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WHEN RECORDED, RETURN TO:

Shea Homes Limited Partnership
4040 East Camelback Road, Suite 200
Phoenix, Arizona 85018

ATTN: LINDA J. NYBORG

RECORDED IN OFFICIAL RECORDS
OF MARICOPA COUNTY, ARIZONA
NOV 13 '89 - 8 00
HELEN PURCELL, County Recorder
FEE 30 PGS 25 TB
1

ASSIGNMNT (AS)

89 521859

ASSIGNMENT OF DECLARANT RIGHTS
UNDER DECLARATIONS OF COVENANTS, CONDITIONS AND RESTRICTIONS

This Assignment of Declarant Rights under Declarations of Covenants, Conditions and Restrictions (this "Assignment") is made as of this 10th day of November, 1989, by and between Shea Homes of Arizona, a California general partnership (the "Assignor") and Shea Homes Limited Partnership, a California limited partnership (the "Assignee").

R E C I T A L S:

- A. Concurrently with the execution of this Assignment, Assignee is purchasing from Assignor the real property described on Exhibit A attached to this Assignment (the "Property"). Various parts of the Property are subject to the Declarations of Covenants, Conditions and Restrictions identified on Exhibit B attached to this Assignment (the "Declarations").
- B. In connection with the purchase of the Property by Assignee, Assignor desires to assign to Assignee all of Assignor's rights as the Declarant under the Declarations.

AGREEMENT

NOW, THEREFORE, in consideration of the mutual promises and covenants set forth in this Assignment, Assignor and Assignee agree as follows:

- 1. Assignor assigns to Assignee all of its rights as the Declarant under the Declarations.
- 2. Assignee hereby accepts the Assignment described in Paragraph 1 above.

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IN WITNESS WHEREOF, the undersigned have executed this Assignment
as of the date first written above.

ASSIGNOR:

SHEA HOMES OF ARIZONA,
a California general partnership

By: J. F. Shea Co., Inc., a
Nevada corporation d/b/a Shea
Homes, Managing General Partner

By: 
Mark C. Summers
Assistant Secretary


By: 
Linda J. Nyborg
Assistant Secretary

ASSIGNEE:

SHEA HOMES LIMITED PARTNERSHIP,
a California limited partnership

By: J. F. Shea Co., Inc., a
Nevada corporation d/b/a
Shea Homes, General Partner

By: 
Mark C. Summers
Assistant Secretary

By: 
Linda J. Nyborg
Assistant Secretary

STATE OF ARIZONA }
County of Maricopa } SS.

The foregoing instrument was acknowledged before me this 10th day of November, 1989, by Mark C. Summers and Linda J. Nyborg, both Assistant Secretaries of J. F. Shea Co., Inc., a Nevada corporation d/b/a Shea Homes, Managing General Partner of Shea Homes of Arizona, a California general partnership, on behalf of the corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Elizabeth Shaud
Notary Public

My commission expires:



STATE OF ARIZONA }
County of Maricopa } SS.

The foregoing instrument was acknowledged before me this 10th day of November, 1989, by Mark C. Summers and Linda J. Nyborg, both Assistant Secretaries of J. F. Shea Co., Inc., a Nevada corporation d/b/a Shea Homes, General Partner of Shea Homes Limited Partnership, a California limited partnership, on behalf of the corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Elizabeth Shaud
Notary Public

My commission expires:



EXHIBIT "A" - PAGE 1

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LOT 10, 38 THROUGH 42, INCLUSIVE, LOT 45, 47 THROUGH 57, INCLUSIVE,
LOTS 63 THROUGH 68 INCLUSIVE, LOTS 75 THROUGH 83 INCLUSIVE OF
COPPERFIELD, ACCORDING TO BOOK 309 OF MAPS, PAGE 49, AND AFFIDAVIT
OF CORRECTION RECORDED AT RECORDERS NO. 87 285701, RECORDS OF
MARICOPA COUNTY, ARIZONA.

