

STATE OF ARIZONA)
)
COUNTY OF MARICOPA)

I, Natalie Gruner, the duly appointed and qualified Special Deputy City Clerk of the City of Phoenix, County of Maricopa, State of Arizona, do hereby certify and attest the attached to be a true and correct copy of the City of Phoenix Resolution No. 22114 titled "A RESOLUTION DECLARING THE INTENT TO FORM AND ORDERING FORMATION OF THE VERDIN CENTRAL COMMUNITY FACILITIES DISTRICT OF THE CITY OF PHOENIX." Approved on the 19th day of April, 2023 on record in the office of the City Clerk.

IN WITNESS WHEREOF, I hereunto set my hand and caused the official seal of the City of Phoenix to be affixed hereunto this 27th day of June, 2023.




SPECIAL DEPUTY CITY CLERK

RESOLUTION 22114

A RESOLUTION DECLARING THE INTENT TO FORM AND
ORDERING FORMATION OF THE VERDIN CENTRAL
COMMUNITY FACILITIES DISTRICT OF THE CITY OF PHOENIX.

BE IT RESOLVED BY THE COUNCIL OF THE CITY OF PHOENIX as
follows:

SECTION 1. FINDINGS.

(a) On February 1, 2023, there was presented to the Mayor and Council of the City of Phoenix, Arizona ("City"), a petition ("Petition") to form the Verdin Community Facilities District, signed by the entities which, on the date hereof, are the owners of all real property to be in the community facilities district (collectively, the "Petitioners"), the formation of which is petitioned for in the Petition, pursuant to Title 48, Chapter 4, Article 6, Arizona Revised Statutes (the "Act") and a completed application ("Application") for formation of a district by petitioners Taylor Morrison/Arizona, Inc. (Taylor Morrison).

(b) The Petitioners have requested the following:

- I. The name of the community facilities district of which formation is prayed pursuant to the Petition to be "Verdin Community Facilities District" (the "District"); and

- II. The District to be formed and exist pursuant to the terms and provisions of the Act as such terms and provisions are modified, waived, or restricted pursuant to agreements separately approved by the City to be entered into by and among Taylor Morrison, the City, and the District; and
- III. The District to contain an area of approximately 473.25 acres of land, more or less, wholly within the corporate boundaries of the City and to be composed of the land included in the parcels described in the Exhibit to the Petition, which is represented to be all the land to be included within the boundaries of the District (the "Property"); and
- IV. The District to be a special purpose district for purposes of Article IX, Section 19, Constitution of Arizona, a tax levying public improvement district for the purposes of Article XIII, Section 7, Constitution of Arizona, and a municipal corporation for all purposes of Title 35, Chapter 3, Articles 3, 3.1, 3.2, 4 and 5, Arizona Revised Statutes; except as otherwise provided in the Act, to be considered a municipal corporation and political subdivision of the State of Arizona separate and apart from the City; and to be formed for, and to have, all the purposes of a "district" as such term is defined, and as provided, in the Act; and

- V. The District to be governed by a board of directors of the District that consists of the members of the Mayor and Council of the City, ex officio, such directors to be appointed initially by the Mayor and Council of the City as identified in the Application (the "First Appointed Members") and on the expiration of the term of an additional appointed director, the Mayor and Council of the City to appoint a person according to the process for designating a director for a term of office as prescribed in the Application and if a vacancy occurs on the board of directors because of death, resignation or inability of either of the additional appointed members to discharge the duties of director, the Mayor and Council of the City to appoint a person according to the process for designating a person to fill a vacancy on the board of directors of the board as prescribed in the Application; and
- VI. The City Clerk of the City to accept the filing of a "General Plan for the Proposed Verdin Community Facilities District" for the District in the form provided in the Application, setting out a general description of the improvements for which the District is proposed to be formed, the general areas to be improved within the District and the estimated costs of construction or acquisition of the public infrastructure to be financed, constructed, or acquired by the District (the "General Plan"); and

VII. The City to determine that public convenience and necessity require the adoption of this Resolution.

(c) The Petitioners further attested and declared that on the date hereof, as shown on the assessment roll for State and county taxes in Maricopa County, Arizona, the Property is owned by the Petitioners or, if a person listed on such assessment roll is no longer the owner of land in the District, that the name of the successor owner has become known and has been verified by recorded deed or other similar evidence of transfer of ownership to the Petitioner; that there currently are no residents on the land to be in the District and there shall be no residents within fifty (50) days preceding the first anticipated election for the District; that the land to be included in the District shall be benefited from the improvements for which the District is proposed to be formed; that the District shall be formed and exist pursuant to the terms and provisions of the Act as such terms and provisions are modified, waived or restricted pursuant to agreements to be entered into by and among Petitioner, the City and the District; that public convenience and necessity require the adoption of the Resolution; and that the City shall in no way be liable for the payment of any of the costs of the public infrastructure described in the General Plan, nor liable for any liability, debt or obligation of the District.

