



731 S. Fourth Street
Las Vegas, NV 89101

Voice: 702-229-6301
Fax: 702-474-0352
TTY: 702-386-9108

www.lasvegasnevada.gov

April 23, 2010

HOF Financial I, LLC
3200 Bristol Street, Suite #800
Costa Mesa, California 92626

**RE: EOT-37448 - EXTENSION OF TIME - VARIANCE RELATED TO EOT-37450
PLANNING COMMISSION MEETING OF APRIL 22, 2010**

Dear Applicant:

Your request for an Extension of Time of a previously approved Variance (VAR-26237) TO ALLOW A SIX-FOOT GARAGE SETBACK WHERE FIVE FEET OR LESS IS REQUIRED on 20.5 acres at the southwest corner of Shaumber Road and Dorrell Lane (APNs 126-24-214-001 through 126-24-214-192), PD (Planned Development) Zone, Ward 6 (Ross), was considered by the Planning Commission on April 22, 2010.

The Planning Commission voted to **APPROVE** your request, subject to the following:

Planning and Development

1. This Variance (VAR-26237) shall expire on February 14, 2012 unless another Extension of Time is approved by the Planning Commission.
2. Conformance to the conditions of approval of the Variance (VAR-26237) and all other site related actions as required by the Planning and Development Department and Department of Public Works.

This action by the Planning Commission is final. The notice of final action was filed with the City Clerk on April 23, 2010.

Sincerely,

Steve Gebeke
Planning Supervisor
Case Planning Division

SG:clb

cc: Ms. Chelsea Peltier
Slater Hanifan Group
5740 South Arville Street, Suite #216
Las Vegas, Nevada 89118

Mayor
Oscar B. Goodman

City Council
Gary Reese
(Mayor Pro Tem)
Steve Wolfson
Lois Tarkanian
Steven D. Ross
Ricki Y. Barlow
Stavros S. Anthony

City Manager
Elizabeth N. Fretwell





DEVELOPMENT SERVICES CENTER

731 S. Fourth Street
Las Vegas, NV 89101

Voice: 702-229-6301
Fax: 702-474-0352
TTY: 702-386-9108
www.lasvegasnevada.gov

April 9, 2010

HOF Financial I, LLC
3200 Bristol Street, Suite #800
Costa Mesa, California 92626

**RE: EOT-37448 - EXTENSION OF TIME - VARIANCE RELATED TO EOT-37450
PLANNING COMMISSION MEETING OF APRIL 22, 2010**

Dear Applicant:

Please be advised the City of Las Vegas Planning Commission at its regular meeting on *April 22, 2010* as referred to above, will consider your request. This meeting will be held at 6:00 P. M. at the Council Chambers of City Hall, 400 Stewart Avenue, Las Vegas, Nevada.

A copy of staff's recommendations, any conditions related to your application and the *final agenda* will be available on-line on *Friday, April 16, 2010* at www.lasvegasnevada.gov. If you do not have access to the Internet and would prefer receiving hard copies of the documentation, please call the Case Planning Division at (702) 229-6301 or come into the Development Services Center at 731 South Fourth Street to request your copies.

The Planning Commission requires that you or your representative be present at this meeting.

Sincerely,

Steve Gebeke
Planning Supervisor
Case Planning Division

SG:clb

cc: Ms. Chelsea Peltier
Slater Hanifan Group
5740 South Arville Street, Suite #216
Las Vegas, Nevada 89118

Mayor
Oscar B. Goodman

City Council
Gary Reese
(Mayor Pro Tem)
Steve Wolfson
Lois Tarkanian
Steven D. Ross
Ricki Y. Barlow
Stavros S. Anthony
City Manager
Elizabeth N. Fretwell



Memorandum

City of Las Vegas
Department of Public Works
Development Coordination

To: Department of Planning and Development
From: Bart Anderson, Manager, Development Coordination, Department of Public Works *BA*
CC: Nancy Almanzan, Right-of-Way; Wayne Dowdey, Land Development; O. C. White, Traffic Engineering; Alan Riecki, Survey (FM, PM, & A's only)
Date: February 26, 2010
Re: **EOT-37448** Slater Hanifan Group SWC Shaumber Rd. & Dorrell Lane
Request for an Extension of Time of an approved Variance (VAR-26237)

COMMENTS:

We have no objection on the request for an Extension of Time of a previously approved Variance to allow a six-foot garage setback where five feet or less is required, as long as all previously imposed conditions of approval for VAR-26237 and all other subsequent site related actions are ultimately complied with.

City of Las Vegas - Planning and Development Department.

Development Notification

PC Meeting: April 22, 2010

The following neighborhood associations are located within approximately one(1) mile of this development application and have been notified of this case by the Planning and Development Department:

EOT-37448

Auburn and Bradford at Providence HOA

Brighton at Providence HOA

Hearthstone/Brookstone HOA

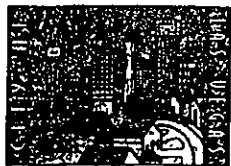
Kensington at Providence HOA

Providence Master Association

Somerset at Providence HOA

Windimere at Providence HOA

PLANNING & DEVELOPMENT



DEVELOPMENT SERVICES CENTER

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Las Vegas, NV 89101

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Mayor
Oscar B. Goodman

City Council
Gary Reese
Mayor Pro Tem
Larry Brown
Steve Wolfson
Luis Torkonian
Steven D. Ross
Ricki Y. Barlow

City Manager
Douglas A. Selby



07101-001-06-07

February 15, 2008

Mr. Rick Barron
Astoria CE 307, LLC
10655 Park Run Drive, Suite 200
Las Vegas, Nevada 89144

RE: VAR-26237 - VARIANCE

Dear Mr. Barron:

Your Request for a Variance TO ALLOW A SIX-FOOT GARAGE SETBACK WHERE FIVE FEET OR LESS IS REQUIRED on 20.50 acres at the southwest corner of Shaumber Road and Dorrell Lane (APN 126-24-210-001), PD (Planned Development) Zone [RSL (Residential Small Lot) Cliff's Edge Special Land Use Designation], Ward 6 (Ross), was considered by the Planning Commission on February 14, 2008.