EXHIBIT "A" - PAGE 2

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LOTS 7 THROUGH 13, INCLUSIVE, LOT 23, 28, 30 THROUGH 35, INCLUSIVE,
LOTS 37 THROUGH 42, INCLUSIVE, LOT 66, 72, 73, 78, 91 THROUGH 99,
INCLUSIVE, LOTS 101 THROUGH 110, INCLUSIVE, LOT 114, 115, 117, 119
THROUGH 121, INCLUSIVE OF LAS VISTAS ACCORDING TO BOOK 302 OF MAPS,
PAGE 35, RECORDS OF MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 3

LOTS 301 THROUGH 305, INCLUSIVE, LOTS 308, 309, 338, 340, 342, 438, 449, 454 THROUGH 458, INCLUSIVE, LOTS 463, 514 THROUGH 516, INCLUSIVE, LOT 518, 525, INCLUSIVE OF PALOS VERDES, ACCORDING TO BOOK 283 OF MAPS, PAGE 33, AND CERTIFICATE OF CORRECTION RECORDED AT RECORDERS NO. 85 363063 AND RECORDERS NO. 86 248167, RECORDS OF MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 4

PARCEL NO. 1:

LOTS 101 THROUGH 123, INCLUSIVE, LOT 125, 131 THROUGH 133, INCLUSIVE, LOT 141, 229 THROUGH 236, INCLUSIVE, LOTS 259 THROUGH 263, INCLUSIVE OF KEYSTONE, ACCORDING TO BOOK 306 OF MAPS, PAGE 20, RECORDS OF MARICOPA COUNTY, ARIZONA.

PARCEL NO. 2:

LOTS 1, 27 THROUGH 29, INCLUSIVE, LOT 31, 37, 50, 51, 53, 57 THROUGH 60, INCLUSIVE OF DIAMOND RIDGE, ACCORDING TO BOOK 306 OF MAPS, PAGE 27, RECORDS OF MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 5

LOTS 401 THROUGH 431, INCLUSIVE, LOTS 433 THROUGH 435, INCLUSIVE,
LOT 437, 444 THROUGH 447, INCLUSIVE, LOTS 449, 479, INCLUSIVE,
LOTS 481 THROUGH 483, INCLUSIVE, LOTS 485 THROUGH 489, INCLUSIVE,
LOT 491, 499 THROUGH 501, INCLUSIVE, LOTS 503 THROUGH 509,
INCLUSIVE OF CRYSTAL CANYON, ACCORDING TO BOOK 320, PAGE 32,
RECORDS OF MARICOPA COUNTY, ARIZONA.

EXHIBIT "A" - PAGE 6

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LOTS 301 THROUGH 312, INCLUSIVE, LOTS 314, 316, 318 THROUGH 322,
INCLUSIVE, LOTS 327 THROUGH 329, INCLUSIVE, LOTS 336 THROUGH 339,
INCLUSIVE, LOTS 353, 354, 356, 362, 365, 371 THROUGH 373, INCLUSIVE
OF DIAMOND RIDGE II, ACCORDING TO BOOK 320, PAGE 31, RECORDS OF
MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 7

PARCEL NO. 1:

LOTS 1 THROUGH 4, 11, 12, 21, 26 THROUGH 28, 44 THROUGH 51,
INCLUSIVE OF TWELVE OAKS, ACCORDING TO BOOK 276 OF MAPS, PAGE 49,
RECORDS OF MARICOPA COUNTY, ARIZONA.

