C.1 Facilities Acquisition

Working closely with the board of Incito Schools, the Executive Directors and The Rock of Refuge Corporation will secure a property and/or build on existing 10 acreage land for the school and lease it to Incito Schools (see attached Partnership Agreement). Specific facility requirements to accommodate Incito's first year of possible 216 students with elementary grades K-5 in the first year include:

- A facility of approximate 20,000 square feet
- At least 12 classrooms each between 750 to 900 square feet
- 1 resource room of approximately 850 square feet
- Multi-purpose room (to be used as a cafeteria, after school care and indoor Physical Education classes) of approximately 2,000 square feet.

In addition to the requirements listed above, the remaining square footage will accommodate restrooms, office/administrative space, storage and a reception area. Incito has secured a facility through the Rock of Refuge Corporation that will accommodate its anticipated first year students and enable it to expand and build out as its student base increases over time. This approach allows affordability while the school is still young and avoids paying for space and improvements when they are not needed. Incito will lease the facility with The Rock of Refuge Corporation as a building is cemented on the plot of land listed and photos attached. The Rock of Refuge Corporation has conducted research through its network of resources and has identified a source for portable buildings to be used by Incito Schools for classrooms and offices. The buildings identified will support the need for approximately 15,000 to 20,000 square feet of facility space to support Incito School's plan for 12 to 15 classrooms, 5 to 7 offices and a multi-purpose room. These portable buildings are available to the Rock of Refuge Corporation at no cost, with the provision that the Rock of Refuge Corporation cover the cost of moving the buildings from their existing location to the above secured property.

Available Facilities within Target Market

As a secondary option, potential sites have been identified in the targeted geographic area of Goodyear and Litchfield to ensure multiple location options in the zip code of 85338 starting at Litchfield Road and westbound. The facilities listed below are all available and would accommodate the academic program needs as described below:

- **Venida Business Park-**
  14415 W. Van Buren
  Goodyear, AZ 85338
  Description: Venida Business Park is an office/flex industrial complex comprised of five buildings of around 20,000 SF each. The project is located at north 145th Avenue and West Van Buren Street and was built in 2007. It is zoned I-1 and the lease rate is $15 triple net (nnn).
- **Adapto Building**
  122 Litchfield Road
  Goodyear, AZ 85338
  Description: This property is a 24,124 SF building. The location is great as it gives

the school visibility right on Litchfield road with easy access heading north or south. There is room for expansion as it is located on five acres of land. The property is currently in distress and therefore we are working with the bank to see whether a potential lease is feasible. The lease rate is $6 nnn per SF.

- **Buildings at Serafina**
  725 South Estrella Parkway
  Goodyear, AZ 85338
  Description: This project was built as a retail/office complex in 2009. There is a total of 33,033 SF available in grey shell with ample parking housed in three freestanding buildings. The site gives the school frontage to Estrella Parkway. There is room for expansion into a third building and the site layout would allow for the school to begin with occupancy in two of the three buildings on site. The asking lease rate is $12 NNN per sf.

Timeframe for Securing a Facility

Once the charter application is approved in January of 2012, Incito will begin discussions/negotiations with the Rock of Refuge Corporation for final lease terms. In addition, Incito will continue to research the market for secondary options to ensure a facility is secured. As stated in the Partnership Agreement provided by the Rock of Refuge Corporation, Incito will finalize the lease documents for the facility no later than summer/fall 2012 to allow for sufficient time for improvements to be made and to furnish and prepare the facilities for a start date in August 2013. Due to the fact that the Rock of Refuge Corporation already has access to the portables and plans to pay for the moving cost. Incito will prepare the facility/portables in order to obtain as the Certificate of Educational Occupancy. Incito Schools has scheduled the official school start date as August 5, 2013 to ensure 18 months of planning and facility preparation.