The Planning Commission voted to **APPROVE** your request, subject to the following:

Planning and Development

1. Conformance to the conditions for Rezoning (ZON-2184), Major Modification (MOD-9174) and Tentative Map (TMP-13107) if approved.
2. This approval shall be void two years from the date of final approval, unless a certificate of occupancy has been issued or upon approval of a final inspection. An Extension of Time may be filed for consideration by the City of Las Vegas.
3. This Variance shall apply to no more than fifty percent (50%) of the total number of lots.

This action by the Planning Commission on **February 14, 2008** is final unless a written appeal is filed with the City Clerk within ten days of the date of the Planning Commission's decision or there is a review action filed by the City Council within the same time period. The Notice of Final Action was filed with the Las Vegas City Clerk on **February 15, 2008**.

Sincerely,

Flinn Fagg, AICP
Planning Manager

FF:dm

cc: Mr. Rick Barron
The Astoria Corporation
10655 Park Run Drive, Suite 200
Las Vegas, Nevada 89144

EOT-37448
04/22/10 PC

Report Date 02/23/2010 03:53 PM

Submitted By

Page 1

A/P # 37448 EXTENSION OF TIME

Application Information

Stages

	<u>Date / Time</u>	<u>By</u>		<u>Date / Time</u>	<u>By</u>
<u>Processed</u>	02/18/2010 13:33	983052	<u>Temp COO</u>		
<u>Approved</u>			<u>COO Issued</u>		
<u>Final</u>			<u>Expires</u>		

Associated Information

<u>Type of Work</u>	<u># Plans</u>	0	<u>Valuation</u>	
<u>Dept of Commerce</u>	<u># Plans</u>	0	<u>Declared Valuation</u>	0.00
<u>Priority</u>	☒ <u>Auto Reviews</u>	<u>Bill Group</u>	<u>Calculated Valuation</u>	0.00
			<u>Actual Valuation</u>	0.00

Description of Work

EOT-37448 - EXTENSION OF TIME - VARIANCE - APPLICANT: SLATER HANIFAN GROUP - OWNER: HOF FINANCIAL I, LLC - Request for an Extension of Time of a previously approved Variance (VAR-26237) TO ALLOW A SIX-FOOT GARAGE SETBACK WHERE FIVE FEET OR LESS IS REQUIRED on 20.5 acres at the southwest corner of Shaumber Road and Dorrell Lane (APNs 126-24-214-001 through 126-24-214-192). PD (Planned Development) Zone, Ward 6 (Ross).

Parent A/P # 26237

<u>Project #</u> 37448	<u>Project/Phase Name</u> CLIFF'S EDGE POD 301	<u>Phase #</u>
<u>Size/Area</u> 0.00	<u>Size Description</u>	<u>Subdivision Code</u>
<u>Proposed Start</u>	<u>Proposed Stop</u>	<u>% Completed</u> 0.00
<u>% Complete Formula</u>		

Property/Site Information

Parcel 12624214001

Location

Owner/Tenant

<u>Contact ID</u> AC1729372	<u>Name</u> H O F FINANCIAL I L L C	<u>Organization</u> % HOUSING CAPITAL CD
<u>Mailing Address</u> 3200 BRISTOL ST #800	<u>State/Province</u> CA	
<u>City</u> COSTA MESA	<u>Country</u>	☐ <u>Foreign</u>
<u>ZIP/PC</u> 92626-1810	<u>Evening Phone</u>	
<u>Day Phone</u>	<u>Mobile #</u>	
<u>Fax</u>		

A/P Linked Addresses

No Addresses are linked to this Application

Linked Addresses

10810 WRIGLEY FIELD AVE
LAS VEGAS, 89166-

A/P Addresses

No Other Addresses are associated to this Application

Linked Parcels

No Parcels are linked to this Application

A/P Linked Parcels

12624214001
12624214002
12624214003

Report Date 02/23/2010 03:53 PM

Submitted By

Page 2

A/P Linked Parcels

12624214004
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Report Date 02/23/2010 03:53 PM

Submitted By

Page 3

A/P Linked Parcels

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Report Date 02/23/2010 03:53 PM

Submitted By

Page 4

A/P Linked Parcels

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Report Date 02/23/2010 03:53 PM

Submitted By

Page 5

A/P Linked Parcels

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12624214192

Applicants/Contacts

Primary N Capacity OWNER Contact ID AC1729372 ☐ Foreign
Effective
Name H O F FINANCIAL I L L C Expire
Day Phone Eve Phone Organization % HOUSING CAPITAL CO
Pager PIN # Position % D HATCH
Fax Mobile Profession
E-Mail
Address 3200 BRISTOL ST #800
COSTA MESA, CA 92626-1810
Seasonal Addr

Valid From To
Comments No Comments

Primary Y Capacity APPL Contact ID AC1521462 ☐ Foreign
Effective
Name SLATER HANIFAN GROUP Expire
Day Phone () 284-5300 x Eve Phone Organization
Pager PIN # Position
Fax () 284-5399 Mobile Profession
E-Mail
Address 5740 S. ARVILLE ST #216
LAS VEGAS, NV 89118
Seasonal Addr

Valid From To
Comments Chelsea Pelteir - 284.5399

Contractors

No Contractors

Project # A/P Type Status Stage Relation

No children exist for this project

Planning Condition Description Effective Expire Comments

There is no planning condition for this project.

Report Date 02/23/2010 03:53 PM

Submitted By

Page 6

EXTENSION OF TIME

Y Will this go to the City Council?

