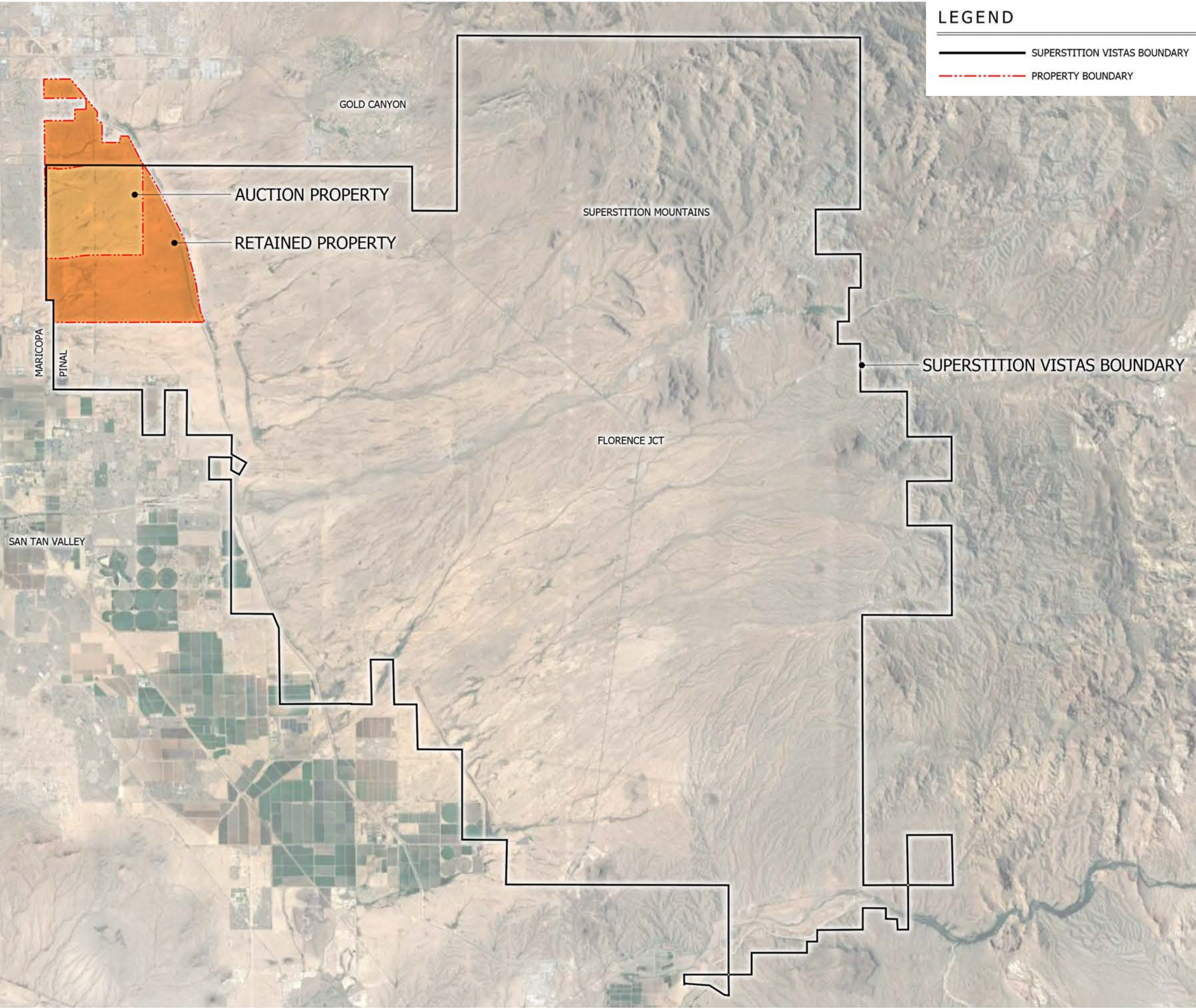




Superstition Vistas

October 4, 2021



SUPERSTITION VISTAS

- 275 mi.² of State Trust Land
- Comparable in size to Mesa, Chandler, Tempe, and Gilbert combined
- State Trust Land is not public land, but is land that is owned in trust and managed by Arizona State Land Department.

GRAPHIC SHOWS CONCEPTUAL INFORMATION AND IS SUBJECT TO CHANGE. ACTUAL LOCATIONS AND CONFIGURATIONS TO BE DEFINED AT THE TIME OF SUBDIVISION PLAT OR SITE PLANS SUBMITTAL.



OVERVIEW

- Superstition Vistas, owned in trust and managed by the Arizona State Land Department will generate revenue to benefit the ASLD beneficiaries, primarily Arizona's school children.
- In addition to benefiting Arizona's school children and other Trust beneficiaries the development of Superstition Vistas will also generate additional resources for the state's economy.



OVERVIEW



Arizona State Land Department



Maricopa County



Town of Queen Creek



City of Mesa



Pinal County



Maricopa Association of Governments (MAG)



Phoenix - Mesa Gateway Airport

- Significant regional planning efforts have occurred over the past 15+ years to help define the potential of Superstition Vistas.
- Planning efforts have included the following public and quasi-public participants



OVERVIEW



City of Apache Junction



Superstition Mountains Community
Facilities District (SMCFD)



Apache Junction Unified School
District (AJUSD)



Superstition Fire and Medical



Apache Junction Water District

- Within Apache Junction planning efforts have included the following participants



OVERVIEW

- In addition, the business community and other community organizations who have participated in the planning and visioning of Superstition Vistas include the following



Sonoran Institute



Lincoln Institute of Land Policy



Urban Land Institute



East Valley Partnership



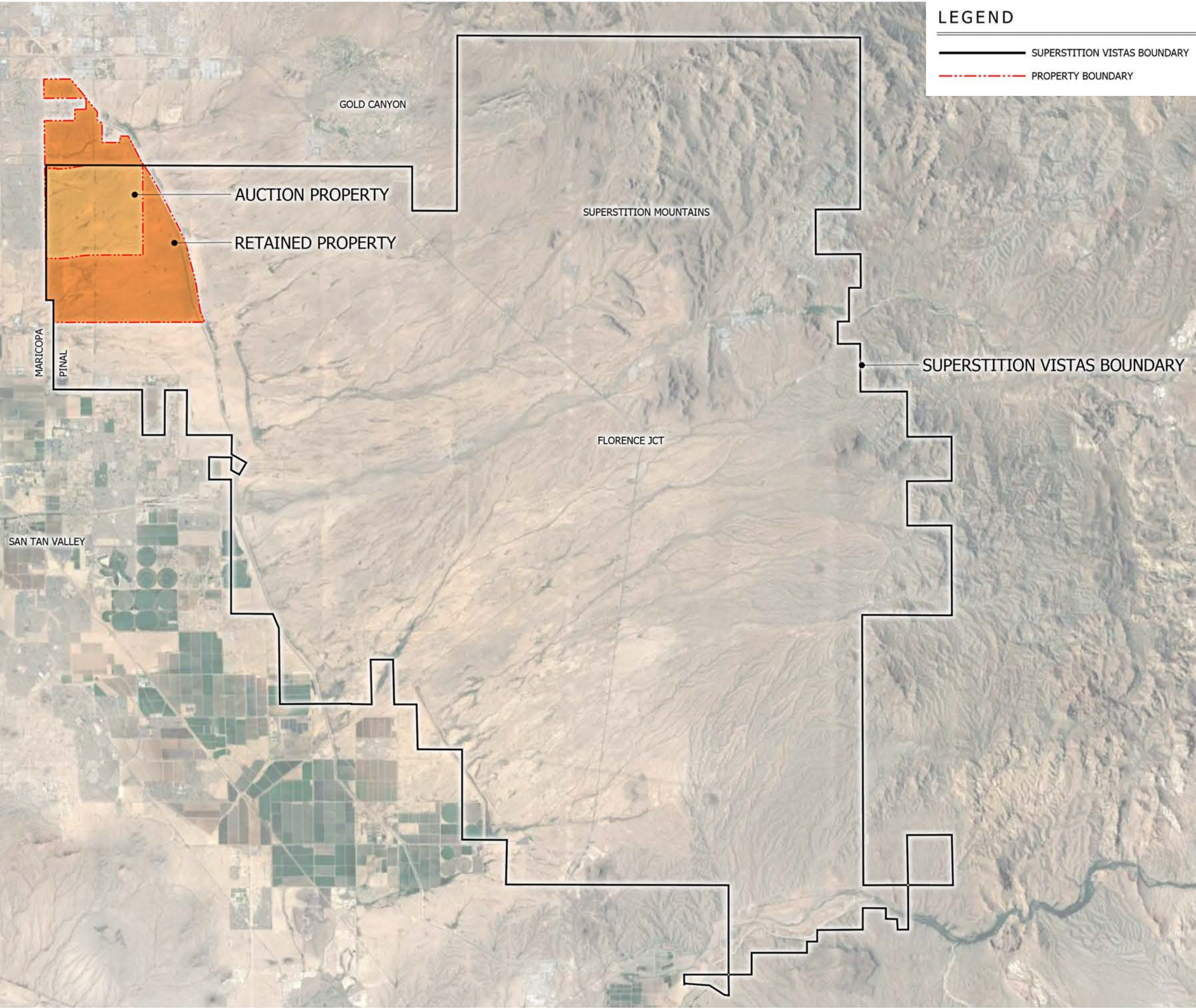
Pinal Partnership



Resolution Copper



Salt River Project



LEGEND

- SUPERSTITION VISTAS BOUNDARY
- PROPERTY BOUNDARY

SUPERSTITION VISTAS



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OVERVIEW

D·R·HORTON®
America's Builder

Brookfield
Residential

- Nearly 20 years after the regional planning efforts began award winning master planned developers DR Horton and Brookfield will set the bar for development of Superstition Vistas.
- Their combined efforts and expertise will set the stage for the long term value enhancement of the entire 275 square miles of State Trust land.

Owner/Developer

Patrick Brown
 20410 North 19th Avenue, Suite 100
 Phoenix, Arizona 85027
 P: (480) 368-1065
pnbrown@drhorton.com

**Planner/ Landscape Architect:**

Andy Baron
 310 East Rio Salado Parkway
 Tempe, Arizona 85281
 P: (480) 530-0077
andy.baron@ablstudio.com

**Civil Engineer:**

Nguyen Lam
 2141 East Highland Avenue, Suite 250
 Phoenix, Arizona 85016
 P: (602) 730-3805
nlam@hilgartwilson.com

**Traffic Engineer:**

Andrew Smigielski
 3838 N. Central Avenue, Suite 1810
 Phoenix, Arizona 85012
 P: (602) 266-7983
smig@SWTE.us

**Developer:**

John Bradley
 14646 North Kierland Boulevard, Suite 165
 Scottsdale, Arizona 85254
 P: (602) 903-7506
john.bradley@brookfieldpropertiesdevelopment.com

**Community Planner:**

Jeffrey M. Denzak
 7550 East McDonald Drive
 Scottsdale, Arizona 85250
 P: (480) 367-2100
jdenzak@swabackpartners.com

**Civil Engineer:**

Dan Matthews
 2051 West Northern Avenue, Suite 100
 Phoenix, AZ 85021
 P: (602) 335-8542
Dmatthews@woodpatel.com

**Legal:**

Edwin C. Bull
 1850 North Central Avenue, Suite 1700
 Phoenix, AZ 85004
 P: (602) 234-9913
ebull@bcattorneys.com

**Arizona State Land Department Representative:**

Mark Edelman
 1616 West Adams Street
 Phoenix, AZ 85007
 P: (602) 542-6331
medelman@azland.gov

**City of Apache Junction:**

300 East Superstition Boulevard
 Apache Junction, Arizona 85119
 P: (480) 474-5083

**Land Use Consultant:**

Karrin Taylor Robson
 3344 East Camelback Road, Suite 100
 Phoenix, Arizona 85018
 P: (602) 795-3020
ktr@arizonastrategies.com

**Legal:**

Dana Belknap
 2575 East Camelback Road
 Phoenix, AZ 85016
 P: (602) 530-8348
dsb@gknet.com



