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OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL
20070138811 02/02/2007 10:48
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ELECTRONIC RECORDING

THIRD AMENDMENT TO COMMUNITY CHARTER FOR MARLEY PARK

(Commercial Parcel – Litchfield & Waddell)

This Third Amendment to Community Charter for Marley Park (this “**Third Amendment**”) is made effective this 31st day of January, 2007, by MARLEY PARK LLC, an Arizona limited liability company (the “**Founder**”).

A. The Founder executed the Community Charter for Marley Park (the “**Charter**”) and recorded said document in the official records of Maricopa County, Arizona on April 23, 2004, as Document No. 2004-0440662; and

B. The Charter was amended pursuant to that certain First Amendment to Community Charter for Marley Park recorded in the official records of Maricopa County, Arizona on July 28, 2005, as Document No. 20051065776; and

C. The Charter was amended pursuant to that Second Amendment to Community Charter for Marley Park recorded in the official records of Maricopa County, Arizona on December 15, 2006, as Document No. 20061639744; and

D. The real property that is subject to the Charter is being developed as a master planned community located in the City of Surprise, Maricopa County, Arizona, commonly known as Marley Park; and

E. Section 19.1 of the Charter contemplates that the Founder may amend the Charter to remove any unimproved portion of Marley Park from the coverage of the Charter, including without limitation any portion of Marley Park intended to be utilized for commercial uses, and the Founder intends to utilize for commercial purposes the real property described in Exhibit “A-1” and “A-2”, attached hereto (the “**Commercial Parcel**”); and

F. The Founder now wishes to amend the Charter as set forth herein.

NOW, THEREFORE, the Founder declares that the Commercial Parcel is hereby removed from the coverage of the Charter. Consequently, the Commercial Parcel is no longer subject to the restrictions, covenants, conditions, terms and provisions contained in the Charter.

[Signatures on Following Page]

IN WITNESS WHEREOF, the Founder has executed the foregoing instrument as of the date first set forth above.

FOUNDER: MARLEY PARK, LLC, an Arizona limited liability company

By: DMB COMMUNITIES LLC, an Arizona limited liability company, its Manager

By: DMB Associates, Inc., an Arizona corporation, its Manager

By: Andrew Beams
Its: VP

STATE OF ARIZONA)
)
County of Maricopa) ss.

The foregoing instrument was acknowledged before me this 01ST day of January, 2007 by Andrew Beams the Vice President of DMB Associates, Inc., an Arizona corporation, in its capacity as Manager of DMB Communities LLC, an Arizona limited liability company, in its capacity as Manager of MARLEY PARK LLC, an Arizona limited liability company, on behalf of the latter limited liability company.

Jill K. Johnson
Notary Public

My Commission Expires:

Oct. 14, 2010



CONSENT OF MARLEY PARK PHASE II LLC

For valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Marley Park Phase II LLC, as the Owner of the Commercial Parcel (as defined in the foregoing Third Amendment), hereby consents to, ratifies and approves the foregoing Third Amendment.

MARLEY PARK PHASE II LLC, an Arizona limited liability company

By: MARLEY PARK LLC, an Arizona limited liability company, its Manager

By: DMB Communities LLC, an Arizona limited liability company, its Manager

By: DMB Associates, Inc., an Arizona corporation, its Manager

By: *Beams*
Its: *VP*

STATE OF ARIZONA)
) ss.
County of Maricopa)

The foregoing instrument was acknowledged before me this 31ST day of January, 2007, by *Andrew Beams*, the *Vice President* of DMB Associates, Inc., an Arizona corporation, in its capacity as Manager of DMB Communities LLC, an Arizona limited liability company, in its capacity as Manager of Marley Park LLC, an Arizona limited liability company, in its capacity as Manager of MARLEY PARK PHASE II LLC, an Arizona limited liability company, on behalf of the latter limited liability company.

