

# FINAL

## FIRST AMENDMENT TO PURCHASE AND SALE AGREEMENT AND JOINT ESCROW INSTRUCTIONS

THIS FIRST AMENDMENT TO PURCHASE AND SALE AGREEMENT AND JOINT ESCROW INSTRUCTIONS ("**Amendment**") is entered into to be effective as of December 4, 2017, between WPI-HULET FARM AZ LLC, a Delaware limited liability company, WPI-919 FARM AZ LLC, a Delaware limited liability company, WPI-CAD FARM AZ LLC, a Delaware limited liability company, WPI-HANCOCK FARM AZ LLC, a Delaware limited liability company, WPI-JEROME FARM AZ, a Delaware limited liability company, WPI-R3 FARM AZ LLC, a Delaware limited liability company, WPI-TAC FARM AZ LLC, a Delaware limited liability company (severally and collectively, "**Seller**"), and CENTRAL ARIZONA WATER CONSERVATION DISTRICT, a multi-county water conservation district and municipal corporation duly formed in accordance with the laws of the State of Arizona ("**Buyer**").

### RECITALS

A. Seller and Buyer are parties to that certain Purchase and Sale Agreement and Joint Escrow Instructions dated as of October 5, 2017, pursuant to which Seller agreed to sell and Buyer agreed to buy certain real property located in Mohave County, Arizona, as more specifically described therein (the "**Agreement**").

B. In consideration of the mutual covenants and agreements in this Amendment, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Seller and Buyer desire to amend the Agreement on the terms and conditions set forth below.

### AMENDMENTS

1. **Effective Date; Capitalized Terms.** This Amendment is effective as of the date set forth above. All capitalized terms used in this Amendment, unless otherwise defined, shall have the same meanings given to them in the Agreement.

2. **Closing.** The second sentence of Section 2.2 of the Agreement is amended in its entirety to read as follows: "For purposes of this Agreement, the Closing Date shall mean the earlier to occur of (i) April 18, 2018, or (ii) that day that is ten (10) business days after Buyer gives notice to Seller that the conditions to Closing set forth in Section 10.2 have been satisfied or waived by Buyer."

3. **Feasibility Period.** The date of January 12, 2018, as set forth in Section 6.5 of the Agreement, is hereby amended to be April 11, 2018.

4. **Seller's Ability to Cure.** Section 4.4 of the Agreement is amended in its entirety to read as follows:

4.4 Seller's Ability to Cure. After receipt of Buyer's objections, Seller may either (i) cure the matter to which Buyer has objected, or (ii) elect not to cure such matter.

Seller will make its election by notice given to Buyer on or before the later of (a) December 27, 2017, or (b) five (5) days after Seller receives Buyer's objections. If Seller fails to make an election within the applicable period, Seller will be deemed to have elected option (ii). If Seller elects option (i), then Seller shall cure the matter to which Buyer has objected in a manner reasonably acceptable to Buyer prior to the Closing Date. If Seller elects, or is deemed to have elected, option (ii), then Buyer shall have the right to terminate this Agreement by notice given to Seller and Escrow Agent on or before the later of (A) January 11, 2018, or (B) five (5) business days after Buyer receives Seller's election (or five (5) business days after Seller is deemed to have made Seller's election). If Buyer fails to terminate this Agreement within such period, then Buyer shall be deemed to have waived the objection. The Closing Date shall be extended, if necessary, to occur five (5) business days after expiration of all applicable time periods in this Section.

5. **Legal Description.** Exhibit A to the Agreement is hereby replaced in its entirety to mean that document attached hereto as Exhibit A.

6. **No Modification; Inconsistencies.** Except as otherwise expressly modified in this Amendment, the terms and conditions of the Agreement shall remain in full force and effect.

7. **Counterparts.** This Amendment may be executed in any number of counterparts and delivered via facsimile transmission or via email in .pdf format, each of which shall be deemed an original, but all of which together shall constitute one Amendment. Signatures transmitted by facsimile or by e-mail in .pdf format shall be valid as originals.

[SIGNATURES APPEAR ON NEXT PAGE]

IN WITNESS WHEREOF, the undersigned have executed this Amendment as of the date set forth above.

SELLER:

WPI HULET FARM AZ LLC,  
a Delaware limited liability company

By: Water Property Investor, LP,  
Its sole member

By: [Signature]  
Name: MARC ROBERT  
Title: AUTHORIZED SIGNATORY

WPI-919 FARM AZ LLC,  
a Delaware limited liability company

By: Water Property Investor, LP,  
Its sole member

By: [Signature]  
Name: MARC ROBERT  
Title: AUTHORIZED SIGNATORY

WPI-CAD FARM AZ LLC,  
a Delaware limited liability company

By: Water Property Investor, LP,  
Its sole member

By: [Signature]  
Name: MARC ROBERT  
Title: AUTHORIZED SIGNATORY

WPI-HANCOCK FARMS AZ LLC,  
a Delaware limited liability company

By: Water Property Investor, LP,  
Its sole member

By: [Signature]  
Name: MARC ROBERT  
Title: AUTHORIZED SIGNATORY

WPI-JEROME FARM AZ,  
a Delaware limited liability company

By: Water Property Investor, LP,  
Its sole member

By: [Signature]  
Name: MARC ROBERT  
Title: AUTHORIZED SIGNATORY

WPI-R3 FARM AZ LLC,  
a Delaware limited liability company

By: Water Property Investor, LP,  
Its sole member

By: [Signature]  
Name: MARC ROBERT  
Title: AUTHORIZED SIGNATORY

WPI-TAC FARM AZ LLC,  
a Delaware limited liability company

By: Water Property Investor, LP,  
Its sole member

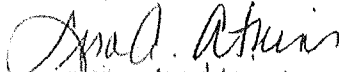
By: [Signature]  
Name: MARC ROBERT  
Title: AUTHORIZED SIGNATORY

[Signatures continue on following page]


**SIGNATURE PAGE TO FIRST AMENDMENT TO PURCHASE AND SALE  
AGREEMENT AND JOINT ESCROW INSTRUCTIONS**

BUYER:

CENTRAL ARIZONA WATER  
CONSERVATION DISTRICT, a multi-county  
water conservation district and municipal  
corporation duly formed in accordance with the  
laws of the State of Arizona

By:   
Name: LISA A. ATKINS  
Title: President

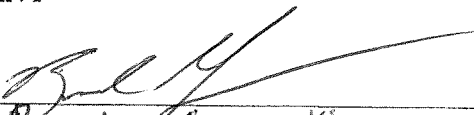
Attest:

By:   
Name: SHARON B. MEGDAL  
Title: SECRETARY

**APPROVAL BY ESCROW AGENT**

Accepted and agreed to by Escrow Agent.

