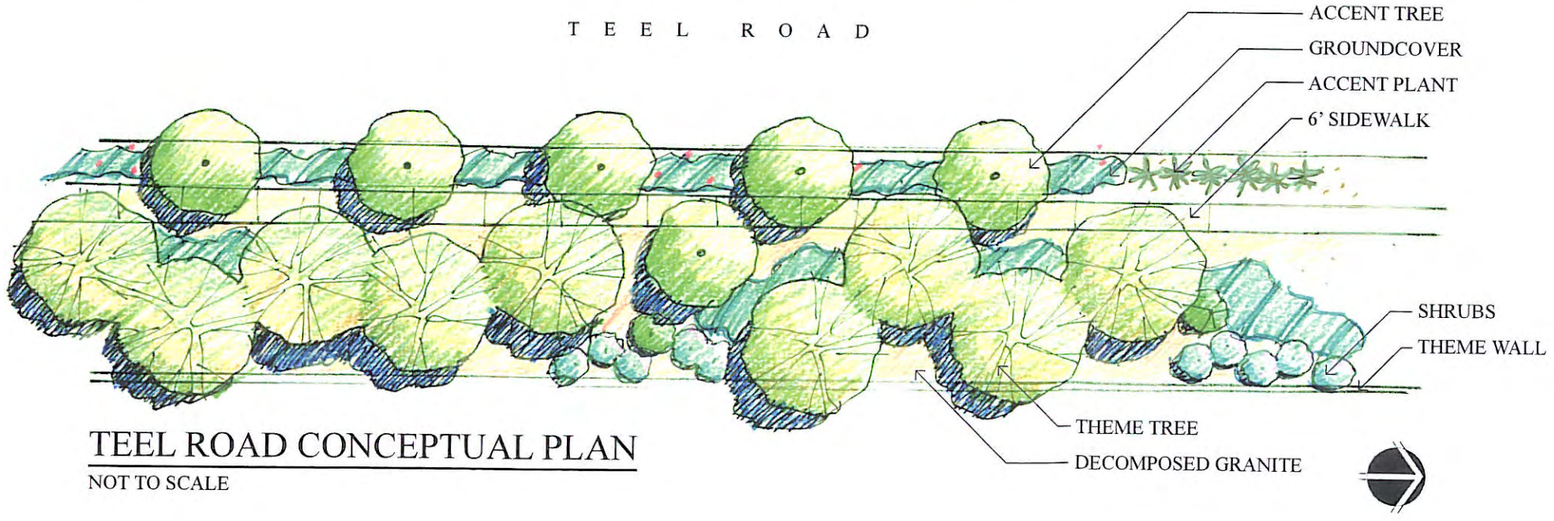


TEEL ROAD CONCEPTUAL SECTION

NOT TO SCALE



T E E L R O A D

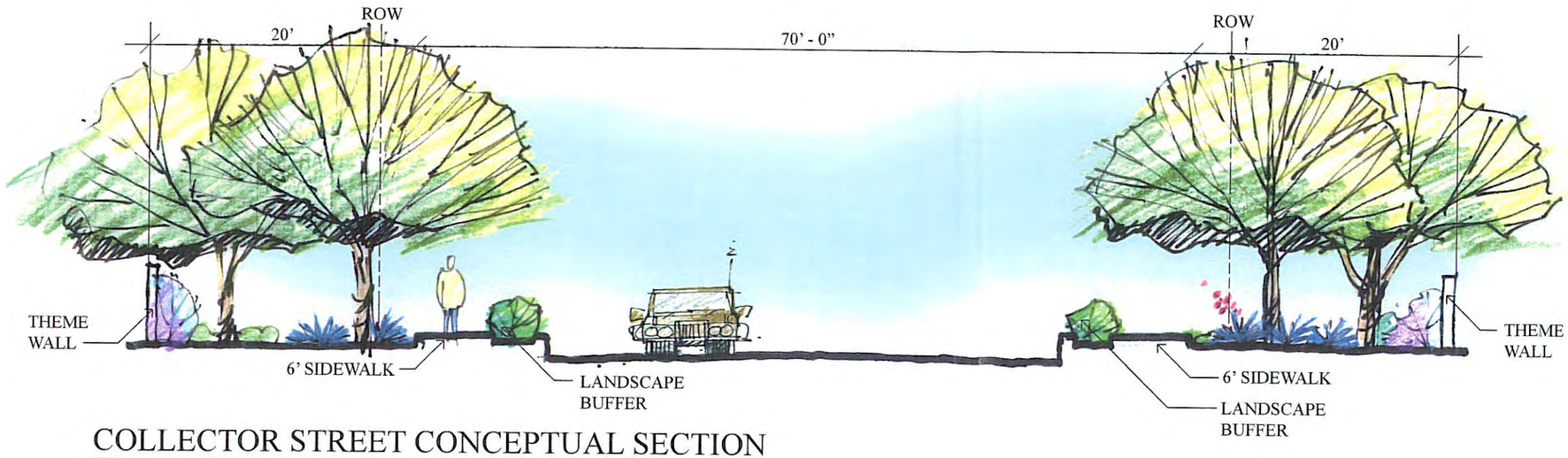


TEEL ROAD CONCEPTUAL PLAN

NOT TO SCALE

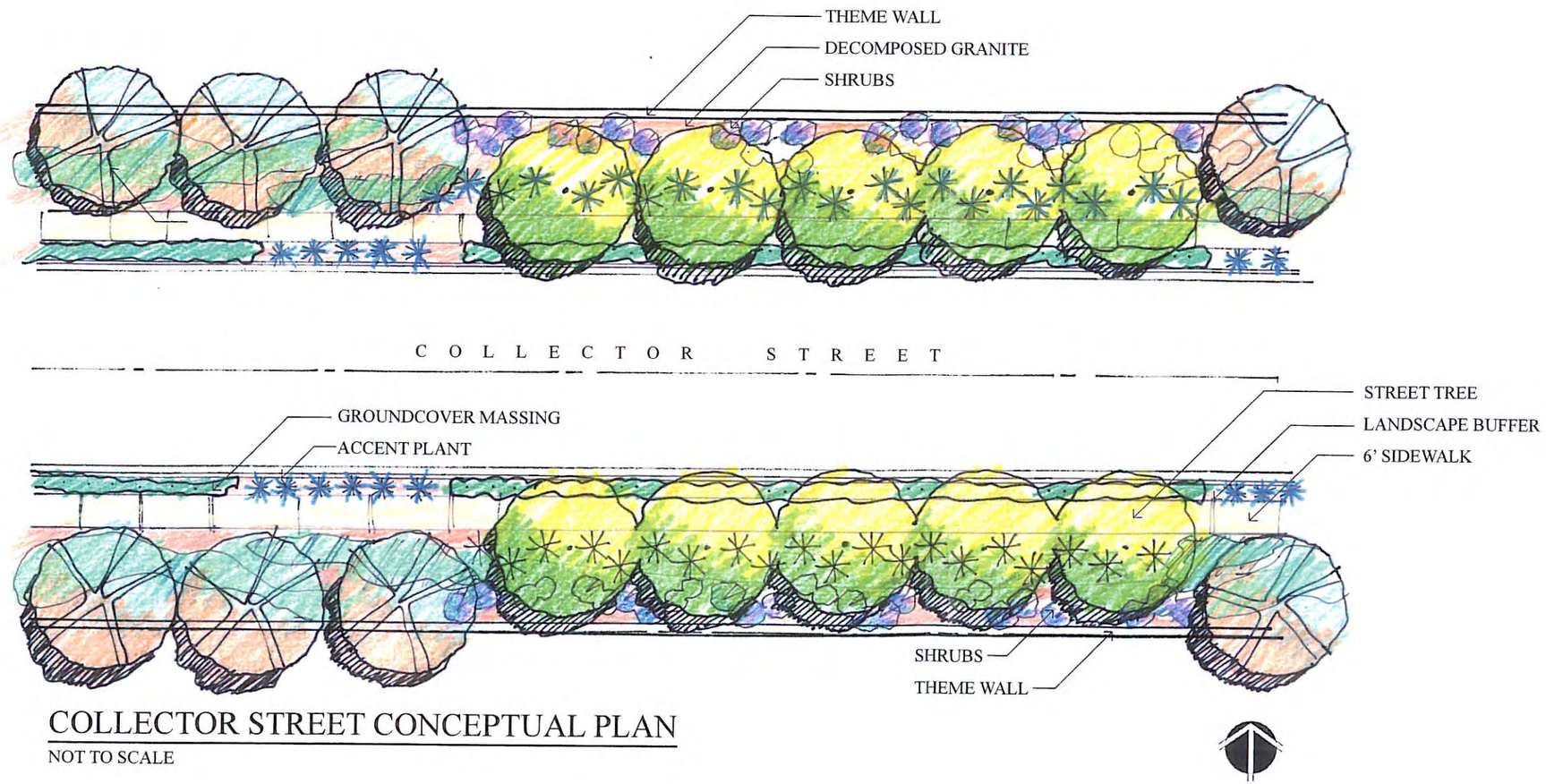
