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May 8, 2014

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SENT VIA ORDINARY AND CERTIFIED MAIL TO:

Pima County Board of Supervisors
c/o Robin Brigode, Clerk of the Board of Supervisors
130 W. Congress, 5th Floor
Tucson, AZ 85701

SENT VIA ORDINARY MAIL TO:

Pima County
ATTN: Charles Huckleberry, County Manager
130 W Congress St
Tucson, AZ 85701

Re: Sierrita Gas Pipeline Project Road Crossings

Dear Mr. Huckleberry, Elected County Supervisors and Ms. Brigode:

We represent Sierrita Gas Pipeline Company, LLC in connection with the proposed pipeline running from Southwestern Tucson to Sasabe. Our information is that there are twelve separate road crossings that involve Pima County roads. In all twelve cases, application permits have been filed.

We have obtained twelve separate appraisal reports as to the twelve road crossings described as follows:

- a) A permanent utility easement on a portion of the existing road right-of way for Braniff Road, located at the southwest corner of Braniff Road and Snyder Hill Road, in a portion of Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona.
- b) A permanent utility easement on a portion of the existing road right-of way for Bopp Road, located west of Jerome Avenue and east of Rena Road, including the Bopp Road right of way, in portions of Sections 25 and 36, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona.
- c) A permanent utility easement on a portion of the existing road right-of way for San Joaquin Road, in a portion of Section 24, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona.

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- d) A permanent utility easement on a portion of the existing road right-of way for Presumido Road, located west of SR 286 (Sasabe Highway), north of the U.S. – Mexico International Border, in a portion of Section 7, Township 21 South, Range 8 East, G&SRB&M, Pima County, Arizona.
- e) A permanent utility easement on a portion of the existing road right-of way for El Mirador Road, located west of SR 286 (Sasabe Highway), north of the U.S. – Mexico International Border, in a portion of Section 13, Township 22 South, Range 7 East, G&SRB&M, Pima County, Arizona.
- f) A permanent utility easement on a portion of the existing road right-of way for Sandario Road, located at the southwest corner of SR 86 (Ajo Highway) and Sandario Road, including the Sandario Road right-of-way, in a portion of Sections 21 and 22, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona.
- g) A permanent utility easement on a portion of the existing road right-of way for Elkhorn Ranch Road, located west of SR 286 (Sasabe Highway), north of the U.S. – Mexico International Border in a portion of Section 32, Township 18 South, Range 9 East, G&SRB&M, Pima County, Arizona.
- h) A permanent utility easement on a portion of the existing road right-of way for Las Delicias Road, located west of SR 286 (Sasabe Highway), north of the U.S. – Mexico International Border, in a portion of Section 14, Township 19 South, Range 8 East, G&SRB&M, Pima County, Arizona.
- i) A permanent utility easement on a portion of the existing road right-of way for Snyder Hill Road, located west of Desert Sunrise Trail and east of Braniff Road, including the Snyder Hill Road right-of-way, in a portion of Section 36, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona.
- j) A permanent utility easement on a portion of the existing road right-of way for Sierrita Mountain Road, located south of SR 86 (Ajo Highway), west of Taylor Lane, in a portion of Section 30, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona.
- k) A permanent utility easement on a portion of the existing road right-of way for the existing Continental Road right-of-way, located at the southwest corner of Continental Road and Snyder Hill Road, including the Continental Road right-of-way in a portion of Sections 1 and 2, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona.
- l) A permanent utility easement on a portion of the existing road right-of way for Taylor Lane, located South of SR 86 (Ajo Highway), west of Sandario Road, in a portion of Section 21, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona.

The appraisal compensation for each crossing is set forth on the cover correspondence for

each separate road crossing appraisal report.

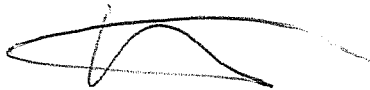
It appears that the total compensation found by the licensed Arizona appraisers totals \$9,900. For rounding purposes, Sierrita Gas Pipeline Company offers the total sum of \$10,000 cash for the twelve separate road crossings described here and described in the twelve separate appraisal reports.

Given the bulk, we enclose one report only for each of the twelve crossings, but have multiple reports available if that would be convenient for your staff and professional review purposes.

As you know, the final Environmental Impact Statement was issued March 28, 2014 by the Federal Energy Regulatory Commission. We anticipate final FERC certification within the next fifteen calendar days.

If there are questions as to this good faith offer for the road crossings, please feel free to contact this office directly or to contact William Biggs, the right-of-way agent for Sierrita Gas Pipeline Company at (713) 369-9413.

Cordially,

A handwritten signature in black ink, appearing to read 'Robert V. Kerrick', with a stylized flourish extending to the right.

Robert V. Kerrick
Douglas G. Martin

DGM/eb

Enclosures

cc: Neil Konigsberg, Manager Real Property Services, Pima County

cc: Christie Billings

cc: Bill Biggs

A SUMMARY APPRAISAL REPORT

OF

LAND AS VACANT

FOR ACQUISITION OF
A PERMANENT UTILITY EASEMENT
ON A PORTION OF
THE EXISTING BRANIFF ROAD RIGHT OF WAY

LOCATED AT THE SOUTHWEST CORNER OF
BRANIFF ROAD AND SNYDER HILL ROAD,
INCLUDING THE BRANIFF ROAD RIGHT OF WAY

IN A PORTION OF
SECTION 1, TOWNSHIP 15 SOUTH, RANGE 11 EAST
G&SRB&M, PIMA COUNTY, ARIZONA

FOR

SIERRITA GAS PIPELINE, L.L.C.,
A DELAWARE LIMITED LIABILITY COMPANY
(SIERRITA GAS PIPELINE PROJECT, EPNG LINE 2177)

C/o MR. DOUGLAS G. MARTIN, ATTORNEY
MARTIN, KERRICK & BELL, LLC
365 EAST CORONADO STREET
PHOENIX, ARIZONA 85004

OWNERSHIP: PIMA COUNTY

EFFECTIVE DATE OF APPRAISAL
APRIL 16, 2014

BAKER, PETERSON, BAKER & ASSOCIATES, INC.

REAL ESTATE APPRAISERS - CONSULTANTS

4547 E. FT. LOWELL ROAD • SUITE 401 • TUCSON, AZ 85712

(520) 881-1700 • 1-800-204-1700

FAX (520) 325-3108

admin@bakerpeterson.com

• Over 35 Years of Service •

May 1, 2014

Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company
C/o Mr. Douglas G. Martin, Attorney
Martin, Kerrick & Bell, LLC
365 East Coronado Road
Phoenix, Arizona 85004

RE: An appraisal report of land as vacant for the acquisition of a permanent utility easement on a portion of the existing Braniff Road right of way, located at the southwest corner of Braniff Road and Snyder Hill Road, including the Braniff Road right of way, in a portion of Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona.

<i>Project:</i>	Sierrita Gas Pipeline Project, EPNG Line 2177
<i>Ownership:</i>	Pima County
<i>Tax Parcel No.:</i>	Not applicable
<i>Effective Date of Appraisal:</i>	April 16, 2014
<i>Date of Report:</i>	May 1, 2014

Dear Mr. Martin:

In response to your authorization, I have conducted the required inspection, gathered the necessary data, and made certain analyses that have enabled me to form an opinion of the market value of the fee simple interest and easement interest in the above-named property, both before and after the acquisition of a permanent utility easement for the construction, operation and maintenance of a subterranean gas transmission pipeline.

The intended users of this appraisal report are Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents. Use of this report by others is not intended by the appraiser. This report is intended only for use in assisting the intended users in the determination of the just compensation due for the acquisition of a permanent utility easement for a gas pipeline on a portion of the subject property. It is not intended for any other use.

Mr. Douglas G. Martin, Attorney
Martin, Kerrick & Bell, LLC

I have formed the opinion that, as of the effective date of appraisal, April 16, 2014, and subject to the assumptions and hypothetical (*No. 22 - Subject Larger Parcel Size and Valuation Method and No. 23 - Value of the Remainder Land, After*) limiting conditions set forth herein, based on a 6 to 12 month marketing period, the just compensation due to the property owner for the acquisition of the easement interest from the subject property is:

Market Value of Property, Before Acquisition	\$45,600
Market Value of Property Rights To Be Acquired	\$500
Market Value of Remainder Property, Before	\$45,100
Market Value of Remainder Property, After	\$45,100
Severance Damages	-0-
Special Benefits	-0-
TOTAL COMPENSATION:	
Market Value of Property Rights To Be Acquired	\$500
Severance Damages	0
Special Benefits	<u>0</u>
TOTAL COMPENSATION	\$500

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 100 foot width of the Braniff Road right of way. The land adjacent to the proposed permanent utility easement (west) is owned by Pima County. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Braniff Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road (10.354 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical

Mr. Douglas G. Martin, Attorney
Martin, Kerrick & Bell, LLC

condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

This is an appraisal report which is intended to comply with the reporting requirements set forth under Standards Rule 2-2(a) of the Uniform Standards of Professional Appraisal Practice for an Appraisal Report (USPAP) and the guidelines of the client. As such, it presents only summary discussions of the data, reasoning, and analyses that were used in the appraisal process to develop the appraiser's opinion of value. Supporting documentation concerning the data, reasoning, and analyses is retained in the appraiser's file. The depth of discussion contained in this report is specific to the needs of the intended user and for the intended use stated above. The appraiser is not responsible for unauthorized use of this report.

Respectfully submitted,



Jeff Teplitsky
Certified General Real Estate Appraiser
Certificate Number 30151

C146877 - Braniff

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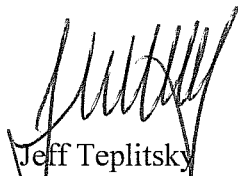
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PART I - CERTIFICATION

I CERTIFY THAT, TO THE BEST OF MY KNOWLEDGE AND BELIEF:

1. The statements of fact contained in this report are true and correct.
2. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are my personal, impartial, and unbiased professional analyses, opinions, and conclusions.
3. I have no present or prospective interest in the property that is the subject of this report, and I have no personal interest with respect to the parties involved.
4. I have no bias with respect to the property that is the subject of this report or to the parties involved with this assignment.
5. My engagement in this assignment was not contingent upon developing or reporting predetermined results.
6. My compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.
7. My reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Code of Professional Ethics and Standards of Professional Appraisal Practice of the Appraisal Institute.
8. My reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Uniform Standards of Professional Appraisal Practice (USPAP) of The Appraisal Foundation, and any other specifications submitted by the Client, including Title XI, FIRREA.
9. The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.
10. In accord with the Uniform Standards of Professional Appraisal Practice, I have the experience and knowledge to complete this assignment in a credible and competent manner.
11. As of the date of this report, I have completed requirements of the continuing education program of the State of Arizona .

12. The effective date (date of valuation) of this appraisal is April 16, 2014.
13. I have made a personal inspection of the property that is the subject of this report.
14. No one provided significant real property appraisal assistance to the person signing this certification.
15. This firm has not appraised the subject property in the three years prior to this appraisal.
16. I am a Certified General Real Estate Appraiser in the State of Arizona.



Jeff Teplitsky
Certified General Real Estate Appraiser
Certificate Number 30151

PART II - GENERAL INFORMATION

INTENDED USERS:

Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents (hereinafter referred to as Sierrita Gas Pipeline, LLC)

APPRAISER:

Jeff Teplitsky

Certified General Real Estate Appraiser

Certificate Number 30151 (Arizona)

SUBJECT LARGER PARCEL PROPERTY:

The subject larger parcel property is identified as a portion of the Braniff Road right of way being the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona. The land adjacent (west) to Braniff Road owned by Pima County will be valued for this appraisal report as the "ATF" parcel. The "ATF" parcel has a total size of 10.354 acres (including the Braniff Road right of way) according to the Pima County Assessor records.

"ATF" PARCEL LAND AREA:

Before:	10.354 acres - (fee simple) - "ATF" parcel, approximate
Acquisition:	<u>0.115</u> acres - (permanent utility easement)
Remainder:	10.239 acres - (fee simple unencumbered)
	<u>0.115</u> acres - (permanent utility easement)
	10.354 acres - (encumbered/unencumbered with permanent utility easement)

According to information provided by Sierrita Pipeline, LLC, the proposed permanent utility easement acquisition for this pipeline will be fifty (50) feet in width and will be used for the construction, operation and maintenance of a subterranean transmission pipeline (36 inch diameter).

ZONING:

CI-2 (General Industrial) - Pima County

PIMA COUNTY COMPREHENSIVE PLAN:

RT - Resource Transition

TAX PARCEL NUMBER:

Not applicable

REAL ESTATE TAXES:

None - government exemption

DELINQUENT TAXES:

Not applicable

FULL CASH VALUE:

Not applicable

INTENDED USE OF REPORT:

This report is intended only for use in assisting the intended users in the determination of the just compensation due for the acquisition of a permanent easement for a gas pipeline on a portion of the subject property. It is not intended for any other use.

INTENDED USERS OF REPORT:

The intended users of this appraisal report are Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents. Use of this report by others is not intended by the appraiser.

INTEREST APPRAISED:

Fee simple interest in the property before the acquisition; permanent easement interest in the property to be acquired; and fee simple and easement interest in the remainder property after the acquisition.

Fee Simple Interest, as defined in the Dictionary of Real Estate Appraisal, Fifth Edition, Appraisal Institute, 2010, page 78, is "Absolute ownership unencumbered by any other interest or estate, subject only to the limitations imposed by the governmental powers of taxation, eminent domain, police power, and escheat."

Easement, as defined in the Dictionary of Real Estate Appraisal, Fifth Edition, Appraisal Institute, 2010, page 246, is "Nonpossessory (incorporeal) interest in landed property conveying use, but not ownership, of a portion of that property."

PURPOSE:

To estimate the market value of the fee simple and permanent easement interest in the subject property as of the effective date of the appraisal, April 16, 2014.

DEFINITION OF JUST COMPENSATION:

Kirby Forest Industries v. United States, 467 US 1 (1984) holds that "Just compensation means the fair market value of the property on the date it is appropriated."

MARKET VALUE DEFINITION:

Market value, as utilized in this appraisal, and pursuant to Arizona Revised Statutes Sec. 3, Section 12-1122, C, is defined as follows:

"Value shall be determined by ascertaining the most probable price estimated in terms of cash in United States dollars or comparable market financial arrangements that the property would bring if exposed for sale in the open market, with reasonable time allowed in which to find a

purchaser, buying with knowledge of all of the uses and purposes to which it was adapted and for which it was capable.”

The terms “market value” and “value”, as used in this report, refer to market value as described herein.

PROJECT INFLUENCE:

City of Phoenix v. Clauss, 177Ariz.566; 869 P.2d 1219 (1994) holds that under the “project influence doctrine” a property may not be charged with a lesser or greater value at the time of taking, when the change in value is caused by the taking itself or by anticipation of appreciation or depreciation arising from the planned project. The doctrine applies only to properties that were “probably within the scope of the project from the time the government was committed to it.” The doctrine also excludes evidence of “comparable” sales that reflect an enhanced or reduced value due to the governmental plan or project that occasioned the taking of the property in question.

All steps in the appraisal process, including the selection of comparable sales and analysis of market data, were completed disregarding any influence from the project for which this appraisal is being completed.

EFFECTIVE DATE OF APPRAISAL:

April 16, 2014

DATE OF INSPECTION:

April 16, 2014. The appraiser inspected the subject property from the existing right of way. There were no Pima County representatives present for the inspection.

TITLE REPORT INFORMATION:

The appraiser has not been provided with a title report of the subject property by the client as of the date of this report. The appraiser assumes that there would not be any impact on the market value of the subject parcel by items found in any future title reports for the subject parcel if any are completed.

LEGAL DESCRIPTION:

The existing Braniff Road right of way is located in a portion of Millstone Industrial District No. 1 which is in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona. Because an "ATF" valuation methodology is being utilized to estimate the market value of the subject property as if it is a hypothetical parcel of land (10.354 acres being the 100 foot width of a 568.12 foot length of the Braniff Road right of way located adjacent to the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona), no legal description was provided to the appraiser by the client for purposes of this report.

OWNERSHIP:

According to documents recorded by the Pima County Recorder the right of way for Braniff Road was dedicated to Pima County as part of the platting process for the Millstone Industrial District No. 1 subdivision as recorded in Book 13, at Page 51. The current ownership of Braniff Road is Pima County and is identified by the Pima County GIS mapping system as having a road ID number of 52233.

SALES HISTORY:

No known sales of the subject property have occurred within the last five years. No current listings, options, or agreements of sale of the subject property were discovered in the course of this analysis.

ASSUMPTIONS AND LIMITING CONDITIONS:

Subject to those assumptions and limiting and hypothetical conditions contained in the "*Assumptions and Limiting Conditions*" section of this report.

HYPOTHETICAL CONDITIONS:

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 100 foot width of the Braniff Road right of way. The land adjacent to the proposed permanent utility easement (west) is owned by Pima County. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Braniff Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road (10.354 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

HIGHEST AND BEST USE:

Before the Acquisition, As Vacant:

Land Investment

After the Acquisition, As Vacant:

Land Investment

ESTIMATE OF JUST COMPENSATION:

Market Value of Property Rights To Be Acquired

\$500

Severance Damages

0

Special Benefits

0**TOTAL JUST COMPENSATION****\$500**

PART III - SCOPE OF THE APPRAISAL

Scope of work is identified by USPAP as the “amount and type of information researched and the analysis applied in an assignment.” According to the scope of work rule as defined by USPAP, “For each appraisal, appraisal review, and appraisal consulting assignment, an appraiser must:

- 1) identify the problem to be solved;
- 2) determine and perform the scope of work necessary to develop credible assignment results; and
- 3) disclose the scope of work in the report.”

This appraisal assignment has been completed in response to written authorization by Mr. William Biggs, for Sierrita Pipeline, LLC, provided to Mr. Jeff Teplitsky for Baker, Peterson, Baker and Associates, Inc on April 11, 2014. The assignment includes estimating the market value of (1) the subject property before the acquisition, (2) the part of the property to be acquired, and (3) the remainder property, in order to ascertain the “just compensation” to which the owner may be entitled. The appraisal is prepared and reported according to the Uniform Standards of Professional Appraisal Practice of The Appraisal Foundation, the Code of Ethics, the Standards of Professional Practice of the Appraisal Institute, and requirements of the client.

The intended users of this appraisal report are Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents. Use of this report by others is not intended by the appraiser. This report is intended only for use in assisting the intended users in the determination of the just compensation due for the acquisition of a permanent easement for a gas pipeline on a portion of the subject property. It is not intended for any other use. The purpose of the appraisal is to estimate the market value in fee simple and easement interests of a specific property which has been previously identified in this report, and is referred to as the subject property, the subject, or the property.

According to information provided by Sierrita Pipeline, LLC, the proposed permanent utility easement acquisition for the subject pipeline known as the Sierrita Gas Pipeline Project, EPNG Line 2177, will be fifty (50) feet in width to be used for the construction, operation and maintenance of a subterranean transmission pipeline (36 inch diameter).

The exact nature of, and interest in, the subject property is defined elsewhere in this report. The appraisal estimates the market value of the subject property utilizing the sales comparison approach which is defined in the report. In completing this assignment, the appraiser inspected and photographed the subject property, reviewed and confirmed data relative to metropolitan Tucson (from economic and demographic data, including COMPS® Commercial Property Information Services, Tucson Multiple Listing Service (MLS), Swango Land Sales, CoStar Group, Inc., Loopnet, Metropolitan Tucson Land Use Study (MTLUS), and the Pima County Real Estate Research Council), the neighborhood and the site.

An opinion of the “highest and best use” of the property was formed, utilizing resources to identify such factors as land use, supply and demand, governmental requirements, environmental concerns, and economic elements, present and anticipated, which may impact upon the marketability of the property.

In the sales comparison approach, a thorough search was made for sale and listing data regarding properties considered directly competitive to the subject property. This data was confirmed with one or more parties related to the transaction and (in the case of sales) by review of deeds and records of the Pima County Assessor. Each sale and listing chosen as a reliable indicator of the value of the subject property was then compared to the subject in terms of those factors which were superior to the subject, inferior to the subject, and equal or offsetting. This data was correlated and an opinion of the market value of the subject property was estimated by the sales comparison approach to value to arrive at a final opinion of market value. To develop the opinion of value, the appraiser performed an appraisal process as defined by the Uniform Standards of Professional Appraisal Practice. This appraisal report is a brief recapitulation of the appraiser’s data, analyses, and conclusions. Supporting documentation is retained in the appraiser’s file.

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 100 foot width of the Braniff Road right of way. The land adjacent to the proposed permanent utility easement (west) is owned by Pima County. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the “across the fence” or “ATF” valuation method. The “ATF” method is based on the premise that the identified subject property which is part of the existing Braniff Road right of way is valued based on the value of the adjacent land through which the right of way passes. The “ATF” subject larger parcel is concluded to be the land located in the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road (10.354 acres). The concluded value of the “ATF” larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

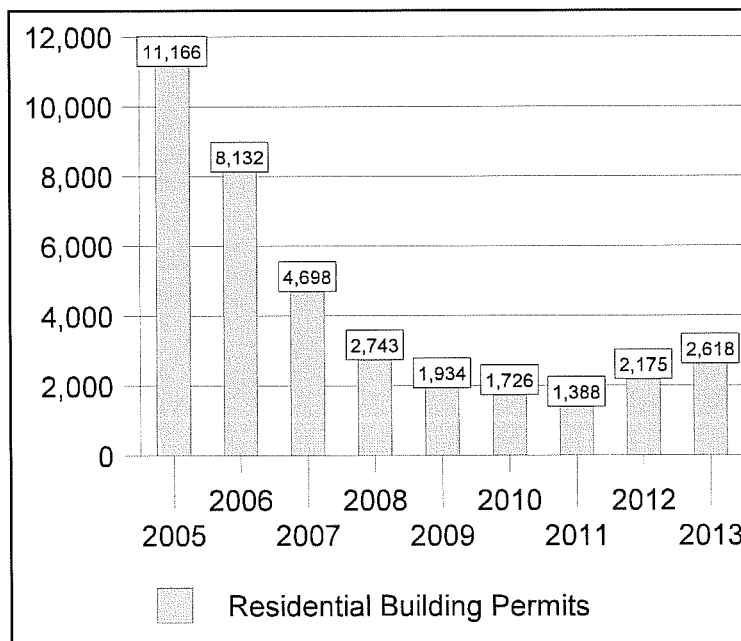
PART IV - DESCRIPTION OF REAL ESTATE APPRAISED

SECTION A - THE LAND BEFORE ACQUISITION

TUCSON OVERVIEW:

Tucson is Arizona's second largest city and the "hub" of commerce in southeastern Arizona. According to the Pima Association of Governments, in July, 2010, the estimated population of all of Pima County (including Tucson) was 981,168 persons while the population of Tucson alone was estimated to be 520,795 persons.

Starting in 2006, fewer single-family residential permits were issued due to the current oversupply of lots and residential homes on the market. According to the United States Census Bureau, Building Permits Survey, the number of single-family residential permits declined through 2012. There was limited new single-family construction since 2008, with the decline continuing through 2011, with a small increase in 2012 and continuing through 2013.



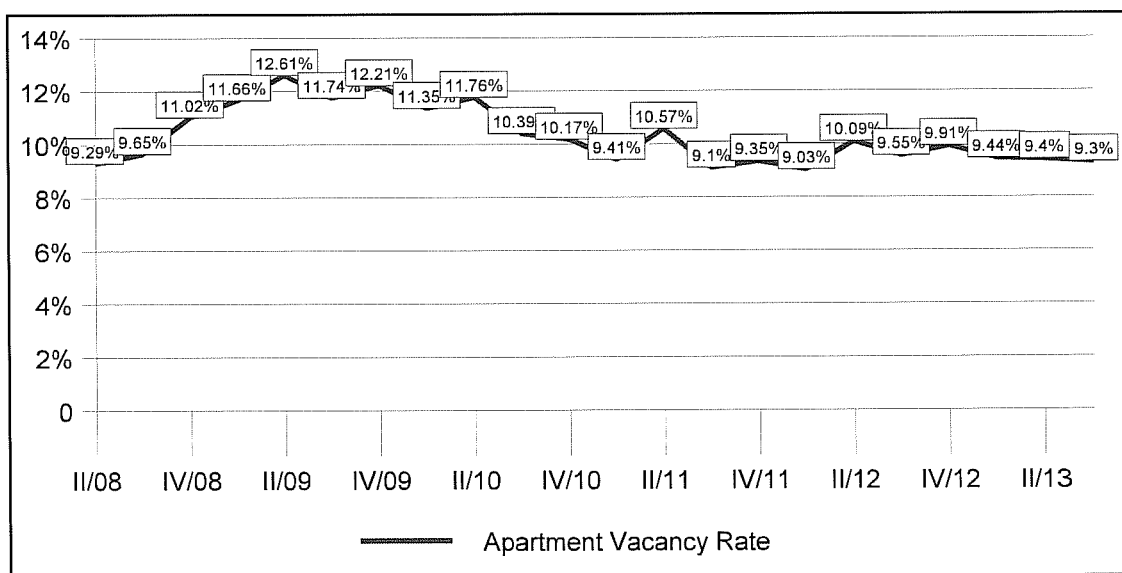
Overall, housing permits and sales had been increasing and a period of substantial growth occurred during 2004 and 2005 with unprecedented price increases having been experienced for most areas of Tucson. Building permit activity declined steadily in the Tucson Metropolitan area from a peak in 2005 of 11,166 to 1,388 in 2011 for all new single-family residential construction residential building permits, according to the United States Census Bureau, Building Permits Survey. This was due in part to the difficulty in obtaining financing and, to a larger extent, a decrease in demand from primary home buyers and

speculative home purchases by out of state buyers and an oversupply of available homes on the market, resulting in declining home prices. The slow down in sales has resulted in an increase in the inventory of available houses and a decrease in housing prices in the Tucson Metropolitan area. There has been a 56 percent increase in residential permits in 2012 from the bottom in 2011. This is an indication that the new home residential market is beginning to recover. The number of permits for 2013 shows a continued improvement in the market, but new home sales are still well below peak or stabilized levels seen in the past.

Multi-Family Market

Vacancy rates for apartment properties in the Tucson Metropolitan area continued to remain high into 2011. Figure 2 shows vacancy rates in metropolitan Tucson between Second Quarter 2008 and Third Quarter 2013, according to Apartment Insights' *Statistics/Trends Summary*.

The vacancy rate peaked in the Second Quarter 2009 and generally declined through early 2012. However, vacancy rates for apartment properties typically increase in the second quarter of each year due to seasonal changes in population. In 2012, the vacancy rate began to increase slightly again, although there was a small decline in the First Quarter 2013. The current rent levels for multi-family properties have remained generally stable. There is limited demand for new construction, with the exception of student housing projects and some larger high-end Class A apartment complexes with many amenities.

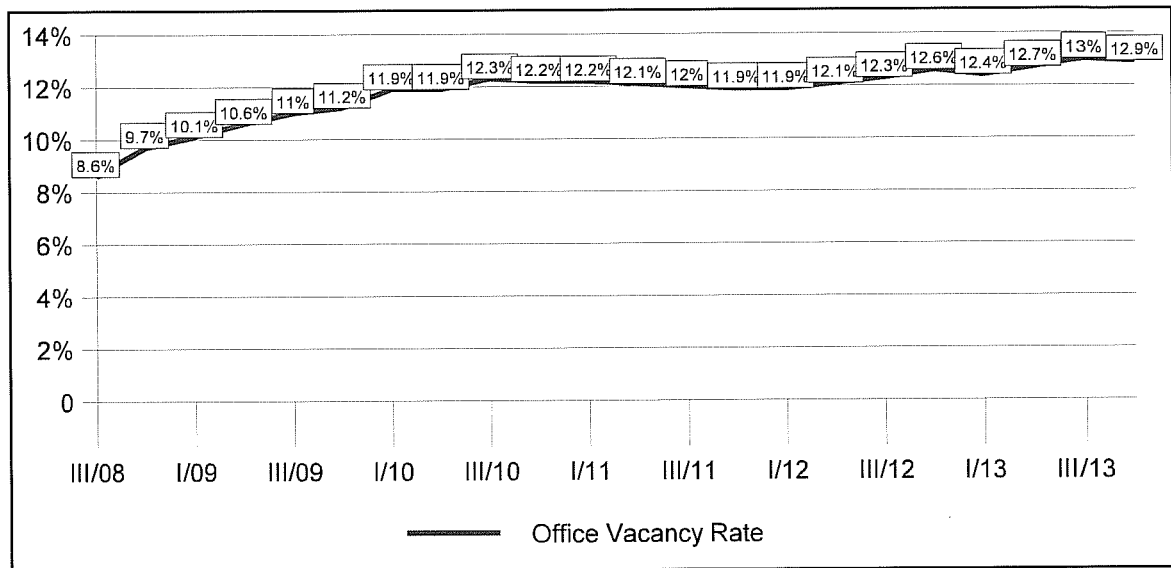


Office Market

Overall, the leasable *office market* experienced net positive absorption of 34,021 square feet in the Fourth Quarter 2013, according to *The CoStar Office Report, Tucson Office Market, Year-End 2013*. This compares to net negative absorption of 69,286 square feet in Third Quarter 2013, net negative absorption of 83,063 square feet in Second Quarter 2013, and net positive absorption of 52,318 square feet in First Quarter 2013.

One new office building containing 6,313 square feet in the Fourth Quarter 2013. No new office buildings were completed in the Third, Second, and First Quarters 2013. One office building containing 15,067 square feet was completed in the Fourth Quarter 2012.

Figure 3 shows trends in the vacancy rates for office properties in Tucson between Third Quarter 2008 and Fourth Quarter 2013. The vacancy rate increased until late 2010 and then remained mostly stable with a slight decline through mid 2012. The vacancy rate has increased since that time.



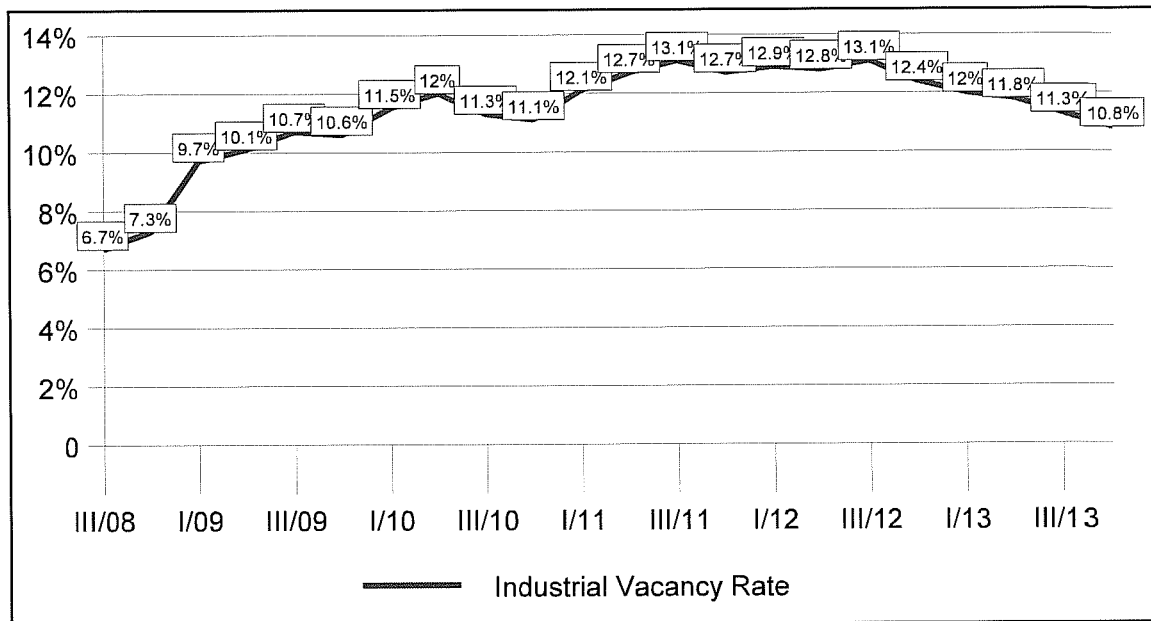
The slight increased overall annual vacancy rate indicates an office market which is coupled to the overall declining real estate market. There has been a decline in demand for owner/user office buildings which had made up a majority of office sales in 2006 and 2007. Market conditions stabilized in 2013. Market conditions for office properties are expected to remain stable and will improve slowly.

Industrial Market

Tucson experienced rapid *industrial* growth from the late 70's to the mid-80's. There has been limited new industrial space constructed recently in Tucson, no new buildings completed in Fourth Quarter 2013, one new building containing 3,947 square feet completed in Third Quarter 2013, one new building containing 15,000 square feet completed in the Second Quarter 2013, and no new industrial buildings completed in First Quarter 2013.

There was net positive absorption of 186,096 square feet of industrial space in the Fourth Quarter 2013. This compares to net positive absorption of 204,392 square feet of industrial space in the Third Quarter 2013, net positive absorption of 111,199 square feet of industrial space in the Second Quarter 2013, and net positive absorption of 137,903 square feet of industrial space in the First Quarter 2013, according to *The CoStar Industrial Report, Tucson Industrial Market, Year-End 2013*.

Figure 4 shows trends in the industrial vacancy rate in Tucson between Third Quarter 2008 and the Fourth Quarter 2013, according to *The CoStar Industrial Report, Tucson Industrial Market, Year-End 2013*.



Overall, the industrial vacancy rate increased through 2011, peaking in the Third Quarter 2011 and Third Quarter 2012. The vacancy rate has declined since late 2012. There are some indications of stabilization in the industrial market. There continues to be a large supply of fully zoned and improved industrial lots available in the Tucson market with limited demand in the current market. The overall decline in the economy is affecting many potential industrial users and a slowing of demand for industrial zoned land is being experienced in the market.

Retail Market

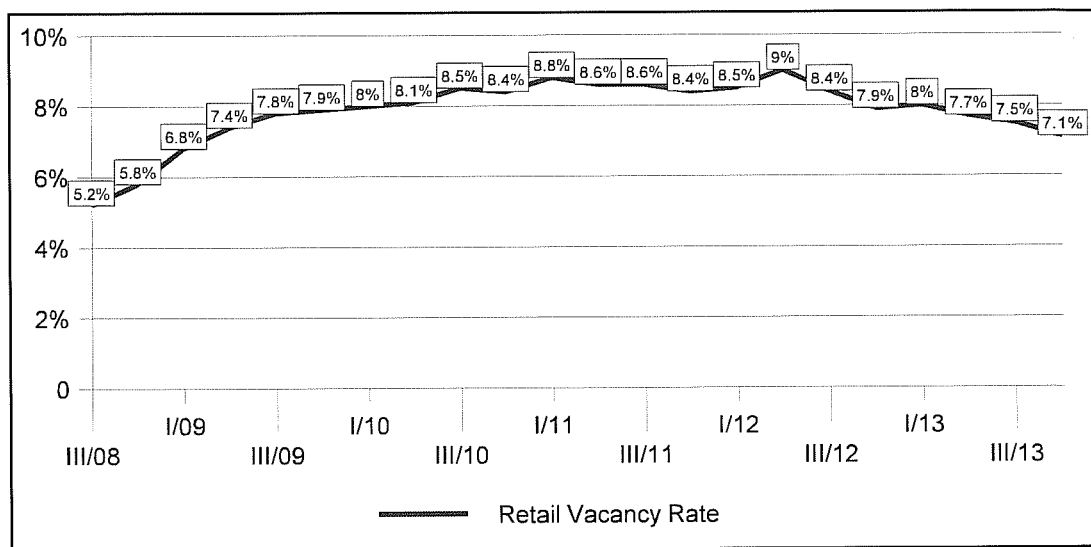
Retail space had maintained more constant levels of growth and absorption, with decreasing vacancy rates observed prior to mid-2007. In general, the market turned down starting at the end of 2007. Some reasons for a decline in market conditions includes contracts cancelled, development projects put on hold with reasons including reduced demand and increased competition of other developments coming out of the ground, offers and counter offers at considerably below the listing price, listings being repriced at lower levels, existing tenants looking for rental relief, businesses closing their stores and vacating the premises, and excess developed land without demand. Several large retail developments appear to be on hold.

There was net positive absorption of 226,340 square feet in the Fourth Quarter 2013, according to *The CoStar Retail Report, Tucson Retail Market, Year-End 2013*. This compares to net positive absorption of 224,701 square feet in the Third Quarter 2013, net

positive absorption of 196,012 square feet in the Second Quarter of 2013, and net positive absorption of 81,458 square feet in the First Quarter of 2013.

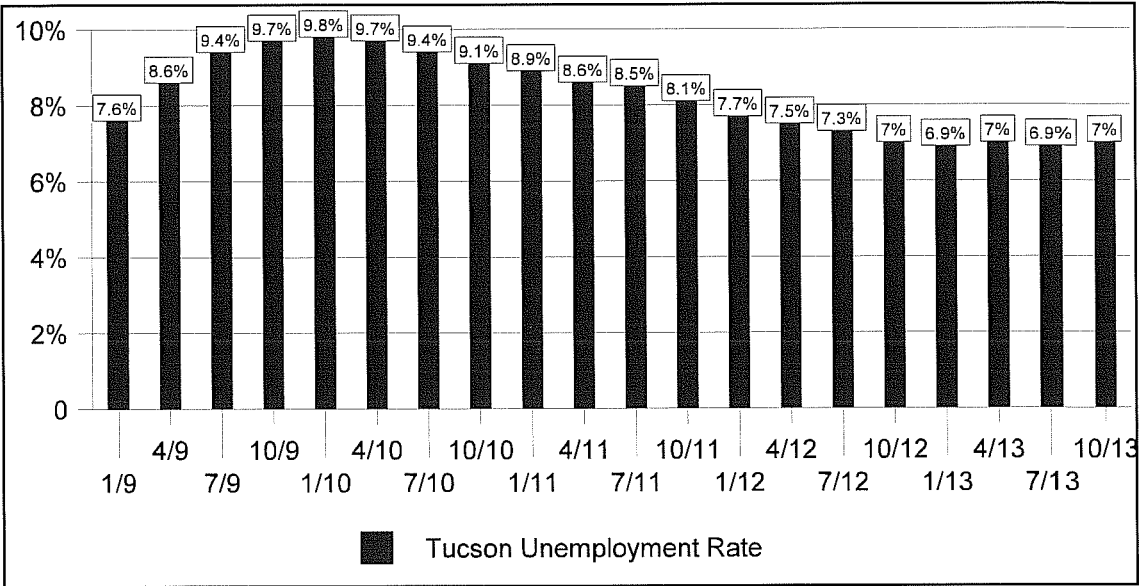
In the Fourth Quarter 2013, five buildings totaling 44,860 square feet were completed. This compares to seven buildings totaling 173,193 square feet in the Third Quarter 2013, seven buildings totaling 49,284 square feet in the Second Quarter 2013, and six retail buildings totaling 129,833 square feet in the First Quarter 2013.

Figure 5 shows trends in the vacancy rate for retail properties in the Tucson market between Third Quarter 2008 and Fourth Quarter 2013, according to *The CoStar Retail Report, Tucson Retail Market, Year-End 2013*.



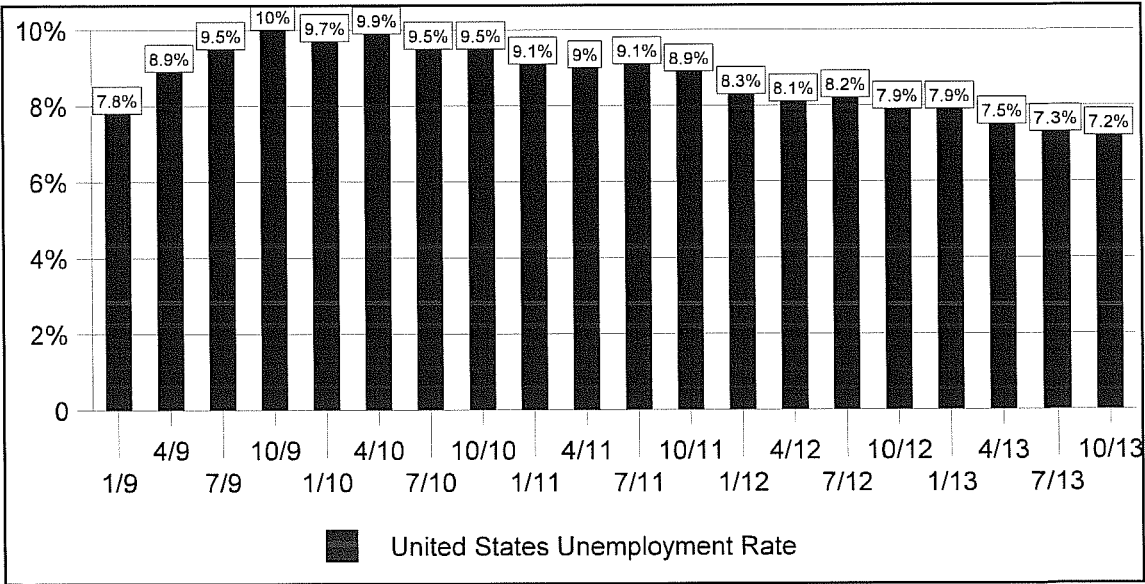
The vacancy rate for retail properties increased starting through early 2011. The retail vacancy rate remained mostly stable in 2011 but peaked in the Second Quarter 2012. The retail vacancy rate declined since that time, with the decline continuing through 2013. This indicates that the retail market is starting to stabilize.

According to Arizona Department of Administration, Office of Employment and Population Statistics, the seasonally adjusted unemployment rate for metropolitan Tucson was as follows:



The previous data shows that the unemployment rate in the Tucson metropolitan area increased and peaked in early 2010. The unemployment rate has slowly been declining since early 2010 but remains elevated above 2008 levels. It remained stable in 2013.

