

MARSHALL RANCH



A Master Planned Community by
A-M HOMES

Marshall Ranch
Development Master
Plan as referred
to in stipulation #1
of Z-87-07

7/20/87

2nd
version

I. GLENDALE

Glendale is Arizona's fifth largest city, and one of the fastest growing cities in the Phoenix Metropolitan area. Its population grew by 340% between 1970 and 1980. In spite of continued rapid growth in the 80's, leadership provided by the local government and business community has assured excellent support services and systems for the quality development of Glendale. Glendale has a fully developed educational system and an excellent supply of housing. Combined, these elements have nourished a labor force which can support a wide range of economic activity.

Glendale has a work force of more than 95,000 people and has become a prime location for the development of high tech facilities and associated businesses. A number of major employers are taking advantage of Glendale's favorable business climate including Sperry Avionics, Luke Air Force Base, Southwest Forest Industries, Spring City Knitting, Glendale Publishing Company, Thunderbird Samaritan Hospital, Gilbert Engineering and Sanderson Ford. To support the continued dynamic growth of Glendale the city has encouraged development of large master-planned communities which ensure a balanced mix of land uses and high quality development standards. Marshall Ranch will be the next quality planned community available to Glendale residents.

Established in 1892, Glendale rapidly became an important agricultural shipping point. By 1910 the city was incorporated and had an estimated population of 1,000 people. The Glendale economy, primarily agricultural through the early 60's, experienced a rapid transformation during the mid 60's and 70's. Much of the agricultural land was converted to urban use. Glendale grew in population, but it also grew dramatically in land area to its current size of 50 square miles.

Glendale has one of the youngest populations in the country with more than three quarters of its people under the age of 44. Over half of Glendale's

population is in the active labor force and over half of the adult population has some college level education. In comparison to the Phoenix Metropolitan area, Glendale has a higher percentage of residents in management and professional positions while the percentage of retired residents is less than half the metropolitan average. Glendale is widely recognized for its family orientation and sense of community. The majority of households consist of married couples with Glendale having a higher than average percentage of households with children than the Phoenix Metropolitan area.

Public services are the hallmark of any dynamic community and Glendale is a valley leader in the provision of public services to its residents. A new municipal office complex is the focal point for community meetings and governmental activities. Glendale has also recently developed a new municipal airport, main library and public safety building. In addition, Glendale has developed extensive and high quality systems for education and recreation. The outstanding leadership of Glendale's community leaders has made Glendale an excellent community in which to live, work and grow.

As Glendale has grown nine unique geographic areas have been identified and are now used as the basis for the city's planning. Marshall Ranch will be the newest area of growth within the Saguaro district, the fastest growing area of Glendale. During the past two years over 5,000 new households have become a part of the Saguaro district. Marshall Ranch will bring an approximate 1300 housing opportunities to present and future Glendale residents.

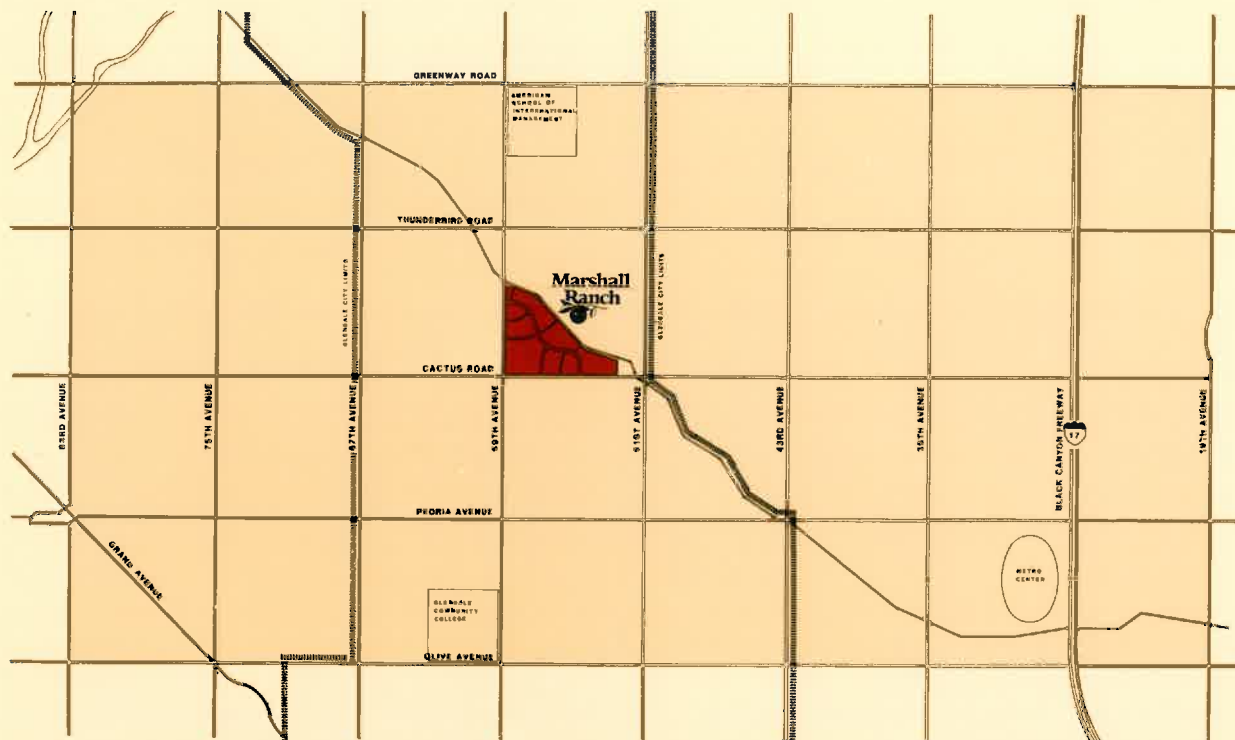
Those families choosing to live in Marshall Ranch will have a broad range of educational and recreational facilities readily available to them. Younger students will attend the nearby Desert Valley Elementary School, with high school students attending the newly constructed Ironwood High School located immediately adjacent to Marshall Ranch. Older students will have the choice of attending two college locations. Glendale Community College, which offers undergraduate courses as well as Associate Arts degree programs, is within two mile of Marshall Ranch.

In addition, the 300 acre West Campus of Arizona State University is under development within one mile of Marshall Ranch. Also, within one mile is the renowned American Graduate School of International Management. As a result of the proximity of these outstanding institutions, Marshall Ranch residents will have an almost unlimited array of educational opportunities from which to choose.

In their spare time residents will be able to recreate in one of the many nearby parks. The Thunderbird Paseo Park is proposed for development immediately across the Arizona Canal from Marshall Ranch. It will contain facilities for soccer, volleyball and basketball, as well as playgrounds and picnic areas, and all within a short walk of Marshall Ranch. A link of the Glendale trail system passes along the north side of the Ranch on the banks of the Arizona Canal. Existing recreational facilities within a short distance of the ranch include Sunnyside, Sunset Palms and Cholla Parks which contain facilities for soccer, volleyball, basketball, racquetball and playgrounds and picnic areas.

Nearby Thunderbird Samaritan Hospital will provide readily available health care and the community will be supported by the city's Community Center North and Fire Station 52 as well as the new main public library located near Glendale Community College. The immediate availability of so many excellent community facilities and services will help to make the Marshall Ranch one of the southwest's premiere residential communities.

The City of Glendale has recently prepared a set of design guidelines to insure high quality development. A-M Homes strongly supports Glendale's new guidelines and Glendale's commitment to the highest standards of quality for new development. Marshall Ranch will be the first planned community in Glendale developed in complete conformance with Glendale's new standards. A-M Homes is committed to meeting or exceeding each of the following design standards:



MARSHALL RANCH LOCATION MAP

A-M COMMUNITY DEVELOPMENT
LINDENBOTE ASSOCIATES, ARCHITECTS

GLENDAL'S DESIGN EXPECTATIONS

A. Site Planning

- * Provide an overall subdivision design theme.
- * Vary street widths by the function of the street; promote the use of narrower streets for minor collectors, local streets, and cul-de-sacs.
- * Use curvilinear streets and cul-de-sacs to minimize through traffic.
- * Minimize the number of access points to the subdivision from arterial streets.
- * Accent entries to the neighborhood with signage, landscaping, median islands, water features, or similar treatments.
- * Provide an overall pedestrian circulation scheme, linking activity points within the development to adjacent pedestrian destinations.
- * Develop places within the subdivision for active and passive use by residents.
- * Locate recreational areas so that they are convenient to the users; provide park sites if needed.
- * Provide school site(s) if appropriate.
- * Create a variety of lot sizes and configurations.
- * Consider solar factors in subdivision design.
- * Include bus stop(s) on major arterial streets.
- * In small-lot subdivisions provide a screened, secure area for storage of motor homes, boats, etc.
- * Provide a design treatment for common mailbox areas.