FIRST AMERICAN TITLE INSURANCE  
COMPANY

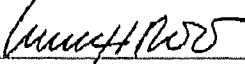
By:   
Name: Brandy Grzeski  
Title: Authorized Agent  
Date: January 5, 2018

**ACCEPTANCE AND ACKNOWLEDGEMENT TO FIRST AMENDMENT**

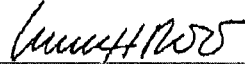
WAM and WPI are executing this Amendment solely to evidence their ongoing consent to and agreement with Sections 6.3, 7.1, 7.2, 9, 12.2, 12.3, 12.6, 13.7, 13.12 and 13.13 of the Agreement.

**WATER PROPERTY INVESTOR, LP,**  
a Delaware limited partnership

BY: Water Development Partners, LLC  
Its General Partner

By:   
Name: Marc Robert  
Title: Managing Member

**WATER ASSET MANAGEMENT, LLC,**  
a New York limited liability company

By:   
Name: Marc Robert  
Title: Chief Operating Officer

## EXHIBIT A

### Legal Description of Real Property

1. WPI-Hulet Farm AZ, LLC

THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER (NE1/4 NE1/4) AND THE NORTHWEST QUARTER OF THE NORTHEAST QUARTER (NW1/4 NE1/4) AND THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER (NE1/4 NW1/4) OF SECTION 23, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA (RECORD);

ALSO DESCRIBED AS THE NORTH HALF OF THE NORTHEAST QUARTER AND THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 23, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

APN: 225-24-004

2. WPI-919 Farm AZ LLC

PARCEL NO. 1:

THE WEST HALF OF THE SOUTHEAST QUARTER (W 1/2 SE 1/4) OF SECTION 30, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, ALL IN MOHAVE COUNTY, ARIZONA.

PARCEL NO. 2:

GOVERNMENT LOTS 1 AND 2; THE EAST HALF OF THE NORTHWEST QUARTER (E 1/2 NW 1/4); AND THE WEST HALF OF THE NORTHEAST QUARTER (W 1/2 NE 1/4) OF SECTION 30, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, ALL IN MOHAVE COUNTY, ARIZONA.

EXCEPT THE WEST 42 FEET THEREOF.

PARCEL NO. 3:

THE NORTHEAST QUARTER (NE 1/4) OF SECTION 25, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, ALL IN MOHAVE COUNTY, ARIZONA.

EXCEPT THE NORTH AND EAST 42 FEET THEREOF.

ALSO EXCEPT THE WEST 30 FEET THEREOF.

PARCEL NO. 4:

THE NORTH HALF OF THE SOUTHEAST QUARTER (N 1/2 SE 1/4) AND THE NORTH HALF OF THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER (N 1/2 SE 1/4 SE 1/4) OF SECTION 25, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN,

ALL IN MOHAVE COUNTY, ARIZONA.

EXCEPT THE EAST 42 FEET THEREOF.

ALSO EXCEPT THE WEST 30 FEET OF SAID NORTH HALF OF THE SOUTHEAST QUARTER.

PARCEL NO. 5:

THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER (NE 1/4 SW 1/4 SE 1/4) OF SECTION 25, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, ALL IN MOHAVE COUNTY, ARIZONA.

PARCEL NO. 6:

THE SOUTH HALF OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER (S 1/2 SW 1/4 SE 1/4) OF SECTION 25, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, ALL IN MOHAVE COUNTY, ARIZONA.

EXCEPT THE WEST 30 FEET THEREOF.

PARCEL NO. 7:

A PORTION OF SECTION 19, TOWNSHIP 18 NORTH, RANGE 21 WEST, AT THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THE WEST HALF OF SECTION 19, TOWNSHIP 18 NORTH, RANGE 21 WEST.

EXCEPT THE WEST 42 FEET AS RECORDED IN BOOK 2623, PAGE 845 RECORDS OF MOHAVE COUNTY, ARIZONA.

PARCEL NO. 8:

A PORTION OF SECTION 19, TOWNSHIP 18 NORTH, RANGE 21 WEST, AT THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER (SW 1/4 OF SW 1/4 OF SE 1/4) OF SAID SECTION 19.

EXCEPT THE NORTH 101.75 FEET THEREOF.

PARCEL NO. 9:

LOT 8, BLOCK 10, PERRY ACRES, UNIT 2, TRACT 4026, ACCORDING TO THE PLAT THEREOF, RECORDED JUNE 22, 1982, AT FEE NO. 82-31915, IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA.

PARCEL NO. 10:

A PORTION OF LOT NINE (9), WILLOW VALLEY ESTATES 12, ACCORDING TO THE PLAT THEREOF, RECORDED ON MAY 23, 1966, AT FEE NO. 7703 IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA, BEING MORE PARTICULARLY DESCRIBED AS

FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SAID LOT 9,

THENCE EAST ALONG THE SOUTH BOUNDARY OF SAID LOT 9 A DISTANCE OF 100.00 FEET;

THENCE NORTH AND PARALLEL TO THE WEST BOUNDARY OF SAID LOT 9, A DISTANCE OF 100.00 FEET;

THENCE WEST AND PARALLEL TO THE SOUTH BOUNDARY OF SAID LOT 9 A DISTANCE OF 100.00 FEET;

THENCE SOUTH ALONG THE WEST BOUNDARY OF SAID LOT 9, A DISTANCE OF 100.00 FEET TO THE POINT OF BEGINNING.

PARCEL NO. 11:

THE WEST HALF OF THE WEST HALF OF THE NORTHEAST QUARTER OF SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA;

EXCEPT THEREFROM THE NORTHERLY 42 FEET.

PARCEL NO. 12:

THE NORTH 42 FEET OF THE WEST HALF OF THE WEST HALF OF THE NORTHEAST QUARTER OF SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

PARCEL NO. 13:

THAT PORTION OF SECTION 19, TOWNSHIP 18 NORTH, RANGE 21 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTH QUARTER CORNER OF SAID SECTION 19;

THENCE ALONG THE NORTH SECTION LINE SOUTH 89 DEGREES 31 MINUTES 17 SECONDS EAST, A DISTANCE OF 2645.55 FEET TO THE NORTHEAST SECTION CORNER OF SAID SECTION 19;

THENCE ALONG SAID EAST SECTION LINE SOUTH 00 DEGREES 00 MINUTES 26 SECONDS EAST, A DISTANCE OF 2655.88 FEET TO THE EAST QUARTER CORNER OF SAID SECTION 19;

THENCE CONTINUING ALONG SAID EAST SECTION LINE SOUTH 00 DEGREES 24 MINUTES 21 SECONDS WEST, A DISTANCE OF 2642.35 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 19;

THENCE ALONG THE SOUTH SECTION LINE OF SAID SECTION 19 NORTH 89 DEGREES 33 MINUTES 49 SECONDS WEST, A DISTANCE OF 1984.94 TO A POINT AT WHICH THE SOUTH QUARTER CORNER BEARS SOUTH 89 DEGREES 33 MINUTES 49 SECONDS EAST, AT A DISTANCE OF 660.00 FEET;



