

PLANNED AREA DEVELOPMENT OVERLAY FOR TEMPE MARKETPLACE

A PORTION OF THE NORTH HALF OF SECTION 13, TOWNSHIP 1 NORTH, RANGE 4 EAST, GILA AND SALT RIVER BASE AND
MERIDIAN, MARICOPA COUNTY, ARIZONA

DEDICATION STATEMENT

STATE OF ARIZONA)
COUNTY OF MARICOPA) S.S.

KNOW ALL MEN BY THESE PRESENTS, THAT VESTAR TM-OPCO, L.L.C. A DELAWARE LIMITED LIABILITY COMPANY, THE OWNER OF THE PROPERTY SHOWN HEREON, SUBDIVIDED UNDER THE NAME OF TEMPE MARKETPLACE, THOSE PORTIONS OF THE NORTH HALF OF SECTION 13, TOWNSHIP 1 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA, AS SHOWN PLATTED HEREON AND HEREBY PUBLISHED THIS PLAT AS AND FOR THE THE PLAT OF TEMPE MARKETPLACE AND HEREBY DECLARES THAT SAID PLAT SETS FORTH THE LOCATION AND GIVES THE DIMENSIONS OF THE LOTS, TRACTS, STREETS, AND EASEMENTS CONSTITUTING SAME, AND THAT EACH LOT, TRACT AND STREET SHALL BE KNOWN BY THE NUMBER, LETTER OR NAME GIVEN EACH RESPECTIVELY ON SAID PLAT AND THAT VESTAR TM-OPCO, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY, AS OWNER, HEREBY DEDICATES TO THE PUBLIC THE EASEMENTS AS SHOWN ON SAID PLAT AND INCLUDED IN THE ABOVE DESCRIBED PREMISES.

TRACT "A" SHALL BE A PUBLIC INGRESS/EGRESS ACCESS EASEMENT TO THE ADJOINING LOTS FOR DELIVERY, REFUSE COLLECTION, EMERGENCY AND SERVICE TYPE VEHICLES.

AN INGRESS / EGRESS EASEMENT FOR LEVEE ACCESS TO FLOOD CONTROL DISTRICT OF MARICOPA COUNTY (F.C.D.M.C.) AND ARIZONA DEPARTMENT OF TRANSPORTATION (A.D.O.T.) FOR OPERATION AND MAINTENANCE (O&M) AS SHOWN HEREON.

WATER EASEMENTS SHOWN HEREON ARE PUBLIC, SEWER EASEMENTS SHOWN HEREON ARE PRIVATE.

IN WITNESS WHEREOF, VESTAR TM-OPCO, L.L.C., A DELAWARE LIMITED LIABILITY COMPANY, HAS HEREUNTO CAUSED THEIR NAMES TO BE SIGNED AND THE SAME TO BE ATTESTED BY THE SIGNATURE OF ITS OFFICER THEREUNTO DULY AUTHORIZED TO DO SO.

VESTAR ARIZONA XLV, L.L.C.

BY: _____ DATE: _____
LEE HANLEY

ACKNOWLEDGEMENT

STATE OF ARIZONA, COUNTY OF MARICOPA, THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS _____ DAY OF _____, 2006

BY VESTAR TM-OPCO, L.L.C.,
A DELAWARE LIMITED LIABILITY COMPANY

BY: VESTAR ARIZONA XLV, L.L.C.,
AN ARIZONA LIMITED LIABILITY COMPANY, THE MANAGING MEMBER OF THE MANAGING MEMBER OF ITS MEMBER

BY: _____
NAME: _____
TITLE: _____

IN WITNESS WHEREOF I HAVE HEREUNTO SET MY HAND AND OFFICIAL SEAL.
NOTARY PUBLIC: _____
MY COMMISSION EXPIRES _____

LEGAL DESCRIPTION

SEE SHEET 3 OF 4

OWNER / DEVELOPER

VESTAR DEVELOPMENT CO.
2425 E. CAMELBACK RD., SUITE 750
PHOENIX, AZ 85016
(602) 866-0900 (602) 955-2298 FAX
CONTACT: DAVID LARCHER

GENERAL NOTES

USE PERMITS
RRC04018, ZON-2004.04, AND SPD-2004.38
1. OUTDOOR ENTERTAINMENT AREA
2. CAR WASH
3. GAS STATION AND CONVENIENCE STORE

VARIANCES
RRC04018, ZON-2004.04, AND SPD-2004.38
1. REDUCE REQUIRED BUILDING SETBACK FROM 60' TO 25' FOR BUILDINGS: PAD Q, PAD P, PAD Q-1 AND Q-2, MAJOR I, MAJOR R, MAJOR V, MAJOR X, AND MAJOR Y. NOTE: D.D.A. APPROVAL REQUIRED.