PARCEL NO. 2:

LOTS 601 THROUGH 607, INCLUSIVE, 609 THROUGH 617, INCLUSIVE, 621,
631, 637, 684 THROUGH 694, INCLUSIVE, LOT 696 THROUGH 714,
INCLUSIVE, 717, 720, 723, 725, 744, 748, 749, 754, INCLUSIVE OF
TWELVE OAKS IV, ACCORDING TO BOOK 299 OF MAPS, PAGE 39, RECORDS OF
MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 8

LOTS 101 THROUGH 105, INCLUSIVE, 107, 130, 135 THROUGH 151, INCLUSIVE, 155, 158 THROUGH 162, INCLUSIVE, 165, 168, 171, 192 THROUGH 197, INCLUSIVE, LOTS 200 THROUGH 202, INCLUSIVE OF VALENCIA, ACCORDING TO BOOK 309 OF MAPS, PAGE 41 AND AFFIDAVITS OF CORRECTION RECORDED AT RECORDERS NO. 87 293850, RECORDERS NO. 87 707812 AND RECORDERS NO. 88 107872, RECORDS OF MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 9

LOTS 2, 4, 80, 84, 85 INCLUSIVE OF SILVERADO, ACCORDING TO BOOK 278
OF MAPS, PAGE 21, RECORDS OF MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 10

LOTS 480 THROUGH 492, INCLUSIVE, LOTS 496, 497, 499, 501 THROUGH 503, INCLUSIVE, LOTS 505 THROUGH 517, INCLUSIVE, LOTS 519 THROUGH 522, INCLUSIVE, LOTS 525, 534, 537 THROUGH 546, INCLUSIVE, LOTS 548, 555, 557 THROUGH 569, INCLUSIVE, LOTS 571, 572, 574 THROUGH 576, INCLUSIVE, LOT 578, INCLUSIVE OF RIDGEVIEW UNIT IV, ACCORDING TO BOOK 321 OF MAPS, PAGE 13, RECORDS OF MARICOPA COUNTY, ARIZONA.

EXCEPT ALL GAS, OIL, METAL AND MINERAL RIGHTS, AS RESERVED IN PATENT FROM THE STATE OF ARIZONA.

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(CENTER GARDENS)

EXHIBIT "A" - PAGE 11

PARCEL NO. 1:

THE NORTH HALF OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 10, TOWNSHIP 1 NORTH, RANGE 5 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA;

EXCEPT THAT PARCEL DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF THE NORTH HALF OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION 10;

RUN THENCE NORTH 0 DEGREES 01 MINUTES 00 SECONDS WEST, ALONG THE WEST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 10, A DISTANCE OF 105 FEET;

RUN THENCE NORTH 89 DEGREES 19 MINUTES 20 SECONDS EAST, A DISTANCE OF 540.00 FEET;

RUN THENCE SOUTH 0 DEGREES 01 MINUTES 00 SECONDS EAST, A DISTANCE OF 105 FEET TO A POINT ON THE SOUTH LINE OF THE NORTH HALF OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION 10;

RUN THENCE SOUTH 89 DEGREES 19 MINUTES 20 SECONDS WEST, ALONG THE SOUTH LINE OF THE NORTH HALF OF THE NORTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION 10, A DISTANCE OF 540 FEET TO THE POINT OF BEGINNING.

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(ALMA SCHOOL & RAY)

EXHIBIT "A" - PAGE 12

THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 20,
TOWNSHIP 1 SOUTH, RANGE 5 EAST OF THE GILA AND SALT RIVER BASE AND
MERIDIAN, MARICOPA COUNTY, ARIZONA;

EXCEPT THE SOUTH 950 FEET OF THE EAST 640 FEET THEREOF.

THAT PART OF THE NORTHEAST QUARTER OF SECTION 21, TOWNSHIP 1 SOUTH, RANGE 5 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

FROM THE NORTHWEST CORNER OF THE SAID NORTHEAST QUARTER, SECTION 21 MEASURE

THENCE NORTH 89 DEGREES 41 MINUTES 18 SECONDS EAST ALONG THE NORTH LINE OF THE SAID NORTHEAST QUARTER OF SECTION 21, A DISTANCE OF 1732.79 FEET;

THENCE SOUTH 00 DEGREES 32 MINUTES 09 SECONDS EAST 657.83 FEET TO A POINT A NORTH LINE OF HEATHER GLEN, ACCORDING TO BOOK 281 OF MAPS, PAGE 35, RECORDS OF MARICOPA COUNTY, ARIZONA;

THENCE NORTH 89 DEGREES 40 MINUTES 32 SECONDS EAST ALONG SAID NORTH LINE 254.00 FEET TO THE MOST SOUTHERLY NORTHEAST CORNER OF SAID SUBDIVISION.

