



City Of Phoenix
Water Services Department
Resource and Development Planning

July 23, 2015

MS Resort Owner, LLC
2525 E Arizona Biltmore Circle, Ste. B-220
Phoenix, Arizona 85016

RE: Sewer Capacity for Mountain Shadows Redevelopment, Southwest corner of 56th Street and Lincoln Drive, Paradise Valley, Q.S. 21-40

The request for sewer capacity and availability for the proposed re-development project has been reviewed. Based on the conceptual site plan it depicts the following:

1. 59 existing single family units in the original Mountain Shadows West[®] development
2. 28 proposed single family townhouse units
3. 40 proposed multi-unit condominiums
4. 45 proposed condominium hotel units
5. 100 room hotel with a 60,000 square foot resort
6. A proposed 10,000 square foot restaurant

City of Phoenix affirms that sewer capacity is available to serve the proposed development. There is an 8-inch tap connection available at City of Phoenix manhole #406 in Lincoln Dr. The sewer shall remain as private but will connect to the City's 12-inch sewer main in Lincoln Drive.

Please call me at 602-534-4198 if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Nazario Prieto".

Nazario Prieto, P.E.
Civil Engineer III
Water Services Department
Water Resources & Development Planning

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cc: Gary Griffith
Lucy Graham



4612 E BELL RD
PHOENIX, AZ 85032

10-15-15

Mr. Kris Harman
Woodbine Southwest Corporation
2525 East Arizona Biltmore Circle, Suite B-220
Phoenix, AZ 85016

Re: SWC of Lincoln Drive and 56th Street in Paradise Valley, AZ 85253 (Parcels:
169-30-101 & 169-30-102).

Dear Kris,

The above referenced project is located in Arizona Public Service Company's electric service area. The Company extends its lines in accordance with the "Conditions Governing Extensions of Electric Distribution Lines and Services," Schedule 3, and the "Terms and Conditions for the Sale of Electric Service," Schedule 1, on file with the Arizona Corporation Commission at the time we begin installation of the electric facilities.

Application for the Company's electric service often involves construction of new facilities for various distances and costs depending upon customer's location, load size and load characteristics. With such variations, it is necessary to establish conditions under which Arizona Public Service will extend its facilities.

The enclosed policy governs the extension of overhead and underground electric facilities to customers whose requirements are deemed by Arizona Public Service to be usual and reasonable in nature.

Please give me a call at 602-493-4470 so that we may set up an appointment to discuss the details necessary for your project.

Sincerely,

Harry O'Neill

Harry O'Neill
Customer Project Manager
Customer Construction East



CenturyLink™

CenturyLink Engineering
135 W. Orion St. 1st Floor
Tempe, AZ 85283
BICS@Centurylink.com

October 14, 2015

Mr. Kris Harman
Woodbine Southwest Corporation
2525 East Arizona Biltmore Circle, Suite B-22
Phoenix, Arizona 85016

RE: Mountain Shadows Condos

Mr. Harman,

The above mentioned project is located in a parcel of land located in Section 8, Township 2N and Range 4E in Maricopa County.

In response to your "Service Availability" request for the above mentioned development located at the southwest corner of Lincoln Drive and 56th Street, Paradise Valley, AZ, this letter is to acknowledge that this subject property is within CenturyLink serving territory.

The tariff Rates and Regulations prescribed for service for this area are on file with your State Utilities Commission, and may be examined at your local CenturyLink Business Office.

Sincerely,

Roni Jean Grant-Sloan
CenturyLink Supervisor Construction/Engineering Permits/Joint Use/Developer Administration
135 W Orion Street, 1st Floor
Tempe, AZ 85283
480/768-4294 (Office)
480/748-1352 (Cell)



1550 W Deer Valley Rd
Phoenix, AZ 85027

October 14th, 2014

Mr. Kris Harman
Woodbine Southwest Corporation
2525 East Arizona Biltmore Circle, Suite B-220
Phoenix, AZ 85016

Re: Mountain Shadows Condos

Dear Mr. Harman,

Per your request, this is to advise you that Cox Communications has facilities to provide broadband cable and other telecommunication services to the City of Paradise Valley, as per our franchise agreement.

Since this is a private multifamily development, a service agreement will be required and in addition, a capital contribution may be required in order to receive services.

