

EXHIBIT "B"

EXCESS LAND L-C-075

RESERVATIONS, TERMS AND CONDITIONS AS PART OF SALE OF PROPERTY

The Arizona Department of Transportation (ADOT), the Grantor reserves the right to review Grantee's development plans(s) for this property, for any and all proposed modifications that impact Grantor's remaining land, facilities, or easements. All work performed or contracted by the Grantee shall be at Grantee's sole expense. All review and approval will go through ADOT's Central District; it will be the developer's responsibility to ensure that modifications meet ADOT specifications.

Grantee shall:

- Develop the property consistent with the conceptual civil design plans prepared by J2 Engineering for the City of Tolleson, dated 2017. See Exhibit "C" attached herein.
- Construct a 16' flat maintenance road, AB compacted with 2" minimum depth, at ground level, around all newly developed basin perimeters.
- Provide new landscaping to match existing and reconfigure irrigation systems accordingly, to be approved by ADOT's Central District.
- Create access ramps into the basins for maintenance, which per ADOT specifications shall be no greater than a 4:1 slope and at least 12' wide, AB compacted. Slope to basin bottom needs to be traversable or ramps placed for vehicular access.
- Allow ADOT's Central District to inspect fill dirt before it is placed on Grantor's remaining property, for basin reconfiguration.
- Ensure that if a sewer lift station is ever constructed on the property, it will be entirely developed on Grantee's property and approved by ADOT's Central District in terms of location and any potential conflict with the Grantor's remaining property. Any associated property rights necessary to design and construct a sewer lift station must meet ADOT's requirements and will not be unreasonably withheld by ADOT.
- Post a \$1M Performance Bond to benefit the State of Arizona Department of Transportation regarding the portion of work on State-owned land. Redevelopment of the site shall occur within two years of recordation.
- Develop access along the 95th Avenue alignment between McDowell Road and Grantor's remaining property, subject to ADOT's approval.

Grantor shall:

- Reserve a Meandering Easement for access to the basin from McDowell Road, subject to approval by ADOT's Central District.
- Reserve an Access and Utility Easement benefiting Grantor's remaining property for future billboard placement; and Grantee shall not obstruct access to Grantor's remaining property by Grantor, or Grantor's assigns and successors. There will be no access from I-10. Billboard company will be responsible for maintenance in that area from the perimeter of the subject property.
- Ensure that any contributing drainage into ADOT's basin shall be constructed in a manner containing a first-flush environmental system approved by ADOT.
- Recognize and consent to Grantor's continued use of the adjacent retention basin for hauling and drying material. Grantor shall also reserve the right to continue using the subject property as it is currently used for drainage, maintenance, and operational purposes until such time that the subject property is redeveloped as stated herein.