THENCE SOUTH 00 DEGREES 32 MINUTES 09 SECONDS EAST ALONG THE EAST LINE OF SAID SUBDIVISION, AND THE EAST LINE OF DAVE BROWN UNIT III, ACCORDING TO BOOK 247 OF MAPS, PAGE 5, RECORDS OF MARICOPA COUNTY, ARIZONA 657.77 FEET TO THE POINT OF BEGINNING, SAID POINT BEING THE NORTHWEST CORNER OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER, SAID SECTION 21;

THENCE NORTH 89 DEGREES 39 MINUTES 45 SECONDS EAST, ALONG THE NORTH LINE OF THE SAID NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER, SECTION 21, A DISTANCE OF 609.03 FEET TO A POINT 55.00 FEET WESTERLY FROM THE NORTHEAST CORNER OF THE SAID NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER, SECTION 21;

THENCE SOUTH 00 DEGREES 36 MINUTES 46 SECONDS EAST PARALLEL TO AND 55.00 FEET WESTERLY FROM THE EAST LINE OF THE SAID NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER, SECTION 21, A DISTANCE OF 657.64 FEET TO A POINT ON THE SOUTH LINE OF THE SAID NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER, SECTION 21;

THENCE SOUTH 89 DEGREES 39 MINUTES 00 SECONDS WEST, ALONG THE SAID SOUTH LINE, A DISTANCE OF 609.91 FEET TO THE SOUTHWEST CORNER OF THE SAID NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER, SECTION 21;

THENCE NORTH 00 DEGREES 32 MINUTES 09 SECONDS WEST, 657.77 FEET TO THE POINT OF BEGINNING.

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(PARADISE PARK VISTA)

EXHIBIT "A" - PAGE 14

PARCEL NO. 1:

THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 3 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE MERIDIAN, MARICOPA COUNTY, ARIZONA.

PARCEL NO. 2:

THE WEST HALF OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 3 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

EXCEPT THE SOUTH 5 ACRES OF THE WEST HALF OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 3 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, BEING MORE FULLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER OF SAID SECTION 4, SAID CENTER BEING MARKED WITH AN IRON PIPE 1.5 INCHES IN DIAMETER;

THENCE NORTH 89 DEGREES 48 MINUTES 53 SECONDS WEST (BEARING BASED ON AN ASSUMED BEARING OF NORTH FOR THE WEST LINE OF SAID SOUTHEAST QUARTER), A DISTANCE OF 662.76 FEET TO THE SOUTHEAST CORNER OF THE WEST HALF OF SAID SOUTHEAST QUARTER, MARKED WITH RE-BAR FIVE-EIGHTHS INCH IN DIAMETER, AND THE TRUE POINT OF BEGINNING OF THE PARCEL DESCRIBED HEREIN;

CONTINUE THENCE NORTH 89 DEGREES 48 MINUTES 53 SECONDS WEST, ALONG THE SOUTH LINE OF THE SAID SOUTHEAST QUARTER, A DISTANCE OF 662.76 FEET TO THE SOUTHWEST CORNER OF SAID SOUTHEAST QUARTER, MARKED WITH A RE-BAR ONE-HALF INCH IN DIAMETER;

THENCE NORTH (ASSUMED BEARING), ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 328.57 FEET TO THE NORTHWEST CORNER OF SAID SOUTH 5 ACRES, MARKED WITH A RE-BAR FIVE-EIGHTHS INCH IN DIAMETER;

THENCE EASTERLY, ALONG THE NORTH LINE OF SAID SOUTH 5 ACRES, A DISTANCE OF 662.98 FEET TO A POINT IN THE EAST LINE OF SAID NORTH HALF, MARKED WITH A RE-BAR FIVE EIGHTHS INCH IN DIAMETER, WHICH IS THE NORTHEAST CORNER OF SAID SOUTH 5 ACRES;

THENCE SOUTH 00 DEGREES 02 MINUTES 23 SECONDS WEST, ALONG SAID EAST LINE, A DISTANCE OF 328.57 FEET TO THE TRUE POINT OF BEGINNING.

