

**PETITION FOR FORMATION
AND
PETITION FOR ADOPTION OF RESOLUTIONS
ORDERING AND DECLARING
FORMATION OF
THE VILLAGES AT VIGNETO
COMMUNITY FACILITIES DISTRICT NO. 3**

STATE OF ARIZONA)
COUNTY OF COCHISE)
CITY OF BENSON)

The undersigned, as owners of all of the land and all persons having an interest in the land (hereinafter collectively referred to as the "Petitioner"), hereinafter described by metes and bounds, acting pursuant to the provisions of Title 48, Chapter 4, Article 6, Arizona Revised Statutes, as amended (hereinafter referred to as the "Act"), respectfully petitions the Honorable City Council of the City of Benson, Arizona (hereinafter referred to as the "City"), to adopt such resolutions (hereinafter referred to as the "Resolutions") as may be necessary to declare its intent to form and order the formation of a tax levying community facilities district (hereinafter referred to as the "District") and would respectfully request the proceedings to provide for the following:

A. The name of the District is to be "*THE VILLAGES AT VIGNETO COMMUNITY FACILITIES DISTRICT NO. 3*",

B. The District is to be formed, and shall exist, pursuant to the terms and provisions of the Act,

C. The District is to contain an area of approximately 1,337 acres of land, more or less, wholly within the corporate boundaries of the City and is to be composed of the land described by metes and bounds in **Exhibit A** hereto, which is made a part hereof for all purposes,

D. The District is to be a special purpose district for purposes of Article IX, Section 19, Constitution of Arizona, a tax levying public improvement district for the purposes of Article XIII, Section 7, Constitution of Arizona, and a municipal corporation for all purposes of Title 35, Chapter 3, Articles 3, 3.1, 3.2, 4 and 5, Arizona Revised Statutes, as amended; is, except as otherwise provided in the Act, to be considered a municipal corporation and political subdivision of the State of Arizona, separate and apart from the City, and is to be formed for, and to have, all the purposes and powers of a "district" as such term is defined, and as provided, in the Act,

E. Public convenience and necessity require the adoption of the Resolutions.

NOW THEREFORE, the Petitioner represents, attests and declares that:

1. On the date hereof, as shown on the assessment roll for State and county taxes in Cochise County, Arizona, all of the land to be in the District, as described in Exhibit A hereto and depicted on the map attached hereto as Exhibit B which is made a part hereof, is owned by Petitioner or, if a person listed on such assessment roll is no longer the owner of the land in the District, that the name of the successor owner has become known and has been verified by recorded deed or other similar evidence of transfer of ownership to be Petitioner and that there are no resident electors on the land to be in the District; and
2. Attached hereto as Exhibit C and made a part hereof, is a certificate of the Tax Assessor of Cochise County stating who are the owners of the land in the proposed District and listing the tax parcel numbers for the parcels of real property affected by or included within the boundaries of the District; and
3. Attached hereto as Exhibit D and made a part hereof, is a certificate of the Cochise County Recorder stating who are qualified electors residing on the land in the proposed District; and
4. Based on its own knowledge and the information contained in Exhibits C and D hereto, the Petitioner is the sole owner of the real property described in Exhibit A; no other person having any interest in such real property has filed a written request for copies of any notices under the Act; and there are no qualified electors residing on such real property; and
5. The land to be included in the District: (i) consists of approximately 1,337 acres; (ii) lies wholly within the corporate limits of the City; and (iii) shall be benefited from the improvements for which the District is proposed to be formed; and
6. This Petition is signed (either as a single document or in counterparts) by the owners of, and all others claiming an interest in, all the land to be in the District, any requirements of posting, publication, mailing, notice, hearing and landowner election otherwise required by the Act in connection with the formation of the District and the adoption of the Resolutions are waived, and the City may, and is hereby requested to, on receipt of this Petition, declare the District formed without being required to comply with such provisions for posting, publication, mailing, notice, hearing or landowner election; and
7. A "general plan" (as such term is defined in the Act) for the proposed District has been filed with the City Clerk setting out a general description of the proposed public infrastructure improvements for which the District is proposed to be formed and the general areas to be improved.
8. The District will be governed by a district board appointed by the City Council with input from the Petitioner.
9. The following persons have consented to their appointment as initial directors of the District for the corresponding terms:

BOARD MEMBER	TERM
1. Celia Jenkins	Six (6) years
2. John Davis	Six (6) years
3. Cindy Batten	Four (4) years
4. Richard Polheber	Four (4) years
5. Mark Fenn	Four (4) years

On the expiration of the term of an appointed director, the governing body, with input from the Petitioner, shall appoint a person to fill the position. If a vacancy occurs on the district board because of death, resignation or inability of the director to discharge the duties of director, the vacancy shall be filled by appointment made by the governing body. A director appointed by the governing body shall hold office for the remainder of the unexpired term until his successor is appointed. An appointed director shall not be a landowner owning more than forty acres in the district, an elected official of the municipality or county or an employee or agent of the landowner or municipality or county but may be a director of more than one district.

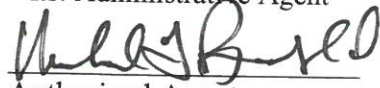
FURTHER, Petitioner requests that this Petition be properly filed as provided by law; that the City adopt the Resolutions required to declare and order the District formed without being required to comply with the provisions for posting, publication, mailing, notice, hearing and landowner election otherwise required by the Act in connection with the Resolutions; and that such other orders, acts, procedures and relief as are proper, necessary and appropriate to the purposes of organizing the District and to the execution of the purposes for which the District

Submitted and effective this 10 day of August, 2017

El Dorado Benson LLC,
an Arizona limited liability company

By: El Dorado Holdings, Inc.,
an Arizona corporation

Its: Administrative Agent


Authorized Agent

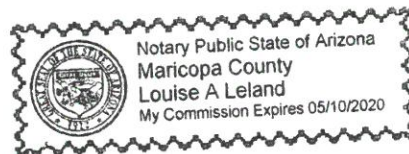
STATE OF ARIZONA)
)ss.
COUNTY OF MARICOPA)

The foregoing instrument was acknowledged before me this 10 day of August 2017, by Michael T. Reinbold as Authorized Agent of El Dorado Holdings, Inc. an Arizona corporation, Administrative Agent of El Dorado Benson, LLC, an Arizona limited liability company on behalf of the company.

My commission expires:

5/10/20


Notary Public



Notice required by A.R.S. Section 41-313: The foregoing notarial certificate(s) relate(s) to the Petition for the Adoption of a Resolution Declaring the Intention to Form the The Villages at Vigneto Community Facilities District No. 3 executed by the City of Benson, El Dorado Benson LLC, an Arizona limited liability company, as well as Michael T. Reinbold, a married man dealing with his sole and separate property, Dennis Krahn, a married man dealing with his sole and separate property, Eric Hollensbe, an unmarried man, as tenant in common, and June A. Prinz, an unmarried woman, as tenant in common (the "Notarized Document"). The Notarized Document, dated 8/10, 2017, contains a total of 17 pages.

Submitted and effective this 10 day of August, 2017

By: **Michael T. Reinbold**, a married man
dealing with his sole and separate property

Michael T. Reinbold

STATE OF ARIZONA)
)ss.
COUNTY OF MARICOPA)

The foregoing instrument was acknowledged before me this 10 day of August 2017, by Michael T. Reinbold.

My commission expires:

5/10/20

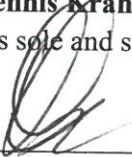
Louise A Leland
Notary Public



Notice required by A.R.S. Section 41-313: The foregoing notarial certificate(s) relate(s) to the Petition for the Adoption of a Resolution Declaring the Intention to Form the The Villages at Vigneto Community Facilities District No. 3 executed by the City of Benson, El Dorado Benson LLC, an Arizona limited liability company, as well as Michael T. Reinbold, a married man dealing with his sole and separate property, Dennis Krahn, a married man dealing with his sole and separate property, Eric Hollensbe, an unmarried man, as tenant in common, and June A. Prinz, an unmarried woman, as tenant in common (the "Notarized Document"). The Notarized Document, dated 8/10, 2017, contains a total of 17 pages.

Submitted and effective this 10 day of August, 2017

By: **Dennis Krahn**, a married man dealing
with his sole and separate property



STATE OF ARIZONA)
)ss.
COUNTY OF MARICOPA)

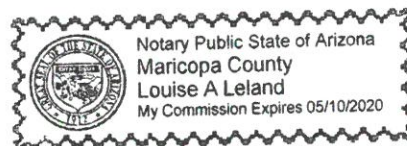
The foregoing instrument was acknowledged before me this 10 day of August 2017, by Dennis Krahn.