DEVELOPMENT TEAM

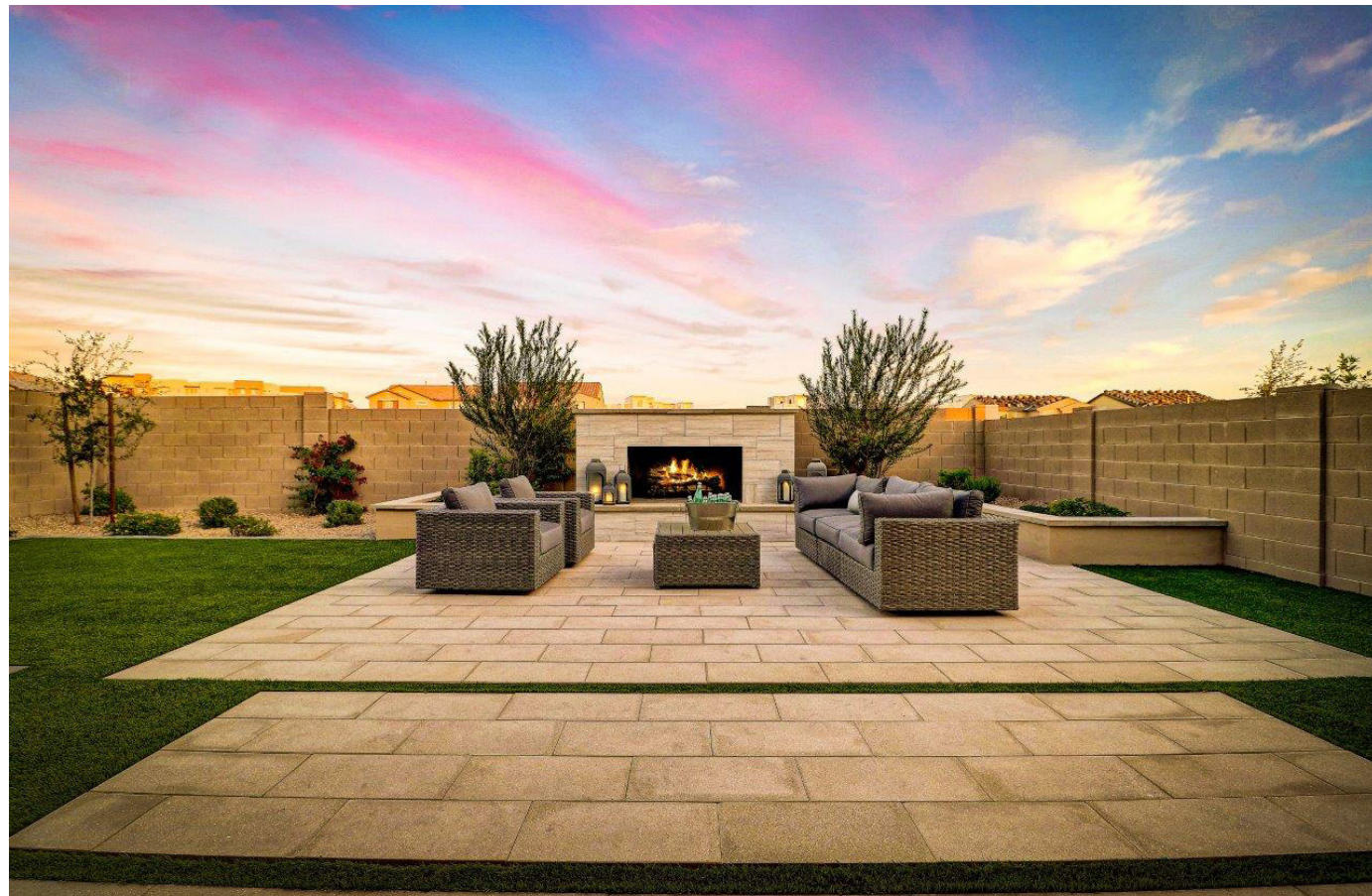


D·R·HORTON®

America's Builder



- We Are America's Builder.
- Since 2002, more homebuyers have chosen D.R. Horton than any other national builder.
- We've delivered more than 830,000 homes to our nation's customers since our company's inception.
- We've been delivering the American dream. We believe in a vision of homeownership for everyone, a home for every stage in life.
- D.R. Horton's extensive success in developing a multitude of diverse products, including multifamily homes, has led to the impressive portfolio of communities that outshine every other builder.



D·R·HORTON®

America's Builder

- D.R. Horton has developed world class communities with superior neighborhood design and livability.
- As the leading developer in America, we continually surpass our competition - not only in development and planning but in delivering unparalleled neighborhoods to every community we partner with. Our customer-driven principles have allowed us to work closely with each individual market to gain insight into the needs and wants from each community.



D·R·HORTON®

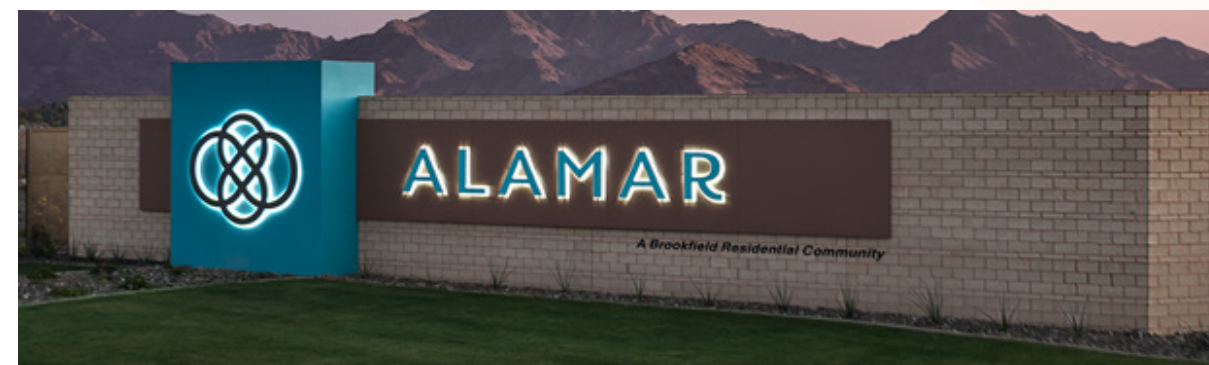
America's Builder

- D.R. Horton's master planned communities excel in community planning and design conception, providing homeowners with superior homes in exceptional neighborhoods.
- From single family homes to multifamily living, D.R. Horton is dedicated to providing unrivaled world class communities in a diverse real estate market.



Brookfield Residential

- A leading land developer and homebuilder in North America, operating for over 60 years with 80 active communities in key markets.
- Entitles and develops land to create best-in-class master-planned communities (MPCs), builds and sells lots to third-party builders, conducts homebuilding operations, and participates in select strategic real estate opportunities.
- In Arizona, the development and managing partner of Eastmark, the best-selling MPC in Arizona 6 years in a row, San Tan Ridge and Alamar, the biggest new valley MPC since Eastmark. In a joint venture, developed Harvest at Queen Creek and Vista Verde at Verde River Ranch.
- A subsidiary of Brookfield Residential Properties, Inc., the flagship North American residential property company of Brookfield Asset Management, a leading global alternative asset manager.

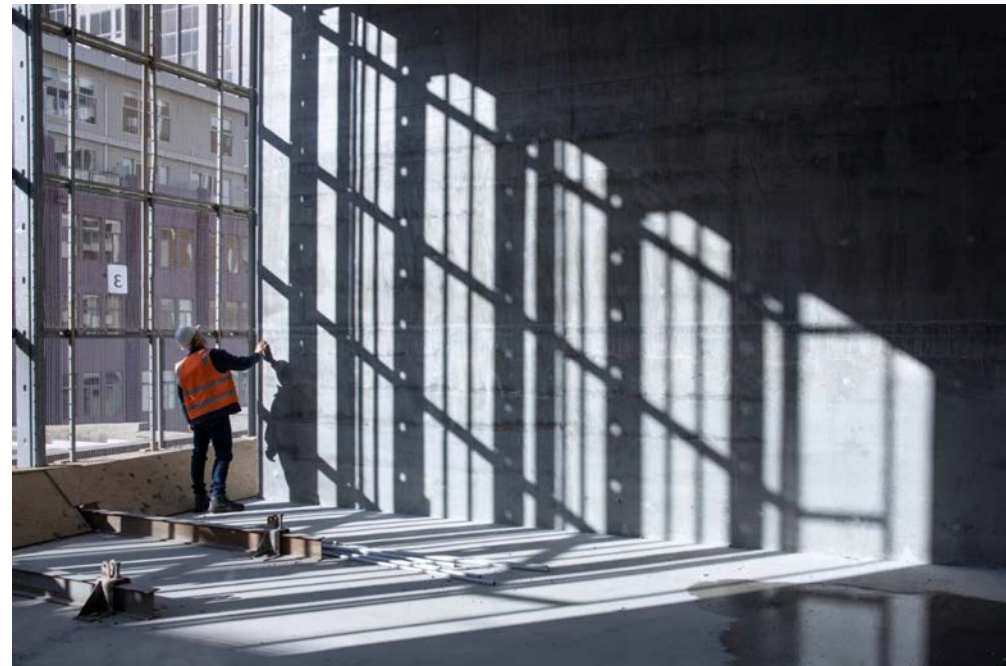




Brookfield Properties

BROOKFIELD RESIDENTIAL PROPERTIES

- Fully integrated land, housing and mixed-use developer specializing in sustainable development, renovations and expansions that elevate properties as hubs of the community.
- Serves as the catalyst for residential or mixed-use real estate development solutions in North America, utilizing best-in-class skills to create the highest and best use, while maximizing value of current or future real estate assets
- Develops and operates 675 properties and 320 million square feet of high quality, sustainability-focused real estate assets around the globe.
- The flagship North American residential property company of Brookfield Asset Management, a leading global alternative asset manager.



Brookfield

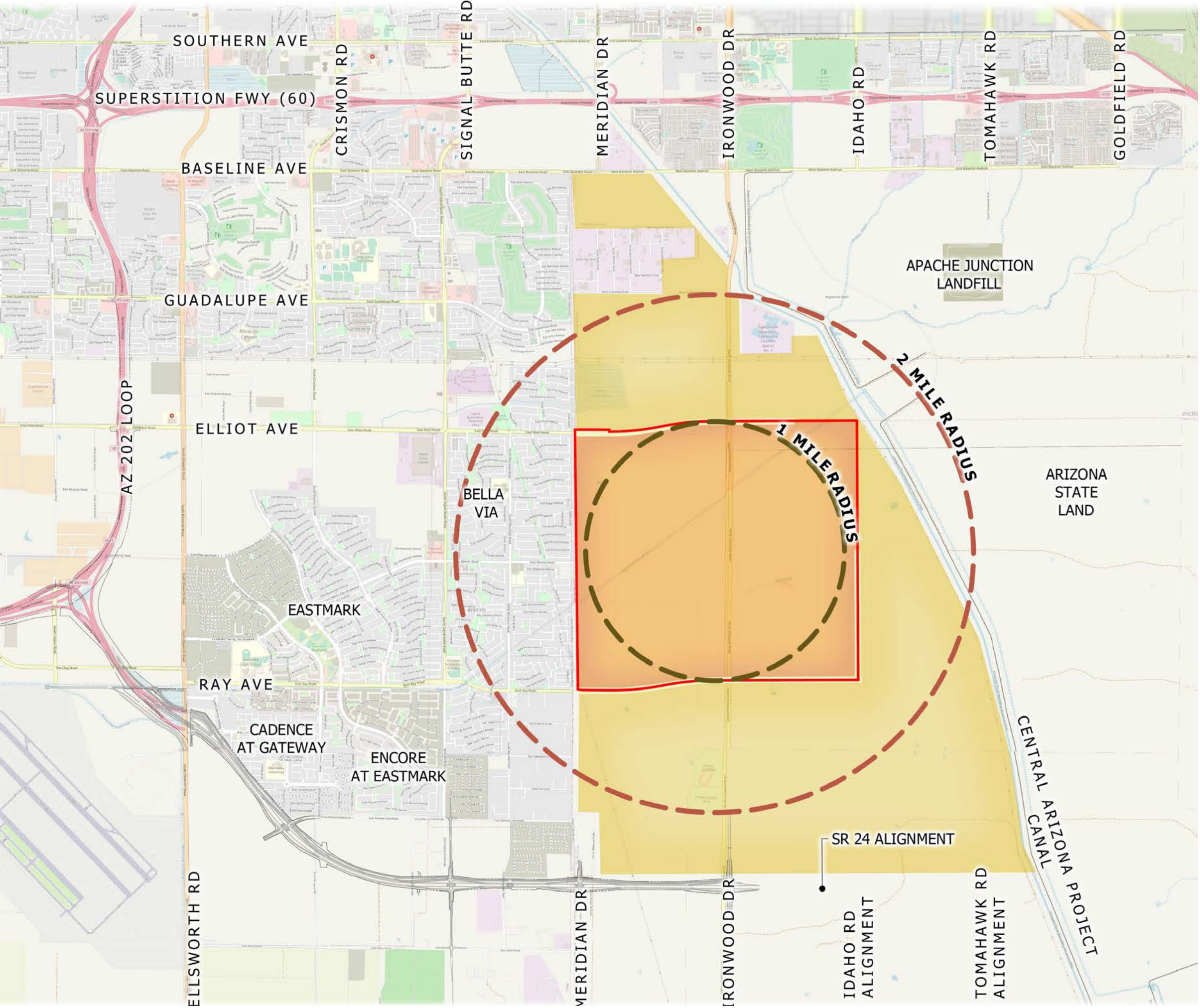
BROOKFIELD ASSET MANAGEMENT

- One of the world's leading global alternative asset managers with approximately \$600 billion in assets under management.
- One of the world's largest investors in real estate, which owns and operates iconic properties in over 30 countries and within the world's most dynamic markets.
- The world largest commercial real east holder with 450m sf of commercial space globally and assets in Office, retail, multifamily and hospitality
- A global real estate portfolio of \$211 billion in assets under management and includes office, retail, multifamily, logistics, hospitality, self-storage, triple net lease, manufactured housing and student housing assets on five continents.



