

When recorded, return to:
Paradise Valley Town
Attorney 6401 East
Lincoln Drive Paradise

ORDINANCE NUMBER 603 ()

AN ORDINANCE OF THE TOWN OF PARADISE VALLEY, ARIZONA, AMENDING THE ZONING ORDINANCE AND AMENDING THE ZONING MAP TO PROVIDE FOR THE ISSUANCE OF AN AMENDED SPECIAL USE PERMIT FOR PROPERTY ZONED SUP DISTRICT (RESORT) AND THE REZONING FROM ~~R43 CLUSTER PLANSUP DISTRICT (RESORT)~~ TO SUP DISTRICT (RESORT) TO ALLOW FOR A RESORT HOTEL WITH INTEGRATED DWELLING UNITS AND RESORT-RELATED RETAIL (THE RITZ-CARLTON, PARADISE VALLEY) FOR THE PROPERTY LOCATED AT 7000 E. LINCOLN DRIVE, GENERALLY BORDERED BY LINCOLN DRIVE TO THE SOUTH, MOCKINGBIRD LANE TO THE WEST, INDIAN BEND ROAD TO THE NORTH, AND THE CITY OF SCOTTSDALE TO THE EAST, WITH ~~THE PROPOSED SUP DISTRICT (RESORT)~~ TO INCLUDE A RESORT COMMUNITY, INCLUDING: A RESORT HOTEL WITH 225200 HOTEL ROOMS and 120 RESORT VILLAS, SPA, RESTAURANTS, AND MEETING SPACE; 10089 RESORT PATIO HOMES; 46RELATED LUXURY DETACHED RESIDENTIALSINGLE FAMILY HOMES; 45 RITZ-CARLTON BRANDED DETACHED SINGLE FAMILY HOMES ON LOTS AVERAGING 20,000 SQUARE FEET; 15 ONE ACRE HOME LOTS; 80 RESORT RELATED ATTACHED VILLAGE TOWNHOMES; ADDITIONAL RESORT RELATED RESTAURANTS AND RETAIL USES; AND SITE IMPROVEMENTS INCLUDING PARKING, LANDSCAPING, AND LIGHTING AND, IMPROVEMENTS TO SITE INFRASTRUCTURE; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Town of Paradise Valley Planning Commission held public hearings on ~~June 19, 2007, November 6, 2007,~~ and ~~December 18, 2007,~~ in the manner prescribed by law, for the purpose of considering a rezoning of the property described in Exhibit A attached hereto (~~("Property")~~) for the purpose of making a recommendation on a proposed SUP District (Resort) amendment for the area approximating the northern half of the Property and a rezoning of the area approximating the southern half of the Property from ~~R43 Cluster Plan~~SUP District (Resort) to SUP District (Resort), both such rezonings to be combined into one new SUP District (Resort) to be known as the Special Use Permit for The Ritz-Carlton, Paradise Valley, and recommended approval of the new SUP District (Resort) to the Town Council; and

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WHEREAS, the Town Council at its meeting of April 10, 2008, held a public hearing as prescribed by law to hear the conditional rezoning of the Property to a new SUP District (Resort) based upon the recommendation made by the Planning Commission as noted above, and to amend the Town Official Zoning Map to reflect the issuance of a new combined SUP District (Resort) for the entire Property and to take action on this rezoning request.

NOW, THEREFORE, BE IT ORDAINED BY THE MAYOR AND TOWN COUNCIL OF THE TOWN OF PARADISE VALLEY, ARIZONA THAT:

SECTION 1. Rezoning. A parcel of land, as described in Exhibit A attached hereto, is hereby conditionally rezoned from SUP District (Resort) and R43 Cluster Plan to a new SUP District (Resort) designation, with such changes to be made on the Town's Town's Official Zoning Map, such new SUP District (Resort) to allow for use of the Property as a resort and all related uses subject to the stipulations set forth in Exhibit B, attached hereto, the Special Use Permit for Five Star Resort Communities, LLC, SUP 06-0215-01, such uses including:

- a. A resort hotel/Resort Hotel with 225 rooms/200 Hotel Rooms (Area A), 120 Resort Villas (Area A1), spa, restaurants, resort related retail, and meeting space;
- b. 100 resort patio homes
- c. 46 luxury detached residential homes on lots averaging 20,000 square feet
- d. 15 one-acre home lots
- e. 89 Resort Related Luxury Detached Single Family Homes (Area B);
- f. 45 Ritz-Carlton Branded Detached Single Family Homes (Area C);
- g. 80 Resort Related Attached Village Townhomes (Area D);
- h. Resort-Related Restaurant, Retail, and Residential Uses (Area E); and
- i. Site improvements including parking, landscaping, private road tracts and lighting.

SECTION 2. The proposed SUP District (Resort) rezoning is in accordance with Article 11 of the Town Zoning Ordinance, specifically;

- a. It is authorized in the town's adopted general plan, as amended;
- b. It will not be detrimental to, interfere with or adversely affect existing uses or character of adjacent properties, persons residing or working in the vicinity, the neighborhood, the public health, safety, peace, comfort and general welfare, or the purpose of the zone in which it is proposed; and
- c. It will be in full conformity to any conditions, requirements or standards prescribed in the permit, in the zoning ordinance and the ordinances of the Town.

SECTION 3. Severability. If any section, subsection, sentence, clause, phrase or portion of this ordinance is for any reason held invalid or unconstitutional by a court of competent jurisdiction, such portion shall be deemed a separate, distinct and independent provision and such holding shall not affect the validity of the remaining portions thereof.

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

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PASSED AND ADOPTED by the Mayor and Town Council of the Town of Paradise Valley, Arizona, this 10th day of April, 2008.

Ed Winkler, Mayor

SIGNED AND ATTEST TO THIS _____ DAY OF _____

Duncan Miller, Town Clerk

APPROVED AS TO FORM:

Andrew M. Miller, Town Attorney

[SIGNATURE PAGE TO BE ADDED]

EXHIBIT B
TO ORDINANCE NUMBER ~~603~~ _____
TOWN OF PARADISE VALLEY, ARIZONA
SPECIAL USE PERMIT FOR
FIVE STAR DEVELOPMENT RESORT COMMUNITIES, LLC
~~SUP-06-02-15-01~~

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1. PROJECT DESCRIPTION

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1. Pursuant to Article XI of the Zoning Ordinance of the Town of Paradise Valley, Arizona, the Town hereby grants to Five Star Development Resort Communities, LLC, an Arizona Limited Liability Company, its successors and assigns, this amendment to the Prior Special Use Permit governing the use the Property, which amendment shall be effective the Approval Date. All capitalized terms contained herein are defined pursuant to the definitions set forth in this Special Use Permit.

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2. The Property subject to This Special Use Permit is currently owned by the Resort Hotel Owner and is comprised of approximately one hundred and five (105) acres located at the northeast corner of Mockingbird Lane and Lincoln Drive in the Town of Paradise Valley,

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3. This amendment, including Exhibits "A" and "B" and "C", is referred to throughout as This "Special Use Permit" to distinguish it from the "Prior Special Use Permit" currently governing the use of the Property. The Town issued the Prior Special Use Permit for the Property in 1987-2008. This Special Use Permit is intended to supersede and replace the Prior Special Use Permit. This Special Use Permit is being granted by the Town to permit the development, construction, use and operation of the Property as a resort subject to and in accordance with the stipulations and other provisions set forth herein.