Costs Associated with Securing a Facility

Incito Schools will lease a facility/portables for the first few years. Incito will then lease a building that can accommodate its long term needs with a long-term lease agreement. The Rock of Refuge Corporation will be building a permanent facility to accommodate Incito's increasing enrollment, which will be included in the finalized lease agreement in summer/fall 2012. Due to the current economic times, declining lease rates and high market vacancy rates have created leasing and purchase opportunities that were historically out of reach for most charter schools. Because many properties on the market are in distress, each Landlord's level of motivation is very different and as such, the financial feasibility of each site needs to be considered on a case by case basis. The Rock of Refuge Corporation has agreed to a lease agreement for Incito Schools that will accommodate all instruction focuses for the school. The attached letter of intent and Partnership Agreement demonstrates their contribution and commitment to Incito Schools.

The Rock of Refuge Corporation agrees to provide financial assistance to Incito Schools during the start-up period of the School by providing a low-cost lease agreement for use of the property, as follows:

Year 1: $0.21 per square foot for a total of $50,000
Year 2: $0.42 per square foot for a total of $100,000
Year 3: $0.83 per square foot for a total of $200,000

In addition to the above lease costs, the Rock of Refuge Corporation is in the process of research and verbal negotiations to determine the scope and costs for property/liability insurance, utilities, communication connectivity, furniture and equipment. The final lease agreement negotiations will take place in January/February of 2012 pending final approval of the Charter Application, with a complete lease agreement by summer/fall of 2012. Incito Schools will budget for a minimum, $1.00 per square foot starting Year 4, in agreement with the Rock of Refuge Corporation.

Regulations and Obtaining Educational Occupancy

Incito Schools will ensure compliance with all applicable laws and regulations including obtaining educational occupancy. Incito Schools understand the City of Goodyear's policies regarding construction inspections, fire safety inspections, and obtaining educational occupancy. The Rock of Refuge Corporation has agreed to partner with Incito Schools in this process.

Incito Schools, in partnership with the Rock of Refuge Corporation, are directly responsible for coordinating all inspections and satisfying the requirements for each department's approval on the Certificate of Occupancy form. The department signatures required include:

- Engineering Technician (623-882-7979)
- Bldg. Permit Technician (623-932-3004),
- Engineering Inspector (623-882-7979)
- Landscaping (623-882-7979)
- Planning/Zoning (623-932-3005)
- Fire Dept. (623-882-7316)
- Lighting–Jesus Mosqueda(623-693-0198)
- Utilities Account (Finance– 623-932-3015)
- Sales Tax Number (623-882-7899)

Any inspection called for without that work being completed shall be assessed a reinspection fee. In order to receive a full Certificate of Occupancy, the entire project must be completed with no conditions. The Certificate of Occupancy will be submitted along with the fee of $50.00 to the Building Official.

The process for obtaining approval from the Fire Department for educational occupancy is as follows:

- Incito will follow City of Goodyear's *Certificate of Occupancy Fire Prevention Checklist* available on City
  of Goodyear's website.
- Ensure that adequate fire department access and water supply is provided for facility
- Fire protection equipment and devices are properly installed
- Processes are properly protected
- Plans are approved by Fire Department Plans Examiners
- Permit is issued and construction work can commence
- Installations are inspected for compliance with the approved plans
- Fire sprinklers and fire alarms inspections (generally performed at the final phase)
- Inspections continue until final inspection approval is obtained
- Incito Schools will use the Pre-Inspection checklist before scheduling final inspection
- Incito Schools will contact the Inspection Hotline to schedule an inspection
- Final Certificate of Occupancy will be signed by the Fire Department only after all life safety requirements have been satisfied.

(www.goodyearaz.gov)

(see Partnership Agreement below)

LETTER OF AGREEMENT

This agreement is entered into by THE ROCK CHURCH in partnership with INCITO CHARTER SCHOOL with the intent of supporting the vision of INCITO CHARTER SCHOOL to provide superior quality education for children in Goodyear, Arizona, and the surrounding communities. The following Agreement outlines areas where THE ROCK CHURCH agrees to assist INCITO CHARTER SCHOOL in accomplishing their goals and objectives as a charter school in the State of Arizona.

Property: THE ROCK CHURCH agrees to enter into this partnership with INCITO CHARTER SCHOOL by providing property on which to establish the School. This property, owned by THE ROCK CHURCH, is located in Goodyear, Arizona, on North Sarival Road, one quarter mile south of Interstate 10, and consists of approximately ten (10) acres.

