



BORROWER: Arizona First Partners 1 LLC

PROJECT: Las Sendas Office Building

ADDRESS: 7565 E Eagle Crest Dr, Mesa, AZ 85207

Borrower hereby requests the below itemized funds from lender to pay the listed items, all of which are a part of the construction project at the above referenced property. All are in accordance

with the previously submitted cost breakdown. Borrower states and declares work in place has progressed per plans and specifications to a point where disbursement as scheduled is proper and construction has been completed with quality workmanship to date. I have listed below, mechanics, trades and suppliers that have performed the work and will be paid from this disbursement.

VENDOR	BUDGET LINE ITEM	DESCRIPTION	AMOUNT
Sahuaro Group	6	Construction, SWPPP	1,000.00
Sahuaro Group	48	Construction, General Conditions	3,319.00
Sahuaro Group	49	Construction, Survey	3,300.00
Sahuaro Group	53	Construction, Contractor Fee	1,475.00
Sahuaro Group	54	Construction, Sales Tax	1,342.00
Sahuaro Group	55	Construction, (Less Retention)	(1,043.00)
Sahuaro Group	58	Development, Engineer Plans/Permits	12,000.00
Brown Law Group	58	Development, Condo Association CC&RS	1,265.00
GRAND TOTAL			\$22,658.00

I certify as of this funding, the construction project is on budget and all trades & suppliers have been, or will be paid.

Arizona First Partners 1 LLC

By  _____

David Haney, Manager

Draw: 6

Date: 11/20/2007

APPLICATION AND CERTIFICATION FOR PAYMENT

TO: Arizona First Partners 1 LLC
 5041 E. Pershing Ave
 Scottsdale, Arizona 85254-3621

PROJECT: Las Sendas Office Building

APPLICATION NO: 4
 PERIOD TO: 11/30/2007

FROM: The Sahuaro Group LLC
 19 South 10th Avenue
 Phoenix, Arizona 85007

ARCHITECT: Group Renaissance Architect
 2018 W. Cambridge Ave
 Phoenix, Arizona 85009-1950

DISTRIBUTION TO:
 OWNER
 ARCHITECT
 CONTRACTOR

CONTRACT FOR: New construction

PROJECT NO: 7012
 CONTRACT DATE: 7/5/06

CONTRACTOR'S APPLICATION FOR PAYMENT

Application is made for payment, as shown below, in connection with the Contract. Continuation Sheet, A/A Document G703, is attached.

1 ORIGINAL CONTRACT SUM \$ 1,036,310.00
 2 Net change by Change Orders \$ -
 3 CONTRACT SUM TO DATE (Line 1+2) \$ 1,036,310.00
 4 TOTAL COMPLETED & STORED TO DATE (Column G on G703) \$ 44,092.00
 5 RETAINAGE:
 a. 10 % of Completed Work \$
 (Column D + E on G703)
 b. % of Stored Material \$
 (Column F on G703)
 Total Retainage (Lines 5a + 5b or Total in Column 1 of G703) 4,409.00

6 TOTAL EARNED LESS RETAINAGE \$ 39,683.00
 (Line 4 Less Line 5 Total)
 7 LESS PREVIOUS CERTIFICATES FOR PAYMENT (Line 6 from prior Certificate) \$ 30,290.00
 8 CURRENT PAYMENT DUE \$ 9,393.00
 9 BALANCE TO FINISH, INCLUDING RETAINAGE (Line 3 less Line 6) \$ 996,627.00

CHANGE ORDER SUMMARY	ADDITIONS	DEDUCTIONS
Total changes approved in previous months by Owner	0	-
Total approved this Month	-	-
TOTALS	-	-
NET CHANGES by Change Order	-	-

The undersigned Contractor certifies that to the best of this Contractor's knowledge, information and belief the Work covered by this Application for Payment has been completed in accordance with the Contract Documents, that all amounts have been paid by the Contractor for work for which previous Certificates for Payment were issued and payments received from the Owner, and that current payment shown herein is now due.
 CONTRACTOR: The Sahuaro Group LLC
 BY: *[Signature]* DATE: 11/20/07

State of: ARIZONA County of: MARICOPA
 Subscribed and sworn to before me this
 Notary Public:
 My Commission expires:

In accordance with the Contract Documents, based on on-site observations and the data comprising the application, the Architect certifies to the Owner that to the best of the Architect's knowledge, information and belief the Work has progressed as indicated, the quality of the Work is in accordance with the Contract Documents, and the Contractor is entitled to payment of the AMOUNT CERTIFIED.
 AMOUNT CERTIFIED: \$ 9,393.00

(Attach explanation if amount certified differs from the amount applied. Initial all figures on this Application and on the Continuation Sheet that are changed to conform with the amount certified.)
 ARCHITECT: *[Signature]*

By: _____ Date: _____
 This Certificate is not negotiable. The AMOUNT CERTIFIED is payable only to the Contractor named herein. Issuance, payment and acceptance of payment are without prejudice to any rights of the Owner or Contractor under this Contract.