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(PARADISE PARK VISTA)

EXHIBIT "A" - PAGE 14 (a)

PARCEL NO. 3:

THE EAST HALF OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 3 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

EXCEPT THE SOUTH 5 ACRES OF THE EAST HALF OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 4, TOWNSHIP 3 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, BEING MORE FULLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER OF SAID SECTION 4, SAID CENTER BEING MARKED WITH AN IRON PIPE 1.5 INCHES IN DIAMETER;

THENCE NORTH 89 DEGREES 48 MINUTES 53 SECONDS WEST BEARING BASED ON AN ASSUMED BEARING OF NORTH FOR THE WEST LINE OF SAID SOUTHEAST QUARTER, ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER, A DISTANCE OF 662.76 FEET TO THE SOUTHWEST CORNER OF SAID EAST HALF, MARKED WITH A RE-BAR FIVE EIGHTHS INCH IN DIAMETER;

THENCE NORTH 00 DEGREES 02 MINUTES 23 SECONDS EAST, ALONG THE WEST LINE OF SAID EAST HALF, A DISTANCE OF 328.57 FEET TO THE NORTHWEST CORNER OF SAID SOUTH 5 ACRES, MARKED WITH A RE-BAR FIVE-EIGHTHS INCH IN DIAMETER;

THENCE EASTERLY, ALONG THE NORTH LINE OF SAID SOUTH 5 ACRES, A DISTANCE OF 662.99 FEET TO A POINT IN THE EAST LINE OF SAID SOUTHEAST QUARTER MARKED WITH A RE-BAR FIVE-EIGHTHS INCH IN DIAMETER, WHICH IS THE NORTHEAST CORNER OF SAID SOUTH 5 ACRES;

THENCE SOUTH 00 DEGREES 04 MINUTES 51 SECONDS WEST, ALONG SAID EAST LINE, A DISTANCE OF 328.57 FEET TO THE POINT OF BEGINNING.

PARCEL NO. 11

BEGINNING AT THE SOUTHWEST CORNER OF SECTION 13, TOWNSHIP 4 NORTH, RANGE 1 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA;

THENCE NORTH 00 DEGREES 02 MINUTES 55 SECONDS EAST ALONG THE WEST LINE OF SAID SECTION 13, A DISTANCE OF 2650.65 FEET TO THE WEST QUARTER CORNER OF SAID SECTION 13;

THENCE NORTH 00 DEGREES 13 MINUTES 07 SECONDS EAST ALONG SAID WEST SECTION LINE A DISTANCE OF 1327.12 FEET;

THENCE SOUTH 89 DEGREES 49 MINUTES 32 SECONDS EAST A DISTANCE OF 1317.31 FEET;

THENCE SOUTH 00 DEGREES 12 MINUTES 17 SECONDS WEST A DISTANCE OF 331.07 FEET;

THENCE SOUTH 89 DEGREES 51 MINUTES 24 SECONDS EAST A DISTANCE OF 164.68 FEET;

THENCE NORTH 00 DEGREES 12 MINUTES 10 SECONDS EAST A DISTANCE OF 330.98 FEET;

THENCE SOUTH 89 DEGREES 49 MINUTES 32 SECONDS EAST A DISTANCE OF 1152.66 TO A POINT ON THE NORTH-SOUTH MID-SECTION LINE OF SAID SECTION 13;

THENCE SOUTH 00 DEGREES 11 MINUTES 26 SECONDS WEST ALONG SAID MID-SECTION LINE A DISTANCE OF 1321.44 FEET TO THE CENTER OF SAID SECTION 13;

