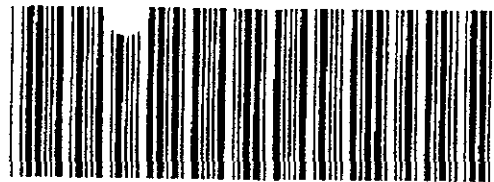


Recording Requested by:
FIRST AMERICAN TITLE

When recorded mail to:

James B. Ekins, Esq.
Desert Mountain Properties
10550 E. Desert Hills Drive
Scottsdale, AZ 85262



OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL

99-0525941 06/01/99 04:55

YEZEMIA 2 OF 18

Escrow No.227-351-506193

CAPTION HEADING: SPECIAL WARRANTY DEED

This Deed is being re-recorded for the sole purpose of correcting typographical errors in the legal description contained on Page 22 and on Page 30.

Recording Requested by:
FIRST AMERICAN TITLE

When recorded mail to:

Desert Mountain Properties
Attn: Barbara A. Ditchey
7373 N. Scottsdale Road Suite 200
Scottsdale, AZ 85250



OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL

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LILIAN 2 OF 2

272

CAPTION HEADING: SPECIAL WARRANTY DEED

This document is being re-recorded for the sole purpose of correcting the legal description to reflect the correct section number contained in the third paragraph on numbered Page 30.

RECORDING REQUESTED BY:

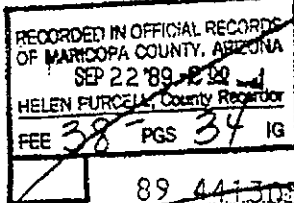
Fee No. _____

Recorders Stamp:

WHEN RECORDED MAIL TO:

CORR DEED

FENNERMORE CRAIG
6991 E. Camelback Road, Suite A-201
Scottsdale, AZ 85251
Attn: Ronald B. Ballard



HOLD FOR PICK UP

425 First American Title
Escrow No. 227-351-506193 SPECIAL WARRANTY DEED

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KNOW ALL MEN BY THESE PRESENTS:

For the consideration of Ten and NO/100 Dollars, and other valuable considerations, Sonora Partners Limited Partnership, a Washington limited partnership, the GRANTOR herein, does hereby convey to

Desert Mountain Properties, an Arizona general partnership, the GRANTEE, the following described real property situate in Maricopa County, Arizona

See Exhibit "A" attached hereto and incorporated herein; TOGETHER WITH all improvements thereon, and all trees, bushes and other flora thereon, and all easements, interests, hereditaments, rights and powers appurtenant thereto or for the benefit thereof or lying in the bed of any street, road or avenue, dedicated or proposed, in or abutting such real property.

PAGES OF THIS DOCUMENT
WILL NOT REPRODUCE ON FILM

SUBJECT TO: Existing taxes, liens, encumbrances, covenants, conditions, restrictions, rights of way and easements of record.

This Deed is being re-recorded for the sole purpose of allowing the Affidavit of Value to be attached to correct an erroneous failure to attach the Affidavit at the time of original recording.

This transfer is exempt from the affidavit and transfer tax under ARS § 41-1008

B7

And the Grantor binds itself and its successors to warrant the title against its acts and none other, subject to the matters above set forth.

IN WITNESS WHEREOF, the Grantor has caused its corporate name to be signed by the undersigned officer thereunto duly authorized, on September 15, 1989.

SONORA PARTNERS LIMITED PARTNERSHIP, a
Washington limited partnership

By: Sonora Holding Company, an Arizona
corporation
Its: General Partner

STATE OF ARIZONA)
COUNTY OF Maricopa) ss.

By: Lyle H. Anderson
Its: President

This instrument was acknowledged and executed before me this 21st day of September, 1989 by Lyle H. Anderson the President of Sonora Holding Company, an Arizona corporation, the General Partner of Sonora Partners Limited Partnership, a Washington limited partnership, on behalf of the partnership.

Marion A. Murray
Notary Public

My commission expires 11/8/89

FORM 6056A (Rev. 1/87)
Previous Edition Obsolete

EXHIBIT "A"

~~89-441305~~

PARCEL 1:

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Parcel H, as shown on Results of Survey being portions of Sections 20, 28, 29, 30, 31, and 32, Township 6 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, according to Book 235 of Maps, Page 30, records of Maricopa County, Arizona;

EXCEPT any portion lying within DESERT MOUNTAIN PHASE II, UNIT TEN, according to the plat of record in the office of the County Recorder of Maricopa County, Arizona, recorded in Book 328 of Maps, Page 12.