Final City Council letter received

Y Will this go DIRECTLY to City Council?

Annotated minutes received

Parent Application Type VAR

Hearing Type

Parent Project # 26237

Public, Non-Public or Admin? NON-PUBLIC

Staff Recommendation

Meeting Information

Meeting Grid

Meeting Date

Comments

Added By

Meeting Type

Add Date

Meeting Status

Modified by

Modified Date

YES Votes

NO Votes

ABSTENTIONS

04/07/2010

CC

SCHEDULED

0

0

0

FSOLIS

02/18/2010

Template Type A/P #

A/P Type

Status

Stage

No children exist for this project

Employee

Employee ID

Last

First

MI

Comments

984478

SULLIVAN

DEBORAH

J

Planning x6895

Log

Action

Comments

Description

Entered By

Start

Stop

Hours

PAYMNT CO NAME WHO PICKED UP CONTACT#
HOF Financial I LLC ck 1593 / 714-433-2300 / Chelsea

983657

02/18/2010 13:39

0.00

PLANNING & DEVELOPMENT DEPARTMENT

APPLICATION / PETITION FORM

Application/Petition For: Extension of Time (VAR 26237)
 Project Address (Location) Dorrell Rd. / Puli Rd
 Project Name Cliffs Edge POD 301 Proposed Use _____
 Assessor's Parcel #(s) 24-214-001 thru 192 Ward # _____
 General Plan: existing _____ proposed _____ Zoning: existing _____ proposed _____
 Commercial Square Footage _____ Floor Area Ratio _____
 Gross Acres _____ Lots/Units _____ Density _____
 Additional Information _____

PROPERTY OWNER HOF Financial LLC Contact _____
 Address 3200 Bristol St. # 806 Phone: _____ Fax: _____
 City Costa Mesa State CA Zip 92626
 E-mail Address _____

APPLICANT HOF Financial LLC Contact _____
 Address 3200 Bristol St. # 800 Phone: _____ Fax: _____
 City Costa Mesa State CA Zip 92626
 E-mail Address _____

REPRESENTATIVE Slater Hanigan Group Contact Chelsea Peltier
 Address 5140 S. Arville St. #216 Phone: 284-5300 Fax: 284-5399
 City Las Vegas State NV Zip 89118
 E-mail Address cpeltier@shg-inc.com

Property Owner Signature* K. Goodbody
* An authorized agent may sign in lieu of the property owner for Final Maps, Tentative Maps, and Parcel Maps.
 Print Name Karen Goodbody
 Subscribed and sworn before me
 This _____ day of _____, 20 _____.

Notary Public in and for said County and State

FOR DEPARTMENT USE ONLY

Case #	<u>EOT- 37448</u>
Meeting Date:	<u>4/22/10</u>
Total Fee:	<u>300.00</u>
Date Received:*	<u>4/1/10</u>
Received By:	<u>[Signature]</u>

*The application will not be deemed complete until the submitted materials have been reviewed by the Planning and Development Department for consistency with applicable sections of the Zoning Ordinance.

see attached

STATE OF CALIFORNIA

COUNTY OF ORANGE

On March 31, 2010, before me, **D. Stocker, a Notary Public**, personally appeared **K. Goodbody**, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

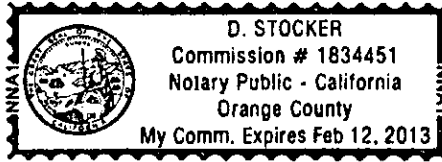
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

D. Stocker

[SEAL]



PLANNING & DEVELOPMENT DEPARTMENT

APPLICATION / PETITION FORM

Application/Petition For: Extension of time (VAR. 26237)
 Project Address (Location): Dorrell Rd. / Ruli Rd.
 Project Name: Cliffs Edge PDI 301 Proposed Use _____
 Assessor's Parcel #(s): 126-24-214-001 thru 192 Ward # _____
 General Plan: existing _____ proposed _____ Zoning: existing _____ proposed _____
 Commercial Square Footage _____ Floor Area Ratio _____
 Gross Acres _____ Lots/Units _____ Density _____
 Additional Information _____

PROPERTY OWNER HOF Financial T, LLC Contact _____
 Address 3200 Bristol Street #800 Phone: 714-433-2200 Fax: _____
 City Costa Mesa State CA Zip 92626
 E-mail Address _____

APPLICANT Slater Hanifan Group Contact Chelsea Peltier
 Address 5740 S. Arville St. #210 Phone: 234-5300 Fax: 234-5399
 City Las Vegas State NV Zip 89118
 E-mail Address cpeltier@shg-inc.com

REPRESENTATIVE Slater Hanifan Group Contact Chelsea Peltier
 Address 5740 S Arville St. #210 Phone: 234-5300 Fax: 234-5399
 City Las Vegas State NV Zip 89118
 E-mail Address cpeltier@shg-inc.com

FOR DEPARTMENT USE ONLY

Property Owner Signature* _____

* An authorized agent may sign in lieu of the property owner for Final Maps, Tentative Maps, and Parcel Maps.

Print Name _____

Subscribed and sworn before me

This _____ day of _____, 20 _____.

Notary Public in and for said County and State

Case #
Meeting Date:
Total Fee:
Date Received:*
Received By:

*The application will not be deemed complete until the submitted materials have been reviewed by the Planning and Development Department for consistency with applicable sections of the Zoning Ordinance.