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The improvements, facilities and uses authorized to be developed, constructed, used, operated and maintained on the Property include the following: one (1) Resort Hotel

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4. with Ancillary Facilities and two hundred ~~twenty five (225) Resort Casita (200) Hotel Rooms and Suites (Area A)~~ which may be owned only by the Resort Hotel Owner and used as provided herein; one-hundred ~~(400) and twenty (120) Resort Villas (Area A1) which may be owned by the Resort Hotel Owner or by a private owner which may be sold (and thereafter resold) and/or voluntarily included within the Resort Hotel rental program and made available for transient occupancy uses or hospitality uses, and otherwise used as provided herein; eighty-nine (89) Resort Related Luxury Detached Single Family Homes (Area B)~~ which may be sold (and thereafter resold) to a third party, or parties, and used as provided herein; ~~forty six (46) Resort Luxury Homes~~ 45 Ritz-Carlton Branded Detached Single Family Homes (Area C) which may be owned by the Resort Hotel Owner or by a private owner which may be sold (and thereafter resold) and/or voluntarily included within the Resort Hotel rental program and made available for transient occupancy uses or hospitality uses, and otherwise used as provided herein; 80 Resort Related Attached Village Townhomes (Area D) which may be sold (and thereafter resold) to a third party, or parties, and used as provided herein; ~~fifteen (15) Resort Estates~~ resort related retail and restaurant uses (Area E); Resort Related Residential Units (Area E) which may be sold (and thereafter resold) to a third party, or parties, and used as provided herein; and other facilities and site improvements.

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2. STIPULATIONS

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A. General

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1. As of the Approval Date, This Special Use Permit shall supersede and replace any and all

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Prior Special Use Permit(s) related to the Property.

2. This Special Use Permit touches and concerns the land and shall run with the land. Any person having or subsequently acquiring title to any portion of the Property shall be subject to This Special Use Permit, as it applies to the portion of the Property owned thereby and as it may be amended or superseded from time to time.

3.4. Development of the Resort shall be in substantial conformance with the Ritz Carlton Paradise Valley Special Use Permit Application Book dated January 17, 2008, an Index of which is attached hereto as Exhibit "B" (the Index and SUP Application Book are collectively referred to as the "SUP Book"), the Site Plan, dated April 1, 2008, attached hereto as Exhibit "C" (Site Plan), which are made a part hereof by this reference, and these stipulations. Prior to the Final Plat Submittal, those sheets in the SUP Book marked with an asterisk (*) on the Index shall be modified to be consistent with and in conformance to the Site Plan. [DRAFT COMMENT: May not be applicable to this SUP] Such modifications shall be reviewed, and if substantially consistent with the Site Plan, approved by the Town Manager. Lot coverage for the Property as a whole shall not exceed twenty-five percent (25%) eight percent (28%). Lot Coverage shall not exceed the following area-specific caps: (1) Area A: 30%; (2) Area A1: 33%; (3) Area B: 28%; (4) Area C: 23%; (5) Area D: 28%; and (6) Area E: 38%.

4.5. The use of the Property shall at all times conform to This Special Use Permit and all applicable State laws and Town ordinances, except that if there is a conflict between This Special Use Permit and any Town ordinance or other requirement, This Special Use Permit shall prevail.

5.6. If any section, subsection, sentence, clause or phrase of This Special Use Permit is for any reason held illegal, invalid or unconstitutional by the final decision of any court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of This Special Use Permit. The Town and the Resort Hotel Owner believe and intend that the

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provisions of This Special Use Permit are valid and enforceable. In the unlikely event that This Special Use Permit is declared by a court of competent jurisdiction to be invalid or unenforceable, the Resort may be used and operated as a legal non-conforming use in accordance with the stipulations and other provisions set out herein until such time as a special use permit or other applicable zoning for the Resort is issued by the Town for the Property, it being the intent of the Town that in such event the Town will promptly issue a special use permit or other zoning classifications containing stipulations and other provisions which are identical to, or as near to identical as possible, to those contained in This Special Use Permit.

6-7. Once the modifications to the SUP Application Book required in stipulation #Stipulation No. 3 [Draft Comment: May not be applicable to this SUP] have been completed, inconsistencies or conflicts between or among these stipulations, the SUP Book and/or the Site Plan shall be resolved in the following order of precedence: these stipulations shall have first precedence and control over the text of the SUP Book and the Site Plan, and after that, the text of the SUP Book shall have precedence and control over the Site Plan. In the event of a conflict between the text or narrative and diagrams, drawings or other graphic representations contained in either the SUP Book or the Site Plan, the text or narrative will prevail and control over the graphic representations.