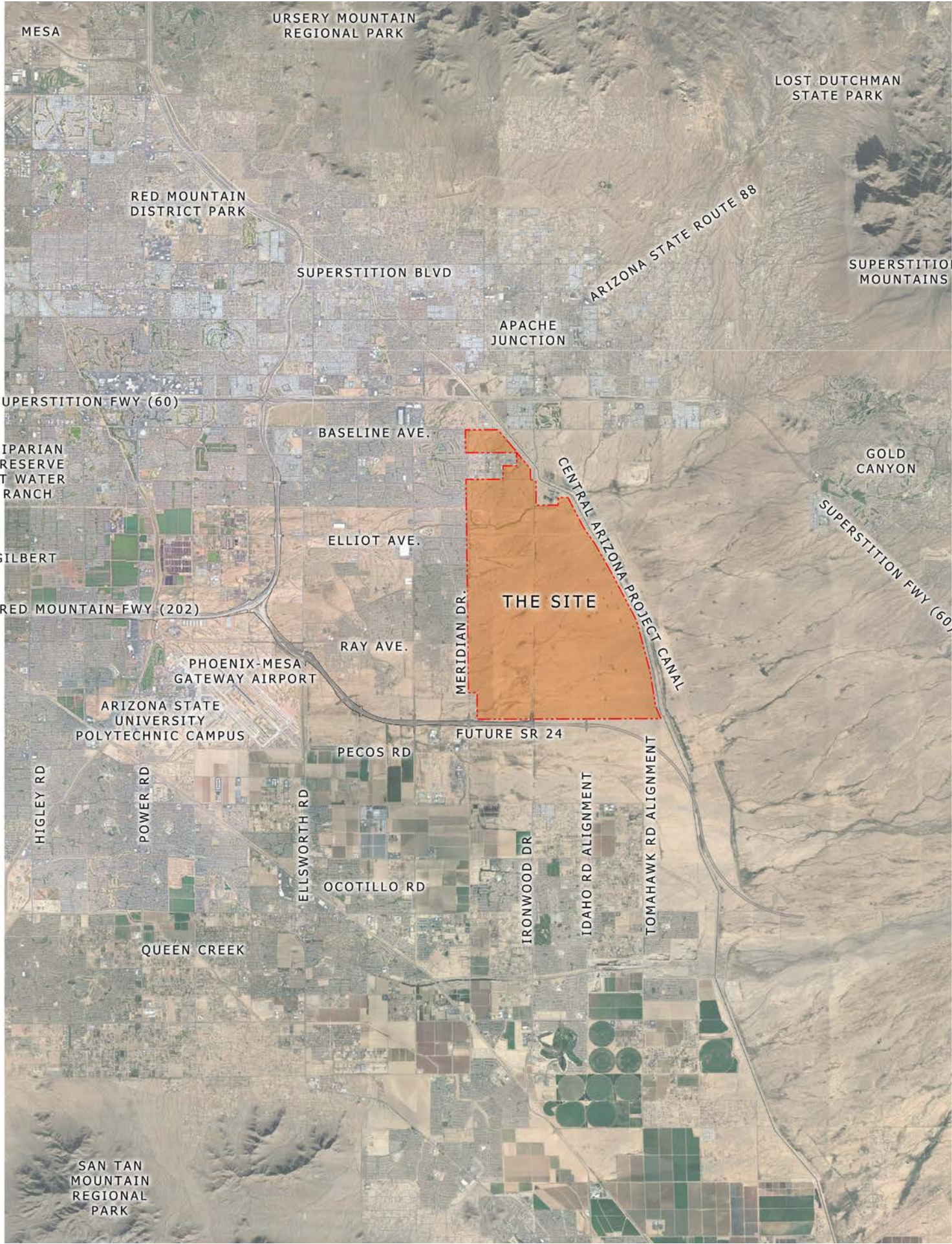
AUCTION PROPERTY





LOCAL CONTEXT



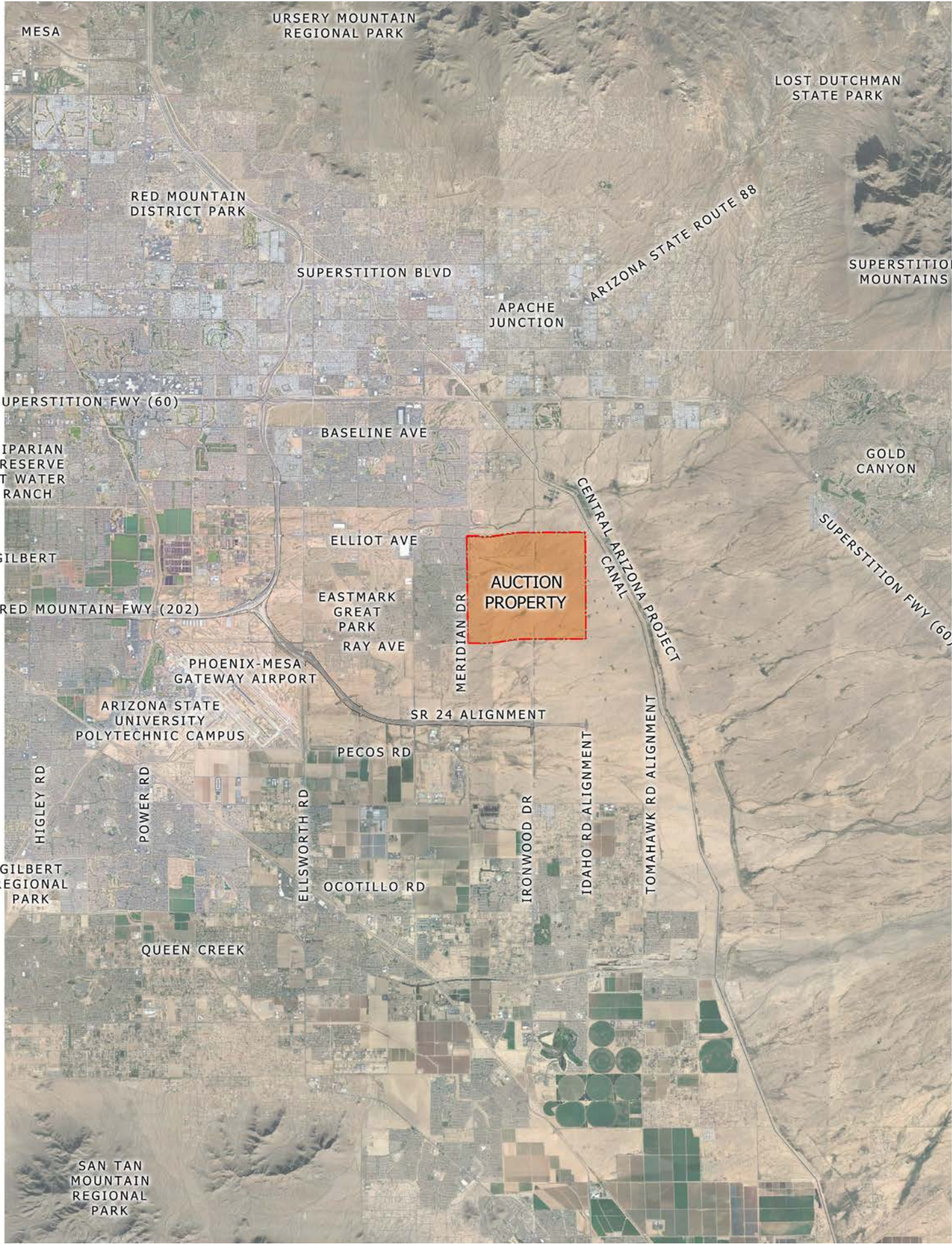


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THE SITE

- 8,090 acres



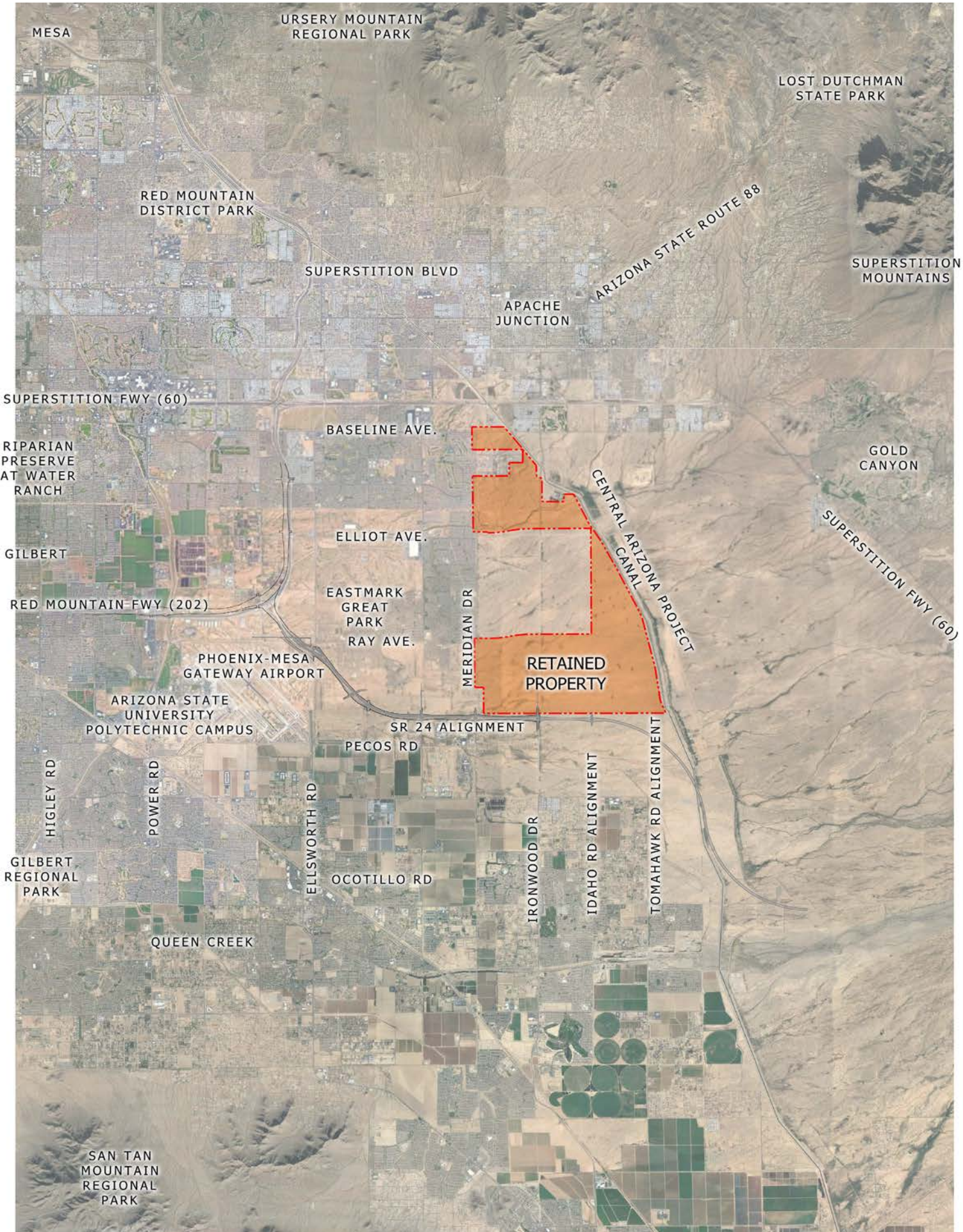
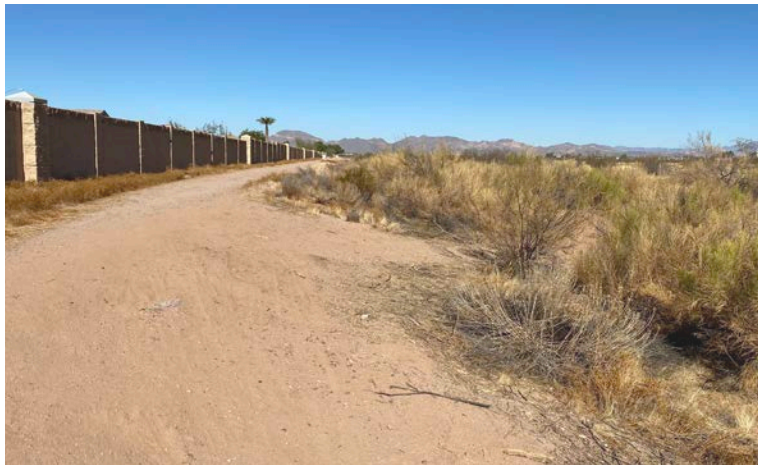


GRAPHIC SHOWS CONCEPTUAL INFORMATION AND IS SUBJECT TO CHANGE. ACTUAL LOCATIONS AND CONFIGURATIONS TO BE DEFINED AT THE TIME OF SUBDIVISION PLAT OR SITE PLANS SUBMITTAL.

