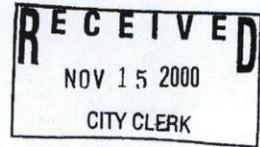


FILE

**A PLANNED AREA DEVELOPMENT
FOR THE
ARIZONA STATE LAND DEPARTMENT
STATE LAND 720**



October 20, 2000



**State Land 720
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1. INTRODUCTION

This development guide provides a project overview of the Planned Area Development (PAD) proposed for the approximate 720 acre parcel of state trust land generally located north of Lone Mountain Road and west of Lake Pleasant Road (hereinafter "Property"). This guide is intended to provide the City of Peoria with the information necessary to review and approve the requested PAD Zoning for this property.

OWNERSHIP

The property proposed for the P.A.D. is currently owned by the Arizona State Land Department.

LAND USE CONSISTENCY WITH ADOPTED GENERAL PLANS

The Property is currently designated as "Business Park / Industrial" on the Peoria Comprehensive Master Plan as approved by the Peoria City Council on July 7, 1998. The proposed PAD as set forth in this Planned Area Development is wholly consistent with the Business Park / Industrial designation and is precisely the type of land use and employment base which was envisioned for this property at the time the General Plan Amendment was approved.

2. SITE AREA

The site for this proposed PAD is located within the City of Peoria, Arizona as shown on the site location map enclosed as Exhibit 1. The property is comprised of a net site area of approximately 718.00 acres, and is located in a portion of the North half of Sections 15 and 16, and a portion of the South half of Sections 21 and 22, Township 5 North, Range 1 East of the Gila & Salt River Base & Meridian. The property is bounded on the east by Lake Pleasant Road and on the west by the Aqua Fria River. A legal description for the property is enclosed in Exhibit 2.

3. EXISTING SITE CONDITIONS

3.1 GENERAL

The property changes approximately 150 feet in elevation from the northeast to the southwest. The most prominent physical characteristic of the property is its division into two distinct elevations or shelves. These upper and lower shelves are separated by approximately 90 feet of vertical elevation. The upper shelf includes approximately 140 acres, falls approximately 18 feet from north to south, and fronts onto Lake Pleasant Parkway. The lower shelf includes more than 550 acres and could be divided further into sub parcels based on the existing drainage pattern. This lower shelf falls approximately 50 feet from north to south, and extends west to the flood plain boundary of the Agua Fria River, where the terrain abruptly falls approximately 40 feet into the river channel. A topography map of the site is enclosed as Exhibit 3.

The site is comprised of native vegetation and is traversed by numerous dirt roads. There is a man made earthen dam approximately 10 feet in height near the center of the site. This dam ponds water against the upstream side of the dam, creating a pond that is surrounded by dense vegetation. An aerial photograph of the property is enclosed as Exhibit 4.

3.2 FLOOD PLAIN STATUS

The Federal Emergency Management Agency (F.E.M.A.) National Flood Insurance Program Rate Map number 04013C0745F, dated December 3, 1993 and Rate Map number 04013C0765, shows the majority of subject property in a flood "Zone X" which include: areas of 500-year flood, areas of 100-year flood with average depths of less than 1 foot or with drainage areas of less than 1 square mile, and areas protected by levees from a 100-year flood. A small portion of the west edge of the property falls within the Aqua Fria River and is in flood "Zone AE" which is a special flood hazard area inundated by 100-year floods, and where the base flood elevations have been determined. A flood plain map is enclosed as Exhibit 11.

In 1996, Coe & Van Loo Consultants, Inc., prepared another flood plain delineation study which confirms that only a small portion of the west edge of the property is within the 100-year flood plain boundary. This small portion of the property will remain in its native condition.

4. SURROUNDING LAND USES

- North: The canal systems for the Central Arizona Project and the Beardsley Canal are to the north of the property. There is also vacant land under a mixture of private and public ownership.
- West: The entire frontage along the west property line is contiguous with the 100 year flood plain for the Agua Fria River.
- South: The land to the south is undeveloped and under a mixture of private and public ownership.
- East: The east property line shares approximately one-half mile of frontage along the Lake Pleasant Parkway. Further to the east is undeveloped property with a combination of private and public ownership.

5. PRELIMINARY DEVELOPMENT PLAN

The site is divided into two main sections, an upper zone and lower zone. The upper zone extends from Lake Pleasant Parkway to middle of the slope that separates the two zones. The lower zone extends from the middle of the slope to the Agua Fria River. These zones are shown in the Preliminary Development Plan, enclosed as Exhibit 5

The plan has been designed to provide the more traditional industrial / business park uses in the upper zone. Uses located in the lower zone will, for the most part, not be visible from Lake Pleasant Parkway. The various buildings and areas will be dispersed throughout the site to meet industry and Department of Defense (DOD) spacing requirements. The most predominate features of this PAD are: (i) the extremely low lot coverage,

(ii) extensive perimeter setbacks, and (iii) significant preservation of natural desert. For example, the PAD District of the Peoria Ordinance requires that buildings be setback a minimum of 20 feet from the perimeter of the property. This project will provide a minimum perimeter building setbacks of 75 to 200 feet. Roads will be constructed where possible on existing dirt roads further reducing the impact to the native desert.

Buildings in the lower zone may not meet each and every criteria set forth in the City of Peoria Design Review Manual do to the DOD requirements. A waive will be requested. Minor site plans for individual buildings within the PAD that are in conformance with the Preliminary Development Plan and the approved PAD shall be reviewed and approved administratively by City Staff. Major changes to the approved PAD and/or Preliminary Development Plan shall be referred to the Planning Commission in accordance with Section 14-33-4 of the City of Peoria Zoning Ordinance, and the City Council. Major site plans and conditional uses as outlined in the City of Peoria Zoning ordinance and this PAD will be subject to the planning and zoning commission approval.

6. PERMITTED USES

6.1 UPPER ZONE

- Any use permitted in the BPI Business Park Industrial District
- General and Administrative Offices
- Manufacture, assembly, indoor storage, and testing of energetic materials and systems

6.2 LOWER ZONE

- Any use permitted in the I-2 General Industrial District
- General and Administrative Offices
- Manufacture, assembly, storage, and testing of energetic materials and systems
- Waste material handling, storage, and treatment as permitted by state and federal governments

7. PERMITTED CONDITIONAL USES

Any conditional use permitted, and as regulated, in the PI-1 Planned Light Industrial District.

8. PERMITTED ACCESSORY USES

- Accessory buildings, structures and uses customarily incidental to a permitted use, except as otherwise provided.
- Business signs.
- Temporary buildings and yards incidental to construction of the proposed development.

9. DEVELOPMENT STANDARDS

The intent of Peoria's Planned Area Development (PAD) District is to "accommodate, encourage, and promote innovatively designed developments combining the unique development requirements of the project within the existing environment, which together form an attractive and harmonious unit of the community". The following Development Standards have been prepared specifically for this property and should be used by the City of Peoria Staff as the guide for the review and evaluation of proposed development on this property.

Unless otherwise specified herein, all development shall conform with the adopted codes, policies, and ordinance of the City of Peoria. The site shall conform with development standards set forth for the BPI Business Park Industrial District in the upper zone and with the I-2 General Industrial District in the lower zone except as modified below.

In addition, the site will comply with Department of Defense (DOD) building requirements as per DOD 4145.26M contractor safety manual or as otherwise approved by the DOD. In the event of a conflict with the City of Peoria Building Codes, the DOD regulations will supercede. Fire protection requirements will meet the DOD requirements and will be approved by the City of Peoria.

Improvements along Lake Pleasant Parkway shall be consistent with Lake Pleasant Parkway Corridor Specific Area Plan.

9.1 LOT COVERAGE

Maximum lot coverage for the overall site will not exceed 20% of the net site area.