B. Architecture

- * Vary the siting and orientation of houses on lots.
- * Provide a number of different exterior elevations, designed around a compatible theme.
- * Create visual interest through articulation of wall planes, variation of roof forms and similar methods.
- * Carry facade design treatments around the entire structure.
- * Finish building details, including trimming of all windows and doors, painting or anodizing of all exposed metal, and integration of mechanical elements with the building architecture.
- * Design accessory structures to be compatible with principal structures.
- * Screen mechanical equipment from view, including trash enclosures, utilities. Locate cooling equipment on the ground.
- * Develop an integrated architectural theme without replicating other nearby developments.
- * Vary the front setbacks of houses along a common street frontage.

C. Landscaping

- * Develop an overall landscape concept for all common areas of the project, entries, street plantings, medians, cul-de-sac islands, park and retention areas, and arterial walls.
- * Select plant materials which are suited for their proposed use, and compatible with proposed architecture.
- * Preserve existing mature vegetation where possible.
- * Provide noise walls along arterial streets; walls should be articulated, textured, finished and capped. Provide adequate planting area.
- * Consider water conservation in landscape design; locate consumptive vegetation and water features in visible and useable places.

- * Use special paving material for pedestrian areas and crossings.
- * Park and retention areas should be fully landscaped; plant material should be grouped.
- * Retention areas should be terraced and graded so as to become useable
- * Use City-approved street lighting; special lighting fixtures may require private operation and maintenance.
- * Provide neighborhood identification signage at major subdivision entries; consider maintenance requirements for entry features.
- * Make homebuyer landscaping packages available.
- * Provide City-approved street tree planting on all subdivision streets.

D. Materials and Colors

- * Provide a palette of proposed materials and colors with subdivision application; select materials which are durable and appropriate for their intended use.
- * Choose colors which relate well to one another, to the proposed building and landscaping materials, and which are appropriate to the architecture.
- * Vary the application of roof materials throughout the subdivision; use architectural grade roof shingles or higher quality roof materials.
- * Use accent materials in an architecturally appropriate manner. Avoid simulated materials.



II. MARSHALL RANCH: The Vision

Marshall Ranch is a vestige of Glendale's agricultural past. It contains one of the most substantial citrus orchards remaining in Glendale, as well as gracious mature stands of pecan trees. A-M Homes is aware of the major natural resource that exists on Marshall Ranch and is committed to its preservation and reuse as the primary thematic element of the ranch's character. Every opportunity will be taken to preserve and reuse the mature trees within the new planned community.

These trees will be the primary element of the streetscapes for 59th Avenue and Cactus Road. The trees will be supplemented by extensive areas of grass, shrubbery and ground cover along both arterial streets, with major identity monumentation on the northeast corner of 59th Avenue and Cactus Road as well as grand entry statements at the primary entrances to the community from both 59th Avenue and Cactus. Throughout these areas the mature citrus and pecan trees will be the primary landscaping material enhanced with lush greenery and bursts of flowering color. The citrus tree theme will also be carried out throughout the collector street system of Marshall Ranch in landscaped entry medians and parkway landscaping along the collector streets, with special focal statements created at the entrance to each residential neighborhood. Additionally, two citrus trees will be required in the front yard of each single family home.

The master plan for the Ranch has been created to make the Ranch a predominantly residential community. It has avoided the intensity of major employment and retail uses, in favor of a balanced mix of residential uses supplemented by low intensity, but important, support services as an integral part of the community. Residents will be able to select the housing type which is most suitable for their lifestyle, ranging from the "elbow room" provided in the large traditional single family home to the lower maintenance smaller home. No matter which housing type they prefer, they will have the immediate availability of a day care center, a health spa, and other professional services,

as well as the recreational opportunities available in the adjacent Thunderbird Paseo Park. The result will be a very secure and quiet residential community with low intensity services near at hand but without the encroachment of the traffic and noise brought about by more intense employment and commercial centers.

An architectural theme calling for contemporary interpretations of the traditional southwestern architecture will be used throughout Marshall Ranch. Strict design and maintenance standards will be enforced through the use of conditions, covenants and restrictions recorded for the entire Ranch, and implemented through the Architectural Control Committee of the Marshall Ranch Community Association. The Architectural Control Committee will insure that all architecture in the Ranch is of a southwestern ranch character with tile roof treatments required on all buildings. In addition to architecture, the committee will review the design of perimeter walls and landscaping as well as signage. The result will be a community with consistently high quality architecture and landscaping which will establish a unique identity and make Marshall Ranch one of the most prestigious residential communities in Glendale.

III. A-M HOMES

Since its inception in 1978, A-M Homes, Inc. (of which A-M Homes is the Arizona division) has evolved from a regional real estate development company operating out of Santa Barbara, California, into a multi-state homebuilder and income property developer with offices in Arizona, and Northern, Central, and Southern California. Revenues have risen from less than \$1 million in 1979 to \$96 million in 1986.

By mid-1981 A-M Homes, Inc., had developed inherent strengths that were under utilized in the limited Santa Barbara area. At the same time, the housing industry was undergoing fundamental changes. In response to these factors, A-M thoroughly researched industry and market trends in the Southwest Sunbelt markets, and developed a plan for expansion into new housing markets, and for diversification into other real estate-related activities. In the process, a strong and supportive financial partner was acquired, providing the substantial equity capitalization necessary to fulfill long term objectives.

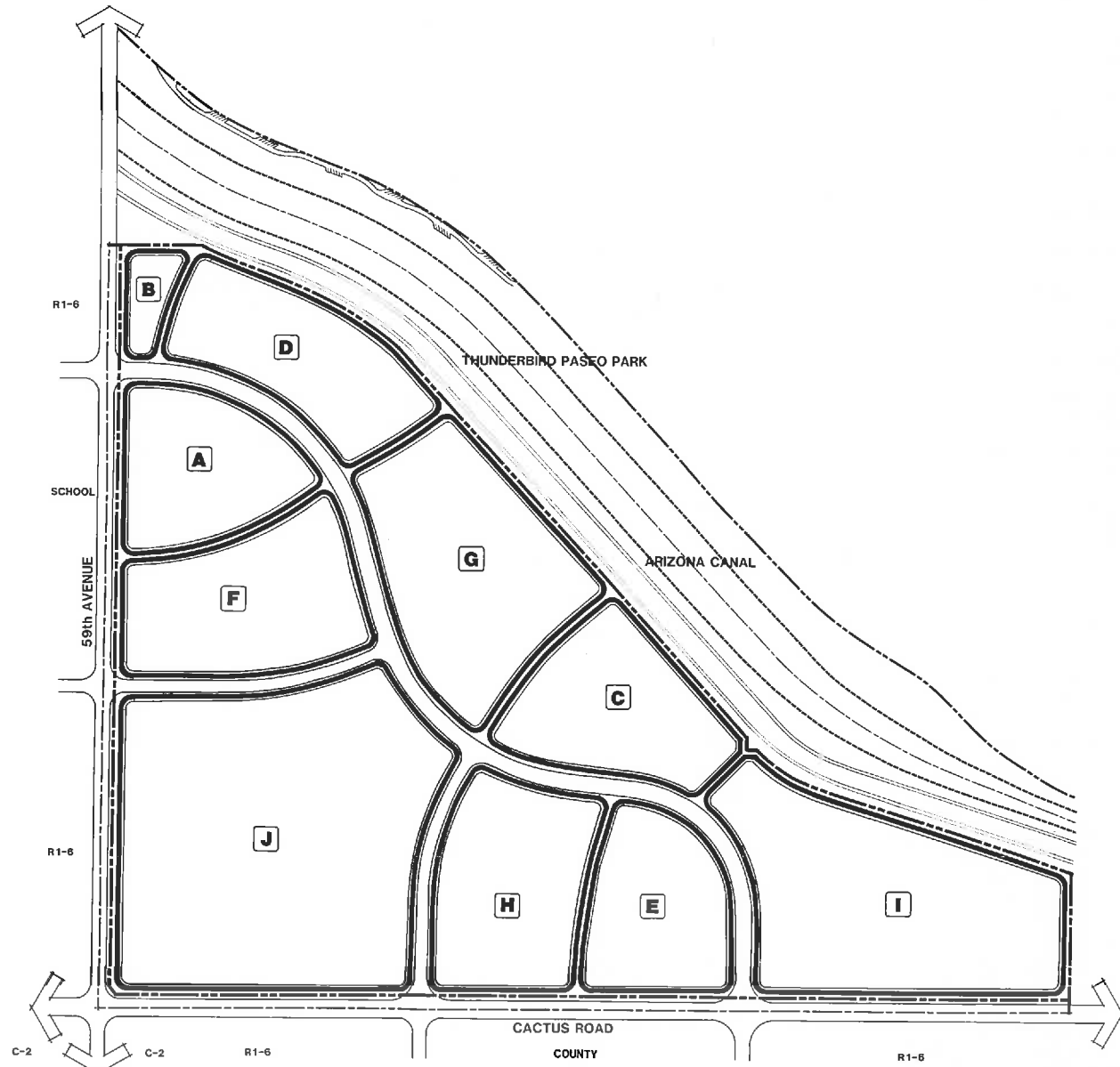
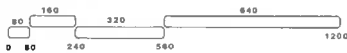
To bolster financial stability, separate income property and mortgage banking divisions were formed. In each selected area A-M has attracted seasoned individuals with extensive local market knowledge and experience to run the regional operations. They in turn have attracted outstanding personnel in all key support positions.