AUCTION PROPERTY

• 2,783 acres



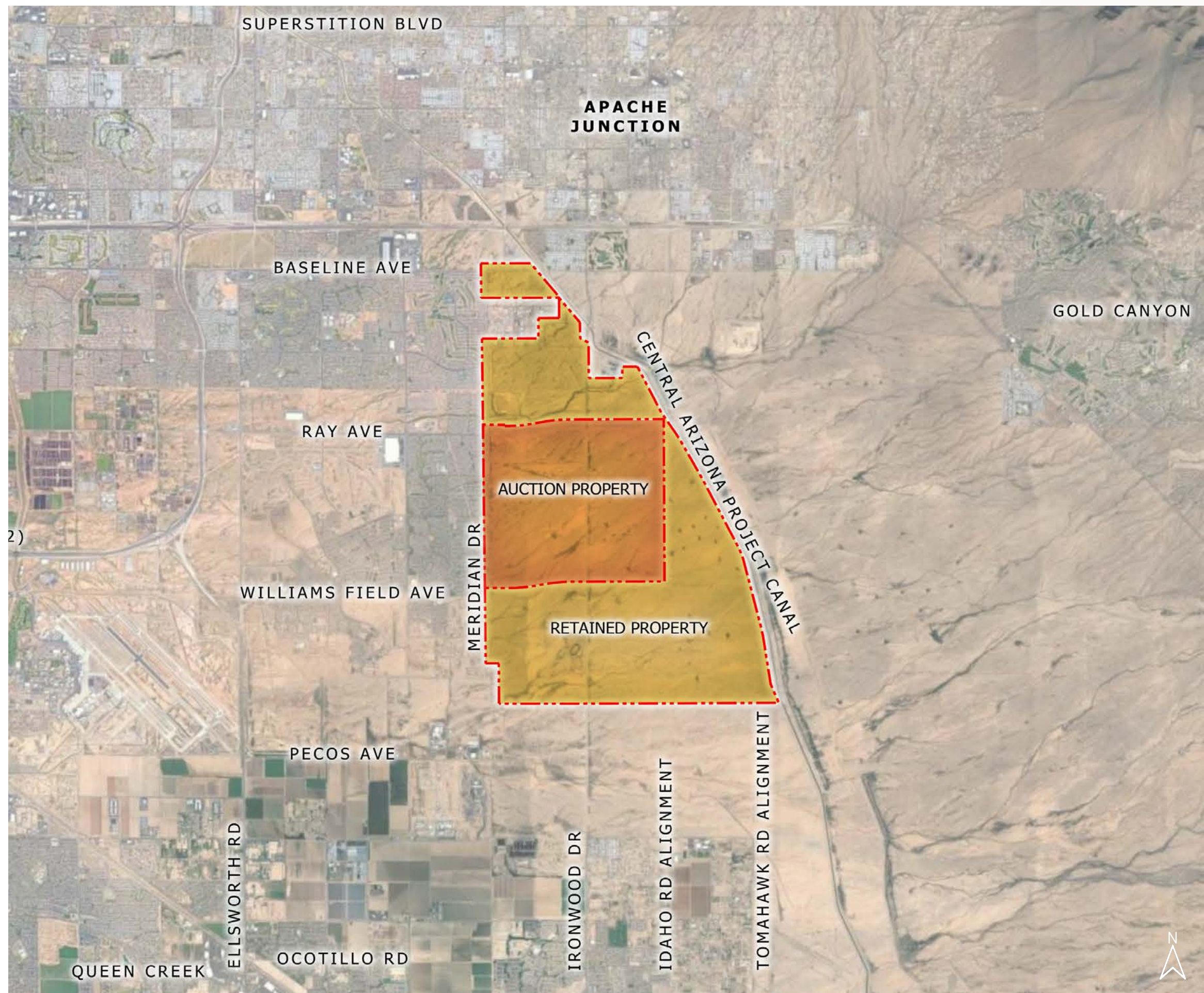


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RETAINED PROPERTY

• 5,307 acres





DEVELOPER OBLIGATION FOR ENTITLEMENTS

- The Participation Contract with the State Land Department requires DR Horton to apply for and use commercially reasonable efforts to obtain all entitlements for the Auction Property and the Retained Property
- The requested entitlements must be consistent with the Master Plans included in the auction
- Entitlements include:
 - Pre-Annexation Development Agreement(s)
 - Annexation
 - MPC Zoning
 - Formation of Community Facilities Districts

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DEVELOPMENT UNITS 1 AND 2

Development Unit 1

- DR Horton
- 1,374.68 acres

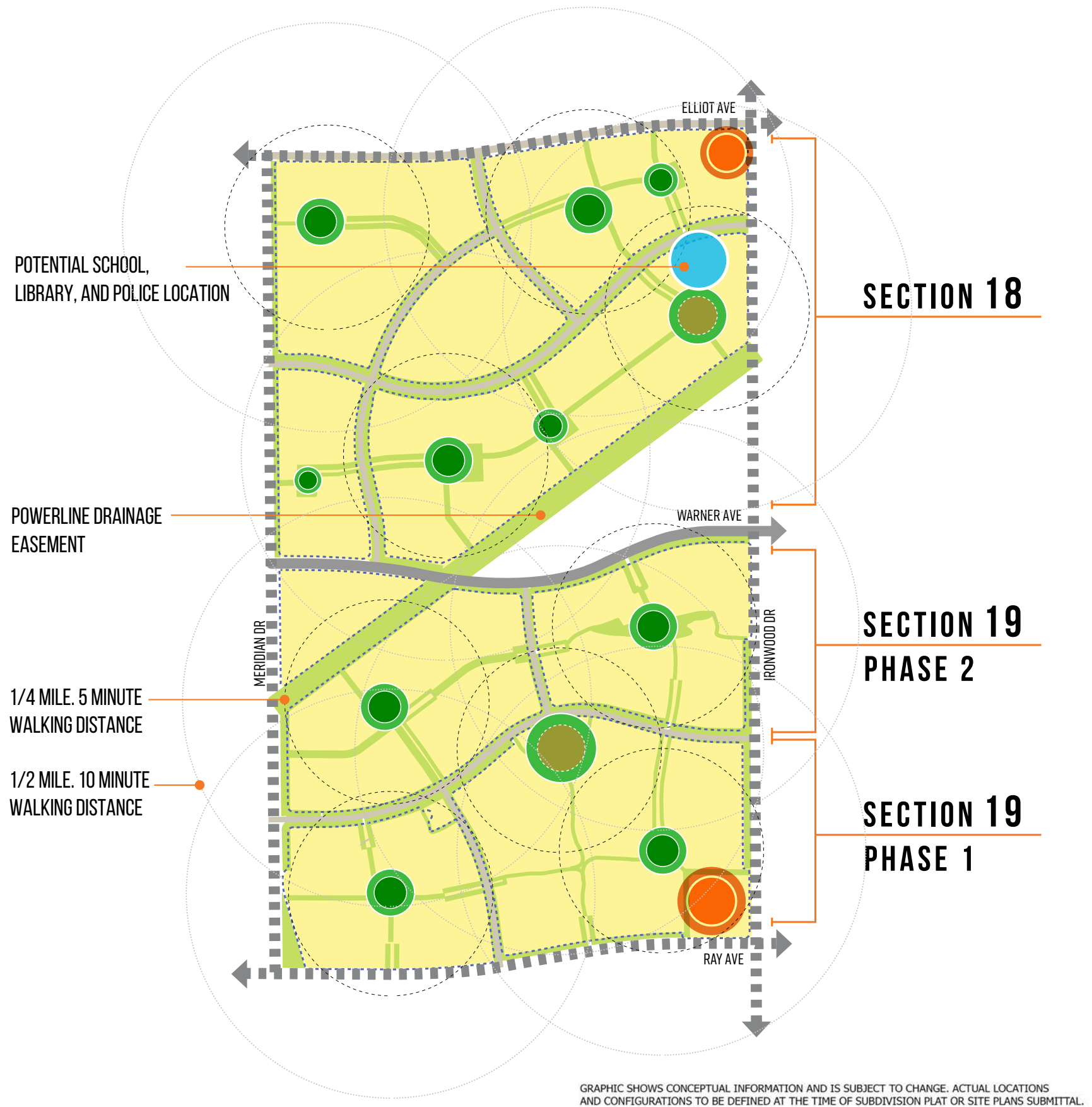
Development Unit 2

- Brookfield Residential
1,408.38 acres

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DEVELOPMENT UNIT 1 PLAN

- LEGEND
- DEVELOPMENT PARCELS
 - COMMERCIAL
 - PARKS
 - COMMUNITY PARKS
 - COMMUNITY / CIVIC
 - LINEAR PARKS & TRAILS
 - COLLECTOR ROADWAYS
 - ARTERIAL ROADWAYS

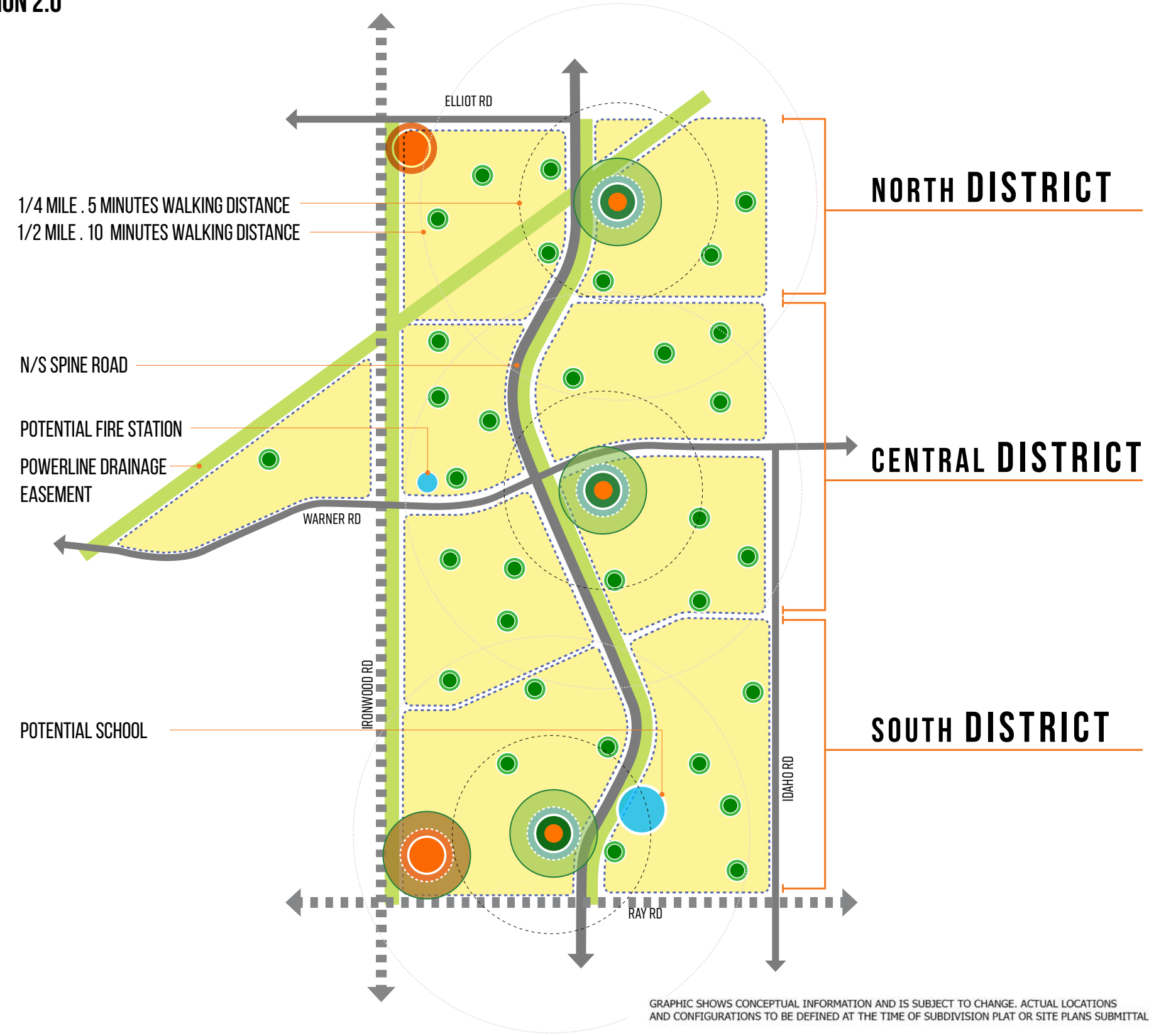


DEVELOPMENT UNIT 1



THE CHASSIS PLAN VERSION 2.0

- LEGEND
- DEVELOPMENT PARCELS
 - DISTRICT PARK
 - MIXED USE
 - COMMERCIAL
 - NEIGHBORHOOD PARK
 - COMMUNITY / CIVIC
 - LINEAR PARKS & TRAILS
 - COLLECTOR ROADWAYS
 - ARTERIAL ROADWAYS