7-8. Mylar versions of the Site Plan, lighting plan, perimeter landscaping ~~plan~~, wall plan, grading and drainage plan and elevations from the SUP Application book (as modified per ~~stipulation~~ Stipulation No. 3) and electronic versions of all Special Use Permit Application Book sheets (as modified per ~~stipulation~~ Stipulation No. 3), shall be submitted prior to final plat submittal. [Draft Comment: Stipulation No. 3 Requirements may not be applicable to this SUP]

8. No part of the Resort shall be operated as a Time-Share Project, as such term is defined by the Town Zoning Ordinance. No part of the Resort Hotel ~~may be subdivided for~~ Area A may be subdivided for purposes of sale or resale. Any part or individual unit of the Resort Villas Area A1 may be subdivided or combined for the purposes of sale or resale.

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~~9.~~ ~~9.~~ All approvals and determinations by the Town Manager referenced herein shall be governed by the then in effect codified Town standards, policies or practices whenever applicable.

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~~10.~~ ~~10.~~ The Resort Hotel Owner and successor owners of the Property shall have a right to undertake and complete the development and use of the Property in accordance with This Special Use Permit.

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B. Construction and Development Standards

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~~11.~~ ~~11.~~ All utilities within the Resort shall be underground and located within appropriate easements. All water and sewage facilities shall be constructed in accordance with plans approved by the Town Manager.

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~~12.~~ ~~12.~~ No construction permit shall be issued for any construction on the Property until appropriate engineering or architectural plans are submitted to the Town and the issuance of such construction permit for that particular activity is approved by the Town Manager. However, the Town may issue approvals and/or permits to salvage native plants and stage or prepare the job-site for work, with fences, trailers, dumpsters, sanitation, water tanks, material storage, erosion control and dust control measures, and the like, without engineering or architectural plans.

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~~13.~~ ~~13.~~ The Resort Hotel must be completed within seven (7) years from approval of this Special Use Permit, subject to the right to rebuild or remodel at any time after a casualty.

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~~14.~~ ~~14.~~ Interiors of any Resort Hotel structure may be remodeled at any time without an amendment to This Special Use Permit so long as such remodeling does not increase the number of keys specified within This Special Use Permit.

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~~15.~~ ~~15.~~ ~~Residential~~ The interior of the Resort Hotel Lodge, residential club houses, or any other location within the Resort as approved by the Town Manager may be improved and used as a Marketing Center for the sales and marketing of the project until such time as all project construction has been substantially completed and all Resort ~~Patio Homes, Resort Luxury Homes, or Resort Estates~~ Related Luxury Homes (Area B), Ritz-Carlton Branded Homes (Area C), Resort Related Attached Village Townhomes (Area D); and Resort Related Residential Units (Area E) have been sold.

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~~16.~~ ~~16.~~ Temporary construction driveway locations are subject to the approval by the Town Manager.

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~~17.~~ ~~17.~~ If construction has not commenced on any Resort ~~Patio Home, Resort Related~~ Luxury Home (Area B), Ritz-Carlton Branded Home (Area C), portion of the Resort Related Attached Village Townhomes, or Resort ~~Estates~~ Related Residential Units (Area E) by a date that is five (5) years after the Approval Date, any such unimproved, ~~Resort Patio Home lot, Resort Luxury Home lot, or Resort Estate~~ lot shall be ~~stabilize~~ stabilized to minimize dust.

