

Unofficial Document

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AFFIDAVIT OF PROPERTY VALUE

1. ASSESSOR'S PARCEL IDENTIFICATION NUMBER(S)

Primary Parcel: 118 - 43 - 148 A -
BOOK MAP PARCEL SPLIT

Does this sale include any parcels that are being split / divided?

Check one: Yes No

How many parcels, other than the Primary Parcel, are included in this sale? 0

Please list the additional parcels below (attach list if necessary):

(1) _____ (3) _____
(2) _____ (4) _____

2. SELLER'S NAME AND ADDRESS:

c/o Murphy Karber Cordier PLC
2828 N. Central Avenue, Suite 1111
Phoenix, Arizona 85004

3. (a) BUYER'S NAME AND ADDRESS:

2828 North Central Partners LLC
2 Park Plaza, Suite 800
Irvine, California 92614

(b) Are the Buyer and Seller related? Yes No

If Yes, state relationship:

4. ADDRESS OF PROPERTY:

2828 North Central Avenue
Phoenix, Arizona 85004

5. (a) MAIL TAX BILL TO: (Taxes due even if no bill received)

same as 3(a) above

(b) Next tax payment due 10/01/15

6. PROPERTY TYPE (for Primary Parcel): NOTE: Check Only One Box

- a. Vacant Land f. Commercial or Industrial Use
b. Single Family Residence g. Agricultural
c. Condo or Townhouse h. Mobile or Manufactured Home
d. 2-4 Plex i. Other Use; Specify: _____
e. Apartment Building

7. RESIDENTIAL BUYER'S USE: If you checked b, c, d or h in Item 6 above, please check one of the following:

- a. To be used as a primary residence.
b. To be rented to someone other than a "qualified family member."
c. To be used as a non-primary or secondary residence.

See reverse side for definition of a "primary residence, secondary residence" and "family member."

8. If you checked e or f in Item 6 above, indicate the number of units: _____
For Apartments, Motels / Hotels, Mobile Home / RV Parks, etc.

THE UNDERSIGNED BEING DULY SWORN, ON OATH, SAYS THAT THE FOREGOING INFORMATION IS A TRUE AND CORRECT STATEMENT OF THE FACTS PERTAINING TO THE TRANSFER OF THE ABOVE DESCRIBED PROPERTY.

SIGNATURE PAGE ATTACHED

Signature of Seller / Agent

State of _____, County of _____

Subscribed and sworn to before me on this _____ day of _____ 20__

Notary Public _____

Notary Expiration Date _____

DOR FORM 82162 (04/2014)

9. TYPE OF DEED OR INSTRUMENT (Check Only One Box):

- a. Warranty Deed d. Contract or Agreement
b. Special Warranty Deed e. Quit Claim Deed
c. Joint Tenancy Deed f. Other:

10. SALE PRICE: \$ 9,871,500 00

11. DATE OF SALE (Numeric Digits): 05/15
Month / Year

12. DOWN PAYMENT \$ 0 00

13. METHOD OF FINANCING:

- a. Cash (100% of Sale Price) e. New loan(s) from financial institution:
b. Barter or trade (1) Conventional
c. Assumption of existing loan(s) (2) VA
(3) FHA
d. Seller Loan (Carryback) f. Other financing; Specify: _____

14. PERSONAL PROPERTY (see reverse side for definition):

- (a) Did the Sale Price in Item 10 include Personal Property that impacted the Sale Price by 5 percent or more? Yes No
(b) If Yes, provide the dollar amount of the Personal Property:

\$ 00 AND

briefly describe the Personal Property: N/A

15. PARTIAL INTEREST: If only a partial ownership interest is being sold, briefly describe the partial interest: N/A

16. SOLAR / ENERGY EFFICIENT COMPONENTS:

- (a) Did the Sale Price in Item 10 include solar energy devices, energy efficient building components, renewable energy equipment or combined heat and power systems that impacted the Sale Price by 5 percent or more? Yes No

If Yes, briefly describe the solar / energy efficient components: N/A

17. PARTY COMPLETING AFFIDAVIT (Name, Address, Phone Number):

First American Title Insurance 213-271-1725
777 South Figueroa Street, 4th Floor
Los Angeles, CA 90017