DEVELOPMENT
UNIT 2



Land Use Budget			
Description	Development Unit 1	Development Unit 2	Auction Property Total
Gross Acreage	1,375 AC.	1,408 AC.	2,783 AC.
Minimum Required Open Space (15%)	206 AC.	211 AC.	417 AC.
Units	5,470 D.U.	5,470 D.U.	10,940 D.U. ¹
Maximum Density Transfer In (30%)	1,640 D.U.	1,640 D.U.	
Units With Maximum Transfer In	7,110 D.U.	7,110 D.U.	
Maximum Density Transfer Out (30%)	1,640 D.U.	1,640 D.U.	
Units With Maximum Transfer Out	3,830 D.U.	3,830 D.U.	
Non-Residential Gross Floor Area	221,700 S.F.	221,700 S.F.	443,400 S.F. ²
Non-Residential Gross Floor Area Ratio	0.25	0.25	0.25
Maximum Non-Residential Gross Floor Area Transfer In	66,500 S.F.	66,500 S.F.	
Non-Residential Gross Floor Area With Maximum Transfer In	288,200 S.F.	288,200 S.F.	
Maximum Non-Residential Gross Floor Area Transfer Out	66,500 S.F.	66,500 S.F.	
Non-Residential Gross Floor Area With Maximum Transfer Out	155,200 S.F.	155,200 S.F.	
1. Maximum combined number of units allowed within Development Units 1 & 2			
2. Maximum combined non-residential gross floor area allowed within Development Units 1 & 2			

REGULATORY OVERVIEW

Regulatory Framework

Master Planned Community Plan

- Land Use Budget
- Development Units
- Permitted Uses
- Maintenance of Streets & Common Areas

Development Unit Plan






- Opportunities and Constraints Plan
- Open Space and Parks Framework Plan
- Path and Trail Framework Plan
- Landscape Framework Plan
- Lighting Plan
- Signage Plan
- Walls

Development Standards & Design Guidelines

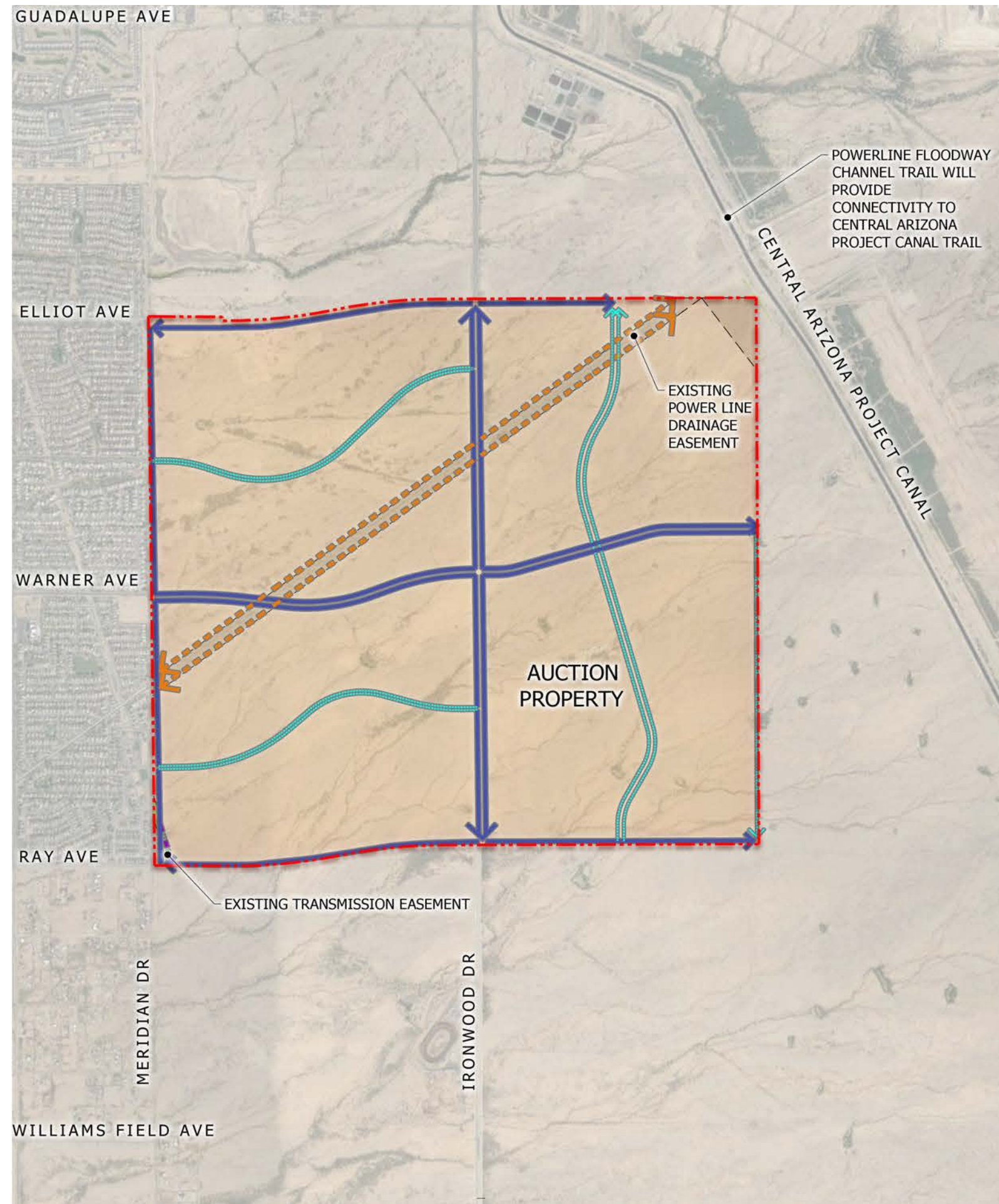
- Residential Development Standards
- Commercial Development Standards
- Site Planning
- Street Standards
- Architecture
- Open Space and Parks Guidelines
- Path and Trail Standards
- Landscape Standards
- Stormwater Drainage and Retention Standards
- Parking Standards
- Lighting Standards
- Sign Regulations

REGULATORY OVERVIEW

TRAILS

-  PRIMARY ROADWAY TRAIL
-  COLLECTOR ROAD TRAIL
-  POWERLINE FLOODWAY CHANNEL TRAIL
-  TRANSMISSION EASEMENT TRAIL
-  PROPERTY BOUNDARY

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TRAILS MASTER PLAN

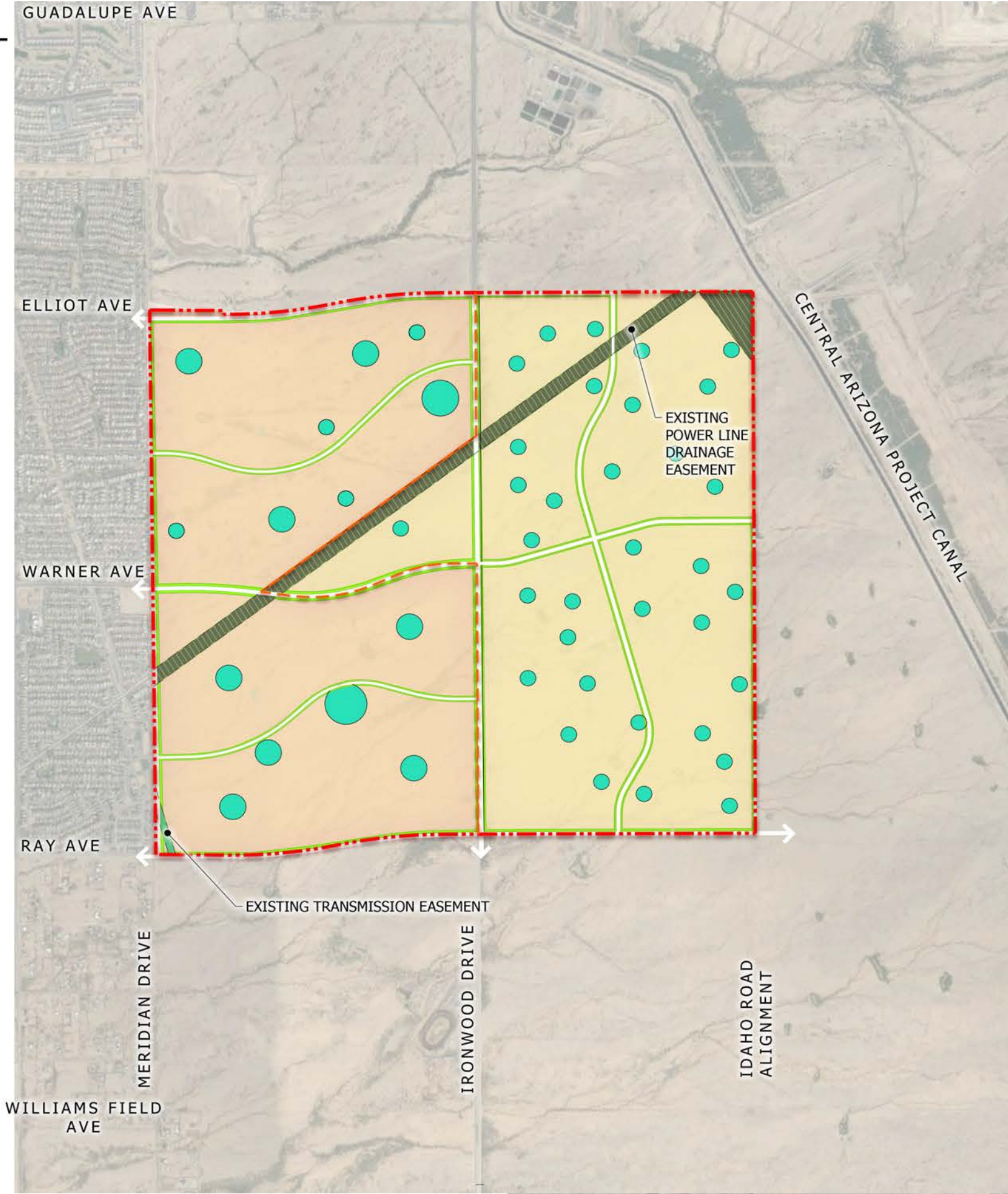


OPEN SPACE

- ROW/ LANDSCAPE SETBACK
- EXISTING TRANSMISSION EASEMENT
- EXISTING POWERLINE DRAINAGE EASEMENT
- PARKS
- PROPERTY BOUNDARY
- DEVELOPMENT UNIT BOUNDARY

DU1			
	TOTAL ACRES	MIN OPEN SPACE PERCENTAGE	MIN OPEN SPACE ACRES
RESIDENTIAL	±1315 AC.	15%	180.25 AC.
MULTI-FAMILY	± 20 AC.	15%	3 AC.
COMMERCIAL	± 20 AC.	5%	1 AC.
PARKS	± 20 AC.	100%	20 AC.
		TOTAL	204.25 AC.

DU2			
	TOTAL ACRES	MIN OPEN SPACE PERCENTAGE	MIN OPEN SPACE ACRES
RESIDENTIAL	± 1348 AC.	15%	185.20 AC.
MULTI-FAMILY	± 20 AC.	15%	3 AC.
COMMERCIAL	± 20 AC.	5%	1 AC.
PARKS	± 20 AC.	100%	20 AC.
		TOTAL	209.20 AC.