GRADING AND DRAINAGE
1. 4:1 SLOPE MAX., 23 WET 1/3 DRY ON SITE STREET FRONTAGE.

BASIS OF BEARING

BEING THE SOUTH LINE OF THE NORTHWEST QUARTER OF SECTION 13, T. 1 N., R. 4 E., AS SHOWN ON THE CITY OF TEMPE HORIZONTAL CONTROL MAP
SAID SOUTH LINE BEARS: N. 89°16'26" E., (AKA THE CENTERLINE OF RIO SALADO PARKWAY).

PROJECT DATA

PROJECT NAME	SITE AREA	F.A.R.	LOT COVERAGE	LAND USE	BLDG. AREA	HEIGHT (STORIES)	PARKING REQUIRED	PARKING PROVIDED (4.5%/1000)	BICYCLES PROVIDED	ESCAPE PROVIDED
TEMPE MARKETPLACE										
GROSS	126.03 AC	0.23	23.4%							
NET	119.47 AC	0.25	24.7%							
				MAJORS	731,501 SF (10,000 SF PER LOT)	1	2487	2495	100	-
				PADS	112,356 SF	1	1499	1500	50	-
				DISTRICT MAJORS	149,700 SF	1 - 2	548	550	100	-
				DISTRICT SHOPS	261,327 SF (AND 10,000 SF PER LOT)	1 - 2	1211	1212	50	-
				OFFICE	29,545 SF	2	119	120	50	-
				TOTAL	1,284,429 SF		5864	5877	300	-

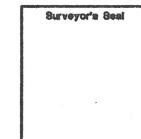
APPROVAL

BY: _____ DATE: _____
DEVELOPMENT SERVICE

CERTIFICATION

THIS IS TO CERTIFY THAT THE SURVEY OF THE PREMISES DESCRIBED AND PLATTED HEREON WAS MADE UNDER MY DIRECTION DURING THE MONTH OF _____, 2006, ALSO THAT THE PLAT IS CORRECT AND ACCURATE, AND THAT THE MONUMENTS DESCRIBED HEREON HAVE BEEN LOCATED AS DESCRIBED.

BY: MICHAEL N. MYER, REGISTERED LAND SURVEYOR



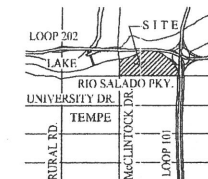
CONDITIONS OF APPROVAL:

SEE SHEET 2 OF 4

SITE PLAN:

SEE SHEET 4 OF 4

VICINITY MAP



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PLANNED AREA DEVELOPMENT OVERLAY FOR TEMPE MARKETPLACE

CONDITIONS OF APPROVAL:

GENERAL

1. A. THE PUBLIC WORKS DEPARTMENT SHALL APPROVE ALL ROADWAY, ALLEY, AND UTILITY EASEMENT DEDICATIONS, DRIVEWAYS, STORM WATER RETENTION, AND STREET DRAINAGE PLANS, WATER AND SEWER CONSTRUCTION DRAWINGS, REFUSE PICKUP, AND OFF-SITE IMPROVEMENTS.
- B. OFF-SITE IMPROVEMENTS TO BRING ROADWAYS TO CURRENT STANDARDS INCLUDE:
 - (1) WATER LINES AND FIRE HYDRANTS
 - (2) SEWER LINES
 - (3) STORM DRAINS
 - (4) ROADWAY IMPROVEMENTS INCLUDING STREET LIGHTS, CURB, GUTTER, BIKE PATH, SIDEWALK, BUS SHELTER, AND RELATED AMENITIES
- C. FEES TO BE PAID WITH THE DEVELOPMENT OF THIS PROJECT INCLUDE:
 - (1) WATER AND SEWER DEVELOPMENT FEES.
 - (2) WATER AND/OR SEWER PARTICIPATION CHARGES.
 - (3) INSPECTION AND TESTING FEES.
2. A. ALL STREET DEDICATIONS SHALL BE MADE WITHIN **EIGHTEEN (18) MONTHS** OF REDEVELOPMENT REVIEW COMMISSION APPROVAL.
- B. PUBLIC IMPROVEMENTS MUST BE INSTALLED PRIOR TO THE ISSUANCE OF ANY OCCUPANCY PERMITS. ANY PAVING SHALL BE APPROVED BY THE PUBLIC WORKS DEPARTMENT.
- C. ALL NEW AND EXISTING, AS WELL AS ON-SITE AND OFF-SITE, UTILITY LINES (OTHER THAN TRANSMISSION LINES) SHALL BE PLACED UNDERGROUND PRIOR TO THE ISSUANCE OF AN OCCUPANCY PERMIT FOR THIS (RE)DEVELOPMENT IN ACCORDANCE WITH THE CODE OF THE CITY OF TEMPE - SECTION 25.120.
2. SHOULD THE PROPERTY BE SUBDIVIDED, THE OWNER(S) SHALL PROVIDE A CONTINUING CARE CONDITION, COVENANT AND RESTRICTION FOR ALL OF THE PROJECT'S LANDSCAPING, REQUIRED BY ORDINANCE OR LOCATED IN ANY COMMON AREA ON SITE. THE CC&R'S SHALL BE IN A FORM SATISFACTORY TO THE DEVELOPMENT SERVICES MANAGER AND CITY ATTORNEY.
2. NO VARIANCES SHALL BE CREATED BY FUTURE PROPERTY LINES WITHOUT THE PRIOR APPROVAL OF THE CITY OF TEMPE.
2. THE OWNER/DEVELOPER SHALL COMPLY WITH ALL APPLICABLE STATE AND FEDERAL LAWS REGARDING ARCHEOLOGICAL ARTIFACTS ON THIS SITE.
2. THE PRELIMINARY PLANNED AREA DEVELOPMENT FOR TEMPE MARKETPLACE AND THE FINAL PAD FOR PHASES I SHALL BE PUT INTO PROPER ENGINEERED FORMAT WITH APPROPRIATE SIGNATURE BLANKS AND RECORDED WITH THE MARICOPA COUNTY RECORDER'S OFFICE THROUGH THE CITY OF TEMPE'S DEVELOPMENT SERVICES DEPARTMENT ON OR BEFORE **JUNE 23, 2005**.
2. A VALID BUILDING PERMIT SHALL BE OBTAINED AND SUBSTANTIAL CONSTRUCTION COMMENCED ON OR BEFORE **JUNE 23, 2005** OR THE VARIANCES SHALL BE DEEMED NULL AND VOID.
2. A BUILDING PERMIT SHALL BE OBTAINED AND SUBSTANTIAL CONSTRUCTION COMMENCED ON OR BEFORE **JUNE 23, 2006** OR THE ZONING SHALL REVERT TO THAT IN PLACE AT THE TIME OF APPLICATION, SUBJECT TO A PUBLIC HEARING.
2. A FINAL SUBDIVISION PLAN MUST BE APPROVED BY THE CITY COUNCIL AND RECORDED WITH THE MARICOPA COUNTY RECORDER'S OFFICE PRIOR TO THE ISSUANCE OF ANY CONSTRUCTION PERMITS FOR THIS PROJECT.
2. THE OWNER/DEVELOPER SHALL PROCESS A FINAL PAD FOR THE SOUTHWEST CORNER OF THE TEMPE MARKETPLACE PAD. (MCCLINTOCK DRIVE & RIO SALADO PARKWAY INTERSECTION)
11. PLANS MUST BE SUBMITTED TO THE DEVELOPMENT SERVICES BUILDING SAFETY DIVISION FOR BUILDING PERMIT BY **JUNE 15, 2005**, OR REDEVELOPMENT REVIEW APPROVAL WILL EXPIRE.
12. MEET WITH DESIGN REVIEW BOARD STAFF (480-350-8331) PRIOR TO THE ISSUANCE OF BUILDING PERMITS TO DISCUSS ANY AND ALL MODIFICATIONS TO THE PLANS AS PROPOSED.
13. VERIFY ALL COMMENTS BY THE PUBLIC WORKS DEPARTMENT, DEVELOPMENT SERVICES DEPARTMENT, AND FIRE DEPARTMENT GIVEN ON THE PRELIMINARY SITE PLAN REVIEW DATED 1/25/2004, 4/16/2004 AND 5/14/2004. ANY COMMENTS WHICH RESULT IN CHANGES WHICH AFFECT DESIGN REVIEW BOARD APPROVAL OF THIS PROJECT SHALL BE REVIEWED AND APPROVED BY STAFF PRIOR TO ISSUANCE OF BUILDING PERMITS.