According to the United States Department of Labor, Bureau of Labor Statistics, the national seasonally adjusted unemployment rate has also increased since 2008 through late 2009. The unemployment rate remained high and started to decline slowly in late 2010. The unemployment rate has declined but remains higher than in 2008. The unemployment rate is projected to remain high as the economy recovers slowly from the recession.



Overall, the commercial real estate markets reveal that most investors hold a cautionary outlook for early 2014 due to the slow drop in unemployment, the tight credit that adversely affects tenants, owners and investors, the sequester of 2013, the government shutdown of late 2013, and the continuing uncertainty of the government conditions. The stabilizing supply and demand fundamentals will result in stable to slowly improving values. In the short term, limited growth is projected for Tucson over the next one to two years, with market conditions expected to stabilize and slowly start to improve during this time. The long term result should be a more balanced level of supply and demand - more conducive to steady long-term development. Factors such as climate, health and educational facilities, and the availability of housing are positive influences which will result in long-term economic growth for metropolitan Tucson.

NEIGHBORHOOD DESCRIPTION:

The subject neighborhood is that area located west and south of the City of Tucson. It includes the southern portion of Avra Valley south and west of the Tucson Mountains, south of Mile Wide Road, east of the Rockridge Mountains and portions of the Roskrige Mountains and portions of the Tohono O'Odham Nation north of State Route 86 (Ajo Highway) and it includes the Altar Valley that is south of State Route 86 (Ajo Highway), west of the Sierrita Mountains, north of the U.S.-Mexican Border and east of the Baboquivari Mountains.

The portion of the neighborhood west of Ryan Airfield is predominately rural with numerous ranches, ranchettes, and low density single family and manufactured housing interspersed throughout the neighborhood. The area east of Ryan Airfield has more residential subdivision development with subdivisions ranging from one residence per acre to four residences per acre and it has large parcels of land with planned developments. Ranches in the neighborhood typically include leased forest land, Bureau of Land Management (BLM) land, and/or state owned land.

Access to the neighborhood is adequate considering its rural nature. Major east-west roads within the neighborhood include State Route 86 (Ajo Highway), Valencia Road, and Kinney Road. Major north-south roads include State Route 286 (Sasabe Highway), Sandario Road, and San Joaquin Road. The topography ranges from level to sloping hilly foothill land. The western portion of the neighborhood is generally flood prone and lacks infrastructure for sewer and water which results in low density development or no development.

The neighborhood is interspersed with public and reservation lands including Tucson Mountain Park, Ironwood Forest National Monument, Saguaro National Park West, Buenos Aires National Wildlife Refuge, Coronado National Forest, and the Tohono O'Odham Nation Reservation, and the Pascua Yaqui Tribe Reservation. Other significant uses within the neighborhood include Ryan Airfield which is owned and operated by the City of Tucson. It is used for general aviation, law enforcement, and military helicopter aviation. The Casino Del Sol Resort, Spa and Conference Center is located within the eastern portion of the neighborhood and is owned and operated by the Pascua Yaqui Tribe.

The Buenos Aires National Wildlife Refuge is a major feature of the subject neighborhood. This wildlife refuge is part of the National Wildlife Refuge System, a national network of public lands and waters set aside for the benefit of wildlife and the public. It consists of 117,464 acres of open range land covered with native desert habitat including local fauna and animals. It is located in southwestern Pima County starting at the U.S.-Mexico International Border and extending north for several miles on both the east and west sides of State Route 286 (Sasabe Road).

The neighborhood is influenced by its proximity to the U.S.-Mexico International Border. The border crossing at Sasabe, Arizona provides access to Mexico for vehicular traffic, however, it is seldom used by travelers. Sasabe is a small unincorporated border community in the Altar Valley area of southern Pima County. There are only about 50 permanent residents living in the Sasabe area according to the 2010 Census data.

There is a substantial supply of available undeveloped vacant land zoned and infrastructured for residential and commercial development in the eastern portion of the neighborhood with limited demand due to the negative impact of the recent great recession, continuing overall market condition, and a substantial supply of foreclosed and bank owned properties. The western portion of the neighborhood is rural in nature with very limited residential and commercial development due to the low density development resulting in limited population growth. The supply of land is ample, however, the demand is limited due to the lingering effect of the recession. Due to the large supply of vacant land in the east and west portions of the neighborhood, new development is not expected to occur in the foreseeable future - 5 to 15 years in the east portion of the neighborhood and 15 to 30 years in the western portion of the neighborhood. The western portion of neighborhood land use will likely continue operating as working ranches for the next 25 to 50 years because of the lack of demand for residential development.

SUBJECT SITE: (LARGER PARCEL DESCRIPTION):

The following subject site description is based on a hypothetical larger parcel that consists of 10.354 acres being adjacent to and inclusive of a portion of the existing right of way for Braniff Road. The subject property is a vacant lot located at the southwest corner of Snyder Hill Road and Braniff Road, known as the Northeast quarter of Lot 2, Block 1, Millstone Industrial District No. 1, being a portion of Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona in addition to the 100 foot width of a 568.12 foot length of the Braniff Road right of way located adjacent to this lot. The subject is rectangular in shape and has 641.87 feet of frontage on Snyder Hill Road and 568.12 feet of frontage on Braniff Road. It is covered with natural desert vegetation with some dense vegetation around wash areas. Physical access is from Snyder Hill Road and Braniff Road which are both two-lane dirt roadways. The topography is mostly level and at grade with the adjacent roads, sloping generally in a northwesterly direction. Properties bordering the site include vacant land and the Avra Valley Wastewater Treatment Facility to the north, and vacant land to the east, south and west. There is a limited commercial use to the south which appears to be used as a scrap metal storage yard.

The Avra Valley Wastewater Treatment Facility is located across Snyder Hill Road to the north of the subject. According to Pima County Development Services there is a 1,000 foot buffer setback from the Avra Valley Wastewater Treatment Facility property. Based on the Pima County Assessor information and calculations by the appraiser, the site is located within this 1,000 foot setback area. The limitations to the site based on the 1,000 foot setback indicate that no habitable structures can be built within this buffer setback area. Recreational and park uses, and open space uses are an allowable use according to Pima County Development.

Ryan airfield is located one mile southeast of the subject and about half of the site is located within the Airport Environs Height Overlay Zone 2. This zone restricts density of residential development to one residence per acre. All of the parcel is located in the Aviation Easement and Disclosure Area for Ryan Airfield.

Utilities available to the site include electric (Tucson Electric Power Company) and telephone (CenturyLink). There is no public sewer or water available to the property as of the date of this report. Water would be provided by a private or shared well and waste disposal would be by private septic system. There are sewer lines in Snyder Hill Road to the east of the subject site which could be extended to provide sewer service. Any development of the site would require an engineering study to determine the availability and adequacy of utilities.

According to FEMA Flood Insurance Rate Map 04019C2245L, dated June 16, 2011, the site is identified as being located in Special Flood Hazard Area Zone A0 (depth 2) (see Exhibits). Zone A0 is areas of 100-year shallow flooding where depths are between one (1) and three (3) feet; average depths of inundations are shown, but no flood hazard factors are determined.

The property is not in a seismic zone. There are no other known easements or encumbrances that adversely affect the property.

There is a wash traversing the property in a north-south direction, a portion which has an estimated flow of 5,000 to 10,000 cubic feet per second which requires an erosion hazard setback of 100 feet from each side of this wash according to the Pima County Regional Flood Control District. It is located within the administrative floodway of the Black Wash. No development can occur with the area of the Black Wash or within designated setback areas. There is heavy vegetation in parts of the site and a portion is designated as an Important Riparian Area with underlying hydromesotropical area by Pima County.

The subject is located either within the 1,000 foot setback area of the Avra Valley Wastewater Treatment Facility and/or within the administrative floodway of the Black Wash. Based on these limitations created by the setback requirements no habitable structures can be developed on the subject site.

ZONING:

Zoning of the site is CI-2 (General Industrial), according to the Pima County Zoning Code. The Pima County zoning code indicates that this zone permits uses which include light and heavy industrial uses, with restrictions on potentially offensive uses. Allowable uses include industrial buildings, airports, and junk yards. No residential uses are allowed. Limited CB-2 uses and CI-1 uses are allowed.

Development standards include the following:

CI-2 ZONING REQUIREMENTS

Min. Lot Area (SF)	Min. Area per Unit	Minimum Yards (feet)			Bldg. Height
		Front	Side	Rear	
None	None	15	None	10	54 ft.* 39 ft.**

* = Industrial

** = Non-industrial

PIMA COUNTY COMPREHENSIVE PLAN:

The subject is located in an area designated as Resource Transition (RT) according to the Pima County Comprehensive Plan. The purpose of this designation is to protect private land with environmentally sensitive characteristics that include wildlife corridors, natural washes, floodplains, peaks and ridges, buffers to public preserves, and other environmentally sensitive areas. Development of such land shall emphasize design that blends with the natural landscape and supports environmentally sensitive linkages in developing areas. Only land area zoned and planned for residential use, or natural or cluster open space areas shall be included in gross density calculations. Natural and cluster open space shall be defined as set forth in Section 18.09.040B, except that cluster open space shall not include land developed under the GC Golf Course Zone. There is no minimum gross density. The maximum residential gross density is 0.3 residences per acre (RAC). Allowable zonings under the RT designation are RH, SR, and MR.

EXPOSURE/MARKETING TIME:

Exposure time is defined as "the length of time the property interest being appraised would have been offered on the market prior to the hypothetical consummation of a sale at market value on the effective date of the appraisal; a retrospective opinion based upon an analysis of past events assuming a competitive and open market." Exposure time varies for different types of real estate and under varying market conditions. Reasonable exposure time assumes both adequate, sufficient, and reasonable time and effort.

Marketing time is defined as “the amount of time it would probably take to sell a property interest in real estate at the concluded market value level during the period immediately after the effective date of the appraisal.” Marketing time differs from exposure time, which is assumed to always precede the effective date of the appraisal.

The reasonable exposure and marketing time is estimated to be 6 to 12 months based on the sales used in this report and based on conversations with brokers familiar with properties similar to the subject property.

MARKET PROFILE:

Due to the various setback and flood hazard issues overlaying the subject parcel, it can not be developed with habitable structures. Therefore, there is no market profile included in this appraisal for the subject property.

HIGHEST AND BEST USE, BEFORE, AS VACANT:

The Fifth Edition of *The Dictionary of Real Estate Appraisal* (Appraisal Institute, Chicago, 2010), defines highest and best use as follows:

“The reasonably probable and legal use of vacant land or an improved property that is physically possible, appropriately supported, financially feasible, and that results in the highest value. The four criteria the highest and best use must meet are legal permissibility, physical possibility, financial feasibility, and maximum productivity. Alternatively, the probable use of land or improved property - specific with respect to the user and timing of the use - that is adequately supported and results in the highest present value.”

The subject larger parcel is a part of the hypothetical “ATF” parcel of land that is the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road. The “ATF” parcel has a size of 10.354 acres according to the Pima County Assessor records and the appraiser’s estimate. The “ATF” parcel is adjacent to and inclusive of a portion of the Braniff Road right of way. The conclusion of the larger parcel is based on the location of the subject property in an area where the adjacent land (west) is owned by Pima County. Based on the adjacent land uses, the subject larger parcel is concluded to be CI-2 zoned vacant lot with a size of 10.354 acres. It is located at the southwest corner of Snyder Hill Road and Braniff Road, Pima County, Arizona. The topography of the site is mostly level and at grade with the adjacent roads, sloping in a northwesterly direction. It is identified as being entirely flood prone, completely within the Black Wash floodway and within wastewater treatment facility setback area. The parcel is within the jurisdiction of the Pima County and is zoned CI-2 (General Industrial) according to the Pima County Zoning Code.

The highest and best use of a property must meet four criteria. The highest and best use must be legally permissible, physically possible, financially feasible, and maximally productive.

These criteria are usually considered in order; however, the four criteria interact and may be considered together.

Legally Permissible Use. Zoning of the site is zoned CI-2 (General Industrial) according to the Pima County Zoning Code. The CI-2 (General Industrial) zoning code indicates that this zone permits uses which include light and heavy industrial uses, with restrictions on potentially offensive uses. Allowable uses include industrial buildings, airports, and junk yards. No residential uses are allowed. Limited CB-2 uses and CI-1 uses are allowed. The entire subject site is located within the Black Wash setback and the Avra Valley Wastewater Treatment setback and development of habitable structures is prohibited within these setback areas. No habitable structures can be built on the subject site although recreational, park uses, and open space uses are an allowable use.

Physically Possible Use. The second area of concern is a highest and best use being physically possible. From among the uses of the subject property which are legally permissible, certain uses would also be physically possible. The parcel is subject to several constraints that limit the physically possible uses including proximity to Ryan Airfield that place restrictions on development; proximity to the Avra Valley Wastewater Treatment Facility that restricts the property from development of any habitable structures; and, location within a designated flood hazard zone. Analysis of the parcel after taking in to account these constraints indicates that there are no portions of the subject that are outside of the setback areas from the Avra Valley Wastewater Treatment Facility and outside of the most severe flood zones. Due to the significant physical constraints the potential physical use of the subject parcel could include non-habitable structures or uses such as the development of park, recreational uses, or open space uses.

Financially Feasible. The development restrictions as a result of the setbacks combined with the oversupply of available land in the subject neighborhood make the subject only suitable for land investment. Thus, the maximally productive and highest and best use of the subject site as vacant would be for land investment with a potential future use for a park, recreational uses, or open space uses.

Maximally Productive. Once a potential use is considered financially feasible, the test of maximum productivity will decide to what specific use the property should be put. Due to lack of development potential, the highest and best use of the subject property is for land investment for the foreseeable future.

SECTION B - VALUATION OF THE "ATF" PARCEL, BEFORE

VALUATION PROCESS:

In arriving at the market value of the subject property, the appraiser utilized the sales comparison approach to value. The sales comparison approach to value considers what a typical well-informed purchaser would pay for a property, based on an analysis of similar properties. This approach reflects the application of the principle of substitution, which affirms that when a property can be replaced, its value tends to be set by the cost of acquiring an equally desirable substitute property.

In this approach, sales and listings of properties considered comparable are reviewed, and those considered most relevant as indicators of value of the subject property are chosen to be compared to the subject, making adjustments for dissimilarities such as terms of sale, market conditions, location, site size, zoning, and site utility. For a sale to be utilized in this approach, it must contain these elements: 1) both parties are typically motivated; 2) both parties are well-informed; 3) a reasonable market exposure time is allowed; 4) payment is made in cash or its equivalent; and 5) financing reflects terms typically available, and not affected by special or unusual terms.

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 100 foot width of the Braniff Road right of way. The land adjacent to the proposed permanent utility easement (west) is owned by Pima County. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Braniff Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road (10.354 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Because the subject property is the actual right of way for Braniff Road, an "ATF" methodology will be used to value the hypothetical subject property. The analysis will estimate a market value of similar land and the concluded value will then be used to estimate the market value of the subject property.

Table of Comparable Land Sales, Before

Sale No.	Sale Date	Property Address	Sale Price	Land Size (Acres)	Price Per Acre	Zoning
1.	1/2010	North side of Twin Peaks Road bridge, west of the Twin Peaks I-10 Interchange, within the channel and floodway of the Santa Cruz River	\$203,364	29.10	\$6,988	D
2.	4/2011	South side of Leon Ranch Road at Pantano Wash	\$56,400	16.06	\$3,512	GR-1
3.	12/2013	South side of Snyder Hill Road, east of Braniff Road	\$17,000	3.62	\$4,696	CI-2
4.	1/2014	North side of Peaceful Lane, east of Sandario Road	\$105,000	80.00	\$1,313	RH
				10.354		CI-2

SUMMARY OF COMPARABLE SALES ADJUSTMENT, BEFORE

	Subject	Comp 1	Comp 2	Comp 3	Comp 4
Sale Date		1/2010	4/2011	12/2013	1/2014
Site Size (Acres)	10.354 (*)	29.10	16.06	3.62	80.00
Zoning	CI-2	D	GR-1	CI-2	RH
Utility/Floodplain	AO-2	AE	AE	AO-2	A/AO
Sale Price		\$203,364	\$56,400	\$17,000	\$105,000
Price per Acre		\$6,988	\$3,512	\$4,696	\$1,313

(*) = "ATF" Parcel

Summary of Adjustments

Unadjusted Price / Acre	\$6,988	\$3,512	\$4,696	\$1,313
Property Rights	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
Adjusted Price	\$6,988	\$3,512	\$4,696	\$1,313
Financing	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
Adjusted Price	\$6,988	\$3,512	\$4,696	\$1,313
Conditions of Sale	<u>-36%</u>	<u>-15%</u>	<u>0</u>	<u>20%</u>
Adjusted Price	\$4,500	\$2,985	\$4,696	\$1,577
Date/Market Conditions	<u>-20%</u>	<u>0</u>	<u>0</u>	<u>0</u>
Adjusted Price	\$3,600	\$2,985	\$4,696	\$1,577
Physical Adjustments (%)				
Location	-25	0	0	15
Zoning	5	0	0	0
Site Size	15	5	-5	30
Site Utility/Floodplain	<u>5</u>	<u>0</u>	<u>0</u>	<u>-10</u>
Net Adjustment	0%	5%	-5%	35%
Indicated Value / Acre	\$3,600	\$3,134	\$4,461	\$2,128

Four sales of similar land were analyzed on the basis of price per acre. This is the sale price divided by the total acreage of the site. Sale prices range from \$1,313 to \$6,988 per acre before adjustment. The reflected adjustments have been indicated in the adjustment grid above. An upward adjustment indicates that the comparable is inferior to the subject; a downward adjustment indicates that the comparable is superior to the subject; and no adjustment (0) indicates the comparable is similar or equal to the subject.

Comparable Sale One requires a downward adjustment for conditions of sale to reflect that the purchaser paid an above market price for the property. A downward adjustment is indicated for date and market conditions as market conditions have declined overall since the date of this sale although this sale occurred before the peak of the market in 2006. Based on

observation of sales and conversations with market participants prices have declined approximately 20 percent since the date of sale for this type of property.

Physical adjustments to the comparable sale include a downward adjustment for superior overall location in an area with a higher level of development. A minor upward adjustment is indicated for inferior zoning in comparison to the subjects zoning. An upward adjustment is indicated for size as larger parcels of land typically sell for less per acre as compared to smaller parcels of land, all other factors being equal. An upward adjustment is indicated for the comparable sale being more impacted by a designated flood zone as compared to the subject which has a lesser impact from the floodway of the Black Wash. After adjustments the comparable sale is adjusted downward in comparison to the subject property.

Comparable Sale Two indicates a downward adjustment for conditions of sale to reflect that the sellers were able to negotiate a higher price for the property than the market price being offered to them.

Physical adjustment include an upward adjustment for larger size as compared with the subject's size, as larger parcels typically sell for less per acre as compared to smaller parcels, with all else being equal. Overall the comparable sale is adjusted downward in comparison to the subject property.

Comparable Sale Three indicates a downward adjustment for size, as smaller parcels of land typically sell for more per acre as compared to larger parcels of land, all other factors being equal. Overall the comparable sale is adjusted downward in comparison to the subject property.

Comparable Sale Four indicates an upward adjustment for market conditions to reflect that the seller was motivated to sell the property for personal reasons according to the selling broker.

Physical adjustments include an upward adjustment for inferior overall location in comparison to the subject's location as this sale is not located on a main road as compared to the subject's location. An upward adjustment is indicated for larger size as compared with the subject's size, as larger parcels typically sell for less per acre as compared to smaller parcels, with all else being equal. An overall downward adjustment is indicated for superior site utility as the comparable sale is a backage parcel which is inferior to the subject but it is a usable parcel with limited restrictions which is superior to the subject. Overall the comparable sale is adjusted upward in comparison to the subject property.

SALES COMPARISON APPROACH SUMMARY, BEFORE:

	Sale 1	Sale 2	Sale 3	Sale 4
Adjusted Sale Price/Acre	\$3,600	\$3,134	\$4,461	\$2,128

SALES COMPARISON APPROACH CONCLUSION, BEFORE ACQUISITION:

These four comparable sales indicate a range of price from \$2,128 to \$4,461 per acre after adjustment. Comparable Sale Four, at an adjusted price of \$2,128 per acre sets the lower limit of value for the subject but this comparable sale is given limited weight due to the size differential. Comparable Sale Three, at an adjusted price of \$4,461 per acre sets the upper limit of value for the subject. This comparable sale is located in Millstone Industrial District No. 1, is a recent sale, and is concluded to be the best indicator of value for the subject parcel. After analyzing the comparable sales and making adjustments for differences and subject to the assumptions and hypothetical (*No. 22 - Subject Larger Parcel Size and Valuation Method and No. 23 - Value of the Remainder Land After*) limiting conditions contained in this report, the estimated market value of the “ATF” parcel of land by the sales comparison approach, is as follows.

10.354 acres times \$4,400 per acre =	\$45,558
Rounded to:	\$45,600

**MARKET VALUE OF “ATF” PARCEL, BEFORE,
AS OF APRIL 16, 2014**

\$45,600

SECTION C - THE PROPERTY TO BE ACQUIRED

DESCRIPTION:

Sierrita Gas Pipeline, LLC is seeking to acquire a portion of the Braniff Road right of Way for a permanent utility easement as part of the Sierrita Gas Pipeline Project. According to information provided by the client, the proposed permanent utility easement acquisition for this pipeline will be fifty (50) feet in width to be used for the construction, operation and maintenance of a subterranean transmission pipeline (36 inch diameter). The permanent utility easement acquisition traverses the "ATF" parcel in a north-south direction (see Exhibits). Braniff Road is identified as a 100 foot wide right of way where the permanent utility easement crosses it according to a Right-of-Way Use Permit Application provided to the appraiser by the client. The land area being acquired as a permanent utility easement from the Braniff Road right of Way totals 0.115 acres (100 feet times 50 feet equals 5,000 square feet; 5,000 square feet divided by 43,560 square feet equals 0.115 acres) (see Exhibits).

SITE PREPARATION AND PROJECT DESCRIPTION:

The project is scheduled to commence construction as of April or May of 2014. The installation of the pipeline will require site preparation of the easement areas. The contractor will use an open cut trench method of construction to install the pipeline in the Braniff Road right of way. The contractor will leave the roadway surface at the same elevation that existed prior to the installation of the pipeline. The pipeline will be placed at a minimum of between 3.5 and 5 feet under the existing Braniff Road surface. The contractor will assure that vehicular traffic movement on Braniff Road is available during the construction of the pipeline.

PERMANENT EASEMENT ACQUISITION:

The portion of the land to be acquired will be acquired as a permanent utility easement, with a portion of property rights transferring to Sierrita Gas Pipeline, LLC. The acquisition area totals 0.115 acres in size. The easement rights to be acquired for the permanent utility easement are considered to be ninety percent (90%) of the bundle of property rights which the owner had prior to the acquisition. Therefore, the market value of the bundle of rights being acquired of the easement is equal to ninety percent (90%) of the fee simple rights typically associated with ownership.

LAND VALUE, PART TO BE ACQUIRED (PERMANENT EASEMENT):

The value of the part to be acquired is based on the "part of the whole" theory which states that the sum of the value of the parts equals, but does not exceed the value of the whole. Therefore, the value per acre applicable to the land before the acquisition is applicable to the easement area being acquired. The estimated market value of the subject property before the acquisition is \$4,400 per acre. The market value of the permanent utility easement area to be acquired is \$4,400 per acre times 0.115 acres, equaling \$506, times 90 percent, equaling \$455, rounded to \$500.

LAND VALUE, PART TO BE ACQUIRED (PERMANENT UTILITY EASEMENT):

0.115 acres x \$4,400 per acre = \$506
Percentage of rights to be acquired (90%) = x 0.90

Rounded to: \$455
\$500

MARKET VALUE OF PART TO BE ACQUIRED

\$500

SECTION D - VALUATION OF THE REMAINDER "ATF" PARCEL, BEFORE

REMAINDER PROPERTY BEFORE:

The market value of the remainder property before the acquisition is the difference between the value of the entire property before the acquisition less the value of the part to be acquired. This step reflects the value of the remainder property without recognizing any increase or decrease in value as the result of any special benefits or severance damages.

Value of Property Before Acquisition:	\$45,600
Value of Property Rights To Be Acquired:	<u>(500)</u>
Value of Remainder Property Before:	\$45,100

MARKET VALUE OF REMAINDER "ATF" PARCEL, BEFORE

\$45,100

SECTION E - THE REMAINDER "ATF" PARCEL, AFTER ACQUISITION

DESCRIPTION:

After the acquisition, the remainder "ATF" parcel will consist of a rectangular shaped parcel undiminished in size by the land to be acquired. The gross area of the "ATF" parcel is 10.354 acres of which 0.115 acres will be encumbered with a permanent utility easement. Therefore, a total of 10.239 acres will be unencumbered fee simple land and 0.115 acres will be encumbered with a permanent utility easement. After the acquisition, the shape of the remainder "ATF" parcel will be unchanged from that which existed before the acquisition. The "ATF" parcel will have the same access that existed in the before condition. The "ATF" parcel maintains the same highest and best use, after the acquisition.

The potential future development of the "ATF" parcel is impacted by many public constraints; however, all of the public constraints allow potential development by adjusting the location of the residence that may be placed on the subject site. Specifically, regarding the proposed gas pipeline easement, there is no indication that the subject site cannot be fully developed in the future with the pipeline completed.

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 100 foot width of the Braniff Road right of way. The land adjacent to the proposed permanent utility easement (west) is owned by Pima County. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Braniff Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road (10.354 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, LLC. If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

HIGHEST AND BEST USE, AFTER, AS VACANT:

After the acquisition, the “ATF” parcel has a highest and best use that is the same as in the before condition. That use is for land investment and for the foreseeable future. This use is considered to be the most feasible use based on the location, the zoning, surrounding development, and the limitations imposed on the “ATF” parcel due to the set-back requirements from the Avra Valley Wastewater Treatment Facility.

LAND VALUE AFTER ACQUISITION:

The remainder “ATF” parcel is being appraised using the same comparable sales, the same adjustments, and the same value conclusion used to value the property in the before condition. After the acquisition, the shape of the “ATF” parcel remains rectangular in shape and the size is unchanged. The highest and best use of the “ATF” parcel is considered to be the same as in the before condition.

LAND VALUE AFTER ACQUISITION, CONCLUSION:

Based on the same highest and best use for the “ATF” parcel after the acquisition of the easement the same comparable sales are utilized for the estimate of land value as vacant after the acquisition. The comparable sales indicate a fee value of \$4,400 per acre for the “ATF” parcel. Property rights remaining to the property owner include a ten percent (10%) interest in the permanent utility easement area. Therefore, the estimated market value of the “ATF” parcel after the acquisition is estimated as follows:

Land Value, After, Unencumbered (Fee Simple):

10.239 acres x \$4,400 per acre = \$45,052

Land Value, After, Encumbered with Utility Easement:

0.115 acres x \$4,400 per acre = \$506

Percentage of rights remaining (10%) = x 0.10

51

Land Value, After, Unencumbered and Encumbered Land: \$45,103

Rounded to: \$45,100

MARKET VALUE CONCLUSION, AFTER:

Therefore, based on the above analysis and subject to the assumptions and hypothetical (No. 22 - Subject Larger Parcel Size and Valuation Method and No. 23 - Value of the Remainder Land, After) limiting conditions contained in this report, the opinion of market value of the “ATF” parcel, after the acquisition, “as is”, as of the effective date of the appraisal, April 16, 2014, is \$45,100.

**MARKET VALUE OF “ATF” PARCEL, AFTER
AS OF APRIL 16, 2014**

\$45,100

SECTION F - SEVERANCE DAMAGES

DESCRIPTION OF SEVERANCE DAMAGES:

Severance damages are a loss in value to the remainder property not acquired which arises as the result of a partial acquisition or construction of public improvements which have a negative impact on the remaining property. Severance damages are typically estimated by deducting the value of the remainder property after the acquisition from the value of the remainder property before the acquisition.

CONCLUSION OF SEVERANCE DAMAGES:

The market value of the "ATF" parcel, before the acquisition is \$45,600. The market value of the property rights to be acquired of \$500 is deducted from the market value of \$45,600 to arrive at the market value of the remainder, before, of \$45,100. The market value of the remainder, after, is estimated at \$45,100. Therefore, there are no severance damages reflected to the "ATF" parcel.

Value of Remainder Property, Before:	\$45,100
Value of Remainder Property, After:	<u>(45,100)</u>
Severance Damages:	-0-

SECTION G - SUMMARY OF VALUE CONCLUSIONS

Market Value of "ATF" Parcel, Before Acquisition	\$45,600
Market Value of Property Rights To Be Acquired	\$500
Market Value of Remainder Property, Before	\$45,100
Market Value of Remainder Property, After	\$45,100
Severance Damages	-0-
Special Benefits	-0-

TOTAL COMPENSATION:

Market Value of Property Rights To Be Acquired	\$500
Severance Damages	0
Special Benefits	<u>0</u>
TOTAL COMPENSATION	\$500

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 100 foot width of the Braniff Road right of way. The land adjacent to the proposed permanent utility easement (west) is owned by Pima County. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Braniff Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road (10.354 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

PART V - ASSUMPTIONS AND LIMITING CONDITIONS

1. **Definitions.** "Appraisal," as herein defined, is the process of completing a service; namely, a valuation assignment. "Subject property" refers to the property which is the subject of the assignment. "Appraisers" are those persons, whether one or more, who have accepted the assignment and who have participated in the analyses, opinions, and conclusions formed in the appraisal. "Company" refers to Baker, Peterson, Baker & Associates, Inc. "Report" refers to this written document containing the analyses, opinions, and conclusions which constitute the appraisal.
2. **Liability.** The liability of Baker, Peterson, Baker & Associates, Inc., including any or all of its employees, and including the appraisers responsible for this report, is limited to the Client only, and to the fee actually received by the Company. Further, there is no accountability, obligation or liability to any third party. If this report is placed in the hands of any person other than the Client, the Client is responsible for making such party aware of all assumptions and limiting conditions related thereto. The appraisers are in no way responsible for any costs incurred to discover or correct any deficiencies of any type present in the subject property, whether physical, financial, or legal.
3. **Title.** No opinion as to title is rendered. Data related to ownership and legal description was provided by the Client or was obtained from available public records and is considered reliable. Unless acknowledged in this report, no title policy or preliminary title report were provided. Title is assumed to be marketable and free and clear of all liens, encumbrances, and restrictions except those specifically discussed in the report. The property is appraised assuming responsible ownership, competent management and ready availability for its highest and best use.
4. **Survey or Engineering.** No survey or engineering analysis of the subject property has been made by the appraisers. It is assumed that the existing boundaries are correct and that no encroachments exist. The appraisers assume no responsibility for any condition not readily observable from customary investigation and inspection of the premises which might affect the value thereof, excepting those items which are specifically mentioned in the report.
5. **Data Sources.** The report is based, in part, upon information assembled from a wide range of sources and, therefore, the incorporated data cannot be guaranteed. An impractical and uneconomic expenditure of time would be required in attempting to furnish unimpeachable verification in all instances, particularly as to engineering and market-related information. It is suggested that the Client consider independent verification within these categories prior to any transaction involving a sale, lease, or other significant commitment of the subject property, and that such verification be performed by appropriate recognized specialists.

6. ***Subsequent Events.*** The date of valuation to which the conclusions and opinions expressed in this report apply is set forth in the letter of transmittal. The appraisers assume no responsibility for economic or physical factors occurring after the date of valuation which may affect the opinions in this report. Further, in any prospective valuation assignment, the appraisers cannot be held responsible for unforeseeable events that alter market conditions prior to the date of valuation. Such prospective value estimates are intended to reflect the expectations and perceptions of market participants along with available factual data, and should be judged on the market support for the forecasts when made, not whether specific items in the forecasts are realized.
7. ***Adjustments.*** The appraisers reserve the right to make such adjustments to the analyses, opinions, and conclusions set forth in this report as may be required by consideration of additional data or more reliable data which may become available subsequent to issuance of the report.
8. ***Special Rights.*** No opinion is expressed as to the value of any subsurface (oil, gas, mineral) or aerial rights or whether the property is subject to surface entry for the exploration or removal of materials except where expressly stated in the report.
9. ***Value Distribution.*** The distribution of total value in this report between land and improvements applies only under the specified highest and best use of the subject property as herein described. The allocations of value among the land and improvements do not apply to any other property other than the property which is the subject of this report.
10. ***Legal or Special Opinions.*** No opinion is intended to be expressed for matters which require legal expertise, specialized investigation, or a level of professional or technical knowledge beyond that customarily employed by real estate appraisers.
11. ***Personal Property.*** Unless expressly stated within this report, no consideration has been given as to the value of any personal property located on the premises, or to the cost of moving or relocating such personal property. Only the real property has been considered.
12. ***Soil Conditions.*** Unless expressly stated within this report, no detailed soil studies covering the subject property were available to the appraisers. Therefore, it is assumed that existing soil conditions are capable of supporting development of the subject property in a manner consistent with its highest and best use without extraordinary foundation or soil remedial expense. Further, it is assumed that there are no hidden or unapparent matters (hazardous materials, toxic substances, etc.) related to the soil or subsoil which would render the subject more or less valuable by knowledge thereof.

13. **Court Testimony.** Testimony or attendance in court or at any other hearing (including depositions) is not required by reason of rendering this appraisal or issuing this report, unless such arrangements have previously been made and are part of a contract for services.
14. **Exhibits.** Maps, floor plans, photographs, and any other exhibits contained in this report are for illustration only, and are provided as an aid in visualizing matters discussed within the report. They should not be considered as surveys or scale renderings, or relied upon for any other purpose.
15. **Statute, Regulation, and License.** Unless otherwise stated within the report, the subject property is assumed to be in full and complete compliance with all applicable federal, state, and local laws related to zoning, building codes, fire, safety, permits, and environmental regulations. Further, it is assumed that all required licenses, certificates of occupancy, consents or other legislative or administrative authorizations have been, or can be, readily obtained or renewed as related to any use of the subject property on which the value estimate contained herein is based.
16. **Hidden or Unapparent Conditions.** It is assumed that there are no hidden or unapparent conditions which, if known, would affect the analyses, opinions or conclusions contained in this report. This includes, but is not limited to, electrical, mechanical, plumbing, and structural components.
17. **Hazardous/Toxic Substances.** In this appraisal assignment, no observation was made of the existence of potentially hazardous material used in the construction and/or maintenance of the improvements, or from any other source, whether borne by land or air, including, but not limited to, asbestos, lead, toxic waste, radon, and urea formaldehyde. While not observed, and while no information was provided to confirm or deny the existence of such substances (unless expressly stated herein), it is emphasized that the appraisers are not qualified to detect or analyze such substances. Unless otherwise stated, no consideration has been given to the presence of, nature of, or extent of such conditions, nor to the cost to “cure” such conditions or to remove any toxic or hazardous substances which could potentially affect the value or marketability of the property. Any such conclusions must be based upon the professional expertise of persons qualified to make such judgments. Thus, any person or other entity with an interest in the subject property is urged to retain an expert if so desired. This value estimate assumes that there is no such material on or in the property.
18. **Americans with Disabilities Act of 1990.** The ADA became effective on January 26, 1992. We have not made a specific compliance survey and analysis of this property to determine whether or not it is in conformity with the various detailed requirements of the ADA. It is possible that a compliance survey of the property, together with a detailed analysis of the requirements of the ADA, could reveal that the property is not in compliance with one or more of the requirements of the Act. If so, this fact could

have a negative effect on the value of the property. Since we have no direct evidence relating to this issue, we did not consider possible noncompliance with the requirements of ADA in estimating the value of the property.

19. **Disclosure.** Disclosure of the contents of this report is governed by the By-Laws and Regulations of the Appraisal Institute. Neither all nor any part of the contents of this report, including the value estimate, the identity of the appraisers or their professional designations, or the company with which the appraisers are associated, shall be used for any purpose by anyone other than the Client as herein stated, without the prior written consent of the appraisers. Nor shall it be conveyed, in whole or in part, in the public through advertising, news, sales, listings, or any other media without such prior written consent. Possession of this report does not carry with it any right of public distribution.
20. **Type of Report.** This is an appraisal report which is intended to comply with the reporting requirements set forth under Standard Rule 2-2(a) of the Uniform Standards of Professional Appraisal Practice for an Appraisal Report. As such, it might not include full discussions of the data, reasoning, and analyses that were used in the appraisal process to develop the appraiser's opinion of value. Supporting documentation concerning the data, reasoning, and analyses is retained in the appraiser's file. The information contained in this report is specific to the needs of the client and for the intended use stated in this report. The appraiser is not responsible for unauthorized use of this report.
21. **Endangered and Threatened Species.** The appraisers have not made a specific survey of the subject property to determine whether or not it has any plant or wildlife which are identified as an endangered or threatened species by the U. S. Fish and Wildlife Service. While not observed and while no information was provided to confirm or deny the existence of any endangered or threatened species on the subject property (unless expressly stated herein), it is emphasized that the appraisers are not qualified to detect or analyze such plants or wildlife. Any such conclusions must be based upon the professional expertise of persons qualified to make such judgments. Thus, any person or other entity with an interest in the subject property is urged to retain an expert if so desired. It is possible that a survey of the property could reveal that the site contains endangered or threatened plants or wildlife. If so, this fact could have a negative effect on the value of the property. Since we have no direct evidence relating to this issue, we did not consider possible endangered or threatened species in estimating the value of the property.
22. **Subject Larger Parcel Size and Valuation Method.** Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 100 foot width of the Braniff Road right of way. The land adjacent to the proposed permanent utility easement (west) is owned by Pima County. To estimate the market value of the subject property for this appraisal a variation of the

sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Braniff Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in the Northeast quarter of Lot 2, Millstone Industrial District No. 1, located in Section 1, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona and contiguous to and inclusive of a portion of Braniff Road (10.354 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

23. ***Value of the Remainder Land, After.*** This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.
24. ***Acceptance of Report.*** Acceptance and/or use of this Report by the Client or any third party constitutes acceptance of all of the above conditions.