Jill K. Johnson
Notary Public

My Commission Expires:
Oct. 14, 2010

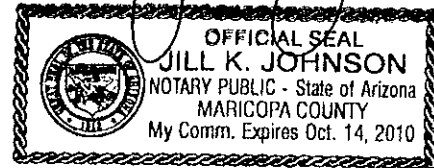


Exhibit "A -1"

Wood, Patel & Associates, Inc.
(602) 335-8500
www.woodpatel.com

November 9, 2006
WP# 052428.01
Page 1 of 2
See Exhibit "A"

PARCEL DESCRIPTION
Marley Park
Proposed Commercial Site – Lot 2

A parcel of land lying within Section 16, Township 3 North, Range 1 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the northeast corner of said Section 16, a Maricopa County Highway Department (MCHD) brass cap flush, from which the east quarter corner of said section, a brass cap flush, bears South 00°02'34" East (basis of bearing), a distance of 2633.62 feet;

THENCE along the east line of said section, South 00°02'34" East, a distance of 110.34 feet;

THENCE leaving said east line, South 89°57'26" West, a distance of 55.00 feet, to the westerly right-of-way line of Litchfield Road as shown on Map of Dedication (M.O.D.) for Waddell Road, Litchfield Road and Cactus Road, recorded in Book 839, Page 39, Maricopa County Records (M.C.R.);

THENCE along said westerly right-of-way line, South 00°02'34" East, a distance of 1209.73 feet, to the **POINT OF BEGINNING**;

THENCE continuing, South 00°02'34" East, a distance of 1219.81 feet;

THENCE leaving said westerly right-of-way line, South 45°20'18" West, a distance of 56.19 feet;

THENCE North 89°16'50" West, a distance of 393.63 feet, to the beginning of a curve;

THENCE westerly along said curve, having a radius of 1947.00 feet, concave northerly, through a central angle of 09°02'45", a distance of 307.39 feet, to a point of intersection with a non-tangent line;

THENCE North 11°36'21" West, a distance of 1251.15 feet;

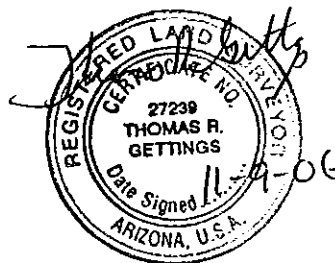
THENCE North 89°57'26" East, a distance of 990.14 feet, to the **POINT OF BEGINNING**.

Containing 24.7532 acres, or 1,078,249 square feet of land, more or less.

Subject to existing rights-of-way and easements.

This parcel description is based on the Map of Dedication for Waddell Road, Litchfield Road and Cactus Road recorded in Book 839, page 39, M.C.R. and other client provided information. This parcel description is located within an area surveyed by Wood, Patel & Associates, Inc. during the month of July, 2001 and any monumentation noted in this parcel description is within acceptable tolerance (as defined in Arizona Boundary Survey Minimum Standards dated 02/14/2002) of said positions based on said survey.

Y:\WP\Parcel Descriptions\052428.01 MP Proposed Commercial Site Lot 2.doc



WADDELL ROAD

NE CORNER
SECTION 16
T.3N., R.1W.
MCHD BRASS CAP FLUSH
POINT OF COMMENCEMENT

LINE TABLE		
LINE	BEARING	DISTANCE
L1	S00°02'34"E	110.34'
L2	S89°57'26"W	55.00'
L3	S45°20'18"W	56.19'
L4	N89°16'50"W	393.63'

CURVE TABLE			
CURVE	DELTA	RADIUS	ARC
C1	09°02'45"	1947.00'	307.39'

M.O.D. = MAP OF DEDICATION FOR
WADDELL ROAD, LITCHFIELD
ROAD AND CACTUS ROAD
BOOK 839, PAGE 39, M.C.R.

SWEETWATER AVE
N89°16'50"W 2642.13'
(TO THE CENTER OF SECTION 16)

EAST-WEST MID-SECTION
LINE OF SECTION 16
FINAL PLAT
MAP OF DEDICATION
FOR VERAMONTE
BOOK 684,
PAGE 33, M.C.R.