SITE PLAN

14. DETAILS OF FIRE PREVENTION, FIRE ACCESS, EMERGENCY WATER SUPPLY ISSUES, AND FIRE TRUCK LOADING SHALL BE RESOLVED WITH THE FIRE DEPARTMENT PRIOR TO ISSUANCE OF A BUILDING PERMIT. MEET WITH JIM WALKER OF THE TEMPE FIRE DEPARTMENT (480-350-8341). BE PREPARED TO DISCUSS AND RESOLVE THE FOLLOWING:
 - A. PLACEMENT OF FIRE LANE SIGNS;
 - B. MAINTAIN 45-FOOT TURNING RADIUS AND 20-FOOT WIDE FIRE LANE;
 - C. FIRE HYDRANT LOCATIONS.
15. THE OWNER/DEVELOPER SHALL MEET WITH STAFF TO DISCUSS DESIGN SOLUTIONS THAT WILL IMPROVE THE APPEARANCE OF THIS PROJECT AT THE INTERSECTION AND ALONG THE STREET FRONTS OF MCCLINTOCK DRIVE AND RIO SALADO PARKWAY AND ENHANCE THE RECOGNITION OF THE MOTORISTS AND PEDESTRIANS UTILIZING THE ARTERIAL STREETS.
16. THE OWNER/DEVELOPER SHALL MEET WITH STAFF TO DISCUSS DESIGN SOLUTIONS TO IMPROVE THE VISIBILITY OF THE "DISTRICT" FROM THE INTERSECTION OF MCCLINTOCK AND RIO SALADO PARKWAY.
17. THE OWNER/DEVELOPER SHALL CONSTRUCT AND DEDICATE RIGHT-OF-WAY INCLUDING A SHELTER FOR A BUS PULL-OUT AT THE NORTHEAST CORNER OF MCCLINTOCK AND RIO SALADO PARKWAY. DETAILS TO BE APPROVED BY CITY OF TEMPE TRANSPORTATION DEPARTMENT.
18. THE OWNER/DEVELOPER SHALL CONSTRUCT DUAL-LEFT TURN LANES FOR BOTH THE NORTH AND SOUTH APPROACHES AT THE INTERSECTION OF RIO SALADO PARKWAY AND MCCLINTOCK DRIVE.
19. THE OWNER/DEVELOPER SHALL DESIGN AND CONSTRUCT DRIVEWAY B, TO ALLOW RIGHT-IN AND RIGHT-OUT MOVEMENTS ONLY. (SEE ATTACHMENT "H12")
20. THE OWNER/DEVELOPER SHALL MODIFY THE EXISTING RAISED MEDIANS ON RIO SALADO PARKWAY AT THE INTERSECTIONS OF PERRY LANE (DRIVEWAY D) AND SMITH ROAD (DRIVEWAY F) TO PROVIDE A MINIMUM OF 175 FEET STORAGE (250 FEET DESIRABLE) AND 150 FEET STORAGE (200 FEET DESIRABLE) RESPECTIVELY FOR INBOUND LEFT-TURN MOVEMENTS. (SEE ATTACHMENT "H12")
21. THE OWNER/DEVELOPER SHALL WORK WITH TRANSPORTATION STAFF TO STUDY THE FEASIBILITY OF CONSTRUCTING A SEPARATE RIGHT-TURN LANE TO ACCOMMODATE THE HEAVY EASTBOUND TO SOUTHBOUND MOVEMENT FROM RIO SALADO PARKWAY ONTO PRICE ROAD.
22. THE OWNER/DEVELOPER SHALL BE RESPONSIBLE FOR ALL COSTS ASSOCIATED WITH NECESSARY MODIFICATIONS TO THE EXISTING TRAFFIC SIGNAL AT THE INTERSECTION OF RIO SALADO PARKWAY AND PERRY LANE (DRIVEWAY D) IN ORDER TO ACCOMMODATE THE INCREASE IN TRAFFIC DUE TO THE DEVELOPMENT. (SEE ATTACHMENT "H12")
23. THE OWNER/DEVELOPER SHALL BE RESPONSIBLE FOR ALL COSTS ASSOCIATED WITH THE DESIGN AND INSTALLATION OF NEW TRAFFIC SIGNALS AT DRIVEWAY A AND AT THE INTERSECTION OF RIO SALADO PARKWAY AND SMITH ROAD (DRIVEWAY F). (SEE ATTACHMENT "H12")
24. THE OWNER/DEVELOPER SHALL INSTALL DECELERATION/RIGHT-TURN LANES AT EACH OF THE THREE SIGNALIZED SITE ACCESS POINTS. A MINIMUM OF 250 FEET OF STORAGE, EXCLUSIVE OF THE TAPER, SHALL BE PROVIDED FOR DRIVEWAY A ON MCCLINTOCK DRIVE AND FOR DRIVEWAYS D AND F ON RIO SALADO PARKWAY. (SEE ATTACHMENT "H12")
25. DESIGN DETAILS FOR CONDITIONS 21 THROUGH 24 SHALL BE COORDINATED WITH TRANSPORTATION STAFF. ALL PLANS SHALL BE REVIEWED AND APPROVED BY TRANSPORTATION STAFF PRIOR TO ISSUANCE OF ANY PERMIT.