PART VI - EXHIBITS

Exhibit A	Assessor's Map of Subject Property
Exhibit B	Aerial Photograph
Exhibit C	Zoning Map
Exhibit D	Pima County Comprehensive Plan Map
Exhibit E	FEMA Flood Plain Map
Exhibit F	Riparian Habitat Map
Exhibit G	Right-of-Way Use Permit Application, Pima County Road Crossing Aerial Overview and Drawing
Exhibit H	Subject Photographs
Exhibit I	Acquisition Photographs
Exhibit J	Comparable Land Sales Location Map
Exhibit K	Comparable Land Sales, Maps, and Aerial Photographs
Exhibit L.1	Qualifications of Jeff Teplitsky
Exhibit L.2	Qualifications of Company

EXHIBIT A - SUBJECT MAP (Includes a Portion in Braniff Road Right of Way)

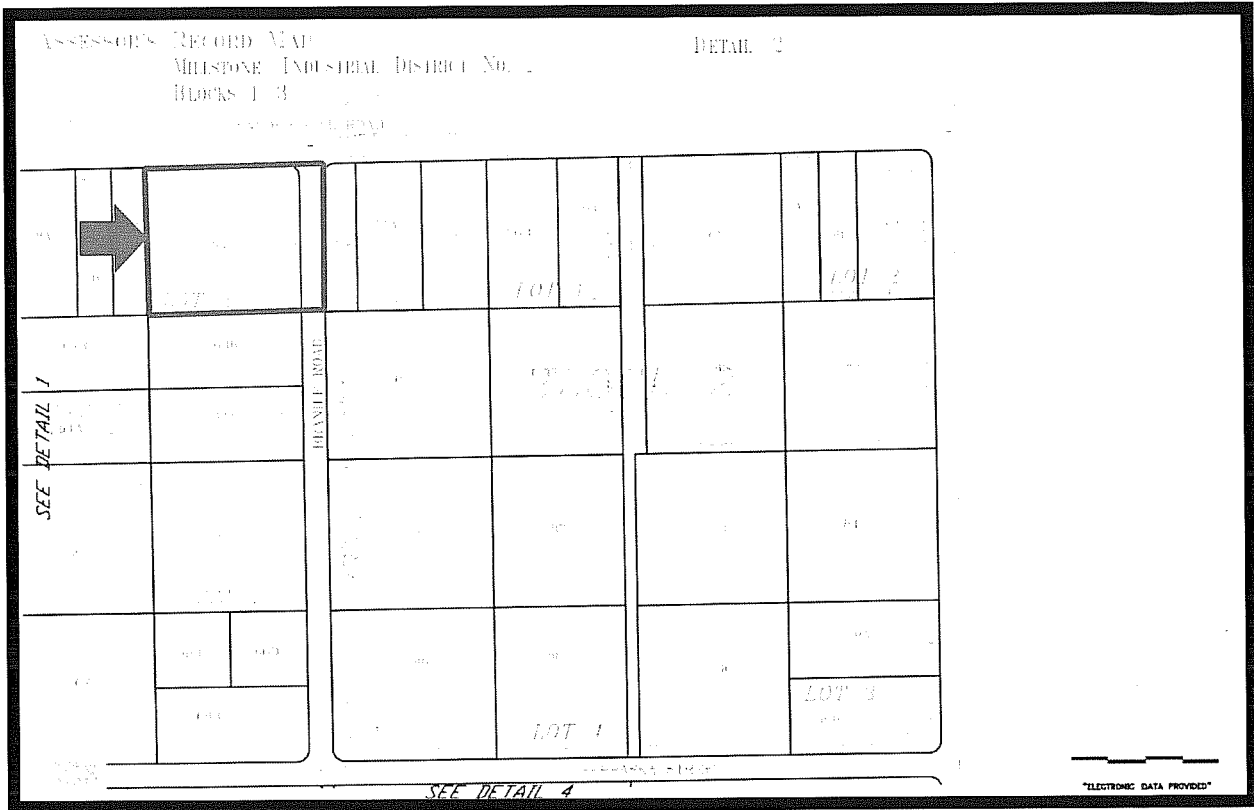
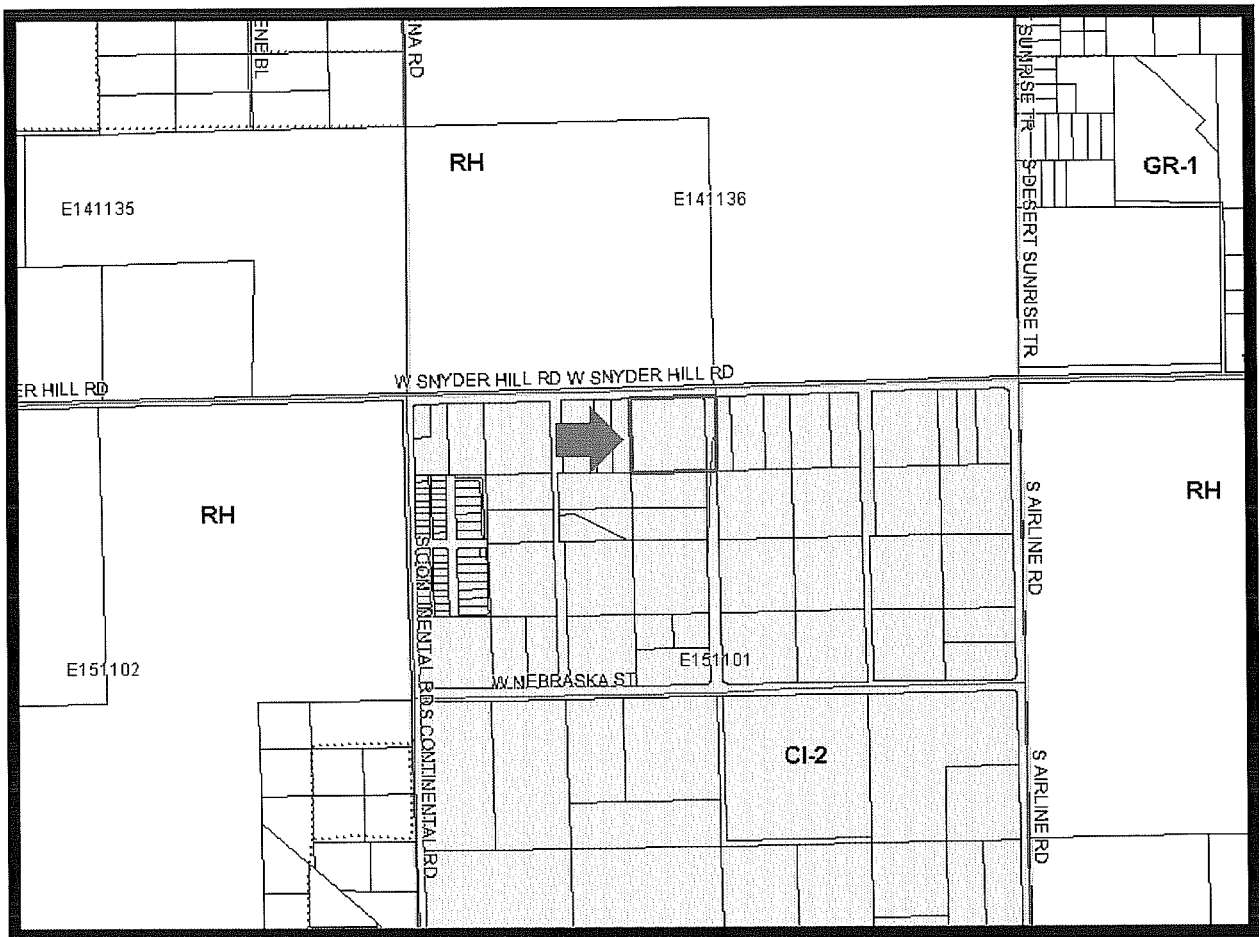


EXHIBIT B - AERIAL PHOTOGRAPH



EXHIBIT C - ZONING MAP



<input checked="" type="checkbox"/> Zoning - County
CB-1
CB-1(H)
CB-2
CB-2(H)
CI-1
CI-2
CI-3
CMH-1
CMH-2
CPI
CR-1
CR-2
CR-2(H)
CR-3
CR-4
CR-4(H)
CR-5
CR-5(GC)
CR-5(H)
GR-1
GR-1(H)
IR
ML
MR
MU
RH
RH(GC)
RH(H)
RVC
SH
SH(H)
SP
SR
SR-2
TH
TH(H)
TR

EXHIBIT D - COMPREHENSIVE PLAN LAND USE MAP

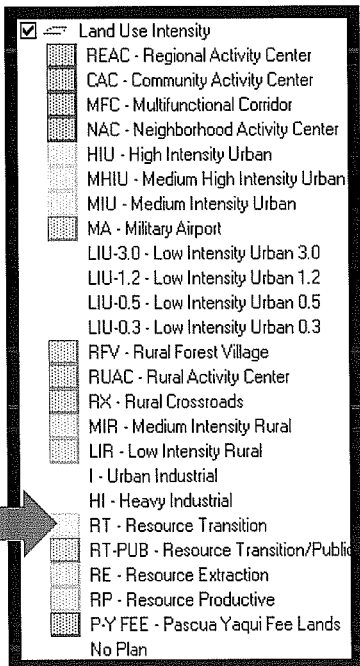
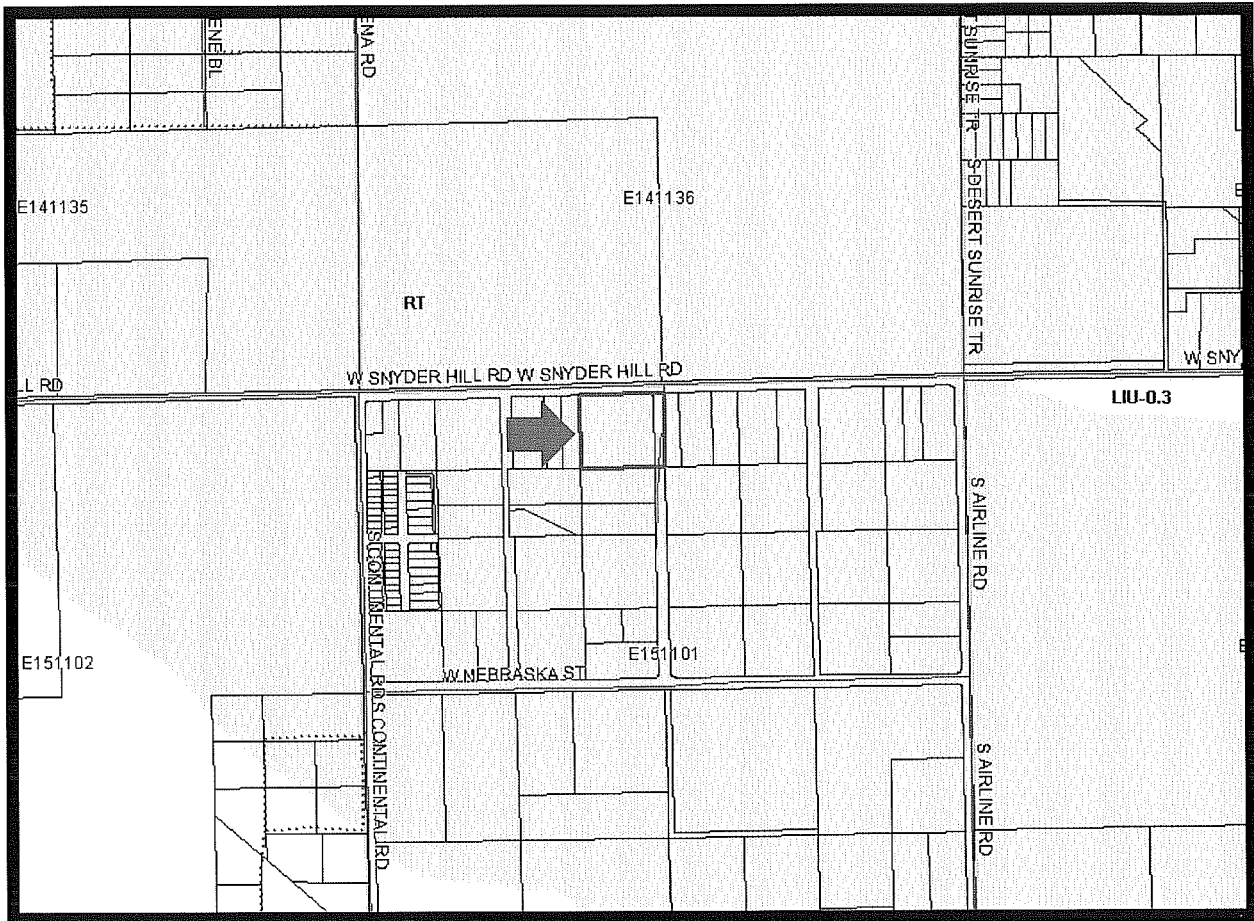


EXHIBIT E - FLOODPLAIN MAP



EXHIBIT F - RIPARIAN HABITAT MAP

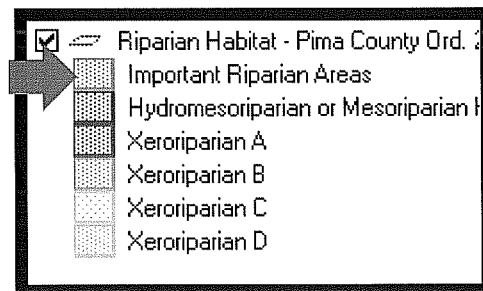
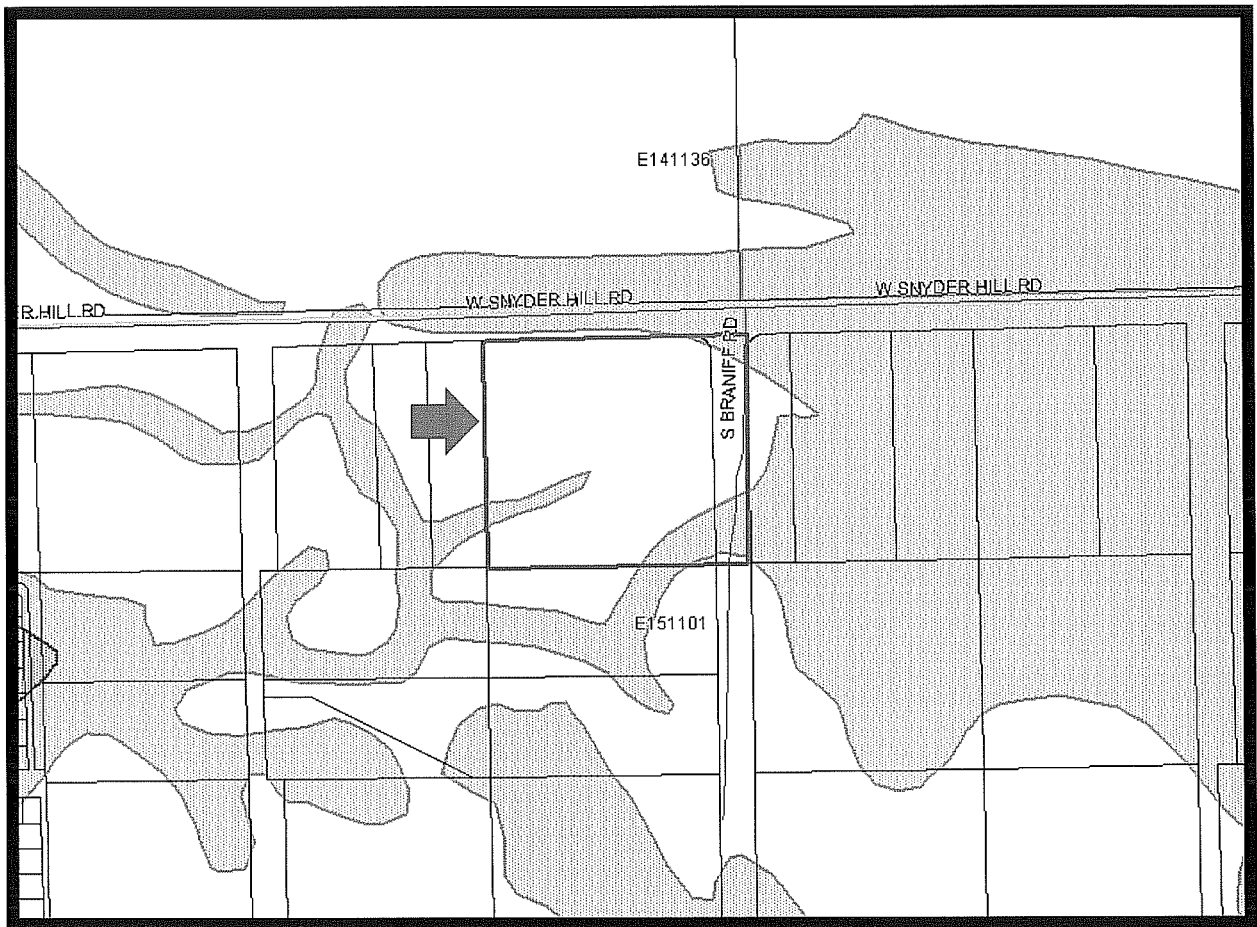


EXHIBIT G - RIGHT-OF-WAY USE PERMIT APPLICATION, PIMA COUNTY ROAD CROSSING AERIAL OVERVIEW AND DRAWING (3 Pages)

FORM 2/1/2013	<h2 style="margin: 0;">Right-of-Way Use Permit Application</h2> <p style="margin: 0;">Pima County Department of Transportation</p>	
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◀ ◀ Click here for Instructions on Completing the Permit Application ▶ ▶

1 Applicant: <u>Sierrita Gas Pipeline LLC</u>	Contractor: <u>Price Gregory International Inc</u>
2 Address: <u>5151 E Broadway Blvd, Ste 1680</u>	Address: <u>920 Memorial City Way</u>
3 City: <u>Tucson</u> ST: <u>AZ</u> Zip: <u>85711</u>	City: <u>Houston</u> ST: <u>TX</u> Zip: <u>77024</u>
4 Contact Name: <u>Bill Biggs</u>	Contact Name: <u>Tommy Jones</u>
5 Email: <u>William_Biggs@kindermorgan.com</u>	Email: <u>TJones@pricegregory.com</u>
6 Phone: <u>520-663-4260</u>	Phone: <u>713-780-7500</u>
7	ROC #: <u>82927</u>

8 Owner: <u>Sierrita Gas Pipeline LLC</u>	Phone: <u>520-663-4260</u>	Email: <u>William_Biggs@kindermorgan.com</u>
9 Work Location: <u>Braniff Road</u>		

10 Nearest Cross Street: <u>Snyder Hill Road</u>	Township <u>15</u> Range <u>11E</u> Section <u>01</u>
--	---

11 Work Start Date: <u>July 1 - Sept 30, 2014</u>	Work Duration (working days M - F): <u>1</u> days
---	---

12 Utility Work: Aerial/Underground: <u> </u> If	Trench Pavement: <u> </u> If Trench Dirt: <u>100</u> If
---	--

13 Construction Cost \$: <u>\$60,000</u>	(Provide itemized cost breakdown)
--	-----------------------------------

14 Is work within a county project or disturbs one or more acres of land? (If yes, provide ADEQ Notice of Intent AZCON Permit No.: <u> </u>)	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
---	---

15 Is length of work more than 500 lf? (If yes, provide Arizona State Museum Record Search)	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
---	---

16 Is there vegetation disturbance? (If yes, provide photographs showing disturbance area)	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
--	---

17 Is land stripping or earthmoving over 1 acre; trenching over 300 feet; road construction over 50 feet; or blasting required? (If yes, provide copy of PDEQ Fugitive Dust Permit)	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
---	---

18 Is work within a regulatory floodplain, drainageway, erosion hazard area, or mapped riparian habitat? (If yes, provide written authorization from the Regional Flood Control District)	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
---	---

19 Is a public sewer located within the work area? Only applicable to municipalities, water companies and utility companies. (If yes, provide RWRD Utility Coordination Letter of Clearance)	<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO
--	---

20 Description of Work:

Open cut trench across dirt road, install 36" O.D. natural gas pipe, backfill and compact trench.

NOTE NO. 18: SGP Application with Regional Flood Control District in review process.

21 Payment By: Applicant <input checked="" type="checkbox"/>	Contractor <input type="checkbox"/>	Owner <input type="checkbox"/>	Method: Check <input checked="" type="checkbox"/>	Bank Card <input type="checkbox"/>	APA <input type="checkbox"/>
--	-------------------------------------	--------------------------------	---	------------------------------------	------------------------------

22 Applicant Signature: _____	Date: _____
-------------------------------	-------------

**All requested information must be provided. If not applicable enter "NA". **

23 Office Use Only:	Permit No:
---------------------	------------

Pima County DOT, 201 N. Stone Ave, Tucson, AZ 85710 • Fax 740-6862 • Phone 740-6410 or 740-6508

Form B - ROW Application



REFERENCE: EMS Engineering Plan and Profile Drawing No: 56173016 and Sierrita Gas Pipeline Alignment Sheet 2177.0-1

PROPOSED SIERRITA GAS PIPELINE 2177 : PIMA COUNTY ROAD CROSSING AERIAL OVERVIEW

LEGEND:

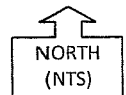
- L2177 PROPOSED LINE
- L2177 MILE POST
- WORK AREA LIMITS (Adjacent)
- WORK AREA IN ROADWAY
- PARCEL LINES
- SECTION LINE

MP 2.2: Braniff Road

100' County Right of Way

Open Cut Trench and Construction Equipment Crossing

**T15S, R11E, Section 1
Pima County Arizona**



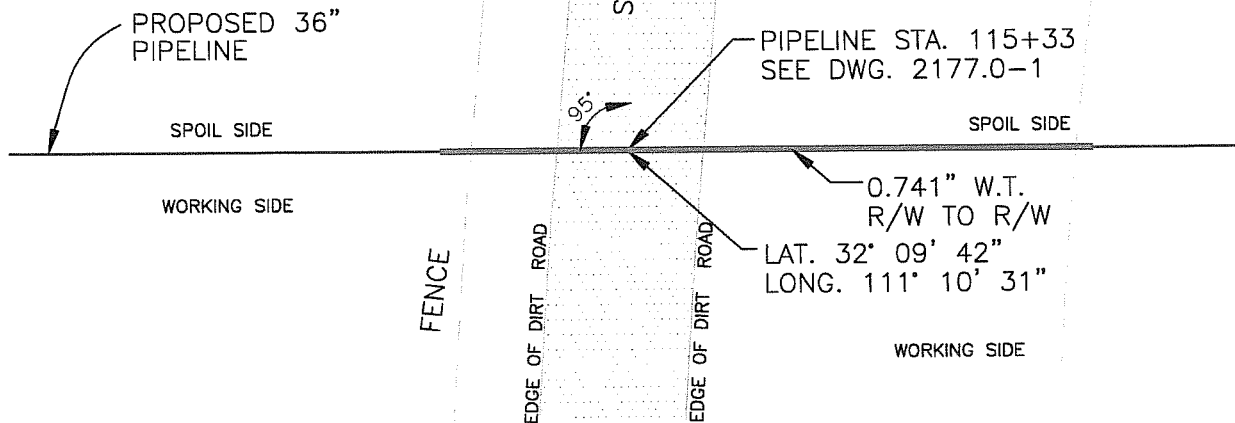
Sierrita
Gas Pipeline LLC

PIMA COUNTY, ARIZONA



PIMA CO.
APN 209-01-071E

PIMA CO.
APN 209-01-0620



PIPELINE CROSSING LENGTHS
R/W - R/W = 100'
DIRT ROAD SURFACE = 24'

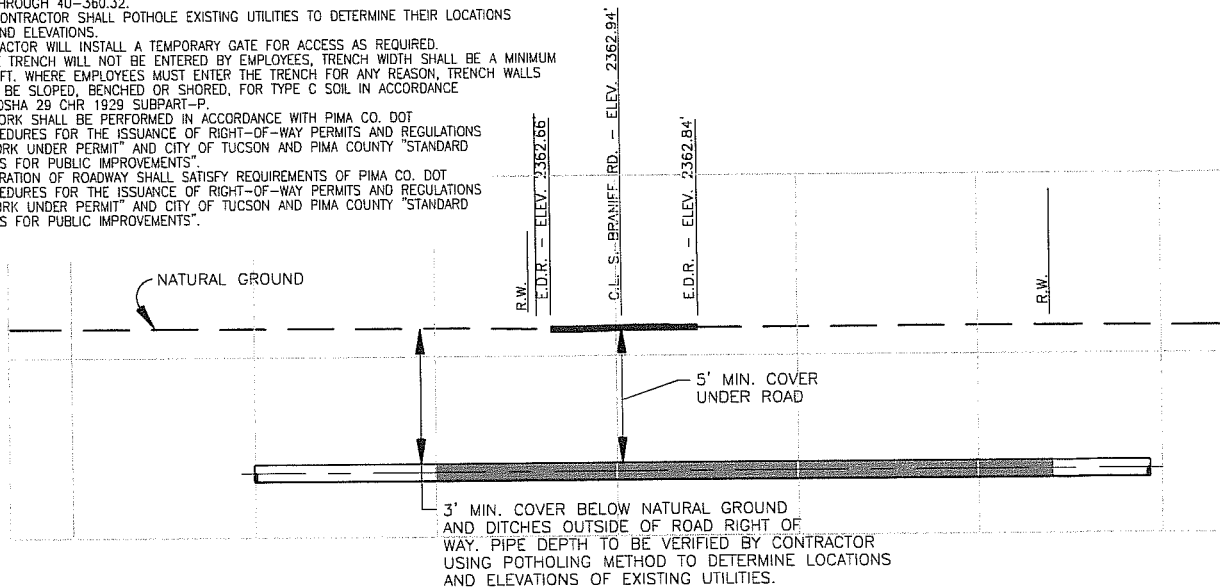
PLAN VIEW
SCALE: 1" = 30'

NOTES:

- CROSSING METHOD TO BE OPEN CUT.
- LOCATIONS REFLECTED ON THE DRAWINGS SHALL BE VERIFIED IN THE FIELD BY THE CONTRACTOR PRIOR TO CONSTRUCTION BY THE FOLLOWING METHODS:
 - CONTRACTOR SHALL CALL ARIZONA BLUE STAKE AT 811 AND COMPLY WITH STATE OF ARIZONA BLUE STAKE LAW ARS CHAPTER 2, ARTICLE 6.3, SECTIONS 40-360.21 THROUGH 40-360.32.
 - CONTRACTOR SHALL POTHOLE EXISTING UTILITIES TO DETERMINE THEIR LOCATIONS AND ELEVATIONS.
- CONTRACTOR WILL INSTALL A TEMPORARY GATE FOR ACCESS AS REQUIRED.
- WHERE TRENCH WILL NOT BE ENTERED BY EMPLOYEES, TRENCH WIDTH SHALL BE A MINIMUM OF 4 FT. WHERE EMPLOYEES MUST ENTER THE TRENCH FOR ANY REASON, TRENCH WALLS SHALL BE SLOPED, BENCHED OR SHORED, FOR TYPE C SOIL IN ACCORDANCE WITH OSHA 29 CFR 1929 SUBPART-P.
- ALL WORK SHALL BE PERFORMED IN ACCORDANCE WITH PIMA CO. DOT "PROCEDURES FOR THE ISSUANCE OF RIGHT-OF-WAY PERMITS AND REGULATIONS OF WORK UNDER PERMIT" AND CITY OF TUCSON AND PIMA COUNTY "STANDARD DETAILS FOR PUBLIC IMPROVEMENTS".
- RESTORATION OF ROADWAY SHALL SATISFY REQUIREMENTS OF PIMA CO. DOT "PROCEDURES FOR THE ISSUANCE OF RIGHT-OF-WAY PERMITS AND REGULATIONS OF WORK UNDER PERMIT" AND CITY OF TUCSON AND PIMA COUNTY "STANDARD DETAILS FOR PUBLIC IMPROVEMENTS".

PIPE DESCRIPTION:

36.000" O.D. x 0.741" W.T., API
5L-X70 DSAW W/ 14-16 MILS
FBE.



PROFILE
NOT TO SCALE

REVISIONS

NO.	DESCRIPTION	DATE
A	ISSUED FOR REVIEW	11/14/13
B	ISSUED FOR PERMIT	12/20/13
C	ISSUED FOR PERMIT	01/15/14
D	ISSUED FOR PERMIT	01/23/14
E	ISSUED FOR PERMIT	01/29/14

SCALE		AS NOTED	
DRAWN	EMS	DATE	10/09/13
CHK'D	EMS	DATE	01/22/14
APPROVED	EMS	DATE	01/29/14
EMS JOB NO.	5617		
AFE/P.O. NO.			
CLIENT FILE NO.			
EMS FILE NO.	56173016		

SIERRITA GAS PIPELINE LLC

TITLE ROAD CROSSING DETAIL

S. BRANIFF RD. PIPELINE CROSSING

PIMA COUNTY

ARIZONA

NO.

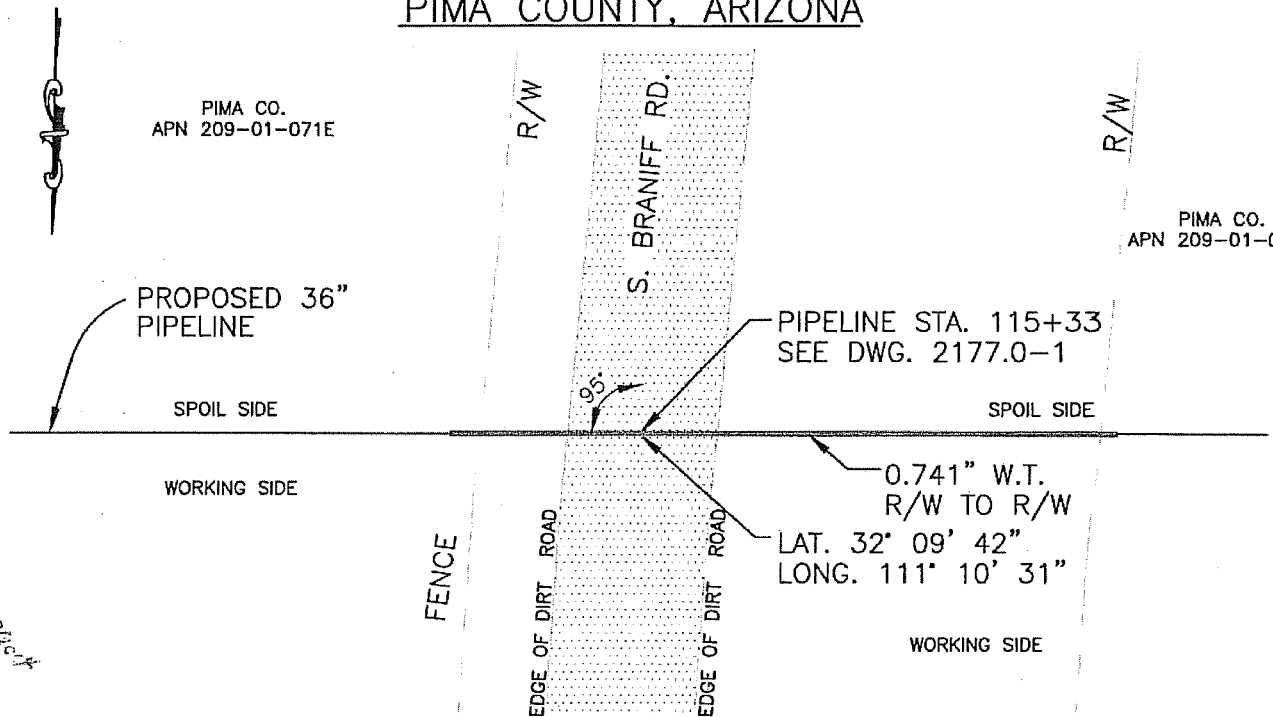
56173016

REV.
E

PIMA COUNTY, ARIZONA

PIMA CO.
APN 209-01-071E

PIMA CO.
APN 209-01-0620



PIPELINE CROSSING LENGTHS
R/W - R/W = 100'
DIRT ROAD SURFACE = 24'

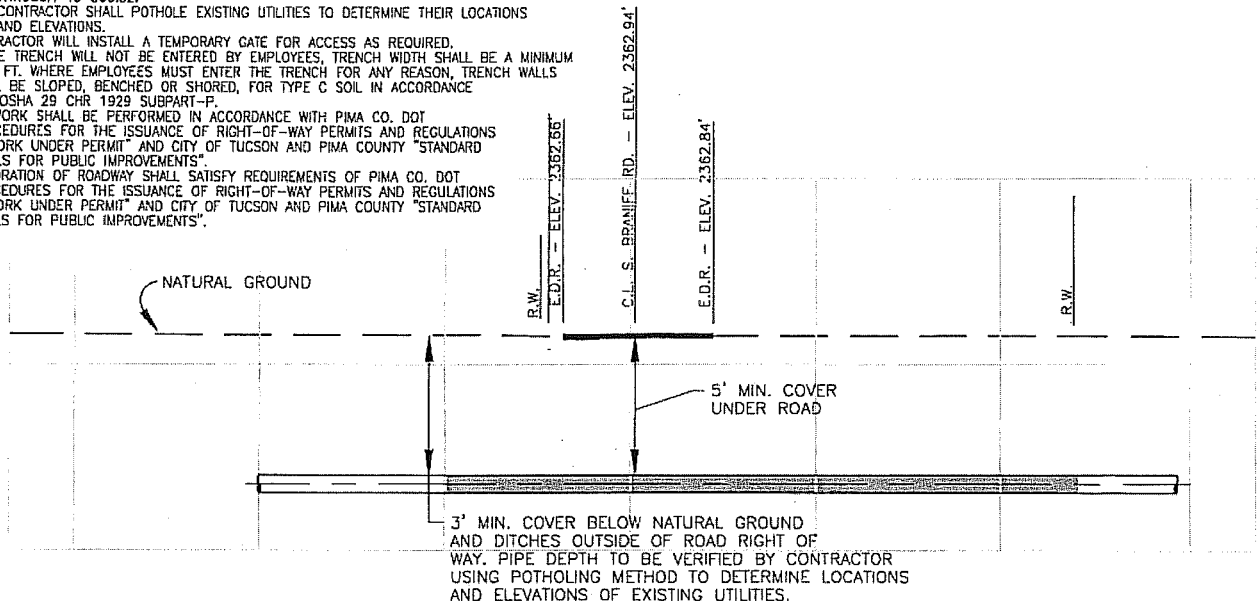
PLAN VIEW
SCALE: 1" = 30'

NOTES:

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PIPE DESCRIPTION:

36.000" O.D. x 0.741" W.T., API
5L-X70 DSAW W/ 14-16 MILS
FBE.



PROFILE
NOT TO SCALE

REVISIONS

SCALE AS NOTED

NO.	DESCRIPTION	DATE	DRAWN	EMS	DATE
A	ISSUED FOR REVIEW	11/14/13	CHK'D	EMS	10/08/13
B	ISSUED FOR PERMIT	12/20/13	APPROVED	EMS	01/22/14
C	ISSUED FOR PERMIT	01/15/14	EMS JOB NO.	5617	01/28/14
D	ISSUED FOR PERMIT	01/23/14	AFE/P.O. NO.		
E	ISSUED FOR PERMIT	01/29/14	CLIENT FILE NO.		
			EMS FILE NO.	56173016	

SIERRITA GAS PIPELINE LLC

TITLE ROAD CROSSING DETAIL

S. BRANIFF RD. PIPELINE CROSSING

PIMA COUNTY

ARIZONA

NO.

56173016

REV.

E

**EXHIBIT H - SUBJECT PHOTOGRAPHS OF AREA TO BE ACQUIRED
AND LARGER PARCEL**

**PHOTO 1 - VIEW WEST OF SUBJECT PROPERTY
FROM BRANIFF ROAD & SNYDER HILL ROAD**



**PHOTO 2 - VIEW SOUTHWEST OF SUBJECT PROPERTY
FROM BRANIFF ROAD & SNYDER HILL ROAD**

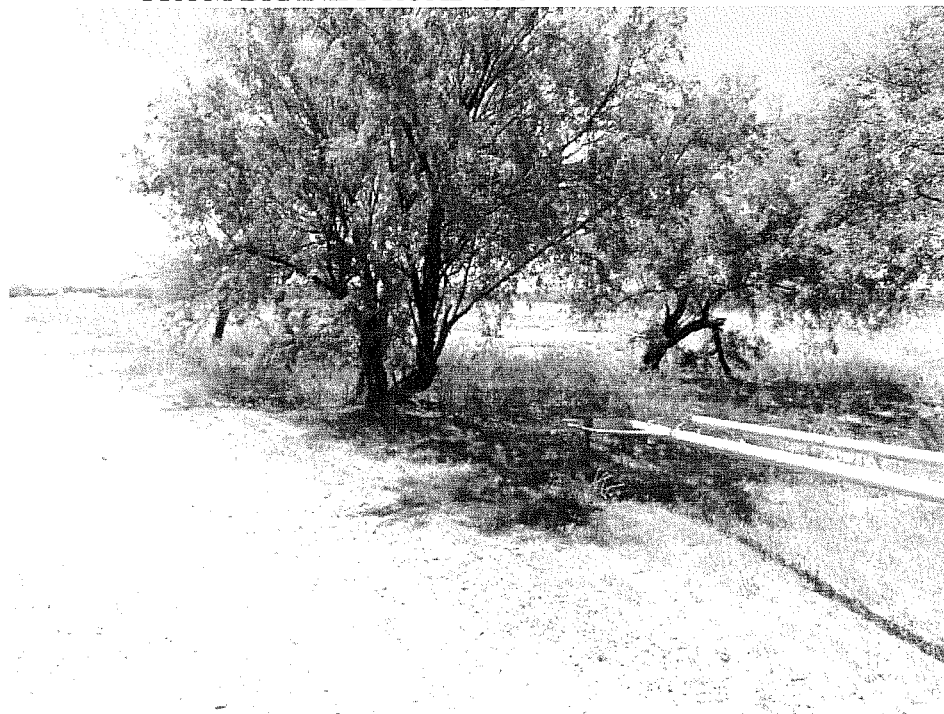


PHOTO 3 - VIEW SOUTH ALONG BRANIFF ROAD



PHOTO 4 - VIEW WEST ALONG SNYDER HILL ROAD



**EXHIBIT I - SUBJECT PHOTOGRAPHS OF AREA TO BE ACQUIRED
AND LARGER PARCEL**

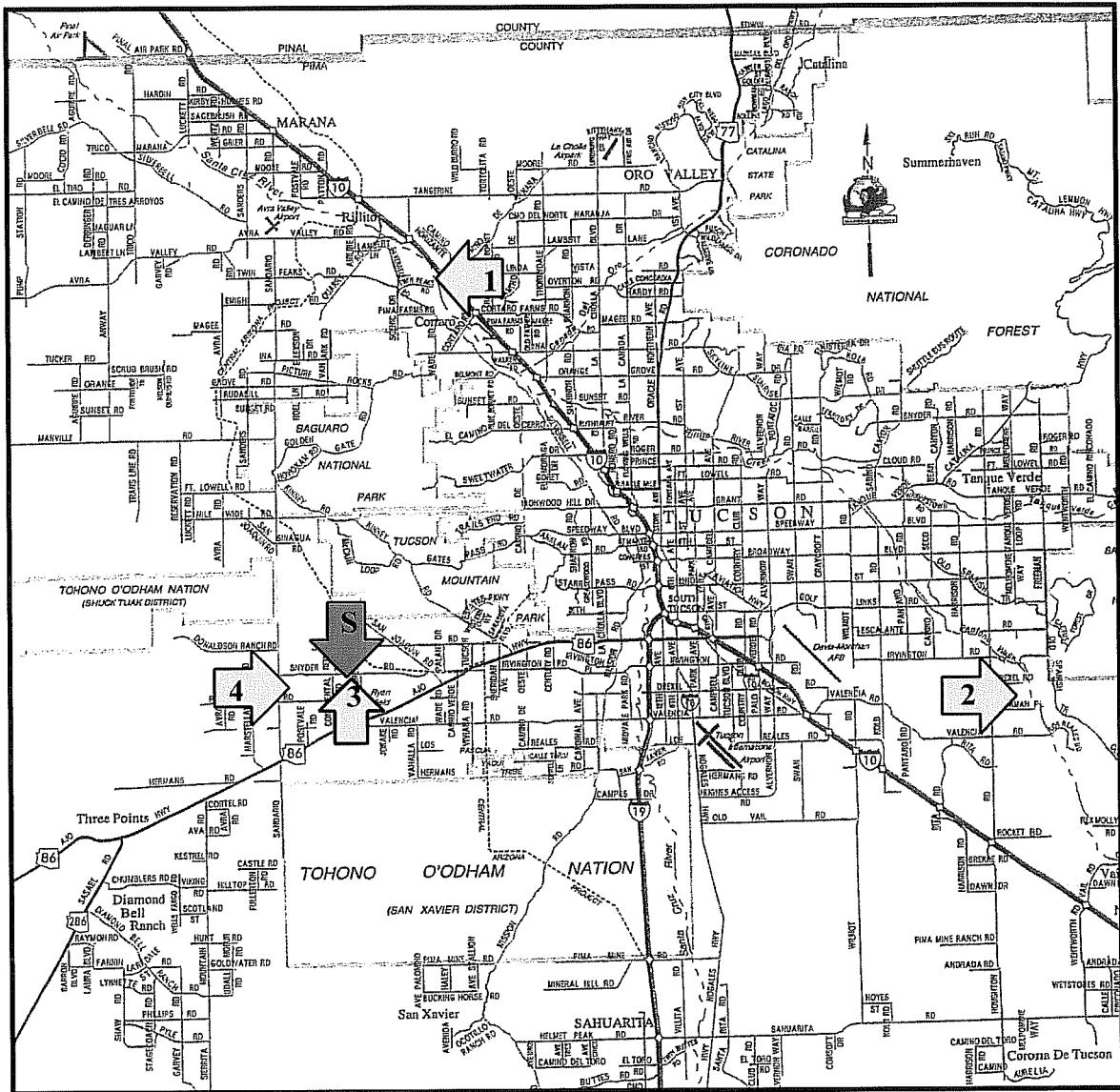
PHOTO 5 - VIEW WEST OF EASEMENT TO BE ACQUIRED



PHOTO 6 - VIEW EAST OF EASEMENT TO BE ACQUIRED



EXHIBIT J - COMPARABLE LAND SALES LOCATION MAP



Subject: Southwest corner of Braniff Road and Snyder Hill Road, including the Braniff Road right of way, Pima County

Sale 1: North side of Twin Peaks Road bridge, west of the Twin Peaks I-10 Interchange, within the channel and floodway of the Santa Cruz River, Pima County

Sale 2: South side of Leon Ranch Road at Pantano Wash, Pima County

Sale 3: South side of Snyder Hill Road, east of Braniff Road, Pima County

Sale 4: North side of Peaceful Lane, east of Sandario Road, Pima County

EXHIBIT K - COMPARABLE LAND SALES, MAPS, AND PHOTOGRAPHS

LAND COMPARABLE NUMBER ONE (SALE)

ID: MAL 0240 6266

LOCATION: North side of Twin Peaks Road bridge, west of the Twin Peaks I-10 Interchange, within the channel and floodway of the Santa Cruz River

LEGAL DESCRIPTION: A portion of the Northeast Quarter of Section 21, Township 12 South, Range 12 East, G&SRB&M, Pima County, Arizona

STATE TAX PARCELS: 226-15-002H and 002K

RECORD DATA: Book 13727, at Pages 1775 and 1779

DATE OF SALE: January 19, 2010

SELLER: Pima County Flood Control District

BUYER: Town of Marana

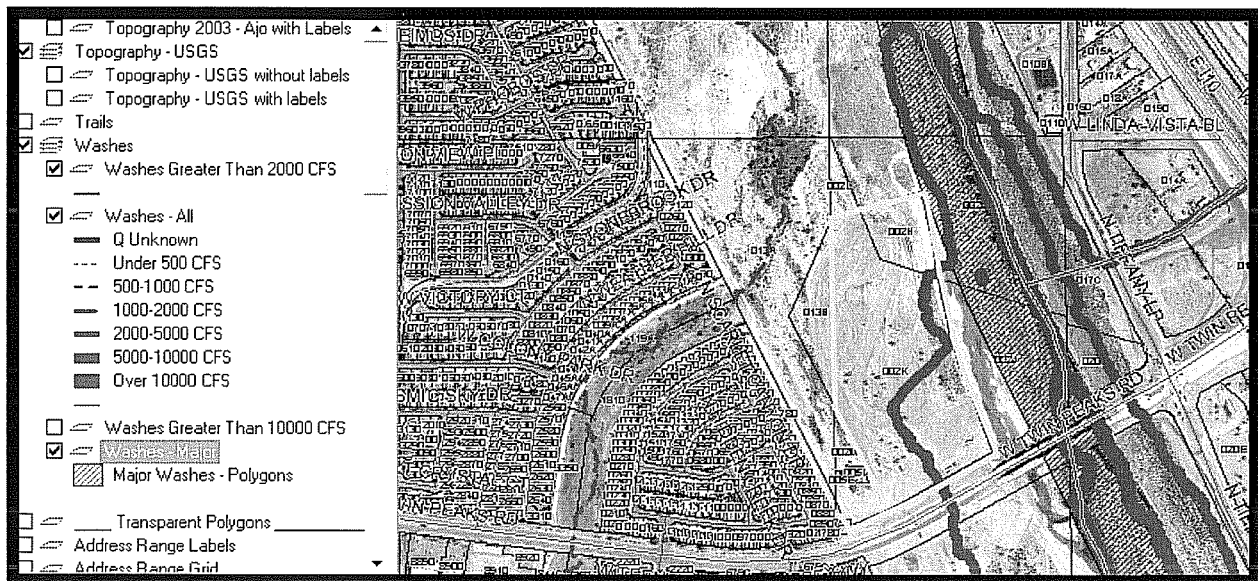
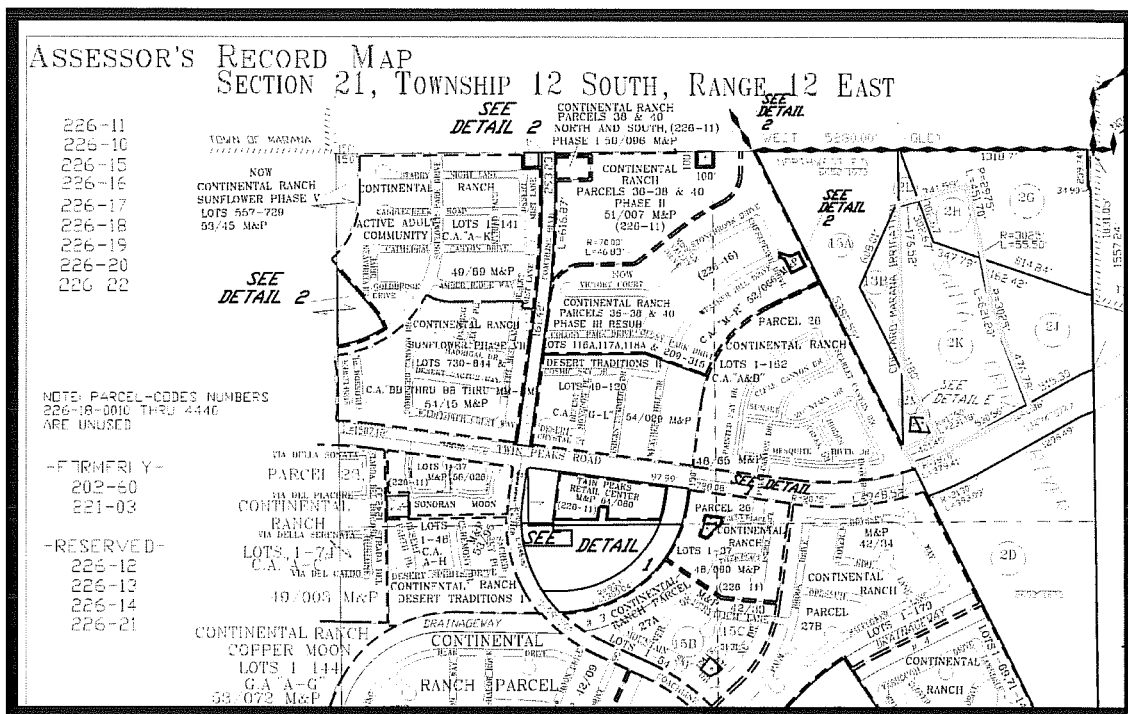
CONFIRMED BY: Rex Dutcher, seller representative (520-740-6307)
TAB; April, 2011

LAND DESCRIPTION: This site is an irregular shaped interior property within the channel of the Santa Cruz River with 909.97 feet of frontage on Twin Peaks Road bridge. A portion of the parcel at the southwest corner stretches to the bank of the river. Twin Peaks Road is a four-lane, asphalt-paved roadway with concrete curbs and sidewalks in the vicinity of this property. Twin Peaks is bridged over the Santa Cruz River at this location. The topography is riverbed and the channel of the Santa Cruz River. All utilities are available to the property. According to FEMA Flood Insurance Rate Map 04019C1015K, revised LOMR dated February 24, 2009, the land is identified as being entirely located in Special Flood Hazard Area known as Zone AE which is areas inundated by 100-year flood with base flood elevations determined and is entirely in the floodway of the Santa Cruz River.