THENCE SOUTH 89 DEGREES 56 MINUTES 57 SECONDS EAST ALONG THE EAST-WEST MID-SECTION LINE A DISTANCE OF 1940.72 FEET;

THENCE SOUTH 44 DEGREES 02 MINUTES 05 SECONDS EAST 444.73 FEET;

THENCE NORTH 47 DEGREES 26 MINUTES 28 SECONDS EAST 2.92 FEET;

THENCE SOUTH 44 DEGREES 01 MINUTES 51 SECONDS EAST 268.26 FEET TO THE BEGINNING OF A CURVE TO THE RIGHT HAVING A RADIUS POINT BEARING SOUTH 45 DEGREES 58 MINUTES 09 SECONDS WEST 778.91 FEET;

THENCE SOUTHWESTERLY 218.55 FEET ALONG THE ARC OF THIS CURVE THROUGH 16 DEGREES 04 MINUTES 36 SECONDS OF CENTRAL ANGLE;

THENCE SOUTH 27 DEGREES 57 MINUTES 15 SECONDS EAST 45.62 FEET TO A POINT 40.00 FEET WESTERLY FROM THE EAST LINE OF THE SAID SOUTHEAST QUARTER, SECTION 13;

(HILLCREST)

EXHIBIT "A" - PAGE 15 (a)

THENCE SOUTH 89 DEGREES 46 MINUTES 34 SECONDS EAST 40.00 FEET TO A POINT ON THE EAST LINE OF SAID SECTION 13;

THENCE SOUTH 00 DEGREES 13 MINUTES 26 SECONDS WEST ALONG SAID EAST LINE 1903.33 TO THE SOUTHEAST CORNER OF SAID SECTION 13;

THENCE SOUTH 89 DEGREES 49 MINUTES 26 SECONDS WEST 1971.92 FEET;

THENCE NORTH 00 DEGREES 11 MINUTES 56 SECONDS EAST A DISTANCE OF 1318.91 FEET;

THENCE SOUTH 89 DEGREES 56 MINUTES 14 SECONDS WEST A DISTANCE OF 657.49 FEET;

THENCE SOUTH 00 DEGREES 11 MINUTES 26 SECONDS WEST A DISTANCE OF 1320.21 FEET;

THENCE SOUTH 89 DEGREES 49 MINUTES 39 SECONDS WEST ALONG THE SOUTH LINE OF SAID SECTION 13 A DISTANCE OF 2628.77 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 13, SAID POINT BEING THE POINT OF BEGINNING;

LESS AND EXCEPT:

THAT PART OF SECTION 13, TOWNSHIP 4 NORTH, RANGE 1 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

FROM THE SOUTHEAST CORNER OF SAID SECTION 13, MEASURE THENCE NORTH 00 DEGREES 13 MINUTES 26 SECONDS EAST ALONG THE EAST LINE OF THE SAID SECTION 13, A DISTANCE OF 1315.03 FEET TO THE INTERSECTION OF 67TH AVENUE AND HILLCREST BOULEVARD (PUBLIC STREETS) AS SHOWN ON DELINEATED ON THE MAP OF DEDICATION FOR HILLCREST RANCH, ACCORDING TO BOOK 307 OF MAPS, PAGE 35, RECORDS OF MARICOPA COUNTY, ARIZONA;

THENCE ALONG THE CENTERLINE OF HILLCREST BOULEVARD AS FOLLOWS:

NORTH 89 DEGREES 46 MINUTES 34 SECONDS WEST 75.00 FEET TO THE BEGINNING OF A CURVE TO THE LEFT HAVING A RADIUS POINT BEARING SOUTH 00 DEGREES 13 MINUTES 26 SECONDS WEST 2500.00 FEET;

THENCE SOUTHWESTERLY 563.18 FEET ALONG THE ARC OF THIS CURVE THROUGH 12 DEGREES 54 MINUTES 26 SECONDS OF CENTRAL ANGLE;