ADDITIONAL CONDITIONS:

26. DEDICATE AN EASEMENT ALONG THE NORTH PROPERTY BOUNDARY FOR A FUTURE MULTI-USE PATH. THE SOUTH BOUNDARY OF THE EASEMENT SHALL BE NO LESS THAN 25 FEET FROM THE TOP OF THE FLOOD CONTROL LEVEE ON THE SOUTH BANK OF THE SALT RIVER. LANDSCAPE PLANS SHALL INCLUDE DESIGN FOR MULTI-USE PATH AND ADJACENT LIGHTING AND LANDSCAPING DESIGNED FOR STANDARD DETAIL T-456. FINAL DESIGN SOLUTIONS FOR MULTI-USE PATH SHALL BE REVIEWED AND APPROVED BY TRANSPORTATION AND PLANNING STAFF PRIOR TO SUBMITTAL OF PLANS FOR BUILDING PERMIT. (ADDED BY CITY COUNCIL)
27. RCC ZONING SHALL BECOME EFFECTIVE WHEN THE FIRST PERMIT IS PULLED FOR BUILDING, GRADING OR INFRASTRUCTURE CONSTRUCTION OF THE MARKETPLACE PROJECT. IN THE EVENT THAT NO PERMIT IS PULLED BY JUNE 23, 2006, THE RCC ZONING SHALL LAPSE AND THE EXISTING ZONING SHALL REMAIN IN EFFECT SUBJECT TO A PUBLIC HEARING TO EXTEND THE EFFECTIVE DATE OF THE RCC ZONING APPROVAL. (ADDED BY CITY COUNCIL)

PLANNED AREADEVELOPMENT OVERLAY FOR TEMPE MARKETPLACE

LEGAL DESCRIPTION

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

GROSS DESCRIPTION:

BEGINNING AT THE BRASS CAP IN HAND HOLE FOUND AT THE WEST QUARTER CORNER OF SAID SECTION 13 WHICH BEARS S. 89°16'27" W., A DISTANCE OF 2630.15 FEET FROM THE BRASS CAP IN HAND HOLE FOUND AT THE CENTER OF SAID SECTION 13;

THENCE N. 03°41'12" W., ALONG THE WEST LINE OF SAID NORTH HALF OF SECTION 13, A DISTANCE OF 1431.21 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE FOR STATE ROUTE 202;

THENCE ALONG SAID SOUTHERLY RIGHT OF WAY LINE, N. 85°55'30" E., A DISTANCE OF 110.68 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 1016.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 24°43'48" AN ARC LENGTH OF 438.53 FEET;

THENCE N. 61°11'42" E., A DISTANCE OF 584.42 FEET TO THE BEGINNING OF A CURVE CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 984.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 21°58'55" AN ARC LENGTH OF 377.52 FEET;

THENCE N. 83°10'37" E., A DISTANCE OF 1022.30 FEET;

THENCE S. 02°31'34" E., A DISTANCE OF 23.90 FEET;

THENCE N. 84°16'18" E., A DISTANCE OF 452.02 FEET;

THENCE N. 84°44'58" E., A DISTANCE OF 313.43 FEET;

THENCE DEPARTING SAID SOUTHERLY RIGHT OF WAY LINE FOR STATE ROUTE 202, S. 02°05'58" E., A DISTANCE OF 709.98 FEET;

THENCE S. 89°56'56" W., A DISTANCE OF 44.44 FEET;

THENCE S. 02°30'54" E., A DISTANCE OF 1320.77 FEET TO A POINT ON THE SOUTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 13;

THENCE S. 89°52'03" W., ALONG SAID SOUTH LINE, A DISTANCE OF 495.41 FEET TO THE BRASS CAP IN HAND HOLE AT THE CENTER OF SAID SECTION 13;

THENCE S. 89°16'27" W., ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 2630.15 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED PARCEL CONTAINS 5,872,310 SQUARE FEET OR 134.81 ACRES MORE OR LESS.