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

AIA Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing

APPLICATION NUMBER: 4

Contractor's signed Certification is attached.

APPLICATION DATE: 11/20/2007

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 11/30/2007

Use Column 1 on Contracts where variable retainage for items may apply.

ARCHITECTS PROJECT NO: 7012

Las Sendas Office Condominiums

Item No.	Description of Work	Scheduled Value	WORK COMPLETED			Stored Material	Completed to date	%	Balance to finish	Retainage
			Previous Application	This Application	G(D+E+F)					
	General Conditions	\$69,733	\$9,957	\$3,319	\$0	\$13,276	19.04%	\$56,457	\$1,328	
	Survey	\$9,500	\$3,400	\$3,300	\$0	\$6,700	70.53%	\$2,800	\$670	
	Earthwork	\$90,000	\$0	\$0	\$0	\$0	0.00%	\$90,000	\$0	
	Soil Treatment	\$375	\$0	\$0	\$0	\$0	0.00%	\$375	\$0	
	SWPPP	\$1,000	\$0	\$1,000	\$0	\$1,000	100.00%	\$0	\$100	
	Asphalt Paving	\$20,000	\$0	\$0	\$0	\$0	0.00%	\$20,000	\$0	
	Rip Rap	\$630	\$0	\$0	\$0	\$0	0.00%	\$630	\$0	
	Brick Pavers	\$7,600	\$0	\$0	\$0	\$0	0.00%	\$7,600	\$0	
	Site Concrete	\$36,795	\$0	\$0	\$0	\$0	0.00%	\$36,795	\$0	
	Bike Rack	\$530	\$0	\$0	\$0	\$0	0.00%	\$530	\$0	
	Site Utilities	\$18,240	\$0	\$0	\$0	\$0	0.00%	\$18,240	\$0	
	Fences and Gates	\$1,200	\$0	\$0	\$0	\$0	0.00%	\$1,200	\$0	
	Landscape & Irrigation	\$55,000	\$0	\$0	\$0	\$0	0.00%	\$55,000	\$0	
	Cast in Place Footings/Slab	\$37,314	\$0	\$0	\$0	\$0	0.00%	\$37,314	\$0	
	Cast in Place Walls	\$0	\$0	\$0	\$0	\$0	0.00%	\$0	\$0	
	Cementitious Toppings	\$7,050	\$0	\$0	\$0	\$0	0.00%	\$7,050	\$0	
	Concrete Masonry Units	\$40,000	\$0	\$0	\$0	\$0	0.00%	\$40,000	\$0	
	CMU Site Walls	\$5,000	\$0	\$0	\$0	\$0	0.00%	\$5,000	\$0	
	Stone Veneer	\$52,000	\$0	\$0	\$0	\$0	0.00%	\$52,000	\$0	
	Structural Metal Framing	\$9,365	\$0	\$0	\$0	\$0	0.00%	\$9,365	\$0	
	Steel Stairs	\$300	\$0	\$0	\$0	\$0	0.00%	\$300	\$0	
	Handrails/Railings/Bollards	\$500	\$0	\$0	\$0	\$0	0.00%	\$500	\$0	
	Rough Carpentry	\$122,600	\$0	\$0	\$0	\$0	0.00%	\$122,600	\$0	
	Building Insulation	\$8,067	\$0	\$0	\$0	\$0	0.00%	\$8,067	\$0	
	Waterproofing	\$7,569	\$0	\$0	\$0	\$0	0.00%	\$7,569	\$0	
	Concrete Roofing Tile	\$21,000	\$0	\$0	\$0	\$0	0.00%	\$21,000	\$0	
	Single Ply Membrane Roofing	\$4,595	\$0	\$0	\$0	\$0	0.00%	\$4,595	\$0	
	Roof Accessories	\$628	\$0	\$0	\$0	\$0	0.00%	\$628	\$0	
	Contract Total	\$626,591	\$13,357	\$7,619	\$0	\$20,976	3.35%	\$605,615	\$2,098	

CONTINUATION SHEET

AIA DOCUMENT G703

PAGE 2 OF 2 PAGES

AIA Document G702, APPLICATION AND CERTIFICATE FOR PAYMENT, containing

APPLICATION NUMBER: 4

Contractor's signed Certification is attached

APPLICATION DATE: 11/20/2007

In tabulations below, amounts are stated to the nearest dollar.