- Upper Zone: Lot coverage in the upper zone shall not exceed 35%.
- Lower Zone: Lot coverage in the lower zone shall not exceed 15%.

9.2 BUILDING AND LANDSCAPE SETBACKS

The minimum building and landscape setbacks proposed for the project shall be as follows:

- Lake Pleasant Parkway: 75 feet from the public right-of-way line.
- Upper Zone: The remaining, minimum perimeter building setbacks in the upper zone shall be 75 feet. Interior building setbacks shall be in conformance with the I-1 Light Industrial District 14-17.
- Lower Zone: The minimum perimeter building setback in the lower zone shall be 200 feet. Interior building setbacks shall be in conformance with the I-2 Industrial District 14-18. The building setbacks are shown in Exhibit 6.

9.3 OPEN SPACE

The land area to be established as open space will include the side slope separating the upper and lower zones. The frontage along Lake Pleasant Parkway and the main entrance drive will be enhanced with additional landscaping. A multi-use path in accordance with the City of Peoria Trails Master Plan will be built along Lake Pleasant Parkway. Fences along the western boundary will be set back from the property line fifteen feet to provide room for a pedestrian path to be built. Applicant or assignee will pay a fair share for the construction of this path prior to completion of first phase of development. While there will be improvements placed throughout the balance of the property, the limited site development and the internal setback criteria between structures will create a land area that will be preserved in its native condition. A minimum of 50% of the site area will remain as unimproved open space.

The existing stock pond on the site will be maintained and may be improved for employee recreational purposes.

9.4 BUILDING HEIGHT

- Upper Zone: Maximum building height shall be 48 feet as defined in the Peoria BPI Zoning Ordinance.
- Lower Zone: Maximum building height shall be 60 feet as defined in the Peoria I-2 Zoning Ordinance.

9.5 SCREENING / FENCING

The applicant intends to provide both perimeter fencing as well as security fencing where on-site conditions warrant additional protection.

- Lake Pleasant Parkway: Fencing along Lake Pleasant Parkway will be an 8 foot high decorative fence built from a combination of wrought iron and concrete masonry and will be continuous except for entrance gates. The fence will be setback a minimum of 50 feet from the Lake Pleasant Parkway.
- Perimeter: Fencing along the remaining perimeter (north, south, and west property lines) will be either a chain link up to 8 feet high or barb wire up to 5 feet high.
- Interior: Fencing maybe setup in the interior around specific buildings for security purposes. This fencing shall be a combination of chain link fencing with razor wire at the top with a maximum height of 12 feet.

9.6 LANDSCAPING

Landscaping improvements will be added to: the frontage along Lake Pleasant Parkway and shall conform with intent of the Lake Pleasant Parkway Specific Area Plan; the main entrance; and the secondary service entrance. The applicant shall designate all areas to receive additional landscape improvements. These improvements will comply

with the Peoria Zoning Ordinance: Section 14-35 Landscape Requirements with the following exceptions.

- The on-site landscape requirement for the upper zone will be 2% of the upper zone net site area of approximately 140 acres. This will include landscaping to enhance the perimeter of buildings.
- There will be no minimum on-site landscaping requirement for the lower zone.
- Parking areas in the upper zone will meet the Peoria Zoning Ordinance: Section 14-35 Landscape Requirements.
- Parking areas in the lower zone will not require landscaping.
- Portions of the site that are not developed will be left in there natural undeveloped state.

The salvage of specimen landscape material and the selection of indigenous trees, shrubs, groundcovers, cacti, native grasses and wildflowers will be used in quantities and massing. The landscape design will include a native plant inventory and salvage plan for all disturbed areas prior to site plan approval. The native plant inventory will include trees greater than four-inch caliper, saguaro and ocotillo cactus. Turf will be limited to common recreational areas only for employee use. The Conceptual Master Plant Schedule is enclosed as Exhibit 7. The Conceptual Plan for the Main Entrance to the facility is enclosed as Exhibit 8.

9.7 INTERIOR ROADWAYS AND CIRCULATION

Access to the site will be through a minimum of two entrances located along Lake Pleasant Parkway. Both entrances will have median breaks in Lake Pleasant Parkway to allow full turning movements at locations approved by the City of Peoria.

The main interior roadway running between the various development units on the property (as shown on the Preliminary Development Plan) will be improved as a standard road section as shown in Exhibit 9. This roadway will be used to provide access in both the upper and lower zones.

A pathway system may also be built throughout the site. The paths will be 8-12 feet in width and will be paved or use a dust control system.

9.8 SITE LIGHTING

Site lighting shall be a maximum of 25 feet in height. All fixtures shall conform to the "Dark Sky Ordinance" and appropriate provisions of the Peoria Zoning Ordinance.

9.9 PARKING

Applicant will provide on-site parking and loading to meet the minimum standards of Section 14-23: Parking and Loading Requirements, of the Peoria Zoning Ordinance with the following exceptions:

- The total number of parking spaces will be calculated based on the total adjusted square footage of the occupancy types of occupied buildings only. Spaces will then be distributed throughout the site to accommodate the needs of the various buildings.
- Applicant may provide covered parking areas.
-
- Parking space may, or may not, be provided at unoccupied buildings or structures.
- All parking stalls shall meet the standard stall size.

9.10 SIGNAGE

The applicant shall provide signage in accordance with the minimum standards of Peoria Zoning Ordinance Section 14-34: Signs and the Lake Pleasant Parkway Corridor Specific Area Plan.

9.11 SLOPE ANALYSIS

A map showing the slope analysis of the site is enclosed as Exhibit 10.

9.12 OUTDOOR STORAGE

Outdoor storage shall not be permitted in the upper zone. Outdoor storage shall be permitted in the lower zone. The outdoor storage of all materials shall be screened as required in section 14-3-15.

9.13 WASTE MATERIAL HANDLING.

Any waste material handling on-site will comply with Federal, State and local laws and regulations. All storage of materials will be in covered areas that are identified either within buildings or in separate storage buildings. Disposal of waste could involve both off-site disposal and on-site treatment. Any waste disposed of on-site will utilize a specially constructed thermal treatment unit or shall consist of the burning of materials in small quantities in conformance with Federal and State regulations and permits.

10. INFRASTRUCTURE / UTILITIES

10.1 GRADING, DRAINAGE, AND RETENTION

A system of Retention/Detention will be used to keep the post-construction flow rates leaving the project site equal to or less than the pre-construction flow rates. Culverts will be used where needed to convey the 100-year storm under the roadways providing 100-year weather access to each building.

10.2 WATER SERVICE

Potable water services will be provided to satisfy demands associated with this proposed development. The following options for providing potable water will be considered:

- Tie into the existing City of Peoria's water distribution system
- Develop an on-site private well
- Develop an on-site public production well in conjunction with the City of Peoria (City to participate in the cost).

10.3 SEWER SERVICE

Sewer service will be designed according to the City of Peoria design guidelines, and will accommodate peak daily flows. The following options for providing sewer services will be considered:

- Tie into existing City of Peoria's sanitary sewer system
- Construct septic systems
- Construct an on-site waste water treatment package plant

11. ARCHITECTURAL DESIGN & APPEARANCE

11.1 GENERAL

The proposed architecture for this facility shall incorporate materials and construction techniques that compliment the native southwest environment. The design theme will be contemporary in nature and shall include standards for building materials, colors, structural massing, etc., using architectural treatments that will create visual unity, continuity, and an identifiable character for the PAD. The structures situated in the upper zone will be of compatible design to establish a visual reference for the architectural theme. Structures in the lower zone may vary substantially in size and use. The first phase development shall establish the design theme for the project and shall be used as the reference for future improvements on the upper zone.