NOTE:

THE ABOVE DESCRIPTION WAS PREPARED FROM A "PROPERTY BOUNDARY EXHIBIT FOR M&B CAPITAL GROUP, L.L.C." THAT WAS PREPARED BY BRADY, AULERICH & ASSOCIATES, JOB NO. 020202, SEALED AND SIGNED BY DENNIS H. BRADY, R.L.S. 6451, DATED 4/24/03. BEING A PORTION OF THE NORTH HALF OF SECTION 13, TOWNSHIP 1 NORTH, RANGE 4 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA AND DESCRIBED AS FOLLOWS:

NET DESCRIPTION:

COMMENCING AT THE BRASS CAP IN HAND HOLE FOUND AT THE WEST QUARTER CORNER OF SAID SECTION 13 WHICH BEARS S. 89°16'27" W., A DISTANCE OF 2630.15 FEET FROM THE BRASS CAP IN HAND HOLE FOUND AT THE CENTER OF SAID SECTION 13;

THENCE N. 89°16'27" E., ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 13, A DISTANCE OF 80.21 FEET;

THENCE DEPARTING PERPENDICULAR TO SAID SOUTH LINE, N. 00°43'33" W., A DISTANCE OF 94.80 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE FOR RIO SALADO PARKWAY AND THE POINT OF BEGINNING;

THENCE N. 49°29'05" W., A DISTANCE OF 41.85 FEET TO A POINT ON THE EASTERLY RIGHT OF WAY LINE FOR MCCLINTOCK DRIVE;

THENCE N. 03°41'12" W., ALONG SAID EASTERLY RIGHT OF WAY LINE, A DISTANCE OF 1311.87 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE FOR STATE ROUTE 202;

THENCE ALONG SAID SOUTHERLY RIGHT OF WAY LINE, N. 85°55'30" E., A DISTANCE OF 55.68 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHWESTERLY AND HAVING A RADIUS OF 1016.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 24°43'48" AN ARC LENGTH OF 438.53 FEET;

THENCE N. 61°11'42" E., A DISTANCE OF 584.42 FEET TO THE BEGINNING OF A CURVE CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 984.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 21°58'55" AN ARC LENGTH OF 377.52 FEET;

THENCE N. 83°10'37" E., A DISTANCE OF 1022.30 FEET;

THENCE S. 02°31'34" E., A DISTANCE OF 23.90 FEET;

THENCE N. 84°16'18" E., A DISTANCE OF 452.02 FEET;

THENCE N. 84°44'58" E., A DISTANCE OF 313.43 FEET;

THENCE DEPARTING SAID SOUTHERLY RIGHT OF WAY LINE FOR STATE ROUTE 202, S. 02°05'58" E., A DISTANCE OF 709.98 FEET;

THENCE S. 89°56'56" W., A DISTANCE OF 44.44 FEET;

THENCE S. 02°30'54" E., A DISTANCE OF 1320.77 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE FOR RIO SALADO PARKWAY;

THENCE S. 87°10'50" W., ALONG SAID NORTHERLY RIGHT OF WAY LINE, A DISTANCE OF 75.99 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 4528.66 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 02°40'53" AN ARC LENGTH OF 211.94 FEET;

THENCE S. 89°52'03" W., A DISTANCE OF 42.29 FEET;

THENCE S. 89°51'38" W., A DISTANCE OF 165.00 FEET;

THENCE S. 89°18'43" W., A DISTANCE OF 30.02 FEET;

THENCE N. 02°30'54" W., A DISTANCE OF 20.02 FEET;

THENCE S. 43°21'39" W., A DISTANCE OF 27.86 FEET;

THENCE N. 82°42'45" W., A DISTANCE OF 71.73 FEET;

THENCE S. 89°16'26" W., A DISTANCE OF 65.00 FEET;

THENCE S. 72°44'49" W., A DISTANCE OF 35.15 FEET;

THENCE S. 89°16'26" W., A DISTANCE OF 1045.84 FEET;

THENCE N. 46°56'16" W., A DISTANCE OF 22.76 FEET;

THENCE N. 86°57'50" W., A DISTANCE OF 64.61 FEET;

THENCE S. 43°04'58" W., A DISTANCE OF 27.71 FEET;

THENCE N. 81°47'37" W., A DISTANCE OF 65.10 FEET TO THE BEGINNING OF A CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 3209.02 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 01°08'14" AN ARC LENGTH OF 63.69 FEET;

THENCE S. 76°35'57" W., A DISTANCE OF 40.52 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 3219.02 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 03°46'55" AN ARC LENGTH OF 212.48 FEET TO THE POINT OF REVERSE CURVATURE FOR A CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 3329.05 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 05°25'29" AN ARC LENGTH OF 315.19 FEET;

THENCE S. 89°55'37" W., A DISTANCE OF 199.42 FEET;

THENCE N. 85°18'02" W., A DISTANCE OF 102.23 FEET TO THE BEGINNING OF A CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 3339.05 FEET;

THENCE WESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 03°13'08" AN ARC LENGTH OF 187.59 FEET TO THE POINT OF BEGINNING.