PERIOD TO: 11/30/2007

Use Column I on Contracts where variable retainage for items may apply.

ARCHITECT'S PROJECT NO: 7012

Las Sendas Office Condominiums

A Item No.	B Description of Work	C Scheduled Value	D WORK COMPLETED		F Stored Material	G(D-E-F) Completed to date	H(C-G) Balance to Finish	I Retainage
			Previous Application	This Application				
	carry forward from page one	\$626,591	\$13,357	\$7,619	\$0	\$20,976	\$605,615	\$2,098
	Joint Sealants	\$1,041	\$0	\$0	\$0	\$0	\$1,041	\$0
	HM Doors/Frames	\$1,040	\$0	\$0	\$0	\$0	\$1,040	\$0
	Door Install	\$360	\$0	\$0	\$0	\$0	\$360	\$0
	Glazing	\$43,877	\$0	\$0	\$0	\$0	\$43,877	\$0
	Gypboard	\$13,008	\$0	\$0	\$0	\$0	\$13,008	\$0
	Stucco	\$33,800	\$0	\$0	\$0	\$0	\$33,800	\$0
	Painting	\$2,602	\$0	\$0	\$0	\$0	\$2,602	\$0
	Fire Extinguishers	\$300	\$0	\$0	\$0	\$0	\$300	\$0
	Car Shelters	\$12,000	\$0	\$0	\$0	\$0	\$12,000	\$0
	HVAC	\$47,200	\$0	\$0	\$0	\$0	\$47,200	\$0
	Plumbing	\$12,500	\$0	\$0	\$0	\$0	\$12,500	\$0
	Sprinkler System	\$17,500	\$0	\$0	\$0	\$0	\$17,500	\$0
	Electrical	\$56,000	\$0	\$0	\$0	\$0	\$56,000	\$0
	Testing & Inspections	\$4,000	\$0	\$0	\$0	\$0	\$4,000	\$0
	Dust Control Permit	\$500	\$500	\$0	\$0	\$500	\$0	\$50
	Allowance - Soils Review	\$7,000	\$0	\$0	\$0	\$0	\$7,000	\$0
	Allowance - Door Hardware	\$850	\$0	\$0	\$0	\$0	\$850	\$0
	Allowance - Wood Truss Review	\$1,500	\$0	\$0	\$0	\$0	\$1,500	\$0
	Allowance - Water Feature/Planters	\$20,000	\$0	\$0	\$0	\$0	\$20,000	\$0
	Allowance - Structural Plan Revs	\$7,500	\$0	\$0	\$0	\$0	\$7,500	\$0
	Allowance - 4 Restrooms	\$20,000	\$0	\$0	\$0	\$0	\$20,000	\$0
	Insurance	\$13,225	\$13,225	\$0	\$0	\$13,225	\$0	\$1,323
	Sales Tax	\$49,171	\$3,442	\$1,475	\$0	\$4,917	\$44,254	\$492
	Contractor Fee	\$44,745	\$3,132	\$1,342	\$0	\$4,474	\$40,271	\$447
	Contract Total	\$1,036,310	\$33,656	\$10,436	\$0	\$44,092	\$992,218	\$4,409

CONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT
(Pursuant to A.R.S. 33-1008)

Project: Las Sendas Office Building

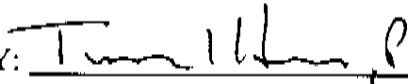
Job No.: 7012

On receipt by the undersigned of a check from **Arizona First Partners 1 LLC** in the sum of **\$9,393.00** payable to **The Sahuaro Group LLC** and when the check has been properly endorsed and has been paid by the bank on which it is drawn, this document becomes effective to release any Mechanic's Lien, any state or federal statutory bond right, any private bond right, any claim for payment and any rights under any similar ordinance, rule or statute related to your claim or payment rights from persons in the undersigned's position, the undersigned has on the job of **Las Sendas Office Building** located at **7565 E. Eagle Crest Drive, Mesa, Arizona**, the following extent: This release covers a progress payment for all labor, services, equipment or materials furnished to the jobsite or to **Arizona First Partners 1 LLC**, through **November 30, 2007** only and does not cover any retention pending, modifications and changes or items furnished after that date. Before any recipient of this document relies on it, the person should verify evidence of payment to the undersigned.