TEEL ROAD STREETSCAPE CONCEPT

SANTA CRUZ RANCH



COLLECTOR STREET CONCEPTUAL SECTION

NOT TO SCALE



COLLECTOR STREET CONCEPTUAL PLAN

NOT TO SCALE

COLLECTOR STREETSCAPE CONCEPT

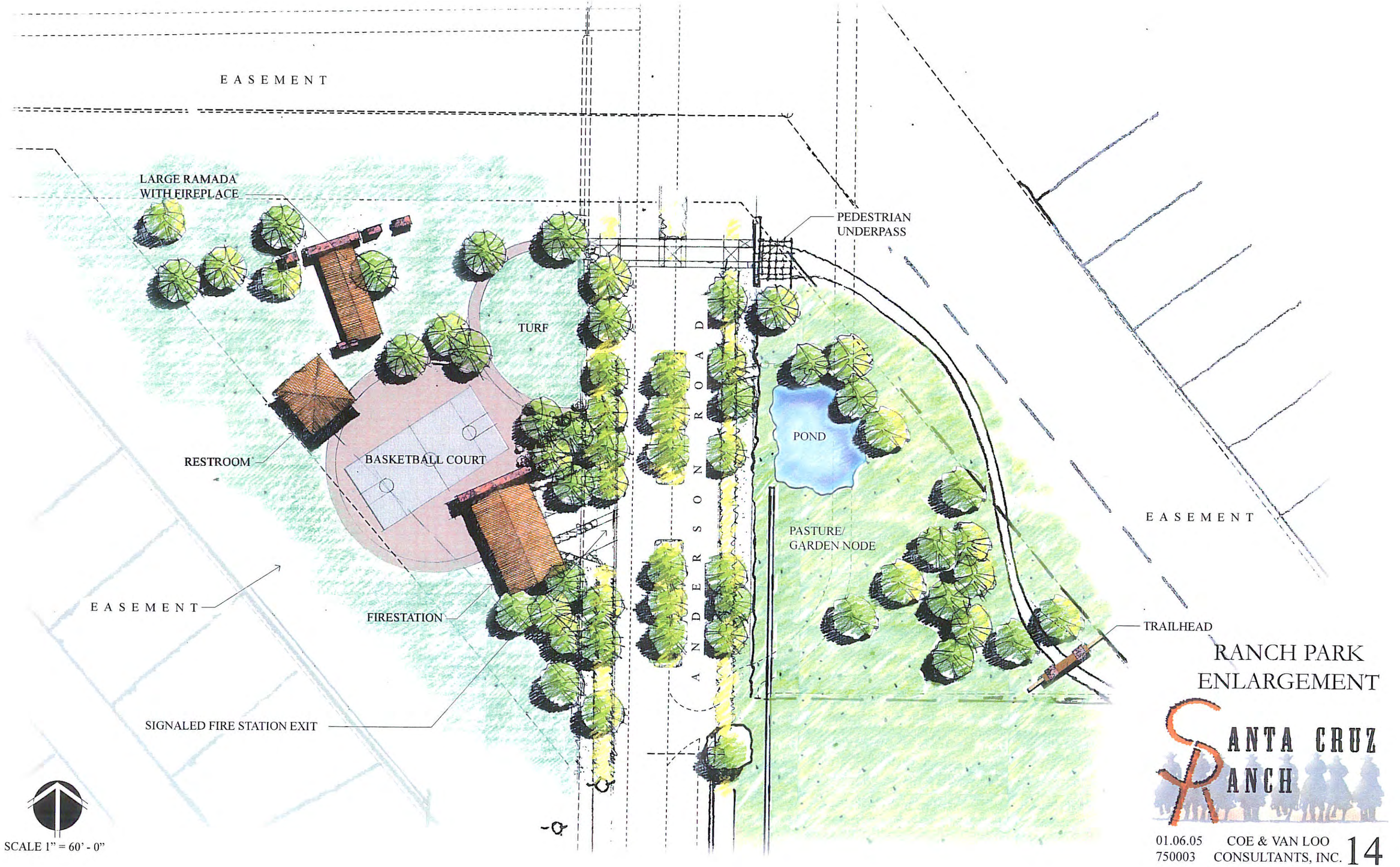
SANTA CRUZ RANCH



MAIN PARK

SANTA CRUZ RANCH

04.28.05 COE & VAN LOO
750003 CONSULTANTS, INC. 13



SCALE 1" = 60' - 0"

RANCH PARK ENLARGEMENT

SANTA CRUZ RANCH

01.06.05
750003

COE & VAN LOO CONSULTANTS, INC.