Formerly Vice President of Marketing for Costain Arizona, Larry Kush accepted the responsibility for opening A-M Homes in July, 1983. By February, 1985, Kush had taken A-M Homes to the prestigious position of 1984 MAME Grand Award winner at the annual Central Arizona Homebuilders Association awards presentation, the most distinguished award within the local homebuilding industry. To this honor was added the 1986 MAME Grand Award, giving A-M the unprecedented position of Grand Award winner for two of the last three years. Additionally,

Kush's organization has received over 25 local and national awards for various design, marketing and sales categories.

SITE SUMMARY

PARCEL	USE	ACRES	NO. UNITS	DENSITY
A	SERVICE RES.	12.0 AC.		
B	PARK	2.95 AC.		
C	SCHOOL	12.0 AC.		
D	SINGLE FAMILY	13.32 AC.	100 D.U.	7.5 D.U./AC.
E	SINGLE FAMILY	11.98 AC.	72 D.U.	6.0 D.U./AC.
F	SINGLE FAMILY	15.91 AC.	85 D.U.	5.34 D.U./AC.
G	SINGLE FAMILY	19.0 AC.	101 D.U.	5.3 D.U./AC.
H	SINGLE FAMILY	14.74 AC.	70 D.U.	4.75 D.U./AC.
I	SINGLE FAMILY	25.66 AC.	87 D.U.	3.39 D.U./AC.
J	SINGLE FAMILY	42.47 AC.	134 D.U.	3.16 D.U./AC.
TOTAL		170.0 AC.	649 D.U.	
GROSS DENSITY				3.82 D.U./AC.
GROSS RESIDENTIAL DENSITY (LESS S.R.)				4.11 D.U./AC.
GROSS RESIDENTIAL DENSITY (LESS S.R., PARK, & SCHOOL)				4.53 D.U./AC.



MARSHALL RANCH LAND USE MAP

1"=160'-0"

A-M COMMUNITY DEVELOPERS
LINDEROTH ASSOCIATES, ARCHITECTS

IV. THE MASTER PLAN

A. Land Use Plan

The Marshall Ranch master plan calls for the creation of seven distinct neighborhoods each with its own identity and individual character. In addition to A-M Homes, a number of excellent builders have committed to build these neighborhoods. Coventry Homes, Universal Homes, The Greg Hancock Company and Hamilton Homes will be among the fine builders in Marshall Ranch, insuring the choice of high quality housing in a wide range of type, size and price. The land use plan illustrates the location of each neighborhood and the type of housing that each will contain. In addition to the residential neighborhoods Marshall Ranch will contain an open space/park area to supplement the planned Thunderbird Paseo Park across the Arizona Canal, as well as a support service area which will contain such services as a day care center, a health spa and professional offices.

A-M homes has taken an innovative land use planning approach to Marshall Ranch by choosing to back up the community to the major intersection at 59th Avenue and Cactus, and avoiding the typical shopping center on the corner flanked by related commercial and service uses. A-M has chosen to focus on the residential character of this community and forego the intensity of the typical commercial shopping activities. The result will be an extremely attractive, secure and quiet community of homes.

B. Circulation Plan

The internal circulation system for Marshall Ranch will contain facilities for automobiles, bicycles and pedestrians. The street system will consist of a backbone collector street which services each neighborhood and provides them with access to both 59th Avenue and Cactus Road. In addition to the primary backbone collector there will be a secondary connection to 59th Avenue and a secondary connection to Cactus Road.

A meandering bikeway/sidewalk will be constructed along 59th Avenue and Cactus Road and the backbone collector street. These pathways will be an integral part of the streetscape treatment and will connect the community with the pathway system which extends along the Arizona Canal. They will provide direct bicycle and pedestrian access to Ironwood High School, the day care center, health spa, professional offices and Thunderbird Paseo Park, as well as access to commercial services located south and west of Marshall Ranch. The internal collector street system will provide sufficient access to all parcels so that no additional direct access will be required to 59th Avenue or to Cactus Road with the exception of neighborhood D. Limiting access in this manner will minimize the traffic disruption that such access points create along major arterial streets.

C. Landscaping and Amenities

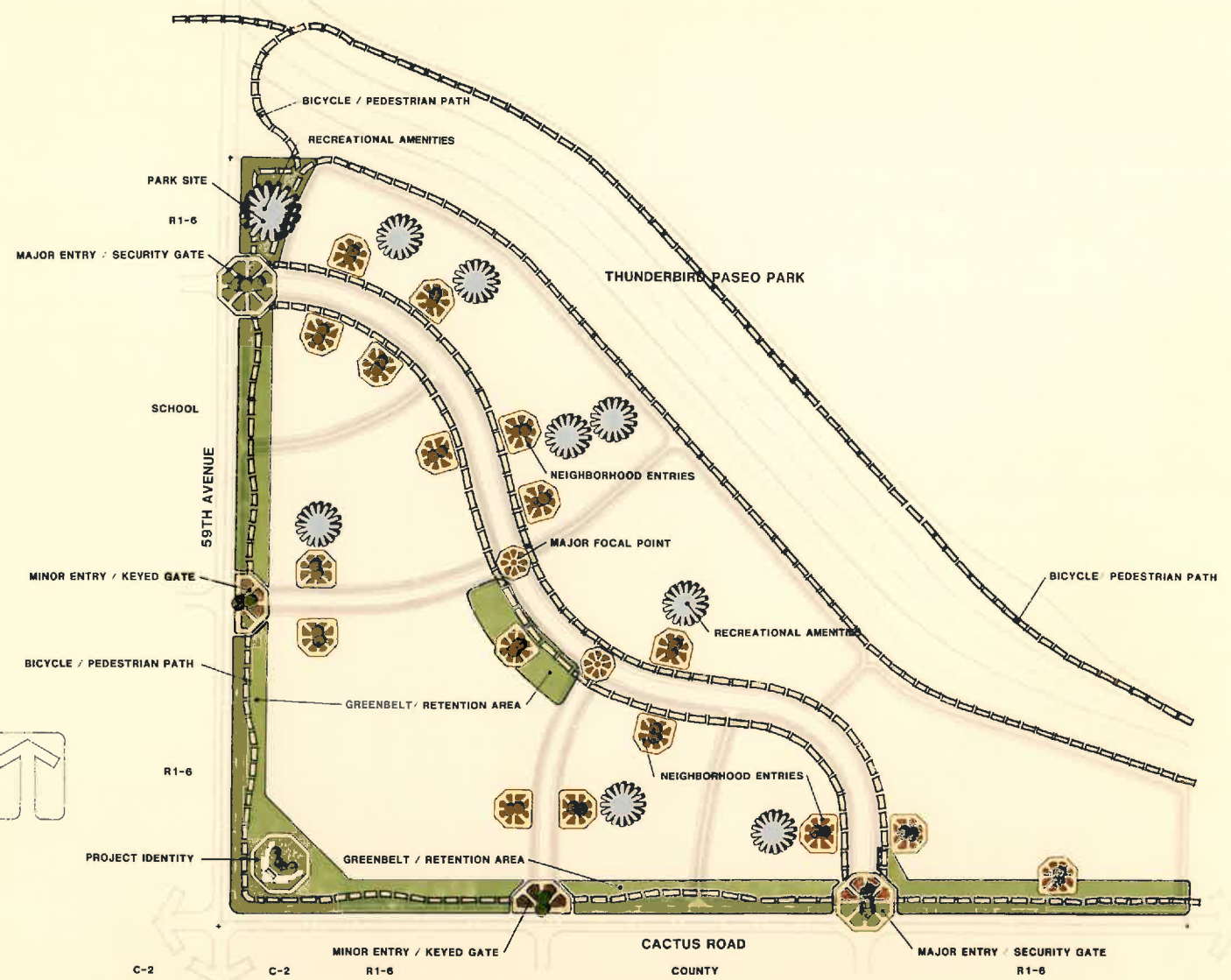
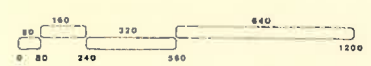
The focus of the Marshall Ranch landscape and amenities plan will be the mature citrus and pecan trees which establish a unique and pronounced identity and character for Marshall Ranch. These trees will be preserved and reused throughout Marshall Ranch and will provide the primary thematic element for the community. They will be used extensively within the major landscaped setbacks along 59th Avenue and Cactus Road, as well as along the collector street system and at the entry points to each neighborhood.

Heavily landscaped entry statements will be located at the intersections of the primary collector street at 59th Avenue and at Cactus Road. Entry statements will also be established at the secondary entrance points. All of these entry statements will rely heavily on the use of the existing mature trees. Meandering bikeway/sidewalks will be an integral part of the streetscapes along 59th, Cactus and the primary collector street. The major focal point and Marshall Ranch identity statement will be constructed at the intersection of 59th Avenue and Cactus Road. Each subdivided lot will be provided with at least two mature

citrus street trees and many of the trees will be reused in the park in the northwestern part of the community as well as within the adjacent community services parcel.