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~~18.~~ ~~18.~~ The Resort Hotel Owner shall submit a construction schedule prior to the issuance of any building permit to ensure compliance with all Town ordinances and in order to minimize construction nuisances. This construction schedule shall include the following:

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- Dust and noise control measures
- Vehicle/equipment storage/parking
- Construction days/hours
- Location of staging area for construction supplies/equipment
- Location of any construction trailer and sanitary facility
- Location of on-site construction-materials/debris storage
- Location of fire lanes during the construction period

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9. The Resort Hotel Owner shall arrange for Construction Phasing on the Property in the following sequence:

- Commence native plant salvage, dust and erosion control measures, job-site mobilization and set-up, and the like.
- Upon completion of the salvage, erosion and dust control, job-site mobilization, and set-up, commence horizontal or civil improvements and site work.
- Upon substantial completion of the civil improvements and site work, commence vertical building improvements and perimeter walls and perimeter landscaping (outside the perimeter walls) of the Property, along Lincoln Drive, Mockingbird Lane and Indian Bend Road.
- Upon substantial completion of the perimeter walls and perimeter landscaping commence vertical building improvements for Areas A, A1, B, C, D, and E may be commenced concurrently or independently from each other.

Off-site and right-of-way improvements may be scheduled independently of the foregoing.

20. Subject to requirements for construction of the horizontal or vertical improvements, construction access, emergency vehicle access, erosion control, storm water pollution prevention control, dust control and other measures, portions of the perimeter wall and landscaping may be omitted, or re-opened for construction or access subject to approval by the Town Manager.

21. During construction and development of the Resort Property, temporary sales and marketing signs may be posted on the Property consistent with the Temporary Sign Plan included in This Special Use Permit.

22. During construction, the Resort Hotel Owner shall sweep the streets adjacent to the

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Property or any other public streets in the Town directly affected by development on the Property using a PM-10 or equivalent capable street sweeper.

~~23. 23.~~ The precise location and/or required screening of any backflow preventer, transformer, or other similar equipment visible from Lincoln Drive, Mockingbird Lane or Indian Bend Road shall be approved by the Town Manager. Any water storage tanks or structures accessory to any water storage tanks installed on the Property shall be installed as and where shown on the Site Plan and shall not be visible from off the Property.

~~24. 24.~~ The public improvements ~~(Le., the right turn lane from westbound Lincoln Drive, to northbound Mockingbird Lane;~~ and the deceleration and right turn lane from westbound Lincoln Drive, to northbound Quail Run Drive) shall be installed as depicted on the Site Plan. In lieu of bonding for these improvements, no final certificate of occupancy for any of the Resort structures (other than the Marketing Center) will be issued until such public improvements are complete and accepted by the Town.

~~25. 25.~~ The building floor plans, elevations (exclusive of heights and setbacks), materials and colors may vary from those shown on This Special Use Permit, provided that they are approved by the Town Manager.

~~26. 26.~~ Construction for the Resort ~~Related~~ Luxury Homes (Area B) and ~~Resort Estates~~ Ritz-Carlton Branded Homes (Area C),

A. The Resort ~~Related~~ Luxury Homes (Area B) and ~~Resort Estates~~ Ritz-Carlton Branded Homes (Area C) shall be constructed generally with the ~~architectural style shown on This Special Use Permit Application.~~ Development of the Resort Estate Home Lots shall generally conform with Article X of the Town Zoning

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~~Ordinance, except Setbacks and Accessory Buildings, which shall conform with the~~ development standards set forth in This Special Use Permit.

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~~B. B.~~ Additional walls not ~~exceeding six feet (6') in height and not~~ shown on This Special Use Permit may be constructed on a Resort ~~Related~~ Luxury ~~Home~~Lot or Resort ~~Estate~~Ritz-Carlton ~~Branded~~ Lot with the approval of the Town Manager.

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~~C. C.~~ Detached Accessory Buildings and Minor Site Improvements not shown on This Special Use Permit may be constructed on a Resort ~~Home~~Related Luxury Lot or Resort ~~Estate~~Ritz-Carlton ~~Branded~~ Lot when otherwise in compliance with This Special Use Permit.

