

COPY

When recorded, return to:

Gordon E. Hunt, Esq.
Biskind, Hunt & Taylor, P.L.C.
11201 North Tatum Blvd., Suite 330
Phoenix, Arizona 85028

**FIRST AMENDMENT TO
COMMUNITY CHARTER FOR MARLEY PARK**
(Commercial Parcel – Reems and Waddell)

This First Amendment to Community Charter for Marley Park (this “**First Amendment**”) is made effective this 18th day of July, 2005, 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. 04-0440662; and

B. 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

C. 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” attached hereto (the “**Commercial Parcel**”); and

D. 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 REALCO LLC, an Arizona limited liability company, its Manager

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

By: [Signature]

Its: Vice President

STATE OF ARIZONA)
County of Maricopa)

ss.

The foregoing instrument was acknowledged before me this 18th day of July, 2005 by [Signature] the Vice President of DMB Associates, Inc., an Arizona corporation, in its capacity as Manager of DMB Realco 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.

[Signature]
Notary Public

My Commission Expires:
Oct. 14, 2006



CONSENT OF MARLEY PARK PHASE I LLC

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

MARLEY PARK PHASE I LLC, an Arizona limited liability company

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

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

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

By: [Signature]
Its: Vice President

STATE OF ARIZONA)
)
County of Maricopa) ss.

The foregoing instrument was acknowledged before me this 18th day of July, 2005, by Jane Carroll the Vice President of DMB Associates, Inc., an Arizona corporation, in its capacity as Manager of DMB Realco 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 I LLC, an Arizona limited liability company, on behalf of the latter limited liability company.

[Signature]
Notary Public

My Commission Expires:
Oct. 14, 2006



Exhibit A

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



March 17, 2005
WP # 042323
Page 1 of 2

PARCEL DESCRIPTION Marley Park - Reems & Waddell Proposed Boundary for Commercial Site

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 northwest corner of said Section 17, a 1-1/4" inch iron pipe, from which the north quarter corner of said section, a City of Surprise (C.O.S.) brass cap in handhole, bears South 88°30'59" East (basis of bearing), a distance of 2633.84 feet;

THENCE along the north line of said section, South 88°30'59" East, a distance of 106.61 feet;

THENCE leaving said north line, South 01°29'01" West, a distance of 65.00 feet, to the southerly right-of-way line of Waddell Road as shown on Map of Dedication (M.O.D.) for Marley Park Phase 1, recorded in Book 675, page 21, Maricopa County Records (M.C.R.) and the **POINT OF BEGINNING**;

THENCE along said southerly right-of-way line, South 88°30'59" East, a distance of 798.39 feet;

THENCE leaving said southerly right-of-way line, South 01°29'01" West, a distance of 375.80 feet;

THENCE North 71°39'12" East, a distance of 21.84 feet;

THENCE South 18°20'48" East, a distance of 201.00 feet;

THENCE South 71°39'12" West, a distance of 24.00 feet;

THENCE South 18°20'48" East, a distance of 67.46 feet, to the northerly line of Marley Park Parcel 2 as shown on Final Plat for Marley Park Parcel 2, recorded in Book 682, page 2, M.C.R.;

THENCE along said northerly line, South 70°54'57" West, a distance of 19.04 feet;

THENCE North 89°54'53" West, a distance of 893.81 feet, to the easterly right-of-way line of Reems Road as shown on said M.O.D.;