LEGEND

-  MAJOR ENTRY / SECURITY GATE
-  MINOR ENTRY / KEYED GATE
-  PROJECT IDENTITY
-  NEIGHBORHOOD ENTRIES
-  RECREATIONAL AMENITIES
-  MAJOR FOCAL POINT
-  BICYCLE / PEDESTRIAN PATH



V. LANDSCAPING AND AMENITIES

A. City of Glendale Guidelines

- * Develop an overall landscaped concept for all common areas of the project, entries, street plantings, medians, cul-de-sac islands, park and retention areas, and arterial walls.
- * Select plant materials which are suited for their proposed use, and compatible with proposed architecture.
- * Preserve existing mature vegetation where possible.
- * Provide noise walls along arterial streets; walls should be articulated, textured, finished and capped.
- * Provide adequate planting area.
- * Consider water conservation in landscape design; locate consumptive vegetation and water features in visible and useable places.
- * Park and retention areas should be fully landscaped; plant material should be grouped.
- * Retention areas should be terraced and graded so as to become useable areas.
- * Use city-approved street lighting; special lighting fixtures may require private operation and maintenance.
- * Provide neighborhood identification signage at major subdivision entries; consider maintenance requirements for entry features.
- * Make homebuyer landscaping packages available.
- * Provide city-approved street tree planting on all subdivision streets.

The major distinguishing feature of Marshall Ranch property is the abundant stand of mature trees primarily consisting of a citrus orchard supplemented with a number of large pecan trees. The preservation and reuse of these trees is the

primary thematic element for the development of Marshall Ranch. As many of the trees as possible will be preserved and reused throughout the community. They will be the primary elements of the streetscapes and the entry features, as well as being used as street trees in all of the neighborhoods.

The formality of the existing rows of the orchard will be retained wherever possible with occasional breaks to provide open space and highlights of complementary plant materials and colors. Major landscape setbacks will be maintained along Cactus and along 59th Avenue. These streetscapes will contain meandering pathways tying the community to adjacent services, schools and parks. A major identity monument will be developed at the intersection of 59th and Cactus to express the unique character and high level of quality of Marshall Ranch.

Also, elaborately landscaped entry monuments will be created at both of the primary entrances to the community. These entry statements will contain low key signage to identify the Ranch, expressing the unique character and quality amidst the heavily landscaped setting. Each entry will have a landscaped median containing mature trees, a gatehouse structure for manned security and decorative street paving to fully express these locations as the primary entrances to the community.

In addition to the use of the existing mature trees along the arterial and primary collector streetscapes, the pallet of lush landscaped materials will include a combination of flowering shrubs and ground cover throughout the streetscape to create a sense of design continuity throughout Marshall Ranch. The arterial street trees will be consistent with the City of Glendale's District 5 Street Landscape Master Plan. The streetscape will also be enhanced through the use of bermed turf areas and consistently designed perimeter walls, street furniture, and a master signage plan.

The park/open space area in the northwestern corner of the community will provide support facilities for the larger Thunderbird Paseo Park and for the area along the north side of the Arizona Canal. The park landscaping again will contain numerous mature trees relocated from the existing orchards. Excess mature trees can be utilized by the City of Glendale in its development of the Thunderbird Paseo Park. In addition, A-M Homes proposes to assist the City of Glendale with the development of facilities in Thunderbird Paseo Park.

Parking areas within neighborhoods, the service parcel and the park area will be screened from adjacent neighboring streets by landscaping or low screen walls.

Entrances to each neighborhood, as well as the service parcel and park area, will be enhanced with a special entry statement, signage and landscaping to express those locations as entrances to their respective parcels. Entry signage and landscaping standards will be used to insure consistency and continuity throughout Marshall Ranch. The primary collector street through Marshall Ranch will be landscaped with mature trees to create a central boulevard for Marshall Ranch.

To guarantee the long term stability and beauty of Marshall Ranch rigorous standards of design and maintenance will be mandated through the establishment of conditions, covenants and restrictions throughout the entire community. Marshall Ranch Community Association will maintain the major streetscapes throughout the community.

Sidewalks which meander along tree lined streets will provide ranch residents with pleasant access to the day care center, the health spa, professional offices, Ironwood High School, Thunderbird Paseo Park as well as nearby commercial services.

EXISTING GROVE TO REMAIN

SHRUBS AND GROUNDCOVER

STREET TREES AS PER
CITY OF GLENDALES
DISTRICT 5 STANDARDS

5' WIDE MEANDERING
SIDEWALK

18" HIGH PLANTER WALL

3' HIGH FLOWERING SHRUBS

4' HIGH SCREEN WALL

30" HIGH PLANTER WALL

2" HIGH EVERGREEN SHRUBS

FLOWERING ACCENT VINE
BOUGAINVILLEA

FLOWERING GROUNDCOVER
PROJECT IDENTIFICATION

18" HIGH PLANTER WALL
SEASONAL FLOWERS

TURF AND BERMING

59TH AVE.



CACTUS ROAD



ARDELL RANCH

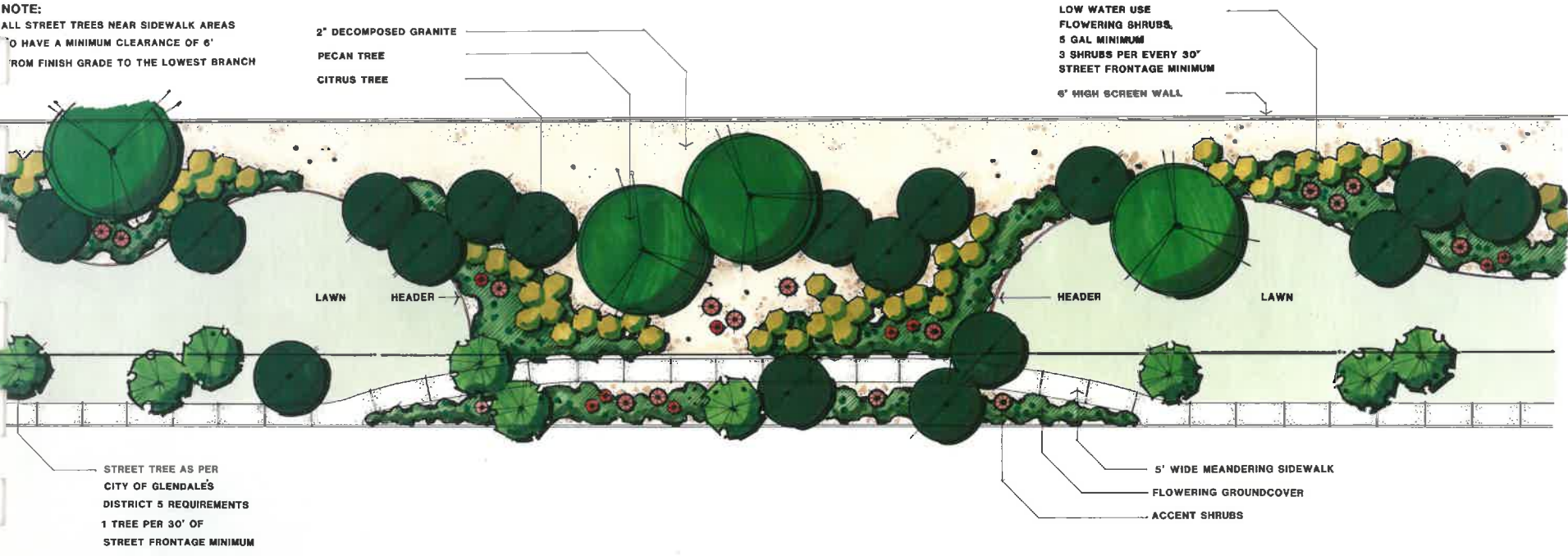
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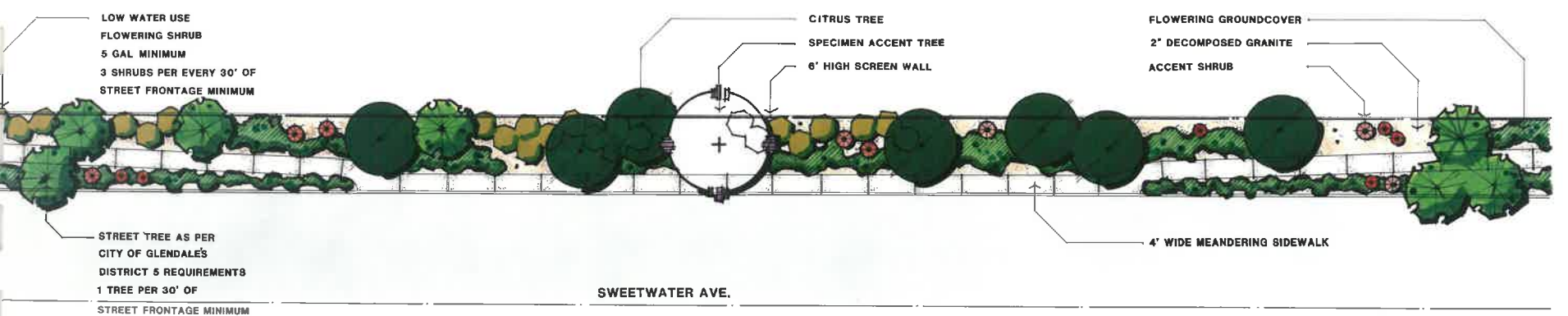
A-M COMMUNITY DEVELOPERS

SAGE PLANNING GROUP

NOTE:
ALL STREET TREES NEAR SIDEWALK AREAS
TO HAVE A MINIMUM CLEARANCE OF 6'
FROM FINISH GRADE TO THE LOWEST BRANCH



CACTUS ROAD



SWEETWATER AVE.