EASEMENT

TURF

SIGNALED FIRE STATION EXIT

EASEMENT

POND

TRAILHEAD

EASEMENT

PASTURE

TUBE RAIL
FARM FENCE

EASEMENT

ANDERSON ROAD

LIGHTED
SOFTBALL FIELD

RAMADAS

GRAND
LAWN

RAMADAS

LAKE

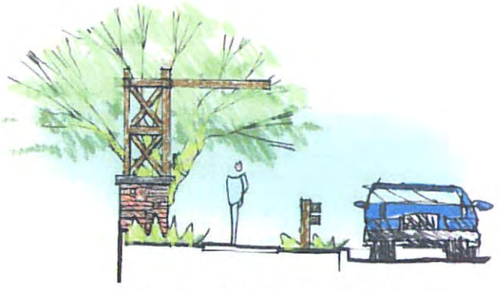
PARKING

SPLASH PAD

DOCK

RAMADAS

COMMERCIAL



"BRIDGE" FEATURE

NOT TO SCALE

RANCH PARK & CENTRAL PARK

SANTA CRUZ RANCH

04.28.05 COE & VAN LOO
750003 CONSULTANTS, INC.



"BRIDGE" FEATURE

NOT TO SCALE

RANCH PARK & CENTRAL PARK

SANTA CRUZ RANCH

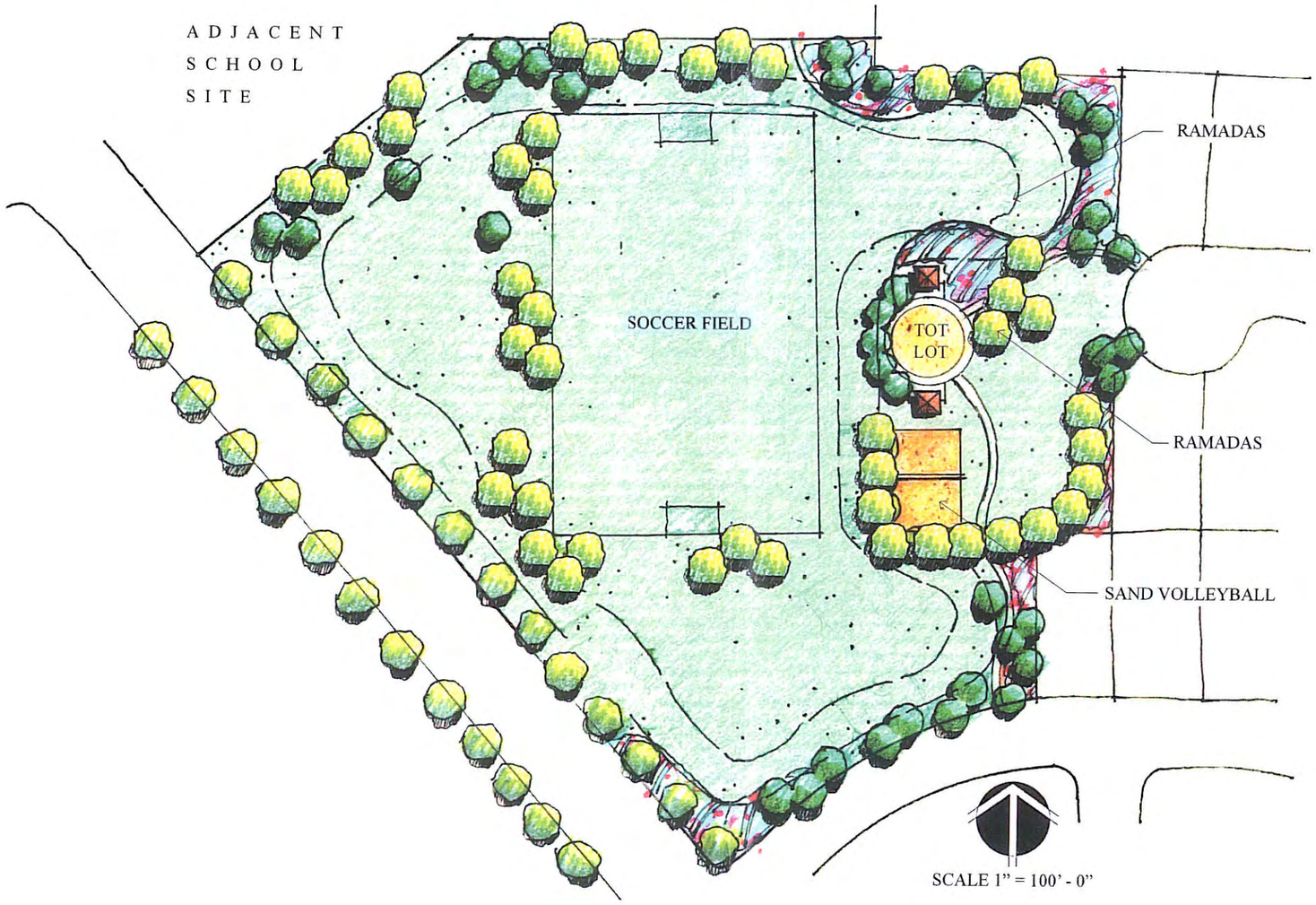


SCALE 1" = 100' - 0"