18. LEGAL DESCRIPTION (attach copy if necessary):

SEE ATTACHED EXHIBIT A

SIGNATURE PAGE ATTACHED

Signature of Buyer / Agent

State of _____, County of _____

Subscribed and sworn to before me on this _____ day of _____ 20__

Notary Public _____

Notary Expiration Date _____

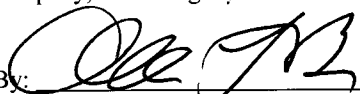
**SIGNATURE PAGE OF BUYER TO
AFFIDAVIT OF PROPERTY VALUE**

**FIRST AMERICAN TITLE INSURANCE COMPANY;
ESCROW NO. NCS-726898-ONTI**

BUYER:

**2828 North Central Partners LLC,
a Delaware limited liability company**

By: Hamlin Holdings, LLC, a Delaware limited liability
company, its Manager,

By: 
Allen L. Boerner, Manager

STATE OF CALIFORNIA)
) ss.
COUNTY OF _____)

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The foregoing instrument was acknowledged before me this ____ day of August, 2015, by Allen L. Boerner, the
Manager of Hamlin Holdings, LLC, a Delaware limited liability company, the Manager of 2828 NORTH CENTRAL
PARTNERS LLC, a Delaware limited liability company.

WITNESS my hand and official seal.

Notary Public

See attached

My commission expires:

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California)
County of Orange)
On August 20, 2015 before me, S. Frey, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared Allen L. Boerner
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.



Witness my hand and official seal.
Signature [Handwritten Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Affidavit of Property Value Document Date: _____
Number of Pages: _____ Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____
Signer Is Representing: _____

Signer's Name: _____
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Individual Attorney in Fact
 Trustee Guardian or Conservator
 Other: _____
Signer Is Representing: _____

**SIGNATURE PAGE OF SELLER TO
AFFIDAVIT OF PROPERTY VALUE**

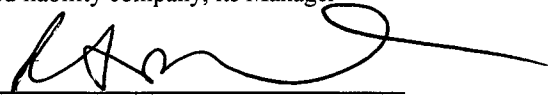
**FIRST AMERICAN TITLE INSURANCE COMPANY;
ESCROW NO. NCS-726898-ONT1**

SELLER:

One Thomas Building, LLC,
an Arizona limited liability company

By: 2828 Manager, LLC, an Arizona limited
liability company, its Manager

By: Phoenix Enterprises, LLC, an Arizona
limited liability company, its Manager

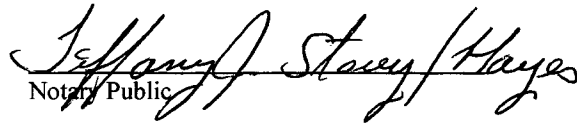
By: 
Robert M. Karber, its Managing Member

Unofficial Document

STATE OF ARIZONA)
) ss.
COUNTY OF MARICOPA)

The foregoing instrument was acknowledged before me this 19th day of August, 2015, by Robert M. Karber, the Managing Member of Phoenix Enterprises, LLC, an Arizona limited liability company, the Manager of 2828 Manager, LLC, an Arizona limited liability company, the Manager of ONE THOMAS BUILDING, LLC, an Arizona limited liability company.

WITNESS my hand and official seal.


Notary Public

My commission expires:

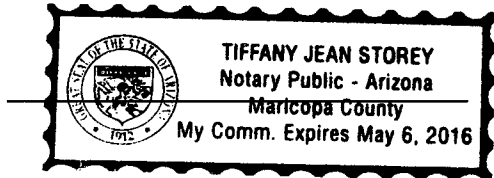


Exhibit "A" to Affidavit of Property Value
Legal Description

THAT PORTION OF LOTS 15, 16, 20, 21, 22, 23 AND 24 AND THE ABANDONED ALLEYS LYING ADJACENT TO SAID LOTS, ALL IN BLOCK 3, OF WELLINGTON PLACE, ACCORDING TO THE PLAT OF RECORD IN THE OFFICE OF THE COUNTY RECORDER OF MARICOPA COUNTY, ARIZONA, RECORDED AS BOOK 11 OF MAPS, PAGE 6, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTH QUARTER CORNER OF SECTION 32, TOWNSHIP 2 NORTH, RANGE 3 EAST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MARICOPA COUNTY, ARIZONA;