VI. THE NEIGHBORHOODS

A. City Of Glendale Site Planning Guidelines

- * Provide an overall subdivision design theme.
- * Vary street widths by the function of the street; promote the use of narrower streets for minor collectors, local streets, and cul-de-sacs.
- * Use curvilinear streets and cul-de-sacs to minimize through traffic.
- * Minimize the number of access points to the subdivision from arterial streets.
- * Accent entries to the neighborhood with signage, landscaping, median islands, water features, or similar treatments.
- * Provide an overall pedestrian circulation scheme, linking activity points within the development to adjacent pedestrian destinations.
- * Develop places within the subdivision for active and passive use by residents.
- * Locate recreational areas so that they are convenient to the users; provide park sites if needed.
- * Create a variety of lot sizes and configurations.
- * Consider solar factors in subdivision design.
- * Include bus stop(s) on major arterial streets.
- * Provide a design treatment for common mailbox areas.

In addition to Glendale's guidelines, a number of additional site planning principles will be followed in the development of Marshall Ranch. Site plans for individual parcels will be reviewed and approved by the Architectural Control Committee prior to any development.

The following guidelines will be used in reviewing site plans:

- Long unbroken building facades will be discouraged.
- A variety of setbacks, insets, jogs and courtyards will be encouraged in the design of buildings.
- Perimeter walls will be broken up with areas of visual penetration and landscaped recesses.
- Required drainage ways will be treated as landscaped open space rather than utilitarian areas.
- Parking areas should be placed behind or beside buildings so as to present streetscape of architecture and landscaping.
- Setbacks for garages shall be either at least 18 feet or less than five feet. Eighteen feet will provide enough parking room, whereas a setback between five and 18 feet will not provide room for parking without the car obstructing the sidewalk. Setbacks less than 5 feet are clearly too short to allow auto parking.
- When parking is attached or under a portion of a building the building width should be varied to prevent a monotonous line of garage doors.
- Open parking lot areas should be treated as landscaped plazas or courts, avoiding large expanses of asphalt.
- Higher density projects should be planned carefully to maximize the feeling of open space within the development.
- Design devices, including curbing streets and orienting roadways to open areas and views, are encouraged to provide interest and a sense of openness to neighborhoods.
- In multifamily areas, organizing the siteplan for trash collection stations that are convenient, servicable and inconspicuous is important.
- Trash collection areas should be enclosed or submerged and screened with landscaping or walls.
- Project entrances off collector streets are to be limited and treated as features.
- Varied front yard setbacks and the combination of right and left-hand lots are encouraged to create interesting streetscapes.
- All corner lots in single family detached developments are to be single story. In multi-family areas, the outside corners should be lowered with single-story elements.

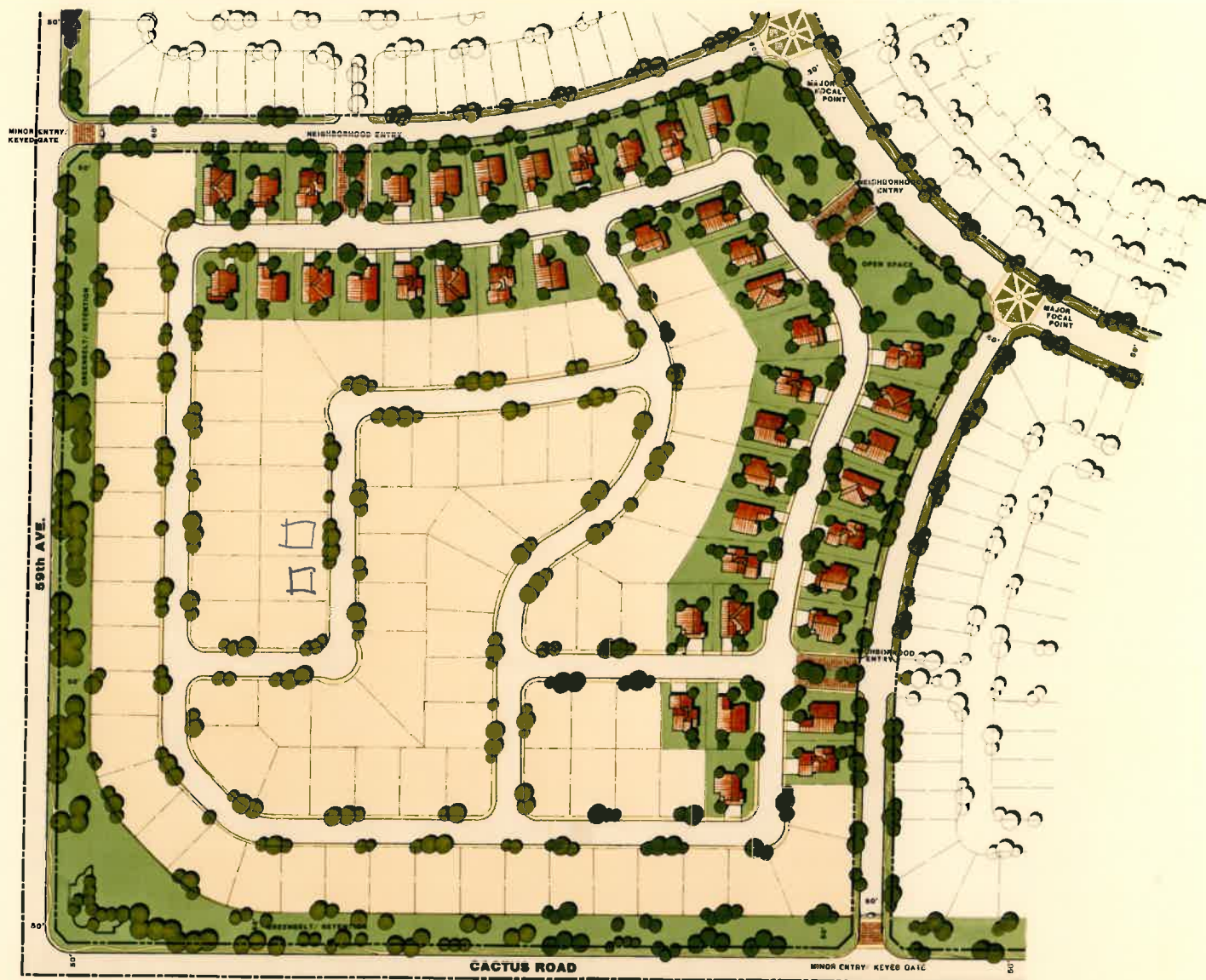
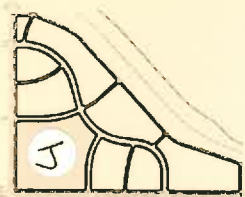
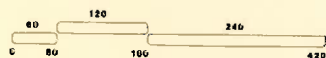
B. Specific Neighborhoods

A number of quality builders have been working with A-M Homes in preparing the Marshall Ranch plans. These builders are committed to one or more neighborhoods in the Marshall Ranch. They have assisted in the preparation of preliminary plans for the various neighborhoods. As a result, the site plans for the neighborhoods are substantially complete even though we are at an early stage in the planning process for the overall community. Included in the development guide are preliminary plans for each neighborhood reflecting the housing products proposed by each builder.

Neighborhood J- A-M Homes and Hamilton Homes will be building large single family homes in this neighborhood on lots which are 70' wide and 105' deep. The neighborhood will be buffered from the major arterial streets of 59th Avenue and Cactus by large landscaped buffers and the neighborhood will also contain a gracious landscaped open area adjacent to the backbone collector street on the interior of Marshall Ranch. The primary entrances to the neighborhood will include a specially designed entrance feature, signage, and special paving patterns. These primary entry statements will be utilized throughout the project at the entrance to each neighborhood.

Neighborhood I- Universal Homes will be building large single family homes in this neighborhood on lots measuring 65' wide by 105' deep. These homes, like all the housing in the project will be of a contemporary southwestern style and have tile roofs. This neighborhood will be secluded in the interior of Marshall Ranch and will back up to the Arizona Canal and Thunderbird Paseo Park.

GROSS AREA: 42.47 AC.
NET AREA: 37.47 AC.
MIN. LOT SIZE: 70'X105'
TOTAL NO. OF LOTS: 134
DENSITY: 3.16 D.U./AC.