LAND SIZE: 29.10 acres (1,267,727 square feet)

ZONING:	D (Designated Flood Plain Zone) - Town of Marana
REPORTED SALE PRICE:	\$203,364
PRICE PER ACRE:	\$6,988 (\$0.16 per square foot)
MARKETING TIME:	N/A
TERMS OF SALE:	This was an all cash to the seller transaction.
PRIOR SALE:	Records of the Pima County Assessor indicate that no transaction has occurred within three years of the date of valuation.
CONDITIONS OF SALE:	This sale is between government entities, acceptance based on a previous appraisal. The Town of Marana paid an above market price for riparian mitigation purposes. The Town of Marana needed riparian mitigation land in this area for the Twin Peaks I-10 Interchange project.
INTENDED USE:	To mitigate riparian habitat land as part of the Twin Peaks I-10 Interchange development.
COMMENTS:	The seller representative stated the Town of Marana paid an above market price for this land since it did not matter to them whether they bought land in the channel or on the bank for riparian mitigation purposes as part of the Interstate interchange development. An appraisal valued this channel land at \$4,500 per acre in January, 2008.

COMPARABLE LAND SALE ONE - PLAT MAP AND AERIAL PHOTOGRAPH



LAND COMPARABLE NUMBER TWO (SALE)

ID: GR-1 0162 6227A

LOCATION: South side of Leon Ranch Road, partially in the floodway and channel of the Pantano Wash

LEGAL DESCRIPTION: A portion of Section 33, Township 15 South, Range 16 East, G&SRB&M, Pima County, Arizona

STATE TAX PARCEL: 205-90-009D (now 009C, 009D)

RECORD DATA: Sequence 2011180247

DATE OF SALE: April 28, 2011

SELLER: Arthur and Merri Jo Leon

BUYER: Pima County

CONFIRMED BY: Doug Laney, Pima County Appraiser (520-740-6313) TAB; July 2011

LAND DESCRIPTION: This site is a rectangular shaped parcel with frontage on Leon Ranch Road. The site has a length of approximately 692 feet and average depth of approximately 1,011 feet. Leon Ranch Road is a two-lane, dirt road. The site slopes downward to the west into the channel of the Pantano Wash. Electric and telephone are available to the site. Water is provided by a well located on the property (well registry # 55-80831). Septic is required as sewer is located approximately 4,000 feet to the east in Garrigan's Gulch at First Mesa Trail.

According to FEMA Flood Insurance Rate Map 04019C-2880K dated February 8, 1999, a majority of the property is located in Zone AE, indicating areas subject to a 100-year flood with base flood elevations determined. A narrow strip along the east property line is not identified by FEMA as being located in a Special Flood Hazard Zone. Approximately 8.5 acres are located in the floodway of the Pantano Wash where no development could occur, with the balance of the site being located in the erosion hazard setback of the Pantano Wash where no development could occur. The western part of the site is located in a riparian area

(Xeroriparian B). The entire property is located in a Multiple Use Management Area according to the Pima County Conservation Land Systems Plan.

LAND SIZE: 16.06 acres (699,574 square feet)

ZONING: GR-1, Pima County

REPORTED SALE PRICE: \$56,400

PRICE PER ACRE: \$3,512 (\$0.08 per square foot)

MARKETING TIME: N/a

TERMS OF SALE: This will be an all cash to the seller transaction.

PRIOR SALE: Records of the Pima County Assessor indicate that no transaction has occurred within three years of the date of valuation.

CONDITIONS OF SALE: This sale is reported to have occurred under normal market conditions.

INTENDED USE: Open space

COMMENTS: This property was appraised at \$47,000 (or \$2,927 per acre) in late 2010 for the acquisition and the sellers negotiated a higher price.

ASSESSOR'S RECORD MAP

SECTION 33 TOWNSHIP 15 SOUTH, RANGE 16 EAST

205-88-NW4
-89-NE4
-90-SW4
-91-SE4

(FORM. 205-64)
(FORM. 205-67)

DETAILED ASSESSOR'S RECORD MAP OF SECTION 33, TOWNSHIP 15 SOUTH, RANGE 16 EAST, SIOUX COUNTY, IOWA.

SHOWING THE JACOBSON ESTATES AT TRAIL BLISS, AND THE RANCH WALKER FARM, DIVISION.

SEE DETAIL 1

SEE DETAIL 2

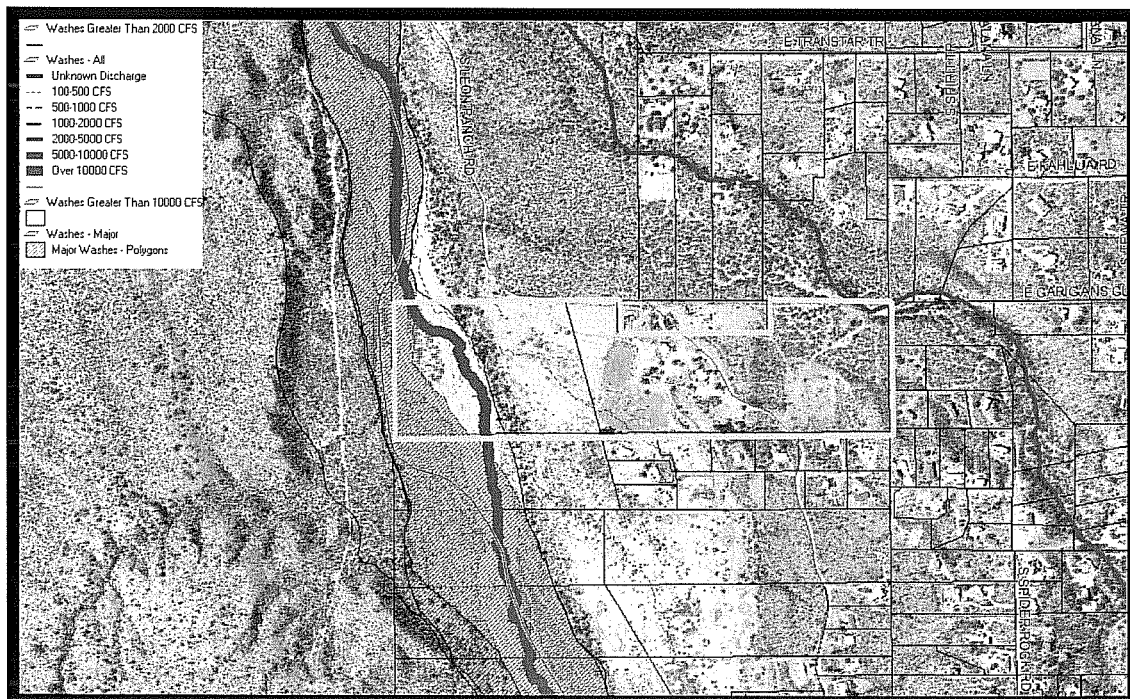
DETAIL A
SCALE 1"=400'

DETAIL B
SCALE 1"=200'

2008-1

SEE BOOK 3 PAGE 7, 8, 10 R.S.
RANCHO ALFA ESTADOS

151633 7706(4)



LAND COMPARABLE NUMBER THREE (SALE)

ID: CI2 0123 6849A

LOCATION: South side of Snyder Hill Road, east of Braniff Road

LEGAL DESCRIPTION: A portion of Lot 1, Block 2, Millstone Industrial District No. 1, Pima County, Arizona

STATE TAX PARCEL: 209-01-076A

RECORD DATA: Fee Number 2013-3540074

DATE OF SALE: December 20, 2013

SELLER: Leonard F. Austin Jr. Revocable Trust

BUYER: Sierrita Gas Pipeline, LLC

CONFIRMED BY: William Biggs, Kinder Morgan (520-663-4260)
JT; April, 2014

LAND DESCRIPTION: This site is a rectangular shaped property with 254 feet of frontage on Snyder Hill Road and approximately 621 feet of frontage on an unnamed road within the Millstone Industrial subdivision. The topography is mostly level, sloping in a northwesterly direction. Utilities available to the property line include electric and telephone. Water and sewer are proximate. According to FEMA Flood Insurance Rate Map 04019C2245L, dated June 16, 2011, the property is identified as being located in Special Flood Hazard Area Zone A0 (depth 2). Zone A0 is areas of 100-year shallow flooding where depths are between one (1) and three (3) feet; average depths of inundations are shown, but no flood hazard factors are determined. The site is located within the administrative floodway of the Black Wash. The entire site is designated as an Important Riparian Area (underlying Hydromesoriparian or Mesoriparian H area) by Pima County.

LAND SIZE: 3.62 acres

ZONING: CI-2 (Pima County)

REPORTED SALE PRICE: \$17,000

PRICE PER ACRE:	\$4,696
MARKETING TIME:	90 days
TERMS OF SALE:	This was an all cash to the seller transaction.
PRIOR SALE:	No known sales of the property have occurred in the past five years.
CONDITIONS OF SALE:	The buyer purchased the property as part of a new natural gas transmission line.
INTENDED USE:	To use as part of a new natural gas transmission line and open space.
COMMENTS:	The property has several physical restrictions that limit the potential usable area of the property. Ryan airfield is located one mile south and east of this site and the entire parcel is located in the Avigation Easement and Disclosure Area for Ryan Airfield.

ASSESSOR'S RECORD MAP
MILLSTONE INDUSTRIAL DISTRICT No. 1
BLOCKS 1-3

DETAIL 2

SNYDER HILL ROAD

BRANIFF ROAD

NEBRASKA STREET

SEE DETAIL 1

LOT 1

LOT 2

LOT 3

LOT 4

LOT 5

LOT 6

LOT 7

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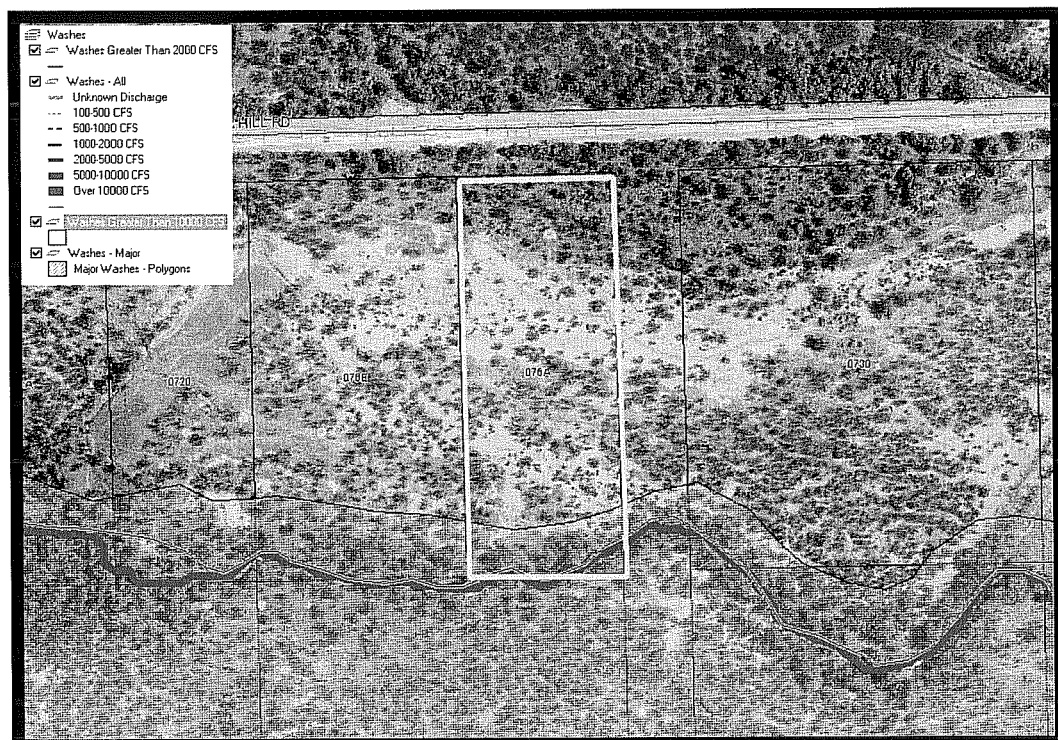
LOT 364

LOT 365

LOT 366

LOT 367

LOT 3



LAND COMPARABLE NUMBER FOUR (SALE)

ID: RH 0375 6849B

LOCATION: North side of Peaceful Lane, east of Sandario Road

LEGAL DESCRIPTION: The Northwest quarter and the Northeast quarter of the Southeast quarter of Section 3, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona

STATE TAX PARCEL: 209-04-0100 and 0110

RECORD DATA: Fee Number 2014-0100560

DATE OF SALE: January 10, 2014

SELLER: Jesus Rosales Badillo

BUYER: Universal Anesthesia Associates, PLLC, Defined Benefit Pension Plan

CONFIRMED BY: Walter Unger, listing broker (520-975-5207)
JT; April 7, 2014

LAND DESCRIPTION: This site is a rectangular shaped interior property with 2,640 feet of frontage on Peaceful Lane. The site has a depth of 1,320 feet. Peaceful Lane is a two-lane, graded dirt roadway in the vicinity of this property. A traffic count is not available for Peaceful Lane. The topography is level, sloping in a southeasterly direction. The property has distant mountain views. Electric and telephone are available to the property. Public water and sewer are not available in the area. There is one well located on the property and three septic tanks. There are three electric pedestals on the site. According to FEMA Flood Insurance Rate Map 04019C2240L, dated June 16, 2011, a majority of the land is identified as being located in Zone A which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with no base flood elevations determined. The remainder of the site is located in Zone AO (Depth 1) which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with flood depths of 1 to 3 feet (usually sheet flow on sloping terrain); average depths determined. For areas of alluvial fan flooding, velocities also determined.

LAND SIZE:	80.0 acres
ZONING:	RH (Pima County)
REPORTED SALE PRICE:	\$105,000
PRICE PER ACRE:	\$1,313
MARKETING TIME:	Six months
TERMS OF SALE:	This was an all cash to the seller transaction.
PRIOR SALE:	Records of the Pima County Assessor indicate that this property sold at a reported price of \$135,000 on March 16, 2011 as recorded at Fee Number 2011-0750588.
CONDITIONS OF SALE:	This sale is reported to have occurred under normal market conditions.
INTENDED USE:	Land investment
COMMENTS:	The land previously had two manufactured homes on it but they both were removed prior to the prior March, 2011 sale transaction.

COMPARABLE SALE FOUR - PLAT MAP AND AERIAL PHOTOGRAPH

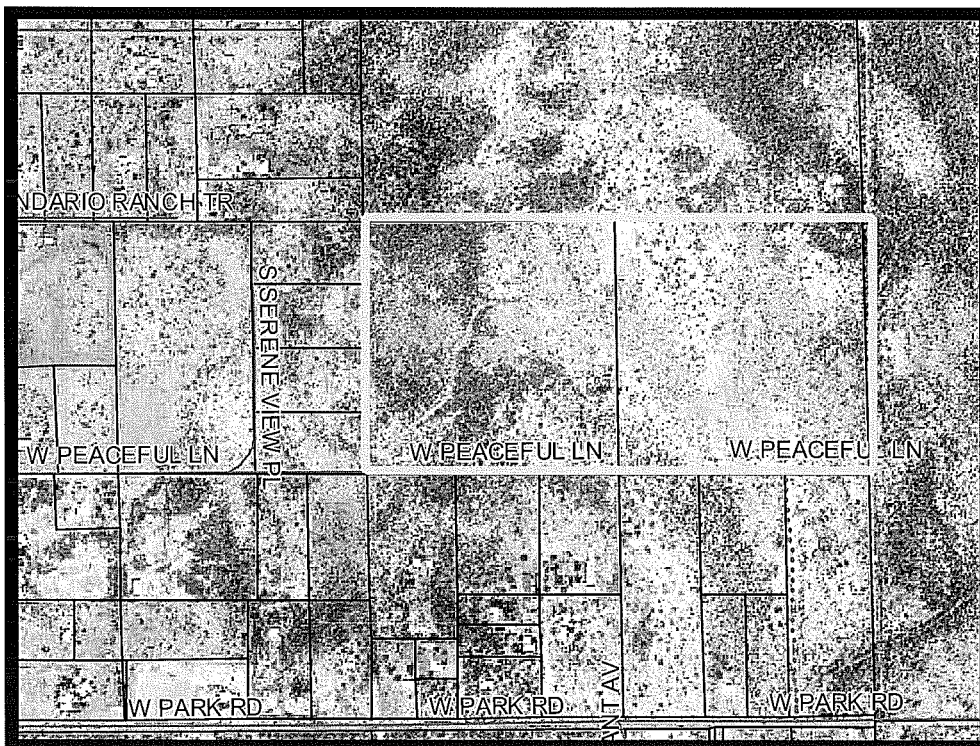
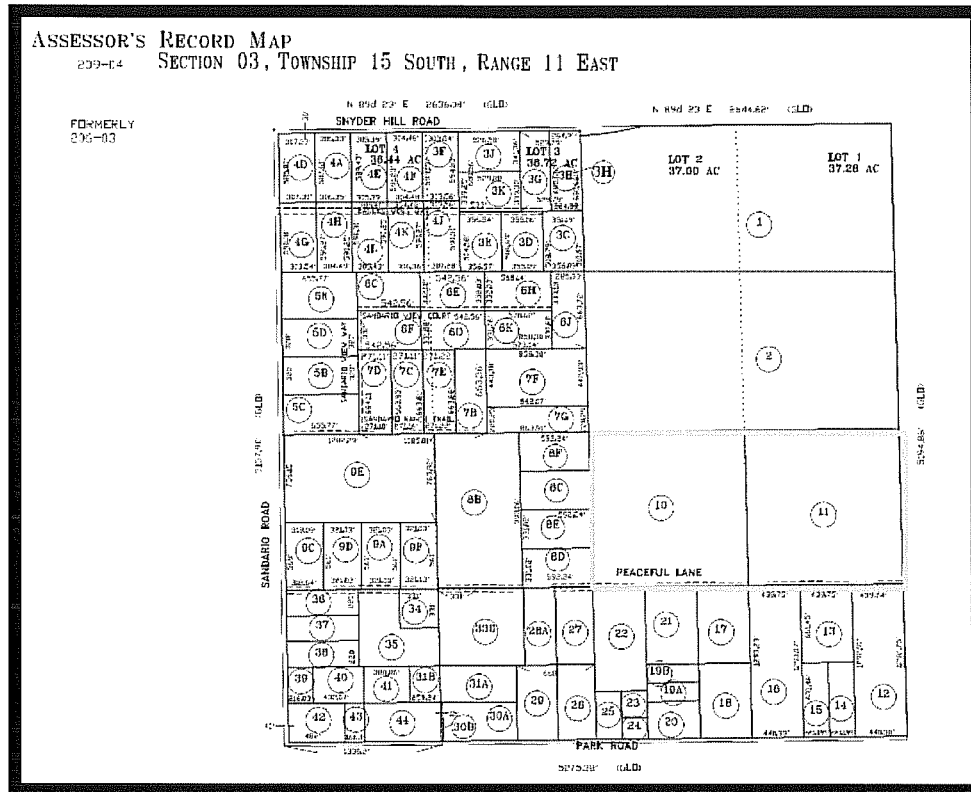


EXHIBIT L.1 - QUALIFICATIONS OF JEFF TEPLITSKY

EDUCATION:

Bachelor of Arts in Political Science
University of Arizona, 1979

Appraisal Institute - Courses and/or Examinations
(Formerly American Institute of Real Estate Appraisers)

- Real Estate Appraisal Principles (1A1) - Tucson, 1983
- Basic Valuation Procedures (1A2) - Tucson, 1989
- Capitalization Theory and Techniques (1BA, 1BB) - Tucson, 1989
- Standards of Professional Practice (SPP) - Phoenix, 1990
- Case Studies in Real Estate Valuation (2-1) - Austin, TX, 1991
- Report Writing and Valuation Analysis (2-2) - Denver, CO, 1992
- Demonstration Report - Tucson, 1994
- Standards of Professional Practice - Parts A & B (SPP) - Phoenix, 1995
- Standards of Professional Practice - Part C (SPP) - Tucson, 2009
- Fundamentals of Separating Real Property, Personal Property, and Intangible Business Assets - Tucson, 2012

Seminars and Conferences¹

- “Americans with Disabilities Act”, AI, 1993
- “FIRREA - Overview & Practical Application”, FIRREA Seminars, 1993
- “Overview of Evaluations & Limited Scope Appraisals”, Nelson-Hummel, 1994
- “Market Overview”, AI, 1994
- “Litigation Skills for the Appraiser”, AI, 1997
- “Analyzing Operating Expenses”, AI, 1998
- “Partial Interest Valuation”, AI, 2000
- “Subdivision Analysis”, AI, 2001
- “Appraisal Consulting”, AI, 2003
- “Appraising Manufactured Housing”, AI, 2004
- “The Cloaked Lease Clause - Unveiled!”, AI, 2004
- “Full Disclosure and How Stigmas Affect Value”, 2004
- “Pima County Commercial Real Estate Market Forecast”, 2005
- “National USPAP Update”, AI, 2005
- “Practical Issues in Fair Housing”, 2006
- “Eminent Domain”, 2007
- “National USPAP Update”, AI, 2008, 2009
- “Uniform Appraisal Standards for Federal Land Acquisitions”, AI, 2009
- “Online Business Practices and Ethics”, AI, 2010
- “Commercial Appraisal Engagement and Review”, AI, 2011
- “Complex Litigation Appraisal Case Studies”, AI, 2013

1. *AI* refers to the Appraisal Institute.

LICENSURE:

Certified General Real Estate Appraiser, State of Arizona
Certificate #30151

Licensed Real Estate Broker, State of Arizona
No. SE019639000

PROFESSIONAL ASSOCIATIONS:

Practicing Affiliate, Appraisal Institute

EXPERIENCE:

Licensed Real Estate Broker, State of Arizona

Expert Witness, Qualified in Superior Court, Pima, Santa Cruz, and Yuma Counties

Experience in appraisal of all types of real estate since 1987, including right-of-way condemnation, residential, residential income, commercial, industrial, acreage, subdivision, planned communities and special-purpose properties in Pima, Yuma, Pinal, Santa Cruz, Graham, and Cochise Counties.

EXHIBIT L.2 - QUALIFICATIONS OF COMPANY

BAKER, PETERSON, BAKER & ASSOCIATES, INC. serves a wide variety of clients in Southeastern Arizona, providing real estate appraisal and consultation services relating both to residential and to commercial properties. These clients include governmental agencies, banks, savings and loan associations, credit unions, mortgage brokers, relocation services, developers, real estate brokers, corporate and legal professionals, and numerous individuals. More than fifty years of such services are represented by those presently associated with the firm, founded by Don M. Baker and William D. Peterson in 1974, with Thomas A. Baker becoming an owner in 1984.

WILLIAM D. PETERSON, MAI, is a principal of the Company, and specializes in valuation and consultation services related to commercial and income-producing properties. He is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 30216). He is a graduate of the University of Arizona in Business and Public Administration. He holds the MAI Designation of the Appraisal Institute. He is a licensed real estate broker in the State of Arizona and a Graduate of the Realtor Institute (GRI). He qualifies as an expert witness in the Superior Court of Pima and Cochise Counties. He is a past President of the Arizona Chapter of the American Institute of Real Estate Appraisers, and of the Tucson Chapter of the Society of Real Estate Appraisers.

THOMAS A. BAKER, MAI, SRA, is a principal of the Company, and specializes in valuation and consultation services related to commercial, income-producing, and residential properties. He is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 30139). He is a graduate of the University of Arizona, with a Master's Degree in Business Administration (MBA) with a specialty in Real Estate Finance. He holds the MAI and SRA Designations of the Appraisal Institute. He qualifies as an expert witness in the Superior Court of Pima County, is Past President of the Tucson Chapter of the Society of Real Estate Appraisers, and is Past President of the Southern Arizona Chapter of the Appraisal Institute.

JEFF TEPLITSKY is a staff appraiser in commercial valuation. He specializes in valuation and consultation services related to commercial and income-producing properties. He is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 30151). He is a graduate of the University of Arizona, with a Bachelor of Arts degree in Political Science. He is a Practicing Affiliate of the Appraisal Institute. He is a licensed real estate broker in the State of Arizona. He qualifies as an expert witness in the Superior Court of Pima, Santa Cruz, and Yuma Counties.

SARA R. BAKER, MAI, SRA, is a staff appraiser in commercial valuation. She specializes in valuation and consultation services related to commercial, income-producing, and residential properties. She is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 31679). She holds the MAI and SRA Designations of the Appraisal Institute. Sara is on the 2014 Board of Directors of the Appraisal Institute, Southern Arizona Chapter and serves as the chapter President and Chair of Continuing Education. She graduated from Washington University in St. Louis with a Bachelor's Degree in Comparative Literature and earned a Master's Degree at the University of California at Los Angeles.

DAN F. ORLOWSKI is an appraiser trainee in commercial valuation. He graduated from San Diego State University with a Bachelor's Degree in Business Administration and also received a Master's Degree from the University of Phoenix in Accountancy.

ROBERT A. PARKER, SUSAN A. CLEVELAND and **PAM VERRY** are production coordinators and support technicians.

**A SUMMARY APPRAISAL REPORT
OF
LAND AS VACANT
FOR ACQUISITION OF
A PERMANENT UTILITY EASEMENT
ON A PORTION OF
THE EXISTING BOPP ROAD RIGHT OF WAY
LOCATED WEST OF JEROME AVENUE
AND EAST OF RENA ROAD,
INCLUDING THE BOPP ROAD RIGHT OF WAY
IN PORTIONS OF
SECTIONS 25 AND 36, TOWNSHIP 14 SOUTH, RANGE 11 EAST
G&SRB&M, PIMA COUNTY, ARIZONA**

**FOR
SIERRITA GAS PIPELINE, L.L.C.,
A DELAWARE LIMITED LIABILITY COMPANY
(SIERRITA GAS PIPELINE PROJECT, EPNG LINE 2177)**

**C/o MR. DOUGLAS G. MARTIN, ATTORNEY
MARTIN, KERRICK & BELL, LLC
365 EAST CORONADO STREET
PHOENIX, ARIZONA 85004**

OWNERSHIP: PIMA COUNTY

**EFFECTIVE DATE OF APPRAISAL
APRIL 16, 2014**

BAKER, PETERSON, BAKER & ASSOCIATES, INC.

REAL ESTATE APPRAISERS - CONSULTANTS

4547 E. FT. LOWELL ROAD • SUITE 401 • TUCSON, AZ 85712

(520) 881-1700 • 1-800-204-1700

FAX (520) 325-3108

admin@bakerpeterson.com

• Over 35 Years of Service •

May 2, 2014

Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company

C/o Mr. Douglas G. Martin, Attorney

Martin, Kerrick & Bell, LLC

365 East Coronado Road

Phoenix, Arizona 85004

RE: An appraisal report of land as vacant for the acquisition of a permanent utility easement on a portion of the existing Bopp Road right of way, located west of Jerome Avenue and east of Rena Road, including the Bopp Road right of way, in portions of Sections 25 and 36, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona.

<i>Project:</i>	Sierrita Gas Pipeline Project, EPNG Line 2177
<i>Ownership:</i>	Pima County
<i>Tax Parcel No.:</i>	Not applicable
<i>Effective Date of Appraisal:</i>	April 16, 2014
<i>Date of Report:</i>	May 2, 2014

Dear Mr. Martin:

In response to your authorization, I have conducted the required inspection, gathered the necessary data, and made certain analyses that have enabled me to form an opinion of the market value of the fee simple interest and easement interest in the above-named property, both before and after the acquisition of a permanent utility easement for the construction, operation and maintenance of a subterranean gas transmission pipeline.

The intended users of this appraisal report are Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents. Use of this report by others is not intended by the appraiser. This report is intended only for use in assisting the intended users in the determination of the just compensation due for the acquisition of a permanent utility easement for a gas pipeline on a portion of the subject property. It is not intended for any other use.

Mr. Douglas G. Martin, Attorney
Martin, Kerrick & Bell, LLC

I have formed the opinion that, as of the effective date of appraisal, April 16, 2014, and subject to the assumptions and hypothetical (*No. 22 - Subject Larger Parcel Size and Valuation Method; No. 23 - Value of the Remainder Land, After; and No. 24 - Grazing Leases*) limiting conditions set forth herein, based on a 6 to 12 month marketing period, the just compensation due to the property owner for the acquisition of the easement interest from the subject property is:

Market Value of Property, Before Acquisition	\$1,588,900
Market Value of Property Rights To Be Acquired	\$500
Market Value of Remainder Property, Before	\$1,588,400
Market Value of Remainder Property, After	\$1,588,400
Severance Damages	-0-
Special Benefits	-0-
TOTAL COMPENSATION:	
Market Value of Property Rights To Be Acquired	\$500
Severance Damages	0
Special Benefits	<u>0</u>
TOTAL COMPENSATION	\$500

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 150 foot width of the Bopp Road right of way. The contiguous land surrounding the location of the proposed easement is owned by the State of Arizona. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Bopp Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in Section 25 (except for the CAP canal) and land contiguous to and inclusive of a portion of Bopp Road in Sections 25 and 36, Township 14 South, Range 11 East (529.632 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical

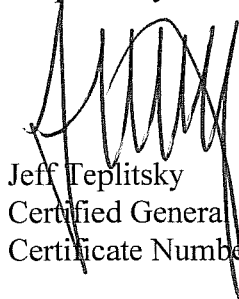
Mr. Douglas G. Martin, Attorney
Martin, Kerrick & Bell, LLC

condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

Hypothetical Condition - Grazing Leases (No. 24). The subject parcel may be encumbered with Arizona State Land Department grazing leases. For purposes of this report, it is a hypothetical condition of this appraisal report that the land is appraised as fee simple land unencumbered by any leases.

This is an appraisal report which is intended to comply with the reporting requirements set forth under Standards Rule 2-2(a) of the Uniform Standards of Professional Appraisal Practice for an Appraisal Report (USPAP) and the guidelines of the client. As such, it presents only summary discussions of the data, reasoning, and analyses that were used in the appraisal process to develop the appraiser's opinion of value. Supporting documentation concerning the data, reasoning, and analyses is retained in the appraiser's file. The depth of discussion contained in this report is specific to the needs of the intended user and for the intended use stated above. The appraiser is not responsible for unauthorized use of this report.

Respectfully submitted,



Jeff Teplitsky
Certified General Real Estate Appraiser
Certificate Number 30151

C146875 - Bopp

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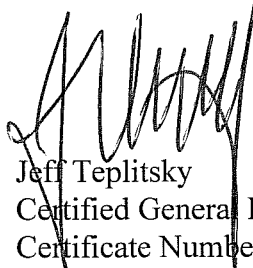
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PART I - CERTIFICATION

I CERTIFY THAT, TO THE BEST OF MY KNOWLEDGE AND BELIEF:

1. The statements of fact contained in this report are true and correct.
2. The reported analyses, opinions, and conclusions are limited only by the reported assumptions and limiting conditions, and are my personal, impartial, and unbiased professional analyses, opinions, and conclusions.
3. I have no present or prospective interest in the property that is the subject of this report, and I have no personal interest with respect to the parties involved.
4. I have no bias with respect to the property that is the subject of this report or to the parties involved with this assignment.
5. My engagement in this assignment was not contingent upon developing or reporting predetermined results.
6. My compensation for completing this assignment is not contingent upon the development or reporting of a predetermined value or direction in value that favors the cause of the client, the amount of the value opinion, the attainment of a stipulated result, or the occurrence of a subsequent event directly related to the intended use of this appraisal.
7. My reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Code of Professional Ethics and Standards of Professional Appraisal Practice of the Appraisal Institute.
8. My reported analyses, opinions, and conclusions were developed, and this report has been prepared, in conformity with the Uniform Standards of Professional Appraisal Practice (USPAP) of The Appraisal Foundation, and any other specifications submitted by the Client, including Title XI, FIRREA.
9. The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives.
10. In accord with the Uniform Standards of Professional Appraisal Practice, I have the experience and knowledge to complete this assignment in a credible and competent manner.
11. As of the date of this report, I have completed requirements of the continuing education program of the State of Arizona .

12. The effective date (date of valuation) of this appraisal is April 16, 2014.
13. I have made a personal inspection of the property that is the subject of this report.
14. No one provided significant real property appraisal assistance to the person signing this certification.
15. This firm has not appraised the subject property in the three years prior to this appraisal.
16. I am a Certified General Real Estate Appraiser in the State of Arizona.



Jeff Teplitsky
Certified General Real Estate Appraiser
Certificate Number 30151

PART II - GENERAL INFORMATION

INTENDED USERS:

Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents (hereinafter referred to as Sierrita Gas Pipeline, LLC)

APPRAISER:

Jeff Teplitsky
Certified General Real Estate Appraiser
Certificate Number 30151 (Arizona)

SUBJECT LARGER PARCEL PROPERTY:

The subject larger parcel property is identified as a portion of the Bopp Road right of way being a portion of Section 25, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona. The land adjacent (north) to Bopp Road owned by the State of Arizona will be valued for this appraisal report as the "ATF" parcel. The "ATF" parcel has a total size of 529.632 acres (including the Bopp Road right of way) according to the Pima County Assessor records.

"ATF" PARCEL LAND AREA:

Before: 529.632 acres - (fee simple) - "ATF" parcel, approximate
Acquisition: 0.172 acres - (permanent utility easement)
Remainder: 529.460 acres - (fee simple unencumbered)
0.172 acres - (permanent utility easement)
529.632 acres - (encumbered/unencumbered with permanent utility easement)

According to information provided by Sierrita Pipeline, LLC, the proposed permanent utility easement acquisition for this pipeline will be fifty (50) feet in width and will be used for the construction, operation and maintenance of a subterranean transmission pipeline (36 inch diameter).

ZONING:

RH (Rural Homestead) - Pima County

PIMA COUNTY COMPREHENSIVE PLAN:

RT (Resource Transition)

TAX PARCEL NUMBER:

Not applicable

REAL ESTATE TAXES:

None - government exemption

DELINQUENT TAXES:

Not applicable

FULL CASH VALUE:

Not applicable

INTENDED USE OF REPORT:

This report is intended only for use in assisting the intended users in the determination of the just compensation due for the acquisition of a permanent easement for a gas pipeline on a portion of the subject property. It is not intended for any other use.

INTENDED USERS OF REPORT:

The intended users of this appraisal report are Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents. Use of this report by others is not intended by the appraiser.

INTEREST APPRAISED:

Fee simple interest in the property before the acquisition; permanent easement interest in the property to be acquired; and fee simple and easement interest in the remainder property after the acquisition.

Fee Simple Interest, as defined in the Dictionary of Real Estate Appraisal, Fifth Edition, Appraisal Institute, 2010, page 78, is "Absolute ownership unencumbered by any other interest or estate, subject only to the limitations imposed by the governmental powers of taxation, eminent domain, police power, and escheat."

Easement, as defined in the Dictionary of Real Estate Appraisal, Fifth Edition, Appraisal Institute, 2010, page 246, is "Nonpossessory (incorporeal) interest in landed property conveying use, but not ownership, of a portion of that property."

PURPOSE:

To estimate the market value of the fee simple and permanent easement interest in the subject property as of the effective date of the appraisal, April 16, 2014.

DEFINITION OF JUST COMPENSATION:

Kirby Forest Industries v. United States, 467 US 1 (1984) holds that "Just compensation means the fair market value of the property on the date it is appropriated."

MARKET VALUE DEFINITION:

Market value, as utilized in this appraisal, and pursuant to Arizona Revised Statutes Sec. 3, Section 12-1122, C, is defined as follows:

"Value shall be determined by ascertaining the most probable price estimated in terms of cash in United States dollars or comparable market financial arrangements that the property would bring if exposed for sale in the open market, with reasonable time allowed in which to find a

purchaser, buying with knowledge of all of the uses and purposes to which it was adapted and for which it was capable.”

The terms “market value” and “value”, as used in this report, refer to market value as described herein.

PROJECT INFLUENCE:

City of Phoenix v. Clauss, 177Ariz.566; 869 P.2d 1219 (1994) holds that under the “project influence doctrine” a property may not be charged with a lesser or greater value at the time of taking, when the change in value is caused by the taking itself or by anticipation of appreciation or depreciation arising from the planned project. The doctrine applies only to properties that were “probably within the scope of the project from the time the government was committed to it.” The doctrine also excludes evidence of “comparable” sales that reflect an enhanced or reduced value due to the governmental plan or project that occasioned the taking of the property in question.

All steps in the appraisal process, including the selection of comparable sales and analysis of market data, were completed disregarding any influence from the project for which this appraisal is being completed.

EFFECTIVE DATE OF APPRAISAL:

April 16, 2014

DATE OF INSPECTION:

April 16, 2014. The appraiser inspected the subject property from the existing right of way. There were no Pima County representatives present for the inspection.

TITLE REPORT INFORMATION:

The appraiser has not been provided with a title report of the subject property by the client as of the date of this report. The appraiser assumes that there would not be any impact on the market value of the subject parcel by items found in any future title reports for the subject parcel if any are completed.

LEGAL DESCRIPTION:

The existing Bopp Road right of way is located in a portion of Sections 25 and 36, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona. Because an "ATF" valuation methodology is being utilized to estimate the market value of the subject property as if it is a hypothetical parcel of land (529.632 acres being the Westerly portion and the Northeasterly portion of Section 25; excepting that portion for the Central Arizona Project Canal identified as APN 211-32-001C, and the 150 foot width of a one mile length of the Bopp Road right of way located within Sections 25 and 36, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona), no legal description was provided to the appraiser by the client for purposes of this report.