THENCE SOUTH 77 DEGREES 19 MINUTES 00 SECONDS WEST 186.00 FEET TO THE BEGINNING OF A CURVE TO THE RIGHT HAVING A RADIUS POINT BEARING NORTH 12 DEGREES 41 MINUTES 00 SECONDS WEST 1000.00 FEET;

THENCE WESTERLY 505.14 FEET ALONG THE ARC OF THIS CURVE THROUGH 28 DEGREES 56 MINUTES 33 SECONDS OF CENTRAL ANGLE;

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(HILLCREST)

EXHIBIT "A" - PAGE 15 (b)

THENCE NORTH 73 DEGREES 44 MINUTES 27 SECONDS WEST 140.00 FEET;
THENCE LEAVING THE SAID CENTERLINE OF HILLCREST BOULEVARD NORTH 16 DEGREES 15 MINUTES 33 SECONDS EAST 30.00 FEET TO THE POINT OF BEGINNING;
THENCE NORTH 73 DEGREES 44 MINUTES 27 SECONDS WEST ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF SAID HILLCREST BOULEVARD, A DISTANCE OF 52.59 FEET TO THE BEGINNING OF A CURVE TO THE LEFT HAVING A RADIUS POINT BEARING SOUTH 16 DEGREES 15 MINUTES 33 SECONDS WEST 1530.00 FEET;
THENCE WESTERLY ALONG THE SAID NORTHERLY RIGHT-OF-WAY LINE AND ALONG THE ARC OF THIS CURVE, A DISTANCE OF 435.79 FEET THROUGH 16 DEGREES 19 MINUTES 10 SECONDS OF CENTRAL ANGLE;
THENCE SOUTH 89 DEGREES 56 MINUTES 23 WEST ALONG THE SAID RIGHT-OF-WAY LINE, A DISTANCE OF 68.17 FEET TO THE BEGINNING OF A CURVE TO THE RIGHT HAVING A RADIUS POINT BEARING NORTH 00 DEGREES 03 MINUTES 37 SECONDS WEST 20.00 FEET;
THENCE NORTHWESTERLY 31.42 FEET ALONG THE ARC OF THIS CURVE THROUGH 90 DEGREES 00 MINUTES 00 SECONDS OF CENTRAL ANGLE TO A POINT OF A REVERSE CURVE TO THE LEFT HAVING A RADIUS POINT BEARING SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST 640.00 FEET;
THENCE NORTHWESTERLY 417.74 FEET ALONG THE ARC OF THIS CURVE THROUGH 37 DEGREES 23 MINUTES 54 SECONDS OF CENTRAL ANGLE;
THENCE NORTH 37 DEGREES 27 MINUTES 32 SECONDS WEST 540.01 FEET TO THE BEGINNING OF A CURVE TO THE RIGHT HAVING A RADIUS POINT BEARING NORTH 52 DEGREES 32 MINUTES 28 SECONDS EAST 560.00 FEET;
THENCE NORTHWESTERLY 323.38 FEET ALONG THE ARC OF THIS CURVE THROUGH 33 DEGREES 05 MINUTES 12 SECONDS OF CENTRAL ANGLE;
THENCE NORTH 69 DEGREES 00 MINUTES 00 SECONDS EAST 206.89 FEET TO A POINT 50.00 FEET SOUTHERLY FROM THE NORTH LINE OF THE SOUTHEAST QUARTER, SAID SECTION 13;
THENCE SOUTH 89 DEGREES 56 MINUTES 57 SECONDS EAST PARALLEL TO THE SAID NORTH LINE, A DISTANCE OF 1220.00 FEET;
THENCE SOUTH 00 DEGREES 03 MINUTES 03 SECONDS WEST 135.00 FEET;
THENCE SOUTH 89 DEGREES 56 MINUTES 57 SECONDS EAST 50.00 FEET;

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(HILLCREST)

EXHIBIT "A" - PAGE 15 (c)