MARSHALL RANCH

SITE PLAN
1"=50'

PREPARED BY: LINDROTH ASSOCIATES, INC.
 1100 N. 10TH ST., SUITE 100, DENVER, CO 80202

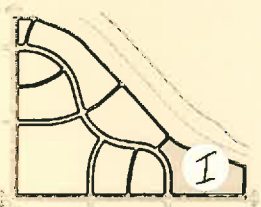
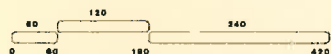


MARSHALL RANCH SINGLE FAMILY - 34' WIDE
31'6" x 11'-0"

A-M COMMUNITY DEVELOPERS
ARAM BASSINIAN AIA & ASSOCIATES, INC.
8/30/86

PROPERTY: M

GROSS AREA: 25.66 AC.
 NET AREA: 24.86 AC.
 MIN. LOT SIZE: 65' X 105'
 TOTAL NO. OF LOTS: 87
 DENSITY: 3.39 D.U./AC.



Neighborhood E- Hancock Homes will build an innovative single family product in neighborhood E. It will be a new "wide and shallow" product. This housing concept has been well received in California and is just beginning to penetrate the Phoenix market. It allows the builder to provide the buyer with a detached single family home on a lot which does not require as much maintenance as the traditional lot size. The project will contain a central recreation amenity available to all homeowners in the neighborhood which will contain a swimming pool and picnic ramada as well as adjacent open space areas. The common area landscaping will be maintained by a neighborhood association.

Neighborhood F- A-M Homes will build single-family homes on 45 foot wide by 100 foot deep lots in this neighborhood. A central recreational amenity containing a pool, ramada and landscaped open space will be available to those families choosing to live in this neighborhood. It will also contain landscaped entries in harmony with the overall Marshall Ranch theme.

Neighborhood H- Hamilton Homes will build single family homes on smaller lots in neighborhood F. The lots will measure 45 feet in width by 105 feet in depth. The project will contain a central recreation amenity available to all of the homeowners in the neighborhood which will contain a swimming pool and picnic ramada as well as adjacent open space areas. The common area landscaping will be maintained by a neighborhood association.

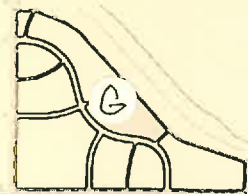
Neighborhood D- A-M Homes will construct innovative "key lot" homes in this neighborhood. This will be one of the first subdivisions of its kind in the Phoenix metropolitan area. This concept allows the builder to provide the homebuyer a detached single family home with a streetscape which has a gracious single-family appearance and adequate rear yards to provide for outdoor dining and relaxation without burdening the homebuyer with major areas of landscaping to maintain. The project will contain a central recreation amenity available to all of the homeowners in the neighborhood which will contain a swimming pool and picnic ramada, as well as adjacent open space area. The common area landscaping will be maintained by a neighborhood association.



MARSHALL RANCH SINGLE FAMILY (KEY LOT)
3/16":1'-0"

GREG HANCOCK COMPANY, INC.
LINDEROTH ASSOCIATES, ARCHITECTS
9/30/89

GROSS AREA: 20.32 A.C.
NET AREA: 18.98 A.C.
MIN. LOT SIZE: 80'X65'X45'
TOTAL NO. OF LOTS: 155
DENSITY: 7.63 D.U./AC.

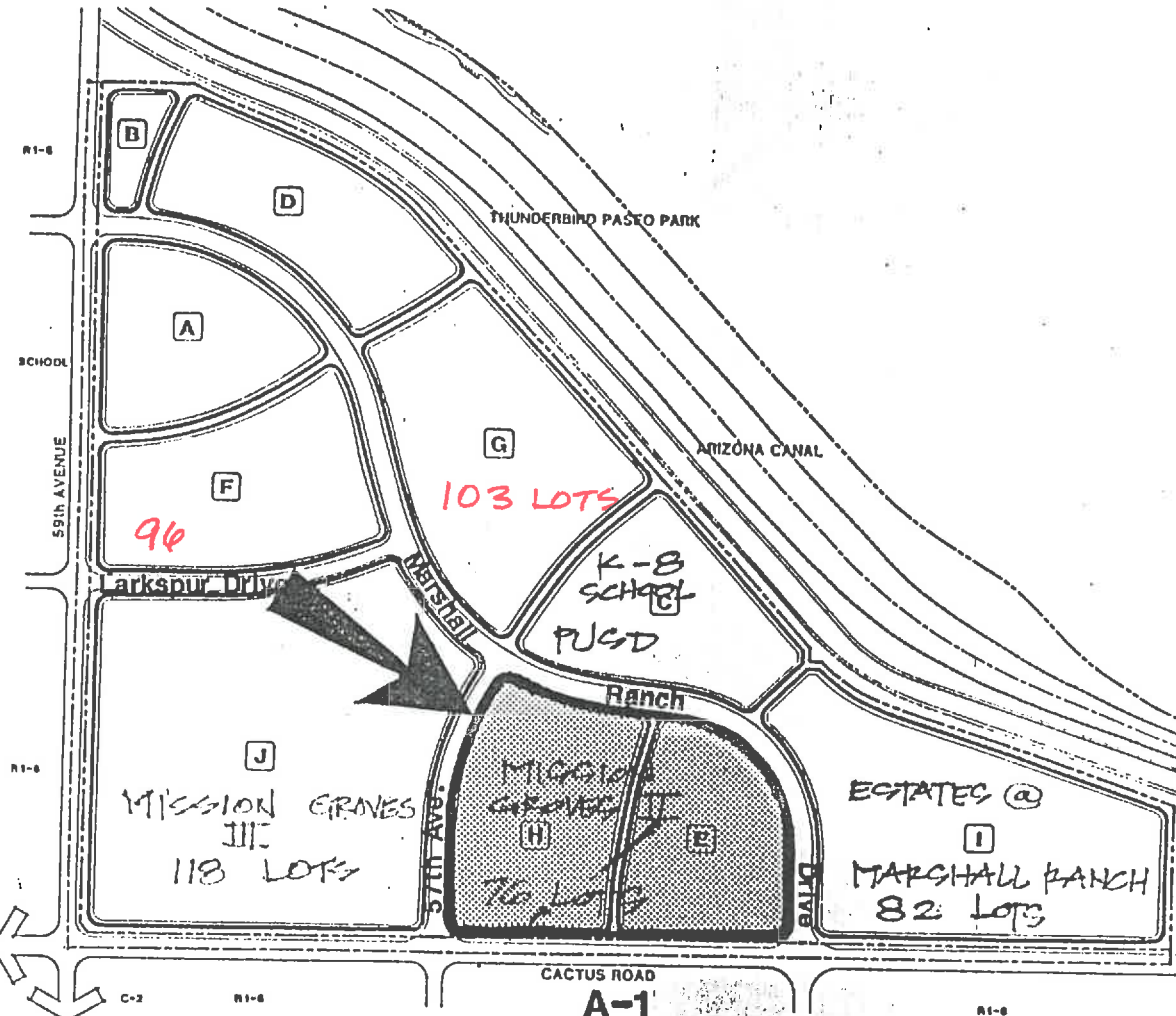


OFFICIAL R.A. CITY

A-1 COUNCIL DECISION
 10/10/01 AND 10/10/01, 10/10/01

SITE SUMMARY

PARCEL	USE	ACRES	NO. UNITS	DENSITY
A	SERVICE RES.	12.0 AC.		
B	PARK	3.98 AC.		
C	SCHOOL	12.0 AC.		
D	SINGLE FAMILY	13.32 AC.	100 D.U.	7.8 D.U./AC.
E	SINGLE FAMILY	11.88 AC.	72 D.U.	6.0 D.U./AC.
F	SINGLE FAMILY	16.91 AC.	88 D.U.	5.34 D.U./AC.
G	SINGLE FAMILY	19.0 AC.	101 D.U.	5.3 D.U./AC.
H	SINGLE FAMILY	14.74 AC.	70 D.U.	4.78 D.U./AC.
I	SINGLE FAMILY	38.86 AC.	87 D.U.	3.39 D.U./AC.
J	SINGLE FAMILY	42.47 AC.	124 D.U.	3.18 D.U./AC.
TOTAL		170.0 AC.	849 D.U.	
GROSS DENSITY				3.82 D.U./AC.
GROSS RESIDENTIAL DENSITY (LESS S.R.)				4.11 D.U./AC.
GROSS RESIDENTIAL DENSITY (LESS S.R., PARK, & SCHOOL)				4.93 D.U./AC.



PLANNING AND ZONING DEPARTMENT

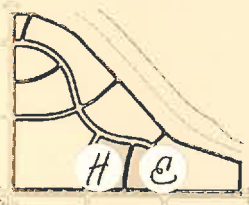
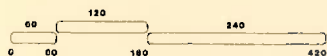
MARSHALL RANCH DEVELOPMENT MASTER PLAN.

PARCEL II

GROSS AREA: 11.98 AC.
 NET AREA: 10.11 AC.
 MIN. LOT SIZE: 60'X65'
 TOTAL NO. OF LOTS: 72 D.U.
 DENSITY: 6.0 D.U./AC.