In addition, the site will comply with Department of Defense (DOD) building requirements as per DOD 4145.26M contractor safety manual or as otherwise approved by the DOD. In the event of a conflict with the City of Peoria Building Codes, the DOD regulations will supercede. Fire protection requirements will meet the DOD requirements and will be approved by the City of Peoria.

11.2 CONSTRUCTION MATERIALS

- WALLS
 - a) Concrete Masonry Units (CMU) such as; scored, split faced, founders block, etc., which may be incorporated into a pattern using a standard finish or stucco for the major plane surface.
 - b) Tilt-up concrete or pre-cast panels provided that surfaces are treated with an architectural finish such as; exposed aggregate, stucco, sand blast, or form liners.
 - c) Pre-finish panels provided that surfaces are finished with an architectural finish such as; exposed aggregate, stucco, sand blast, or form liners.
 - d) Granite, marble, or other natural stone such as flagstone or slate would be used as an accent material.
 - e) Metal panels. In the upper zone panels will have an architectural finish such as exposed aggregate or stucco. In the lower zone panels will be at a minimum painted to match the primary color of the exterior elevations of other adjacent buildings.
- ROOFS

Visible roof surfaces may use concrete, clay, or metal tile system, or standing-seam metal. Parapet walls may also be incorporated to screen mechanical equipment. Flat roofs shall be finished with a tan aggregate surface compatible with the exterior wall color.
- COLORS

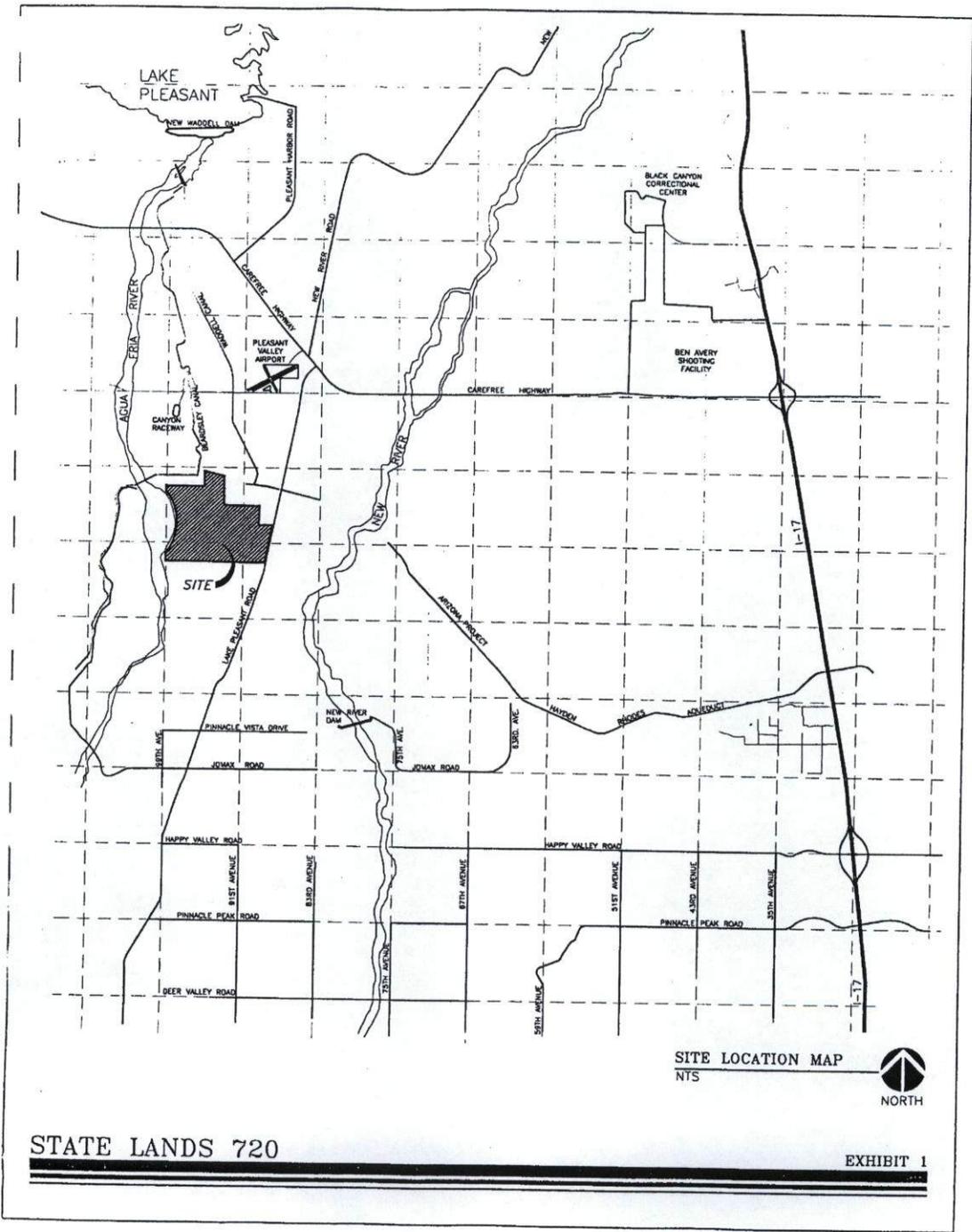
Colors should be used to create visual harmony within the project site. Appropriate colors should include, but not be limited to:

 - a) Desert hues and other earth tones including light brown, cream and tan
 - b) Colors appearing in natural stone utilized in buildings
 - c) Red and oranges appearing in brick utilized in buildings or in roof tiles
 - d) Natural wood tones used as an architectural feature only.

12. PHASING

The first phase will include the buildings on the upper zone, landscaping, and the infrastructure necessary to access those buildings from Lake Pleasant Parkway. This first phase will also include perimeter landscaping along Lake Pleasant Parkway and perimeter fencing around the project. The applicant will submit plans for each phase to the City of Peoria Staff to ensure properly and orderly development and will build infrastructures to support each new phase as development progresses.

Exhibit 1
Site Location Map



STATE LANDS 720

SITE LOCATION MAP
NTS



EXHIBIT 1

Exhibit 2
Legal Description

STATE LAND 720
LEGAL DESCRIPTION

A PARCEL OF LAND SITUATE IN THOSE PORTIONS OF SECTIONS 15, 16, 21 AND 22, TOWNSHIP 5 NORTH, RANGE 1 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTH QUARTER CORNER OF SAID SECTION 16 FROM WHICH THE NORTHEAST CORNER OF SAID SECTION 16 BEARS SOUTH 89°35'24" EAST, A DISTANCE OF 2645.13 FEET;

THENCE SOUTH 00°15'00" WEST ALONG THE WESTERLY LINE OF THE NORTHEAST QUARTER OF SAID SECTION 16, A DISTANCE OF 243.07 FEET TO THE TRUE POINT OF BEGINNING;

THENCE SOUTH 76°41'35" EAST ALONG THE SOUTHERLY RIGHT OF WAY LINE OF THE GRANITE REEF AQUEDUCT REACH 9 AS SHOWN ON SHEET 3 OF 3 OF THE UNITED STATES BUREAU OF RECLAMATION PLANS JOB NUMBER 344-330-1629, A DISTANCE OF 1,367.13 FEET;

THENCE SOUTH 00°42'43" EAST ALONG THE WESTERLY LINE OF THE PROPERTY DESCRIBED IN DOCUMENT RECORDED AT INSTRUMENT NUMBER 95-0357829 MARICOPA COUNTY RECORDERS OFFICE, MARICOPA COUNTY, ARIZONA AND AS SHOWN ON THE BOUNDARY SURVEY PREPARED BY KARL M. MORTENSEN R.L.S. NO. 25393, A DISTANCE OF 2,063.30 FEET;