(d) Petition be properly filed as provided by law; that the City adopt the Resolution and declare and order the District formed without being required to comply with the provisions for posting, publication, mailing, notice, hearing and election otherwise required by the Act in connection with the Resolution; and that such other orders, acts, procedure and relief as are proper, necessary and appropriate to the

purposes of organizing the District and to the execution of the purposes for which the District shall be organized be granted as The Honorable Mayor and Council of the City shall deem proper and necessary.

SECTION 2. MATTERS NOTICED BY THE CITY.

(a) The Petitioners seek formation of the District to exercise the powers and functions set forth in the Act as such powers and functions are modified, waived or restricted pursuant to agreements to be entered into by and among the City, the District, and Taylor Morrison.

(b) The General Plan and the Application have been filed with the City Clerk of the City.

(c) The Petition, the Application, and all necessary supporting materials have been filed with the City, and the showings in the Petition are each noticed by the City and are hereby incorporated at this place as if set forth herein in whole.

(d) The purposes for which organization of the District is sought are as described in the Petition and are purposes for which a district created pursuant to the Act may be lawfully formed.

(e) The public convenience and necessity require us to adopt this Resolution.

SECTION 3. GRANTING OF PETITION; FORMATION OF DISTRICT.

The Petition attached hereto as Exhibit A and made a part hereof for all purposes, is hereby granted, and the District is hereby formed as a district pursuant to the terms and provisions of, and with the powers and authority established by, the Act, subject to the restrictions and modifications set forth in the Petition, with jurisdiction over the Property

and that, as the Petition is signed by the owners of the Property and there are not now, and shall not be within 50 days preceding the first anticipated election of the District, residents on the Property, requirements of posting, publication, mailing, notices, hearing and election otherwise required by the Act with respect to formation of the District are hereby found to be unnecessary. Neither the District nor its board of directors shall make any commitments or incur any liabilities, nor shall the District be liable to any party for the payment of any amounts, until a Development Agreement has been executed and delivered by all parties and the insurance required by the Development Agreement for the District itself and the board of directors of the District is in place as determined by the District Manager or his designee. The formation of the District shall not constitute an inducement for any party to incur obligations by or on behalf of the District or the City.

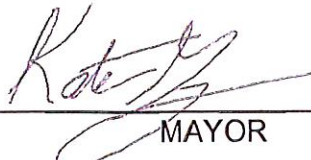
SECTION 4. DISTRICT BOARD AND OFFICERS. The District shall be governed by a "District Board" comprised of the members of the Mayor and Council of the City, ex officio, and the First Appointed Members. The "Chairperson of the District Board" and the "Vice Chairperson of the District Board" shall be determined at the first meeting of the board of directors of the District, and the City Clerk of the City shall be the "District Clerk"; the City Treasurer of the City shall be the "District Treasurer"; the City Manager of the City shall be the "District Manager" and the City Attorney of the City shall be the "District Counsel." The first meeting of the board of directors of the District shall not be held until the Development Agreement has been executed and delivered by all parties and the insurance required by the Development Agreement for the District itself and the board of directors of the District is in place as determined by the District Manager.

SECTION 5. DISTRICT BOUNDARIES AND MAP. The District boundaries are as described in metes and bounds in the Exhibit to the Petition. A map showing the District boundaries is hereby ordered to be drawn and provided by the District Manager.

SECTION 6. DISSEMINATION OF THIS RESOLUTION. The Petitioners shall cause a copy of this Resolution to be delivered to the County Assessor and the Board of Supervisors of Maricopa County, Arizona, and to the Department of Revenue of the State of Arizona.

SECTION 7. NO LIABILITY OF OR FOR THE CITY. Neither the City nor the State of Arizona or any political subdivision of either (other than the District) shall be directly, indirectly, or morally liable or obligated for the costs of the public infrastructure contemplated by the General Plan, nor for the payment or repayment of any indebtedness, liability, cost, expense or obligation of the District, and neither the credit nor the taxing power of the City, the State of Arizona, or any political subdivision of either (other than the District) shall be pledged therefor.

PASSED AND ADOPTED by the Council of the City of Phoenix this 19th day of April, 2023.