THE ABOVE DESCRIBED PARCEL CONTAINS 5,586,282 SQUARE FEET OR 128.24 ACRES MORE OR LESS.

NOTE:

THE ABOVE DESCRIPTION WAS PREPARED FROM A "PROPERTY BOUNDARY EXHIBIT FOR M&B CAPITAL GROUP, L.L.C." THAT WAS PREPARED BY BRADY, AULERICH & ASSOCIATES, JOB NO. 020202, SEALED AND SIGNED BY DENNIS H. BRADY, R.L.S. 6451, DATED 4/24/03.

BENCHMARK

Top of Brass Cap in Hand Hole at the intersection of Rio Salado Parkway and McClintock Drive (AKA the West Quarter Corner of Section 13, T. 1 N., R. 4 E.)
Elevation = 1,172.03 per the City of Tempe Datum

FLOOD ZONE

FLOOD PLAIN CERTIFICATION:

THIS IS TO CERTIFY THAT THE ABOVE SUBJECT PROPERTY LIES WITHIN ZONE "SHADED X" AS DESIGNATED ON THE FIRM FLOOD INSURANCE RATE MAP, MAP NUMBER 04013C 2170 F, DATED JULY 19, 2001. ZONE "SHADED X" IS DESIGNATED AS BEING AREAS OF 500-YEAR FLOOD; AREAS OF 100-YEAR FLOOD WITH AVERAGE DEPTHS OF LESS THAN 1 FOOT OR WITH DRAINAGE AREAS LESS THAN 1 SQUARE MILE; AND AREAS PROTECTED BY LEVES FROM 100-YEAR FLOOD AS DETERMINED BY THE FEDERAL EMERGENCY MANAGEMENT AGENCY UNDER THAT CIRCUMSTANCE.

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PLANNED AREA DEVELOPMENT OVERLAY FOR TEMPE MARKETPLACE

A PORTION OF THE NORTH HALF OF SECTION 13, TOWNSHIP 1 NORTH, RANGE 4 EAST, GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA

NOTE: GIVEN SCALE OF PLAN PARKING DIMENSIONS WOULD NOT BE LEGIBLE:

MIN. DRIVE WIDTH - 24'

STANDARD PARKING SPACE - 9' X 18'
(16' LENGTH AT LANDSCAPE AREAS)