THENCE SOUTH 89°23'46" EAST ALONG THE SOUTHERLY LINE OF THE ABOVE MENTIONED PROPERTY, A DISTANCE OF 1,366.39 FEET TO THE EAST QUARTER CORNER OF SAID SECTION 16 AS SET BY KARL M. MORTENSEN R.L.S. NO. 25393;

THENCE SOUTH 89°40'23" EAST, A DISTANCE OF 1045.82 FEET;

THENCE SOUTH 01°11'47" WEST, A DISTANCE OF 1,321.17 FEET;

THENCE SOUTH 89°40'12" EAST, A DISTANCE OF 928.58 FEET;

THENCE SOUTH 10°59'37" WEST ALONG A LINE PARALLEL WITH AND 33.00

FEET WESTERLY OF THE CENTER LINE OF THE ASPHALT PAVEMENT OF LAKE PLEASANT ROAD AS SHOWN ON THE DESIGNATED COUNTY ROAD, A PLAT RECORDED AT BOOK 21, PAGE 20 MARICOPA COUNTY RECORDERS OFFICE, MARICOPA COUNTY , ARIZONA, A DISTANCE OF 2,687.80 FEET;

THENCE NORTH 89°37'17" WEST, A DISTANCE OF 1,501.78 FEET;

THENCE NORTH 89°11'00" WEST, A DISTANCE OF 2,642.18 FEET;

THENCE SOUTH 89°56'49" WEST, A DISTANCE OF 2,649.41 FEET;

THENCE NORTH 00°01'20" EAST ALONG THE WESTERLY LINE OF THE NORTHWEST QUARTER OF SECTION 21, A DISTANCE OF 595.95 FEET TO THE BEGINNING OF A NON-TANGENT CURVE, CONCAVE WESTERLY, WHOSE RADIUS POINT BEARS NORTH 51°10'02" WEST, A DISTANCE OF 3,407.62 FEET;

THENCE NORTHERLY ALONG SAID CURVE TO THE LEFT, THROUGH A CENTRAL ANGLE OF 77°47'36", AN ARC DISTANCE OF 4,626.70 FEET TO A POINT OF NON-TANGENCY;

THENCE NORTH 00°04'59" WEST ALONG THE WESTERLY LINE OF THE NORTHWEST QUARTER OF SECTION 16,, A DISTANCE OF 414.61 FEET;

THENCE SOUTH 89°17'44" EAST, A DISTANCE OF 2,637.19 FEET;

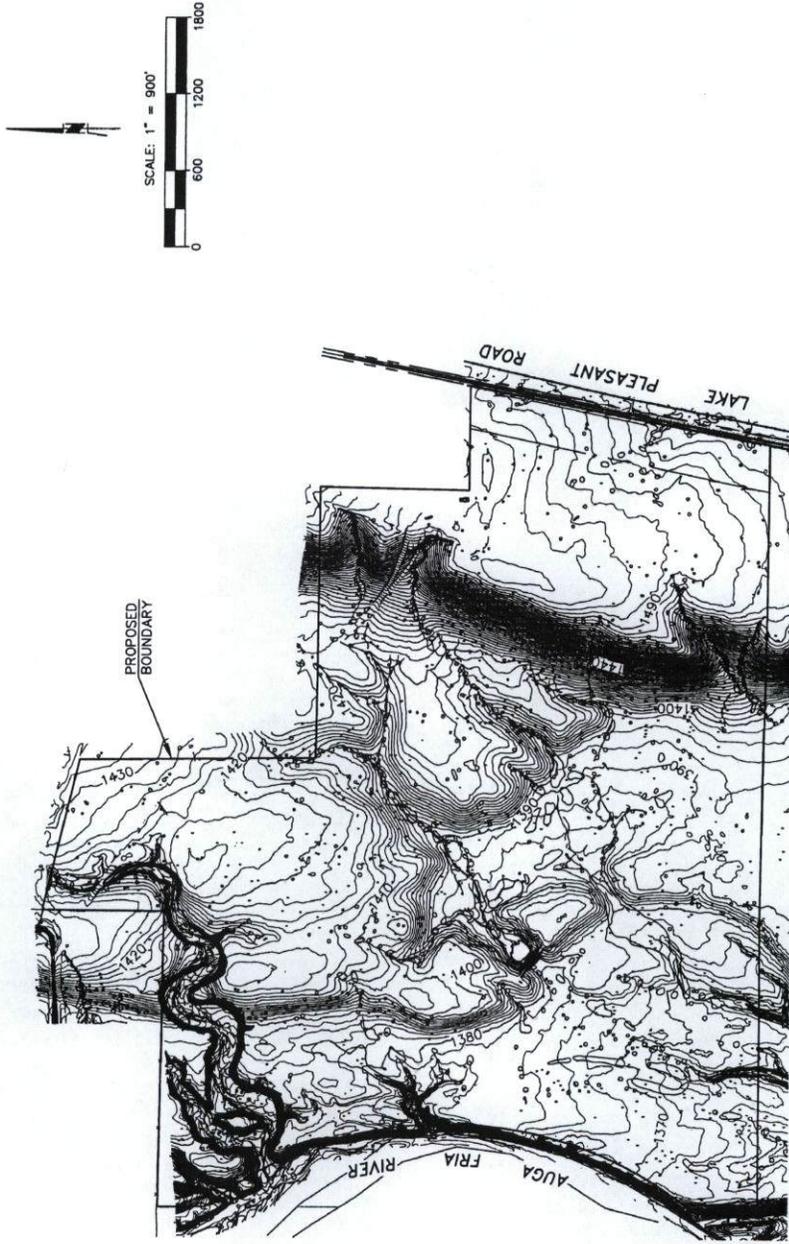
THENCE NORTH 00°15'00" EAST, A DISTANCE OF 1,060.22 FEET TO THE TRUE POINT OF BEGINNING.

THE ABOVE DESCRIBED PARCEL OF LAND CONTAINS 31,276,129 SQUARE FEET OR 718.0011 ACRES.



