



FIDELITY NATIONAL TITLE AGENCY

When Recorded Return To:

Starlight Homes Arizona L.L.C.
6991 E. Camelback Road, Suite A-200
Scottsdale AZ 85251
Attn: Jeremy Ramsdell

DATE/TIME: 12/06/2016 1520

FEE: \$17.00

PAGES: 3

FEE NUMBER: 2016-081941



39004564 1/2

SPECIAL WARRANTY DEED

For the consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration received, MARICOPA DEVELOPMENT LLC, a Delaware limited liability company ("Grantor"), does hereby grant and convey to STARLIGHT HOMES ARIZONA L.L.C., a Delaware limited liability company ("Grantee"), the following described real property (the "Property") situated in Maricopa County, Arizona:

SEE EXHIBIT A ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF

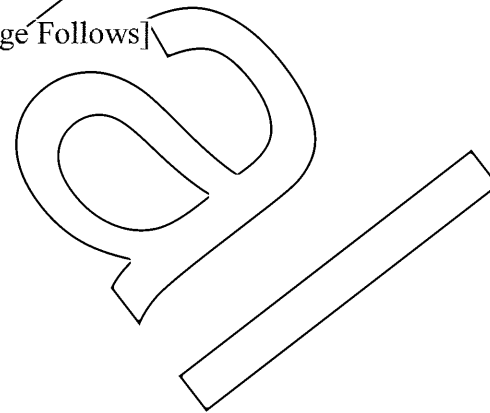
TOGETHER WITH all (i) all buildings, structures, and improvements located on the Property, including, without limitation, all irrigation ditches, gates, valves, pumps, tanks, and wells; (ii) all appurtenances, hereditaments, easements, rights-of-way, reversions, remainders, development rights, well rights, water rights, and air rights; (iii) all oil, gas, and mineral rights not previously reserved; (iv) any rights of Grantor to any adjoining strips or gores of property and any land lying within the bed of any adjoining street, highway, or waterway; and (v) any other rights or privileges appurtenant to such Property or used in connection therewith.

SUBJECT TO: current real property taxes and other assessments; patent reservations; and all easements, rights of way, covenants, conditions, restrictions and all other matters as may appear of record, and matters which an accurate ALTA/NSPS survey would disclose.

AND Grantor hereby binds itself and its successors to warrant and defend the title against all of the acts of Grantor and no other, subject to the matters above set forth.

DATED: December 6, 2016.

[Balance of the Page Intentionally Left Blank; Signature Page Follows]



GRANTOR:

MARICOPA DEVELOPMENT LLC, a Delaware limited liability company

By:

Its: Joseph E. Teichman
EVP, General Counsel & Secretary

STATE OF ~~ARIZONA~~ NJ)
) ss.
County of ~~Maricopa~~ Ocean)

Acknowledged before me this 5th day of December 2016, by Joseph E. Teichman, the EVP, GC & Secy of MARICOPA DEVELOPMENT LLC, a Delaware limited liability company, for and on behalf of the company.

Notary Seal/Stamp

Chana B. Soll

Notary Public

CHANA B. SOLL
Notary Public, State of New Jersey
My Commission Expires
February 28, 2017

EXHIBIT A

LEGAL DESCRIPTION OF PROPERTY

Lots 1 through 11, inclusive, 35 through 53, inclusive, 56 through 91, inclusive, and 99 through 103, inclusive, SORRENTO PARCEL 1, as set forth on the Final Plat for Sorrento Parcel 1, recorded in the Office of the County Recorder of Pinal County, Arizona, in Cabinet F, Slide 85.

SORRENTO PARCEL 1

AFFIDAVIT OF PROPERTY VALUE

1. ASSESSOR'S PARCEL IDENTIFICATION NUMBER(S)

Primary Parcel: 502-54-001
 BOOK MAP PARCEL SPLIT

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

Check one: Yes No

How many parcels, other than the Primary Parcel, are included in this sale? 70

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

- (1) SEE APN SCHEDULE ATTACHED (2) _____
 (3) _____ (4) _____

2. SELLER'S NAME AND ADDRESS:

Maricopa Development LLC, a Delaware limited liability company
Lightstone Acquisitions V LLC, 460 Park Avenue, Suite 1300
New York, NY 10022

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

Starlight Homes Arizona, L.L.C., a Delaware limited liability company
6991 E. Camelback Rd. Suite A-200
Scottsdale, AZ 85251