My commission expires:

5/10/20



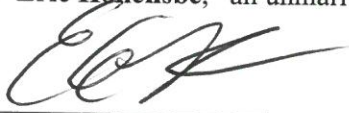
Notary Public



Notice required by A.R.S. Section 41-313: The foregoing notarial certificate(s) relate(s) to the Petition for the Adoption of a Resolution Declaring the Intention to Form the The Villages at Vigneto Community Facilities District No. 3 executed by the City of Benson, El Dorado Benson LLC, an Arizona limited liability company, as well as Michael T. Reinbold, a married man dealing with his sole and separate property, Dennis Krahn, a married man dealing with his sole and separate property, Eric Hollensbe, an unmarried man, as tenant in common, and June A. Prinz, an unmarried woman, as tenant in common (the "Notarized Document"). The Notarized Document, dated 8/10, 2017, contains a total of 17 pages.

Submitted and effective this 10 day of August, 2017

By: **Eric Hollensbe**, an unmarried man



STATE OF ARIZONA)
)ss.
COUNTY OF MARICOPA)

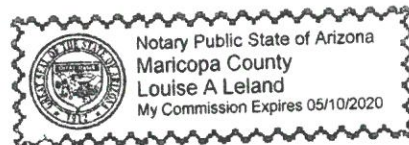
The foregoing instrument was acknowledged before me this 10 day of August 2017, by Eric Hollensbe.

My commission expires:

5/10/20



Notary Public



Notice required by A.R.S. Section 41-313: The foregoing notarial certificate(s) relate(s) to the Petition for the Adoption of a Resolution Declaring the Intention to Form the The Villages at Vigneto Community Facilities District No. 3 executed by the City of Benson, El Dorado Benson LLC, an Arizona limited liability company, as well as Michael T. Reinbold, a married man dealing with his sole and separate property, Dennis Krahn, a married man dealing with his sole and separate property, Eric Hollensbe, an unmarried man, as tenant in common, and June A. Prinz, an unmarried woman, as tenant in common (the "Notarized Document"). The Notarized Document, dated 8/10, 2017, contains a total of 17 pages.

Submitted and effective this 10 day of August, 2017

By: **June Prinz**, an unmarried woman

June Prinz

STATE OF ARIZONA)
)ss.
COUNTY OF MARICOPA)

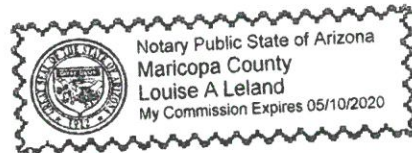
The foregoing instrument was acknowledged before me this 10 day of August 2017, by June Prinz.

My commission expires:

5/10/20

Louise A Leland

Notary Public



Notice required by A.R.S. Section 41-313: The foregoing notarial certificate(s) relate(s) to the Petition for the Adoption of a Resolution Declaring the Intention to Form the The Villages at Vigneto Community Facilities District No. 3 executed by the City of Benson, El Dorado Benson LLC, an Arizona limited liability company, as well as Michael T. Reinbold, a married man dealing with his sole and separate property, Dennis Krahn, a married man dealing with his sole and separate property, Eric Hollensbe, an unmarried man, as tenant in common, and June A. Prinz, an unmarried woman, as tenant in common (the "Notarized Document"). The Notarized Document, dated 8/10, 2017, contains a total of 17 pages.

EXHIBIT A

Legal description of property to be included in the District

DESCRIPTION OF COMMUNITY FACILITIES DISTRICT 3 (CFD-3)

Those portions of Sections 7, 18, and 19, Township 18 South, Range 20 East, Gila and Salt River Meridian and Sections 12, 13 and 24, Township 18 South, Range 19 East, Gila and Salt River Meridian, all in Cochise County, Arizona described as follows:

BEGINNING at the Northwest corner of said Section 7;

Thence South 00 degrees 04 minutes 33 seconds West, 2643.09 feet along the West line of said Section 7 to the Quarter corner common to said Sections 7 and 12;

Thence South 89 degrees 51 minutes 22 seconds West, 1320.01 feet along the East-West Mid-section line of said Section 12;

Thence South 00 degrees 05 minutes 31 seconds West, 233.00 feet;

Thence South 79 degrees 51 minutes 15 seconds West, 1341.69 feet to the intersection with the North-South Mid-section line of said Section 12;