UNSUBDIVIDED

N11°36'21"W 1251.15'

POINT OF BEGINNING

N89°57'26"E 990.14'

PROPOSED
COMMERCIAL SITE
LOT 2

55' R.O.W.
PER M.O.D.

PROPOSED
53' R.O.W.
C1 L4 L3

EAST 1/4 CORNER
SECTION 16,
T.3N., R.1W.
BRASS CAP FLUSH

2429.54'
1209.73'
S00°02'34"E 2633.62'
(BASIS OF BEARING)

LITCHFIELD ROAD

EXHIBIT "A"

MARLEY PARK
PROPOSED COMMERCIAL SITE - LOT 2

11-09-06

WP# 052428.01

PAGE 2 OF 2

NOT TO SCALE

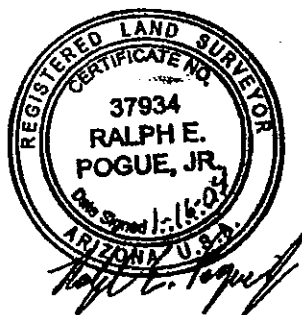
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2428L03-DB\DWG\2428L03.DWG

WOOD/PATEL

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



Exhibit "A -2"



January 16, 2004
WP #011442.82
Page 1 of 2
See Exhibit "A"

PARCEL DESCRIPTION
Marley Park – Reems and Cactus
Proposed Commercial Parcel

A parcel of land lying within Section 17, Township 3 North, Range 1 West, of the Gila and Salt River Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the southwest corner of said Section 17, a MCHD brass cap, from which the west quarter corner of said section, a ½-inch rebar, bears North 00°07'07" East, a distance of 2640.41 feet;

THENCE along the west line of said section, North 00°07'07" East, a distance of 93.82 feet;
THENCE leaving said west line, South 89°52'53" East, a distance of 65.00 feet to a line 65.00 feet easterly of and parallel with said west line of section and the **POINT OF BEGINNING**;

THENCE along said parallel line, North 00°07'07" East, a distance of 1150.61 feet;

THENCE leaving said parallel line, North 45°40'44" East, a distance of 56.01 feet;

THENCE South 88°45'39" East, a distance of 44.31 feet to the beginning of a curve;

THENCE easterly along said curve, having a radius of 1154.50 feet, concave northerly, through a central angle of 08°31'28", a distance of 171.77 feet, to the curve's end;

THENCE North 82°42'53" East, a distance of 44.73 feet;

THENCE South 00°07'01" West, a distance of 288.55 feet;

THENCE South 55°19'16" East, a distance of 406.93 feet;

THENCE South 00°07'07" West, a distance of 736.38 feet to a line 55.00 feet northerly of and parallel with the south line of said Section 17;

THENCE along said parallel line, North 88°49'53" West, a distance of 595.23 feet;