(b) Are the Buyer and Seller related? Yes No
 If Yes, state relationship: _____

4. ADDRESS OF PROPERTY:

Sorrento Parcel 1- 71 Lots
Maricopa, AZ

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

Starlight Homes Arizona, L.L.C., a Delaware limited liability company
6991 E. Camelback Road, Suite A-200
Scottsdale, AZ 85251

(b) Next tax payment due 10/2017

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

- a. Vacant Land f. Commercial or Industrial Use
 b. Single Family Residence g. Agricultural
 c. Condo or Townhouse h. Mobile or Manufactured Home
 Affixed Not Affixed
 d. 2-4 Plex i. Other Use; Specify: _____
 e. Apartment Building

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

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

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

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

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

Signature of Seller / Agent _____
 State of NO County of Ocean
 Subscribed and sworn to before me on this 5th day of Dec. 2016
 Notary Public [Signature]
 Notary Expiration Date _____

FOR RECORDER'S USE ONLY

PINAL COUNTY
DATE/TIME: 12/06/2016 1520
FEE NUMBER: 2016-081941

9. TYPE OF DEED OR INSTRUMENT (Check Only One Box):
 a. Warranty Deed d. Contract or Agreement
 b. Special Warranty Deed e. Quit Claim Deed
 c. Joint Tenancy Deed f. Other: _____

10. SALE PRICE: \$ 2,414,000.00

11. DATE OF SALE (Numeric Digits): 9/2016
 Month / Year

12. DOWN PAYMENT \$ 2,414,000.00

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

14. PERSONAL PROPERTY (see reverse side for definition):
 (a) Did the Sale Price in Item 10 include Personal Property that impacted the Sale Price by 5 percent or more? Yes No
 (b) If Yes, provide the dollar amount of the Personal Property:
 \$ 0 AND
 briefly describe the Personal Property: _____

15. PARTIAL INTEREST: If only a partial ownership interest is being sold, briefly describe the partial interest: not applicable

16. SOLAR /ENERGY EFFICIENT COMPONENTS:
 (a) Did the Sale price in Item 10 include solar energy devices, energy efficient building components, renewable energy equipment or combined heat and power systems that impacted the Sale Price by 5 percent or more? Yes No
 If Yes, briefly describe the solar /energy efficient components: _____

17. PARTY COMPLETING AFFIDAVIT (Name, Address, Phone Number):
Buyer and Seller herein

 Phone: _____

18. LEGAL DESCRIPTION (attach copy if necessary):
SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF.

Signature of Buyer / Agent [Signature]
 State of ARIZONA County of Maricopa
 Subscribed and sworn to before me on this 6 day of December 2016
 Notary Public [Signature]
 Notary Expiration Date 7/15/18

CHANA B. SOLL
 Notary Public, State of New Jersey
 My Commission Expires
 February 28, 2017

KIMBERLY LYNN PERU
 Notary Public - Arizona
 Maricopa County
 Expires 07/15/2018

EXHIBIT "A"
Legal Description

Lots 1 through 11, inclusive, Lots 35 through 53, inclusive, Lots 56 through 91, inclusive, and Lots 99 through 103, inclusive, SORRENTO PARCEL 1, as set forth on the Final Plat for Sorrento Parcel 1, recorded in the Office of the County Recorder of Pinal County, Arizona, in Cabinet F, Slide 85.

SORRENTO PARCEL 1

APV

502-54-002	502-54-065
502-54-003	502-54-066
502-54-004	502-54-067
502-54-005	502-54-068
502-54-006	502-54-069
502-54-007	502-54-070
502-54-008	502-54-071
502-54-009	502-54-072
502-54-010	502-54-073
502-54-011	502-54-074
502-54-035	502-54-075
502-54-036	502-54-076
502-54-037	502-54-077
502-54-038	502-54-078
502-54-039	502-54-079
502-54-040	502-54-080
502-54-041	502-54-081
502-54-042	502-54-082
502-54-043	502-54-083
502-54-044	502-54-084
502-54-045	502-54-085
502-54-046	502-54-086
502-54-047	502-54-087
502-54-048	502-54-088
502-54-049	502-54-089
502-54-050	502-54-090
502-54-051	502-54-091
502-54-052	502-54-099
502-54-053	502-54-100
502-54-056	502-54-101
502-54-057	502-54-102
502-54-058	502-54-103
502-54-059	
502-54-060	
502-54-061	
502-54-062	
502-54-063	
502-54-064	

OFFICE