Exhibit 3
Topography Map

TOPOGRAPHIC EXHIBIT

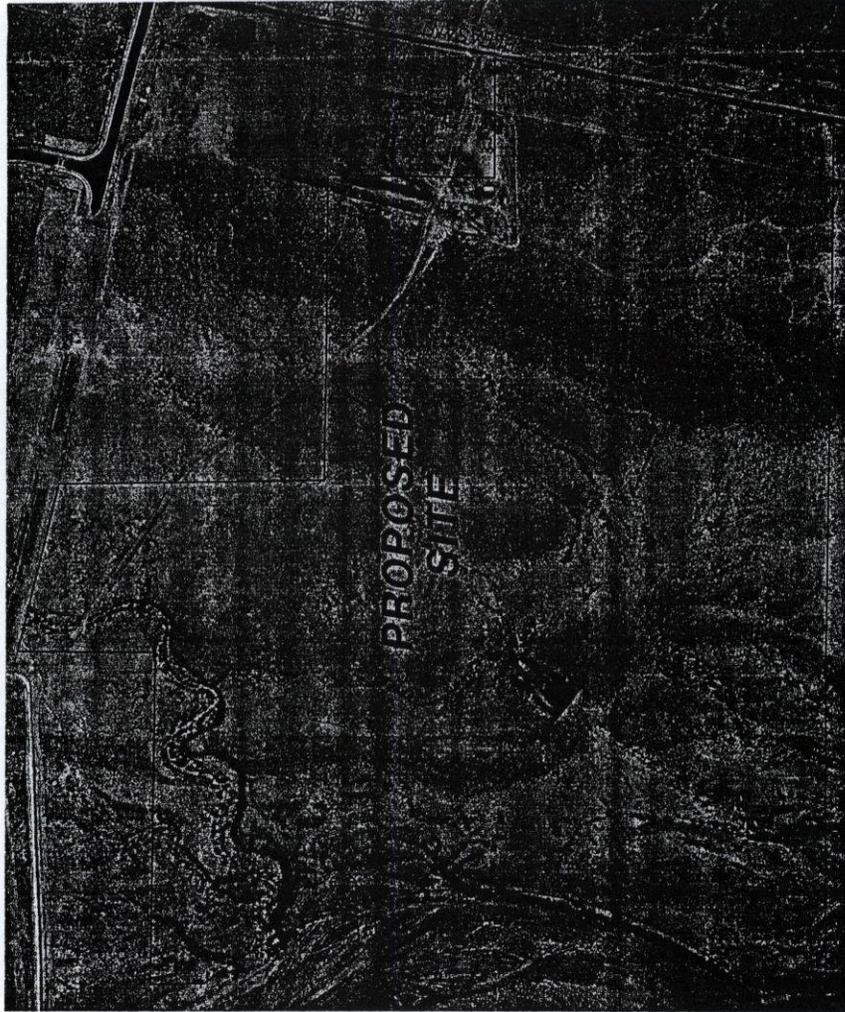


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(602) 467-2525 / FAX (602) 467-2520

RBF# 98531
DATE: 08/21/2000

Exhibit 4
Aerial Photograph

AERIAL EXHIBIT



RBF
CONSULTING

PLANNING ■ DESIGN ■ CONSTRUCTION

16605 NORTH 28TH AVENUE, SUITE 100
PHOENIX, ARIZONA 85033-7550
602.467.2200 • FAX 602.467.2201 • www.RBF.com

RBF# 98531
DATE: 05/24/2000

Exhibit 5
Preliminary Development Plan

Exhibit 6
Building Setbacks

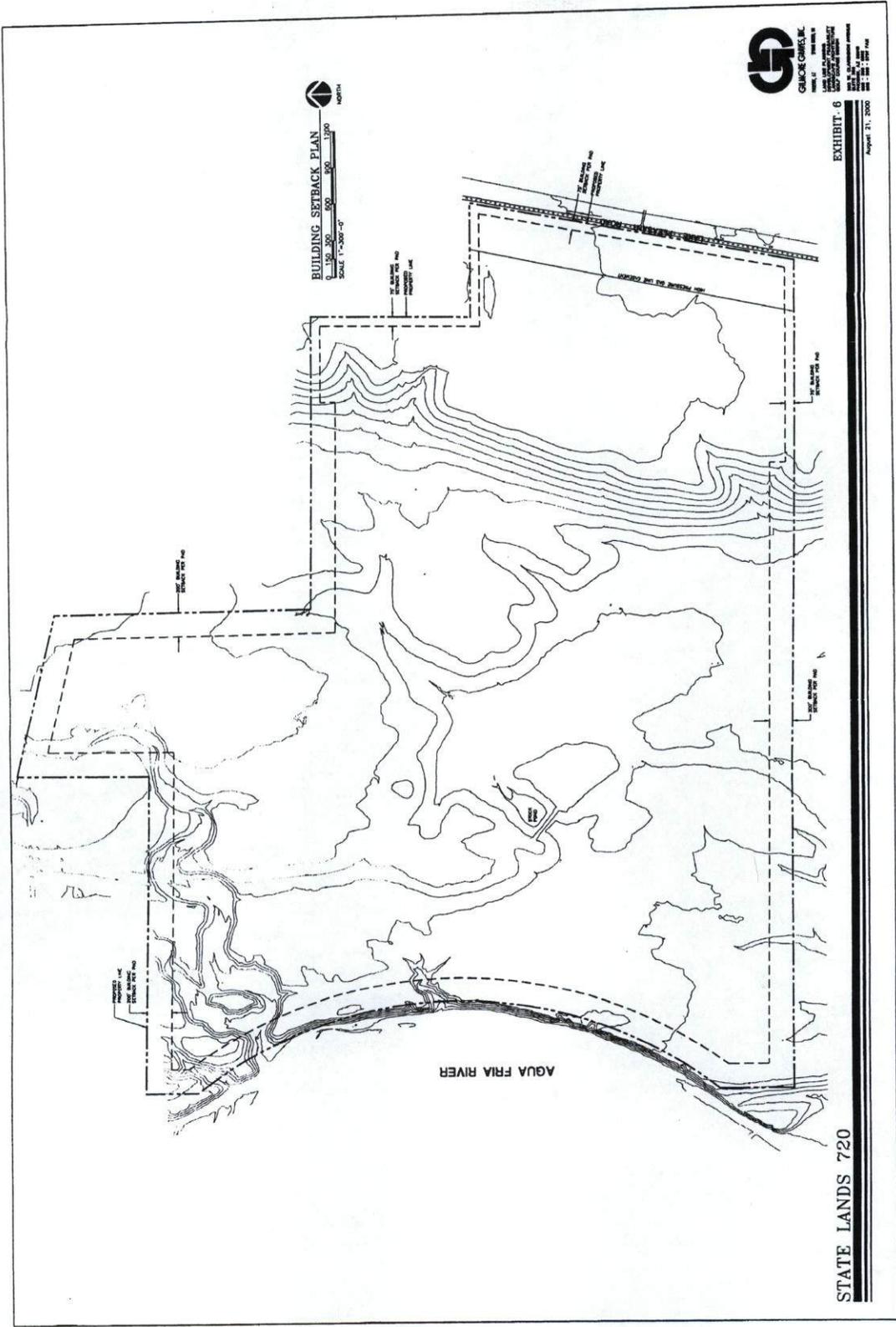


Exhibit 7
Conceptual Master Plant Schedule

PRELIMINARY PLANT SCHEDULE

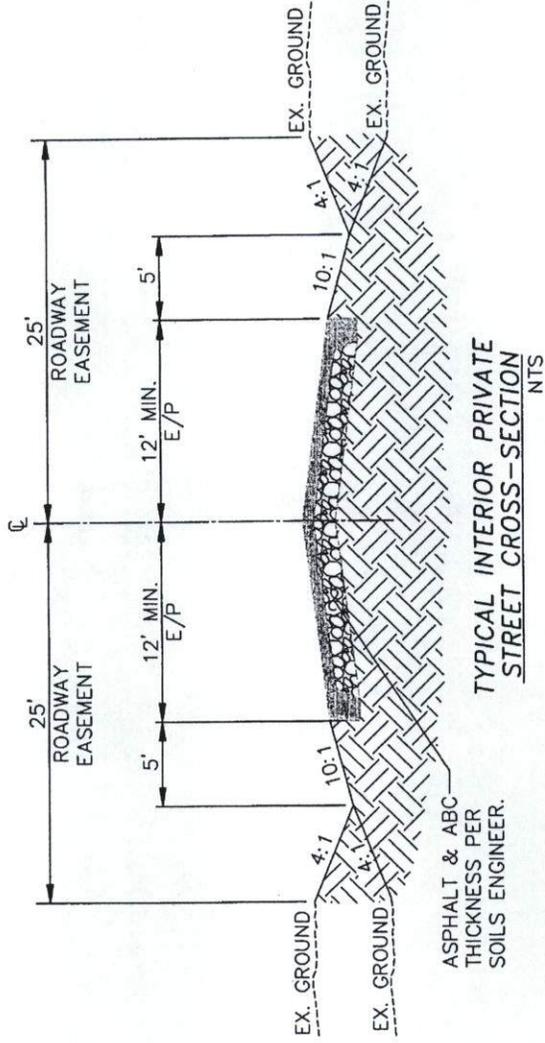
BOTANICAL NAME	COMMON NAME
ACCENTS / SUCCULENTS	
AGAVE SPP.	AGAVE
ALOE SPP.	ALOE
BULBINE FRUTESCENS	BULBINE
CARNEGIA GIGANTEA	SAGUARO
CEREUS SPP.	CEREUS
DASYLIRION WHEELERI	DESERT SPOON
ECHINOCEREUS GRUSONII	GOLDEN BARREL
ECHINOCEREUS ENGELMANNII	ENGLEMANN'S HEDGEHOG
FEROCACTUS SPP.	BARREL CACTUS
FOUQUIERIA SPLENDENS	OCOTILLO
HESPERALOE PARVIFLORA	RED YUCCA
HESPERALOE FUNIFERA	GIANT HESPERALOE
OPUNTIA SPP.	PRICKLY PEAR
OPUNTIA SPP.	CHOLLA
STENOCEREUS THURBERI	ARIZONA ORGAN PIPE
YUCCA SPP.	YUCCA
GROUNDCOVER	
ACACIA REDOLENS	TRAILING ACACIA
BACCHARIS HYBRID 'STARN' tm	DESERT BROOM HYBRID
DALEA CAPITATA 'SIERRA GOLD'	SIERRA GOLD DALEA tm
DALEA GREGGII	PROSTRATE INDIGO BUSH
LANTANA MONTEVIDENSIS	TRAILING LANTANA
OENOTHERA BERLANDIERI	MEXICAN EVENING PRIMROSE
VERBENA RIGIDA	SANPAPER VERBENA
REVEGETATION SEED MIX	
SONORAN DESERT SHRUBS REVEGETATION MIX	
SONORAN GRASS MIX	
SONORAN DESERT NATIVE WILDFLOWER MIX	
MATERIAL	
DECOMPOSED GRANITE	PALOMINO GOLD'
WEATHERED GRANITE BOULDERS	SURFACE SELECT