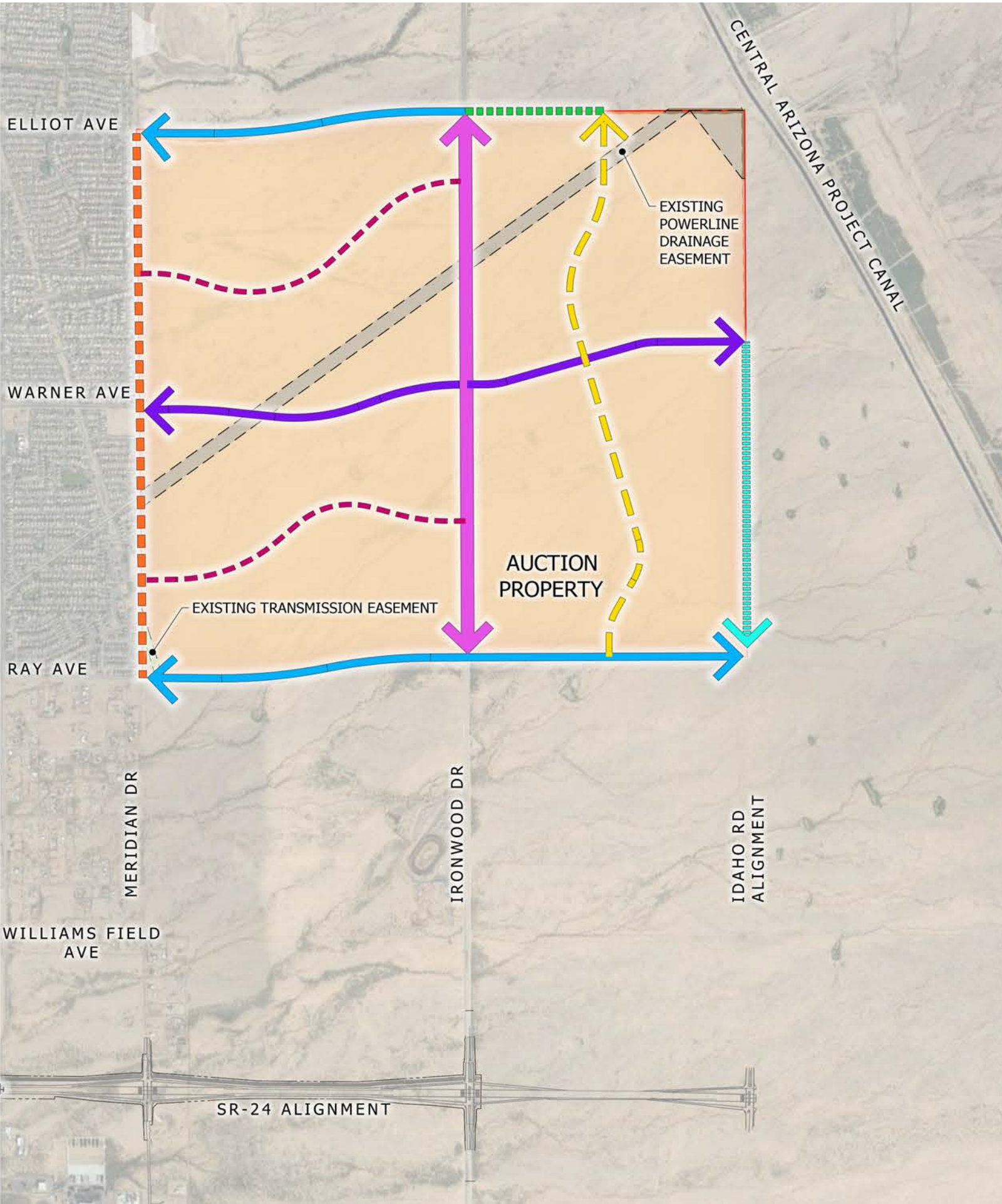
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OPEN SPACE MASTER PLAN



ROADWAY TYPES

- A 6 LANE ARTERIAL
- B 6 LANE ARTERIAL (HALF STREET)
- C 4 LANE ARTERIAL
- D 4 LANE ARTERIAL (HALF STREET)
- E 4 LANE ARTERIAL (EXISTING HALF STREET)
- F 64' MAJOR COLLECTOR (RAISED MEDIAN)
- G 81' MAJOR COLLECTOR (RAISED MEDIAN)
- H 55' MINOR COLLECTOR (RAISED MEDIAN)
- PROPERTY BOUNDARY



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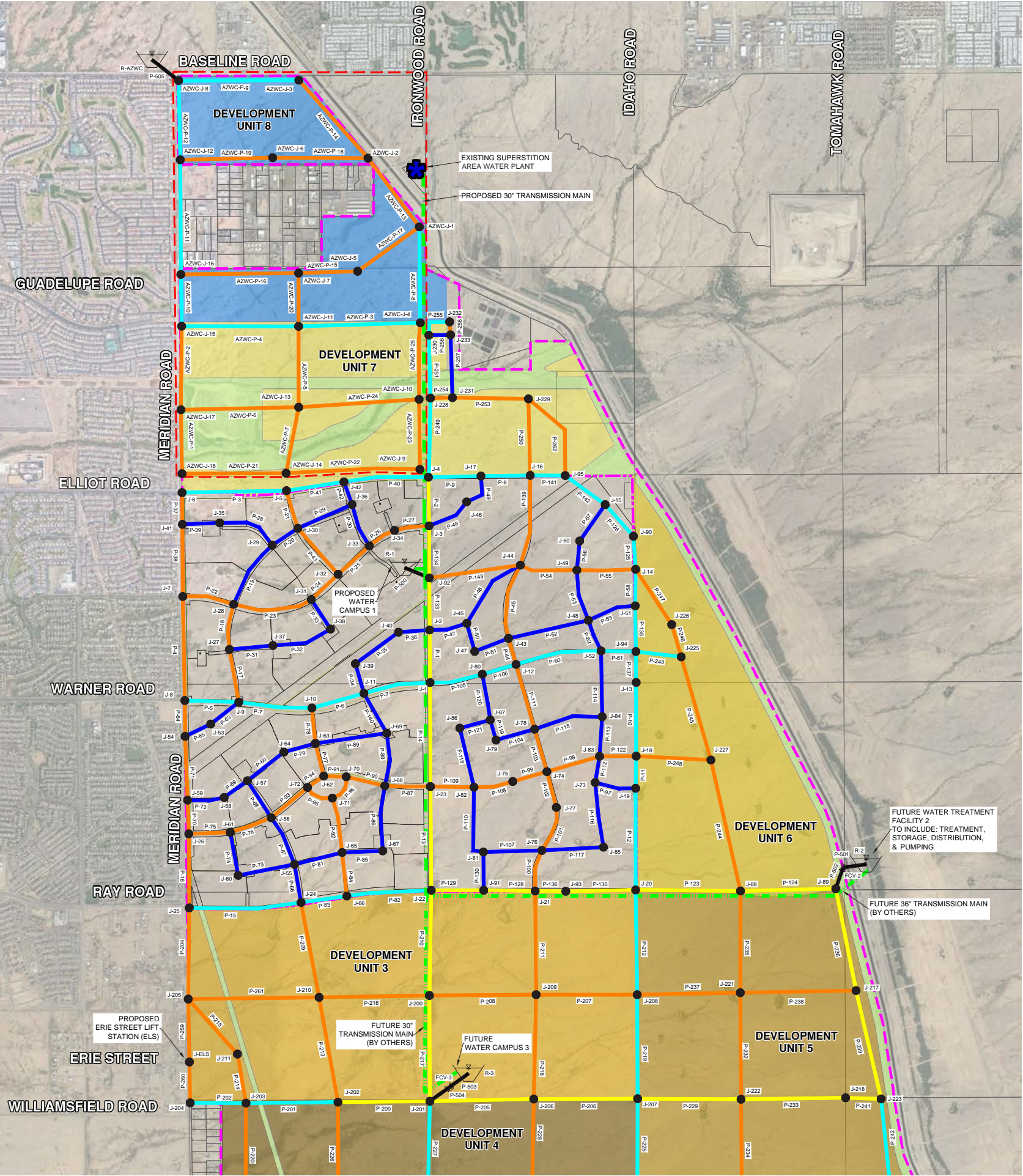
TRANSPORTATION FRAMEWORK PLAN



Legend

- Auction Property Boundary
- Site Boundary
- AZ Water Company
- Proposed Water Main
- Proposed Transmission Main
- Future Transmission Main (By Others)
- Existing Surface Water Treatment facility

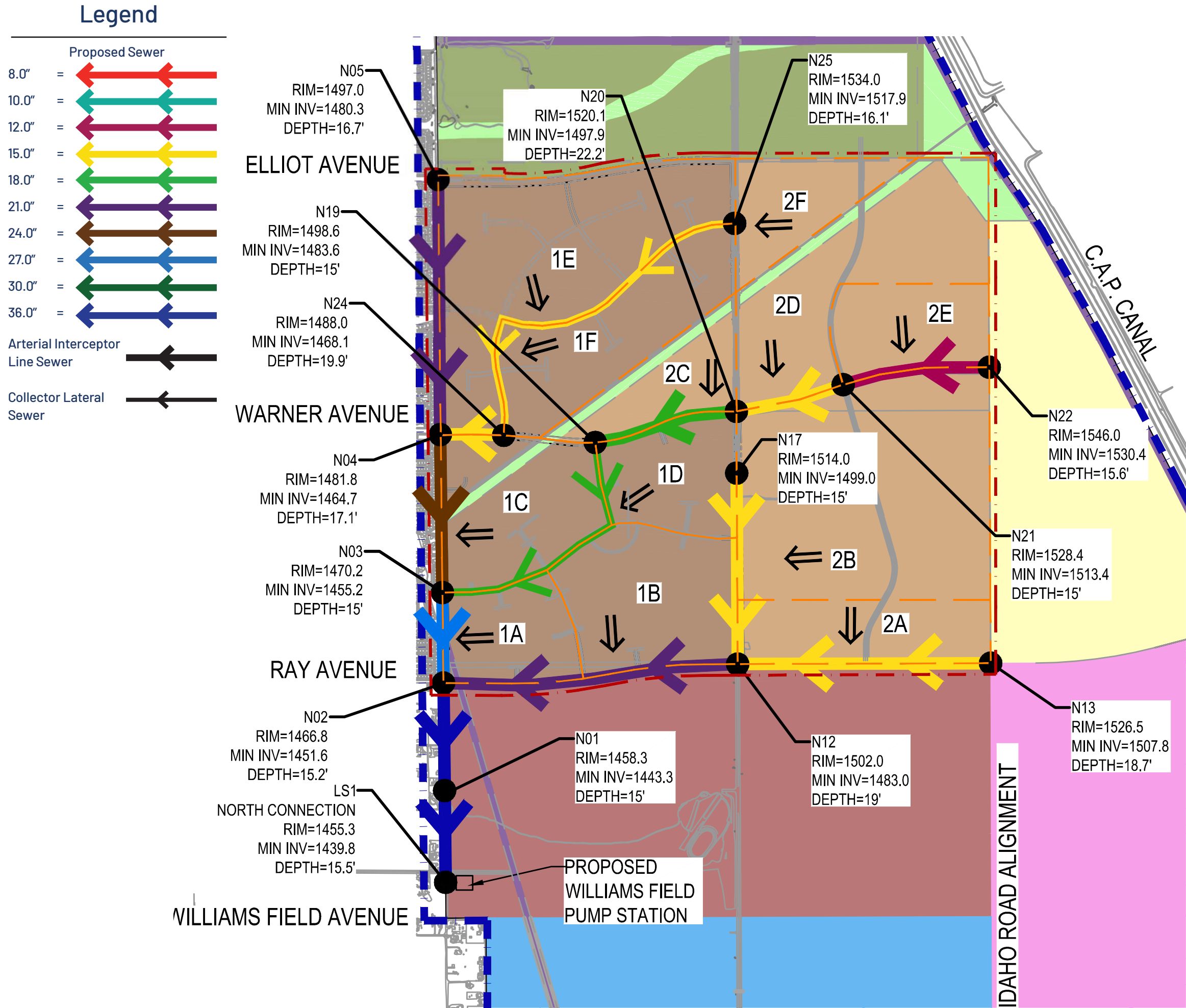
Pipe Diameter (IN)	
8.0	=
12.0	=
16.0	=
24.0	=