THENCE DEPARTING SAID SECTION LINE NORTH 00 DEGREES 11 MINUTES 32 SECONDS EAST, A DISTANCE OF 561.03 FEET;

THENCE NORTH 89 DEGREES 33 MINUTES 49 SECONDS WEST, A DISTANCE OF 660.00 FEET TO A POINT ON THE NORTH-SOUTH MIDSECTION LINE OF SAID SECTION 19;

THENCE ALONG SAID MID SECTION LINE NORTH 00 DEGREES 11 MINUTES 32 SECONDS EAST, A DISTANCE OF 1423.87 FEET;

THENCE DEPARTING SAID MID SECTION LINE SOUTH 89 DEGREES 29 MINUTES 47 SECONDS EAST, A DISTANCE OF 666.76 FEET;

THENCE SOUTH 00 DEGREES 30 MINUTES 13 SECONDS WEST, A DISTANCE OF 101.47 FEET;

THENCE SOUTH 89 DEGREES 45 MINUTES 36 SECONDS EAST, A DISTANCE OF 79.93 FEET;

THENCE NORTH 00 DEGREES 30 MINUTES 13 SECONDS EAST, A DISTANCE OF 101.10 FEET;

THENCE SOUTH 89 DEGREES 29 MINUTES 47 SECONDS EAST, A DISTANCE OF 579.48 FEET;

THENCE NORTH 00 DEGREES 17 MINUTES 56 SECONDS EAST, A DISTANCE OF 661.11 FEET TO A POINT ON THE EAST-WEST MID SECTION LINE OF SAID SECTION 19;

THENCE ALONG SAID MID SECTION LINE NORTH 89 DEGREES 28 MINUTES 27 SECONDS WEST, A DISTANCE OF 1327.41 FEET TO A POINT ON THE NORTH-SOUTH MID SECTION LINE OF SAID SECTION 19;

THENCE ALONG SAID MID SECTION LINE NORTH 00 DEGREES 11 MINUTES 32 SECONDS EAST, A DISTANCE OF 2653.63 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THAT PORTION OF PROPERTY DESCRIBED AS PARCEL B OF RECORD OF SURVEY RECORDED JANUARY 25, 2016 AND RECORDED IN BOOK 44 OF RECORDS OF SURVEY, PAGE 77, RECORDS OF MOHAVE COUNTY, ARIZONA.

EXCEPT MINERALS AS DISCLOSED IN INSTRUMENTS RECORDED AT FEE NO. 2011-032492, AT FEE NO. 2011-038310, AND AT FEE NO. 2011-038311, ALL OF OFFICIAL RECORDS.

PARCEL NO. 14:

THE EAST ONE-HALF OF THE EAST ONE-HALF OF THE NORTHWEST QUARTER OF SECTION 31, TOWNSHIP 18 NORTH RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

EXCEPTING THEREFROM THE NORTHERLY 42 FEET THEREOF FOR PUBLIC ROADWAY PURPOSES.

PARCEL NO. 15:

THE NORTH 42 FEET OF THE EAST ONE-HALF OF THE EAST ONE-HALF OF THE NORTHWEST QUARTER OF SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

PARCEL NO. 16:

THE NORTH HALF OF THE NORTH HALF OF THE WEST HALF OF THE EAST HALF OF THE NORTHWEST QUARTER OF SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

PARCEL NO. 17:

PARCELS A, C AND D, AS SHOWN ON SURVEY PLAT RECORDED MAY 25, 2006 IN BOOK 31 OF RECORD OR SURVEYS, PAGE 74 AND AMENDMENT RECORDED JUNE 22, 2006 IN BOOK 31 OF RECORD OF SURVEYS, PAGE 100, IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA, SITUATE IN THE SOUTH HALF OF THE NORTH HALF OF THE WEST HALF OF THE EAST HALF OF THE NORTHWEST QUARTER OF SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

PARCEL NO. 17A:

AN EASEMENT FOR INGRESS, EGRESS AND PUBLIC UTILITY PURPOSES APPURTENANT TO PARCEL NO. 17 ABOVE OVER THE EASTERLY 20 FEET OF THE NORTH HALF OF THE NORTH HALF OF THE WEST HALF OF THE EAST HALF OF THE NORTHWEST QUARTER OF SAID SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA AS CREATED IN WARRANTY DEED RECORDED IN BOOK 1624 OF OFFICIAL RECORDS, PAGE 710.

PARCEL NO. 18:

THE SOUTH HALF OF THE WEST HALF OF THE EAST HALF OF THE NORTHWEST QUARTER OF SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

PARCEL NO. 19:

PARCEL B, AS SHOWN ON SURVEY PLAT RECORDED MAY 25, 2006, IN BOOK 31 OF RECORDS OF SURVEYS, PAGE 74 AND AMENDMENT RECORDED JUNE 22, 2006 IN BOOK 31 OF RECORDS OF SURVEYS, PAGE 100, IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA, SITUATE IN THE SOUTH HALF OF THE NORTH HALF OF THE WEST HALF OF THE EAST HALF OF THE NORTHWEST QUARTER (S1/2 N1/2 W1/2 E1/2 NW1/4) OF SECTION 31, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

PARCEL NO. 20:

THE EAST HALF (E 1/2) OF SECTION 19, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

EXCEPTING THEREFROM THE SOUTH 561.03 FEET OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER (SW 1/4, SW 1/4, SE 1/4) OF SECTION 19, TOWNSHIP 18 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

ALSO EXCEPTING THEREFROM A PORTION OF SECTION 19, TOWNSHIP 18 NORTH, RANGE 21 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTH QUARTER CORNER OF SAID SECTION 19;

THENCE ALONG THE NORTH SECTION LINE SOUTH 89 DEGREES 31 MINUTES 17 SECONDS EAST, A DISTANCE OF 2645.55 FEET TO THE NORTHEAST SECTION CORNER OF SAID SECTION 19;

THENCE ALONG SAID EAST SECTION LINE SOUTH 00 DEGREES 00 MINUTES 26 SECONDS EAST, A DISTANCE OF 2655.88 FEET TO THE EAST QUARTER CORNER OF SAID SECTION 19;

THENCE CONTINUING ALONG SAID EAST SECTION LINE SOUTH 00 DEGREES 24 MINUTES 21 SECONDS WEST, A DISTANCE OF 2642.35 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 19;

THENCE ALONG THE SOUTH SECTION LINE OF SAID SECTION 19 NORTH 89 DEGREES 33 MINUTES 49 SECONDS WEST, A DISTANCE OF 1984.94 TO A POINT AT WHICH THE SOUTH QUARTER CORNER BEARS SOUTH 89 DEGREES 33 MINUTES 49 SECONDS EAST, AT A DISTANCE OF 660.00 FEET;

THENCE DEPARTING SAID SECTION LINE NORTH 00 DEGREES 11 MINUTES 32 SECONDS EAST, A DISTANCE OF 561.03 FEET;