MAYOR

ATTEST:


Denise Archibald, City Clerk



APPROVED AS TO FORM:
Julie M. Kriegh, City Attorney

By: Jennifer Vega
Jennifer Vega

P ml

REVIEWED BY:

Jeffrey Barton
Jeffrey Barton, City Manager

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ATTACHMENT A

PETITION FOR ADOPTION OF A RESOLUTION ORDERING AND DECLARING FORMATION OF VERDIN COMMUNITY FACILITIES DISTRICT

STATE OF ARIZONA)
COUNTY OF MARICOPA) ss.
CITY OF PHOENIX)

THE UNDERSIGNED OWNER AND INTEREST HOLDER (hereinafter referred to as, collectively, "Petitioner") OF ALL OF THE REAL PROPERTY hereinafter described by the attached parcels, acting pursuant to the provisions of Title 48, Chapter 4, Article 6, Arizona Revised Statutes, as amended (hereinafter referred to as the "Act"), respectfully petitions The Honorable Mayor and Council of the City of Phoenix, Arizona (hereinafter referred to as the "City"), to adopt a resolution (hereinafter referred to as the "Resolution") declaring and ordering formation of a community facilities district (hereinafter referred to as the "District") and would respectfully request the following with respect thereto:

I.

The name of the District to be "Verdin Community Facilities District,"

II.

The District to be formed and exist pursuant to the terms and provisions of the Act as such terms and provisions are modified, waived or restricted pursuant to agreements to be entered into by and among Petitioner, the City and the District,

III.

The District to contain an area of approximately 473.25 acres of land, more or less, wholly within the corporate boundaries of the City and to be composed of the land included in the legal description provided in Exhibit A hereto, which is made a part hereof for all purposes,

IV.

The District to be a special purpose district for purposes of Article IX, Section 19, Constitution of Arizona, a tax levying public improvement district for the purposes of Article XIII, Section 7, Constitution of Arizona, and a municipal corporation for all purposes of Title 35, Chapter 3, Articles 3, 3.1, 3.2, 4 and 5, Arizona Revised Statutes, as amended; except as otherwise provided in the Act, to be considered a municipal corporation and political subdivision of the State of Arizona, separate and apart from the City; and to be formed for, and to have, all the purposes of a "district" as such term is defined, and as provided, in the Act.

V.

The formation of the District to result in the levy of ad valorem property taxes to pay costs of improvements constructed by the District and for their operation and maintenance.

VI.

The District to be governed by a board of directors of the District that consists of the members of the governing body of the City, ex officio.

VII.

Before the Resolution is adopted, the Clerk of the City to accept the filing of a "general plan" (as such term is defined in the Act and hereinafter referred to as the "General Plan") for the District setting out a general description of the improvements for which the District is proposed to be formed, the general areas to be improved within the District and the estimated costs of construction or acquisition of the public infrastructure to be financed, constructed or acquired by the District, and

VIII.

The City to determine that public convenience and necessity require the adoption of the Resolution;

WHEREFORE, Petitioner attests and declares that on the date hereof, as shown on the assessment roll for State and county taxes in Maricopa County, Arizona, all of the land to be in the District is owned by Petitioner or, if a person listed on such assessment roll is no longer the owner of land in the District, that the name of the successor owner has become known and has been verified by recorded deed or other similar evidence of transfer of ownership to be Petitioner; that there currently are no residents on the land to be in the District and there shall be no residents within fifty (50) days preceding the first anticipated election for the District; that the land to be included in the District shall be benefited from the improvements for which the District is proposed to be formed; that the District shall be formed and exist pursuant to the terms and provisions of the Act as such terms and provisions are modified, waived or restricted pursuant to agreements to be entered into by and among Petitioner, the City and the District; that public convenience and necessity require the adoption of the Resolution; and that the City shall in no way be liable for the payment of any of the costs of the public infrastructure described in the General Plan, nor liable for any liability, debt or obligation of the District;

WHEREFORE, as this Petition is signed by the owners of all the land to be in the District and there are not now, and shall not be within fifty (50) days preceding the first anticipated election of the District, residents on the land in the District, any requirements of posting, publication, mailing, notice, hearing and election otherwise required by the Act in connection with adoption of the Resolution are waived, and the City may, on receipt of this Petition, adopt the Resolution to

declare the District formed without being required to comply with such provisions for posting, publication, mailing, notice, hearing or election; and

WHEREFORE, Petitioner respectfully requests that this Petition be properly filed as provided by law; that the City adopt the Resolution and declare and order the District formed without being required to comply with the provisions for posting, publication, mailing, notice, hearing and election otherwise required by the Act in connection with the Resolution; and that such other orders, acts, procedure and relief as are proper, necessary and appropriate to the purposes of organizing the District and to the execution of the purposes for which the District shall be organized be granted as The Honorable Mayor and Council of the City shall deem proper and necessary.