PLANNING & DEVELOPMENT DEPARTMENT

APPLICATION / PETITION FORM

Application/Petition For: Extension of time (VAR 26237)
Project Address (Location): Dorell Rd / Buli Rd
Project Name: Cliff's Edge PDD 301 Proposed Use: _____
Assessor's Parcel #(s): 26-24-214-001 thru 192 Ward #: _____
General Plan: existing _____ proposed _____ Zoning: existing _____ proposed _____
Commercial Square Footage: _____ Floor Area Ratio: _____
Gross Acres: _____ Lots/Units: _____ Density: _____
Additional Information: _____

PROPERTY OWNER HOF Financial I, LLC Contact: _____
Address: 3700 Bristol Street #800 Phone: 714-433-2200 Fax: _____
City: Costa Mesa State: CA Zip: 92626
E-mail Address: _____

APPLICANT Slater Hanigan Group Contact: Nelson Peltier
Address: 5740 S. Arville St. #210 Phone: 234-5300 Fax: 234-5399
City: Las Vegas State: NV Zip: 89118
E-mail Address: cpeltier@shg-inc.com

REPRESENTATIVE Slater Hanigan Group Contact: Nelson Peltier
Address: 5740 S. Arville St. #210 Phone: 234-5300 Fax: 234-5399
City: Las Vegas State: NV Zip: 89118
E-mail Address: cpeltier@shg-inc.com

Property Owner Signature* [Signature]

*An authorized agent may sign in lieu of the property owner for Final Maps, Tentative Maps, and Parcel Maps.

Print Name: Russ Wakeham
Subscribed and sworn before me HOF Financial I, LLC 2/17/10

This _____ day of _____, 20____.

Notary Public in and for said County and State

Please See Attached

Revised 10/27/08

FOR DEPARTMENT USE ONLY

Case #
<u>EOT-37448</u>
Meeting Date: <u>4-7-10</u>
Total Fee: <u>300.00</u>
Date Received: <u>2-18-10</u>
Received By: <u>F.S.</u>

*The application will not be deemed complete until the submitted materials have been reviewed by the Planning and Development Department for consistency with applicable sections of the Zoning Ordinance.

F:\depot\Application Packet\Application Form.pdf

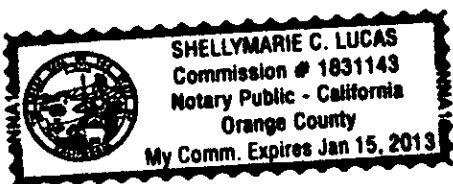
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of ORANGE

On February 17, 2010 before me, Shellymarie C. Lucas,
Date Here Insert Name and Title of the Officer

personally appeared Russ Wakeham
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

Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Application/Relinquishment

Document Date: Feb. 17, 2010 Number of Pages: 1

Signer(s) Other Than Named Above: N/A

Capacity(ies) Claimed by Signer(s)

Signer's Name: Russ Wakeham

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here



HOM1001.000

February 18, 2010

City of Las Vegas
Planning Department
731 S. Fourth Street
Las Vegas, NV 89101

RE: Cliff's Edge POD 301

To whom it concerns,

Slater Hanifan Group, on behalf of our client, Housing Capital Company, respectfully submits this justification letter with an application to extend VAR-26236 and VAR-26237.

The project site is located at Dorrell Road and Puli Road.

The subject development is contained within the following Assessor's Parcel Numbers: 126-24-214-001 thru 198.

Due to the current economic conditions, we are requesting to extend both Variances for a period of two years to continue development of the site.

Please contact me at (702) 284-5300 if you have any questions regarding this application.

Sincerely,

Slater Hanifan Group, Inc.

A handwritten signature in cursive script, appearing to read 'Chelsea Peltier'.

Chelsea Peltier
Project Coordinator

EOT-37448
04/22/10 PC



PLANNING & DEVELOPMENT DEPARTMENT

STATEMENT OF FINANCIAL INTEREST

Case Number: **EOT-37448** APN: 126-24-214-001 thru 192
Name of Property Owner: HOF Financial I, LLC
Name of Applicant: HOF Financial I, LLC
Name of Representative: Slater Hanifan Group

To the best of your knowledge, does the Mayor or any member of the City Council or Planning Commission have any financial interest in this or any other property with the property owner, applicant, the property owner or applicant's general or limited partners, or an officer of their corporation or limited liability company?

_____ Yes

X No

If yes, please indicate the member of the City Council or Planning Commission who is involved and list the name(s) of the person or persons with whom the City Official holds an interest. Also list the Assessor's Parcel Number if the property in which the interest is held is different from the case parcel.

City Official: _____

Partner(s): _____

APN: _____

Signature of Property Owner: K. Goodbody

Print Name: Karen Goodbody

Subscribed and sworn before me

This _____ day of _____, 20____

Notary Public in and for said County and State

See attached

STATE OF CALIFORNIA

COUNTY OF ORANGE

On March 31, 2010, before me, **D. Stocker, a Notary Public**, personally appeared **K. Goodbody**, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

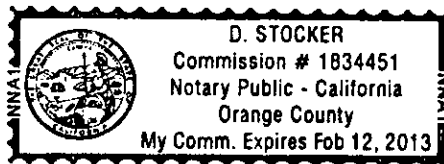
I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

D. Stocker

[SEAL]





PLANNING & DEVELOPMENT DEPARTMENT

STATEMENT OF FINANCIAL INTEREST

Case Number: **EOT-37448** APN: 126-24-241-001 thru 192

Name of Property Owner: HOF Financial I, LLC

Name of Applicant: Slater Hanifan Group

Name of Representative: Slater Hanifan Group

To the best of your knowledge, does the Mayor or any member of the City Council or Planning Commission have any financial interest in this or any other property with the property owner, applicant, the property owner or applicant's general or limited partners, or an officer of their corporation or limited liability company?

☐ Yes

☒ No

If yes, please indicate the member of the City Council or Planning Commission who is involved and list the name(s) of the person or persons with whom the City Official holds an interest. Also list the Assessor's Parcel Number if the property in which the interest is held is different from the case parcel.