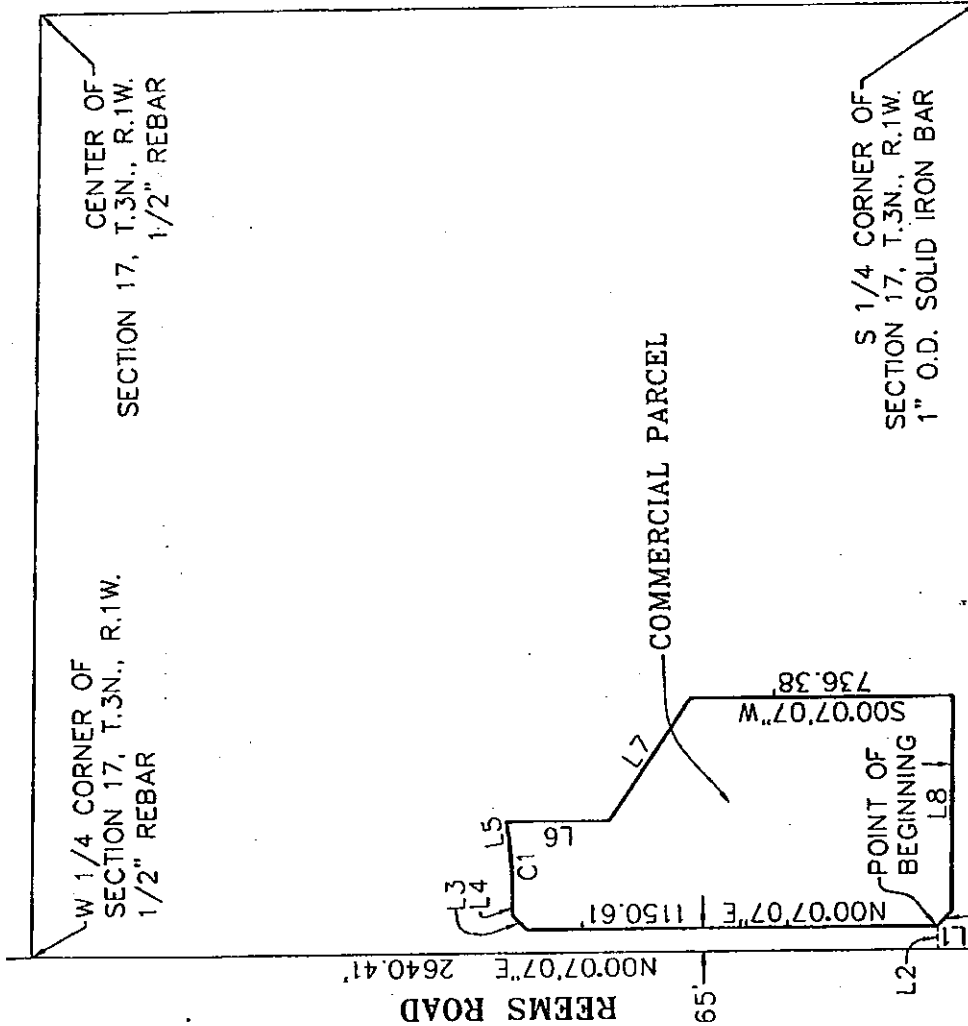
THENCE leaving said parallel line, North 44°21'23" West, a distance of 57.08 feet to the **POINT OF BEGINNING**.

Containing 15.0000 acres, or 653,401 square feet of land, more or less.

Subject to existing rights-of-way and easements.

This parcel description is based on the unrecorded ALTA Survey of Marley Park prepared by Wood/Patel, dated July 31, 2003, job number 031887.80 and other client provided information. This parcel description is located within an area surveyed by Wood/Patel during the month of July, 2003 and any monumentation noted in this parcel description is within acceptable tolerance (as defined in Arizona Boundary Survey Minimum Standards dated 02/14/2002) of said positions based on said survey.

Y:\WP\Parcel Descriptions\011442.82.Marley Park Reems & Cactus Proposed Commercial Parcel\011442.82.Marley Park Reems and Cactus Proposed Commercial Parcel
Parcel Description.doc



LINE TABLE		
LINE	BEARING	DISTANCE
L1	N00°07'07"E	93.82'
L2	S89°52'53"E	65.00'
L3	N45°40'44"E	56.01'
L4	S88°45'39"E	44.31'
L5	N82°42'53"E	44.73'
L6	S00°07'01"W	288.55'
L7	S55°19'16"E	406.93'
L8	N88°49'53"W	595.23'
L9	N44°21'23"W	57.08'

CURVE TABLE			
CURVE	DELTA	RADIUS	ARC
C1	08°31'28"	1154.50'	171.77'

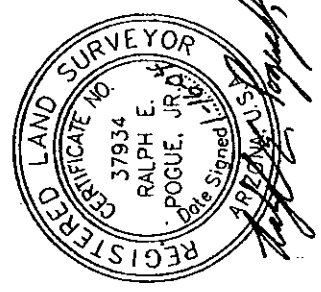


EXHIBIT "A"
 MARLEY PARK - REEMS & CACTUS
 PROPOSED COMMERCIAL PARCEL
 01-16-04
 WP#011442.82
 PAGE 2 OF 2
 NOT TO SCALE

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

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