THENCE SOUTH (ASSUMED) ALONG THE EAST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 32, A DISTANCE OF 169.99 FEET TO THE EASTERLY PROLONGATION OF THE SOUTH LINE OF LOT 20 OF SAID SUBDIVISION;

THENCE NORTH 89 DEGREES 23 MINUTES 56 SECONDS WEST ALONG SAID SOUTH LINE AND ITS EASTERLY PROLONGATION, 60.00 FEET TO THE POINT OF BEGINNING;

THENCE CONTINUING NORTH 89 DEGREES 23 MINUTES 56 SECONDS WEST ALONG SAID SOUTH LINE AND ITS WESTERLY PROLONGATION, 142.55 FEET TO THE INTERSECTION OF THE CENTERLINES OF THE ABANDONED EAST-WEST ALLEY AND THE ABANDONED NORTH-SOUTH ALLEY, AS SHOWN ON THE PLAT OF SAID SUBDIVISION;

THENCE NORTH 89 DEGREES 23 MINUTES 49 SECONDS WEST ALONG THE CENTERLINE OF SAID ABANDONED EAST-WEST ALLEY, 74.02 FEET TO THE NORTHERLY PROLONGATION OF THE EAST LINE OF LOT 16 OF SAID SUBDIVISION;

THENCE SOUTH 00 DEGREES 02 MINUTES 04 SECONDS EAST ALONG SAID EASTERLY LINE AND ITS NORTHERLY PROLONGATION, 134.00 FEET TO THE SOUTHEAST CORNER OF SAID LOT 16;

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THENCE NORTH 89 DEGREES 23 MINUTES 57 SECONDS WEST ALONG THE SOUTH LINE OF SAID LOT 16, A DISTANCE OF 58.02 FEET;

THENCE NORTH 44 DEGREES 43 MINUTES 03 SECONDS WEST, 17.06 FEET TO THE EAST LINE OF THE WEST 60.00 FEET OF LOT 15 OF SAID SUBDIVISION;

THENCE NORTH 00 DEGREES 02 MINUTES 10 SECONDS WEST ALONG SAID EAST LINE AND ITS NORTHERLY PROLONGATION AND ALONG THE EAST LINE OF THE WEST 60 FEET OF LOT 24 OF SAID SUBDIVISION, 239.43 FEET;

THENCE NORTH 48 DEGREES 28 MINUTES 44 SECONDS EAST, 16.02 FEET;

THENCE SOUTH 83 DEGREES 00 MINUTES 23 SECONDS EAST, 108.32 FEET TO THE SOUTH LINE OF THE NORTH 54 FEET OF SAID NORTHWEST QUARTER;

THENCE SOUTH 89 DEGREES 22 MINUTES 01 SECONDS EAST ALONG SAID SOUTH LINE, 156.15 FEET;

THENCE SOUTH 44 DEGREES 41 MINUTES 01 SECONDS EAST, 29.86 FEET;

THENCE SOUTH 07 DEGREES 37 MINUTES 28 SECONDS WEST, 75.37 FEET TO THE WEST LINE OF THE EAST 10.00 FEET OF LOT 20 OF SAID SUBDIVISION;

THENCE SOUTH ALONG SAID WEST LINE, 20.21 FEET TO THE POINT OF BEGINNING.

EXCEPT THAT PORTION DESCRIBED IN THE FINAL ORDER OF CONDEMNATION RECORDED IN 2008-0467390, OF OFFICIAL RECORDS.

STATUTES AND EXEMPTIONS

A.R.S. §§ 11-1133 and 11-1137(B) require all buyers and sellers of real property or their agents to complete and attest to this Affidavit. Failure to do so constitutes a class 2 misdemeanor and is punishable by law.