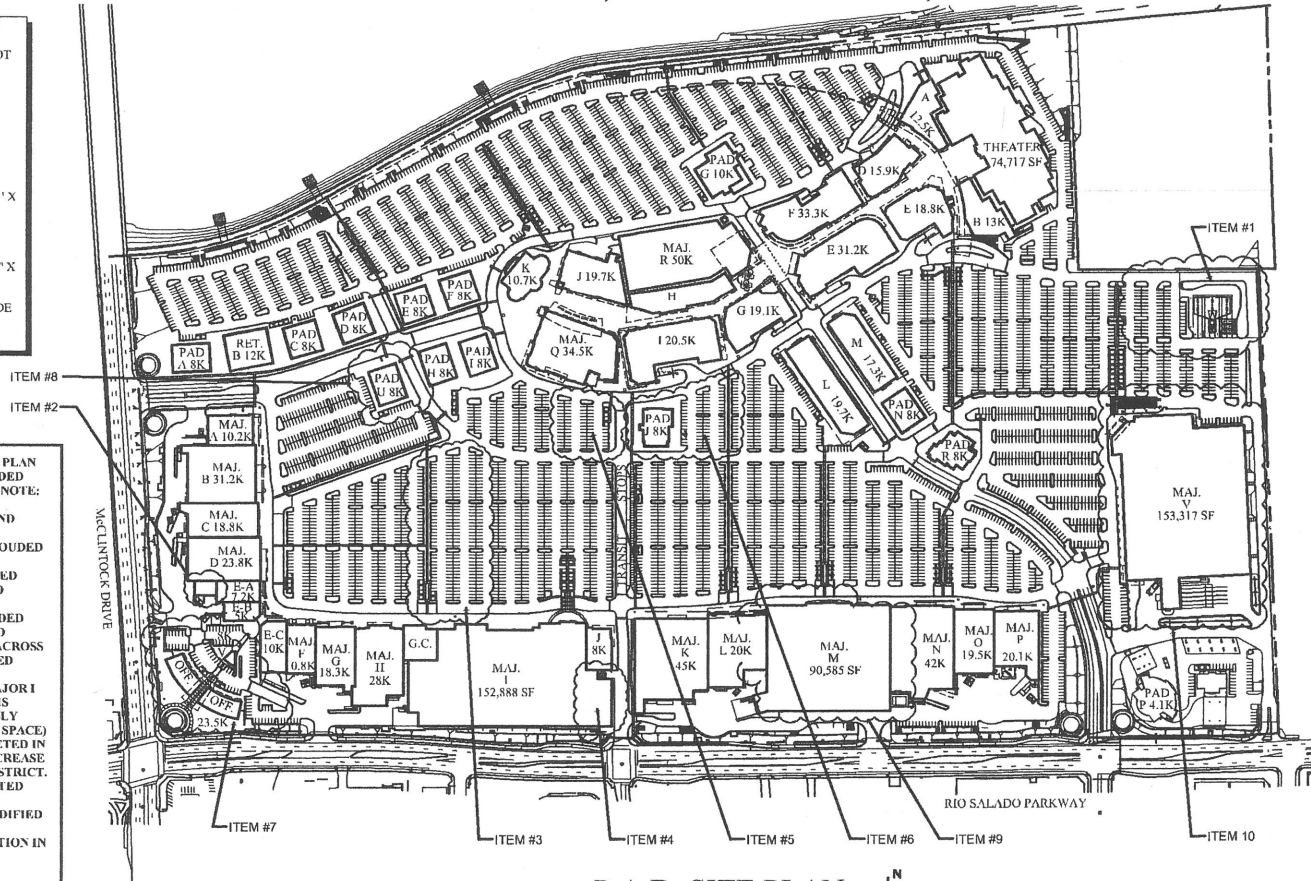
ACCESSIBLE SPACES - 11' X 18' WITH 5' AISLE
(16' LENGTH AT LANDSCAPE AREAS)

LANDSCAPE ISLANDS - 7' X 18' MIN. OF 120 SF

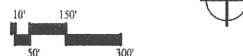
SIDEWALKS - MIN. 6' WIDE THROUGHOUT, 8' AT HEAD-IN PARKING

CHANGES TO THE SITE PLAN SINCE THE LAST CLOUDED SITE PLAN ON 06/17/04 - NOTE: MINOR CHANGES TO BUILDING AREAS AND CONFIGURATIONS THROUGHOUT NOT CLOUDED

1. SITE AREA INCREASED NORTH OF MAJOR V TO RELOCATE GAS PAD.
2. OWNER'S ROOM ADDED ADJACENT TO MAJOR D
3. PEDESTRIAN LINK ACROSS PARKING FIELD SHIFTED WEST PER TENANT REQUIREMENTS AT MAJOR I
4. MAJOR I BUILDING IS INCREASED (PREVIOUSLY SHOWN AS EXPANSION ITEM)
5. PAD BUILDING DELETED IN THIS LOCATION TO INCREASE PARKING CLOSE TO DISTRICT.
6. PAD BUILDING SHIFTED EAST
7. OFFICE LAYOUT MODIFIED ON PROJECT CORNER.
8. PAD BUILDING ADDITION IN THIS AREA.
9. MAJOR M BUILDING ENLARGEMENT AND REDUCTION OF ADJACENT MAJOR L BUILDING.
10. MAJOR V BUILDING ENLARGEMENT AND RECONFIGURATION OF LOADING AREA.



P.A.D. SITE PLAN



PROJECT DATA

PROJECT NAME	SITE AREA	F.A.R.	LOT COVERAGE	LAND USE	BLDG. AREA	HEIGHT (STORES)	PARKING REQUIRED	PARKING PROVIDED (4.58:1000)	BICYCLES PROVIDED	LANDSCAPE PROVIDED
TEMPE MARKETPLACE	GROSS 126.03 AC 0.23	23.4%								
	NET 119.47 AC 0.25	24.7%								
				MAJORS	731,501 SF	1	2,487	2,495	100	
				PADS	112,536 SF	1	1,499	1,500	50	
				DISTRICT MAJORS	149,700 SF	1-2	548	550	100	
				DISTRICT SHOPS	261,327 SF	1-2	1212	1212	50	
				OFFICE	29,545 SF	2	119	120	50	
				TOTAL	1,284,429 SF		5864	5877	300	

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