OWNERSHIP:

According to Pima County Assessor records Bopp Road is owned by Pima County. The current ownership of Bopp Road is Pima County and is identified by the Pima County GIS mapping system as having a road ID number of 25089.

SALES HISTORY:

No known sales of the subject property have occurred within the last five years. No current listings, options, or agreements of sale of the subject property were discovered in the course of this analysis.

ASSUMPTIONS AND LIMITING CONDITIONS:

Subject to those assumptions and limiting and hypothetical conditions contained in the "*Assumptions and Limiting Conditions*" section of this report.

HYPOTHETICAL CONDITIONS:

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 150 foot width of the Bopp Road right of way. The contiguous land surrounding the location of the proposed easement is owned by the State of Arizona. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Bopp Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in Section 25 (except for the CAP canal) and land contiguous to and inclusive of a portion of Bopp Road in Sections 25 and 36, Township 14 South, Range 11 East (529.632 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

Hypothetical Condition - Grazing Leases (No. 24). The subject parcel may be encumbered with Arizona State Land Department grazing leases. For purposes of this report, it is a hypothetical condition of this appraisal report that the land is appraised as fee simple land unencumbered by any leases.

HIGHEST AND BEST USE:

Before the Acquisition, As Vacant:

Land Investment

After the Acquisition, As Vacant:

Land Investment

ESTIMATE OF JUST COMPENSATION:

Market Value of Property Rights To Be Acquired

\$500

Severance Damages

0

Special Benefits

0

TOTAL JUST COMPENSATION

\$500

PART III - SCOPE OF THE APPRAISAL

Scope of work is identified by USPAP as the “amount and type of information researched and the analysis applied in an assignment.” According to the scope of work rule as defined by USPAP, “For each appraisal, appraisal review, and appraisal consulting assignment, an appraiser must:

- 1) identify the problem to be solved;
- 2) determine and perform the scope of work necessary to develop credible assignment results; and
- 3) disclose the scope of work in the report.”

This appraisal assignment has been completed in response to written authorization by Mr. William Biggs, for Sierrita Pipeline, LLC, provided to Mr. Jeff Teplitsky for Baker, Peterson, Baker and Associates, Inc on April 11, 2014. The assignment includes estimating the market value of (1) the subject property before the acquisition, (2) the part of the property to be acquired, and (3) the remainder property, in order to ascertain the “just compensation” to which the owner may be entitled. The appraisal is prepared and reported according to the Uniform Standards of Professional Appraisal Practice of The Appraisal Foundation, the Code of Ethics, the Standards of Professional Practice of the Appraisal Institute, and requirements of the client.

The intended users of this appraisal report are Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company, and its designees and agents. Use of this report by others is not intended by the appraiser. This report is intended only for use in assisting the intended users in the determination of the just compensation due for the acquisition of a permanent easement for a gas pipeline on a portion of the subject property. It is not intended for any other use. The purpose of the appraisal is to estimate the market value in fee simple and easement interests of a specific property which has been previously identified in this report, and is referred to as the subject property, the subject, or the property.

According to information provided by Sierrita Pipeline, LLC, the proposed permanent utility easement acquisition for the subject pipeline known as the Sierrita Gas Pipeline Project, EPNG Line 2177, will be fifty (50) feet in width to be used for the construction, operation and maintenance of a subterranean transmission pipeline (36 inch diameter).

The exact nature of, and interest in, the subject property is defined elsewhere in this report. The appraisal estimates the market value of the subject property utilizing the sales comparison approach which is defined in the report. In completing this assignment, the appraiser inspected and photographed the subject property, reviewed and confirmed data relative to metropolitan Tucson (from economic and demographic data, including COMPS® Commercial Property Information Services, Tucson Multiple Listing Service (MLS), Swango Land Sales, CoStar Group, Inc., Loopnet, Metropolitan Tucson Land Use Study (MTLUS), and the Pima County Real Estate Research Council), the neighborhood and the site.

An opinion of the “highest and best use” of the property was formed, utilizing resources to identify such factors as land use, supply and demand, governmental requirements, environmental concerns, and economic elements, present and anticipated, which may impact upon the marketability of the property.

In the sales comparison approach, a thorough search was made for sale and listing data regarding properties considered directly competitive to the subject property. This data was confirmed with one or more parties related to the transaction and (in the case of sales) by review of deeds and records of the Pima County Assessor. Each sale and listing chosen as a reliable indicator of the value of the subject property was then compared to the subject in terms of those factors which were superior to the subject, inferior to the subject, and equal or offsetting. This data was correlated and an opinion of the market value of the subject property was estimated by the sales comparison approach to value to arrive at a final opinion of market value. To develop the opinion of value, the appraiser performed an appraisal process as defined by the Uniform Standards of Professional Appraisal Practice. This appraisal report is a brief recapitulation of the appraiser’s data, analyses, and conclusions. Supporting documentation is retained in the appraiser’s file.

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 150 foot width of the Bopp Road right of way. The contiguous land surrounding the location of the proposed easement is owned by the State of Arizona. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The “ATF” method is based on the premise that the identified subject property which is part of the existing Bopp Road right of way is valued based on the value of the adjacent land through which the right of way passes. The “ATF” subject larger parcel is concluded to be the land located in Section 25 (except for the CAP canal) and land contiguous to and inclusive of a portion of Bopp Road in Sections 25 and 36, Township 14 South, Range 11 East (529.632 acres). The concluded value of the “ATF” larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

Hypothetical Condition - Grazing Leases (No. 24). The subject parcel may be encumbered with Arizona State Land Department grazing leases. For purposes of this report, it is a hypothetical condition of this appraisal report that the land is appraised as fee simple land unencumbered by any leases.

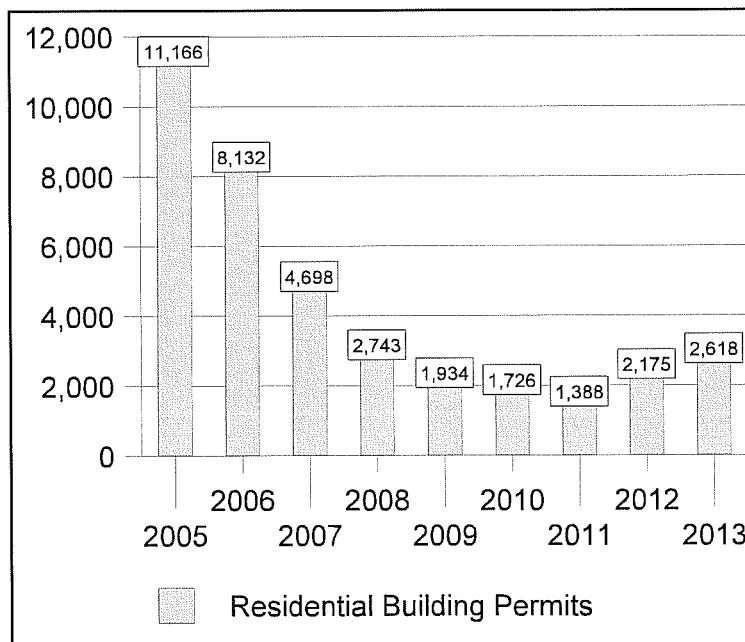
PART IV - DESCRIPTION OF REAL ESTATE APPRAISED

SECTION A - THE LAND BEFORE ACQUISITION

TUCSON OVERVIEW:

Tucson is Arizona's second largest city and the "hub" of commerce in southeastern Arizona. According to the Pima Association of Governments, in July, 2010, the estimated population of all of Pima County (including Tucson) was 981,168 persons while the population of Tucson alone was estimated to be 520,795 persons.

Starting in 2006, fewer single-family residential permits were issued due to the current oversupply of lots and residential homes on the market. According to the United States Census Bureau, Building Permits Survey, the number of single-family residential permits declined through 2012. There was limited new single-family construction since 2008, with the decline continuing through 2011, with a small increase in 2012 and continuing through 2013.



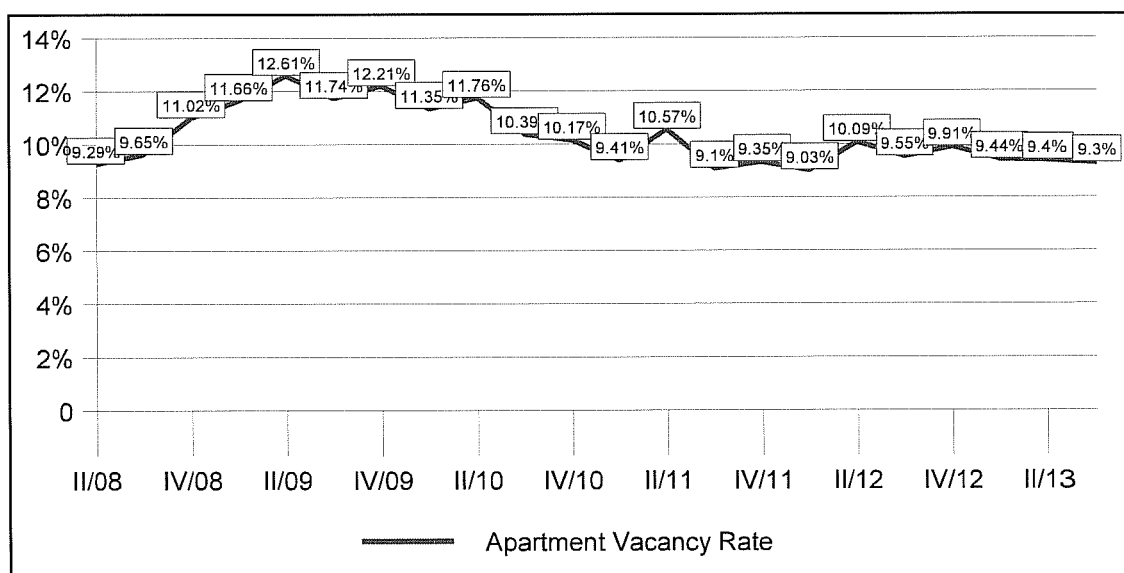
Overall, housing permits and sales had been increasing and a period of substantial growth occurred during 2004 and 2005 with unprecedented price increases having been experienced for most areas of Tucson. Building permit activity declined steadily in the Tucson Metropolitan area from a peak in 2005 of 11,166 to 1,388 in 2011 for all new single-family residential construction residential building permits, according to the United States Census Bureau, Building Permits Survey. This was due in part to the difficulty in obtaining financing and, to a larger extent, a decrease in demand from primary home buyers and

speculative home purchases by out of state buyers and an oversupply of available homes on the market, resulting in declining home prices. The slow down in sales has resulted in an increase in the inventory of available houses and a decrease in housing prices in the Tucson Metropolitan area. There has been a 56 percent increase in residential permits in 2012 from the bottom in 2011. This is an indication that the new home residential market is beginning to recover. The number of permits for 2013 shows a continued improvement in the market, but new home sales are still well below peak or stabilized levels seen in the past.

Multi-Family Market

Vacancy rates for apartment properties in the Tucson Metropolitan area continued to remain high into 2011. Figure 2 shows vacancy rates in metropolitan Tucson between Second Quarter 2008 and Third Quarter 2013, according to Apartment Insights' *Statistics/Trends Summary*.

The vacancy rate peaked in the Second Quarter 2009 and generally declined through early 2012. However, vacancy rates for apartment properties typically increase in the second quarter of each year due to seasonal changes in population. In 2012, the vacancy rate began to increase slightly again, although there was a small decline in the First Quarter 2013. The current rent levels for multi-family properties have remained generally stable. There is limited demand for new construction, with the exception of student housing projects and some larger high-end Class A apartment complexes with many amenities.

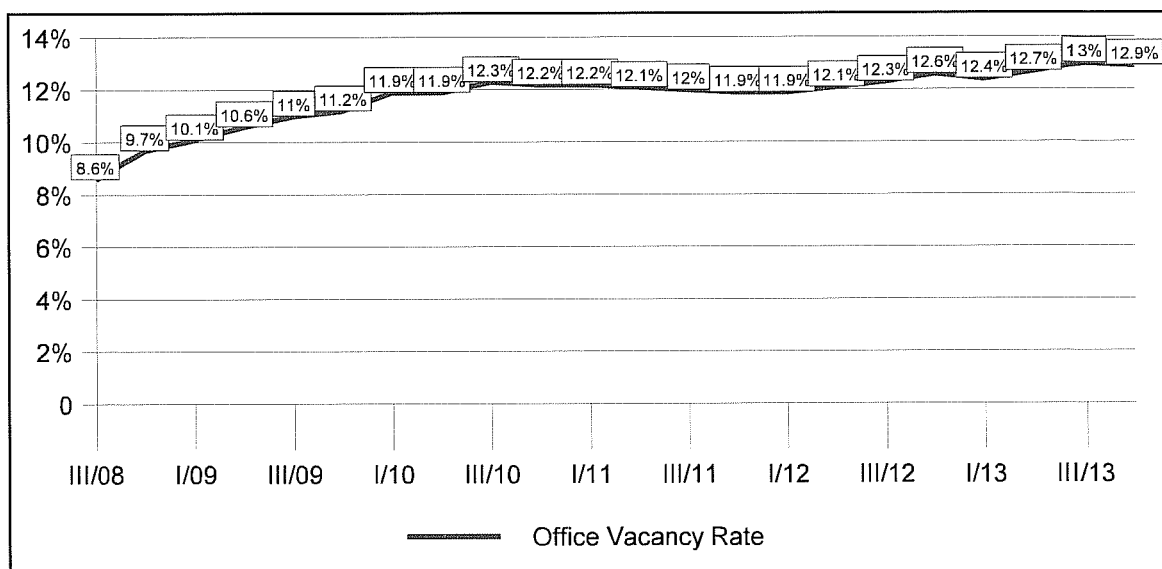


Office Market

Overall, the leasable *office market* experienced net positive absorption of 34,021 square feet in the Fourth Quarter 2013, according to *The CoStar Office Report, Tucson Office Market, Year-End 2013*. This compares to net negative absorption of 69,286 square feet in Third Quarter 2013, net negative absorption of 83,063 square feet in Second Quarter 2013, and net positive absorption of 52,318 square feet in First Quarter 2013.

One new office building containing 6,313 square feet in the Fourth Quarter 2013. No new office buildings were completed in the Third, Second, and First Quarters 2013. One office building containing 15,067 square feet was completed in the Fourth Quarter 2012.

Figure 3 shows trends in the vacancy rates for office properties in Tucson between Third Quarter 2008 and Fourth Quarter 2013. The vacancy rate increased until late 2010 and then remained mostly stable with a slight decline through mid 2012. The vacancy rate has increased since that time.



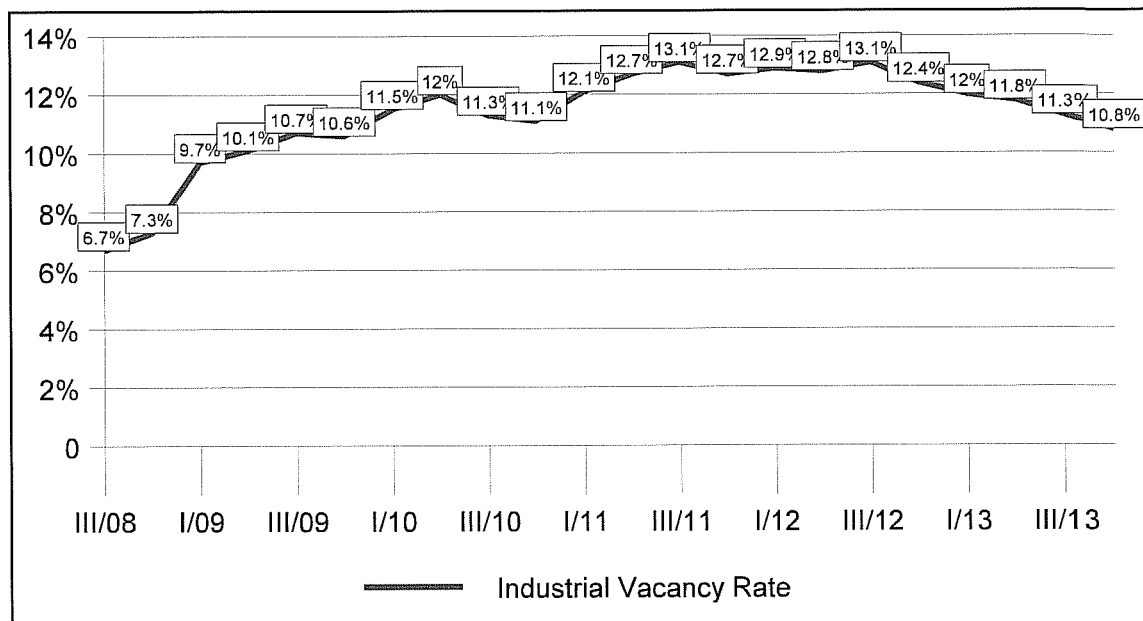
The slight increased overall annual vacancy rate indicates an office market which is coupled to the overall declining real estate market. There has been a decline in demand for owner/user office buildings which had made up a majority of office sales in 2006 and 2007. Market conditions stabilized in 2013. Market conditions for office properties are expected to remain stable and will improve slowly.

Industrial Market

Tucson experienced rapid *industrial* growth from the late 70's to the mid-80's. There has been limited new industrial space constructed recently in Tucson, no new buildings completed in Fourth Quarter 2013, one new building containing 3,947 square feet completed in Third Quarter 2013, one new building containing 15,000 square feet completed in the Second Quarter 2013, and no new industrial buildings completed in First Quarter 2013.

There was net positive absorption of 186,096 square feet of industrial space in the Fourth Quarter 2013. This compares to net positive absorption of 204,392 square feet of industrial space in the Third Quarter 2013, net positive absorption of 111,199 square feet of industrial space in the Second Quarter 2013, and net positive absorption of 137,903 square feet of industrial space in the First Quarter 2013, according to *The CoStar Industrial Report, Tucson Industrial Market, Year-End 2013*.

Figure 4 shows trends in the industrial vacancy rate in Tucson between Third Quarter 2008 and the Fourth Quarter 2013, according to *The CoStar Industrial Report, Tucson Industrial Market, Year-End 2013*.



Overall, the industrial vacancy rate increased through 2011, peaking in the Third Quarter 2011 and Third Quarter 2012. The vacancy rate has declined since late 2012. There are some indications of stabilization in the industrial market. There continues to be a large supply of fully zoned and improved industrial lots available in the Tucson market with limited demand in the current market. The overall decline in the economy is affecting many potential industrial users and a slowing of demand for industrial zoned land is being experienced in the market.

Retail Market

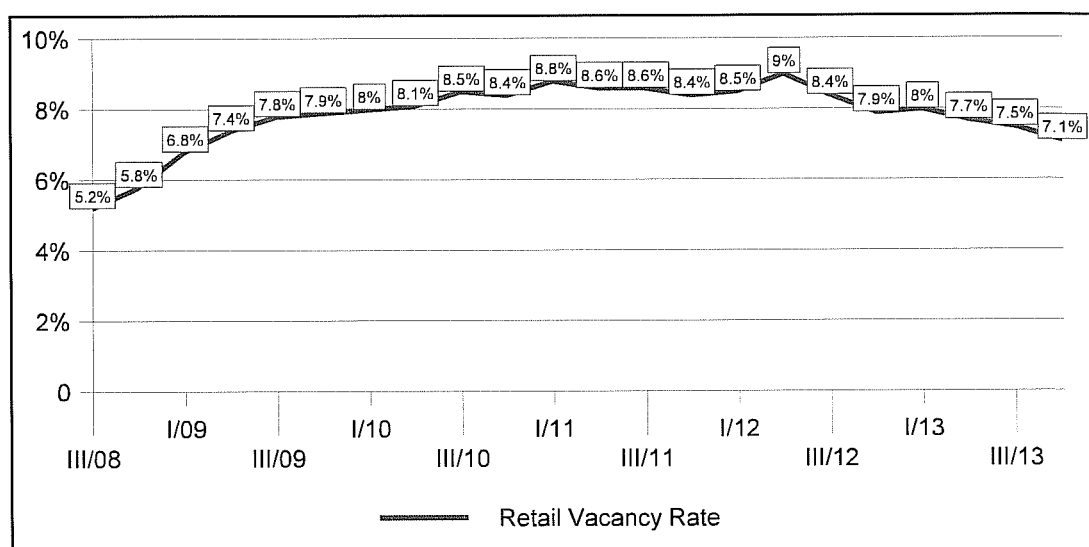
Retail space had maintained more constant levels of growth and absorption, with decreasing vacancy rates observed prior to mid-2007. In general, the market turned down starting at the end of 2007. Some reasons for a decline in market conditions includes contracts cancelled, development projects put on hold with reasons including reduced demand and increased competition of other developments coming out of the ground, offers and counter offers at considerably below the listing price, listings being repriced at lower levels, existing tenants looking for rental relief, businesses closing their stores and vacating the premises, and excess developed land without demand. Several large retail developments appear to be on hold.

There was net positive absorption of 226,340 square feet in the Fourth Quarter 2013, according to *The CoStar Retail Report, Tucson Retail Market, Year-End 2013*. This compares to net positive absorption of 224,701 square feet in the Third Quarter 2013, net

positive absorption of 196,012 square feet in the Second Quarter of 2013, and net positive absorption of 81,458 square feet in the First Quarter of 2013.

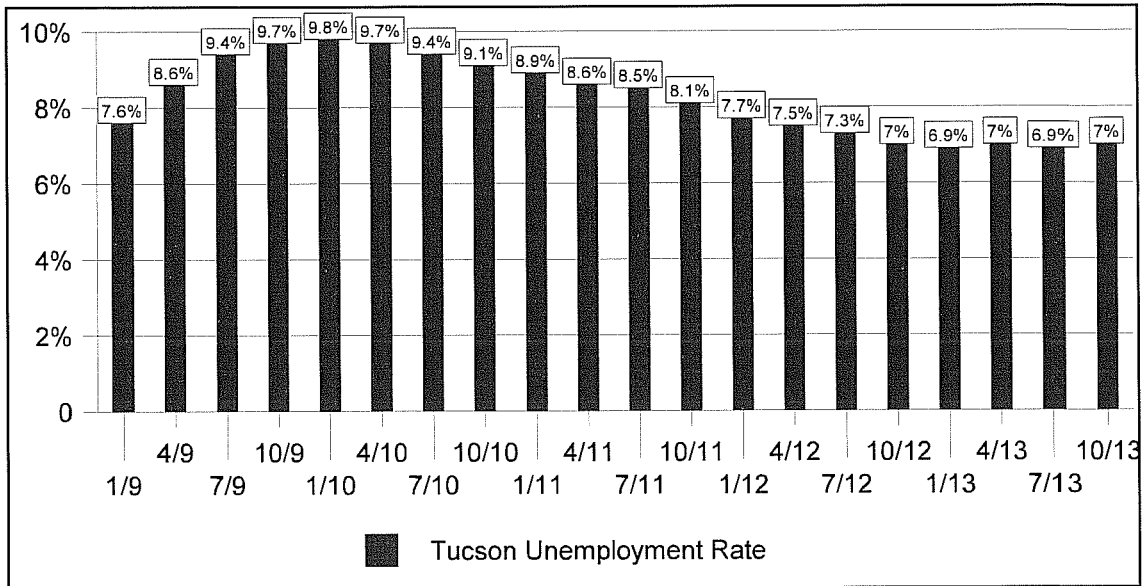
In the Fourth Quarter 2013, five buildings totaling 44,860 square feet were completed. This compares to seven buildings totaling 173,193 square feet in the Third Quarter 2013, seven buildings totaling 49,284 square feet in the Second Quarter 2013, and six retail buildings totaling 129,833 square feet in the First Quarter 2013.

Figure 5 shows trends in the vacancy rate for retail properties in the Tucson market between Third Quarter 2008 and Fourth Quarter 2013, according to *The CoStar Retail Report, Tucson Retail Market, Year-End 2013*.



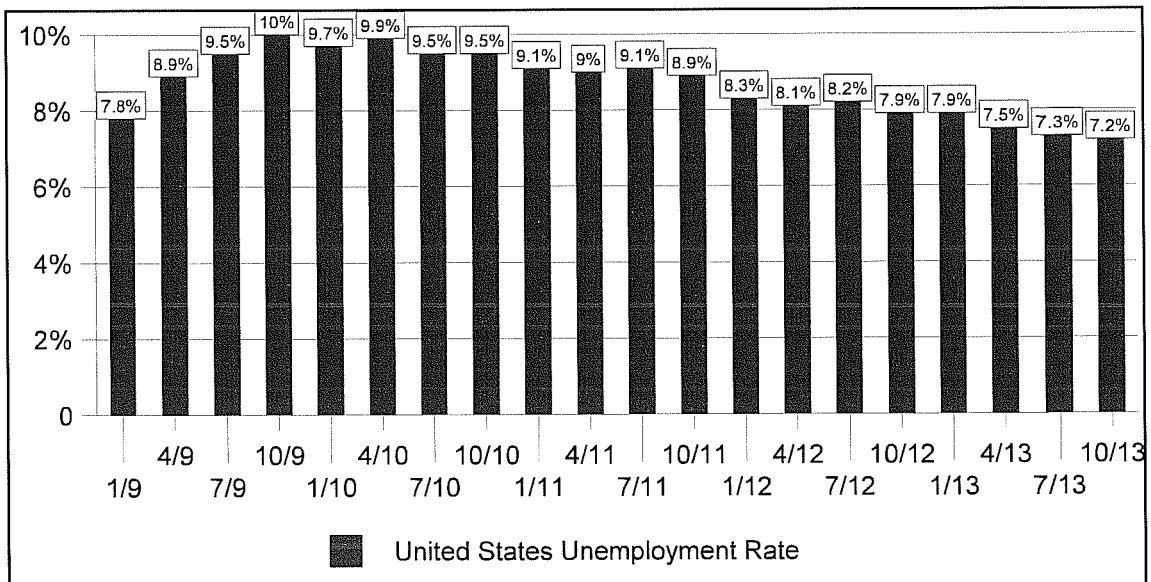
The vacancy rate for retail properties increased starting through early 2011. The retail vacancy rate remained mostly stable in 2011 but peaked in the Second Quarter 2012. The retail vacancy rate declined since that time, with the decline continuing through 2013. This indicates that the retail market is starting to stabilize.

According to Arizona Department of Administration, Office of Employment and Population Statistics, the seasonally adjusted unemployment rate for metropolitan Tucson was as follows:



The previous data shows that the unemployment rate in the Tucson metropolitan area increased and peaked in early 2010. The unemployment rate has slowly been declining since early 2010 but remains elevated above 2008 levels. It remained stable in 2013.

According to the United States Department of Labor, Bureau of Labor Statistics, the national seasonally adjusted unemployment rate has also increased since 2008 through late 2009. The unemployment rate remained high and started to decline slowly in late 2010. The unemployment rate has declined but remains higher than in 2008. The unemployment rate is projected to remain high as the economy recovers slowly from the recession.



Overall, the commercial real estate markets reveal that most investors hold a cautionary outlook for early 2014 due to the slow drop in unemployment, the tight credit that adversely affects tenants, owners and investors, the sequester of 2013, the government shutdown of late 2013, and the continuing uncertainty of the government conditions. The stabilizing supply and demand fundamentals will result in stable to slowly improving values. In the short term, limited growth is projected for Tucson over the next one to two years, with market conditions expected to stabilize and slowly start to improve during this time. The long term result should be a more balanced level of supply and demand - more conducive to steady long-term development. Factors such as climate, health and educational facilities, and the availability of housing are positive influences which will result in long-term economic growth for metropolitan Tucson.

NEIGHBORHOOD DESCRIPTION:

The subject neighborhood is that area located west and south of the City of Tucson. It includes the southern portion of Avra Valley south and west of the Tucson Mountains, south of Mile Wide Road, east of the Rockridge Mountains and portions of the Roskrige Mountains and portions of the Tohono O'Odham Nation north of State Route 86 (Ajo Highway) and it includes the Altar Valley that is south of State Route 86 (Ajo Highway), west of the Sierrita Mountains, north of the U.S.-Mexican Border and east of the Baboquivari Mountains.

The portion of the neighborhood west of Ryan Airfield is predominately rural with numerous ranches, ranchettes, and low density single family and manufactured housing interspersed throughout the neighborhood. The area east of Ryan Airfield has more residential subdivision development with subdivisions ranging from one residence per acre to four residences per acre and it has large parcels of land with planned developments. Ranches in the neighborhood typically include leased forest land, Bureau of Land Management (BLM) land, and/or state owned land.

Access to the neighborhood is adequate considering its rural nature. Major east-west roads within the neighborhood include State Route 86 (Ajo Highway), Valencia Road, and Kinney Road. Major north-south roads include State Route 286 (Sasabe Highway), Sandario Road, and San Joaquin Road. The topography ranges from level to sloping hilly foothill land. The western portion of the neighborhood is generally flood prone and lacks infrastructure for sewer and water which results in low density development or no development.

The neighborhood is interspersed with public and reservation lands including Tucson Mountain Park, Ironwood Forest National Monument, Saguaro National Park West, Buenos Aires National Wildlife Refuge, Coronado National Forest, and the Tohono O'Odham Nation Reservation, and the Pascua Yaqui Tribe Reservation. Other significant uses within the neighborhood include Ryan Airfield which is owned and operated by the City of Tucson. It is used for general aviation, law enforcement, and military helicopter aviation. The Casino Del Sol Resort, Spa and Conference Center is located within the eastern portion of the neighborhood and is owned and operated by the Pascua Yaqui Tribe.

The Buenos Aires National Wildlife Refuge is a major feature of the subject neighborhood. This wildlife refuge is part of the National Wildlife Refuge System, a national network of public lands and waters set aside for the benefit of wildlife and the public. It consists of 117,464 acres of open range land covered with native desert habitat including local fauna and animals. It is located in southwestern Pima County starting at the U.S.-Mexico International Border and extending north for several miles on both the east and west sides of State Route 286 (Sasabe Road).

The neighborhood is influenced by its proximity to the U.S.-Mexico International Border. The border crossing at Sasabe, Arizona provides access to Mexico for vehicular traffic, however, it is seldom used by travelers. Sasabe is a small unincorporated border community in the Altar Valley area of southern Pima County. There are only about 50 permanent residents living in the Sasabe area according to the 2010 Census data.

There is a substantial supply of available undeveloped vacant land zoned and infrastructured for residential and commercial development in the eastern portion of the neighborhood with limited demand due to the negative impact of the recent great recession, continuing overall market condition, and a substantial supply of foreclosed and bank owned properties. The western portion of the neighborhood is rural in nature with very limited residential and commercial development due to the low density development resulting in limited population growth. The supply of land is ample, however, the demand is limited due to the lingering effect of the recession. Due to the large supply of vacant land in the east and west portions of the neighborhood, new development is not expected to occur in the foreseeable future - 5 to 15 years in the east portion of the neighborhood and 15 to 30 years in the western portion of the neighborhood. The western portion of neighborhood land use will likely continue operating as working ranches for the next 25 to 50 years because of the lack of demand for residential development.

SUBJECT SITE (LARGER PARCEL DESCRIPTION):

The following subject site description is based on a hypothetical larger parcel that consists of 529.632 acres of vacant land being adjacent to and inclusive of a portion of the existing right of way for Bopp Road. It is all of Section 25, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona, excepting that portion for the CAP canal identified as APN 211-32-001C. The west portion of the subject site (west of the CAP canal) has a size of 366.82 acres and the east portion of the subject site (east of the CAP canal) has a size of 144.63 acres, totaling 511.45 acres in addition to the 150 foot width of a one mile length of the Bopp Road right of way (18.182 acres) located within Sections 25 and 36, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona. Therefore, the total size of the "ATF" subject parcel is 529.632 acres. The topography is level, sloping downward to the southwest. Access to the west portion of the subject property is from Bopp Road and Rena Road, each being a two lane unpaved dirt roadways. Based on Pima County Assessor records (aerial photographs, plat maps) there is a limited physical access point to the east portion of the subject property from Bopp Road which an unpaved dirt road in this location (see Exhibits).

Ryan airfield is located two miles south of the subject site. A portion of the subject site along the west property line is located within two Airport Environs Height Overlay Zones for Ryan Airfield with maximum allowed heights ranging from 220 to 260 feet. This zone restricts density of residential development to one residence per acre.

The subject parcel is covered with natural desert vegetation. Properties bordering the subject parcel includes residential uses to the north, vacant land and residential uses to the west, vacant land and residential uses to the east, and vacant land to the south.

Utilities available to the subject property include electric (Tucson Electric Power Company) and telephone (CenturyLink). There is no public sewer. Water (City of Tucson) is proximate in residential subdivisions to the east and north of the subject. Any development of the site would require an engineering study to determine the availability and adequacy of utilities.

According to FEMA Flood Insurance Rate Map 04019C2245L, dated June 16, 2011, a portion of the southwest corner of the part of the subject that is west of the CAP canal is located in Zone AO (Depth 1) which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with flood depths of 1 to 3 feet (usually sheet flow on sloping terrain); average depths determined. For areas of alluvial fan flooding, velocities also determined (as seen in the map in the Exhibits). The majority of the parcel is located in Zone X (unshaded) which are areas determined to be outside the 0.2 percent annual chance floodplain. There are numerous wash areas and arroyos transversing the parcel. There are areas of the parcel which are located within the Riparian Habitat designations of Hydromesopariparian or Mesopariparian H and Xeropariparian B, C and D (as seen in the map in the Exhibits).

The parcel is not in a seismic zone. There are no known easements or encumbrances that adversely affect the subject parcel.

A majority of the subject property is identified as being located within the Buffer Overlay Zone according to the Pima County Zoning Code. The Buffer Overlay Zone establishes one mile buffer zones around public parks, national forests, and wildlife refuges as directed by the Pima County Board of Supervisors. The purpose of the Buffer Overlay Zone is to:

1. Preserve and protect the open space characteristics of those lands in the vicinity of the public preserves while at the same time permitting the economically reasonable use of lands;
2. Protect and enhance existing public preserves in Pima County as a limited and valuable resource;
3. Establish mechanisms that will protect the public preserves and result in an ecologically sound transition between the preserves and more urbanized development;

4. Assure the continued existence of adequate wildlife habitat and foster the unimpeded movement of wildlife in the vicinity of Pima County's public preserves;
5. Provide for an aesthetic visual appearance from and to Pima County's public preserves;
6. Promote a continued economic benefit to the region by protecting the public preserves for the enjoyment of residents and visitors alike; and
7. Neither promote nor discourage changes in underlying zoning, but rather provide continuing performance standards for the unique lands within the buffer overlay zone.

ZONING:

Zoning of the subject is RH (Rural Homestead), according to the Pima County Zoning Code. The principal uses allowed by this zoning designation are low density residential, limited commercial use, agriculture use, and governmental uses (see Exhibits).

Specific allowable uses include RH uses such as single family residences, manufactured or mobile homes and trailers, and some commercial agriculture uses. According to the Pima County zoning code, RH zoning is "intended to preserve the character and encourage orderly growth of rural areas lacking facilities for urban development."

Specific development requirements include the following:

RH ZONING REQUIREMENTS

Min. Lot Area (SF)	Min. Area per Unit (SF)	Minimum Yards (feet)			Bldg. Height
		Front	Side	Rear	
180,000	180,000	50	20	50	34 feet

PIMA COUNTY COMPREHENSIVE PLAN:

The subject is located in an area designated as Resource Transition (RT) according to the Pima County Comprehensive Plan (see Exhibits). The purpose of this designation is to protect private land with environmentally sensitive characteristics that include wildlife corridors, natural washes, floodplains, peaks and ridges, buffers to public preserves, and other environmentally sensitive areas. Development of such land shall emphasize design that blends with the natural landscape and supports environmentally sensitive linkages in developing areas. Only land area zoned and planned for residential use, or natural or cluster open space areas shall be included in gross density calculations. Natural and cluster open space shall be defined as set forth in Section 18.09.040B, except that cluster open space shall not include land developed under the GC Golf Course Zone. There is no minimum gross density. The maximum residential gross density is 0.3 residences per acre (RAC). Allowable zonings under the RT designation are RH, SR, and MR. The existing RH zoning is consistent with the comprehensive plan designation of RT.

EXPOSURE/MARKETING TIME:

Exposure time is defined as “the length of time the property interest being appraised would have been offered on the market prior to the hypothetical consummation of a sale at market value on the effective date of the appraisal; a retrospective opinion based upon an analysis of past events assuming a competitive and open market.” Exposure time varies for different types of real estate and under varying market conditions. Reasonable exposure time assumes both adequate, sufficient, and reasonable time and effort.

Marketing time is defined as “the amount of time it would probably take to sell a property interest in real estate at the concluded market value level during the period immediately after the effective date of the appraisal.” Marketing time differs from exposure time, which is assumed to always precede the effective date of the appraisal.

The reasonable exposure and marketing time is estimated to be 6 to 12 months based on the sales used in this report and based on conversations with brokers familiar with properties similar to the subject property.

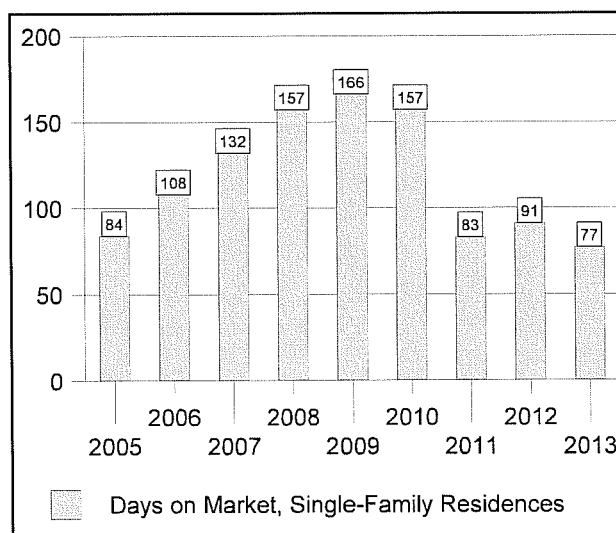
On the following pages is the Market Profile for residential land.

MARKET PROFILE - RESIDENTIAL LAND:

The residential market conditions in the Tucson area improved dramatically starting in 2004, with market prices for single family residences and residential lots increasing at a rapid rate. This trend continued throughout 2005 and into the start of 2006, with prices increasing most rapidly in 2005. This increase in sales activity and property values led to an increase in the demand for large parcels of land for development of subdivisions, with prices of land increasing rapidly, and the planning of many new subdivisions throughout the Tucson area and Pima County. Purchases of large parcels of land for large scale subdivisions were especially common in Marana and in the area southeast of Tucson. The number of permits issued in Pima County increased as an increasing number of subdivisions provided more lots and residential homes for the growing market. In 2005, properties were sold quickly, and the time spent on the market for a residential home or lot decreased.

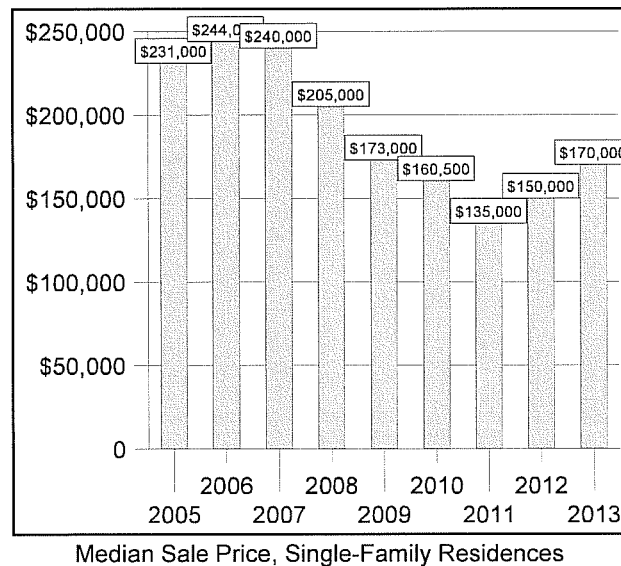
Starting in mid-2006, the market began to slow, and this trend continued into 2007, with a further slowdown in 2008 through 2010. Prices for residential properties leveled off and then decreased in all market areas. The demand for homes began to decline and fewer homes were purchased. The median price for homes also declined during this time. Over the past year there has been the beginning of a market recovery.

According to Multiple Listing Service (MLS), the days on market for sales of single-family residences in the Tucson area had increased as properties have taken longer to sell. This data indicates that the days on market for single-family increased significantly from 2005, peaking in 2009. The days on market remained mostly stable in 2010. Beginning in 2011, the days on market dropped significantly with results remaining stable from 2011 through 2013.

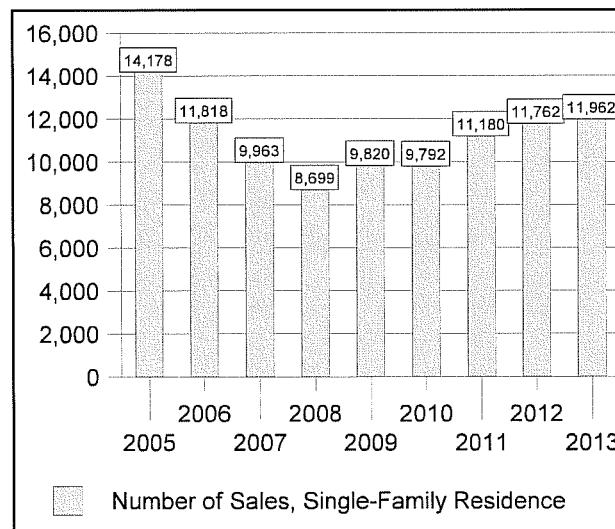


The following is the median sale price for single-family residences for the Tucson area, according to MLS. There was a significant decline in the median sale price for single-family residences starting in 2007. The median sale price declined through 2011. The decline in median sale prices is due to the oversupply of available properties, decline in demand, and

the increasing number of bank-owned properties available in the market. The median sales price began to slowly increase starting in 2012, continuing through 2013. The median sales price still remains well below peak market levels.