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~~D. D.~~ Following initial construction, a Resort ~~Related~~ Luxury ~~Home~~Lot or Resort ~~Estates~~Ritz-Carlton ~~Branded~~ Lot Owner shall not construct, reconstruct, build, rebuild, add, repair, alter, or otherwise modify the exterior of a Resort ~~Related~~ Luxury Home or Resort ~~Estate~~Ritz-Carlton ~~Branded~~ Home, including (i) modification of the design elevation, building footprint, height, building mass or floor area or (ii) the addition of or enclosure of courtyards, balconies, decks, accessory structures, bay windows, lighting or landscaping, except in compliance with This Special Use Permit ~~or with Town Manager Approval~~.

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27. Construction for the Resort ~~Patio Homes~~Related Attached Village Townhomes (Area D).

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A. The Resort ~~Patio Homes~~Related Attached Village Townhomes shall be constructed generally with the ~~architectural style shown on~~ development standards set forth in This Special Use Permit ~~Application~~.

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~~B. Other than the walls shown on This Special Use Permit, no additional walls may be constructed on a Resort Patio Home Lot.~~

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~~C.B.~~ Minor Site Improvements not shown on This Special Use Permit may be constructed on a Resort ~~Patio Home Lot~~Related Attached Village Townhome when otherwise in compliance with This Special Use Permit.

~~C. D.~~ Following initial construction, a Resort ~~Patio Home~~Related Attached Village Townhome Owner shall not construct, reconstruct, build, rebuild, add, repair, alter, or otherwise modify the exterior of a Resort ~~Patio Home~~Related Attached Village Townhome, including (i) modification of the design elevation, building footprint, height, building mass or floor area or (ii) the addition of or enclosure of courtyards, balconies, decks, accessory structures, bay windows, lighting or landscaping, except in compliance with this Special Use Permit ~~or with Town Manager approval~~.

~~28. 28.~~ Construction for the Resort Related Restaurant and Retail Uses (Area E).

A. The Resort Related Restaurant and Retail Uses for Area E (12.9 Acres) shall be limited as follows:

1. Maximum height shall not exceed forty-eight (48) feet.
2. Buildings adjacent to Area B shall not exceed a maximum height of thirty-six (36) feet.
3. Maximum lot coverage shall not exceed thirty-eight percent (38%).
4. Total Building Square Footage shall be limited to four-hundred and sixty-nine thousand (469,000) square feet.
5. Thirty-six (36) foot tall buildings adjacent to Area B shall be setback a

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minimum of thirty (30) feet from the dividing line between Areas B and E.

6. Forty-eight (48) foot tall buildings shall be setback a minimum of one-hundred (100) feet from the dividing line between Areas B and E.

29. The Town may inspect and measure the completed lighting installation for the Resort prior to issuance of the Resort Hotel Certificate of Occupancy to ensure lighting levels are in compliance with This Special Use Permit.

C. Uses

30. ~~29.~~ Temporary tents or pavilions may be erected at the Resort Hotel, Resort Casita Rooms and Suites Villas, Resort Ancillary Facilities and related site improvements, in the locations shown on the Approved Plans, provided that such temporary tents or pavilions shall not remain erected for more than sixteen (16) consecutive days per event. No tent shall be higher than twenty-four feet (24') above finished grade. Any other temporary tent or pavilion shall have adequate parking and be approved by the Town Manager.

30. The hours of public operation for the Resort Hotel shall be 24 hours per day except for:

31. ~~A. Outdoor tennis the hours~~ and ~~multi-use courts: 6 am - 10 pm operational standards set forth below:~~

A. ~~B.~~ Bars/lounges: 6 am ~~—~~ close per state statute.

B. ~~C.~~ Outdoor banquets, receptions, weddings and socials: 6 am ~~—~~ 2 am.

C. ~~D.~~ Rooftop Resort Hotel Amenity

1. No activities or events shall occur after 10:00 PM.
2. No amplified music shall be permitted at any time.

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3. No permanent shade structures may be constructed. Temporary shade structures are permitted as needed for specific events.