City Official: _____

Partner(s): _____

APN: _____

Signature of Property Owner: *[Signature]*

Print Name: Russ Wakeham
HOF Financial I, LLC 211710

Subscribed and sworn before me

This _____ day of _____, 20____

See attached

Notary Public in and for said County and State

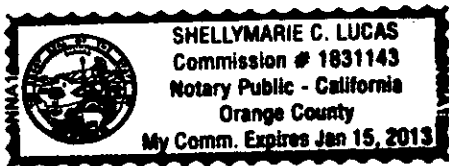
CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of ORANGE

On February 17, 2010 before me, Shellymarie C. Lucas,
Date Here Insert Name and Title of the Officer

personally appeared Russ Wakeham
Name(s) of Signer(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is 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

Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Statement of Financial Sheet

Document Date: 2/17/2010 Number of Pages: 1

Signer(s) Other Than Named Above: N/A

Capacity(ies) Claimed by Signer(s)

Signer's Name: Russ Wakeham

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

Signer's Name: _____

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☐ Other: _____

Signer Is Representing: _____

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

RIGHT THUMBPRINT
OF SIGNER
Top of thumb here

Inst #: 200912220001615

Fees: \$17.00 N/C Fee: \$0.00

RPTT: \$19584.00 Ex: #

12/22/2009 09:46:38 AM

Receipt #: 169736

Requestor:

STEWART LAS VEGAS SUNSET

Recorded By: JFK Pgs: 5

DEBBIE CONWAY

CLARK COUNTY RECORDER

APN: 126-24-214-001 through 198, inclusive

Recorded at the Request of:
Stewart Title of Nevada- Las Vegas Division
376 E. Warm Springs Road #190
Las Vegas, Nevada 89119

When recorded Mail this document
and Tax Statements to:

HOF Financial I LLC
c/o Housing Capital Company
3200 Bristol Street, Suite 800
Costa Mesa, CA 92626
Attn: Denise Hatch

ORDER NO. 1021825-B-FCL

TRUSTEE'S DEED UPON SALE

THIS INDENTURE, made this 14th day of December, 2009 by STEWART TITLE OF NEVADA HOLDINGS, INC, a Nevada Corporation, dba Stewart Title of Nevada-Las Vegas Division as duly-appointed Trustee as hereinafter stated, and hereinafter referred to as trustee ("Trustee") in favor of HOF Financial I, LLC, a Delaware limited liability company, herein referred to as grantee ("Grantee").

WITNESSETH:

WHEREAS, Astoria CE 307, LLC, a Nevada limited liability company ("Trustor") by Deed of Trust with Assignment of Leases and Rents, Security Agreement and Fixture Filing, dated July 25, 2007 and recorded in the Official Records of Clark County, Nevada (the "Official Records") on August 13, 2007, in Book No. 20070813, as Document No. 000691 and modified by that certain Modification of Deed of Trust dated as of May 15, 2008 and recorded in the Official Records on May 23, 2008 in Book No. 20080523, as Document No. 0004248 (as modified and amended, the "Deed of Trust"), did grant and convey to the original trustee, upon the trusts therein expressed, the real property, personal property and fixtures hereinafter described, among other uses and purposes to secure, among other obligations, the payment of: (i) a Promissory Note Secured by Deed of Trust, dated as of March 10, 2005, payable by Trustor to Housing Capital Company, a Minnesota partnership in the original principal amount of \$8,300,000.00; (ii) a Promissory Note Secured by Deed of Trust, dated as of August 13, 2007, payable by Trustor to Housing Capital Company, a Minnesota partnership in the original principal amount of \$16,015,000.00; and (iii) a Promissory Note Secured by Deed of Trust, dated as of May 15, 2008, payable by THOMAS H. MCCORMICK, IV and CRISTEN J. MCCORMICK, as Trustees of the T & C MCCORMICK FAMILY TRUST dated January 22, 2003 to Housing Capital Company, a Minnesota partnership in the original principal amount of \$4,650,000.00 (collectively, the "Notes"), each with interest and fees as therein provided, according to the terms thereof, and other sums

of money advanced, with interest thereon and other obligations, to which reference is hereby made; and

WHEREAS, the beneficial interest in the Deed of Trust was assigned by Housing Capital Company, a Minnesota partnership ("Original Lender") to Grantee pursuant to that certain Assignment of Deed of Trust, dated as of December 7, 2009 and recorded in the Official Records on December 8, 2009 in Book No. 20091208, as Document No. 0003031; and

WHEREAS, breach and default was made under the terms of said Deed of Trust in the particulars set forth in the Notice of Default and Election to Sell Under Deed of Trust hereinafter referred to, to which reference is hereby made; and

WHEREAS, on August 17, 2009, Original Lender, predecessor-in-interest to Grantee, as beneficiary and holder of the Notes did execute and deliver to Trustee, a Notice of such breach and default and election to cause the Trustee to sell said property to satisfy the obligations secured by said Deed of Trust, which Notice was recorded August 19, 2009 in Book 20090819, as Document No. 0003499 in the Official Records; and

WHEREAS, the Trustee in consequence of said election, declaration of default and demand for sale, and in compliance with said Deed of Trust and with the statutes for such cases made and provided, made and published once a week for three consecutive weeks before the date of sale therein fixed, in Clark County, Nevada in which the premises to be sold is situated, a Notice of Sale as required by law, containing a correct description of the property to be sold and stating that the Trustee would, under the provisions of said Deed of Trust, sell the property therein, and herein described at public auction to the highest bidder for cash, lawful money of the United States of America, on December 14, 2009 at the hour of 10:00 a.m., at the front entrance of the office of the Nevada Legal News, 930 So. Fourth Street, Las Vegas, Nevada 89101.