THENCE NORTH 89 DEGREES 33 MINUTES 49 SECONDS WEST, A DISTANCE OF 660.00 FEET TO A POINT ON THE NORTH-SOUTH MIDSECTION LINE OF SAID SECTION 19;

THENCE ALONG SAID MID SECTION LINE NORTH 00 DEGREES 11 MINUTES 32 SECONDS EAST, A DISTANCE OF 1423.87 FEET;

THENCE DEPARTING SAID MID SECTION LINE SOUTH 89 DEGREES 29 MINUTES 47 SECONDS EAST, A DISTANCE OF 666.76 FEET;

THENCE SOUTH 00 DEGREES 30 MINUTES 13 SECONDS WEST, A DISTANCE OF 101.47 FEET;

THENCE SOUTH 89 DEGREES 45 MINUTES 36 SECONDS EAST, A DISTANCE OF 79.93 FEET;

THENCE NORTH 00 DEGREES 30 MINUTES 13 SECONDS EAST, A DISTANCE OF 101.10 FEET;

THENCE SOUTH 89 DEGREES 29 MINUTES 47 SECONDS EAST, A DISTANCE OF 579.48 FEET;

THENCE NORTH 00 DEGREES 17 MINUTES 56 SECONDS EAST, A DISTANCE OF 661.11 FEET TO A POINT ON THE EAST-WEST MID SECTION LINE OF SAID SECTION 19;

THENCE ALONG SAID MID SECTION LINE NORTH 89 DEGREES 28 MINUTES 27 SECONDS WEST, A DISTANCE OF 1327.41 FEET TO A POINT ON THE NORTH-SOUTH MID SECTION LINE OF SAID SECTION 19;

THENCE ALONG SAID MID SECTION LINE NORTH 00 DEGREES 11 MINUTES 32 SECONDS EAST, A DISTANCE OF 2653.63 FEET TO THE POINT OF BEGINNING.

EXCEPT MINERALS AS DISCLOSED IN INSTRUMENTS RECORDED AT FEE NO. 2011-032492, AT FEE NO. 2011-038310, AND AT FEE NO. 2011-038311, ALL OF OFFICIAL RECORDS.

APN: 225-09-020 and 225-09-027 and 225-09-028

225-09-030 and 225-09-031 and 225-09-048  
225-09-049 and 225-09-050 and 225-09-051  
225-09-052 and 225-11-005 and 225-11-006  
225-11-008 and 225-11-010 and 225-25-025  
225-25-026 and 225-25-076 and 225-25-077  
225-36-009B and 225-47-053

3. WPI-CAD Farm AZ LLC

PARCEL NO. 1:

THE WEST HALF OF THE SOUTHWEST QUARTER OF SECTION 1, TOWNSHIP 17 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

EXCEPT THE NORTH 30 FEET THEREOF.

PARCEL NO. 2:

THE EAST HALF OF THE SOUTHWEST QUARTER OF SECTION 1, TOWNSHIP 17 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

EXCEPT THE NORTH 30 FEET OF THE WEST 30 FEET THEREOF; AND

EXCEPT THE NORTH 35 FEET OF THE EAST 1294.16 FEET THEREOF.

PARCEL NO. 3:

THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 1, TOWNSHIP 17 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER MERIDIAN, MOHAVE COUNTY, ARIZONA.

EXCEPT THE WEST 35 FEET OF THE NORTH 35 FEET THEREOF.

EXCEPT THE EAST 30.00 ACRES OF THE NORTH HALF OF THE WEST HALF OF THE SOUTHEAST QUARTER OF SECTION 1, TOWNSHIP 17 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER MERIDIAN, MOHAVE COUNTY, ARIZONA.

APN: 22420022 and 224-20-022 023 and 224-20-005

4. WPI-Hancock Farms AZ LLC

PARCEL NO. 1:

THE WESTERLY 1050.0 FEET OF THE NORTHERLY 3362.0 FEET OF SECTION 7, THE NORTHWEST CORNER BEING THE POINT OF INTERSECTION OF THE WESTERLY EXTENSION OF THE NORTH SECTION LINE AND THE NORTHERLY EXTENSION OF THE WEST SECTION LINE OF SAID SECTION 7, TOWNSHIP 17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA.

TOGETHER WITH THAT PORTION OF SAID SECTION 7 KNOWN AS THE RELICTION OF SPEARS LAKE, AS SHOWN ON G.L.O. MAP.

EXCEPT THAT PORTION DESCRIBED AS FOLLOWS:

THAT PORTION OF THE WEST HALF OF SECTION 7, TOWNSHIP 17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER MERIDIAN, MOHAVE COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 7;

THENCE NORTH 89° 49' 10" EAST, 42.00 FEET TO THE EAST RIGHT OF WAY LINE OF VANDERSLICE ROAD AND THE POINT OF BEGINNING;

THENCE NORTH 89° 49' 10" EAST, 1287.36 FEET ALONG THE NORTH LINE OF SAID SECTION 7 TO THE WEST LINE OF DELTA CITY UNIT 5 TRACT 1208A;

THENCE SOUTH 00° 09' 32" EAST, 42.00' ALONG SAID WEST LINE TO THE SOUTH OF RESERVATION ROAD DEDICATED PER SAID TRACT 1208A;

THENCE NORTH 89° 49' 10" EAST, 1288.15 FEET ALONG SAID SOUTH LINE TO THE EAST LINE OF THE WEST HALF OF SAID SECTION 7;

THENCE SOUTH 00° 22' 03" EAST, 2511.24 FEET ALONG SAID EAST LINE TO A ½" REBAR AND TAG RLS 29274;

THENCE SOUTH 89° 53' 47" WEST, 2588.77 FEET TO A ½" REBAR AND TAG RLS 29274 BEING ON THE EAST RIGHT OF WAY LINE OF VANDERSLICE ROAD;

THENCE NORTH 00° 04' 00" WEST, 2549.76 FEET ALONG SAID EAST LINE TO THE POINT OF BEGINNING.

AND EXCEPT THAT PORTION DEDICATED TO THE PUBLIC FOR VANDERSLICE ROAD IN INSTRUMENT RECORDED IN BOOK 1517 OF OFFICIAL RECORDS, PAGE 277.