4. No outward projected lighting shall be permitted from the Rooftop Resort Hotel Amenity.

5. At no time may the noise level exceed () decibels at the Property line.

6. The maximum occupancy shall be limited to the applicable building and fire codes.

7. Food and alcohol service may be provided at any time prior to 10:00 PM.

D. The Spa & Fitness facilities: Outside members limited to 5 am — midnight.

E. Trash pickup: 7 am - 7 pm.

F. Deliveries off of Mockingbird Lane to Tract C: 7 am - Sunset

31-32. Use of Resort ~~Patio Homes, Villas (Area A1), Resort Related Luxury Homes and Resort Estates (Area B), Ritz-Carlton Branded Homes (Area C), and Resort Related Attached Village Townhomes (Area D).~~

A. ~~A.~~ Resort ~~Patio Homes, Villas (Area A1),~~ Each owner of a Resort ~~Patio Home Villa~~ may occupy it, or permit its family and guest(s) to occupy it, or make it available for residential uses.

In addition, each owner of a Resort ~~Patio Home Villa~~ may voluntarily participate in the Resort Hotel rental program and make the Resort ~~Patio Home Villa~~ available for transient occupancy uses, or hospitality uses, at their sole option, under the terms and conditions of the Resort Hotel rental program. ~~The Resort Hotel Owner or Manager shall not rent a Resort Patio Home for more than thirty (30) consecutive days to anyone tenant.~~ The principal guest of a Resort ~~Patio Home Villa~~ in the Resort Hotel rental program shall register with the Resort Hotel. Nothing shall prohibit a Resort Villa from being sold (and thereafter resold) to a third party, or parties, and used as provided herein.

B. ~~B.~~ Resort ~~Related Luxury Homes (Area B),~~ Each owner of a Resort ~~Related~~

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Luxury Home may occupy it or permit its family and guest(s) to occupy it, or make it available for residential uses. Nothing shall prohibit a Resort Related Luxury Home from being sold (and thereafter resold) to a third party, or parties, and used as provided herein.

C. Ritz-Carlton Branded Homes (Area C-Resort Estates). Each owner of a ~~Resort Estate~~Ritz-Carlton Branded Home may occupy it, or permit its family and guest(s) to occupy it, or make it available for residential uses. In addition, each owner of a Ritz-Carlton Branded Home may voluntarily participate in the Resort Hotel rental program and make the home available for transient occupancy uses, or hospitality uses, at their sole option, under the terms and conditions of the Resort Hotel rental program. Nothing shall prohibit a Ritz-Carlton Branded Home from being sold (and thereafter resold) to a third party, or parties, and used as provided herein.

D. Resort Related Attached Village Townhomes (Area D-). Each owner of a Resort Related Attached Village Townhome may occupy it or permit its family and guest(s) to occupy it, or make it available for residential uses. Nothing shall prohibit a Resort Related Attached Village Townhome from being sold (and thereafter resold) to a third party, or parties, and used as provided herein.

E. Rentals other than by Resort Hotel Owner. Annual or longer rentals of Resort ~~Patio~~ Villas and Ritz-Carlton Branded Homes, ~~Resort Luxury Homes, Resort Estates~~ are permitted, subject to the Covenants, Conditions and Restrictions of the Resort.

33. Use of Resort Related Restaurant, Retail, and Residential Uses (Area E).

A. Area E Resort Related Residential. Each owner of a residential unit may occupy it, or

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permit its family and guest(s) to occupy it, or make it available for residential uses. Nothing shall prohibit a Resort Related Residential Unit in Area E from being sold (and thereafter resold) to a third party, or parties, and used as provided herein.

B. Area E Resort Related Retail and Restaurant Uses. All Area E uses shall remain resort-related and integrated into the design of the overall development with particular attention to pedestrian connectivity between Area E and the Resort Hotel.

D. Parking and Circulation

32. 34. Parking shall meet or exceed the parking requirements set forth in this Special Use Permit. Any change in use to the Resort Hotel that increases the parking demand over what is provided in This Special Use Permit must be approved by the Planning Commission.