WHEREAS, three true and correct copies of said Notice were posted in three public places in the County of Clark, State of Nevada, where said sale was noticed to take place and where the property is to be sold and three like notices were posted within the City or Township wherein the property to be sold is located for not less than twenty days before the date of said therein fixed; and

WHEREAS, copies of said notice were mailed by certified mail to the Trustor and/or successors in interest and other parties in accordance with the terms of the Deed of Trust and the applicable statutory provisions of the State of Nevada; and

WHEREAS, compliance having been made with all the statutory provisions of the State of Nevada and with all of the provisions of said Deed of Trust as to the acts to be performed and notices to be given, and in particular, full compliance having been made with all statutes and with the Soldier's and Sailors Relief Act of 1940, said Trustee, at the time and place aforesaid, did then and there at public auction sell the property hereinafter described to the Grantee for the sum of \$3,840,000.00 said Grantee being the highest bidder therefor.

NOW THEREFORE, Trustee in consideration of the premises recited and the sum above mentioned bid and paid by the Grantee, receipt of which is hereby acknowledged, and by virtue of these premises, does hereby grant and convey, but without covenant or warranty, express or implied as to title or possession, unto Grantee, all that certain real property situate in the County of Clark, State of Nevada, described as follows:

Parcel A:

Lot 301 in Block 9 of CLIFFS EDGE PARENT (a common interest community) as shown by map thereof on file in Book 118 of Plats, Page 88, in the office of the County Recorder of Clark County, Nevada.

(Now known as: All that land lying with the exterior boundaries of Final Map of Astoria Homes at Cliff's Edge POD 301, (a common interest community) as shown by map thereof on file in Book 139 of Plats, Page 70, in the office of the County Recorder of Clark County, Nevada.

Excepting therefrom Common Element Lot "Y" of Cliff's Edge Parent, as shown by map thereof on file in Book 118 of Plats, Page 88, in the office of the County Recorder of Clark County, Nevada.)

Parcel B:

Non-exclusive easements for vehicular and pedestrian traffic, as provided for and subject to the terms and conditions as set forth in that certain "Master Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Cliffs Edge (a Nevada Master Planned Community)", recorded October 15, 2003 in Book 20031015 as Document No. 02964, as Amended and Restated by that instrument recorded June 22, 2004 in Book 20040622 as Document No. 03301, of Official Records.

TOGETHER WITH, the improvements, fixtures and personal property located thereon or otherwise described in the Deed of Trust and all and singular tenements, hereditaments and appurtenances thereunto belonging or appertaining, rents, issues and profits thereof.

TOGETHER WITH, all appurtenances in which Trustor has any interest, including any water rights benefiting said realty.

[Signature and notary page follows.]

IN WITNESS WHEREOF, the said Stewart Title of Nevada Holdings, Inc , a Nevada Corporation dba Stewart Title of Nevada-Las Vegas Division, as Trustee, has this day caused its corporation name to be hereunto affixed by its Vice President thereunto duly authorized by resolution of it's board of directors.

STEWART TITLE OF NEVADA HOLDINGS, INC dba Stewart Title of Nevada- Las Vegas Division,
As Trustee

BY: 
MARY ROGERS HUNT
Authorized Agent

STATE OF NEVADA)
) ss.
COUNTY OF CLARK)



This instrument was acknowledged before me, a notary public on December 14, 2009 by Mary Rogers Hunt, as Authorized Agent of Stewart Title of Nevada Holdings, Inc


NOTARY PUBLIC

**STATE OF NEVADA
DECLARATION OF VALUE FORM**

1. Assessor Parcel Number(s)

a. 124-26-410-002
b. _____
c. _____
d. _____

2. Type of Property:

a. ☐ Vacant Land b. ☒ Single Fam. Res.
c. ☐ Condo/Twnhse d. ☐ 2-4 Plex
e. ☐ Apt. Bldg f. ☐ Comm'l/Ind'l
g. ☐ Agricultural h. ☐ Mobile Home
i. ☐ Other _____

FOR RECORDER'S OPTIONAL USE ONLY

Book: _____ Page: _____
Date of Recording: _____
Notes: _____

3. a. Total Value/Sales/Price of Property \$ 3,840,000.00
b. Deed in Lieu of Foreclosure Only (value of property) _____
c. Transfer Tax Value: \$ 3,840,000.00
d. Real Property Transfer Tax Due \$ 19,584.00

4. If Exemption Claimed:

a. Transfer Tax Exemption per NRS 375.090, Section _____
b. Explain Reason for Exemption: _____

5. Partial Interest: Percentage being transferred: _____ %

The undersigned declares and acknowledges, under penalty of perjury, pursuant to NRS 375.060 and NRS 375.110, that the information provided is correct to the best of their information and belief, and can be supported by documentation if called upon to substantiate the information provided herein. Furthermore, the parties agree that disallowance of any claimed exemption, or other determination of additional tax due, may result in a penalty of 10% of the tax due plus interest at 1% per month. Pursuant to NRS 375.030, the Buyer and Seller shall be jointly and severally liable for any additional amount owed.

Signature: _____ Capacity: Grantor

Signature: _____ Capacity: Grantee

**SELLER (GRANTOR) INFORMATION
(REQUIRED)**

Print Name: Stewart Title of Nevada Holdings
Address: 376 E. Warm Springs Road #190
City: Las Vegas
State: Nevada Zip: 89119

**BUYER (GRANTEE) INFORMATION
(REQUIRED)**

Print Name: HOF Financial I. LLC
Address: 3200 Bristol Street, Suite 800
City: Costa Mesa
State: CA Zip: 92626

COMPANY/PERSON REQUESTING RECORDING (required if not seller or buyer)

Print Name: Stewart Title of Nevada Holdings Escrow #: 1021825-B-FCI
Address: 376 E. Warm Springs Road #190
City: Las Vegas State: NV Zip: 89119