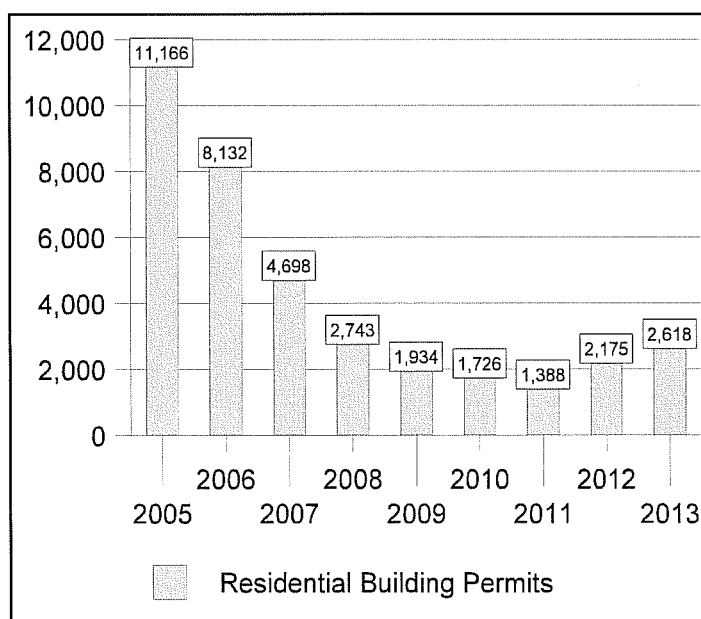


The number of sales of single-family residences in the Tucson area has also declined as fewer homes are purchased. The number of sales declined through 2008 and has gradually increased through 2013, which may be an indication that market conditions are stabilizing. However, the number of sales remains low compared to the peak of the market in 2005.

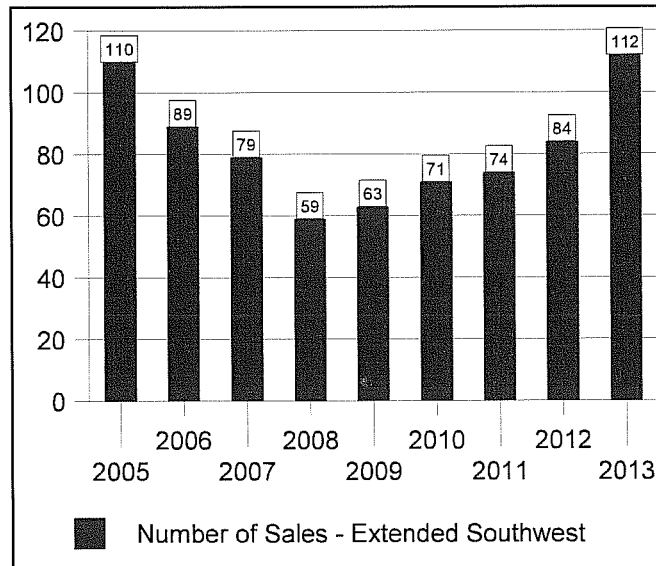


Starting in 2006, fewer single-family residential permits were issued due to the current oversupply of lots and residential homes on the market. According to the United States Census Bureau, Building Permits Survey, the number of single-family residential permits declined through 2012. There was limited new single-family construction since 2008, with the decline continuing through 2011, with a small increase in 2012 and continuing through 2013.

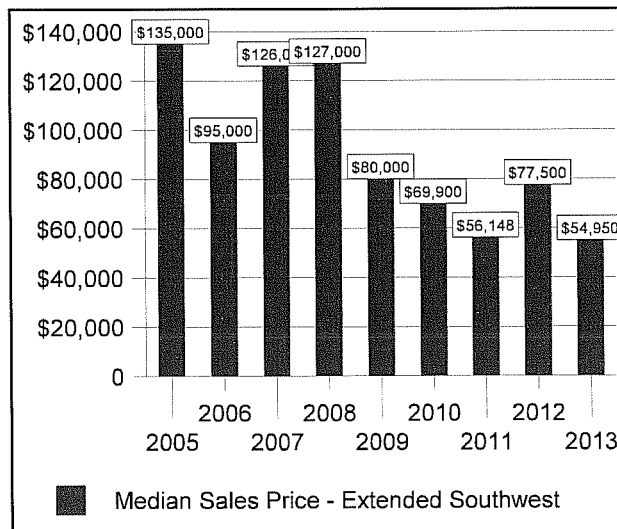
Overall, housing permits and sales had been increasing and a period of substantial growth occurred during 2004 and 2005 with unprecedented price increases having been experienced for most areas of Tucson. Building permit activity declined steadily in the Tucson Metropolitan area from a peak in 2005 of 11,166 to 1,388 in 2011 for all new single-family residential construction residential building permits, according to the United States Census Bureau, Building Permits Survey. This was due in part to the difficulty in obtaining financing and, to a larger extent, a decrease in demand from primary home buyers and speculative home purchases by out of state buyers and an oversupply of available homes on the market, resulting in declining home prices. The slow down in sales has resulted in an increase in the inventory of available houses and a decrease in housing prices in the Tucson Metropolitan area. There has been a 56 percent increase in residential permits in 2012 from the bottom in 2011. This is an indication that the new home residential market is beginning to recover. The number of permits for 2013 shows a continued improvement in the market, but new home sales are still well below peak or stabilized levels seen in the past.



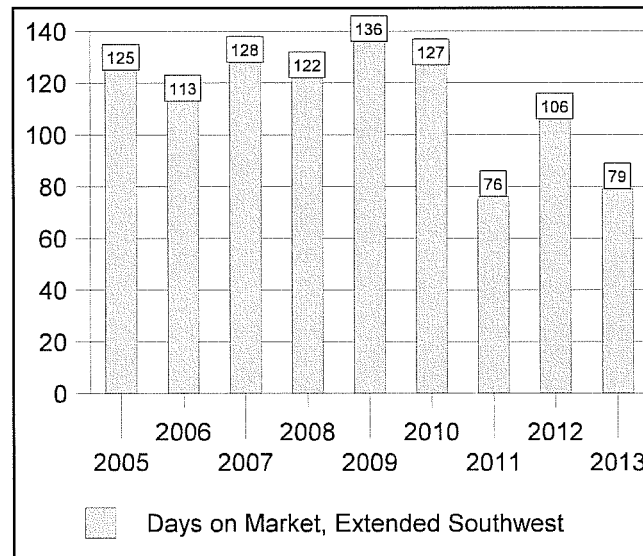
The following is the number of sales of residential properties in the subject sector, Extended Southwest, through 2013, according to MLS. This data indicates that the number of sales declined through 2008, then steadily began increasing through 2012, with a larger increase in 2013. Overall sales are starting to return to the peak market levels of 2005.



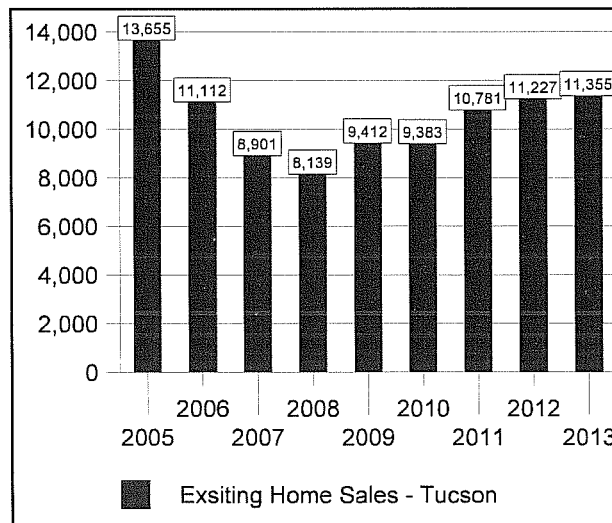
The following is the median sale price for residential properties in the subject Extended Southwest sector through 2013, according to MLS. This data indicates that the median sale price peaked in 2005, and had declined significantly in 2009. This decline stabilized in 2010, with an increase occurring in 2012 before decreasing in 2013. The median sales price in the Extended Southwest sector remains well below peak market levels.



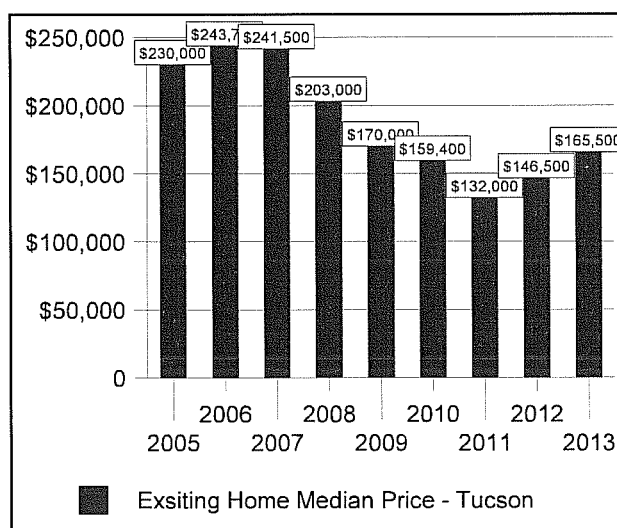
According to Multiple Listing Service (MLS), the days on market for sales of residences in the subject area, Extended Southwest had increased as properties have taken longer to sell. This data indicates that the days on market for residences remaining fairly high between 2005 through 2010, peaking in 2009. Beginning in 2011, the days on market dropped significantly in 2011 with an increase in 2012 before going back down again in 2013.



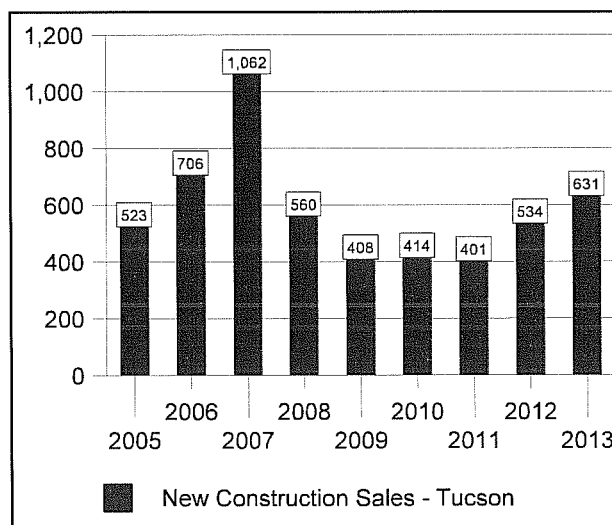
The following is the number of sales of existing single-family residences in the Tucson market through 2013, according to MLS. This data indicates that the number of sales declined from the peak in 2005 through 2008. The number of existing home sales in the Tucson market has steadily increased through 2013. Overall sales of existing homes sales in the Tucson market is approximately 17% below peak levels in 2005.



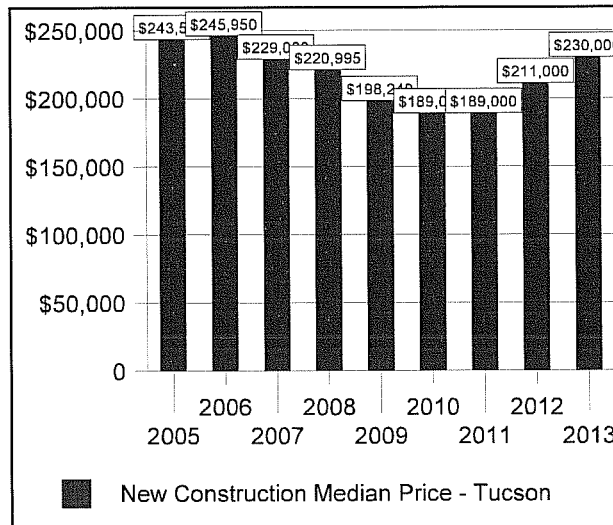
The following is the median sale price for existing single-family residences in the Tucson market through 2013, according to MLS. This data indicates that the median sale price peaked in 2006 and had declined significantly starting in 2008. This decline stabilized in 2012, with an increase in 2013. The median sales price of existing homes in the Tucson market is approximately 28% below peak market levels in 2005.



The following is the number of sales of new construction single-family residences in the Tucson market through 2013, according to MLS. This data indicates that the number of sales peaked in 2007. The number of new construction sales in the Tucson market declined significantly in 2008, then dropping further in 2009. Sales of new construction remained relatively stable through 2011. Sales began to increase in 2012, continuing through 2013. In 2013, the vast majority of new construction sales took place in the Northwest sector with 263 of the 631 new construction sales.



The following is the median sale price for new construction single-family residences in the Tucson market through 2013, according to MLS. This data indicates that the median sale price peaked in 2006 and had declined through 2011. Median sales price of new construction began to increase in 2012, continuing through 2013. The median sales price of new construction single-family residences in the Tucson market is approximately 7% below peak market levels in 2006.



There are some early indications that the decline in residential real estate market conditions are stabilizing and signs of an increase in some market areas. Over the past year there has been the beginning of a market recovery for single-family residences, specifically in homes priced below \$250,000. Homes in this price range are in higher demand and there is currently limited inventory of this type of home, causing homes in this price range to rise faster than more expensive single-family residences. There is an oversupply of single-family residences that exceed \$250,000, causing values for this type of product to rise more slowly than the less expensive homes.

In the short term, limited growth is projected for Tucson over the next one to two years, with market conditions expected to continue to stabilize and slowly improve during this time. The long term result should be a more balanced level of supply and demand - more conducive to steady long-term development. Factors such as climate, health and educational facilities, and the availability of housing are positive influences which will result in long-term economic growth for metropolitan Tucson.

Land Market Data - Paired Sales

The following sale and resale of large undeveloped residential parcels demonstrate the decline in the residential real estate market conditions since the peak of the residential market in mid 2006.

1. A 37.34 acre parcel located near Colossal Cave Road was purchased as raw land in January 2006 for \$1,725,000, or \$46,197 per acre. The property owner platted the

property with a 43-lot subdivision and obtained all necessary surveys, construction plans, etc. The property owner has approximately \$1,850,000 invested in the property. This property has been listed since December 2007 and has not been purchased. The property was re-listed in September 2008 for \$1,300,000 for the platted subdivision with all surveys, etc., and did not sell at this price. This property was re-listed again in 2009 at a price of \$752,500. In September, 2009, the price was reduced to \$688,000. Thereafter, the price was reduced to \$538,350. This property sold in December 2010 for \$517,500. This represents a 72 percent decline from the investment in the property by the owner.

2. An SR zoned property containing 185 acres of land and located on Sweetwater Drive sold for \$4,629,225 in April 2006. The buyers spent \$100,000 to \$150,000 on platting and engineering for the property, for a total investment of \$4,750,000. The property has been platted as a 46-lot subdivision. This property sold for \$1,600,000 in March 2011. This represents a decline of approximately 67 percent since the peak of the market.
3. An SR zoned property containing 16.5 acres was purchased as raw land in March of 2006 for \$865,000. The buyer split the property into five lots and provided utilities and access to each of the lots at a cost of approximately \$350,000 to \$400,000. This buyer spent approximately \$1,215,000 to \$1,265,000 on the property. This property resold in September 2011 for \$737,500. This indicates a decline of 40% to 42% between the two dates of value. However, market conditions improved between the date of the first sale in March 2006 to the peak of the market at the end of 2007, indicating that the decline in market conditions as indicated by this sale is likely greater than 40% to 42%.
4. A 516-acre parcel located on the south side of Ajo Highway, east side of Continental Road alignment near the intersection of Ajo Highway and Valencia Road sold in September, 2012, for \$5,500 per acre. This property sold as part of a larger parcel (containing a total of 738 acres) at a reported price of \$22,500 per acre in July, 2006. This was an auction with the University of Arizona as the seller and only one bidder. This indicates a decline of close to 76%.

Market Participant Comments - Land Market

The comments of market participants were solicited by the appraiser as to the state of the vacant land market in Tucson, Arizona. The market participants contacted include Mr. Jim Marion and Mr. Aaron Mendenhall from Chapman, Lindsey Commercial Real Estate, Mr. Ben Becker from CBRE, and Mr. Will White from Land Advisors.

Jim Marion with Chapman, Lindsey Commercial Real Estate commented that the sale of investor grade land without any entitlements in the Tucson market are rare and that most investors do not currently view land as a reasonable investment. The costs associated with holding the land and the outlook for increases in the land prices keep investors from purchasing land listings. Mr. Marion indicated that he has had parcels of land listed for

extended periods of time without any activity occurring. He further indicated that many land owners have removed properties from the market and are waiting for an improvement in market conditions which will only occur when residential lot prices exceed the cost of new lot development.

Aaron Mendenhall with Chapman, Lindsey Commercial Real Estate commented that there is very limited demand for investment land in the Tucson market. He also stated that the cost to develop new lots exceeds the current prices that finished lots are selling for in most location in the Tucson market. He indicated that there are two active areas for residential development (northwest and southeast sectors) and that these areas are seeing some increases in finished lot prices. He stated that the existing inventory of lots in Starr Valley and Camino Verde areas are more than sufficient to meet the existing demand from builders active in the southwest market sector. Finally, he stated that there are approved specific plans for two major developments (Pomegranate and Sendero) and that when these developments start there will be a more than adequate supply of residential lots for the southwest sector of the Tucson market.

Ben Becker with Chapman, Lindsey Commercial Real Estate commented that in the southwest sector of the Tucson land market is the weakest sector for investor land purchases. He stated that he had a parcel of land listed for sale that was located adjacent to Ryan Airfield and that he offered to Pima County as part of an open space purchase. He indicated that the potential sale to the county was the only activity for the listing over an extended period of time.

Will White with Land Advisors commented that he has sold two properties known as Sendero Pass and Pomgranate Farms. These properties sold with approved specific plans (land entitlements) but no infrastructure was in-place as of the date of sale. He indicated that properties that have entitlements or partial entitlement attract more potential purchasers in the current market. He also commented that he had sold properties in the northwest Tucson (Marana/Sanders Grove) that also had approved specific plans and that these properties are showing signs of increasing prices.

There are some early indications that the decline in residential market conditions is starting to stabilize and even increase in some market areas. However, market participants recognize that the residential home and residential vacant land market will remain stable with some increases for a time before starting to substantially improve, and that this will be a slow, long-term recovery. The same market participants indicated that purchases of large vacant investment properties are few and this trend will continue for the near future as the market regains balance and value begin to stabilize and increase.

HIGHEST AND BEST USE, BEFORE, AS VACANT:

The Fifth Edition of *The Dictionary of Real Estate Appraisal* (Appraisal Institute, Chicago, 2010), defines highest and best use as follows:

“The reasonably probable and legal use of vacant land or an improved property that is physically possible, appropriately supported, financially feasible, and that results in the highest value. The four criteria the highest and best use must meet are legal permissibility, physical possibility, financial feasibility, and maximum productivity. Alternatively, the probable use of land or improved property - specific with respect to the user and timing of the use - that is adequately supported and results in the highest present value.”

The subject larger parcel is a part of the hypothetical “ATF” parcel of land that is a portion of Sections 25 and 36, Township 14 South, Range 11 East, G&SRB&M, Pima County, Arizona. The “ATF” parcel has a size of 529.632 acres (including the Bopp Road right of way) according to the Pima County Assessor records. The “ATF” parcel is adjacent to and inclusive of a portion of the Bopp Road right of way. The conclusion of the larger parcel is based on the location of the subject property in an area where the adjacent land is owned by the State of Arizona. Based on the adjacent land uses the subject larger parcel is concluded to be RH zoned vacant land with a size of 529.632 acres. It is located west of Jerome Avenue and east of Rena Road, Pima County, Arizona. The topography of the parcel is level, sloping to the southwest. A portion of the subject is located in Special Flood Hazard Area Zone AO 1, however, the majority of the parcel is not identified as being flood prone. The parcel is transversed by numerous wash areas and arroyos and portions of the parcel are located within Riparian Habitat designations of Hydromesoriparian or Mesoriparian H and Xeroriparian B, C and D. The parcel is within the jurisdiction of Pima County and is zoned RH (Rural Homestead) according to the Pima County Zoning Code. The subject is located in an area identified as Resource Transition (RT) according to the Pima County Comprehensive Plan. The existing RH zoning is consistent with the comprehensive plan designation of RT. A majority of the parcel is identified as being located within the Buffer Overlay Zone according to the Pima County Zoning Code.

The highest and best use of a property must meet four criteria. The highest and best use must be legally permissible, physically possible, financially feasible, and maximally productive. These criteria are usually considered in order; however, the four criteria interact and may be considered together.

Legally Permissible Use. Zoning of the parcel is RH (Rural Homestead), according to the Pima County Zoning Code. The principal uses allowed by this zoning designation are low density residential, limited commercial use, agriculture use, and governmental uses.

Specific allowable uses include RH uses such as single family residences, manufactured or mobile homes and trailers, and some commercial agriculture uses. According to the Pima County zoning code, RH zoning is "intended to preserve the character and encourage orderly growth of rural areas lacking facilities for urban development."

Development is prohibited within designated flood setback areas. The parcel is located within Riparian Habitat designations of Hydromesoriparian or Mesoriparian H and Xeroriparian B, C and D.

The subject is located in an area designated as Resource Transition (RT) according to the Pima County Comprehensive Plan. The purpose of this designation is to protect private land with environmentally sensitive characteristics that include wildlife corridors, natural washes, floodplains, peaks and ridges, buffers to public preserves, and other environmentally sensitive areas. Development of such land shall emphasize design that blends with the natural landscape and supports environmentally sensitive linkages in developing areas. Only land area zoned and planned for residential use, or natural or cluster open space areas shall be included in gross density calculations. Allowable zonings under the RT designation are RH, SR, and MR. The existing RH zoning is consistent with the comprehensive plan designation of RT.

Ryan airfield is located two miles south of the subject site. A portion of the subject site along the west property line is located within two Airport Environs Height Overlay Zones for Ryan Airfield with maximum allowed heights ranging from 220 to 260 feet. This zone restricts density of residential development to one residence per acre.

Physically Possible Use. The second area of concern is a highest and best use being physically possible. The potential physical use of the parcel could include development of residential uses or those uses allowed to be developed in a RH zone. Utilities available to the subject property include electric, telephone, and water, however, the available capacity of the public utilities is unknown and any development of the subject site would require an engineering study to determine the availability and adequacy of utilities.

There are wash areas transversing the subject parcel. A portion of the southwest corner of the parcel is located in Zone AO (Depth 1) which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with flood depths of 1 to 3 feet (usually sheet flow on sloping terrain); average depths determined. For areas of alluvial fan flooding, velocities also determined. However, the majority of the parcel is not identified as being flood prone.

The subject property is subject to several constraints that limit the physically possible uses including proximity to Ryan Airfield that place restrictions on development and location within designated flood hazard zones. Analysis of the subject property after taking in to account these constraints indicates that there are portions of the subject property outside of the setback areas from the designated flood zone. The usable area is considered to be physically possible for development.

Financially Feasible. The oversupply of developed land, land planned for development and land listed for sale combined with the high potential development costs of the subject parcels make the subject parcels suitable for land investment as a highest and best use. As indicated in the market profile section of this appraisal there is an oversupply of land available for the development of residential uses. The oversupply is projected to continue for the foreseeable

future as there is an ample supply of existing lots, planned residential developments, and vacant land in more suitable areas to meet the demand. A major factor restricting the development of new residential projects is the ability to purchase fully improved residential lots for less than the cost to develop the lots. The subject parcel has development restraints including numerous wash areas as well as limited public services. The extensive site work that will be required to create development areas on the subject property and the additional development costs to take into account the buffer and flood issues cause the property to be most financially feasible for land investment as the current highest and best use. Over the long term as more of the area is developed and land becomes more scarce in the southwest sector the high costs of development may become justified. Currently, these costs cannot be justified and therefore the most financially feasible use for the subject parcel, as vacant, is for long term land investment and a ranching operation.

Maximally Productive. Once a potential use is considered financially feasible, the test of maximum productivity determines what specific use is maximally productive. Due to market evidence as well as the development issues related to the development of the subject property with a residential use, the most maximally productive highest and best use of the subject property is for land investment for the long term and a ranching operation. The potential for future residential development is not in the foreseeable future.

SECTION B - VALUATION OF THE "ATF" PARCEL, BEFORE

VALUATION PROCESS:

In arriving at the market value of the subject property, the appraiser utilized the sales comparison approach to value. The sales comparison approach to value considers what a typical well-informed purchaser would pay for a property, based on an analysis of similar properties. This approach reflects the application of the principle of substitution, which affirms that when a property can be replaced, its value tends to be set by the cost of acquiring an equally desirable substitute property.

In this approach, sales and listings of properties considered comparable are reviewed, and those considered most relevant as indicators of value of the subject property are chosen to be compared to the subject, making adjustments for dissimilarities such as terms of sale, market conditions, location, site size, zoning, and site utility. For a sale to be utilized in this approach, it must contain these elements: 1) both parties are typically motivated; 2) both parties are well-informed; 3) a reasonable market exposure time is allowed; 4) payment is made in cash or its equivalent; and 5) financing reflects terms typically available, and not affected by special or unusual terms.

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 150 foot width of the Bopp Road right of way. The contiguous land surrounding the location of the proposed easement is owned by the State of Arizona. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Bopp Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in Section 25 (except for the CAP canal) and land contiguous to and inclusive of a portion of Bopp Road in Sections 25 and 36, Township 14 South, Range 11 East (529.632 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Because the subject property is the actual right of way for Bopp Road an "ATF" methodology will be used to value the hypothetical subject property. The analysis will estimate a market value of similar land and the concluded value will then be used to estimate the market value of the subject property.

Table of Comparable Land Sales, Before

Sale No.	Sale Date	Property Location	Sale Price	Land Size (Acres)	Price Per Acre	Zoning
1.	2/2010	North side and south of Snyder Hill Road, west of San Joaquin Road	\$3,438,507	813.67	\$4,226	GR-1/RH
2.	11/2010	South side of Valencia Road, east and west sides of Sorrel Lane alignment, west of Camino de la Tierra	\$650,000	114.67	\$5,668	CR-3/GR-1
3.	9/2012	South side of Ajo Way, east side of Continental Road alignment	\$2,842,035	516.73	\$5,500	SP
4.	1/2014	North side of Peaceful Lane, east of Sandario Road	\$110,000	80.00	\$1,375	RH
5.	3/2014	South side of Valencia Road, west of Valhalla Road	\$4,200,000	587.00	\$7,155	SP
"ATF" Parcel				529.632		RH

SUMMARY OF COMPARABLE SALES ADJUSTMENTS, BEFORE

	Subject	Comp 1	Comp 2	Comp 3	Comp 4	Comp 5
Sale Date		2/2010	11/2010	9/2012	1/2014	3/2014
Site Size (Acres)	529.632 (*)	813.67	114.67	516.73	80.00	587.00
Zoning	RH	RH/GR-1	CR-3/GR-1	SP	RH	SP
Site Utility/Floodplain	AO-1/X	AO-1/AO-2	A/X	A	A/AO-1	A
Sale Price		\$3,438,507	\$650,000	\$2,842,035	\$105,000	\$4,200,000
Price per Acre		\$4,226	\$5,668	\$5,500	\$1,313	\$7,155

(*) = "ATF" Parcel

Summary of Adjustments

Unadjusted Price / Acre	\$4,226	\$5,668	\$5,500	\$1,313	\$7,155
Property Rights	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
Adjusted Price	\$4,226	\$5,668	\$5,500	\$1,313	\$7,155
Financing	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
Adjusted Price	\$4,226	\$5,668	\$5,500	\$1,313	\$7,155
Conditions of Sale	<u>0</u>	<u>0</u>	<u>0</u>	<u>20%</u>	<u>0</u>
Adjusted Price	\$4,226	\$5,668	\$5,500	\$1,575	\$7,155
Date/Market Conditions	<u>-10%</u>	<u>-7.5%</u>	<u>0</u>	<u>0</u>	<u>0</u>
Adjusted Price	\$3,803	\$5,243	\$5,500	\$1,575	\$7,155
Physical Adjustments (%)					
Location	0	-15	-15	5	-15
Zoning	-25	-30	-30	0	-30
Site Size	10	-10	0	-10	0
Site Utility/Floodplain	<u>5</u>	<u>-10</u>	<u>-20</u>	<u>5</u>	<u>-20</u>
Net Adjustment	-10%	-65%	-65%	0%	-65%
Indicated Value / Acre	\$3,423	\$1,835	\$1,925	\$1,575	\$2,504

Five sales of similar land were analyzed on the basis of price per acre. This is the sale price divided by the total acreage of the site. Sale prices range from \$1,313 to \$7,155 per acre before adjustment. The reflected adjustments have been indicated in the preceding adjustment grid. An upward adjustment indicates that the comparable is inferior to the subject; a downward adjustment indicates that the comparable is superior to the subject; and no adjustment (0) indicates the comparable is similar or equal to the subject.

Comparable Sale One indicates a downward adjustment for date and market conditions as market conditions have declined since the date of this sale. Based on observation of sales and conversations with market participants prices declined approximately 10 percent since the date of sale for this type of property. The market value of investor grade land declined as a result of the financial crisis that occurred beginning in 2008. The repercussions of the crisis

resulted in declining values and a lack of overall demand for all types of vacant land but particularly investment grade land that lacked entitlements or public utilities. The decline in the market value is supported by the paired sales that were previously discussed in the market profile section of this appraisal report.

Physical adjustments include a downward adjustment for partially superior zoning that permits a higher density of development as compared to the subject's zoning. An upward adjustment is reflected for the larger size of this parcel as larger parcels typically sell for less per acre as compared to smaller parcels, all else being equal. An upward adjustment is indicated to reflect that portions of the comparable sale have more extensive flood issues as compared to the subject property. After adjustments the comparable sale is adjusted downward in comparison to the subject property.

Comparable Sale Two indicates a downward adjustment for date and market conditions as market conditions have declined since the date of this sale. Based on observation of sales and conversations with market participants prices declined approximately 7.5 percent since the date of sale for this type of property. The market value of investor grade land declined as a result of the financial crisis that occurred beginning in 2008. The repercussions of the crisis resulted in declining values and a lack of overall demand for all types of vacant land but particularly investment grade land that lacked entitlements or public utilities. The decline in the market value is supported by the paired sales that were previously discussed in the market profile section of this appraisal report.

Physical adjustments include a downward adjustment for superior overall location in comparison to the subject's location as this sale is located in an area that has had a significant amount of residential development over the past 10 years. A downward adjustment is indicated for superior zoning that permits a higher density of development as compared to the subject's zoning. A downward adjustment is reflected for the smaller size of this parcel as smaller parcels typically sell for more per acre as compared to larger parcels, all else being equal. A downward adjustment is indicated for superior site utility/floodplain as this parcels of land has access to public utilities, included a recorded plat for residential lots, and is less flood prone than the subject property. The superior site utility is partially offset due to geological issues (hard rock) that will cause the property to be more difficult and expensive to develop. After adjustments the comparable sale is adjusted downward in comparison to the subject property.

Comparable Sale Three indicates physical adjustments which include a downward adjustment for superior overall location in comparison to the subject's location. The comparable sale is located south of Ajo Highway and west of the Starr Valley developments in an area with greater overall recent residential development as compared to the subject. A downward adjustment is indicated for superior zoning. The comparable sale has an approved specific plan known as Sendero Pass which indicates residential, commercial and industrial uses and the approved specific plan is superior to the subject's zoning. A downward adjustment is indicated for superior site utility as the comparable sale is not as flood prone, is not subject to a set-back requirement from a waste treatment facility and has completed the

entitlement process which establishes public utilities, roads, and infrastructure development for the comparable sale. This adjustment is partially offset because the comparable sale is more impacted by the Ryan Airfield flight path. Overall the comparable sale is adjusted downward in comparison to the subject property.

Comparable Sale Four indicates an upward adjustment for conditions of sale to reflect that the seller was motivated to sell the property due to personal issues and instructed his listing agent to be aggressive in the marketing of the property.

Physical adjustments include an upward adjustment for slightly inferior location. A downward adjustment is indicated for smaller size of this parcel as smaller parcels typically sell for more per acre as compared to larger parcels, all else being equal. An overall upward adjustment is indicated for inferior site utility as the comparable sale is a backage parcel and is accessed by unpaved easements. After adjustments the comparable sale is adjusted upward in comparison to the subject property.

Comparable Sale Five indicates physical adjustments which include a downward adjustment for superior overall location in comparison to the subject's location. The comparable sale is located south of Ajo Highway and west of the Starr Valley developments in an area with greater overall recent residential development as compared to the subject. A downward adjustment is indicated for superior zoning. The comparable sale has an approved specific plan known as Pomegranate Farms which indicates residential uses and the approved specific plan is superior to the subject's zoning. A downward adjustment is indicated for superior site utility as the comparable sale has completed the entitlement process which establishes public utilities, roads, and infrastructure development for the comparable sale. Overall the comparable sale is adjusted downward in comparison to the subject property.

SALES COMPARISON APPROACH SUMMARY, BEFORE:

	Sale 1	Sale 2	Sale 3	Sale 4	Sale 5
Adjusted Sale Price/Acre	\$3,423	\$1,835	\$1,925	\$1,575	\$2,504

SALES COMPARISON APPROACH CONCLUSION, BEFORE ACQUISITION:

The five comparable sales indicate a price range of \$1,575 to \$3,423 per acre after adjustment. Comparable Sale One, at an adjusted price of \$3,423 per acre was purchased by Pima County as part of the open space program and it has the oldest date of sale. However these are larger parcels like the subject parcel. Comparable Sale Two, at an adjusted price of \$1,835 per acre, is reflective of an investor purchase of a parcel of land that had full entitlements in place for the development of a residential subdivision and the potential to rezone and develop a commercial parcel of land as of the date of the sale. The amount of adjustment to this comparable sale make it less reliable as an indicator of value for the subject property. Comparable Sale Four, at an adjusted price of \$1,575 per acre has the same zoning as the subject however the reliability of this comparable sale as an indicator of value for the subject is a result of the size differential (80 acres versus 529.632 acres). Comparable

Sales Three and Five, at adjusted prices of \$1,925 and \$2,504 per acre respectively are the most recent sales of large parcels of land in the southwest sector of Tucson. Each is the sale of a property that sold with land entitlements in-place and each sold to investors. Neither of the sales had any infrastructure in-place. Primary emphasis is given to Comparable Sales One, Three and Five which are all larger size parcels like the subject parcel. These comparable sale indicate an adjusted value per acre range of \$1,925 to \$3,423.

After analyzing the comparable sales, the estimated market value of the subject parcel of land by the sales comparison approach, as of the effective date of appraisal, April 16, 2014, and subject to the assumptions and hypothetical for differences and subject to the assumptions and hypothetical (*No. 22 - Subject Larger Parcel Size and Valuation Method; No. 23 - Value of the Remainder Land After; and, No. 24 - Grazing Leases*) limiting conditions contained in this report, the estimated market value of the "ATF" parcel of land by the sales comparison approach, is as follows.

529.632 acres times \$3,000 per acre =	\$1,588,896
Rounded to:	\$1,588,900

**MARKET VALUE OF "ATF" PARCEL, BEFORE,
AS OF APRIL 16, 2014**

\$1,588,900

SECTION C - THE PROPERTY TO BE ACQUIRED

DESCRIPTION:

Sierrita Gas Pipeline, LLC is seeking to acquire a portion of the Bopp Road right of way for a permanent utility easement as part of the Sierrita Gas Pipeline Project. According to information provided by the client, the proposed permanent utility easement acquisition for this pipeline will be fifty (50) feet in width to be used for the construction, operation and maintenance of a subterranean transmission pipeline (36 inch diameter). The permanent utility easement acquisition traverses the "ATF" parcel in a northeast-southwest direction (see Exhibits). Bopp Road is identified as a 150 foot wide right of way where the permanent utility easement crosses it according to a Right-of-Way Use Permit Application provided to the appraiser by the client. The land area being acquired as a permanent utility easement from the Bopp Road right of way totals 0.172 acres (150 feet times 50 feet equals 7,500 square feet; 7,500 square feet divided by 43,560 square feet equals 0.172 acres) (see Exhibits).

SITE PREPARATION AND PROJECT DESCRIPTION:

The project is scheduled to commence construction as of April or May of 2014. The installation of the pipeline will require site preparation of the easement areas. The contractor will use a 36" pipe auger bore method of construction to install the pipeline in the Bopp Road right of way. The contractor will leave the roadway surface at the same elevation that existed prior to the installation of the pipeline. The pipeline will be placed at a minimum of between 3.5 and 5 feet under the existing Bopp Road surface. The contractor will assure that vehicular traffic movement on Bopp Road is available during the construction of the pipeline.

PERMANENT EASEMENT ACQUISITION:

The portion of the land to be acquired will be acquired as a permanent utility easement, with a portion of property rights transferring to Sierrita Gas Pipeline, LLC. The acquisition area totals 0.172 acres in size. The easement rights to be acquired for the permanent utility easement are considered to be ninety percent (90%) of the bundle of property rights which the owner had prior to the acquisition. Therefore, the market value of the bundle of rights being acquired of the easement is equal to ninety percent (90%) of the fee simple rights typically associated with ownership.

LAND VALUE, PART TO BE ACQUIRED (PERMANENT EASEMENT):

The value of the part to be acquired is based on the "part of the whole" theory which states that the sum of the value of the parts equals, but does not exceed the value of the whole. Therefore, the value per acre applicable to the land before the acquisition is applicable to the easement area being acquired. The estimated market value of the subject property before the acquisition is \$3,000 per acre. The market value of the permanent utility easement area to be acquired is \$3,000 per acre times 0.172 acres, equaling \$516, times 90 percent, equaling \$464, rounded to \$500.

LAND VALUE, PART TO BE ACQUIRED (PERMANENT UTILITY EASEMENT):

0.172 acres x \$3,000 per acre =	\$516	
Percentage of rights to be acquired (90%) =	<u>x 0.90</u>	
		\$464
	Rounded to:	\$500

MARKET VALUE OF PART TO BE ACQUIRED

\$500

SECTION D - VALUATION OF THE REMAINDER "ATF" PARCEL, BEFORE

REMAINDER PROPERTY BEFORE:

The market value of the remainder property before the acquisition is the difference between the value of the entire property before the acquisition less the value of the part to be acquired. This step reflects the value of the remainder property without recognizing any increase or decrease in value as the result of any special benefits or severance damages.

Value of Property Before Acquisition:	\$1,588,900
Value of Property Rights To Be Acquired:	<u>(500)</u>
Value of Remainder Property Before:	\$1,588,400

MARKET VALUE OF REMAINDER "ATF" PARCEL, BEFORE

\$1,588,400

SECTION E - THE REMAINDER "ATF" PARCEL, AFTER ACQUISITION

DESCRIPTION:

After the acquisition, the remainder "ATF" parcel will consist of an irregular shaped parcel undiminished in size by the land to be acquired. The gross area of the "ATF" parcel is 529.632 acres of which 0.172 acres will be encumbered with a permanent utility easement. Therefore, a total of 529.460 acres will be unencumbered fee simple land and 0.172 acres will be encumbered with a permanent utility easement. After the acquisition, the shape of the remainder "ATF" parcel will be unchanged from that which existed before the acquisition. The "ATF" parcel will have the same access that existed in the before condition. The "ATF" parcel maintains the same highest and best use, after the acquisition.

The potential future development of the "ATF" parcel is impacted by many public constraints; however, all of the public constraints allow potential development by adjusting the location of the residence that may be placed on the subject site. Specifically, regarding the proposed gas pipeline easement, there is no indication that the subject site cannot be fully developed in the future with the pipeline completed.

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 150 foot width of the Bopp Road right of way. The contiguous land surrounding the location of the proposed easement is owned by the State of Arizona. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Bopp Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in Section 25 (except for the CAP canal) and land contiguous to and inclusive of a portion of Bopp Road in Sections 25 and 36, Township 14 South, Range 11 East (529.632 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, LLC. If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

Hypothetical Condition - Grazing Leases (No. 24). The subject parcel may be encumbered with Arizona State Land Department grazing leases. For purposes of this report, it is a hypothetical condition of this appraisal report that the land is appraised as fee simple land unencumbered by any leases.

HIGHEST AND BEST USE, AFTER, AS VACANT:

After the acquisition, the “ATF” parcel has a highest and best use that is the same as in the before condition. That use is for land investment and for the foreseeable future. This use is considered to be the most feasible use based on the location, the zoning, surrounding development, the supply of RH zoned land in the subject neighborhood, and the extensive site work that will be required to create development areas on the subject property and the additional development costs to take into account the buffer and flood issues.

LAND VALUE AFTER ACQUISITION:

The remainder “ATF” parcel is being appraised using the same comparable sales, the same adjustments, and the same value conclusion used to value the property in the before condition. After the acquisition, the shape of the “ATF” parcel remains irregular in shape and the size is unchanged. The highest and best use of the “ATF” parcel is considered to be the same as in the before condition.