Please contact me at your earliest convenience so that we may discuss this project in more detail. I can be reached at (623) 328-3810.

I look forward to working with you and your company on this project.

Sincerely,

Andrea Cabon

Andrea Cabon
Account Executive
Cox Communications
New Business Development



SOUTHWEST GAS CORPORATION

October 28, 2015

**Woodbine Southwest Corporation
Attn: Mr Kris Harman
2525 E Arizona Biltmore Circle Suite B220
Phoenix AZ 85016**

RE: Natural Gas Service: Mountain Shadows Condos (56th St & Lincoln)

In response to your recent inquiry concerning the availability of natural gas to the above location, Southwest Gas Corporation is the natural gas supplier for this area. Gas can be extended to this subdivision from our gas main along Lincoln Dr.

Natural gas is available to serve this project in accordance with our Rule Six as filed with the Arizona Corporation Commission. We extend our facilities based on economic justification. Without reviewing a preliminary engineering plan for this project, we cannot, at this time, determine what fees would be required from the developer. We are interested in serving this project with the preferred fuel, natural gas, and look forward to hearing from you as plans progress.

If you have any questions regarding our policies or procedures, please contact me at 602-818-1891.

Sincerely,

Jeff Shelton
Energy Advisor
Central Arizona Division



2355 West Pinnacle Peak Road, Suite 300
Phoenix, AZ 85027 USA
epcor.com

October 9, 2015

MS Resort Owner LLC
1900 N Akard Street
Dallas, TX 75201

Sent via e-mail to: Fef_cvlci.com; jpappas@cvlci.com

Re: Will-Serve Letter for Water Service
Mountain Shadows Resort Condominium Hotel

To whom it may concern;

This letter is in response to Coe & Van Loo's request to EPCOR Water Arizona Inc. ("EPCOR") regarding EPCOR's willingness to provide water service to the Mountain Shadows Resort Condominium Hotel (the "Development"). The Development is a residential project that encompasses approximately 1.34 acres and is located in the Town of Paradise Valley as shown in Exhibit A. EPCOR provides the following information for your consideration:

1. EPCOR has confirmed that the Development is located within the area encompassed by EPCOR's Certificate of Convenience & Necessity ("CC&N") as issued by the Arizona Corporation Commission.
2. Where new waterlines will be required to serve the Development, such water service to the Development by EPCOR will be conditioned upon the developer entering into a Main Extension Agreement (an "MXA") with EPCOR in a form acceptable to EPCOR, and upon the developer fully performing its obligations under the MXA. The MXA will provide, among other things, that the developer will be responsible for the cost to construct all water main extensions necessary to distribute water from EPCOR's existing system to the individual service line connections in the Development. The design and construction of all such main extensions will be subject to EPCOR's approval, and ownership of the main extensions, together with related real property easement rights, must be transferred to EPCOR prior to the initiation of water service in the Development.
3. Based on water service currently provided by EPCOR in the CC&N, EPCOR will have adequate water capacity for normal use in the Development upon developer's fulfillment of its obligations under the MXA. Please note that EPCOR does not guarantee the adequacy of its water capacity for fire protection.
4. Developer will be required, as a condition to EPCOR providing water service to the Development, to pay all required fees pursuant to EPCOR's then-current tariffs and as may be provided in the MXA.

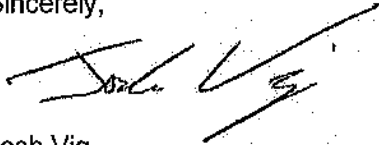
This letter assumes that construction of the main extensions within the Development will begin within one (1) year after the date of this letter.

If developer begins construction of any water mains in the Development or any other water service infrastructure intended to serve the Development without, in each instance, the prior written approval of such construction by EPCOR, developer will be proceeding with such construction at its own risk.

This letter does not independently create any rights or obligations in either developer or EPCOR, and is provided to developer for information only. Any agreement between developer and EPCOR for water service in the Development must be memorialized in a written agreement executed and delivered by their respective authorized representatives.

For additional information, please contact me at (623) 445-2495 or at jvig@epcor.com

Sincerely,

A handwritten signature in black ink, appearing to read "Josh Vig", written over a horizontal line.

Josh Vig
Project Manager

EXHIBIT A