Thence South 00 degrees 06 minutes 47 seconds West, 2176.57 feet along the said North-South Mid-section line of Section 12 to the Quarter corner common to said Section 12 and 13;

Thence South 00 degrees 11 minutes 06 seconds West, 1102.99 feet along the North-South Mid-section line of said Section 13;

Thence North 89 degrees 48 minutes 01 seconds East, 693.77 feet;

Thence South 00 degrees 15 minutes 22 seconds West, 631.48 feet;

Thence South 00 degrees 11 minutes 06 seconds West, 911.84 feet to the East-West Mid-section line of said Section 13;

Thence South 89 degrees 55 minutes 06 seconds West, 692.97 feet along the said East-West Mid-section line of Section 13 to the Center Quarter thereof;

Thence South 00 degrees 12 minutes 23 seconds West, 2645.80 feet along the North-South Mid-section line of said Section 13 to the Quarter corner common to said Sections 13 and 24;

Thence South 00 degrees 00 minutes 47 seconds West, 2648.04 feet along the North-South Mid-section line of said Section 24 to the Center Quarter corner thereof;

Thence North 89 degrees 56 minutes 35 seconds East, 2638.53 feet along the East-West Mid-section line of said Section 24 to the Quarter corner common to said Sections 19 and 24;

Thence South 89 degrees 54 minutes 56 seconds East, 2409.56 feet along the East-West Mid-section line of said Section 19 to a point on the West right-of-way of State Route 90;

Continue along the said West right-of-way of State Route 90 the following courses;

Thence North 00 degrees 12 minutes 05 seconds East, 2654.03 feet to the intersection with the line common to said Sections 18 and 19;

Thence North 00 degrees 02 minutes 48 seconds East, 2641.27 feet to the intersection with the Mid-section line of said Section 18;

Thence North 00 degrees 02 minutes 48 seconds East, 2645.86 feet to the intersection with the line common to said Sections 18 and 7;

Thence North 00 degrees 02 minutes 13 seconds East, 2645.71 feet to the intersection with the Mid-section line of said Section 7;

Thence North 00 degrees 02 minutes 13 seconds East, 2652.61 feet to the intersection with the North line of said Section 7;

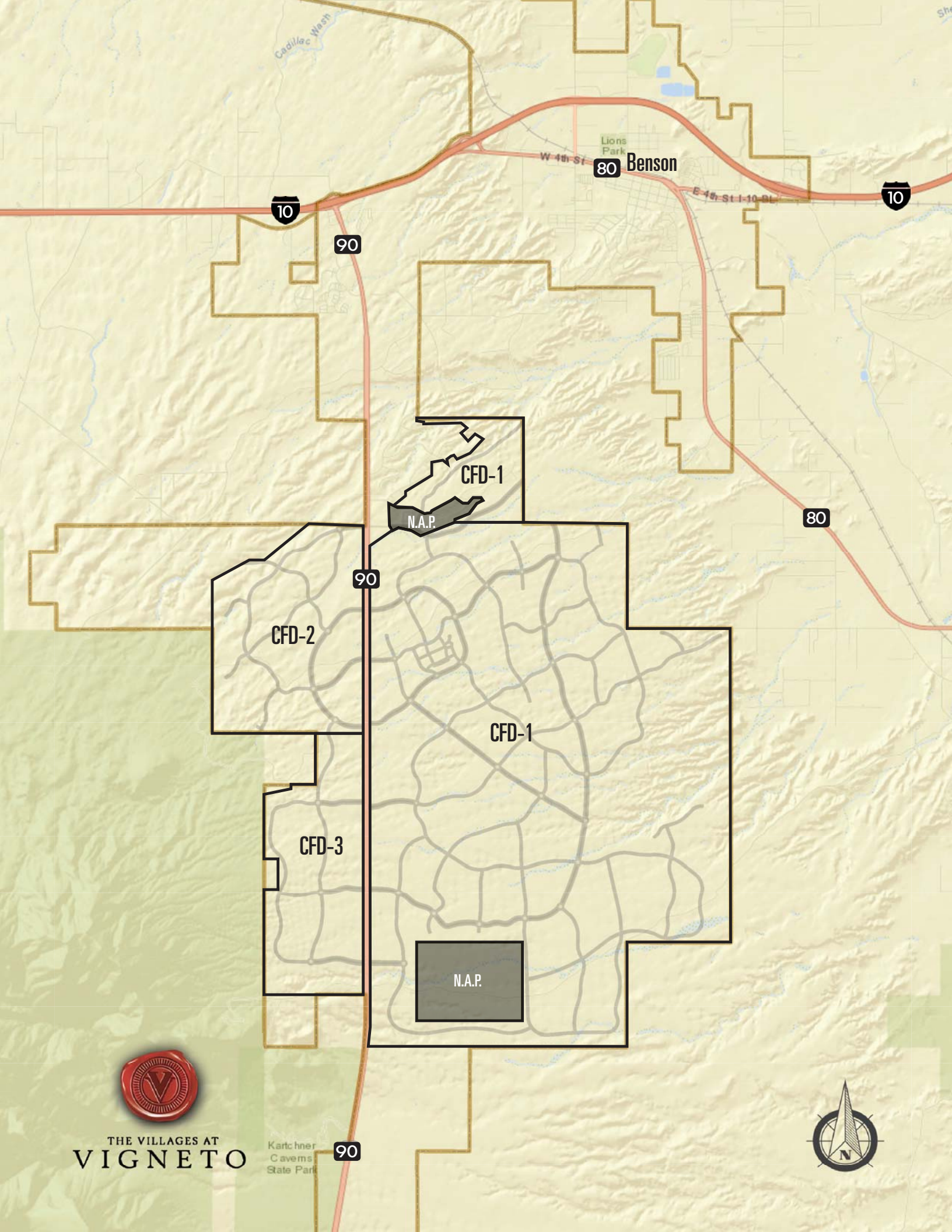
Thence departing said right-of-way South 89 degrees 49 minutes 12 seconds West, 2397.60 feet along said North line to the POINT OF BEGINNING.