Financial Consideration: THE ROCK CHURCH agrees to provide financial assistance to INCITO CHARTER SCHOOL during the start-up period of the School by providing a low-cost lease agreement for use of said property, as follows:

Year 1: $0.21 per square foot for a total of $50,000

Year 2: $0.42 per square foot for a total of $100,000

Year 3: $0.83 per square foot for a total of $200,000

In addition to the above lease costs, THE ROCK CHURCH is in the process of research and verbal negotiations to determine the scope and costs for property/liability insurance, utilities, communication connectivity, furniture and equipment. The final lease agreement negotiations will take place in January/February of 2012 pending final approval of the Charter Application, with a complete lease agreement by

summer/fall of 2012. THE ROCK CHURCH also agrees to cover the first payment of the ADP services (based on initial quotes).

Facilities: THE ROCK CHURCH has conducted research through its network of resources and has identified a source for portable buildings to be used by INCITO CHARTER SCHOOL for classrooms and offices. The buildings identified will support the need for approximately 15,000 to 20,000 square feet of facility space to support INCITO CHARTER SCHOOL'S plan for 12 to 15 classrooms, 5 to 7 offices and a multi-purpose room. These portable buildings are available to THE ROCK CHURCH at no cost, with the provision that THE ROCK CHURCH cover the cost of moving the buildings from their existing location to the above mentioned property.

Recruitment: THE ROCK CHURCH agrees to use its influence to assist in the recruiting of students for INCITO CHARTER SCHOOL through its resource of church families, their extended families, and the church's network of individuals, business contacts and church leaders in the communities of Goodyear and the surrounding areas. With approximately 400 adults who call THE ROCK CHURCH their place of worship, each individual has an extended network of families beyond the Church's environment who would benefit from a charter school of the caliber and vision of INCITO CHARTER SCHOOL.

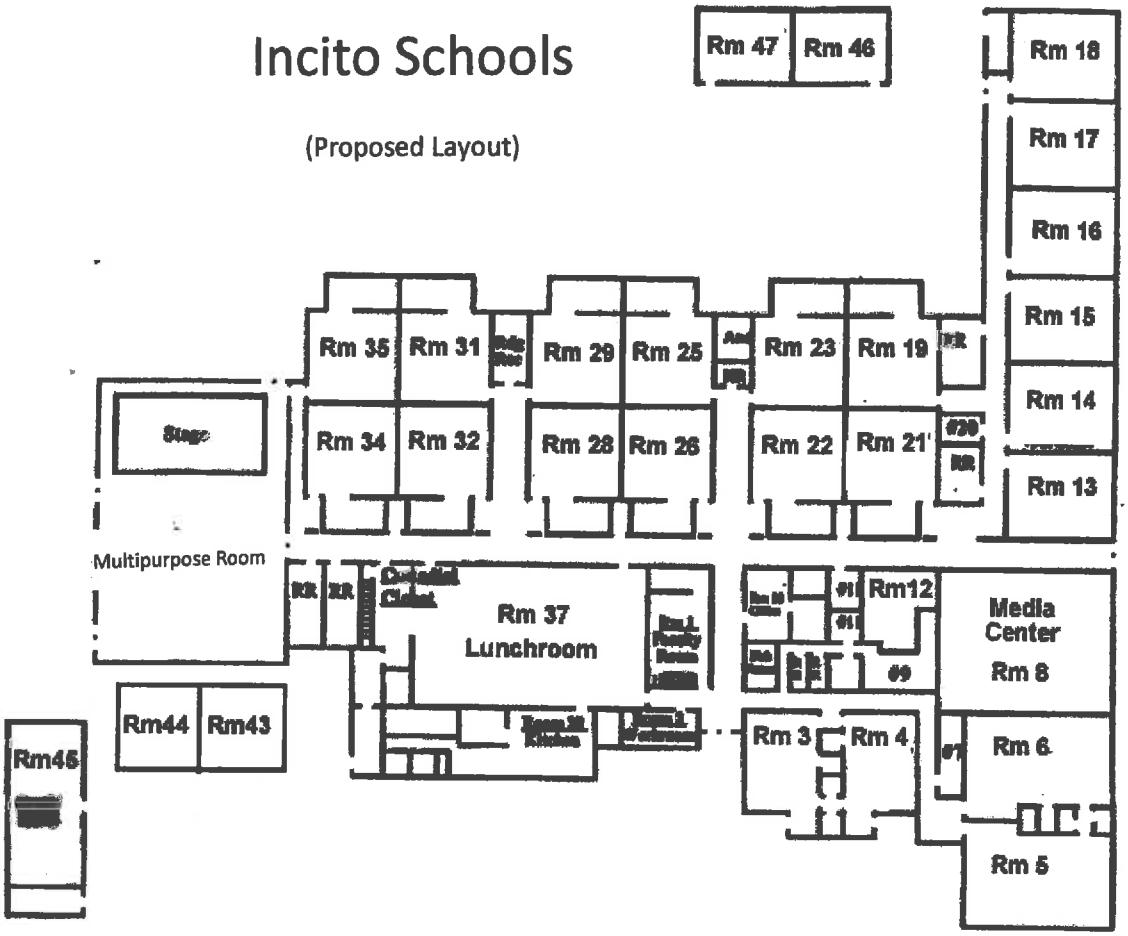
Marketing & Fundraising: THE ROCK CHURCH is also committed to assisting in the area of marketing and fundraising, to include hosting event tents on the property (mentioned above); supporting fundraising events for start-up costs; enlisting donations and support from local businesses; providing materials and printing costs for advertising, fliers, and door hangers; and building an army of volunteers to go door-to-door to promote INCITO CHARTER SCHOOL and its vision. Estimated contributions by THE ROCK CHURCH in support of marketing is two thousand dollars ($2,000).