PRELIMINARY PLANT SCHEDULE

BOTANICAL NAME	COMMON NAME
TREES	
ACACIA SPP.	ACACIA
CERCIDIUM SPP.	PALO VERDE
CHILOPSIS LINEARIS	DESERT WILLOW
OLNEYA TESOTA	DESERT IRONWOOD
PITHECELLOBIUM SPP.	EBONY
PROSOPIS SPP.	MESQUITE
SHRUBS	
AMBROSIA DELTOIDEA	TRIANGLE LEAF BUR-SAGE
ANISCANTHUS SPP.	DESERT HONEYSUCKLE
ASCLEPIAS SUBULATA	DESERT MILKWEED
BAILEYA MULTIRADIATA	DESERT MARIGOLD
CAESALPINIA SPP.	BIRD OF PARADISE
CALLIANDRA SPP.	FAIRY DUSTER
CASSIA (SENNA) SPP.	CASSIA
CHRYSACTINIA MEXICANA	DAMIANITA
CONVOLVULUS CNEORUM	BUSH MORNING GLORY
CORDIA PARVIFOLIA	LITTLE LEAF CORDIA
DALEA SPP.	INDIGO BUSH
DODONAEA VISCOSA	HOP BUSH
ENCELIA FARINOSA	BRITTLE BUSH
ERIMOPHILA SPP.	EMU BUSH
ERICAMERIA LARICIFOLIA	TURPENITNE BUSH
ERIOGONUM SPP.	BUCKWHEAT
GUARA LINDHEIMERI	GUARA SP.
JUSTICIA SPP.	MEXICAN HONEYSUCKLE
LARREA TRIDENTATA	CREOSOTE BUSH
LEUCOPHYLLUM SPP.	TEXAS SAGE
MUHLENBERGIA SPP.	DEER GRASS
PENSTEMON SPP.	PENSTEMON
RUELLIA PENINSULARIS	BAJA RUELLIA
SALVIA SPP.	SAGE
SIMMONDSIA CHINENSIS	JOJOBA
VIGUIERA DELTOIDEA	GOLDEN EYE
ZEXMANIA HISPIDA	DEVIL'S RIVER

Exhibit 8
Conceptual Entry & Master Landscape Theme

Exhibit 9
Interior Road Cross Section

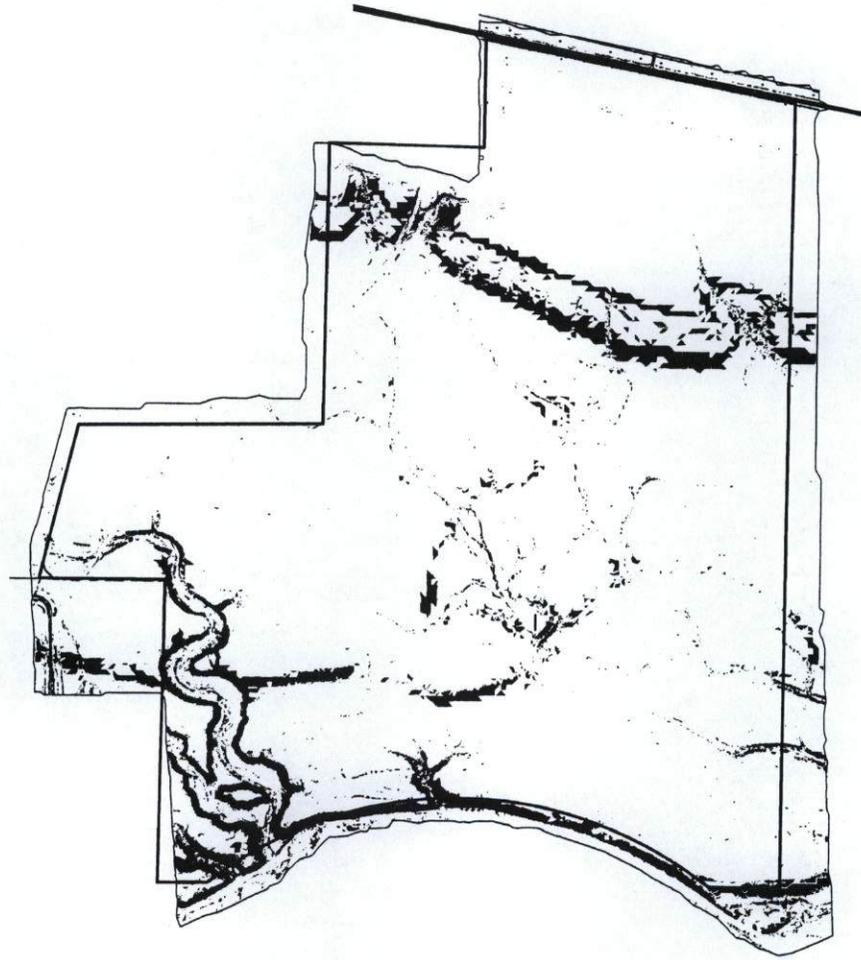


TYPICAL INTERIOR PRIVATE STREET CROSS-SECTION
NTS

ASPHALT & ABC THICKNESS PER SOILS ENGINEER.