Total Area for CFD-3 is 58,254,220 square feet (1,337.333 acres) more or less.



EXHIBIT B

Map of property to be included in the District



Cadillac Wash

Benson

10

90

80

10

80

90

CFD-1

N.A.P.

CFD-2

CFD-1

CFD-3

N.A.P.

90

Karchner
Caverns
State Park



THE VILLAGES AT
VIGNETO



EXHIBIT C

County Assessor's certificate of owners of property in the District

ACCOUNTNO	PARCELNO	NAME1	NAME2	ADDRESS1	ADDRESS2	CITY	STATECODE	ZIPCODE	2017 LPV	2017 LPV ASSESSED
R010038528	12440025A	REINBOLD MICHAEL T	KRAHN DENNIS & ETAL		426 N 44TH ST STE 100	PHOENIX	AZ	850086595	\$998.29	\$150.00
R000067882	12431002F	EL DORADO BENSON LLC			8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$3,456.00	\$518.00
R000067883	12431002G	EL DORADO BENSON LLC		ATTN: JUNE PRINZ	8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$108,441.92	\$16,266.00
R010043968	12436001C	EL DORADO BENSON LLC			8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$810.00	\$122.00
R000067895	12440001E	EL DORADO BENSON LLC			8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$578.00	\$87.00
R000067896	12440001G	EL DORADO BENSON LLC			8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$575.00	\$86.00
R000067897	12440001J	EL DORADO BENSON LLC			8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$574.00	\$86.00
R000067898	12440001L	EL DORADO BENSON LLC		ATTN: JUNE PRINZ	8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$151,885.37	\$22,783.00
R010038527	12440025	EL DORADO BENSON LLC			8501 N SCOTTSDALE RD STE 120	SCOTTSDALE	AZ	852532750	\$2,269.37	\$340.00

TOTALS	\$269,587.95	\$40,438.00
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EXHIBIT D

County Recorder's certificate of qualified electors in the District

DAVID W STEVENS
RECORDER



HEATHER LOPEZ
CHIEF DEPUTY

Cochise County Recorder
1415 Melody Ln, Bldg. B
Bisbee, AZ 85603

Certification

I, David W. Stevens, Recorder, in and for the County of Cochise, Arizona do hereby attest and certify that there are no registered voters within the boundaries of the properties describes in the following legal descriptions: CFD-1, CFD-2 and CFD-3.

Witness my hand and seal this 2nd day of August, 2017.

A handwritten signature in blue ink, appearing to read "David W. Stevens", is written over a horizontal line.

David W. Stevens

Cochise County Recorder