33. 35. All contracts between the Resort Hotel Owner and any valet company or other parking company shall include an acknowledgment and agreement that such company shall not park any vehicles on public streets in the Town. Buses and other vehicles may be used to shuttle guests or employees to or from parking areas not located on the Resort, and between the Resort and other destinations (e.g., airport, shopping facilities, golf courses, attractions, etc.). Any catering agreement between Resort Hotel Owner and any owner or guest booking events at the Resort shall include an acknowledgement and agreement that catering vehicles may not park on public streets in the Town.

34. 36. Unlicensed support vehicles (Le.i.e., golf carts, utility vehicles, etc.) may be used to transport guests and residents and provide services to the Resort, Resort ~~Casitas and Suites~~Villas, Resort Ancillary Facilities, Resort ~~Patio Homes, Resort-Related~~ Luxury Homes (Area B), Ritz-Carlton Branded Homes (Area C), Resort Related Attached Village Townhomes (Area D), and Resort ~~Estates, Related Retail, Restaurant, and Residential Uses (Area E)~~, but shall not be used or parked on any public street.

35. 37. All designated fire lanes shall maintain a vertical clearance of fourteen feet (14') above finished grade and a horizontal clearance of twenty feet (20') to allow passage of

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emergency vehicles and must meet all current Arizona Department of Transportation standards.

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~~36.~~ ~~38.~~ At any time the parking demand within the Resort Hotel is expected to exceed ~~five hundred and eleven (511)~~ ~~540~~ cars, the approved valet parking plan shall be utilized for Resort Hotel guests and others invitees.

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~~37.~~ ~~9.~~ All streets and drives in the Resort are and shall remain private streets. All streets, sidewalks and paved areas constructed shall remain private; provided, that all new streets constructed shall be of adequate width and design to permit the provision of fire and police protection to the Property. That part of This Special Use Permit granted for private streets and drives herein shall be binding on the Applicant.

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~~38.~~ ~~40.~~ The streets and drives on the Property shall be constructed and maintained by the Applicant. The rights and obligations, including but not limited to the right and obligation to maintain the streets and drives on the Property, shall run with the land and shall be binding thereon. In the event a condition that threatens the health or safety of the residents of the Town is created or results from the Applicant's failure to maintain the streets or drives within the Property, the Town may give the Applicant a written notice to undertake appropriate maintenance to cure such condition. If the condition remains uncured for ~~thirty (30)~~ ~~sixty (60)~~ days after notice thereof in writing to the Applicant by the Town, or if the condition is such that it cannot be reasonably corrected within ~~thirty (30)~~ ~~sixty (60)~~ days, the correction thereof not having been commenced and thereafter diligently prosecuted within ~~thirty (30)~~ ~~sixty (60)~~ days from receipt of such written notice, the Town may enter the Property and perform such work necessary to cure the condition. The Town may assess the actual costs and expenses related to such work against the Applicant as owner of the private streets and drives, and the Applicant shall remit payment to the Town within ~~thirty (30)~~ ~~sixty (60)~~ days of receipt of an invoice together with the usual and customary supporting documents and materials from such work. If the Applicant fails to remit such payment within the ~~3-~~ ~~60-~~ day period, the Town may file a lien against the Property for any such unpaid amount due to the Town.

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E. Management

~~38.~~ 41. There shall be at least one person at the Resort at all times who has been thoroughly briefed on the provisions of This Special Use Permit and who has the authority to resolve all problems related to compliance with This Special Use Permit. All calls from Town residents to the Town or Resort, regarding noise or disturbances shall be referred to and addressed by such person(s). Maintenance of the Resort in general, and all common areas specifically, shall be coordinated through a single unified management entity, which may be the Resort Hotel Owner or its designee.

~~The Resort Hotel Owner will initially improve and thereafter shall be entitled and responsible to maintain or shall cause the maintenance of the portions of the unenclosed yards of each Resort Patio Home, Resort Luxury Home and Resort Estates located outside of walls and subject to the Public View, as well as exteriors of each Resort Patio Home, Resort Luxury Home and Resort Estates and related improvements, such as the exterior features of homes, garages, fences, walls and the like, to ensure consistency of landscaping and maintenance throughout the Resort.~~

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