PARCEL I

GROSS AREA: 14.74 AC.
 NET AREA: 12.71 AC.
 MIN. LOT SIZE: 45'X105'
 TOTAL NO. OF LOTS: 70
 DENSITY: 4.75 D.U./AC.



MARSHALL RANCH SITE PLAN
 1"=60'-0"

A-M COMMUNITY DEVELOPERS
 LINDSEY ASSOCIATES, ARCHITECTS

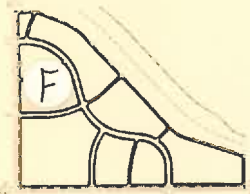
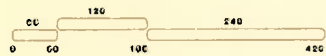


MARSHALL RANCH SINGLE FAMILY - 4' WIDTH
3/16"=1'-0"

A-M COMMUNITY DEVELOPERS
ARAM BASSENIAN AIA & ASSOCIATES, INC.
8/30/99

PROJ. 17

GROSS AREA: 17.79 AC.
 NET AREA: 15.52 AC.
 MIN. LOT SIZE: 45'X100'
 TOTAL NO. OF LOTS: 95 D.U.
 DENSITY: 5.34 D.U./AC.



Neighborhood G- Coventry Homes has expressed their interest in developing a community in this area of Marshall Ranch which would feature smaller lots similar to those in Neighborhood H. Central recreation amenities available to the residents and maintained by their homeowner's association would be a feature of the neighborhood. All common areas, entryway features and open space areas would also be maintained by that association.

VII. THE SCHOOL

A-M has been in contact with representatives of Peoria Unified School District No. 11 for some time regarding their possible interest in a school site at Marshall Ranch. A number of residents in the surrounding neighborhoods have expressed their desire to have another school added in the 59th Avenue and Cactus area. The Governing Board of the school district has this month confirmed to the City of Glendale their need for a 12-acre school site in Marshall Ranch. Sensitive to the concern expressed by area residents that the school be away from major streets, we have located that site, Parcel C, within the interior along the canal.

VIII. THE SERVICES

A-M Homes has created an innovative land use plan for Marshall Ranch. It focuses on the residential nature of the community and foregoes the substantial commercial activities which are normally located on the arterial intersection. The Marshall Ranch master plan calls for only a small amount of low key support services for the residents of Marshall Ranch.

All of the parcels within the project are of a residential nature with the exception of the park, the school and Parcel A, the neighborhood services. Located at the western gateway to the community at 59th Avenue, Parcel A will contain a day care center, a health spa and professional offices. As an integral part of Marshall Ranch, the service residential parcel will provide ready access to services utilized on a daily basis by the residents of the ranch. As residents leave for work in the morning, they will be able to leave their children in a day care center prior to even leaving the community. Their daily routine can also include visits to the health spa located within walking or jogging distance of their homes.

The architecture of the service center will be residential in character with all buildings being limited to one story with the exception of the professional office building, which will have less than 30% of its floor space on a second story. The service residential parcel will be developed in a low intensity manner, with less than 25% of the parcel covered with building floor space. The architecture will be of a southwestern style, compatible with the overall theme of Marshall Ranch and consistent with the residential character of the structures throughout the ranch. The service residential structures will have tile roofs, low key signage and uniquely designed entryways with special paving patterns.

IX. ARCHITECTURAL DESIGN GUIDELINES

A. City of Glendale Architectural Guidelines

- *Vary the siting and orientation of houses on lots.
- *Provide a number of different exterior elevations, designed around a compatible theme.
- *Create visual interest through articulation of wall planes, variation of roof forms and similar methods.
- *Carry facade design treatments around the entire structure.
- *Finish building details, including trimming of all windows and doors, painting or anodizing of all exposed metal, and integration of mechanical elements with the building architecture.
- *Design accessory structures to be compatible with principal structures.
- *Screen mechanical equipment from view, including trash enclosures, and utilities. Locate cooling equipment on the ground.
- *Develop an integrated architectural theme without replicating other nearby developments.
- *Vary the front setbacks of houses along a common street frontage.
- *Provide a palette of proposed materials and colors with subdivision application; select materials which are durable and appropriate for their intended use.
- *Choose colors which relate well to one another, to the proposed building and landscaping materials, and which are appropriate to the architecture.
- *Vary the application of roof materials throughout the subdivision; use architectural grade roof shingles or higher quality roof materials.
- *Use accent materials in an architecturally appropriate manner. Avoid simulated materials.

Marshall Ranch will have a southwestern architectural theme. All structures must use materials and colors consistent with that theme. Contemporary interpretations of traditional southwestern architectural styles are encouraged. All visible roofs shall be tile. In addition to these major requirements, and compliance with Glendale's architectural guidelines, all development in the Marshall Ranch shall be consistent with the following guidelines:

- It should be assumed that the houses will be seen from all angles and that there will be a continuity of colors, materials and details of all elevations. Priority should be given, however, to those sides which are visible from streets and walkways. The most articulated elevations should be those which are in public view. For multifamily clusters this will generally be true of all four exposures.
- In order to provide visual interest, 1) all two story residences should have single story elements. 2) All single-story houses should include some variation of the ridge line. 3) Where a one-story residence occurs next to a two-story residence the single-story elements should be adjacent to each other.
- Long, unrelieved building blocks are to be avoided in favor of varied setbacks.
- Stucco surfaces shall be the predominant treatment of all exterior walls.
- Inset entry doors and entrances protected by roof overhang or porches are encouraged.
- Deeply recessed entrances provide both protection from the elements and a sense of individuality. When used with wall extensions, the entry can result in a court-yard effect which is very appropriate to the region. Individual entrance structures should have distinctive architectural features.

- Care should be given to the size, type and organization of windows. They should never appear like surface "holes" cut into the side of the box. They should be architectural features and wherever possible, grouped into recessed areas or bordered by projections which provide a shadow pattern. The style of windows should be consistent on all sides of the house.
- All mechanical equipment shall be ground mounted.
- Miscellaneous items such as vents and flues should be located to occur as much as possible on the least prominent side of the ridge line. Vents, flues and flashing must be coated with a flat paint to match the color of the roof. Rotating, rooftop ventilators will be permitted.
- Overhead screens, shade covers, covered parking structures and patio roofs shall be constructed of materials matching or complementing the main roof and be screened on three sides by walls, landscaping or a combination thereof.
Side entry garages should be used occasionally to break up the monotony of garage door corridors. Garage doors, vents and flashing must be painted to match either the trim or body color of the house. Plastic or metal doors will not be permitted.
- Functional elements, such as mailboxes, light structures, benches, bicycle racks, gates and details such as address plaques should be treated as opportunities to reinforce the design theme of each neighborhood.

X. SIGNAGE AND GRAPHICS GUIDELINES

An effective signage program has many elements; each of which is intended to achieve a harmonious, high quality visual environment for Marshall Ranch residents. A-M Homes is committed to quality and the signage and graphics program is a key element in A-M's careful approach to insure the overall quality of Marshall Ranch. The following guidelines have been established for the signage and graphics that will be allowed in the Marshall Ranch development.

A. Purpose of Signs

Signs are used for three basic reasons:

- *Identification
- *Direction of Movement
- *Advertisement/Marketing Information

These guidelines will emphasize solutions which address all three functions.

B. Permanent vs. Temporary Signage

During the development of Marshall Ranch, it will be necessary to erect temporary signs to direct buyers, traffic and visitors to and through the property. At the same time, Marshall Ranch will become a community for people to live in, therefore the guidelines for permanent signage which reflect the quality of the development. The guidelines to follow will show a logical integration of our permanent sign system which ultimately replaces our temporary signage program.

C. Qualities

Our signage and graphic guidelines produce a Hierarchy of Sign Types that will exhibit the following qualities:

- Comprehensive- Create a full range of sign types for use in our development from a major identity sign to the smallest regulatory sign type.
- Cohesive- create forms, materials, colors and type faces that will visually link the different sign elements together.
- Architectural Expression- create forms, materials, colors and detailing that reflect the residences to which the signs refer. Signs that are attached to elements will be fully integrated with the architectural design to avoid a tacked-on appearance.

D. Signage and Graphics Considerations

- Continuity- as an element of continuity for signage and graphics throughout Marshall Ranch, we have adopted the Marshall Ranch signature to be associated with each graphic.
- Colors- color is as important as shape in establishing sign continuity. We have adopted specific colors to be used on all signs and have developed a single paint source to ensure consistency. Established logo colors in individual builder signs may be used.
- Banners- one Grand Opening banner of up to 45 square feet is acceptable and may be used for a 30 day period during a Grand Opening.
- Portable Signs- portable signs, i.e., A-frame signs, vehicle mounted signs, etc., are not acceptable within Marshall Ranch.
- Pennants- pennants used to attract attention to a subdivision are not acceptable within Marshall Ranch.
- Flags- one flag pole is allowed by the entrance to models to fly the American flag. A company or project flag may also fly beneath the American flag. Maximum size pole-up to 50 feet. Flag-up to 10'x 15'. No other flags may be erected.