LAND VALUE AFTER ACQUISITION, CONCLUSION:

Based on the same highest and best use for the “ATF” parcel after the acquisition of the easement the same comparable sales are utilized for the estimate of land value as vacant after the acquisition. The comparable sales indicate a fee value of \$3,000 per acre for the “ATF” parcel. Property rights remaining to the property owner include a ten percent (10%) interest in the permanent utility easement area. Therefore, the estimated market value of the “ATF” parcel after the acquisition is estimated as follows:

Land Value, After, Unencumbered (Fee Simple):

529.460 acres x \$3,000 per acre = \$1,588,380

Land Value, After, Encumbered with Utility Easement:

0.172 acres x \$3,000 per acre = \$516

Percentage of rights remaining (10%) = x 0.10

Land Value, After, Unencumbered and Encumbered Land:

52

\$1,588,432

Rounded to: \$1,588,400

MARKET VALUE CONCLUSION, AFTER:

Therefore, based on the above analysis and subject to the assumptions and hypothetical (*No. 22 - Subject Larger Parcel Size and Valuation Method; No. 23 - Value of the Remainder Land, After; and No. 24 - Grazing Leases*) limiting conditions contained in this report, the opinion of market value of the “ATF” parcel, after the acquisition, “as is”, as of the effective date of the appraisal, April 16, 2014, is \$1,588,400.

**MARKET VALUE OF “ATF” PARCEL, AFTER
AS OF APRIL 16, 2014**

\$1,588,400

SECTION F - SEVERANCE DAMAGES

DESCRIPTION OF SEVERANCE DAMAGES:

Severance damages are a loss in value to the remainder property not acquired which arises as the result of a partial acquisition or construction of public improvements which have a negative impact on the remaining property. Severance damages are typically estimated by deducting the value of the remainder property after the acquisition from the value of the remainder property before the acquisition.

CONCLUSION OF SEVERANCE DAMAGES:

The market value of the "ATF" parcel, before the acquisition is \$1,588,900. The market value of the property rights to be acquired of \$500 is deducted from the market value of \$1,588,900 to arrive at the market value of the remainder, before, of \$1,588,400. The market value of the remainder, after, is estimated at \$1,588,400. Therefore, there are no severance damages reflected to the "ATF" parcel.

Value of Remainder Property, Before:	\$1,588,400
Value of Remainder Property, After:	<u>(1,588,400)</u>
Severance Damages:	-0-

SECTION G - SUMMARY OF VALUE CONCLUSIONS

Market Value of "ATF" Parcel, Before Acquisition	\$1,588,900
Market Value of Property Rights To Be Acquired	\$500
Market Value of Remainder Property, Before	\$1,588,400
Market Value of Remainder Property, After	\$1,588,400
Severance Damages	-0-
Special Benefits	-0-

TOTAL COMPENSATION:

Market Value of Property Rights To Be Acquired	\$500
Severance Damages	0
Special Benefits	<u>0</u>
TOTAL COMPENSATION	\$500

Hypothetical Condition - Subject Larger Parcel Size and Valuation Method (No. 22). Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 150 foot width of the Bopp Road right of way. The contiguous land surrounding the location of the proposed easement is owned by the State of Arizona. To estimate the market value of the subject property for this appraisal a variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Bopp Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in Section 25 (except for the CAP canal) and land contiguous to and inclusive of a portion of Bopp Road in Sections 25 and 36, Township 14 South, Range 11 East (529.632 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

Hypothetical Condition - Value of the Remainder Land, After (No. 23). This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.

Hypothetical Condition - Grazing Leases (No. 24). The subject parcel may be encumbered with Arizona State Land Department grazing leases. For purposes of this report, it is a hypothetical condition of this appraisal report that the land is appraised as fee simple land unencumbered by any leases.

PART V - ASSUMPTIONS AND LIMITING CONDITIONS

1. **Definitions.** "Appraisal," as herein defined, is the process of completing a service; namely, a valuation assignment. "Subject property" refers to the property which is the subject of the assignment. "Appraisers" are those persons, whether one or more, who have accepted the assignment and who have participated in the analyses, opinions, and conclusions formed in the appraisal. "Company" refers to Baker, Peterson, Baker & Associates, Inc. "Report" refers to this written document containing the analyses, opinions, and conclusions which constitute the appraisal.
2. **Liability.** The liability of Baker, Peterson, Baker & Associates, Inc., including any or all of its employees, and including the appraisers responsible for this report, is limited to the Client only, and to the fee actually received by the Company. Further, there is no accountability, obligation or liability to any third party. If this report is placed in the hands of any person other than the Client, the Client is responsible for making such party aware of all assumptions and limiting conditions related thereto. The appraisers are in no way responsible for any costs incurred to discover or correct any deficiencies of any type present in the subject property, whether physical, financial, or legal.
3. **Title.** No opinion as to title is rendered. Data related to ownership and legal description was provided by the Client or was obtained from available public records and is considered reliable. Unless acknowledged in this report, no title policy or preliminary title report were provided. Title is assumed to be marketable and free and clear of all liens, encumbrances, and restrictions except those specifically discussed in the report. The property is appraised assuming responsible ownership, competent management and ready availability for its highest and best use.
4. **Survey or Engineering.** No survey or engineering analysis of the subject property has been made by the appraisers. It is assumed that the existing boundaries are correct and that no encroachments exist. The appraisers assume no responsibility for any condition not readily observable from customary investigation and inspection of the premises which might affect the value thereof, excepting those items which are specifically mentioned in the report.
5. **Data Sources.** The report is based, in part, upon information assembled from a wide range of sources and, therefore, the incorporated data cannot be guaranteed. An impractical and uneconomic expenditure of time would be required in attempting to furnish unimpeachable verification in all instances, particularly as to engineering and market-related information. It is suggested that the Client consider independent verification within these categories prior to any transaction involving a sale, lease, or other significant commitment of the subject property, and that such verification be performed by appropriate recognized specialists.

6. ***Subsequent Events.*** The date of valuation to which the conclusions and opinions expressed in this report apply is set forth in the letter of transmittal. The appraisers assume no responsibility for economic or physical factors occurring after the date of valuation which may affect the opinions in this report. Further, in any prospective valuation assignment, the appraisers cannot be held responsible for unforeseeable events that alter market conditions prior to the date of valuation. Such prospective value estimates are intended to reflect the expectations and perceptions of market participants along with available factual data, and should be judged on the market support for the forecasts when made, not whether specific items in the forecasts are realized.
7. ***Adjustments.*** The appraisers reserve the right to make such adjustments to the analyses, opinions, and conclusions set forth in this report as may be required by consideration of additional data or more reliable data which may become available subsequent to issuance of the report.
8. ***Special Rights.*** No opinion is expressed as to the value of any subsurface (oil, gas, mineral) or aerial rights or whether the property is subject to surface entry for the exploration or removal of materials except where expressly stated in the report.
9. ***Value Distribution.*** The distribution of total value in this report between land and improvements applies only under the specified highest and best use of the subject property as herein described. The allocations of value among the land and improvements do not apply to any other property other than the property which is the subject of this report.
10. ***Legal or Special Opinions.*** No opinion is intended to be expressed for matters which require legal expertise, specialized investigation, or a level of professional or technical knowledge beyond that customarily employed by real estate appraisers.
11. ***Personal Property.*** Unless expressly stated within this report, no consideration has been given as to the value of any personal property located on the premises, or to the cost of moving or relocating such personal property. Only the real property has been considered.
12. ***Soil Conditions.*** Unless expressly stated within this report, no detailed soil studies covering the subject property were available to the appraisers. Therefore, it is assumed that existing soil conditions are capable of supporting development of the subject property in a manner consistent with its highest and best use without extraordinary foundation or soil remedial expense. Further, it is assumed that there are no hidden or unapparent matters (hazardous materials, toxic substances, etc.) related to the soil or subsoil which would render the subject more or less valuable by knowledge thereof.

13. ***Court Testimony.*** Testimony or attendance in court or at any other hearing (including depositions) is not required by reason of rendering this appraisal or issuing this report, unless such arrangements have previously been made and are part of a contract for services.
14. ***Exhibits.*** Maps, floor plans, photographs, and any other exhibits contained in this report are for illustration only, and are provided as an aid in visualizing matters discussed within the report. They should not be considered as surveys or scale renderings, or relied upon for any other purpose.
15. ***Statute, Regulation, and License.*** Unless otherwise stated within the report, the subject property is assumed to be in full and complete compliance with all applicable federal, state, and local laws related to zoning, building codes, fire, safety, permits, and environmental regulations. Further, it is assumed that all required licenses, certificates of occupancy, consents or other legislative or administrative authorizations have been, or can be, readily obtained or renewed as related to any use of the subject property on which the value estimate contained herein is based.
16. ***Hidden or Unapparent Conditions.*** It is assumed that there are no hidden or unapparent conditions which, if known, would affect the analyses, opinions or conclusions contained in this report. This includes, but is not limited to, electrical, mechanical, plumbing, and structural components.
17. ***Hazardous/Toxic Substances.*** In this appraisal assignment, no observation was made of the existence of potentially hazardous material used in the construction and/or maintenance of the improvements, or from any other source, whether borne by land or air, including, but not limited to, asbestos, lead, toxic waste, radon, and urea formaldehyde. While not observed, and while no information was provided to confirm or deny the existence of such substances (unless expressly stated herein), it is emphasized that the appraisers are not qualified to detect or analyze such substances. Unless otherwise stated, no consideration has been given to the presence of, nature of, or extent of such conditions, nor to the cost to “cure” such conditions or to remove any toxic or hazardous substances which could potentially affect the value or marketability of the property. Any such conclusions must be based upon the professional expertise of persons qualified to make such judgments. Thus, any person or other entity with an interest in the subject property is urged to retain an expert if so desired. This value estimate assumes that there is no such material on or in the property.
18. ***Americans with Disabilities Act of 1990.*** The ADA became effective on January 26, 1992. We have not made a specific compliance survey and analysis of this property to determine whether or not it is in conformity with the various detailed requirements of the ADA. It is possible that a compliance survey of the property, together with a detailed analysis of the requirements of the ADA, could reveal that the property is not in compliance with one or more of the requirements of the Act. If so, this fact could

have a negative effect on the value of the property. Since we have no direct evidence relating to this issue, we did not consider possible noncompliance with the requirements of ADA in estimating the value of the property.

19. ***Disclosure.*** Disclosure of the contents of this report is governed by the By-Laws and Regulations of the Appraisal Institute. Neither all nor any part of the contents of this report, including the value estimate, the identity of the appraisers or their professional designations, or the company with which the appraisers are associated, shall be used for any purpose by anyone other than the Client as herein stated, without the prior written consent of the appraisers. Nor shall it be conveyed, in whole or in part, in the public through advertising, news, sales, listings, or any other media without such prior written consent. Possession of this report does not carry with it any right of public distribution.
20. ***Type of Report.*** This is an appraisal report which is intended to comply with the reporting requirements set forth under Standard Rule 2-2(a) of the Uniform Standards of Professional Appraisal Practice for an Appraisal Report. As such, it might not include full discussions of the data, reasoning, and analyses that were used in the appraisal process to develop the appraiser's opinion of value. Supporting documentation concerning the data, reasoning, and analyses is retained in the appraiser's file. The information contained in this report is specific to the needs of the client and for the intended use stated in this report. The appraiser is not responsible for unauthorized use of this report.
21. ***Endangered and Threatened Species.*** The appraisers have not made a specific survey of the subject property to determine whether or not it has any plant or wildlife which are identified as an endangered or threatened species by the U. S. Fish and Wildlife Service. While not observed and while no information was provided to confirm or deny the existence of any endangered or threatened species on the subject property (unless expressly stated herein), it is emphasized that the appraisers are not qualified to detect or analyze such plants or wildlife. Any such conclusions must be based upon the professional expertise of persons qualified to make such judgments. Thus, any person or other entity with an interest in the subject property is urged to retain an expert if so desired. It is possible that a survey of the property could reveal that the site contains endangered or threatened plants or wildlife. If so, this fact could have a negative effect on the value of the property. Since we have no direct evidence relating to this issue, we did not consider possible endangered or threatened species in estimating the value of the property.
22. ***Subject Larger Parcel Size and Valuation Method.*** Based on a Right-of-Way Use Permit submitted by Sierrita Gas Pipeline, LLC to the Pima County Department of Transportation, the proposed permanent utility easement for the gas pipeline is entirely within the 150 foot width of the Bopp Road right of way. The contiguous land surrounding the location of the proposed easement is owned by the State of Arizona. To estimate the market value of the subject property for this appraisal a

variation of the sales comparison approach has been used. The variation is known as the "across the fence" or "ATF" valuation method. The "ATF" method is based on the premise that the identified subject property which is part of the existing Bopp Road right of way is valued based on the value of the adjacent land through which the right of way passes. The "ATF" subject larger parcel is concluded to be the land located in Section 25 (except for the CAP canal) and land contiguous to and inclusive of a portion of Bopp Road in Sections 25 and 36, Township 14 South, Range 11 East (529.632 acres). The concluded value of the "ATF" larger parcel will be used to estimate the just compensation due to the property owner for the acquisition of the permanent utility easement.

23. ***Value of the Remainder Land, After.*** This appraisal report includes the appraisal of the market value of the remainder land, as if the pipeline project was complete. As the pipeline project is not complete as of the effective date of value, the appraisal of the market value of the remainder land, after, is based upon the hypothetical condition that the project was completed based upon the plans provided to the appraiser by Sierrita Gas Pipeline, L.L.C., a Delaware limited liability company (hereinafter referred to as Sierrita Gas Pipeline, LLC). If the pipeline project is not completed as indicated by the plans provided by Sierrita Gas Pipeline, LLC, to the appraiser, then the conclusions in this report are subject to change. Per USPAP, the use of this hypothetical condition might have affected the assignment results.
24. ***Grazing Leases.*** The subject parcel may be encumbered with Arizona State Land Department grazing leases. For purposes of this report, it is a hypothetical condition of this appraisal report that the land is appraised as fee simple land unencumbered by any leases.
25. ***Acceptance of Report.*** Acceptance and/or use of this Report by the Client or any third party constitutes acceptance of all of the above conditions.

PART VI - EXHIBITS

Exhibit A	Assessor's Map of Subject Property
Exhibit B	Aerial Photograph
Exhibit C	Zoning Map
Exhibit D	Pima County Comprehensive Plan Map
Exhibit E	FEMA Flood Plain Map
Exhibit F	Riparian Habitat Map
Exhibit G	Right-of-Way Use Permit Application, Pima County Road Crossing Aerial Overview and Drawing
Exhibit H	Subject Photographs
Exhibit I	Acquisition Photographs
Exhibit J	Comparable Land Sales Location Map
Exhibit K	Comparable Land Sales, Maps, and Aerial Photographs
Exhibit L.1	Qualifications of Jeff Teplitsky
Exhibit L.2	Qualifications of Company

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FEET

EXHIBIT B - AERIAL PHOTOGRAPH



EXHIBIT C - ZONING MAP

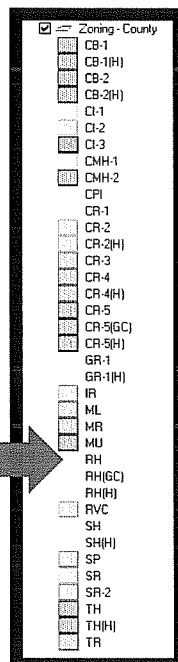
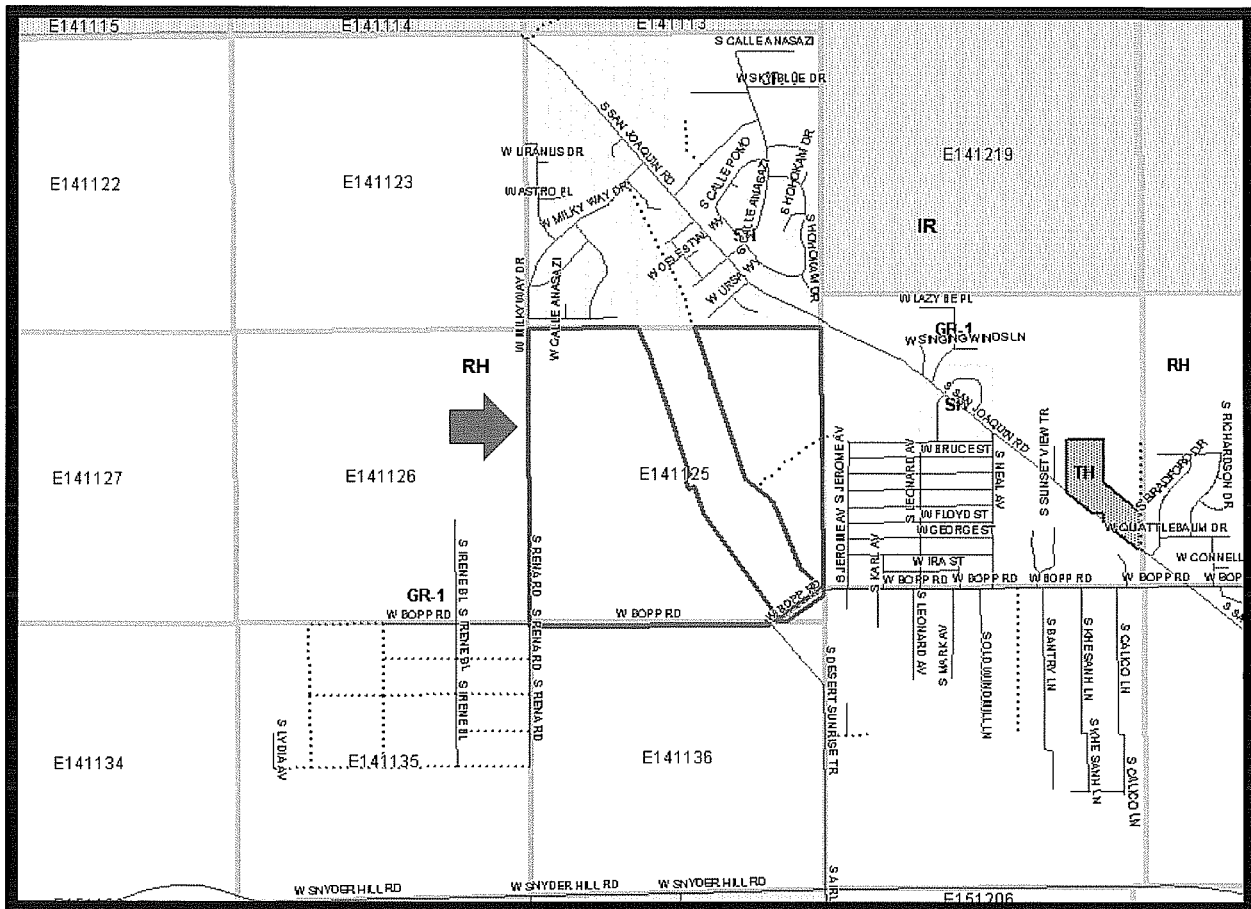
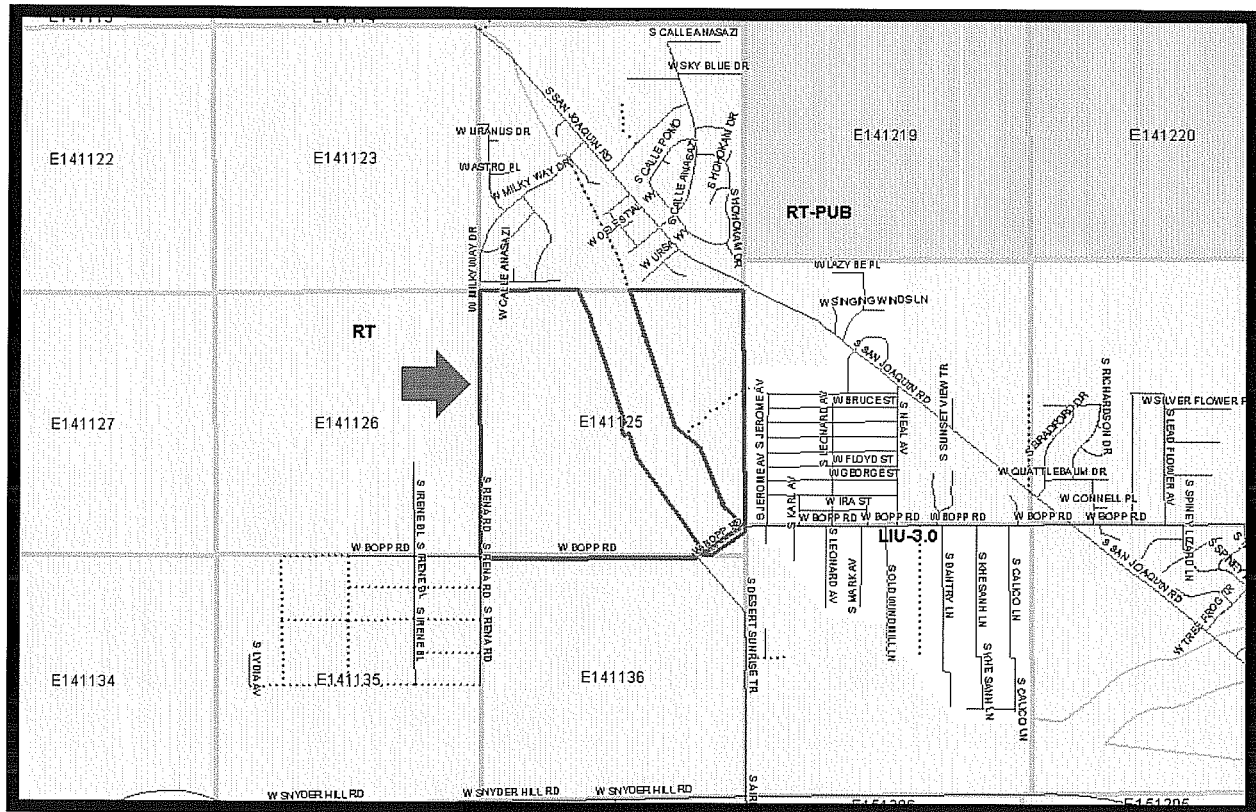


EXHIBIT D - COMPREHENSIVE PLAN LAND USE MAP



- ☒ Land Use Intensity


























 -  REAC - Regional Activity Center
 -  CAC - Community Activity Center
 -  MFC - Multifunctional Corridor
 -  NAC - Neighborhood Activity Center
 -  HIU - High Intensity Urban
 -  MHIU - Medium High Intensity Urban
 -  MIU - Medium Intensity Urban
 -  MA - Military Airport
 -  LIU-3.0 - Low Intensity Urban 3.0
 -  LIU-1.2 - Low Intensity Urban 1.2
 -  LIU-0.5 - Low Intensity Urban 0.5
 -  LIU-0.3 - Low Intensity Urban 0.3
 -  RFV - Rural Forest Village
 -  RUAC - Rural Activity Center
 -  RX - Rural Crossroads
 -  MIR - Medium Intensity Rural
 -  LIR - Low Intensity Rural
 -  I - Urban Industrial
 -  HI - Heavy Industrial
 -  RT - Resource Transition
 -  RT-PUB - Resource Transition/Public
 -  RE - Resource Extraction
 -  RP - Resource Productive
 -  P-Y FEE - Pascua Yaqui Fee Lands
 -  No Plan

EXHIBIT E - FLOOD PLAIN MAPS

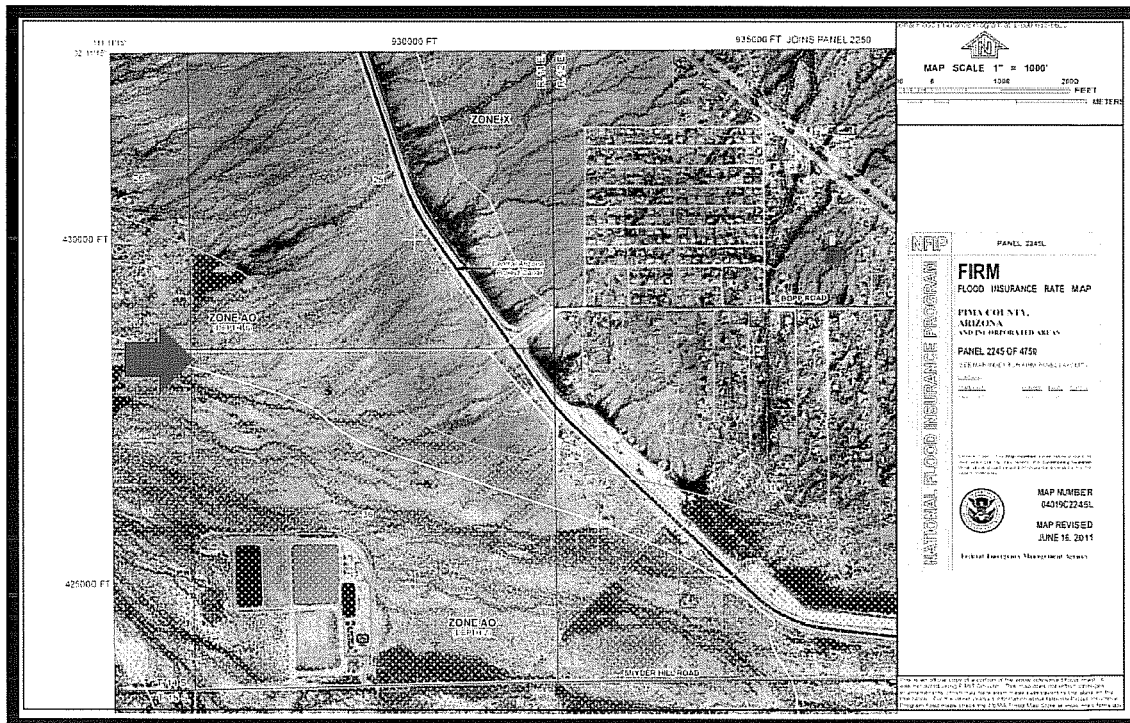
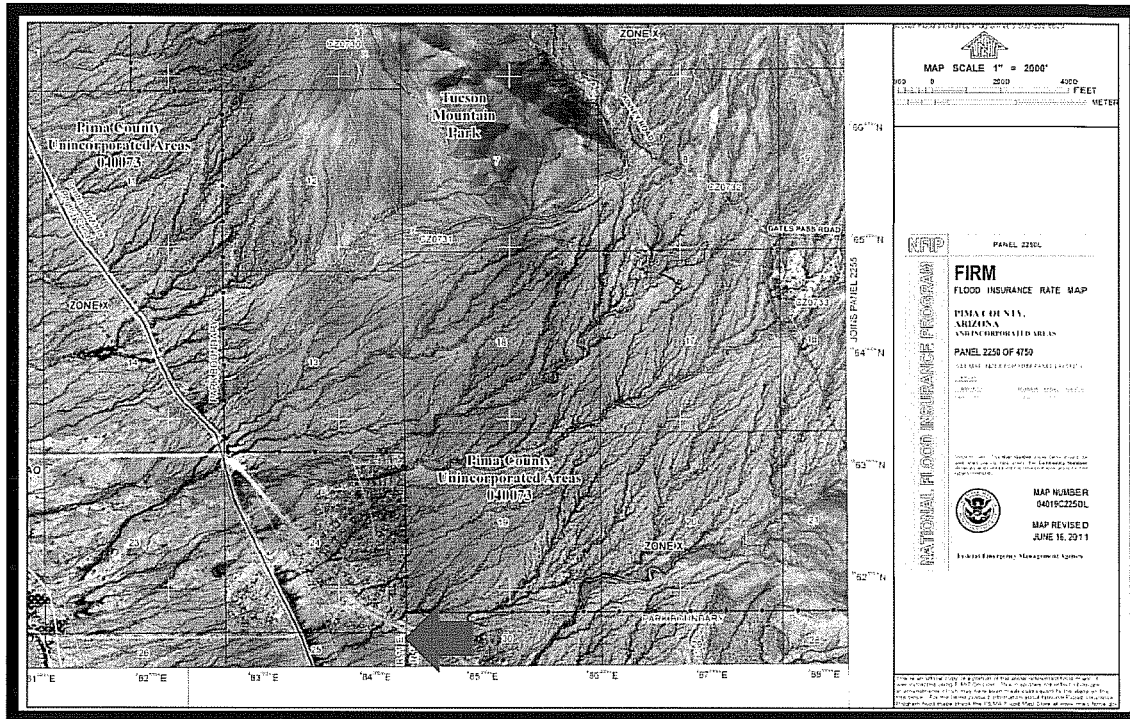
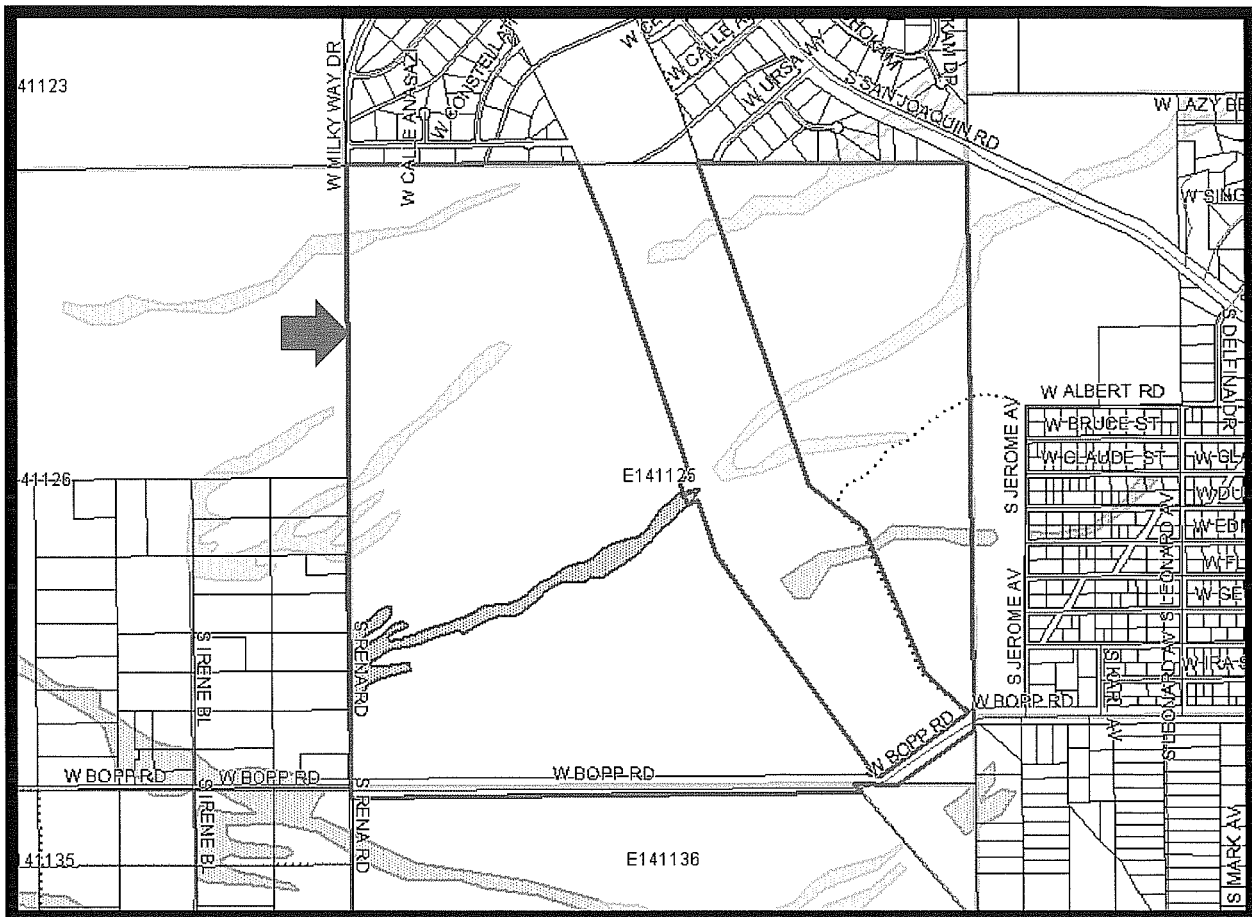









EXHIBIT F - RIPARIAN HABITAT MAP



- ☒  Riparian Habitat - Pima County Ord. 2
-  Important Riparian Areas
-  Hydromesoriparian or Mesoriparian Habitat
-  Xeroriparian A
-  Xeroriparian B
-  Xeroriparian C
-  Xeroriparian D



REFERENCE: EMS Engineering Plan and Profile Drawing No: 56173002 and Sierrita Gas Pipeline Alignment Sheet 2177.0-1

PROPOSED SIERRITA GAS PIPELINE 2177 : PIMA COUNTY ROAD CROSSING AERIAL OVERVIEW

LEGEND:

SCHEMATIC



L2177 PROPOSED LINE



L2177 MILE POST

WORK AREA LIMITS (Adjacent)

WORK AREA IN ROADWAY

PARCEL LINES

SECTION LINE

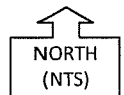
MP 1.0: Bopp Road

150' County Right of Way

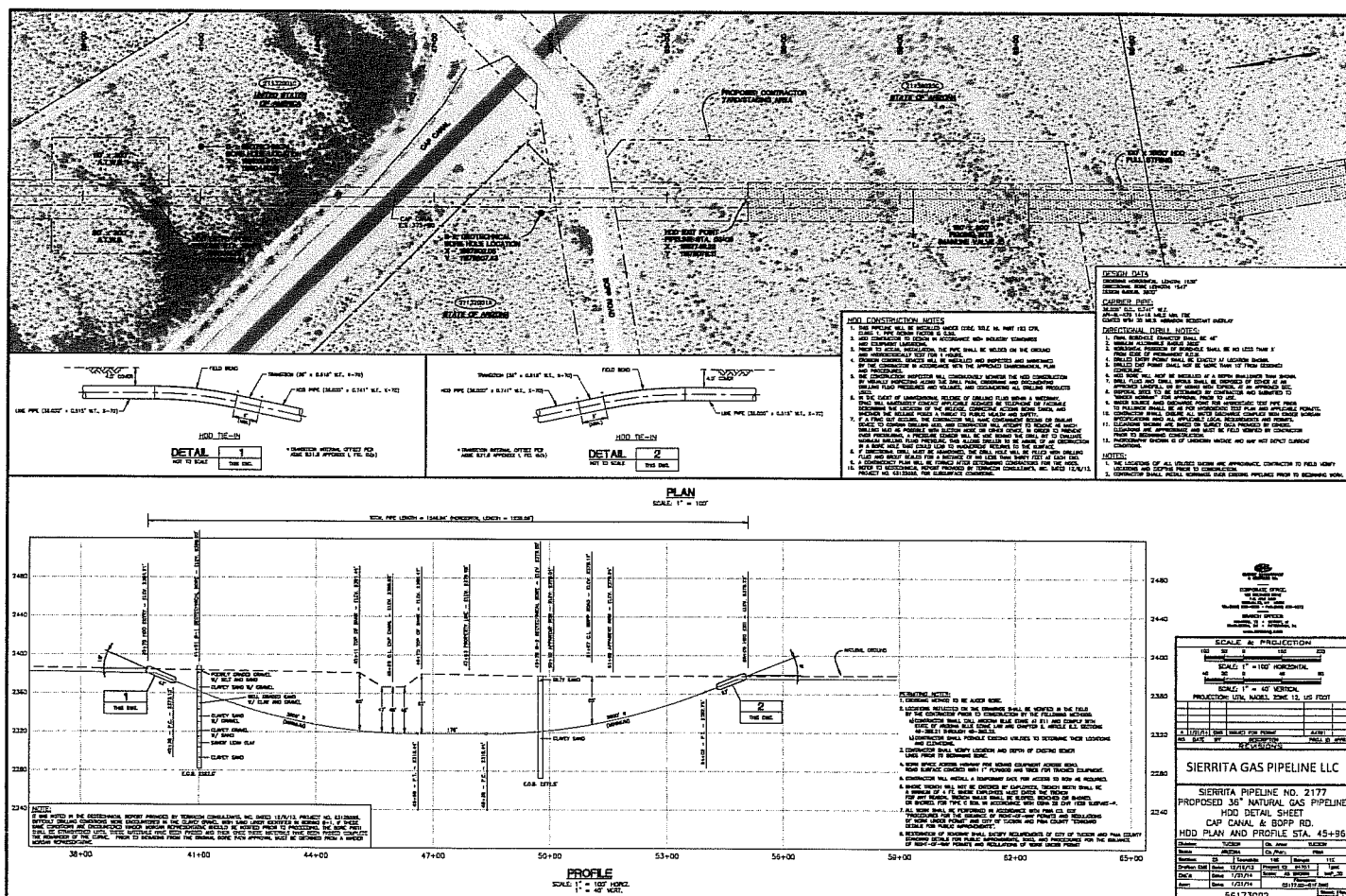
36" Pipe Auger Bore and Construction Equipment Crossing

T14S, R11E, Section 25/36

Pima County Arizona

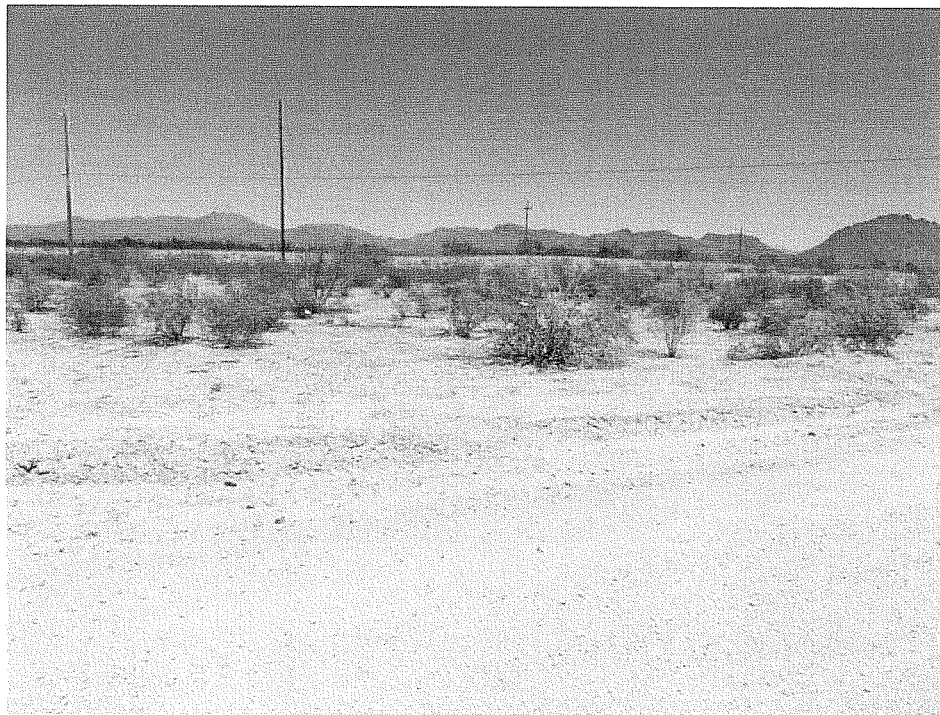


Sierrita
Gas Pipeline LLC



**EXHIBIT H - SUBJECT PHOTOGRAPHS OF AREA TO BE ACQUIRED
AND LARGER PARCEL**

**PHOTO 1 - VIEW NORTHEAST OF SUBJECT PROPERTY
FROM BOPP ROAD**



**PHOTO 2 - VIEW NORTHWEST OF SUBJECT PROPERTY
FROM BOPP ROAD**



PHOTO 3 - VIEW WEST ALONG BOPP ROAD



PHOTO 4 - VIEW EAST ALONG BOPP ROAD



**EXHIBIT I - SUBJECT PHOTOGRAPHS OF AREA TO BE ACQUIRED
AND LARGER PARCEL**

PHOTO 5 - VIEW NORTH OF EASEMENT TO BE ACQUIRED

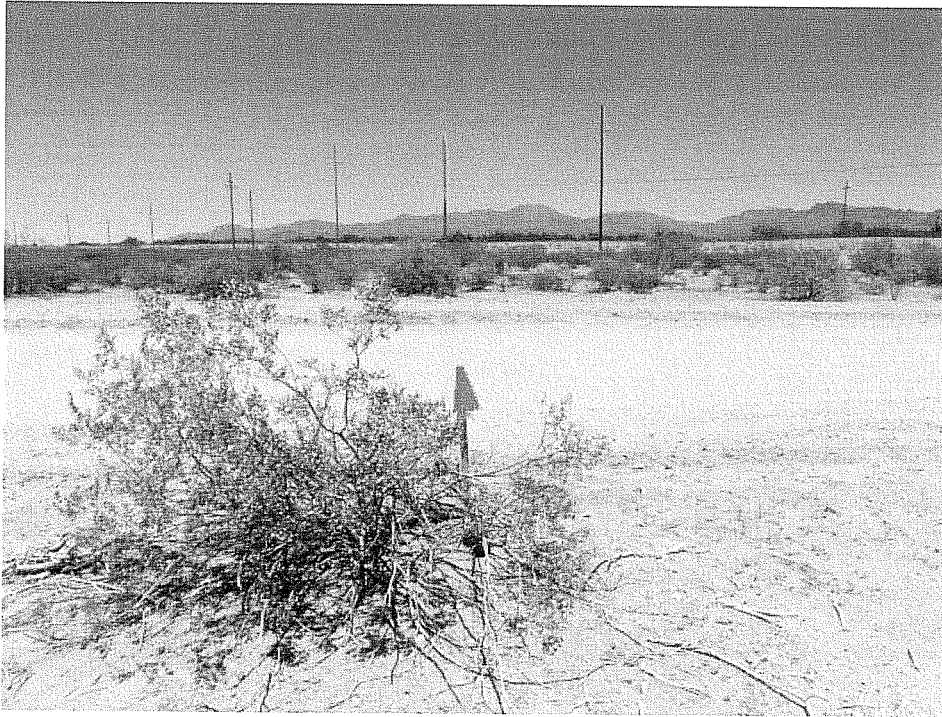
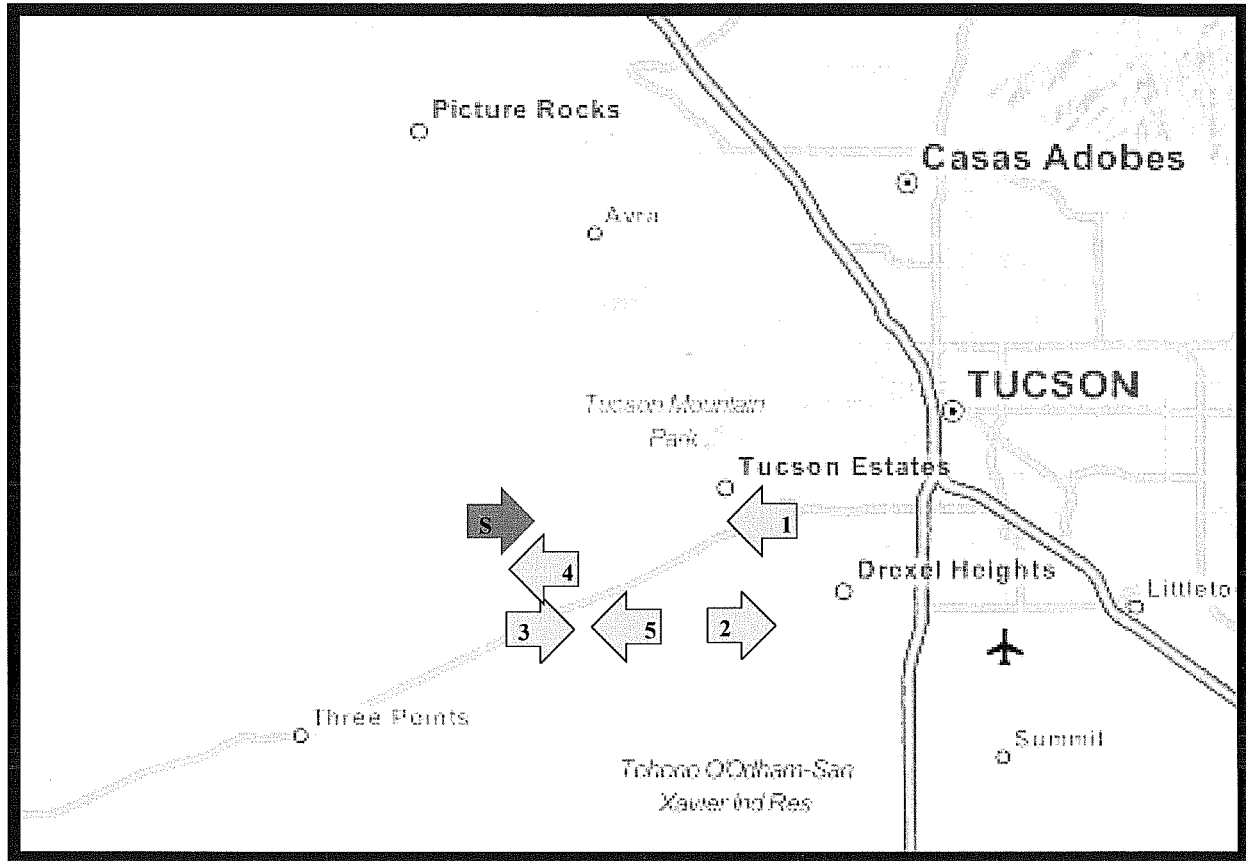