PARCEL 2:

That portion of Sections 19 and 20, Township 6 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, also being part of Parcel 7 as described in instrument recorded in Docket 13416, Page 198 to 205 inclusive, records of Maricopa County, Arizona described as follows:

Beginning at the most Northerly corner of CAREFREE RANCH HOMESTEAD NO. 3 as recorded in book 216 of Maps, Page 6, Maricopa County Records; thence North 20 degrees 05 minutes 46 seconds West 552.26 feet to a point;
thence North 56 degrees 54 minutes 01 seconds East 530.90 feet to point;
thence North 88 degrees 21 minutes 06 seconds East 695.29 feet to point;
thence North 73 degrees 52 minutes 40 seconds East 1375.24 feet to point;
thence North 81 degrees 20 minutes 01 seconds East 710.11 feet to point;
thence South 62 degrees 20 minutes 14 seconds East 343.94 feet to point;
thence South 87 degrees 12 minutes 45 seconds West 315.00 feet to point;
thence South 59 degrees 46 minutes 41 seconds West 476.81 feet to point;
thence South 83 degrees 01 minutes 54 seconds West 453.35 feet to point;
thence South 55 degrees 38 minutes 57 seconds West 841.81 feet to point;
thence South 48 degrees 56 minutes 34 seconds West 625.89 feet to point;
thence South 64 degrees 16 minutes 40 seconds West 900.00 feet to point to the most Northeasterly corner of said Homestead No. 3;
thence along the Northerly boundary of Homestead 3 North 66 degrees 38 minutes 23 seconds West 511.97 feet to the point of beginning.

PARCEL 3:

89-441305

Said parcel of land being located in the Northwest quarter of Section 31, Township 6 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona;

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From the Northwest corner of said Section 31, go South 00 degrees 01 minutes 17 seconds East along the West line of said Section, 111.89 feet to the true point of beginning;

Thence North 34 degrees 02 minutes 02 seconds East 70.00 feet to a point; thence North 68 degrees 05 minutes 22 seconds East 71.43 feet to a point on the North right-of-way line of Charles Blair MacDonald Rd., as shown on the plat of Ranch Highlands Subdivision, Block 218 of Maps, Page 26 Maricopa County Recorder;

THENCE along the projected said North right-of-way, South 34 degrees 02 minutes 02 seconds West 152.55 feet; thence along a curve to the left of radius 437.61 feet an arc length of 38.34 feet to a point on the West line of said Section 31; thence along said West line, North 00 degrees 01 minutes 17 seconds West 74.43 feet to the true point of beginning.

PARCEL 4:

Parcel C as shown on that Results of Survey recorded January 6, 1981, in Book 229 of Maps, page 13, and Results of Survey recorded March 4, 1981 in Book 230 of Maps, page 27, and Results of Survey recorded August 31, 1981 in Book 235 of Maps, page 30, in the records of Maricopa County Recorder.

EXCEPT any portion lying within DESERT MOUNTAIN PHASE I UNIT ONE, according to the plat of record in the office of the County Recorder of Maricopa County, Arizona, recorded in Book 253 of Maps, Page 42.

PARCEL 5:

That portion of Sections 20, 21, 28 and 29, Township 6 North, Range 5 East of the Gila and Salt River Base and Meridian, Maricopa County, Arizona, described as follows:

BEGINNING on the South line of EXCHANGE SURVEY NO. 658A, at a point which lies North 67 degrees 48 minutes 00 seconds East, 720.16 feet from Corner No. 8 of said Exchange Survey; thence North 24 degrees 24 minutes 18 seconds West, 6533 feet; thence North 48 degrees 25 minutes 15 seconds East, 2598.69 feet; thence South 17 degrees 24 minutes 13 seconds East, 5288 feet to the North right of way line of Cave Creek Road, as said road is set forth in instrument recorded in Book 8513, page 44, records of Maricopa County, Arizona; thence Southwesterly along said right of way line, 857 feet to Corner No. 5 of EXCHANGE SURVEY NO. 658A; thence Southwesterly, along the South line of said Exchange Survey, through Corner No. 6 to Corner No. 7; thence South 67 degrees 48 minutes 00 seconds West, along said South line, 640.74 feet to POINT OF BEGINNING;