**SECOND AMENDED AND RESTATED
GENERAL PARTNERSHIP AGREEMENT
OF
HOUSING CAPITAL COMPANY**

THIS SECOND AMENDED AND RESTATED GENERAL PARTNERSHIP AGREEMENT is made and entered into as of this 31st day of December 2007, by and between U.S. Bancorp Construction Funding, Inc., a Minnesota corporation ("UCF"), and DFP Financial, Inc., a California corporation ("DFP") (hereinafter UCF and DFP are referred to collectively as the "Partners" and individually as a "Partner");

WITNESSETH THAT:

WHEREAS, the Partners are parties to the Amended and Restated Partnership Agreement of Housing Capital Company dated as of January 29, 1999, as amended by the First Amendment thereto dated June 24, 2002 and by the Second Amendment thereto dated March 21, 2007 (as so amended, the "Existing Partnership Agreement");

WHEREAS, the Partners desire to amend and restate the Existing Partnership Agreement;

NOW, THEREFORE, in consideration of the premises, the mutual covenants and agreements hereinafter set forth, and other good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Partners agree as follows:

**Article 1.
Definitions**

Unless the context otherwise specifies or requires, the terms defined in this Article I shall, for the purposes of this Agreement, have the meanings herein specified (and such meanings shall be equally applicable to both the singular and plural form of the terms defined, as the context may require). Certain other capitalized terms used herein are defined elsewhere in the Agreement.

"Act" means the Minnesota Uniform Partnership Act, as amended from time to time.

"Affiliate" or "Affiliated Person" means, when used with reference to a specified Person, (a) any Person that directly or indirectly through one or more intermediaries controls or is controlled by or is under common control with the specified Person, (b) any Person that is an officer, partner or trustee of, or serves in a similar capacity with respect to, the specified Person or of which the specified Person is an officer, partner or trustee, or with respect to which the specified Person serves in a similar capacity, (c) any Person that, directly or indirectly, is the beneficial owner of ten percent (10%) or more of any class of equity securities of, or otherwise has a substantial beneficial interest in, the specified Person or of which the specified Person has a substantial beneficial interest and (d) any relative or spouse of the specified Person.

signed by such member. A member, by his attendance at any meeting of the Management Committee, shall be deemed to have waived notice of such meeting, except where the member objects at the beginning of the meeting to the transaction of business because the meeting is not lawfully called or convened and does not participate thereafter in the meeting.

8.8 Quorum. Subject to the provisions of Section 8.9, all of the members of the Management Committee shall constitute a quorum for the transaction of business at such meeting.

8.9 Absent Members. A member may give advance written consent or opposition to a proposal to be acted on at a meeting of the Management Committee. If such member is not present at the meeting, consent or opposition to a proposal shall constitute presence for purposes of determining the existence of a quorum but only with respect to matters which are the subject of such advance written consent or opposition, and such consent or opposition shall be counted as a vote in favor of or against the proposal and shall be entered in the minutes or other record of action at the meeting, if the proposal acted on at the meeting is substantially the same or has substantially the same effect as the proposal to which the member has consented or objected.

8.10 Written Action. Any action which might be taken at a meeting of the Management Committee may be taken without a meeting if done in writing and signed by all of the members of the Management Committee.

8.11 Appointment of the Managing Partner. The Management Committee shall appoint a Managing Partner to manage the day-to-day affairs of the Partnership and to carry out and execute the decisions of the Management Committee in accordance with the purposes set forth in Article 4 of this Agreement. DFP shall be, and hereby is appointed as the initial Managing Partner until removed or replaced pursuant to this Agreement. The Management Committee may also appoint and the Partnership may employ such other Persons as may be necessary to assist the Managing Partner. The Management Committee may remove the Managing Partner for "cause" or in the event of a Change in Control of the Managing Partner. For purposes of this Section 8.11, "cause" shall mean (a) the willful and material failure by the Managing Partner to carry out and execute the decisions of the Management Committee with respect to the management of the Partnership, (b) the willful violation of any material term of this Agreement by the Managing Partner, (c) the willful and material failure of the Managing Partner to exercise reasonable prudence and diligence in the management of the affairs of the Partnership, (d) actions on the part of the Managing Partner that materially adversely affect the business reputation and image of the Partnership or the other Partner and (e) the willful failure of the Managing Partner to materially comply with the terms and conditions of the Loan Documents or the servicing requirements set forth in Exhibit C in any material respect.

8.12 Authority, Duties of the Managing Partner. The Managing Partner shall have the right, power, authority and duty, except as herein otherwise expressly provided, to conduct and manage the day-to-day operations and the business of the Partnership. The Managing Partner shall seek the advice of the Management Committee regarding material Partnership actions and decisions. The Managing Partner shall also keep the Management Committee apprised, involved and informed on a current basis as to all material matters with respect to the Partnership and the Partnership business, will meet and consult with the Management Committee as the Management

IN WITNESS WHEREOF, this Agreement has been executed as of the date set forth on page 1.

PARTNERS

DFP FINANCIAL, INC.

By Donald M. Petron
Its Chairman

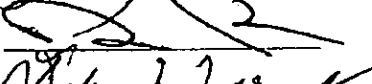
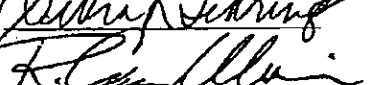
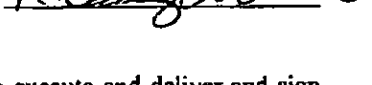
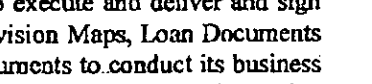
**U.S. BANCORP CONSTRUCTION
FUNDING, INC.**

By Walter R. Rubin
Its President

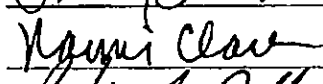
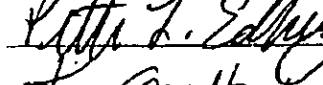
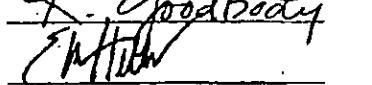
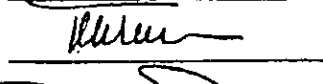
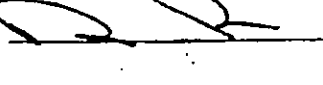
HOUSING CAPITAL COMPANY
DFP FINANCIAL, INC.
Incumbency Certificate