WATER
MASTER PLAN

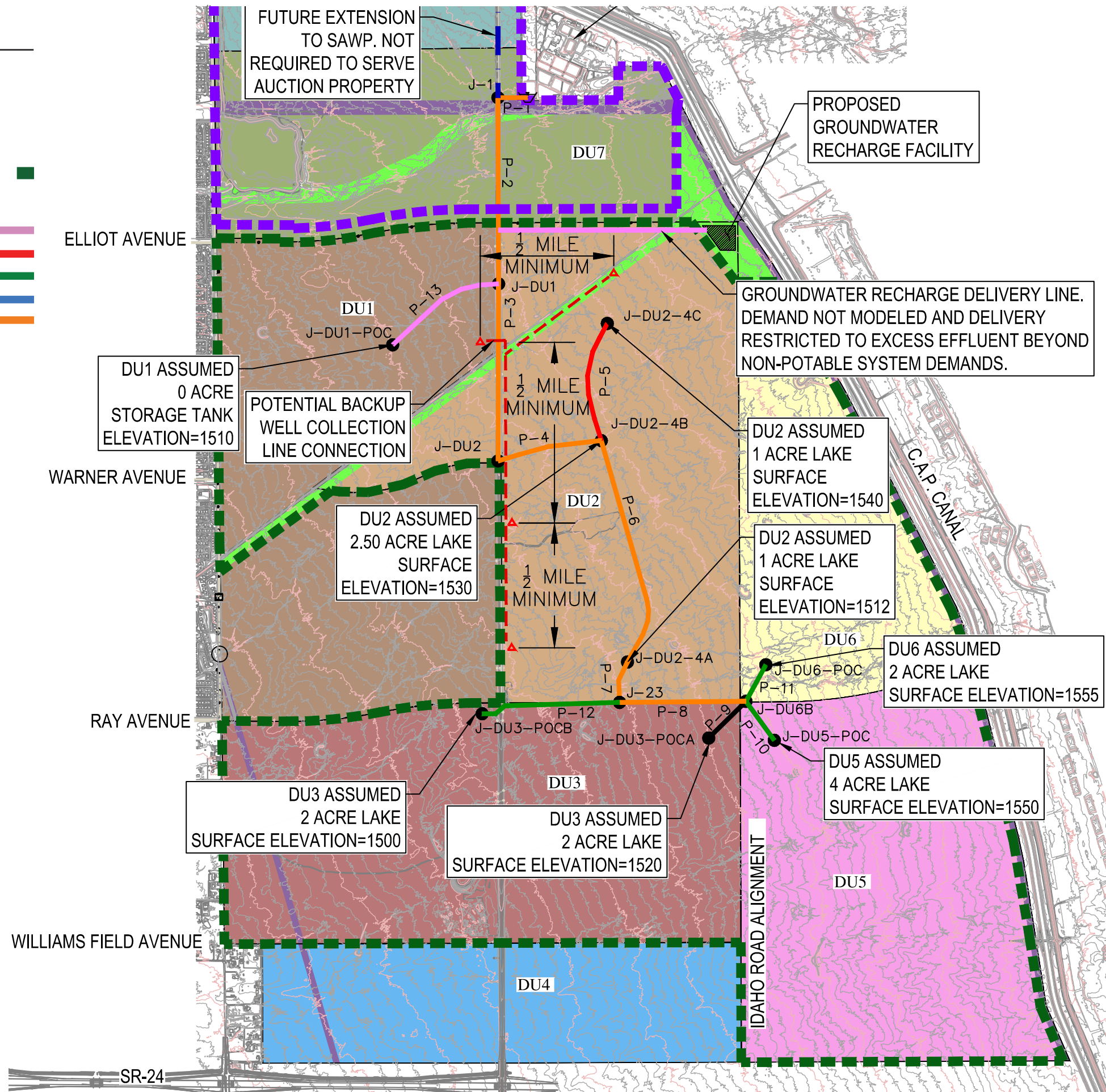


WASTEWATER MASTER PLAN



Legend

Proposed Pipe	P-XXX
Junction Node (Proposed)	J-XXX
Junction Node	●
Non-Potable Water Service Area	■ ■ ■
Planned	■ ■ ■
6" =	—
8" =	—
12" =	—
16" =	—
24" =	—

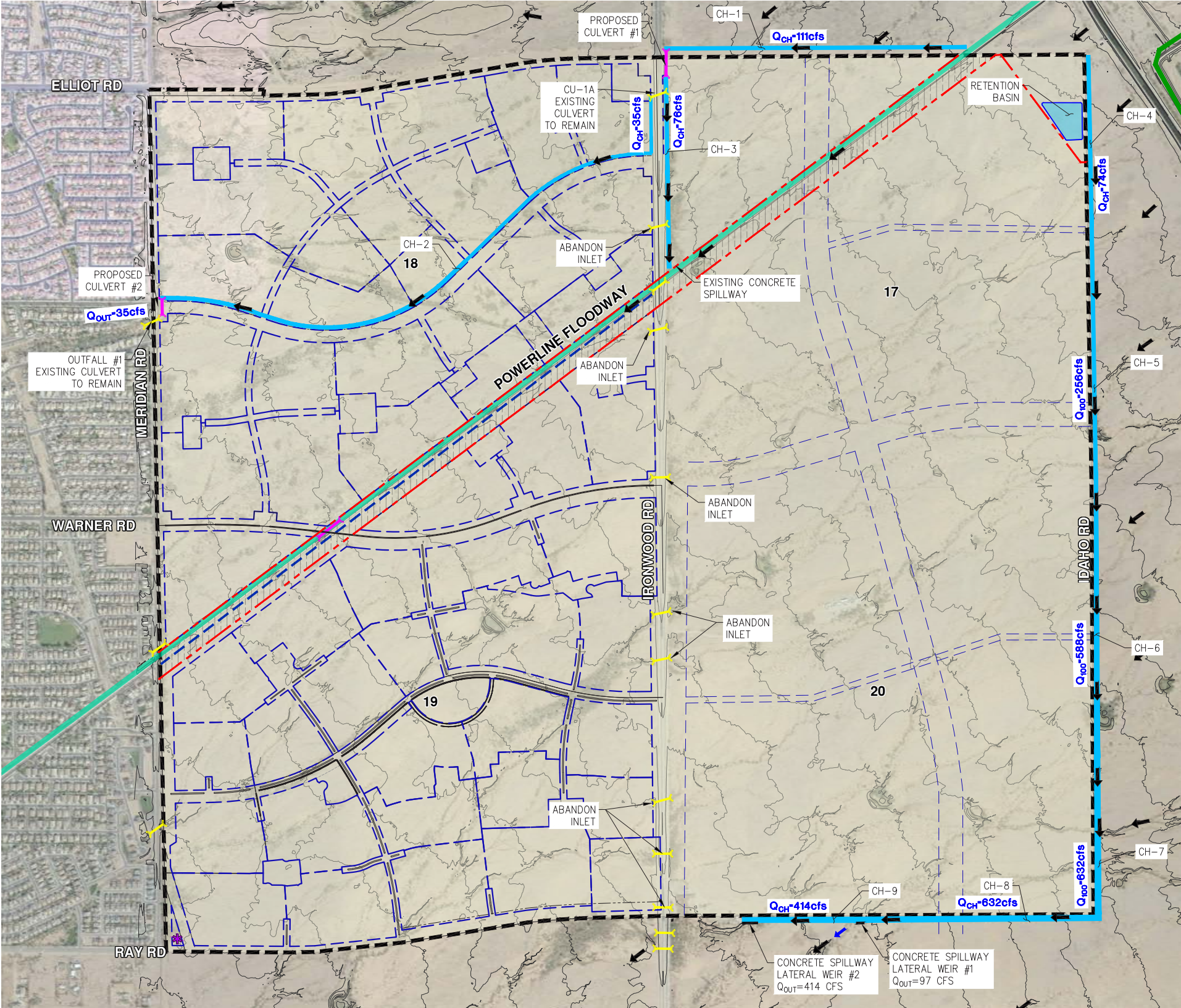


NON POTABLE WATER MASTER PLAN



Legend

- Auction Property
- Proposed Drainage Channel
- Existing Drainage Channel
- FCDMC Culvert
- Proposed Retention Basin
- Existing Culvert
- Proposed Culvert
- 100-Year Peak Flow within Channel
- 100-Year Peak Discharge
- Flow Arrow