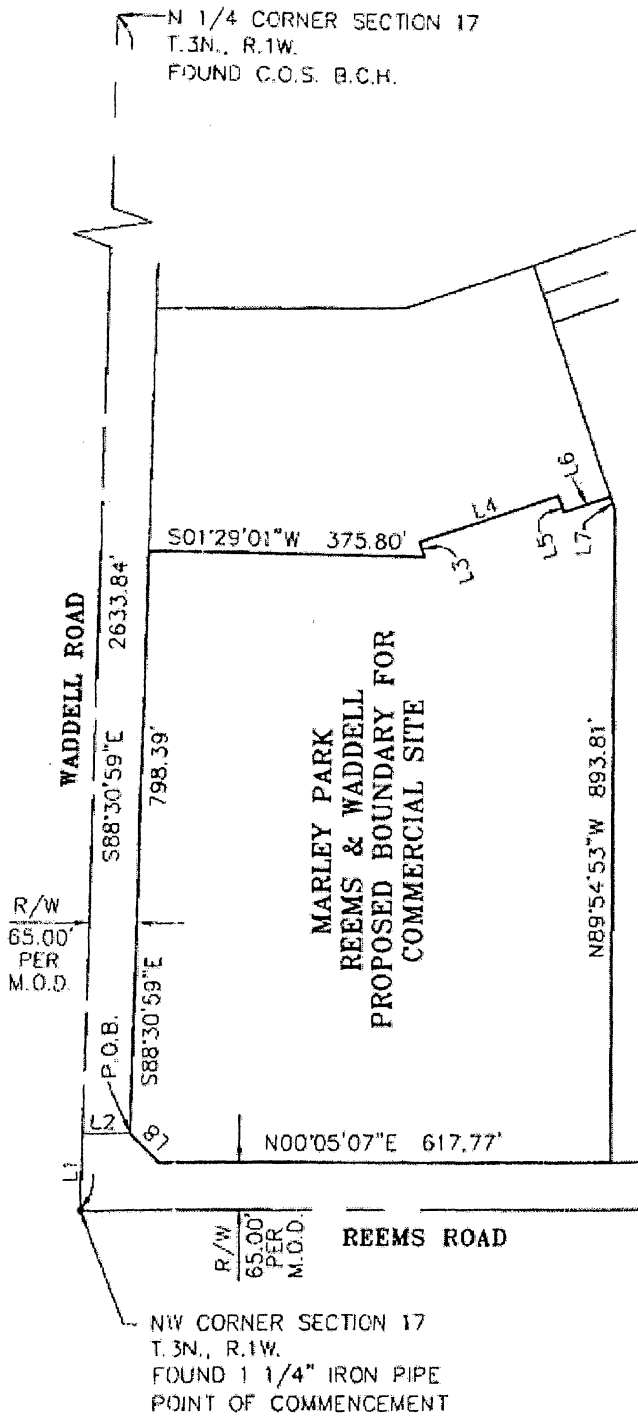
THENCE leaving said northerly line, along said easterly right-of-way line, North 00°05'07" East, a distance of 617.77 feet;

THENCE North 45°47'04" East, a distance of 55.87 feet, to the **POINT OF BEGINNING**.

Containing 12.7039 acres, or 553,382 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 Marley Park Phase 1, recorded in Book 675, page 21, 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.



LINE	BEARING	DISTANCE
L1	S88°30'59"E	106.61'
L2	S01°29'01"W	65.00'
L3	N71°39'12"E	21.84'
L4	S18°20'48"E	201.00'
L5	S71°39'12"W	24.00'
L6	S18°20'48"E	67.46'
L7	S70°54'57"W	19.04'
L8	N45°47'04"E	55.87'

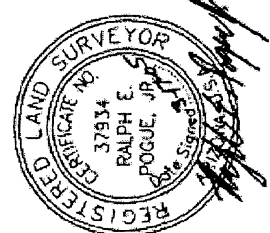
WOOD/PATEL
2051 West Northern
Phoenix, AZ 85021
Phone: (602) 335-8500
Fax: (602) 335-8560

MARLEY PARK PARCEL 2
BOOK 682, PAGE 2, M.C.R.

P.O.B. = POINT OF BEGINNING

M.O.D. = MAP OF DEDICATION FOR
MARLEY PARK PHASE 1,
BOOK 675, PAGE 21,
MARICOPA COUNTY RECORDS

MARLEY PARK-REEMS & WADDELL
PROPOSED BOUNDARY FOR COMMERCIAL SITE
03-17-05
WP# 042323
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NOT TO SCALE



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