THENCE SOUTH 00 DEGREES 03 MINUTES 03 SECONDS WEST 250.00 FEET TO THE BEGINNING OF A CURVE TO THE RIGHT HAVING A RADIUS POINT BEARING NORTH 89 DEGREES 56 MINUTES 57 SECONDS WEST 600.00 FEET;

THENCE SOUTHERLY 249.61 FEET ALONG THE ARC OF THIS CURVE THROUGH 23 DEGREES 50 MINUTES 09 SECONDS OF CENTRAL ANGLE;

THENCE SOUTH 23 DEGREES 53 MINUTES 12 SECONDS WEST 423.73 FEET TO THE BEGINNING OF A CURVE TO THE LEFT HAVING A RADIUS POINT SOUTH 66 DEGREES 06 MINUTES 48 SECONDS EAST 2000.00 FEET;

THENCE SOUTHWESTERLY 266.25 FEET ALONG THE ARC OF THIS CURVE THROUGH 07 DEGREES 37 MINUTES 39 SECONDS OF CENTRAL ANGLE;

THENCE SOUTH 16 DEGREES 15 MINUTES 33 SECONDS WEST 20.00 FEET TO THE POINT OF BEGINNING.

PARCEL NO. 2:

AN UNDIVIDED 1/2 INTEREST IN AN EASEMENT APPURTENANT TO, FOR: INGRESS AND EGRESS AS CREATED BY DOCUMENT RECORDED AT DOCKET 6592, PAGE 346, RECORDS OF MARICOPA COUNTY, ARIZONA, OVER THE EAST 25 FEET OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 13, TOWNSHIP 4 NORTH, RANGE 1 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

PARCEL NO. 3:

AN UNDIVIDED 1/2 INTEREST IN AN EASEMENT APPURTENANT TO, FOR: INGRESS AND EGRESS AS CREATED BY DOCUMENT RECORDED AT DOCKET 6592, PAGE 345, RECORDS OF MARICOPA COUNTY, ARIZONA, OVER THE EAST 25 FEET OF THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF SECTION 13, TOWNSHIP 4 NORTH, RANGE 1 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA.

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EXHIBIT "A" - PAGE 16

LOTS 1 THROUGH 67, INCLUSIVE OF PINNACLE PEAK VISTAS IV, ACCORDING
TO BOOK 327 OF MAPS, PAGE 27, RECORDS OF MARICOPA COUNTY, ARIZONA.

EXHIBIT "A" - PAGE 17

89 521859

LOTS 242 THROUGH 351, INCLUSIVE OF SILVERADO III, ACCORDING TO BOOK
330 OF MAPS, PAGE 18, RECORDS OF MARICOPA COUNTY, ARIZONA.

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EXHIBIT B

- Declaration of Covenants, Conditions and Restrictions for Copperfield recorded as Instrument No. 87-291450, records of Maricopa County, Arizona
- Declaration of Covenants, Conditions and Restrictions for Diamond Ridge recorded as Instrument No. 87-200696, and Recorder's No. 87-640229, records of Maricopa County, Arizona
- Declaration of Covenants, Conditions and Restrictions for Keystone recorded as Instrument No. 87-200680, records of Maricopa County, Arizona
- Amended and Restated Declaration of Covenants, Conditions and Restrictions for Palos Verdes recorded as Instrument No. 86-382456, and Recorder's No. 86-424817, records of Maricopa County, Arizona
- Declaration of Covenants, Conditions and Restrictions for Twelve Oaks recorded as Instrument No. 85-190894, records of Maricopa County, Arizona
- Declaration of Covenants, Conditions and Restrictions for Twelve Oaks IV recorded as Instrument No. 86-369873, records of Maricopa County, Arizona
- Declaration of Covenants, Conditions and Restrictions for Diamond Ridge II recorded as Instrument No. 88-195021, records of Maricopa County, Arizona
- Declaration of Covenants, Conditions and Restrictions for Hillcrest recorded as Instrument No. 89-005398, records of Maricopa County, Arizona