Exhibit 10
Hill Side Analysis

SLOPE ANALYSIS EXHIBIT



SLOPE ANALYSIS

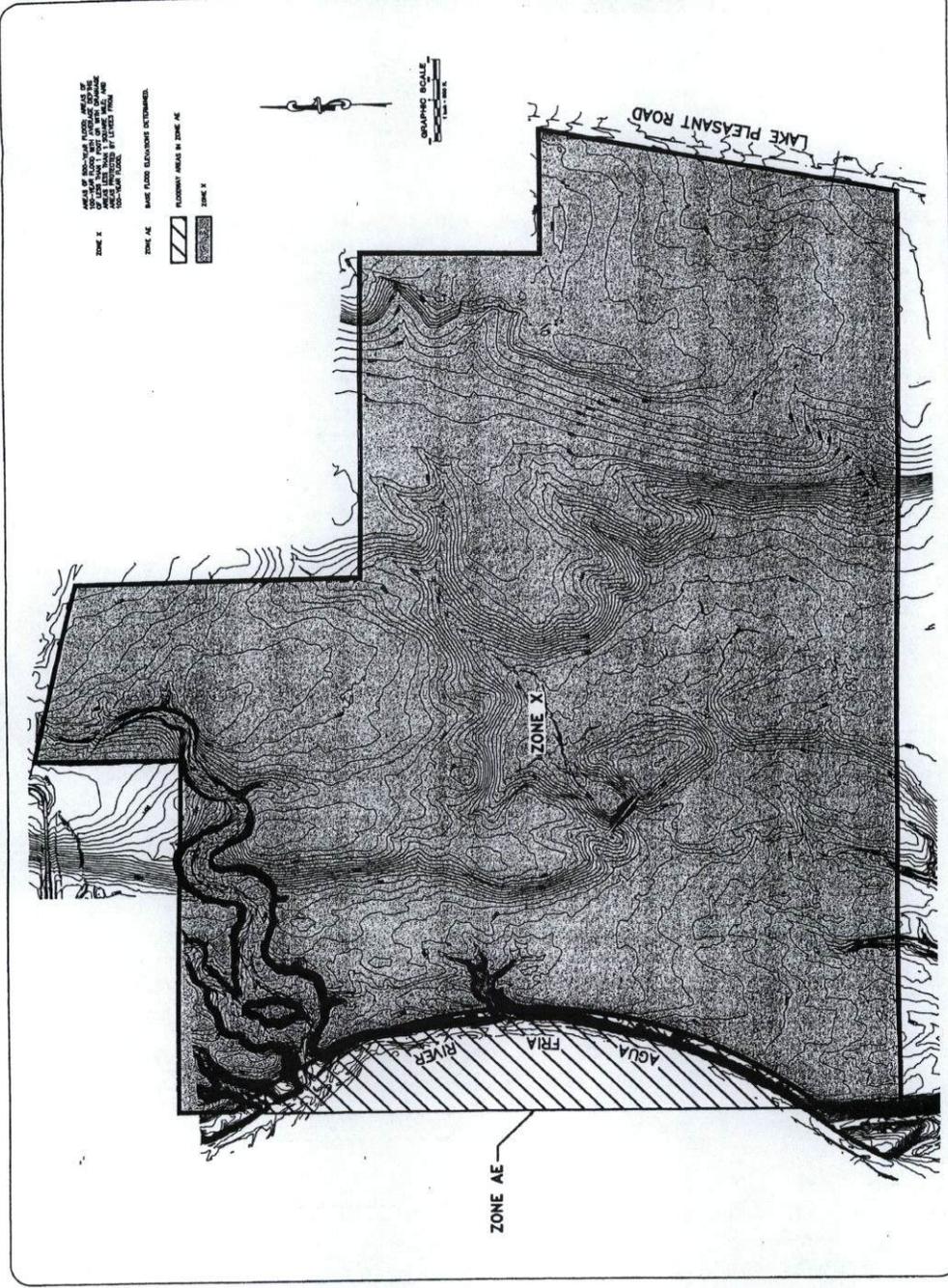
Slope (%)	Area (Ac)
0.00 TO 5.00	71.2
5.00 TO 10.00	15.5
10.00 TO 15.00	11.04
15.00 TO 20.00	4.4
20.00 TO 25.00	2.37
25.00 TO 30.00	0.8
30.00 TO 100.00	2.4
Total	117.28

Robert Dean Williams & Associates
 PROFESSIONAL ENGINEERS, ARCHITECTS & SURVEYORS
 1001 N. 10TH ST., SUITE 100
 DENVER, CO 80202

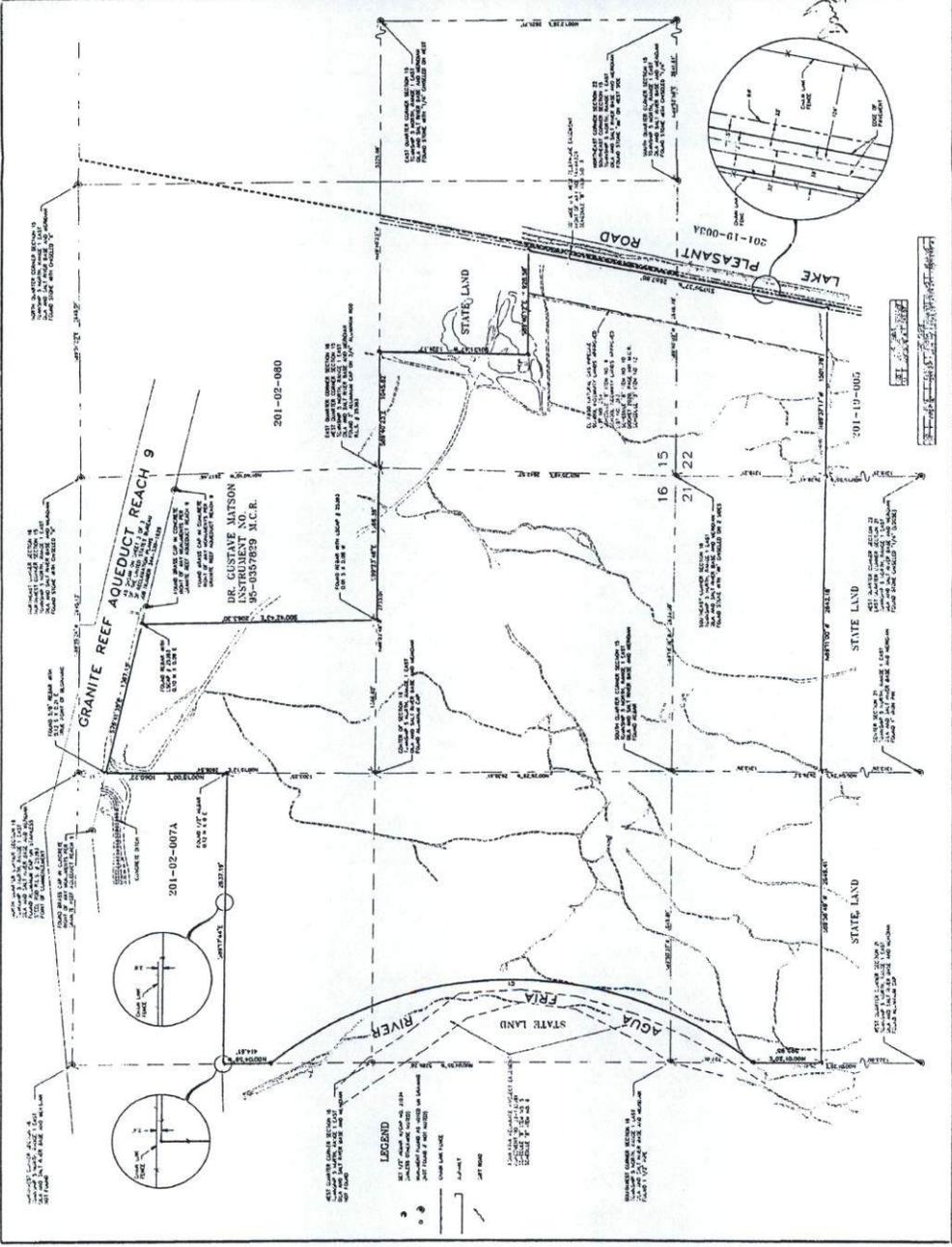
Exhibit 11
Flood Plain Map

FLOOD ZONE MAP EXHIBIT

1 of 1
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Appendix A
ALTA Survey



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OFFICIAL RECORDS OF
 MARICOPA COUNTY RECORDER
 HELEN PURCELL 02:46
 2000-0902737 11/27/2000
 1 of 4