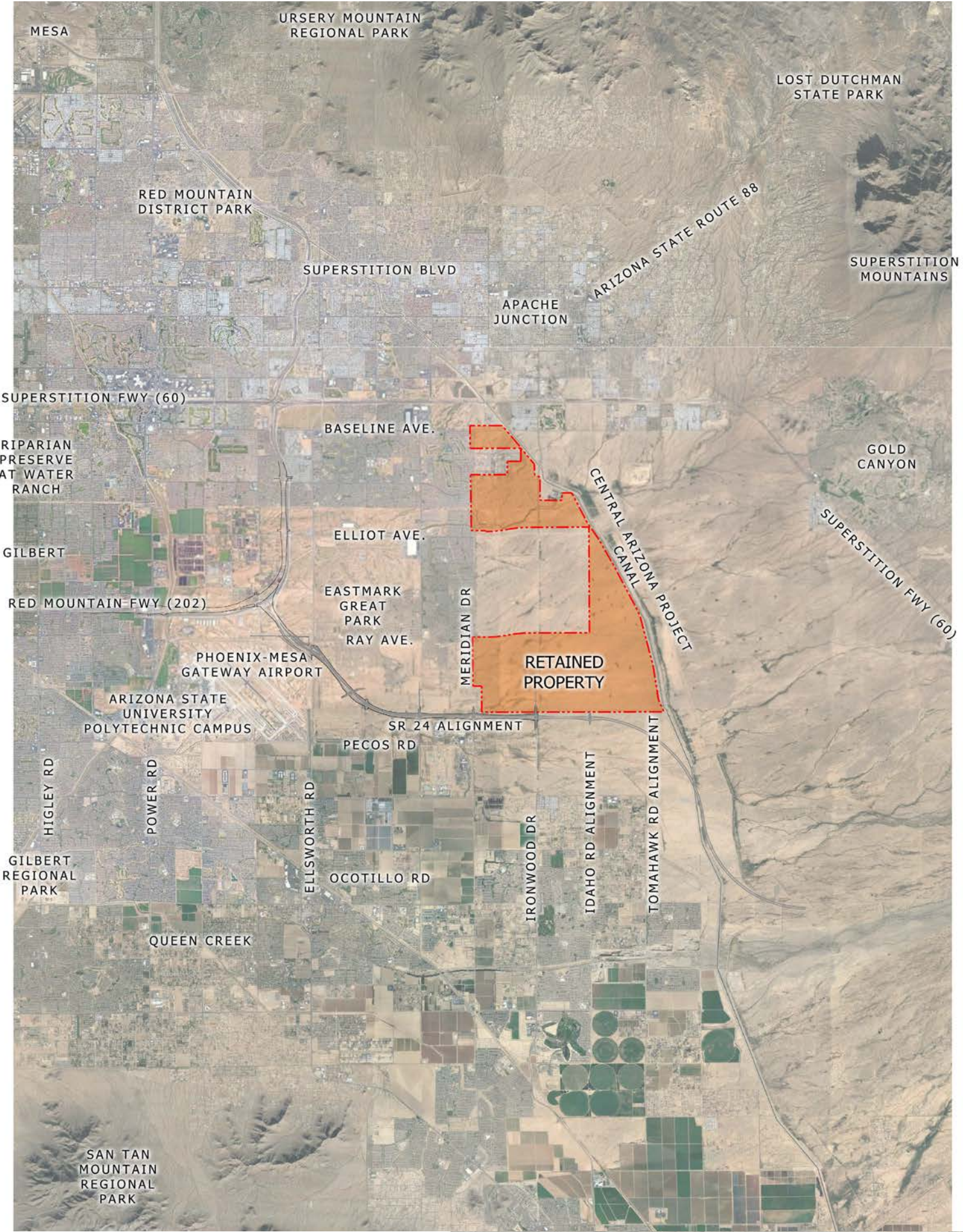
DRAINAGE
MASTER PLAN





RETAINED PROPERTY



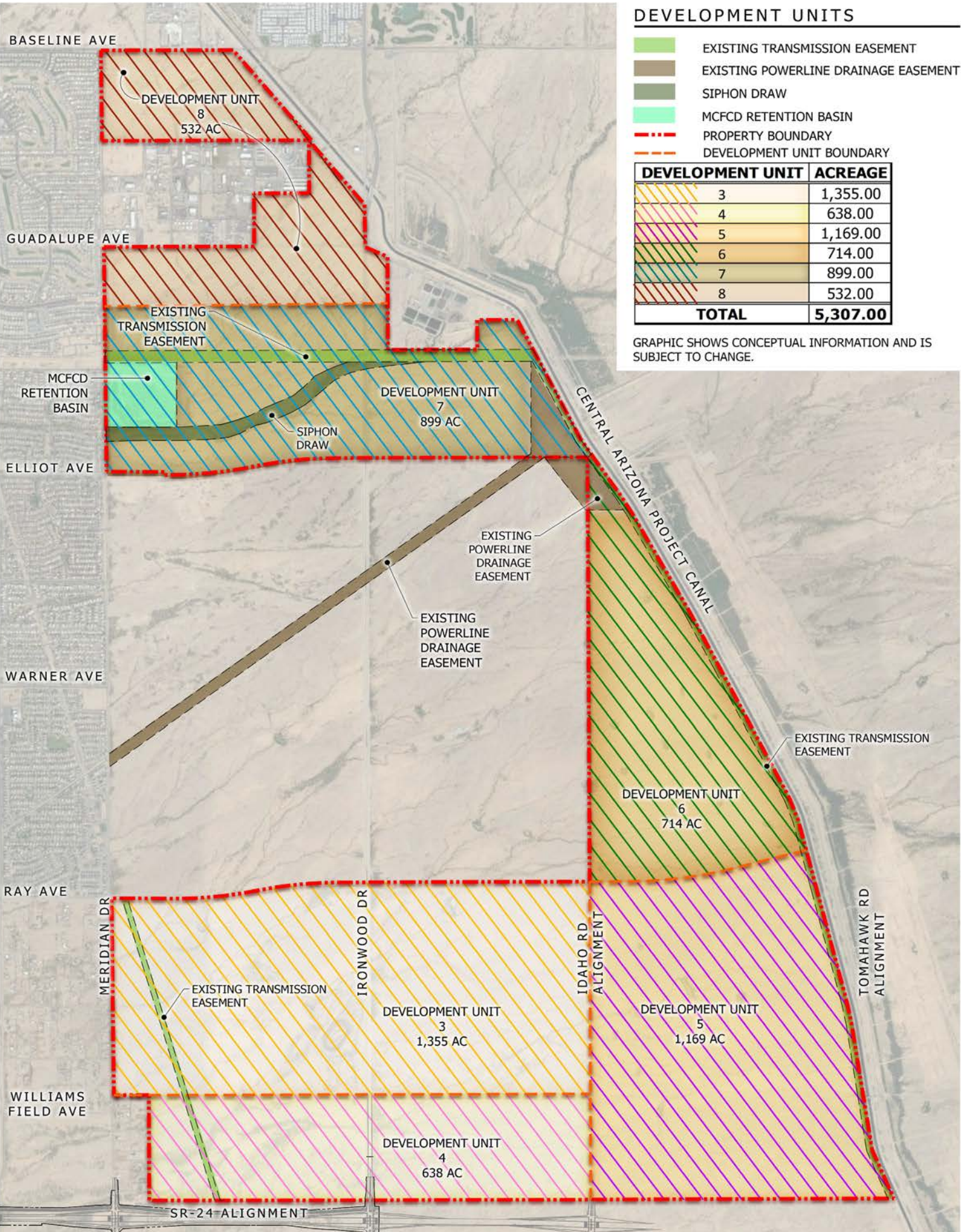


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RETAINED PROPERTY

- 5,307 acres

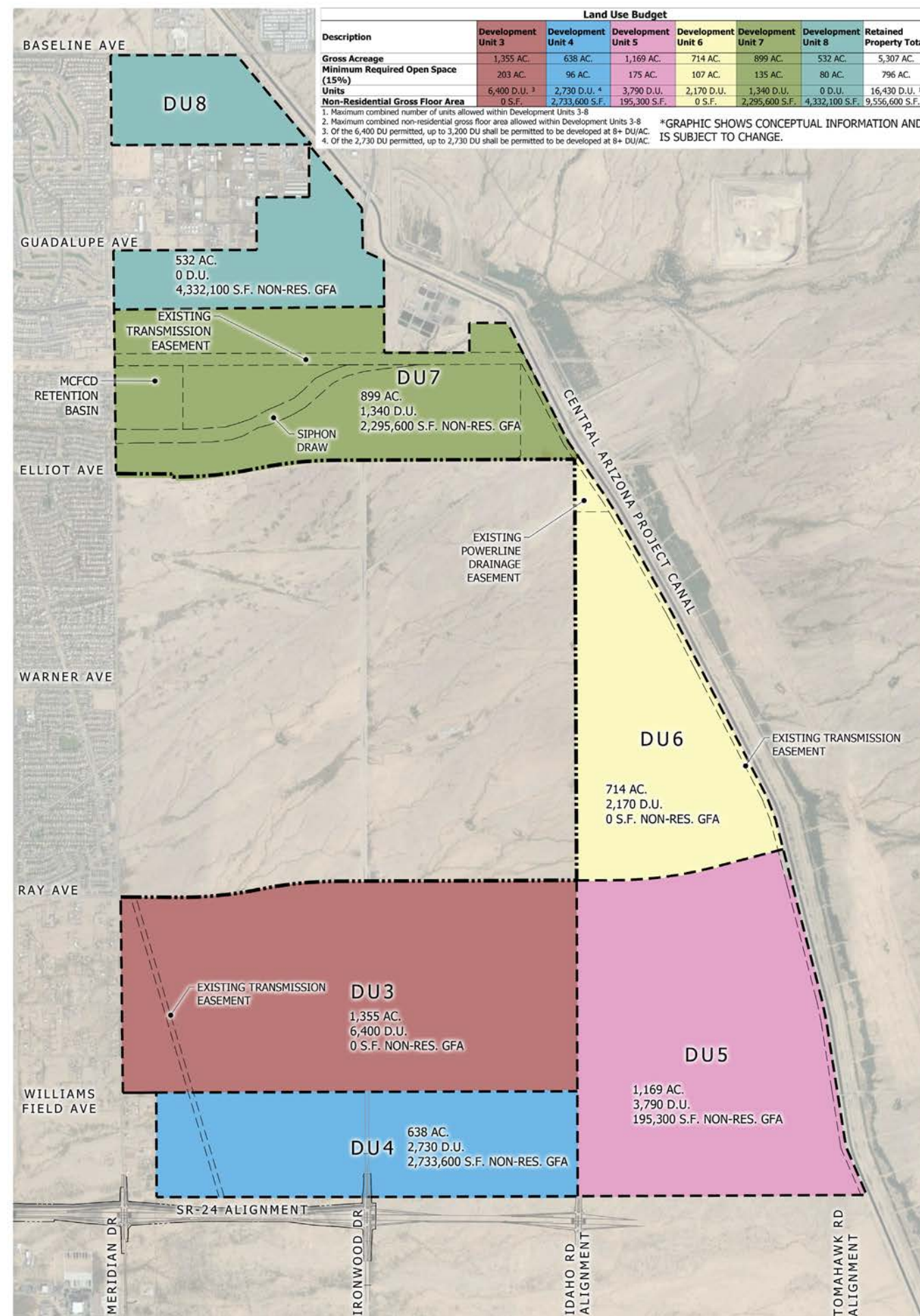




DEVELOPMENT UNIT PLAN

Land Use Budget							
Description	Development Unit 3	Development Unit 4	Development Unit 5	Development Unit 6	Development Unit 7	Development Unit 8	Retained Property Total
Gross Acreage	1,355 AC.	638 AC.	1,169 AC.	714 AC.	899 AC.	532 AC.	5,307 AC.
Minimum Required Open Space (15%)	203 AC.	96 AC.	175 AC.	107 AC.	135 AC.	80 AC.	796 AC.
Units	6,400 D.U. ³	2,730 D.U. ⁴	3,790 D.U.	2,170 D.U.	1,340 D.U.	0 D.U.	16,430 D.U. ¹
Maximum Density Transfer In (30%)	1,920 D.U.	820 D.U.	1,140 D.U.	650 D.U.	400 D.U.	810 D.U.	
Units With Maximum Transfer In	8,320 D.U.	3,550 D.U.	4,930 D.U.	2,820 D.U.	1,740 D.U.	810 D.U.	
Maximum Density Transfer Out (30%)	1,920 D.U.	820 D.U.	1,140 D.U.	650 D.U.	400 D.U.	0 D.U.	
Units With Maximum Transfer Out	4,480 D.U.	1,910 D.U.	2,650 D.U.	1,520 D.U.	940 D.U.	0 D.U.	
Non-Residential Gross Floor Area	0 S.F.	2,733,600 S.F.	195,300 S.F.	0 S.F.	2,295,600 S.F.	4,332,100 S.F.	9,556,600 S.F. ²
Maximum Non-Residential Gross Floor Area Transfer In	217,800 S.F.	790,100 S.F.	58,600 S.F.	54,450 S.F.	688,700 S.F.	1,299,600 S.F.	
Non-Residential Gross Floor Area With Maximum Transfer In	217,800 S.F.	3,523,700 S.F.	253,900 S.F.	54,450 S.F.	2,984,300 S.F.	5,631,700 S.F.	
Maximum Non-Residential Gross Floor Area Transfer Out	0 S.F.	790,100 S.F.	58,600 S.F.	54,450 S.F.	688,700 S.F.	1,299,600 S.F.	
Non-Residential Gross Floor Area With Maximum Transfer Out	0 S.F.	1,943,500 S.F.	136,700 S.F.	0 S.F.	1,606,900 S.F.	3,032,500 S.F.	
1. Maximum combined number of units allowed within Development Units 3-8							
2. Maximum combined non-residential gross floor area allowed within Development Units 3-8							
3. Of the 6,400 DU permitted, up to 3,200 DU shall be permitted to be developed at 8+ DU/AC.							
4. Of the 2,730 DU permitted, up to 2,730 DU shall be permitted to be developed at 8+ DU/AC.							

REGULATORY OVERVIEW



REGULATORY OVERVIEW

Regulatory Framework

Master Planned Community Plan

- Land Use Budget
- Development Units
- Permitted Uses
- Maintenance of Streets & Common Areas

Development Unit Plan

- Opportunities and Constraints Plan
- Transportation Framework Plan
- Drainage Plan
- Water Plan
- Wastewater Plan
- Non-Potable Water Plan
- Non-Residential Intensity Plan
- Open Space and Parks Framework Plan
- Path and Trail Framework Plan
- Landscape Framework Plan
- Lighting Plan
- Signage Plan
- Walls

Development Standards & Design Guidelines

- Residential Development Standards
- Commercial Development Standards
- Site Planning
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- Wall Standards
- Stormwater Drainage and Retention Standards
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- Lighting Standards
- Sign Regulations

DEVELOPMENT UNIT PLANNING FRAMEWORK



BUILDING TECHNOLOGIES



WATER CONSERVATION



CONSERVE ENERGY

SUSTAINABILITY



TRANSPORTATION



SUSTAINABLE PLACEMAKING



REDUCE WASTE

- Energy Star rated products
- Smart/programmable systems
- Low-flow and water wise fixtures

BUILDING TECHNOLOGIES

- Smart water controllers and irrigation systems
- Low water use landscapes
- Limit turf areas to common areas or active lawns

WATER CONSERVATION

- Use low energy alternatives when practical
- LED lighting
- Energy Star rated products
- Encourage enrollment in energy efficiency programs offered by Southwest Gas and SRP

CONSERVE ENERGY

SUSTAINABILITY

- Bike and pedestrian friendly street design
- Provide connected routes to community amenities
- Include home options for electric vehicles

TRANSPORTATION

- Incorporating open space into neighborhood design
- Pedestrian and cycling environment, strong wayfinding elements
- Destination accessibility - walkable routes with destinations
- Abundance of shade

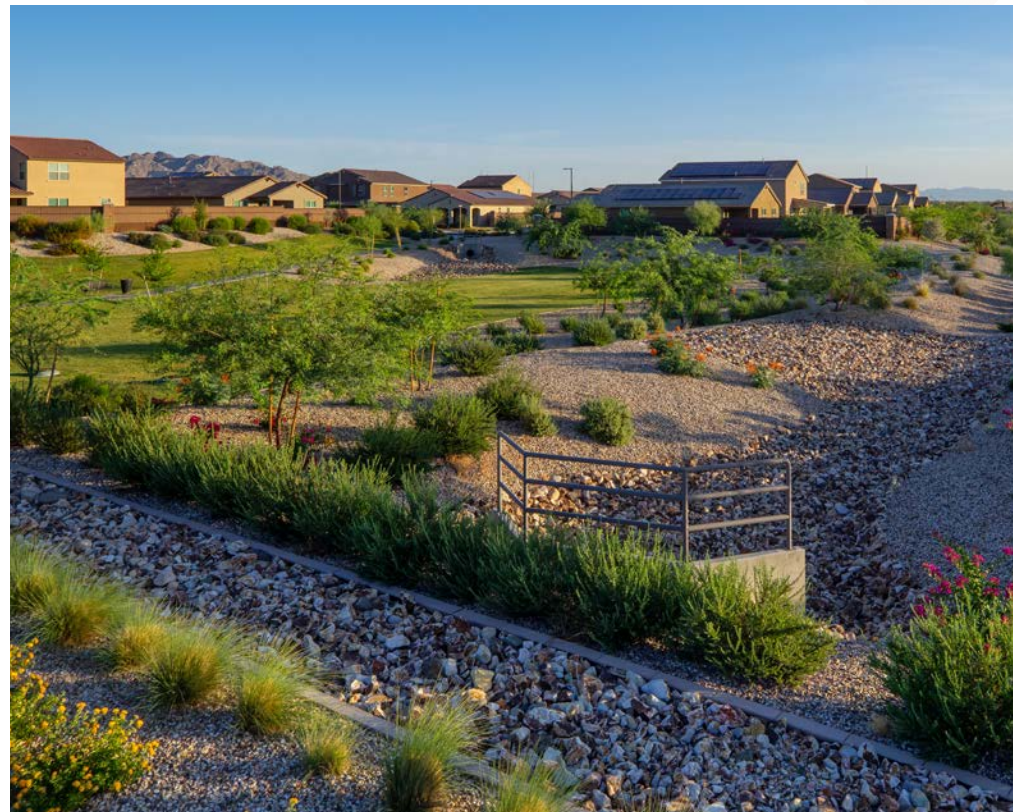
SUSTAINABLE PLACEMAKING

- Reduce construction waste
- Provide infrastructure to facilitate recycling

REDUCE WASTE



Open Space Character





Park Character