[signatures on following pages]

RESPECTFULLY SUBMITTED this 1 day of February, 2023.

MACEWEN RANCH, LLC, an Arizona
limited liability company

By: [Signature]
Craig Mallory, its Manager

ACKNOWLEDGEMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document, to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

STATE OF CALIFORNIA)
COUNTY OF SANTA CRUZ)
Santa Clara

On February 01, 2023 before me, Vikal Patel, Notary Public, personally appeared Craig Mallory, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal. _____
Signature: [Signature]



RESPECTFULLY SUBMITTED this 1st day of February, 2023.

TAYLOR MORRISON/ARIZONA, INC.,
an Arizona corporation

By: [Signature]
Name: Robert Johnson
Its: Vice President, Land Development

STATE OF ARIZONA)
)
COUNTY OF MARICOPA)

The foregoing instrument was acknowledged before me this 1st day of February, 2023,
by Robert Johnson, the Vice President, Land Development of TAYLOR MORRISON/ARIZONA,
INC., an Arizona corporation, on behalf of the company.

[Signature]
Notary Public

ATTACHMENT:

EXHIBIT A - Legal Description of Proposed CFD



EXHIBIT A
VERDIN
BOUNDARY
LEGAL DESCRIPTION

PARCEL NO. 1:

THE SOUTHEAST QUARTER OF SECTION 22, TOWNSHIP 5 NORTH, RANGE 3
EAST OF THE GILA AND
SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA;
EXCEPT THAT PORTION OF SECTION 22, TOWNSHIP 5 NORTH, RANGE 3 EAST,
MORE PARTICULARLY
DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID SECTION 22;
THENCE NORTH 00° 20' 16" EAST, ALONG THE EAST LINE OF SAID SECTION 22,
A DISTANCE OF
2,501.66 TO THE POINT OF BEGINNING;

THENCE NORTH 90° 00' 00" WEST, A DISTANCE OF 2,642.12 FEET TO THE
NORTH-SOUTH MIDSECTION
LINE OF SAID SECTION 22;
THENCE NORTH 00° 28' 49" EAST, ALONG SAID MID-SECTION LINE, A DISTANCE
OF 141.23 FEET TO
THE EAST-WEST MID-SECTION LINE OF SAID SECTION 22;
THENCE NORTH 89° 48' 35" EAST, ALONG SAID MID-SECTION, LINE A DISTANCE
OF 2,641.83 FEET TO
THE EAST QUARTER CORNER OF SAID SECTION 22;
THENCE SOUTH 00° 20' 16" WEST, ALONG THE EAST LINE OF SAID SECTION 22,
A DISTANCE OF
150.00 FEET TO THE POINT OF BEGINNING.

PARCEL NO. 2:

THE NORTH HALF OF SECTION 27, TOWNSHIP 5 NORTH, RANGE 3 EAST OF THE
GILA AND SALT RIVER
BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA;

EXCEPT ALL THE COAL AND OTHER MINERALS, AS RESERVED IN THE PATENT,
(AFFECTS THE NORTH
HALF OF THE NORTHWEST QUARTER AND THE SOUTHEAST QUARTER OF THE
NORTHWEST QUARTER
OF SECTION 27).

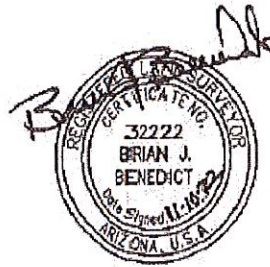
EXCEPT ALL MINERALS IN SAID LAND AS RESERVED TO THE UNITED STATES IN
PATENT; AND
EXCEPTING ALL URANIUM, THORIUM, OR OTHER MATERIAL WHICH IS OR MAY
BE DETERMINED TO BE
PECULIARLY ESSENTIAL TO THE PRODUCTION OF FISSIONABLE MATERIALS,
WHETHER OR NOT OF