PARCEL NO. 2:

THE WEST HALF OF SECTION 7, TOWNSHIP 17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA;

EXCEPT THE WEST 42 FEET THEREOF;

EXCEPT THE WESTERLY 1050.0 FEET OF THE NORTHERLY 3362.0 FEET OF SECTION 7, THE NORTHWEST CORNER BEING THE POINT OF INTERSECTION OF THE WESTERLY EXTENSION OF THE NORTH SECTION LINE AND THE NORTHERLY EXTENSION OF THE WEST SECTION LINE OF SAID SECTION 7;

EXCEPT THAT PORTION DESCRIBED AS FOLLOWS:

THAT PORTION OF THE WEST HALF OF SECTION 7, TOWNSHIP 17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER MERIDIAN, MOHAVE COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 7;

THENCE NORTH 89° 49' 10" EAST, 42.00 FEET TO THE EAST RIGHT OF WAY LINE OF VANDERSLICE ROAD AND THE POINT OF BEGINNING;

THENCE NORTH 89° 49' 10" EAST, 1287.36 FEET ALONG THE NORTH LINE OF SAID SECTION 7 TO THE WEST LINE OF DELTA CITY UNIT 5 TRACT 1208A;

THENCE SOUTH 00° 09' 32" EAST, 42.00' ALONG SAID WEST LINE TO THE SOUTH OF RESERVATION ROAD DEDICATED PER SAID TRACT 1208A;

THENCE NORTH 89° 49' 10" EAST, 1288.15 FEET ALONG SAID SOUTH LINE TO THE EAST LINE OF THE WEST HALF OF SAID SECTION 7;

THENCE SOUTH 00° 22' 03" EAST, 2511.24 FEET ALONG SAID EAST LINE TO A ½" REBAR AND TAG RLS 29274;

THENCE SOUTH 89° 53' 47" WEST, 2588.77 FEET TO A ½" REBAR AND TAG RLS 29274 BEING ON THE EAST RIGHT OF WAY LINE OF VANDERSLICE ROAD;

THENCE NORTH 00° 04' 00" WEST, 2549.76 FEET ALONG SAID EAST LINE TO THE POINT OF BEGINNING.

AND EXCEPT LOTS 2046 THROUGH 2059, 2160 THROUGH 2173, 1653 THROUGH 1657, INCLUSIVE, DELTA CITY, UNIT 5, TRACT 1208-A, ACCORDING TO THE PLAT THEREOF, RECORDED OCTOBER 01, 1973, AT FEE NO. 73-27252, IN THE OFFICE OF THE RECORDER OF MOHAVE COUNTY, ARIZONA;

AND EXCEPT THE SOUTHERLY 120.0 FEET OF SAID SECTION 7;

AND EXCEPT THE FOLLOWING DESCRIBED PROPERTY:

A PARCEL OF LAND IN THE SOUTHWEST ONE-QUARTER OF SECTION 7, TOWNSHIP 17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, BEING PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER (A BIA 2" BR. DISK CONCRETED IN HANDHOLE) OF SECTION 7, FROM WHICH THE SOUTH ¼ CORNER (A 1980 BLM 2 1/2" ODI PIPE W/BR. CAP) BEARS NORTH 89° 58' 07" EAST (BEARINGS BASED ON SOLAR OBSERVATION IN LAT. 34° 51' 58" NORTH AND LONG. 114° 33' 42" WEST) 2645.28';

THENCE NORTH 0° 03' 34" WEST ALONG THE WEST LINE OF SECTION 7 A DISTANCE OF 375.00 FEET;

THENCE NORTH 89° 58' 05" EAST ALONG THE CENTERLINE OF PESO AVE. 187.24 FEET;

THENCE SOUTH 0° 01' 55" EAST ALONG THE EASTERLY ALLEY RIGHT OF WAY LINE 90.00 FEET TO A 5/8" REBAR WITH YELLOW PLASTIC CAP (YPC-RLS 13023) AND THE TRUE POINT OF BEGINNING;

THENCE, CONTINUING SOUTH 00° 01' 55" EAST 20.00 FEET TO THE BEGINNING OF A TANGENT CURVE (A 5/8" REBAR W/YPC);

THENCE SOUTHEASTERLY ALONG THE ARC OF CURVE CONCAVE TO THE NORTHEAST, HAVING A CENTRAL ANGLE OF 90° AND A RADIUS OF 20.00 FEET, 31.42 FEET TO THE POINT OF

TANGENCY (A 5/8" REBAR W/YPC);

THENCE NORTH 89° 58' 05" EAST ALONG THE NORTHERLY ALLEY RIGHT OF WAY LINE 30.00 FEET TO A 5/8" REBAR W/YPC;

THENCE NORTH 0° 01' 55" WEST 40.00 FEET TO A 5/8" REBAR W/YPC;

THENCE SOUTH 89° 58' 05" WEST 50.00 FEET TO THE POINT OF BEGINNING;

AND EXCEPT THE FOLLOWING DESCRIBED PROPERTY:

THE WEST 342 FEET OF THE NORTH 700 FEET OF THE SOUTH 1305 FEET, EXCEPT THE WEST 42 FEET THEREOF, SECTION 7, TOWNSHIP 17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA;

AND EXCEPT THAT PORTION CONVEYED IN DOCKET 6138, PAGE 720, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THAT PORTION OF THE SOUTHWEST QUARTER (SW1/4) OF SECTION 7, TOWNSHIP 17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 7;

THENCE NORTH 00 DEGREES, 12 MINUTES, 12 SECONDS EAST, A DISTANCE OF 405 FEET;

THENCE SOUTH 89 DEGREES 47 MINUTES 48 SECONDS EAST, A DISTANCE OF 162 FEET TO THE POINT OF BEGINNING;

THENCE NORTH 00 DEGREES 12 MINUTES 12 SECONDS EAST, A DISTANCE OF 200 FEET;

THENCE NORTH 89 DEGREES 47 MINUTES 48 SECONDS WEST, A DISTANCE OF 120 FEET;

THENCE SOUTH 00 DEGREES 12 MINUTES WEST, A DISTANCE OF 200 FEET;

THENCE SOUTH 89 DEGREES 47 MINUTES 48 SECONDS, EAST, A DISTANCE OF 120 FEET TO THE POINT OF BEGINNING.

PARCEL NO. 3:

LOTS 2049 THROUGH 2057, INCLUSIVE, DELTA CITY, UNIT 5, TRACT 1208-A, ACCORDING TO THE PLAT THEREOF, RECORDED OCTOBER 01, 1973, AT FEE NO. 73-27252, IN THE OFFICE OF THE RECORDER OF MOHAVE COUNTY, ARIZONA.

PARCEL NO. 4:

LOTS 1653, 1654, 2046, 2047, 2048, 2169, 2170, 2171, 2172, 2173, DELTA CITY, UNIT 5, TRACT 1208 A ACCORDING TO THE PLAT THEREOF RECORDED OCTOBER 01, 1973 AT FEE NO. 73-27252 IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA.