The undersigned, David M. Petrone and Fredrick W. Petri, hereby certify that they are the duly elected, qualified and acting Chairman and President respectively of DFP Financial, Inc., a California corporation (the "Company") and do further certify as follows:

- (1) The Company is the duly appointed and acting Managing Partner of Housing Capital Company, a Minnesota general partnership (the "Partnership"), pursuant to the terms of Section 8.11 of that certain Partnership Agreement of Housing Capital Company dated July 28, 1994, and further amended and restated by that certain Amended and Restated General Partnership Agreement of Housing Capital Company dated January 29, 1999 as amended by the First Amendment to Amended and Restated General Partnership Agreement dated as of June 24, 2002, and by the Second Amendment to Amended and Restated Partnership Agreement dated as of March 21, 2007, and was further amended and restated by that certain Second Amended and Restated General Partnership Agreement of Housing Capital Company dated December 31, 2007 ("Partnership Agreement") as may be amended from time to time.
- (2) Each of the following persons has been duly authorized to execute and deliver and sign Confirmations, Instructions, Certificates and Loan Documents regarding the Working Capital and Construction Funding Loans and the End Loans, as defined in the Amended and Restated Credit Agreement dated January 29, 1999, and further amended and restated by that certain Second Amended and Restated Credit Agreement dated December 31, 2007 as amended by the First Amendment to Second Amended and Restated Credit Agreement and Other Loan Documents dated March 18, 2009 ("Credit Agreement") as may be amended from time to time, and to execute all necessary documents to conduct its business affairs with individuals, agents, corporations, legal entities, or government agencies and to sign and issue directions as to collateral advances and/or releases under the Credit Agreement, and the Amended and Restated Pledge and Security Agreement dated January 29, 1999, as amended from time to time, and further amended and restated by that certain Second Amended and Restated Pledge and Security Agreement dated December 31, 2007 ("Pledge Agreement") as may be amended from time to time each executed by and between the Partnership and US Bank National Association, a national banking association (the "Bank") as may be amended from time to time.

<u>Name:</u>	<u>Title:</u>	<u>Signature:</u>
Loni Armaz	Vice President	
Norma J. Avery	Senior Vice President	
Denise Hatch	Vice President	
Norman W. Kallan	Sr. Vice President	
Dave Prowse	Vice President	
Debra Tearington	Vice President	
Roger Craig Wise	Vice President	

- (3) Each of the following persons has been duly authorized to execute and deliver and sign Instructions, Certificates, Standby Letters of Credit, Subdivision Maps, Loan Documents regarding the End Loans, and to execute all necessary documents to conduct its business affairs with individuals, agents, corporations, legal entities, or government agencies, and to sign and issue directions as to collateral advances and/or releases under the Credit Agreement and Pledge Agreement as may be amended from time to time.

<u>Name:</u>	<u>Title:</u>	<u>Signature:</u>
Loni Armaz	Vice President	
Norma J. Avery	Senior Vice President	
Linda Barretta	Vice President	
Naomi Clark	Vice President	
Peter Edberg	Vice President	
Karen Goodbody	Vice President	
Elke Heller	Vice President	
Kris Lamson	Vice President	
David Prowse	Vice President	

Jason Subia	Vice President
Carl Swanson	Vice President
Mary Swanson	Assistant Vice President
Russ Wakeham	Vice President
Tom Walker	Senior Vice President
William Wells	Senior Vice President

Jason Subia
Carl Swanson
Mary Swanson
Russ Wakeham
Tom Walker
William Wells

- (4) BE IT FURTHER RESOLVED THAT, each of the following have been given the authority by the Company to sign disbursement authorizations, related payoffs and demands for payment pertaining to End Loans on behalf of Housing Capital Company and the following persons have been given authorization to telephone instructions to Bank using title designated below:

Juan Del Toro	Disbursement Officer
Rhonda Harold	Disbursement Administrator
Dawn McNeil	Assist. Loan Administrator

Juan Del Toro
Rhonda Harold
Dawn McNeil

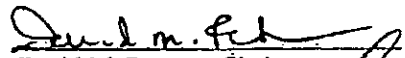
- (5) BE IT FURTHER RESOVLED THAT, each of the following persons has been given the authority by the Company to authorize processing of payments on the End Loans on behalf of Housing Capital Company:

Patricia Bowen	Accounting Officer
Shannon Van Atta	Accounting Officer

Patricia Bowen
Shannon Van Atta

- (6) The Bank may conclusively rely on this Incumbency Certificate until the Bank shall have received a further certification of the Managing Partner canceling or amending this Incumbency Certificate and submitting the names, incumbency and signatures of the persons named in such further certificate.
- (7) This Incumbency Certificate replaces and supersedes all previous Incumbency Certificates issued to the Bank on behalf of the Company.

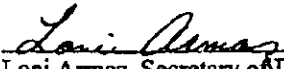
IN WITNESS WHEREOF, we have hereunto set our hand on the 29th day of May, 2009.


David M. Petrone, Chairman


Fredrick W. Petri, President

The undersigned, Loni Armaz being the duly elected, qualified and acting Secretary of the Company does hereby certify that David M. Petrone is the elected, qualified and acting Chairman of the Company, Fredrick W. Petri is the duly elected, qualified and acting President of the Company and that the signatures of David M. Petrone and Fredrick W. Petri appearing above are their genuine signatures.

IN WITNESS WHEREOF, I have hereunto set my hand this 29th day of May, 2009.


Loni Armaz, Secretary of DFP Financial, Inc.