PHOTO 6 - VIEW SOUTH OF EASEMENT TO BE ACQUIRED



EXHIBIT J - COMPARABLE LAND SALES LOCATION MAP



- Subject: **West of Jerome Avenue and east of Rena Road, including the Bopp Road right of way, Pima County**
- Sale 1: North side and south of Snyder Hill Road, west of San Joaquin Road, Pima County
- Sale 2: South side of Valencia Road, east and west sides of Sorrel Lane alignment, west of Camino de la Tierra, Pima County
- Sale 3: South side of Ajo Highway, east side of Continental Road alignment, near intersection of Ajo Highway and Valencia Road, Pima County
- Sale 4: North side of Peaceful Lane, east of Sandario Road, Pima County
- Sale 5: South side of Valencia Road, west of Valhalla Road, Pima County

EXHIBIT K - COMPARABLE LAND SALES, MAPS, AND PHOTOGRAPHS

LAND COMPARABLE NUMBER ONE (SALE)

ID: RH 0298 6227A

LOCATION: North side and south of Snyder Hill Road, west of San Joaquin Road

LEGAL DESCRIPTION: Portions of Sections 5 and 6, Township 15 South, Range 12 East, and a portion of Section 31, Township 14 South, Range 12 East, G&SRB&M, Pima County, Arizona

STATE TAX PARCEL: North Area - 212-38-1950 and 1960
South Area - 210-12-009A, 210-13-002A, 004A, and 0010 (Now 210-13-001A)

RECORD DATA: Book 13741, at Page 1037

DATE OF SALE: February 8, 2010

SELLER: Title Security Agency of Arizona Trust No. 912 and Trust No. 813 (aka Ryan Ranch, LLC)

BUYER: Pima County Flood Control District

CONFIRMED BY: Douglas Laney, MAI, Pima County Public Works (520-740-6313)
TAB; March, 2011

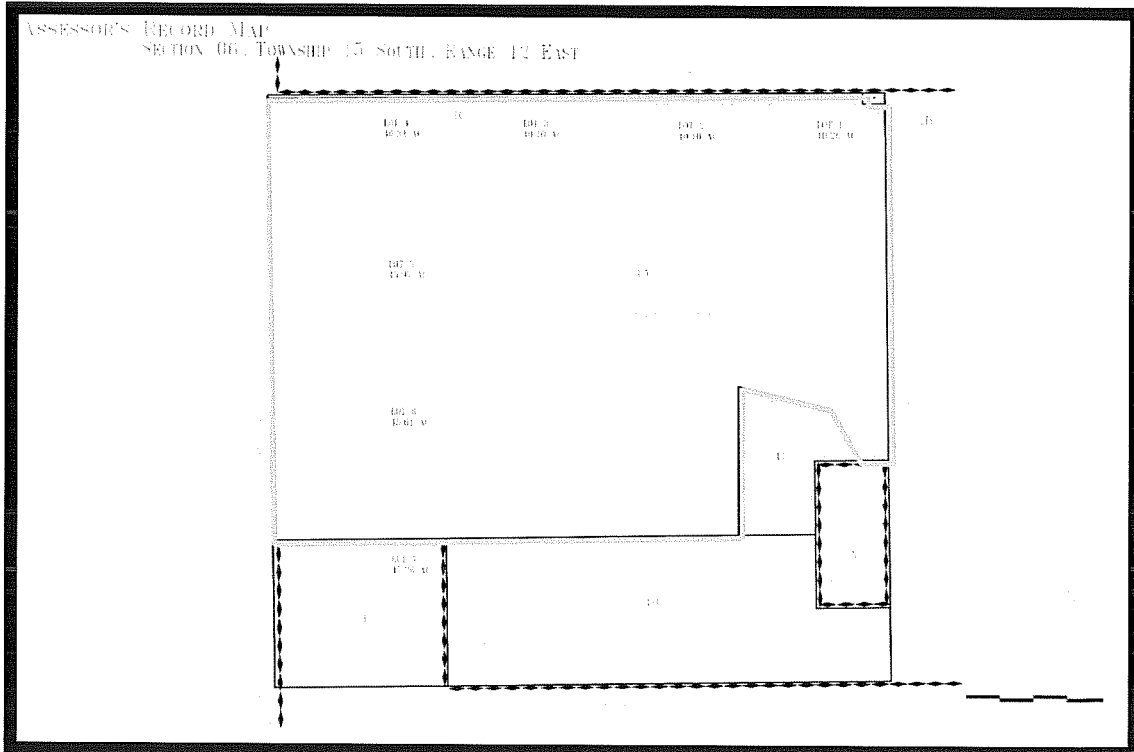
LAND DESCRIPTION: This site is an irregular shaped property comprised of two noncontiguous areas located north and south of Snyder Hill Road. The north area has approximately 1,730 feet of frontage on the north side of Snyder Hill Road. The south area is separated from Snyder Hill Road by a strip of land approximately 30 feet deep and approximately 5,280 feet in length that abuts the property line parallel to Snyder Hill Road. The site has depths ranging from approximately 2,633 feet to approximately 4,895 feet. Physical and legal access to the property is by Snyder Hill Road. Snyder Hill Road is a two-lane, asphalt-paved roadway at this property. The topography is mostly level land. The site has numerous washes traversing the property, including the Black Wash Floodway. Electric and gas are available to the property. Water is by well and sewer is by septic

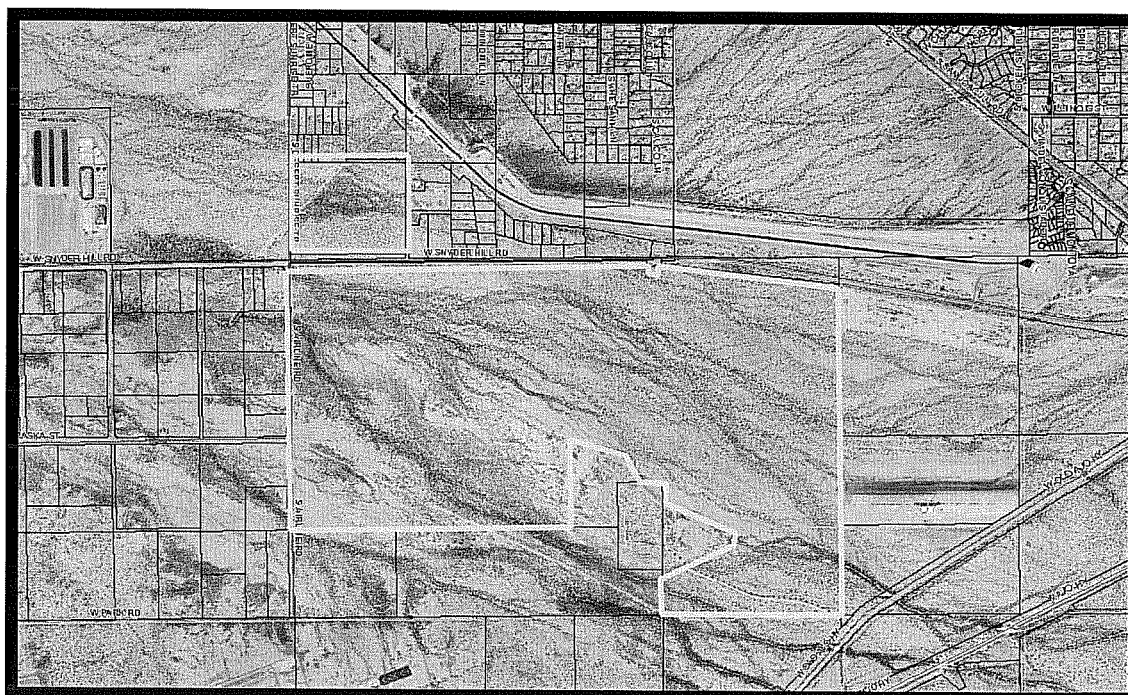
system. According to FEMA Flood Insurance Rate Map 04019C2200K, dated February 8, 1999, the land is identified as being located in a Special Flood Hazard Area, Zone AO, which is designated as areas of 100-year shallow flooding where depths are between one (1) and three (3) feet; average depths of inundations are shown, but no flood hazard factors are determined. The northwestern portion of the property has average flood depths of two (2) feet, with the remaining portion of the property falling in an area with an average flood depth of one (1) foot. The portions of the property containing washes also fall within important riparian and conservation designated areas.

LAND SIZE:	813.67 acres
ZONING:	GR-1 (north of Snyder Hill Road) - Pima County RH (south of Snyder Hill Road) - Pima County
PIMA COUNTY COMPREHENSIVE PLAN:	RT (north of Snyder Hill Road) RT and LIU-3.0 (south of Snyder Hill Road)
REPORTED SALE PRICE:	\$3,438,507
PRICE PER ACRE:	\$4,226
MARKETING TIME:	Not applicable
TERMS OF SALE:	The terms of sale were negotiated to include a down payment in the amount of 33.33 percent, with 33.33 percent of the balance due one year from close of escrow and the final 33.33 percent due two years from close of escrow. However, the County paid the entire balance due within several months of the purchase, having the effect of an all cash transaction to the seller.
PRIOR SALE:	Records of the Pima County Assessor indicate that no transaction has occurred within three years of the date of valuation.
CONDITIONS OF SALE:	This sale is reported to have occurred under normal market conditions.
INTENDED USE:	Purchased for open space

COMMENTS:

Portions of the property located to the south of Snyder Hill Road fall within the Ryan Airfield Airport Height Overlay Zone. Additionally, portions of the south property fall within a proposed 1/2 mile setback from the Tucson Trap and Skeet Club. Approximately 50 percent of the portion of the property located on the south side of Snyder Hill Road is in the floodway from the Black Wash. Approximately three percent of the portion of the property located on the north side of Snyder Hill Road is in the floodway from the Black Wash.

[illegible]



LAND COMPARABLE NUMBER TWO (SALE)

ID: CR3 0038 6329A

LOCATION: South side of Valencia Road, east and west sides of the Sorrel Lane alignment, west of Camino de la Tierra

LEGAL DESCRIPTION: Lots 1 - 260 and Common Areas A-C, Belnor Vista II, and a portion of Section 17, Range 15 East, Township 13 South, G&SRB&M, Pima County, Arizona

STATE TAX PARCEL: 138-26-320A, 320B and 138-49-0010 through 2630

RECORD DATA: Book 13935, at Page 2426

DATE OF SALE: November 15, 2010

SELLER: National Bank of Arizona

BUYER: Southern Arizona Land Trust, Inc.

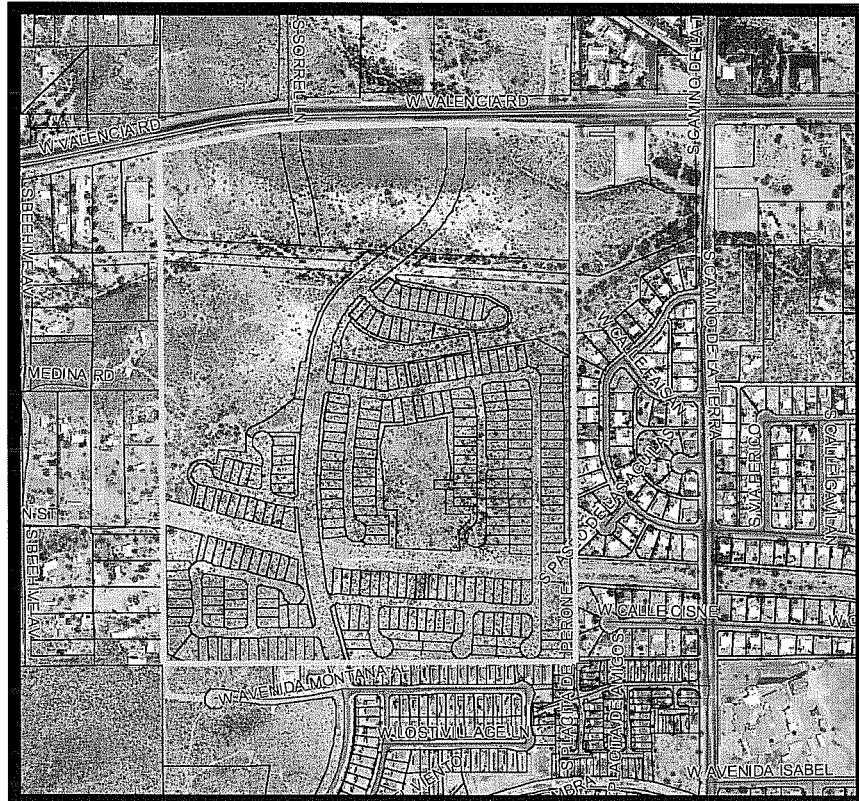
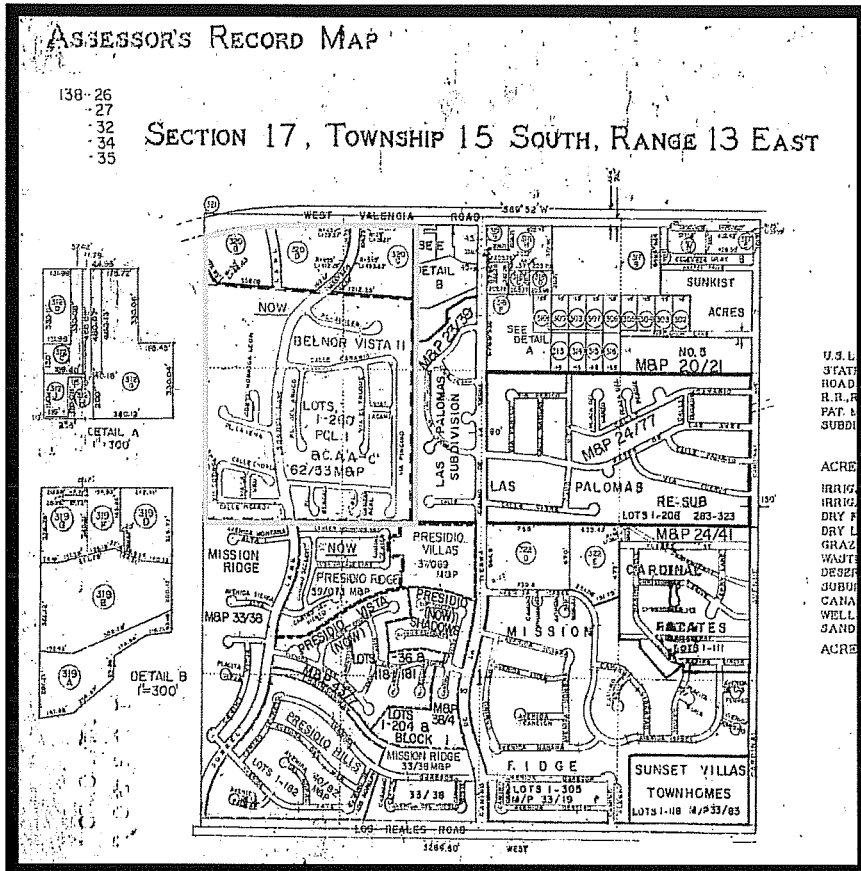
CONFIRMED BY: Aaron Mendenhall, listing broker (520-747-4000)
TH; April 18, 2012

LAND DESCRIPTION: This site is a mostly rectangular shaped interior property with approximately 2,000 feet of frontage along Valencia Road. Valencia Road is a four-lane asphalt paved roadway with center turn lane, concrete curbs and sidewalks but no streetlights at the subject property. The site is currently raw land covered with native desert vegetation but is a fully platted and recorded 260 lot single family residential subdivision known as Belnor Vista II with several internal subdivision streets proposed but not in place as of the date of sale. The Belnor Vista II subdivision includes parcels 138-49-0010 through 2630. Additionally, there are two parcels fronting on Valencia (138-26-320A and 320B), which are planned for commercial uses and would require rezoning. The topography ranges from level to rolling with some hills. All utilities are available to the property line. According to FEMA Flood Insurance Rate Map 04019C2270L, dated June 16, 2011, a majority of the land is identified as being located in Zone X (unshaded) which are areas determined to be outside the 0.2 percent annual chance floodplain. There are two larger washes transversing the site in an east-west direction that are identified as

being located in Zone A which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with no base flood elevations determined. There are also several smaller washes transversing the site which will also need to be taken into account with any development.

LAND SIZE:	4,995,200 square feet or 114.67 acres
NUMBER OF LOTS:	260
ZONING:	CR-3 and GR-1
REPORTED SALE PRICE:	\$650,000
PRICE PER ACRE:	\$5,668
PRICE PER LOT:	\$2,500
MARKETING TIME:	530 days
TERMS OF SALE:	This was an all cash to the seller transaction.
PRIOR SALE:	Records of the Pima County Assessor indicate that no transaction has occurred within three years of the date of valuation.
CONDITIONS OF SALE:	This sale is reported to have occurred under normal market conditions.
INTENDED USE:	Hold for investment
COMMENTS:	This was an REO sale.

COMPARABLE LAND SALE TWO PLAT MAP AND AERIAL PHOTO



LAND COMPARABLE NUMBER THREE (SALE)

ID: SP 0048 6539C

LOCATION: South side of Ajo Highway, east side of Continental Road alignment near the intersection of Ajo Highway and Valencia Road.

LEGAL DESCRIPTION: A portion of Section 13, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona

STATE TAX PARCEL: 209-15-006H, 006J and 209-16-006H

RECORD DATA: Fee Number 2012-2580447

DATE OF SALE: September 14, 2012

SELLER: Tucson 516 LLC

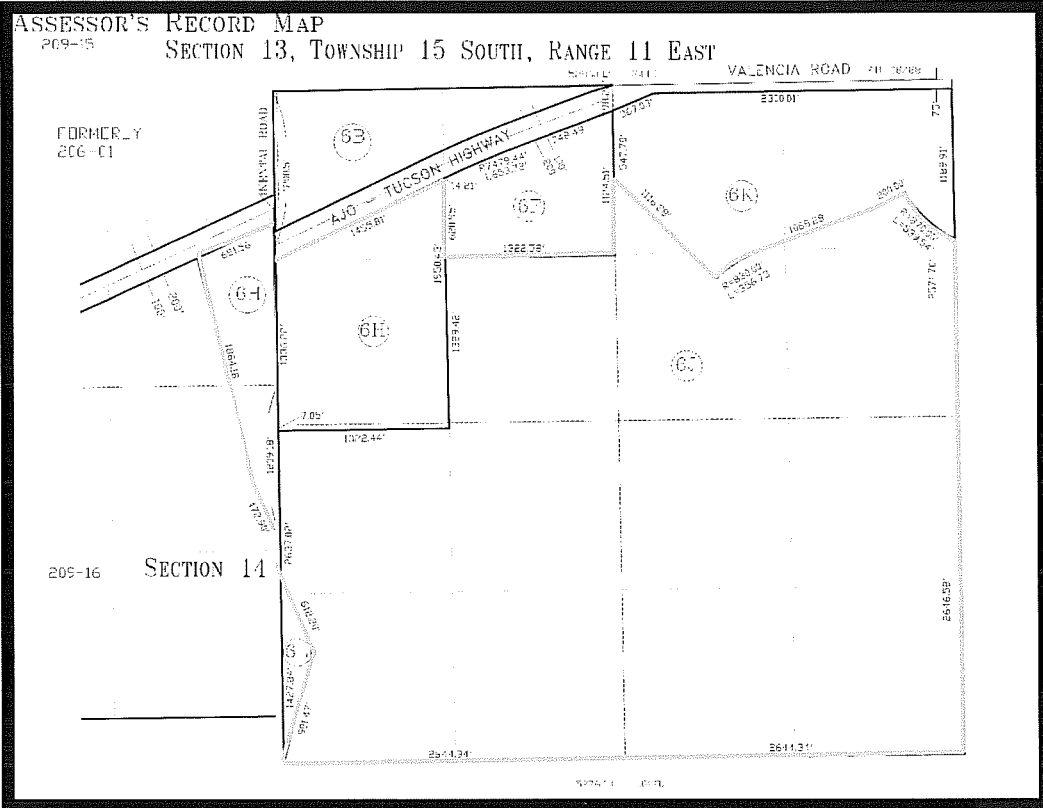
BUYER: SBH Sendero LP

CONFIRMED BY: Bob Banbauer (602-531-4837)
TH; December 12, 2012

LAND DESCRIPTION: This site is an irregular shaped interior property with 2,137.17 feet of frontage on Ajo Highway. The site has a maximum depth of one mile. Ajo Highway is a two-lane, asphalt-paved roadway with no curbs, sidewalks or streetlights in the vicinity of this property. Ajo Highway and has a 2011 traffic count of 7,000 vehicles per day to the west of this site. The topography is level, sloping in a northwesterly direction. The land is covered with native desert vegetation. All utilities except sewer are available to the property. Sewer is located 1.5 miles to the east of this site. According to FEMA Flood Insurance Rate Maps 04019C2245L and 04019C2850L, both dated June 16, 2011, the land is identified as being located in Zone A which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with no base flood elevations determined. There are several small and medium washes transversing the property in a mostly in a north-south direction. Portions of the property along the larger washes mostly in a north-south direction falls within the designated riparian habitat classifications of Hydromesoriparian and Xeroriparian C.

LAND SIZE:	516.73 acres or 22,508,759 square feet
ZONING:	SP (residential, commercial and industrial uses) - AEZ (see comments)
REPORTED SALE PRICE:	\$2,842,035
PRICE PER ACRE:	\$5,500
PRICE PER SQ. FT.:	\$0.13
MARKETING TIME:	Over two years
TERMS OF SALE:	This was an all cash to the seller transaction.
PRIOR SALE:	There was a non-arms length transfer which occurred on September 7, 2012, and was an internal transfer between related parties. Records of the Pima County Assessor indicate that this property sold as part of a larger parcel (containing a total of 738 acres) at a reported price of \$16,605,000 (\$0.52 per square foot) on July 19, 2006 as recorded in Docket 12849, at Page 376. This was an auction with the University of Arizona as the seller and only one bidder.
CONDITIONS OF SALE:	This sale is reported to have occurred under normal market conditions.
INTENDED USE:	Land investment and eventual development with a combination of residential and industrial uses.
COMMENTS:	<p>The property is part of the Sendero Pass Master Plan which covers a total of 837 acres, to be developed with a mix of residential, commercial and industrial uses.</p> <p>The property is identified as being located in the Airport Environs Zone of Ryan Airfield. A majority of the site is located in multiple height overlay zones and a portion is located in the Compatible Use Zone 2 overlay.</p>

COMPARABLE LAND SALE THREE PLAT MAP AND AERIAL PHOTO



LAND COMPARABLE NUMBER FOUR (SALE)

ID: RH 0375 6849B

LOCATION: North side of Peaceful Lane, east of Sandario Road

LEGAL DESCRIPTION: The Northwest quarter and the Northeast quarter of the Southeast quarter of Section 3, Township 15 South, Range 11 East, G&SRB&M, Pima County, Arizona

STATE TAX PARCEL: 209-04-0100 and 0110

RECORD DATA: Fee Number 2014-0100560

DATE OF SALE: January 10, 2014

SELLER: Jesus Rosales Badillo

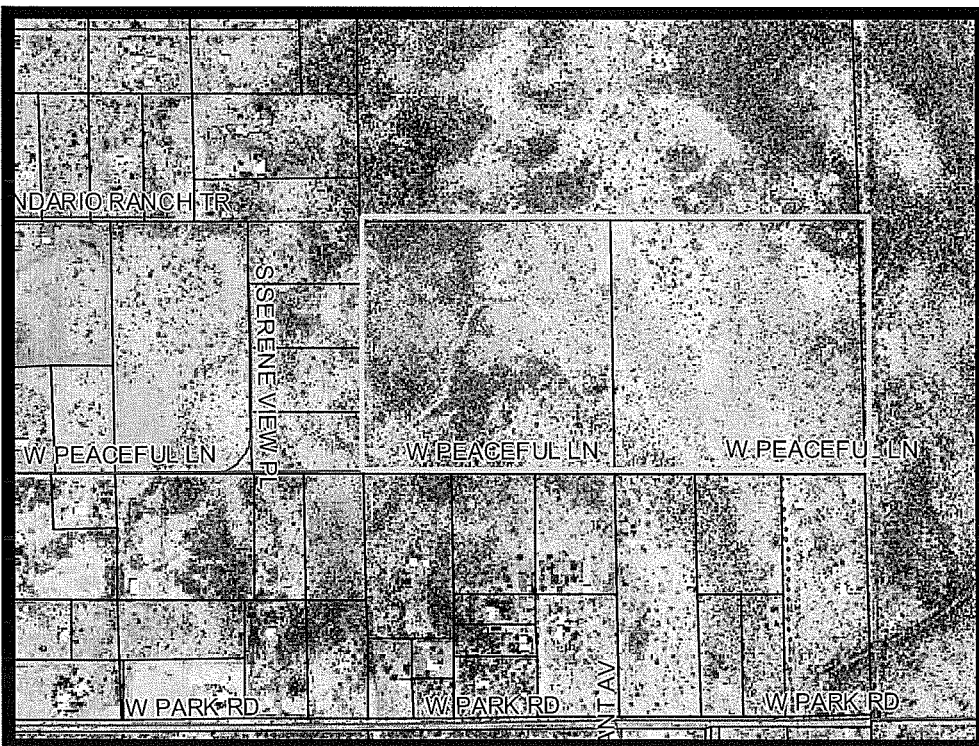
BUYER: Universal Anesthesia Associates, PLLC, Defined Benefit Pension Plan

CONFIRMED BY: Walter Unger, listing broker (520-975-5207)
JT; April 7, 2014

LAND DESCRIPTION: This site is a rectangular shaped interior property with 2,640 feet of frontage on Peaceful Lane. The site has a depth of 1,320 feet. Peaceful Lane is a two-lane, graded dirt roadway in the vicinity of this property. A traffic count is not available for Peaceful Lane. The topography is level, sloping in a southeasterly direction. The property has distant mountain views. Electric and telephone are available to the property. Public water and sewer are not available in the area. There is one well located on the property and three septic tanks. There are three electric pedestals on the site. According to FEMA Flood Insurance Rate Map 04019C2240L, dated June 16, 2011, a majority of the land is identified as being located in Zone A which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with no base flood elevations determined. The remainder of the site is located in Zone AO (Depth 1) which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with flood depths of 1 to 3 feet (usually sheet flow on sloping terrain); average depths determined. For areas of alluvial fan flooding, velocities also determined.

LAND SIZE:	80.0 acres
ZONING:	RH (Pima County)
REPORTED SALE PRICE:	\$105,000
PRICE PER ACRE:	\$1,313
MARKETING TIME:	Six months
TERMS OF SALE:	This was an all cash to the seller transaction.
PRIOR SALE:	Records of the Pima County Assessor indicate that this property sold at a reported price of \$135,000 on March 16, 2011 as recorded at Fee Number 2011-0750588.
CONDITIONS OF SALE:	This sale is reported to have occurred under normal market conditions.
INTENDED USE:	Land investment
COMMENTS:	The land previously had two manufactured homes on it but they both were removed prior to the prior March, 2011 sale transaction.

ASSESSOR'S RECORD MAP
2009-04 SECTION 03, TOWNSHIP 15 SOUTH, RANGE 11 EAST



LAND COMPARABLE NUMBER FIVE (SALE)

ID: SP 0052 6821

LOCATION: South side of Valencia Road, west of Valhalla Road

LEGAL DESCRIPTION: A portion of Section 18, Township 15 South, Range 12 East, G&SRB&M, Pima County, Arizona

STATE TAX PARCEL: 210-40-022A and 023E

RECORD DATA: Fee Number 2014-0780444

DATE OF SALE: March 19, 2014

SELLER: IMH Special Asset NT 140, LLC

BUYER: Pomegranate Farms - Tucson, LLC

CONFIRMED BY: Will White, selling broker (520-514-7454)
JT; March 26, 2014

LAND DESCRIPTION: This site is an irregular shaped interior property with about 3,646 feet of frontage on Valencia Road. The site has a maximum depth of one mile. There is an irregularly shaped parcel located within this property that contains 43.67 acres which is not part of this site. Valencia Road is a two-lane, asphalt-paved roadway with no curbs, sidewalks or streetlights in the vicinity of this property. Valencia Road has a 2010 traffic count of 4,000 vehicles per day to the east of this site. The topography is level, sloping in a northwesterly direction. The land is covered with native desert vegetation. The property has full land entitlements but the sewer and water utilities have not been installed. A sewer connection is located about a half mile to the east of this site. Water will require substantial investments to develop the infrastructure. Electric and telephone is to the site on Valencia Road. According to FEMA Flood Insurance Rate Maps 04019C2245L and 04019C2850L, both dated June 16, 2011, the land is identified as being located in Zone A which is a Special Flood Hazard Area subject to inundation by the 1% annual chance flood with no base flood elevations determined. There are several small and medium washes transversing the property in a mostly in a north-south direction. Small portions of the property along

the larger washes along the north property line, mostly in an east-west direction, fall within the designated riparian habitat classifications of Hydromesoriparian and Xeroriparian C and H.

LAND SIZE:	587.00 acres or 25,569,720 square feet
ZONING:	SP (residential, commercial and industrial uses)
REPORTED SALE PRICE:	\$4,000,000
PRICE PER ACRE:	\$7,155
MARKETING TIME:	Two years
TERMS OF SALE:	This was an all cash to the seller transaction.
PRIOR SALE:	There was a non-arms length transfer which occurred on January 18, 2011 and involved a trustee's deed due to foreclosure proceedings. Records of the Pima County Assessor indicate that no market transaction has occurred within three years of the date of valuation.
CONDITIONS OF SALE:	This sale is reported to have occurred under normal market conditions.
INTENDED USE:	Land investment and eventual development with a combination of residential and industrial uses.
COMMENTS:	<p>The property is part of the Pomegranate Farms Master Plan which covers a total of 631 acres, to be developed with a mix of residential, commercial and industrial uses. The plan supports a maximum of 4,525 residential units with a target of 3,463 units.</p> <p>The property is <u>not</u> located in the Airport Environs Zone of Ryan Airfield; the site is adjacent to the east of it.</p>

COMPARABLE LAND SALE FIVE
PLAT MAP AND AERIAL PHOTO

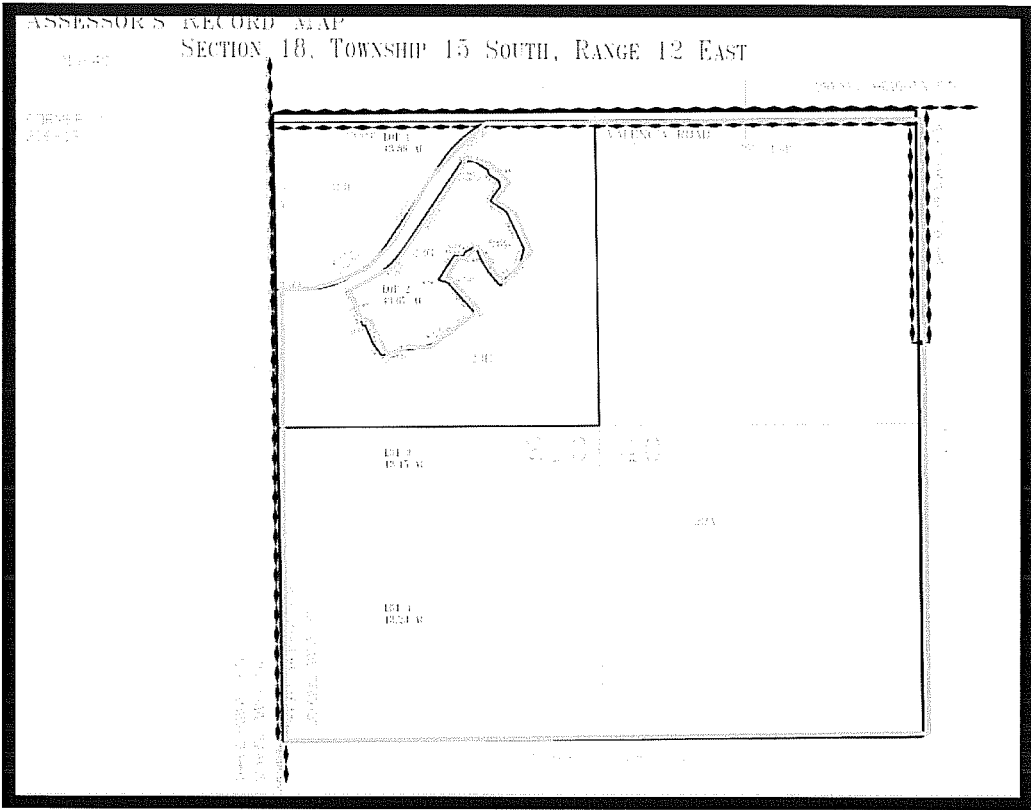


EXHIBIT L.1 - QUALIFICATIONS OF JEFF TEPLITSKY

EDUCATION:

Bachelor of Arts in Political Science
University of Arizona, 1979

Appraisal Institute - Courses and/or Examinations
(Formerly American Institute of Real Estate Appraisers)

- Real Estate Appraisal Principles (1A1) - Tucson, 1983
- Basic Valuation Procedures (1A2) - Tucson, 1989
- Capitalization Theory and Techniques (1BA, 1BB) - Tucson, 1989
- Standards of Professional Practice (SPP) - Phoenix, 1990
- Case Studies in Real Estate Valuation (2-1) - Austin, TX, 1991
- Report Writing and Valuation Analysis (2-2) - Denver, CO, 1992
- Demonstration Report - Tucson, 1994
- Standards of Professional Practice - Parts A & B (SPP) - Phoenix, 1995
- Standards of Professional Practice - Part C (SPP) - Tucson, 2009
- Fundamentals of Separating Real Property, Personal Property, and Intangible Business Assets - Tucson, 2012

Seminars and Conferences¹

- “Americans with Disabilities Act”, AI, 1993
- “FIRREA - Overview & Practical Application”, FIRREA Seminars, 1993
- “Overview of Evaluations & Limited Scope Appraisals”, Nelson-Hummel, 1994
- “Market Overview”, AI, 1994
- “Litigation Skills for the Appraiser”, AI, 1997
- “Analyzing Operating Expenses”, AI, 1998
- “Partial Interest Valuation”, AI, 2000
- “Subdivision Analysis”, AI, 2001
- “Appraisal Consulting”, AI, 2003
- “Appraising Manufactured Housing”, AI, 2004
- “The Cloaked Lease Clause - Unveiled!”, AI, 2004
- “Full Disclosure and How Stigmas Affect Value”, 2004
- “Pima County Commercial Real Estate Market Forecast”, 2005
- “National USPAP Update”, AI, 2005
- “Practical Issues in Fair Housing”, 2006
- “Eminent Domain”, 2007
- “National USPAP Update”, AI, 2008, 2009
- “Uniform Appraisal Standards for Federal Land Acquisitions”, AI, 2009
- “Online Business Practices and Ethics”, AI, 2010
- “Commercial Appraisal Engagement and Review”, AI, 2011
- “Complex Litigation Appraisal Case Studies”, AI, 2013

1. AI refers to the Appraisal Institute.

LICENSURE:

Certified General Real Estate Appraiser, State of Arizona
Certificate #30151

Licensed Real Estate Broker, State of Arizona
No. SE019639000

PROFESSIONAL ASSOCIATIONS:

Practicing Affiliate, Appraisal Institute

EXPERIENCE:

Licensed Real Estate Broker, State of Arizona

Expert Witness, Qualified in Superior Court, Pima, Santa Cruz, and Yuma Counties

Experience in appraisal of all types of real estate since 1987, including right-of-way condemnation, residential, residential income, commercial, industrial, acreage, subdivision, planned communities and special-purpose properties in Pima, Yuma, Pinal, Santa Cruz, Graham, and Cochise Counties.

EXHIBIT L.2 - QUALIFICATIONS OF COMPANY

BAKER, PETERSON, BAKER & ASSOCIATES, INC. serves a wide variety of clients in Southeastern Arizona, providing real estate appraisal and consultation services relating both to residential and to commercial properties. These clients include governmental agencies, banks, savings and loan associations, credit unions, mortgage brokers, relocation services, developers, real estate brokers, corporate and legal professionals, and numerous individuals. More than fifty years of such services are represented by those presently associated with the firm, founded by Don M. Baker and William D. Peterson in 1974, with Thomas A. Baker becoming an owner in 1984.

WILLIAM D. PETERSON, MAI, is a principal of the Company, and specializes in valuation and consultation services related to commercial and income-producing properties. He is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 30216). He is a graduate of the University of Arizona in Business and Public Administration. He holds the MAI Designation of the Appraisal Institute. He is a licensed real estate broker in the State of Arizona and a Graduate of the Realtor Institute (GRI). He qualifies as an expert witness in the Superior Court of Pima and Cochise Counties. He is a past President of the Arizona Chapter of the American Institute of Real Estate Appraisers, and of the Tucson Chapter of the Society of Real Estate Appraisers.

THOMAS A. BAKER, MAI, SRA, is a principal of the Company, and specializes in valuation and consultation services related to commercial, income-producing, and residential properties. He is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 30139). He is a graduate of the University of Arizona, with a Master's Degree in Business Administration (MBA) with a specialty in Real Estate Finance. He holds the MAI and SRA Designations of the Appraisal Institute. He qualifies as an expert witness in the Superior Court of Pima County, is Past President of the Tucson Chapter of the Society of Real Estate Appraisers, and is Past President of the Southern Arizona Chapter of the Appraisal Institute.

JEFF TEPLITSKY is a staff appraiser in commercial valuation. He specializes in valuation and consultation services related to commercial and income-producing properties. He is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 30151). He is a graduate of the University of Arizona, with a Bachelor of Arts degree in Political Science. He is a Practicing Affiliate of the Appraisal Institute. He is a licensed real estate broker in the State of Arizona. He qualifies as an expert witness in the Superior Court of Pima, Santa Cruz, and Yuma Counties.

SARA R. BAKER, MAI, SRA, is a staff appraiser in commercial valuation. She specializes in valuation and consultation services related to commercial, income-producing, and residential properties. She is a Certified General Real Estate Appraiser in the State of Arizona (Certificate 31679). She holds the MAI and SRA Designations of the Appraisal Institute. Sara is on the 2014 Board of Directors of the Appraisal Institute, Southern Arizona Chapter and serves as the chapter President and Chair of Continuing Education. She graduated from Washington University in St. Louis with a Bachelor's Degree in Comparative Literature and earned a Master's Degree at the University of California at Los Angeles.

DAN F. ORLOWSKI is an appraiser trainee in commercial valuation. He graduated from San Diego State University with a Bachelor's Degree in Business Administration and also received a Master's Degree from the University of Phoenix in Accountancy.

ROBERT A. PARKER, SUSAN A. CLEVELAND and **PAM VERRY** are production coordinators and support technicians.