PARCEL NO. 5:

A PARCEL OF LAND LOCATED IN THE SOUTHWEST ONE-QUARTER OF SECTION 7, TOWNSHIP

17 NORTH, RANGE 21 WEST OF THE GILA AND SALT RIVER MERIDIAN, MOHAVE COUNTY, ARIZONA, DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 7, FROM WHENCE THE SOUTH ¼ CORNER OF SAID SECTION 7 BEARS NORTH 89° 58' 07" EAST, 2654.64 FEET;

THENCE, NORTH 00° 03' 34" WEST, ALONG THE WEST LINE OF SAID SECTION 7, A DISTANCE OF 375.00 FEET;

THENCE, NORTH 89° 58' 05" EAST, ALONG THE CENTERLINE OF PESO AVENUE, 187.24 FEET;

THENCE SOUTH 00° 01' 55" EAST, ALONG THE EASTERLY ALLEY RIGHT-OF-WAY LINE, 90.00 FEET TO THE TRUE POINT OF BEGINNING;

THENCE, CONTINUING SOUTH 00° 01' 55" EAST, 20.00 FEET TO THE BEGINNING OF A TANGENT CURVE TO THE LEFT;

THENCE, SOUTHEASTERLY ALONG THE ARC OF A CURVE, CONCAVE TO THE NORTHEAST, HAVING A CENTRAL ANGLE OF 90° AND A RADIUS OF 20.00 FEET, 31.42 FEET TO THE POINT OF TANGENCY;

THENCE, NORTH 89° 58' 05" EAST, ALONG THE NORTHERLY ALLEY RIGHT-OF-WAY LINE, 30.00 FEET;

THENCE, NORTH 00° 01' 55" WEST, 40.00 FEET;

THENCE, SOUTH 89° 58' 05" WEST, 50.00 FEET TO THE POINT OF BEGINNING.

PARCEL NO. 6:

LOTS 2058, 2059, 2160 THROUGH 2168 INCLUSIVE OF DELTA CITY-UNIT 5, TRACT 1208A, ACCORDING TO THE PLAT OF RECORD IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA, RECORDED IN 1973-27252.

PARCEL NO. 7:

LOTS 1655, 1656, AND 1657, OF DELTA CITY UNIT 5, TRACT 1208-A, ACCORDING TO THE PLAT THEREOF, RECORDED OCTOBER 01, 1973, AT FEE NO. 73-27252, IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA.

APN: 22407022, 224-07-026, 224-07-027, 224-07-028, 224-18-134, 224-18-135, 224-18-327 through 224-18-340, 224-18-441 through 224-18-454 and 224-18-136, 224-18-137, and 224-18-138

5. WPI- Jerome Farm AZ LLC

PARCEL NO. 1:

THE SOUTH ONE-HALF (S1/2) OF THE NORTHEAST QUARTER (NE1/4) AND THE NORTH ONE-HALF (N1/2) OF THE SOUTHEAST QUARTER (SE1/4) OF SECTION 13, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY,



ARIZONA.

EXCEPT THE EAST AND WEST 42 FEET FOR ROAD PURPOSES.

PARCEL NO. 2:

LOT 1, BLOCK 12, PERRY ACRES UNIT 2, TRACT NO. 4026, ACCORDING TO THE PLAT THEREOF, RECORDED JUNE 22, 1982, AT FEE NO. 82-31915, IN THE OFFICE OF THE COUNTY RECORDER OF MOHAVE COUNTY, ARIZONA.

APN: 225-47-078 and 225-20-009

6. WPI-R3 Farm AZ LLC

PARCEL NO. 1

A PORTION OF SECTION 11, TOWNSHIP 17 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A FOUND 3" IRON PIPE AT THE NORTHEAST CORNER OF SAID SECTION 11;

THENCE NORTH 89 DEGREES 34 MINUTES 52 SECONDS WEST, 2,642.15 FEET TO THE NORTH QUARTER CORNER OF SAID SECTION 11;

THENCE NORTH 89 DEGREES 34 MINUTES 51 SECONDS WEST, 1,251.84 FEET ALONG THE NORTH LINE OF SAID SECTION 11;

THENCE SOUTH 00 DEGREES 44 MINUTES 52 SECONDS WEST, 5,289.10 FEET TO THE SOUTH LINE OF SAID SECTION 11;

THENCE SOUTH 89 DEGREES 37 MINUTES 59 SECONDS EAST, 659.74 FEET ALONG SAID SOUTH LINE TO A POINT FROM WHICH THE SOUTH QUARTER CORNER OF SAID SECTION 11 BEING A 3" ALUMINUM CAP STAMPED BLM 1980 BEARS SOUTH 89 DEGREES 37 MINUTES 59 SECONDS EAST, 621.20 FEET;

THENCE NORTH 00 DEGREES 25 MINUTES 57 SECONDS EAST, 2,582.82 FEET;

THENCE NORTH 89 DEGREES 38 MINUTES 20 SECONDS EAST, 862.27 FEET;

THENCE SOUTH 00 DEGREES 25 MINUTES 57 SECONDS WEST, 2,593.74 FEET TO THE SOUTH LINE OF SAID SECTION 11;

THENCE SOUTH 89 DEGREES 35 MINUTES 40 SECONDS EAST, 1,083.55 FEET ALONG THE SOUTH LINE OF SAID SECTION 11 TO THE SOUTHWEST CORNER OF RIVER ROAD CITY TRACT 1022 RECORDED OCTOBER 11, 1966 RECEPTION NUMBER 14715;

THENCE NORTH 00 DEGREES 23 MINUTES 42 SECONDS EAST, 2,643.53 FEET ALONG THE

WEST LINE OF SAID TRACT 1022 AND CONTINUING ALONG THE WEST LINE OF RIVER ROAD CITY TRACT 1022-B RECORDED JANUARY 16, 1968 RECEPTION NUMBER 37020 TO THE NORTHWEST CORNER OF SAID TRACT 1022-B;

THENCE NORTH 00 DEGREES 28 MINUTES 15 SECONDS EAST, 161.92 FEET TO THE NORTHWEST CORNER OF THE SOUTH HALF OF THE SOUTH HALF OF THE SOUTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 11 AS SHOWN ON THE SURVEY RECORDED AUGUST 2, 1995 IN BOOK 10 OF PARCEL PLATS, PAGE 49;

THENCE SOUTH 89 DEGREES 36 MINUTES 09 SECONDS EAST, 1,322.49 FEET ALONG THE NORTH LINE OF THE SAID SOUTH HALF OF THE SOUTH HALF OF THE SOUTH HALF OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER TO THE EAST LINE OF SAID SECTION 11;

THENCE NORTH 00 DEGREES 21 MINUTES 27 SECONDS EAST, 2,481.49 FEET ALONG SAID NORTH LINE TO THE POINT OF BEGINNING.