Supplies: THE ROCK CHURCH agrees to provide financial support up to one thousand dollars ($1,000) to purchase office supplies. THE ROCK CHURCH will purchase technology devices, to include a mobile laptop lab cart, projector(s), a class set of digital cameras, and additional instructional supplies. Additionally, THE ROCK CHURCH agrees to donate janitorial supplies during the start-up phase to maintain the facilities on a daily basis.

Mr. Kevin Goff
President/Senior Pastor

Incito Schools

(Proposed Layout)



Site Details

Working closely with the board of Incito Schools, the Executive Directors and The Rock of Refuge Corporation will secure a property and/or build on existing 10 acreage land for the school and lease it to Incito Schools. The plot of the land is located at Sarival, south of the I-10 freeway in Goodyear, AZ. Specific facility requirements to accommodate Incito's first year of possible 216 students with elementary grades K-5 in the first year include:

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While the permanent facility is yet to be determined, potential sites have been identified in the targeted geographic area of Goodyear and Litchfield to ensure multiple location options in the zip code of 85338 starting at Litchfield Road and westbound. The facilities listed below are all available and would accommodate the academic program needs as described below:

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- **Adapto Building**
  122 Litchfield Road
  Goodyear, AZ 85338
  Description: This property is a 24,124 SF building. The location is great as it gives the school visibility right on Litchfield road with easy access heading north or south. There is room for expansion as it is located on five acres of land. The property is currently in distress and therefore we are working with the bank to see whether a potential lease is feasible. The lease rate is $6 nnn per SF.
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  725 South Estrella Parkway
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  Description: This project was built as a retail/office complex in 2009. There is a total of 33,033 SF available in grey shell with ample parking housed in three freestanding buildings. The site gives the school frontage to Estrella Parkway. There is room for expansion into a third building and the site layout would allow for the school to begin with occupancy in two of the three buildings on site. The asking lease rate is $12 NNN per sf.

BE ONE OF THE FIRST TO ARRIVE AT THE WEST VALLEY'S MOST DISTINCTIVE BUSINESS LOCATION

VENIDA BUSINESS PARK AT CROSSPOINTE

FLEX OFFICE / WAREHOUSE and SHELL

IDEAL FOR:
Office, Light Industrial, Retail, Showrooms, Restaurant
Spaces from 1,500 to 21,000± sq. ft.
Parking Ratio 1 to 304 sq. ft.