TOWN PARK

SANTA CRUZ RANCH

01.06.05 COE & VAN LOO
750003 CONSULTANTS, INC.

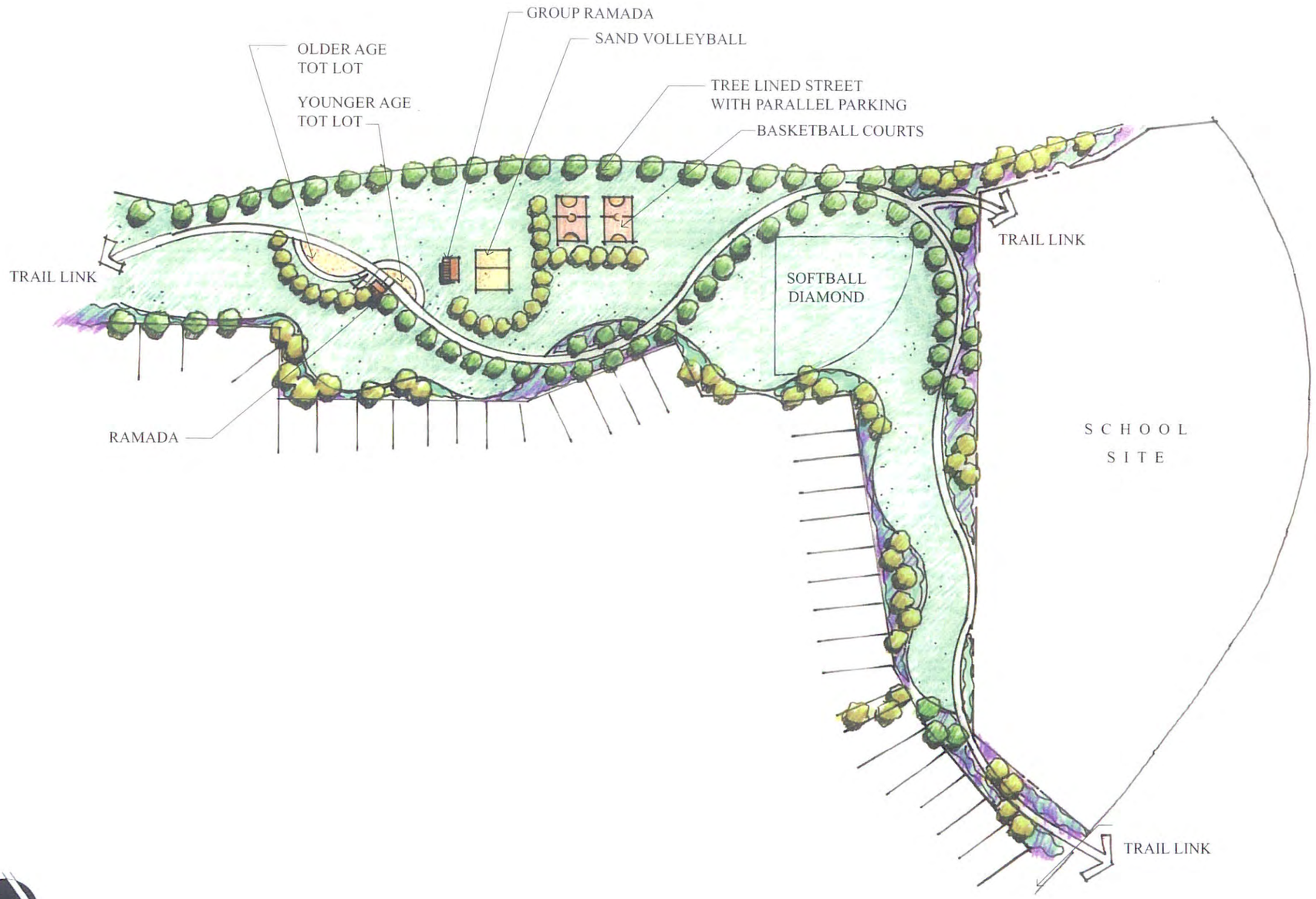


NORTHEAST SCHOOL PARK

SANTA CRUZ RANCH

01.06.05
750003

COE & VAN LOO CONSULTANTS, INC.