The undersigned warrants that he either has already paid or will use the monies he receives from this progress payment to promptly pay in full all of his laborers, subcontractors, materialmen and suppliers for all work, materials, equipment or services provided for or to the above referenced project up to the date of this waiver:

DATE: November 20, 2007

CONTRACTOR: The Sahuaro Group LLC

BY: 

TITLE: Principal

UNCONDITIONAL WAIVER AND RELEASE ON PROGRESS PAYMENT
(Pursuant to A.R.S. 33-1008)

Project : Las Sendas Office Building

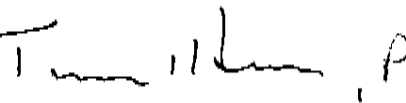
Job No.: 7012

The undersigned has been paid and has received a progress payment in the sum of **\$5,051.00** for all labor, services, equipment or material furnished to the jobsite or to Arizona First Partners 1 LLC on the job of Las Sendas Office Building located at 7565 E. Eagle Crest Drive, Mesa, Arizona and does hereby release any Mechanic's Lien, any state or federal statutory bond right, any private bond right, any claim for payment and any rights under any similar ordinance, rule or statute related to claim or payment rights for persons in the undersigned's position that the undersigned has on the above referenced project to the following extent. This release covers a progress payment for all labor, services, equipment or materials furnished to the jobsite or to Arizona First Partners 1 LLC through **October 31, 2007** only and does not cover any retention, pending modifications and changes or items furnished after that date.

The undersigned warrants that he either has already paid or will use the monies he receives from this progress payment to promptly pay in full all of his laborers, subcontractors, materialmen and suppliers from all work, materials, equipment or services provided for or to the above referenced project up to the date of this waiver:

Date: November 20, 2007

Firm: The Sahuaro Group LLC

By:  , P

Title: Principal

NOTICE: THIS DOCUMENT WAIVES RIGHTS UNCONDITIONALLY AND STATES THAT YOU HAVE BEEN PAID FOR GIVING UP THOSE RIGHTS. THIS DOCUMENT IS ENFORCEABLE AGAINST YOU IF YOU SIGN IT, EVEN IF YOU HAVE NOT BEEN PAID. IF YOU HAVE NOT BEEN PAID, USE A CONDITIONAL RELEASE FORM.

The Sahuaro Group LLC
Design & Construction Services

INVOICE

19 S. 10th Avenue
 Phoenix, Arizona 85007
 Phone 602-258-1758 Fax 602-258-1759

INVOICE #7012-02
 DATE: NOVEMBER 20, 2007

TO:
 Arizona First Partners
 5041 E. Pershing
 Scottsdale, Arizona 85254
 Accounts Payable

FOR:
 Las Sendas Office Building
 7565 E. Eagle Crest Drive
 Mesa, Arizona

DESCRIPTION	HOURS	RATE	AMOUNT
Development Cost Review City of Mesa Plan Review Comments Meetings with Consultants	1	ls	\$12,000.00
TOTAL			\$12,000.00

The Brown Law Group, PLLC
 180 W. Magee, Suite 164
 Oro Valley, AZ 85704

Telephone 520-229-3377
 Fax 520-229-9076

David Haney
 5041 E. Pershing Ave.
 Scottsdale, AZ 85254

Date: 9/30/2007

Regarding: Arizona First Partners 1 LLC
 Invoice No: 13688

Services Rendered

<u>Date</u>	<u>Staff</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Charges</u>
2/27/2007	JJO	Emails from and to Jerry and David over several days re Plat, parking and signage. Review site plans.	0.00	\$200.00	No Charge
3/15/2007	JJO	T/c and emails with Johnston and Bell re finding a surveyor.	0.50 0.30	\$200.00	No Charge \$60.00
5/11/2007	JJO	Review plat. Email re parking spots	0.30	\$200.00	\$60.00
6/18/2007	CA	Las Sendas Office Condo CC&Rs: final review and edit	5.00	\$150.00	\$750.00
6/19/2007	CA	Las Sendas CC&Rs: revise voting provisions	1.40	\$150.00	\$210.00
7/03/2007	JJO	Review and edit CC&Rs.	1.50	\$200.00	\$300.00
7/11/2007	CA	revise and update draft CC&Rs	1.50	\$150.00	\$225.00
7/11/2007	JJO	Final changes to CC&Rs	0.30	\$200.00	\$60.00
7/12/2007	JJO	Emails from and to Dave re funding the HOA.	0.00	\$200.00	No Charge
8/28/2007	JJO	Emails re CC&Rs.	0.30 0.00 0.30	\$200.00	No Charge No Charge No Charge
Total Fees					\$1,665.00
Total New Charges					\$1,665.00
Previous Balance					\$0.00
7/06/2007	Credit	Arizona First Partners 1 LLC			\$-400.00
Courtesy Credit					
Total Payments and Credits					\$-400.00
Balance Due					\$1,265.00