PARCEL NO. 2

PARCEL A, AS SHOWN ON PARCEL PLAT RECORDED AUGUST 2, 1995, IN BOOK 10 OF PARCEL PLATS, PAGE 49, SITUATE IN SECTION 11, TOWNSHIP 17 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA;

LESS AND EXCEPT A PORTION OF SECTION 11, TOWNSHIP 17 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER MERIDIAN, MOHAVE COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING THE SOUTHWEST CORNER OF PARCEL "A" RECORDED ON AUGUST 2, 1995 IN BOOK 10 OF PARCEL PLATS, PAGE 49;

THENCE NORTH 89 DEGREES 58 MINUTES 18 SECONDS EAST, 86.50 FEET ALONG THE SOUTH LINE OF SAID PARCEL "A" TO THE SOUTHWEST CORNER OF PARCEL "B" AS SHOWN ON SAID BOOK 10 OF PARCEL PLATS, PAGE 49;

THENCE NORTH 04 DEGREES 03 MINUTES 00 SECONDS WEST, 30.75 FEET TO THE NORTHWEST CORNER OF SAID PARCEL "B" BEING THE POINT OF BEGINNING;

THENCE NORTH 04 DEGREES 03 MINUTES 00 SECONDS WEST, 15.83 FEET;

THENCE SOUTH 88 DEGREES 15 MINUTES 29 SECONDS EAST, 38.36 FEET;

THENCE SOUTH 01 DEGREES 05 MINUTES 12 SECONDS WEST, 45.29 FEET TO THE SOUTH LINE OF SAID PARCEL "A";

THENCE SOUTH 89 DEGREES 58 MINUTES 18 SECONDS WEST, 20.16 FEET TO THE SOUTHEAST CORNER OF SAID PARCEL "B";

THENCE NORTH 04 DEGREES 03 MINUTES 00 SECONDS WEST, 31.73 FEET TO THE NORTHEAST CORNER OF SAID PARCEL "B";

THENCE SOUTH 85 DEGREES 57 MINUTES 00 SECONDS WEST, 14.00 FEET TO THE POINT OF BEGINNING.

APN: 224-42-014G and 224-42-014E

7. WPI-TAC Farm AZ LLC

PARCEL NO. 1:

THAT PORTION OF THE NORTH HALF(N1/2) OF SECTION 27, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 27;

THENCE NORTH 89 DEGREES 45 MINUTES 19 SECONDS WEST ALONG THE MID SECTION LINE OF SAID SECTION 27, A DISTANCE OF 65.00 FEET TO THE WEST RIGHT-OF-WAY LINE OF STATE ROUTE 95 ALSO BEING THE TRUE POINT OF BEGINNING;

THENCE NORTH 89 DEGREES 45 MINUTES 19 SECONDS WEST CONTINUING ALONG THE MID SECTION LINE OF SAID SECTION 27, A DISTANCE OF 2682.36 FEET;

THENCE NORTH 29 DEGREES 16 MINUTES 51 SECONDS WEST, A DISTANCE OF 10.45 FEET TO A POINT ON A NON-TANGENT CURVE CONCAVE SOUTHWESTERLY AND HAVING A RADIUS OF 70.00 FEET AND A RADIUS POINT BEING NORTH 29 DEGREES 16 MINUTES 51 SECONDS WEST;

THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE A DISTANCE OF 204.75 FEET THROUGH A CENTRAL ANGLE OF 167 DEGREES 35 MINUTES 31 SECONDS TO A POINT ON A REVERSE CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 50.00 FEET;

THENCE ALONG THE ARC OF SAID CURVE A DISTANCE OF 61.52 FEET THROUGH A CENTRAL ANGLE OF 70 DEGREES 29 MINUTES 49 SECONDS TO A POINT ON A TANGENT LINE;

THENCE NORTH 36 DEGREES, 22 MINUTES 33 SECONDS WEST, A DISTANCE OF 1403.93 FEET TO A POINT ON A TANGENT CURVE, CONCAVE EASTERLY AND HAVING A RADIUS OF 140.00 FEET;

THENCE ALONG THE ARC OF SAID CURVE A DISTANCE OF 88.88 FEET, THROUGH A CENTRAL ANGLE OF 36 DEGREES 22 MINUTES 33 SECONDS TO A POINT ON A TANGENT LINE;

THENCE NORTH A DISTANCE OF 1233.00 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF KING STREET;

THENCE SOUTH 89 DEGREES 45 MINUTES 48 SECONDS EAST ALONG THE SOUTH RIGHT-OF-WAY LINE OF KING STREET A DISTANCE OF 109.98 FEET;

THENCE SOUTH A DISTANCE OF 1234.25 FEET;

THENCE SOUTH 36 DEGREES 23 MINUTES 32 SECONDS EAST A DISTANCE OF 415.90 FEET;  
THENCE NORTH 57 DEGREES 39 MINUTES 34 SECONDS EAST ALONG THE SOUTHERLY  
EASEMENT LINE FOR THE TRANSWESTERN PIPELINE EASEMENT, A DISTANCE OF 888.84 FEET;  
THENCE SOUTH 89 DEGREES 49 MINUTES 18 SECONDS EAST A DISTANCE OF 1585.96 FEET;  
THENCE SOUTH 00 DEGREES 09 MINUTES 12 SECONDS EAST A DISTANCE OF 1425.70 FEET;  
THENCE SOUTH 89 DEGREES 45 MINUTES 51 SECONDS EAST A DISTANCE OF 723.99 FEET;  
THENCE NORTH 00 DEGREES 09 MINUTES 16 SECONDS WEST A DISTANCE OF 457.34 FEET;  
THENCE NORTH 89 DEGREES 50 MINUTES 44 SECONDS EAST A DISTANCE OF 235.00 FEET;  
THENCE SOUTH 00 DEGREES 09 MINUTES 16 SECONDS EAST A DISTANCE OF 543.57 FOOT TO  
THE TRUE POINT OF BEGINNING.

EXCEPT THE FOLLOWING DESCRIBED PROPERTY:

THAT PORTION OF THE NORTH HALF (N1/2) OF SECTION 27, TOWNSHIP 18 NORTH, RANGE 22  
WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA,  
PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 27;

THENCE NORTH 89 DEGREES 45 MINUTES 19 SECONDS WEST, ALONG THE MID SECTION LINE  
OF SAID SECTION 27, A DISTANCE OF 65.00' (FEET) TO THE WEST RIGHT-OF-WAY LINE OF  
STATE ROUTE 95 ALSO BEING THE TRUE POINT OF BEGINNING;

THENCE NORTH 89 DEGREES 45 MINUTES 19 SECONDS WEST, CONTINUING ALONG SAID MID  
SECTION LINE, A DISTANCE OF 235.01' (FEET);

THENCE NORTH 00 DEGREES 09 MINUTES 16 SECONDS WEST, LEAVING SAID MID SECTION  
LINE, A DISTANCE OF 84.59' (FEET) TO AN ANGLE POINT AS SHOWN IN SPECIAL WARRANTY  
DEED, RECORDED SEPTEMBER 04, 2012 -FEE# 2012046305;

THENCE NORTH 00 DEGREES 09 MINUTES 16 SECONDS WEST, CONTINUING ALONG  
DESCRIBED LINE, A DISTANCE OF 457.34' (FEET);

THENCE NORTH 89 DEGREES 50 MINUTES 44 SECONDS EAST, TO THE WEST RIGHT-OF-WAY  
LINE OF STATE ROUTE 95, A DISTANCE OF 235.00' (FEET);

THENCE SOUTH 00 DEGREES 09 MINUTES 16 SECONDS EAST, ALONG SAID RIGHT-OF-WAY, A  
DISTANCE OF 543.57' (FEET) TO THE TRUE POINT OF BEGINNING.