PERMANENT SIGN TYPES

G. Development Identification Feature

This feature is designed to introduce the architecture and landscape theme, name and logo of Marshall Ranch. This feature will include heavy landscaping with textured columns and walls. The sign will identify the development by name and logo.

H. Development Entrance Identification

This feature is designed to introduce vehicular entries of Marshall Ranch to visitors through the integration of common architecture and landscaping. The signs identify the development entry by name and logo type. This feature will be located on one side of each entry.

I. Directional

This graphic will deliver systematic information to visitors for specific subdivision projects. This graphic element will be introduced when the development becomes a permanent residential development and be placed at strategic decision points.

J. Subdivision Identification Feature

This feature is designed to introduce the entry into specific subdivisions within the development and carry the same architectural, landscape and material/color palette as introduced by previous graphic components viewed by visitors of Marshall Ranch.

K. Street Identification

This graphic is used to create identification for streets throughout Marshall Ranch and will carry a similar color palette as other graphics throughout the development.

L. Department Of Transportation

This graphic will be used to introduce regulatory information to individuals within the Marshall Ranch development and follow all Department of Transportation regulatory guidelines but carry the color palette introduced within the Marshall Ranch development.

TEMPORARY SIGN TYPES

A. Development Marketing Feature

This sign is designed to introduce, to passing vehicular traffic, information regarding the Marshall Ranch concept and builder's associated with Marshall Ranch. This graphic will carry a similar material/color palette as all permanent graphics displayed at Marshall Ranch.

B. Subdivision Marketing Feature

This sign is designed to introduce features of the specific subdivision and marketing information such as builder, phone number and price range of the product. It will be located at all subdivision entries and carry a similar material/color palette as all permanent graphics displayed at Marshall Ranch.

C. Information Feature

This sign is designed to introduce, to visitors of Marshall Ranch, parcels and sizes that are available for development. This feature allows Marshall Ranch, in its early stages of development, to have a cohesive masterplanned look and introduces the strong design controls that will be exhibited at Marshall Ranch.

D. Directional

This sign is designed to introduce to visitors systematic directional information to the subdivision they wish to visit. These graphics will be located at strategic decision points.

E. Temporary On-Site Signage Behind Subdivision Entry Walls

In an attempt to establish total continuity within Marshall Ranch, all builder subdivision signage must be submitted for design review by the Architectural Control Committee of Marshall Ranch. This includes, but is not limited to, model identification, pedestrian directionals, etc.

F. Coordination

Sign copy, shop drawings and permits, as required by the City of Glendale, must be submitted to the Architectural Control Committee prior to installation of any signs.

XI. THE BUILDERS

Six outstanding builders have made commitments to make their homes a part of Marshall Ranch. Each builder has a well established reputation for building a high quality home well suited to the needs of the homebuyers of the 1980's.

A-M Homes

As well as being the master developer of the Marshall Ranch, A-M Homes will also build homes in two neighborhoods within the ranch. A-M is an award winning developer of high quality single family homes as well as higher density building products.

Coventry

Established in 1981, Coventry has become one of the five largest homebuilders in the Valley. Coventry builds homes in every major Valley city. Its products include townhomes, patio homes and single-family homes, in a broad spectrum of sizes and prices, and also includes luxury homes.

The Homebuilders Association's annual MAME Awards pay tribute to outstanding achievement in merchandising and marketing excellence. Voting for these awards is done by members of the homebuilder's industry. Coventry has won 31 MAME Awards in the past four years. In 1985 Coventry received the MAME Grand Award as the areas most outstanding, all-around builder.

The Greg Hancock Company

Greg Hancock, owner/president of The Greg Hancock Company, is a third generation Arizonan who has been building in the Valley for the past decade. Prior to forming his present organization eleven years ago, Hancock worked with his father, Gene Hancock, who in 1948 began and owned Cavalier Homes.

The Greg Hancock Company has built every type of residential dwelling from attached town homes to million dollar custom homes. Quality construction and innovative design have been the trademark of the organization from day one.

Hamilton Homes

Hamilton Homes was formed in 1982 by Joe Wimberly and Bob Hamilton. Wimberly has been in the home building industry since 1972 and Hamilton has been involved in real estate development since 1967. With eight current subdivision in sales or development, Hamilton Homes draws on the upper-end market with sales in the 100-350K price range. Four of those projects are in Glendale in the Arrowhead Ranch master plan, two in Phoenix at Lakewood, and two in Chandler at Anderson Springs.

Universal Homes

In 1985, Universal Homes was acquired by Coventry, and since that time, has expanded its operations. Universal specializes in semi-custom homes, catering to homebuyers who want to make changes to customize their homes; thereby receiving a high-end, top-quality product with very personalized service.

XII. THE DEVELOPMENT TEAM

A-M Homes has assembled a team of the top planning and development experts in the Valley to plan, design and execute the Marshall Ranch development in close coordination with the City of Glendale's development staff. Each of the team members is an accomplished and professional firm in their area of expertise. Under the leadership of A-M's president Larry Kush the team has formulated a plan and design specifications to make Marshall Ranch Glendale's premier residential community.

First Tuesday

First Tuesday, founded in Arizona in 1976, is a political communication and public affairs firm. They provide community relations, neighborhood coalition building and governmental advocacy. Among its clients are A-M Homes Leisure Technology, Oxford Properties, Building Industry Association of Southern California and Symington Corporation.

Beus, Gilbert, Wake and Morrill

This law firm is one of Arizona's leading firms in the area of real estate planning, zoning and development. Paul Gilbert is recognized throughout the Phoenix Metropolitan area as one of the Valley's premier planning and zoning attorneys. He has an in depth knowledge of the City of Glendale planning and development processes, excellent relationships with city representatives and a reputation for forthrightness which is unsurpassed.

Linderoth & Associates

Linderoth Associates, Inc., Architects & Planners, is a Scottsdale based firm providing professional design services since 1978. The firm has been involved in local and national planning projects, the largest an 18,000 acre new town

concept, The Woodlands, just outside Houston, Texas. Locally the firm has received awards for design excellence from the National Homebuilders Association, as well as the cities of Scottsdale, Fountain Hills and Tempe.

Sage Planning Group

This firm offers professional services in Landscape Architecture and Land Planning ranging from one acre residential lots to master-planned communities. The sensitive and successful integration of mixed use properties into neighborhood residential developments is constantly monitored. Sage Planning Group's experience has proven that compatibility can exist with mixed use projects through attractive landscape development and well-planned buffer zones. Sage Planning Group provides landscape architecture solutions in streetscape development for new residential developments, large and small scale commercial projects, as well as multi-family site planning and landscape development.

Sage Engineering

A prominent engineering firm in the Valley, Sage provides a broad range of engineering design, surveying, land use and development planning services for its clients.

The Signage Group

Established in 1984 to solve the signage problems inherent in large real estate developments, this firm provides cities and developers using comprehensive signage and graphics with help to create an outstanding image for their projects while complying fully with local sign codes. Recognized for its outstanding work at Gilbert's Val Vista Lakes community, the Signage Group conceives, designs and builds complete signage and graphics systems.

Ross Smith and Associates

An experienced land planning and development expert, Ross Smith has held key posts in the development industry and city and state governments. As Vice President of Land Development for Lexington Homes, Smith directed the planning and development activities for three master planned communities as well as numerous subdivisions and housing projects. As Urban and Commercial Development Director for the Arizona State Land Department he was responsible for bringing the state's new urban lands program on-line and managing the land department's commercial leasing portfolio and appraisal activities. While with the City of Scottsdale, Smith managed the city's long range planning program and oversaw the development of land use, transportation, public facility and environmental protection plans. Smith currently serves as a member of Scottsdale's Planning Commission.

XIII. THE DESIGN REVIEW PROCESS

To ensure the overall quality, consistency and continuity of Marshall Ranch, all development will be subject to design review by the Community Association's Architectural Control Committee. Projects will be measured against the guidelines established by the City of Glendale as well as by A-M Homes in this development guide. Architecture, landscaping, hardscape and signage will all be reviewed and controlled by the committee.

A design review process and procedure will be further defined by the Architectural Control Committee upon its establishment. The committee will encourage discussion with builders and developers early in the process at the conceptual planning stage, so as to make the review process as successful as possible. The following information will be reviewed by the Architectural Control Committee:

1. Site plans- including streets, pathways, open space areas, parking (covered and uncovered) drainage ways, community features and all other design elements such as walks, mailboxes, bicycle racks, patterned pavement, signage, etc.
2. Floor plans- as required to understand exterior elevations
3. Elevations describing all exterior colors and materials
4. Proposed Phasing Plan indicating location of sales office, model complex, construction office and yards.
5. Design concept of all street furniture, mailbox and entrance features including all walls, landscaping, lighting and signage.
6. Proposed project names and street names.

The review approval of the exhibits listed would allow the Architectural Control committee to thoroughly review the design of the project to ensure its conformity with the City of Glendale's guidelines as well as the guidelines of Marshall Ranch development guide. The Architectural Control Committee will monitor the development of the projects to ensure compliance with the approved plans.