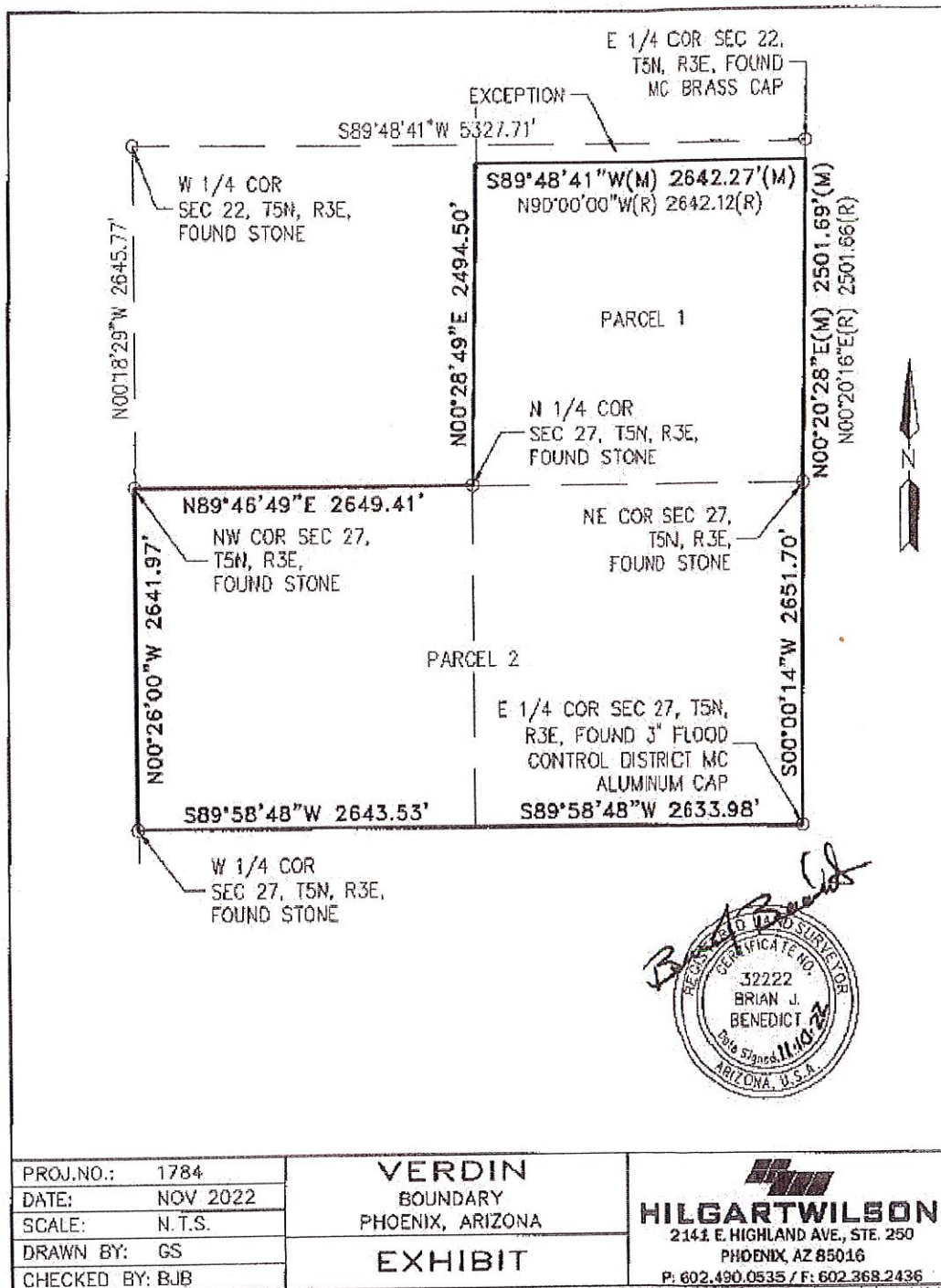
COMMERCIAL VALUE PURSUANT TO THE PROVISIONS OF THE ACT OF AUGUST 1, 1946 (60 STAT. 755),
AS SET FORTH IN THE PATENT ON SAID LAND. (AFFECTS THE SOUTHWEST
QUARTER OF THE
NORTHWEST QUARTER OF SECTION 27).

The above described parcel contains a computed area of 20,614,608 sq. ft.
(473.246 acres) more or less and being subject to any easements, restrictions,
rights-of-way of record or otherwise.

The description shown hereon is not to be used to violate any subdivision
regulation of the state, county and/or municipality or any land division restrictions.

Prepared by: HILGARTWILSON, LLC
2141 E. Highland Avenue, Suite 250
Phoenix, AZ 85016
Project No: 1784
Date: November 2022





PROJ.NO.:	1784
DATE:	NOV 2022
SCALE:	N.T.S.
DRAWN BY:	GS
CHECKED BY:	BJB

VERDIN
BOUNDARY
PHOENIX, ARIZONA

EXHIBIT

HILGARTWILSON
2141 E. HIGHLAND AVE., STE. 250
PHOENIX, AZ 85016
P: 602.490.0535 / F: 602.368.2436

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