The County Assessors and the Department of Revenue use data obtained from the affidavits to develop tables and schedules for the uniform valuation of properties based on fair market value. Data supplied for an individual property will not directly affect the assessment or taxes of that property.

A.R.S. § 11-1134 exempts certain transfers from completion of the Affidavit of Property Value and the \$2.00 filing fee. See the list of exemption codes below. If the transfer meets the criteria for an exemption, do not complete the Affidavit. Instead, please post the Statute Number and Exemption Code on the face of the Deed, in the area beneath the Legal Description. For example, if Exemption Code **B3** is applicable, the proper exemption notation would be A.R.S. 11-1134 **B3**.

Unless exempt, carefully complete the Affidavit, sign, notarize and submit it to the County Recorder.

LIST OF EXEMPTION CODES (A.R.S. § 11-1134)

- A1.** A deed that represents the payment in full or forfeiture of a recorded contract for the sale of real property.
- A2.** A lease or easement on real property, regardless of the length of the term.
- A3.** Sales to or from government: "A deed, patent or contract for the sale or transfer of real property in which an agency or representative of the United States, this state, a county, city or town of this state or any political subdivision of this state is the named grantor, and authorized seller, or purchaser."
- A4.** A quitclaim deed to quiet title as described in A.R.S. § 12-1103, subsection B.
- A5.** A conveyance of real property that is executed pursuant to a court order.
- A6.** A deed to an unpatented mining claim.
- A7.** A deed of gift.
- B1.** A transfer solely in order to provide or release security for a debt or obligation, including a trustee's deed pursuant to power of sale under a deed of trust.
- B2.** A transfer that confirms or corrects a deed that was previously recorded.
- B3.** A transfer of residential property between family members as defined below with only nominal actual consideration for the transfer.
- B4.** A transfer of title on a sale for delinquent taxes or assessments.
- B5.** A transfer of title on partition.
- B6.** A transfer of title pursuant to a merger of corporations.
- B7.** A transfer between related business entities for no Unofficial Document consideration or nominal consideration.
- B8.** A transfer from a person to a trustee or from a trustee to a trust beneficiary with only nominal consideration for the transfer.
- B9.** A transfer of title to and from an intermediary for the purpose of creating a joint tenancy estate or some other form of ownership.
- B10.** A transfer from a husband and wife or one of them to both husband and wife to create an estate in community property with right of survivorship.
- B11.** A transfer from two or more persons to themselves to create an estate in joint tenancy with right of survivorship.
- B12.** A transfer pursuant to a beneficiary deed with only nominal actual consideration for the transfer.
- B13.** From an owner to itself or a related entity for no or nominal consideration solely for the purpose of consolidating or splitting parcels.
- B14.** Due to legal name change.

Any instrument describing a transaction exempted by A.R.S. § 11-1134 shall bear a notation thereof on the face of the instrument at the time of recording, indicating the specific exemption that is claimed.

DEFINITION OF PRIMARY AND SECONDARY RESIDENCE

A **Primary Residence** is a residential property that is used by the owner or owners as their principal or usual place of residence, or occupied by a qualified family member of the owner, as defined below, and used as the qualified family member's usual and principal residence. A **Non-Primary or Secondary Residence** is a second home that is not your primary residence; or is unoccupied, or owned by a financial institution. If you have a homestead exemption for a home in another state, the listed home cannot qualify as a primary residence.

DEFINITION OF QUALIFIED FAMILY MEMBER

A "Qualified Family Member" is defined as:

- a) A natural or adopted son or daughter of the taxpayer or a descendent of either.
- b) The father or mother of the taxpayer or an ancestor of either.
- c) A stepson or stepdaughter or stepparent of the taxpayer.
- d) A son-in-law, daughter-in-law, father-in-law, or mother-in-law of the taxpayer.
- e) A natural or adopted sibling of the taxpayer.

DEFINITION OF PERSONAL PROPERTY

Personal Property is all other property that is not Real Property. In general, it is all property other than land, buildings and other permanent structures. Personal Property can be tangible or intangible. Examples of tangible personal property are furniture, equipment and inventory. Examples in the intangible category are franchises, business licenses, goodwill, and corporate stocks and bonds.