MONTESORO the desert reborn

Membership Offering Price Structure

Amenities Association Membership

Existing Homeowner - \$0 New Member Assessment if sign up before January 31, 2007

Existing Homeowner - \$10,000 New Member Assessment if sign up after January 31, 2007

New Home Buyer - \$10,000 New Member Assessment

The New Member Assessment is non-refundable. Amenities Memberships are operated through an "Amenities Association" that is similar to a homeowner's association. All new home buyers will be required to join the Amenities Association. Dues will start at \$50 per month commencing March 1, 2007 and will increase by \$125 when the Activity Center is complete. Dues are also subject to increase in accordance with the Association Membership Documents at a maximum of ten percent per year.

Benefits of Amenities Membership Include:

• Access to all Dining and Social events at the private Montesoro Clubhouse

• Access to the 15,000 square-foot Activity Center. Scheduled to open in the spring of 2008, the Activity Center will support an active lifestyle centered in health, fitness and well-being. Amenities will include the following:

- ✤ 5,000 square-foot fitness center with full-time fitness trainers on staff
- Resort-style pool complex with water features and lap pool for individual training and fitness activities
- Tennis pavilion with 6 tennis courts, a tennis pro shop and full-time teaching staff
- ✤ Yoga and aerobics studio
- Men's and Women's Locker Rooms with spa, steam and massage rooms
- Children's Camp Cahuilla featuring games, crafts, organized activities and excursions designed for kids of all ages
- A Mixed Grille restaurant that will include a healthful spa menu and delightful outdoor dining area

• Access to Montesoro's Outfitter's Post with a professional team of "Adventure Advisors" available to arrange specialty excursions, provide instruction, equipment for such pursuits as mountain biking, rock climbing, bird watching, horseback riding and stargazing and services supporting member's outdoor activities.

• Ability to participate in all Naturalist Programs

• Access to our signature concierge "whatever / whenever" service.

Golf Membership

Existing Golf Member - \$25,000 Initiation Fee

Existing Homeowner, Non-Golf Member - \$30,000 Initiation Fee

New Home Buyer - \$50,000 Initiation Fee

You must first be a member of the Amenities Association before you will be considered for Golf Membership. The Initiation Fee for a Golf Membership is refundable upon the resale of the Golf Membership through the Club. The Initiation Fee will be held in escrow until such time as all 18 holes of golf are available for play scheduled to be November 2007. Dues (in addition to the monthly Amenities membership dues) will start at \$350 and will increase to \$575 when 18 holes are available for play.

Benefits of Golf Membership include:

- Full access to the new 18-hole Tom Fazio designed Golf Course
- Ability to take golf lessons from our PGA professionals
- Full and unlimited use of the driving range

• Access to our state-of-the-art indoor Callaway Teaching Academy which will feature computerized swing analysis and multi-camera video capabilities to enhance the learning process in both golf clinics and private instruction

• Access to all Club membership activities including our extensive golf programming, tournaments, clinics, association events and golf social events.

This membership offering is available through January 31, 2007 only.

After January 31, 2007, purchase of Montesoro Golf Memberships will be closed to both current golf members and current homeowners who are non-golf members.

The summary above is designed to provide a basic understanding of the Montesoro Golf and Social Club and the membership opportunities available at the Club. This document is provided for informational purposes only and may not be relied upon as a basis for a decision to acquire a membership in the Club. As this is only a summary in nature, you should carefully review the Club's Membership Documents prior to becoming a member.