RETURN TO: CITY CLERK
 8401 W. MONROE ST.
 PEORIA, AZ 85345

ORDINANCE NO. 00-131

AN ORDINANCE OF THE CITY OF PEORIA, MARICOPA COUNTY, ARIZONA INITIALLY ZONING PROPERTY FROM AGRICULTURAL (AG) ZONING DISTRICT TO PLANNED AREA DEVELOPMENT (PAD) ZONING DISTRICT; AMENDING THE ZONING MAP AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the City of Peoria Planning and Zoning Commission held a public hearing on October 19, 2000 in zoning case Z 00-15 in the manner prescribed by law for the purpose of considering an amendment to the district boundaries of property within the City of Peoria, Arizona to provide for initial rezoning of parcels of property as described below from Agricultural (AG) zoning district to Planned Area Development (PAD) zoning district as provided in Article 14-22 of Chapter 14 of the Peoria City Code (1977 edition);

WHEREAS, due and proper notice of such Public Hearing was given in the time, form, substance and manner provided by law including publication of such notice in the Peoria Times on September 29, 2000 and

WHEREAS, the City of Peoria Planning and Zoning Commission has recommended to the Mayor and the Council of the City of Peoria, Arizona, the initial zoning of property as aforesaid and the Mayor and the Council of the City of Peoria, Arizona desires to accept such recommendation and rezone the property as described below as aforesaid.

NOW, THEREFORE BE IT ORDAINED by the Mayor and Council of the City of Peoria, Arizona that:

SECTION 1. A parcel of land in Maricopa County, Arizona accurately described in Attachment A to this Ordinance, is hereby rezoned from Agricultural (AG) zoning district to Planned Area Development (PAD) zoning district.

SECTION 2. That the rezoning herein provided for is in compliance with the following:

1. Development shall be in compliance with State Land 720 Standards and Regulations on October 24, 2000.

9. a
10. The improvement details
11. All access and fire access
12. The applicable Zoning District regulation.
13. The applicant shall comply with Zoning Ordinance regulation.

2. Development shall be in compliance with the City of Peoria Lake Pleasant Parkway Corridor Specific Area Plan and the City of Peoria Design Review Manual except for those buildings that shall comply with Department of Defense guidelines.
 3. Developer shall provide a Traffic Study to the City and receive approval prior to Site Plan approval.
 4. Developer shall provide a Native Plant Study prior to Site Plan approval prior to Site Plan approval.
 5. The Planning and Zoning Commission and City Council approval shall be required for all amendments to the approved P.A.D.
 6. Unless otherwise specified in the P.A.D. all development shall conform to the adopted codes, policies, and ordinances of the City of Peoria.
 7. Development shall be in compliance with the City of Peoria Hillside Development Overlay District.
 8. Developer shall construct a 10' multi-use path adjacent to the Lake Pleasant Parkway as required in the City of Peoria Rivers and Trails Plan. The developer shall move fence along the Agua Fria River to accommodate a 10' multi-use path as determined by the City of Peoria with the assistance of the Flood Control District of Maricopa County. Further, they shall provide their fair share to construct a multi-use path adjacent to the Agua Fria River.
 9. The City Engineer/Public Works Director prior to Site Plan approval will determine all bank stabilization requirements.
 10. The developer shall dedicate the required right of way and construct half-street improvements on Lake Pleasant Parkway, to include interim improvements and deceleration lanes as determined by the City Engineer/Public Works Director.
 11. All access roads will be required to be a minimum of 20' wide to accommodate fire accessibility.
 12. The applicant shall provide 5% improved open space as defined by the PAD Zoning District or obtain a variance from the Board of Adjustment to vary that regulation.
 13. The applicant shall comply with the landscape provisions of Section 14-35 of the Zoning Ordinance or obtain a variance from the Board of Adjustment to vary that regulation.
-

SECTION 3. Amendment of Zoning Map. The City of Peoria zoning map is herewith amended to reflect the change in districts referred to in Section 1 above.

SECTION 4. Effective Date. This Ordinance shall become effective at the time and in the manner prescribed by law.

PASSED AND ADOPTED by the Mayor and Council for the City of Peoria, Arizona this 6th day of Nov., 2000.



John C. Keegan, Mayor

November 7, 2000

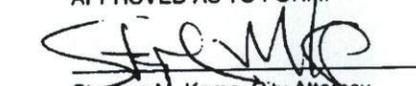
Date Signed





Janice L. Graziano, City Clerk

APPROVED AS TO FORM:



Stephen M. Kemp, City Attorney

Published in: Peoria Times Pub. Dates: November 10 & 17, 2000
Effective Date December 7, 2000

ATTACHMENT A:

Legal Description

A parcel of land situate in those portions of sections 15, 16, 21, and 22, township 5 north, range 1 east of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, more particularly described as follows:

Commencing at the north quarter corner of said section 16 from which the northeast corner of said section 16 bears south 89 degrees 35' 24" east, a distance of 2645.13 feet;

Thence south 00 degrees 15' 00" west along the westerly line of the northeast quarter of said section 16, a distance of 243.07 feet to the true point of beginning;

Thence south 76 degrees 41' 35" east along the southerly right of way line of the granite reed aqueduct reach 9 as shown on sheet 3 of 3 of the United States Bureau of Reclamation plans job number 344-330-1629, a distance of 1367.13 feet;

Thence south 00 degrees 42' 43" east along the westerly line of the property described in document recorded at instrument number 95-0357829 Maricopa County Recorders Office, Maricopa County, Arizona and as shown on the boundary survey prepared by Karl M. Mortensen R.L.S. No. 25393, a distance of 2,063.30 feet;

Thence south 89 degrees 23' 46" east along the southerly line of the above mentioned property, a distance of 1,366.39 feet to the east quarter corner of said section 16 as set by Karl M. Mortensen R.L.S. No. 25393;

Thence south 89 degrees 40' 23" east, a distance of 1045.82 feet;

Thence south 01 degrees 11' 47" west, a distance of 1,321.17 feet;

Thence south 89 degrees 40' 12" east, a distance of 928.58 feet;

Thence south 10 degrees 59' 37" west along a line parallel with and 33.00 feet westerly of the center line of the asphalt pavement of Lake Pleasant Road as shown on the designated county road, a plat recorded at Book 21, Page 20 Maricopa County Recorders Office, Maricopa County, Arizona, A distance of 2,687.80 feet;

Thence north 89 degrees 37' 17" west, a distance of 1,501.78 feet;

Thence north 89 degrees 11' 00" west, a distance of 2,642.18 feet;

Thence south 89 degrees 56' 49" west, a distance of 2,649.41 feet;

Thence north 00 degrees 01'20" east along the westerly line of the northwest quarter of Section 21, a distance of 595.95 feet to the beginning of a non-tangent curve, concave westerly, whose radius point bears north 51 degrees 10'01" west, a distance of 3,407 feet to a point of non-tangency.

Thence northerly along said curve to the left, through a central angle of 77 degrees 47'36", an arc distance of 4,626.70 feet to a point of non-tangency;

Thence north 00 degrees 04'59" west along the westerly line of the northwest quarter of Section 16, a distance of 414.61 feet;

Thence south 89 degrees 17' 44" east, a distance of 2,637.19 feet;

Thence north 00 degrees 15' 00" east, a distance of 1,060.22 feet to the true point of beginning.

The above-described parcel of land contains 31,276,129 square feet or 718.0011 acres.

ORDINANCE NO. 00-131
Page 6 of 6

ATTACHMENT B:

Copy of the Arizona State Land Department State Land 720 Standards and Guidelines Report stamped and dated received on October 24, 2000 is on file at the City of Peoria City Clerk's Office, 3rd Floor, Peoria City Hall, 8401 West Monroe Drive, Peoria, AZ 85345.