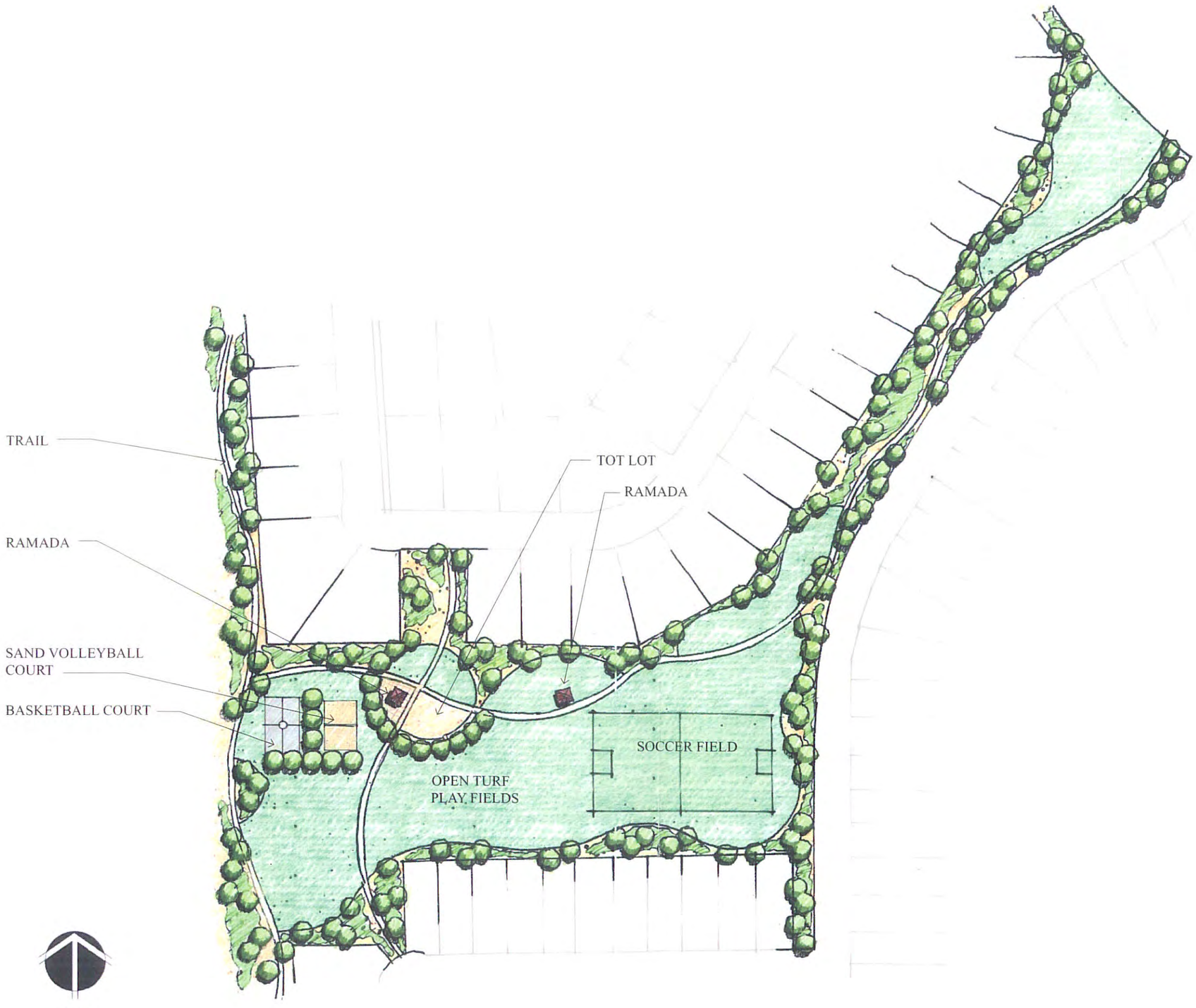


SCALE 1" = 200' - 0"

SOUTHEAST SCHOOL PARK

SANTA CRUZ RANCH

04.28.05 COE & VAN LOO
750003 CONSULTANTS, INC.



N.T.S.

SOUTHWEST CORRIDOR PARK

SANTA CRUZ RANCH



SCALE 1" = 100' - 0"

NORTHWEST PARK

SANTA CRUZ RANCH

01.06.05
750003

COE & VAN LOO CONSULTANTS, INC.

ELEMENTARY SCHOOL DISTRICT
SUPERINTENDENT LETTER

EXHIBIT W-1

From: Frank Davidson [mailto:frank.davidson@cgelem.k12.az.us]
Sent: Tuesday, December 07, 2004 12:02 PM
To: Mike DiNino
Subject: Confirmation

Mike,

This email serves as confirmation that we have been in contact concerning a proposed donation agreement between Westpac Development Corporation and the Casa Grande Elementary School District. This agreement would provide for the donation of a 28-acre school site and a 12-acre school site to the District. I look forward to bringing the completed agreement to the Governing Board of the Casa Grande Elementary School District, and, at, this point, have no objections to this development.

- Frank

Frank Davidson, Superintendent
Casa Grande Elementary School District
Success for Every One - The Responsibility is Yours and Mine.

HIGH SCHOOL DISTRICT
SUPERINTENDENT LETTER

EXHIBIT W-2

December 7, 2004

WESTPAC Development Corporation
Phil Miller, Vice President
8501 North Scottsdale Road, Suite 260
Scottsdale, AZ 85252

Dear Phil Miller:

Thank you for the opportunity to speak at length with Assistant Project Manager Michael Di Nino regarding your projected development between Maricopa and Casa Grande. He was very informative and helpful to my understanding of the project.

A growing and dynamic community, Casa Grande is facing major impact on many of our community services including public schools. Our ability to plan ahead and to work as partners enables us to develop facilities and programs to meet the growing demands.

We look forward to a successful agreement being generated between the two of us which will generate some of the necessary funding to abate the impact of future growth.

As the project progresses, I invite additional discussions which may be appropriate for this District.

Sincerely,

Nancy M. Pifer
Superintendent