PARCEL NO. 2

THAT PORTION OF PARCEL 27-B SHOWN ON PARCEL PLAT RECORDED AUGUST 14, 1995, IN BOOK 10 OF PARCEL PLATS, PAGE 54 IN THE OFFICE OF THE RECORDER OF MOHAVE COUNTY, ARIZONA, BEING SITUATE IN SECTION 27, TOWNSHIP 18 NORTH, RANGE 22 WEST OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTH QUARTER CORNER OF SAID SECTION 27;

THENCE SOUTH 00 DEGREES 14 MINUTES 12 SECONDS WEST, A DISTANCE OF 42.00 FEET TO THE TRUE POINT OF BEGINNING, SAID POINT BEING ON THE SOUTHERLY RIGHT-OF-WAY LINE FOR KING STREET;

THENCE SOUTH 89 DEGREES 49 MINUTES 27 SECONDS EAST ALONG THE SOUTHERLY RIGHT-OF-WAY LINE FOR KING STREET, A DISTANCE OF 379.91 FEET;

THENCE SOUTH 00 DEGREES 09 MINUTES 16 SECONDS WEST, A DISTANCE OF 1089.48 FEET;

THENCE NORTH 89 DEGREES 49 MINUTES 18 SECONDS WEST, A DISTANCE OF 338.26 FEET;

THENCE SOUTH 57 DEGREES 39 MINUTES 34 SECONDS WEST, A DISTANCE OF 888.84 FEET;

THENCE NORTH 36 DEGREES 23 MINUTES 22 SECONDS WEST, A DISTANCE OF 415.90 FEET;

THENCE NORTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, A DISTANCE OF 1234.25 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE FOR KING STREET;

THENCE SOUTH 89 DEGREES 45 MINUTES 48 SECONDS EAST ALONG THE SOUTHERLY RIGHT-OF-WAY LINE FOR KING STREET, A DISTANCE OF 959.02 FEET TO THE TRUE POINT OF BEGINNING.

PARCEL NO. 3:

LEGAL DESCRIPTION FOR A PARCEL OF LAND LOCATED IN THE NORTH 1/2 OF SECTION 27 TOWNSHIP 18 NORTH RANGE 22 WEST OF THE GILA AND SALT RIVER MERIDIAN, MOHAVE COUNTY ARIZONA MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE EAST QUARTER CORNER OF SAID SECTION 27, TOWNSHIP 18 NORTH RANGE 22 WEST;

THENCE NORTH 89 DEGREES 45 MINUTES 19 SECONDS WEST ALONG THE MID SECTION LINE OF SECTION 27 A DISTANCE OF 2747.34 FEET TO THE TRUE POINT OF BEGINNING;

THENCE CONTINUING ALONG THE MID SECTION LINE FOR SECTION 27, NORTH 89 DEGREES 45 MINUTES 19 SECONDS WEST A DISTANCE OF 218.04 FEET TO A POINT ON THE SOUTHEAST CORNER OF LOT 192 OF EVERGREEN ADDITION UNIT 3, TRACT 4060;

THENCE NORTH 36 DEGREES 22 MINUTES 33 SECONDS WEST ALONG THE EASTERLY LINE OF TRACT 4060 A DISTANCE OF 1570.31 FEET;

THENCE CONTINUING ALONG THE EASTERLY LINE OF TRACT 4060, NORTH A DISTANCE OF 1337.21 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE FOR KING STREET;

THENCE SOUTH 89 DEGREES 45 MINUTES 48 SECONDS EAST ALONG THE SOUTHERLY RIGHT OF WAY LINE FOR KING STREET A DISTANCE OF 175.00 FEET;

THENCE SOUTH A DISTANCE OF 1233.00 FEET TO A POINT ON A TANGENT CURVE, CONCAVE EASTERLY AND HAVING A RADIUS OF 140.00 FEET;

THENCE ALONG THE ARC OF SAID CURVE A DISTANCE OF 88.88 FEET THROUGH A CENTRAL ANGLE OF 36 DEGREES 22 MINUTES 33 SECONDS TO A POINT ON A TANGENT LINE;

THENCE SOUTH 36 DEGREES 22 MINUTES 33 SECONDS EAST A DISTANCE OF 1403.93 FEET TO A POINT ON A TANGENT CURVE, CONCAVE NORTHERLY AND HAVING A RADIUS OF 50.00 FEET;

THENCE ALONG THE ARC OF SAID CURVE A DISTANCE OF 61.52 FEET THROUGH A CENTRAL ANGLE OF 70 DEGREES 29 MINUTES 49 SECONDS TO A POINT ON A REVERSE CURVE HAVING A RADIUS OF 70.00 FEET;

THENCE ALONG THE ARC OF SAID REVERSE CURVE A DISTANCE OF 204.75 FEET THROUGH A CENTRAL ANGLE OF 167 DEGREES 35 MINUTES 31 SECONDS TO A POINT ON A RADIAL LINE;

THENCE SOUTH 29 DEGREES 16 MINUTES 51 SECONDS EAST A DISTANCE OF 10.45 FEET TO THE TRUE POINT OF BEGINNING.

PARCEL NO. 4:

(WELL SITE)

A PARCEL OF LAND LOCATED IN SECTION 27, TOWNSHIP 18 NORTH, RANGE 22 WEST, OF THE GILA AND SALT RIVER BASE AND MERIDIAN, MOHAVE COUNTY, ARIZONA AND LOCATED WITHIN THE BOUNDARY OF, BUT NOT A PART OF, WILLOW VALLEY MOBILE HOME ESTATES 17, TRACT 1072, RECORDED APRIL 28, 1970 AT RECEPTION NUMBER 705845, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THAT PORTION OF LAND WITHIN THE BOUNDARY OF PARCEL A, OF TRACT 1072, THE BOUNDARY OF WHICH FORMS A CIRCLE WITH A RADIUS OF 26.33 FEET, CENTERED ON AN EXISTING WELL WITH A RADIUS POINT LOCATED AS FOLLOWS;

COMMENCING AT THE NORTHWEST CORNER OF SECTION 27, TOWNSHIP 18 NORTH, RANGE 22 WEST;

THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, ALONG THE WEST LINE OF SAID SECTION 27, A DISTANCE OF 810.00 FEET TO THE NORTHWEST CORNER OF SAID PARCEL A, TRACT 1072;

THENCE CONTINUING SOUTH 00 DEGREES 00 MINUTES 00 SECONDS EAST, ALONG THE WEST LINE OF SECTION 27, A DISTANCE OF 113.11 FEET;

THENCE NORTH 90 DEGREES 00 MINUTES 00 SECONDS EAST, DEPARTING THE WEST LINE OF SECTION 27, A DISTANCE OF 101.19 FEET TO THE RADIUS POINT OF THE SUBJECT WELL SITE PARCEL.

APN: 225-26-110 and 225-26-114, 225-26-116