LOCATION: at North 145th Avenue and West Van Buren Street, just east of Bullard Avenue; the gateway of the Goodyear Employment Corridor, and less than one mile from Interstate-10.

EXPANSIVE CITY VITALITY includes nearby Bullard Wash recreational area, Estrella and Verrado master-planned communities, and the future Estrella Falls regional mall by Westcor.

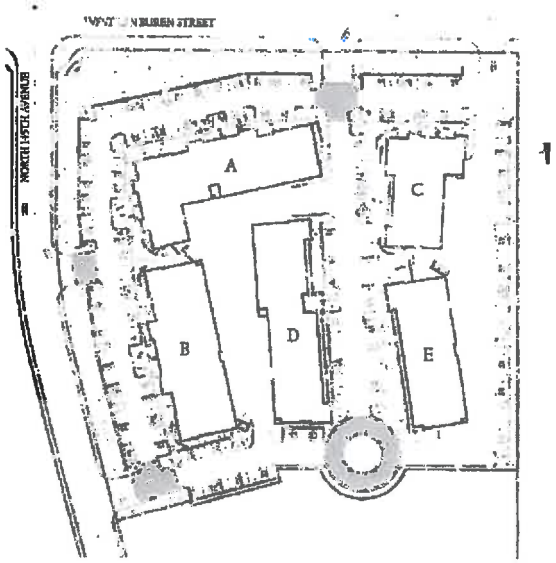
DETAILS AND AMENITIES:
Unique architecture places Venida Business Park in a class by itself. The diverse mix of building materials and landscaped gardens and picnic areas provide a feeling of comfort that is unique to this development.

For information, contact:
Eric R. Cornwell
480-951-9150 direct
eric@cornwellcorporation.com

CROSS POINTE

CORNWELL CORPORATION

VENIDA BUSINESS PARK - SITE PLAN



VENIDA
BUSINESS PARK
AT CROSSPOINTE

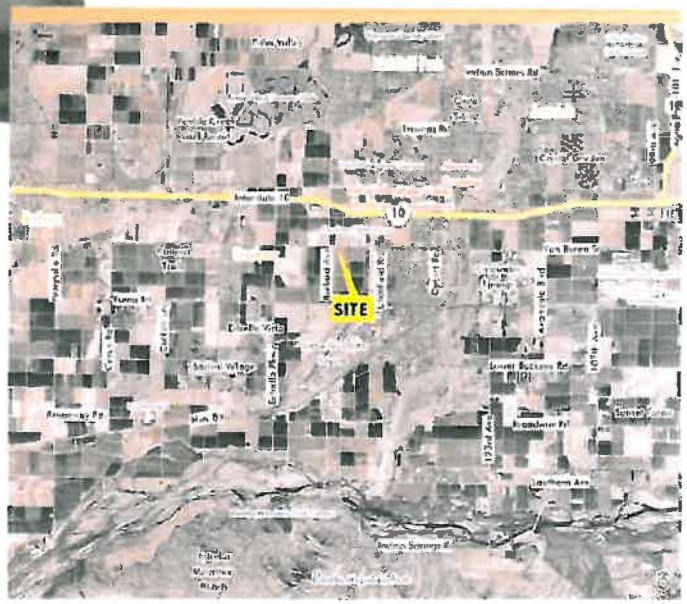
A: 21,378 sq.ft. Shell
14455 West Van Buren Street

B: 18,495 sq.ft. Shell
185 North 145th Avenue

C: 13,085 sq.ft. Office/Warehouse
14415 West Van Buren Street

D: 20,067 sq.ft. Office/Warehouse
195 North 145th Avenue

E: 15,911 sq.ft. Office/Warehouse
175 North 145th Avenue



122 S Litchfield Rd

Location:	Southwest Ind Cluster Goodyear Ind Submarket Maricopa County Goodyear, AZ 85338	Building Type:	Class B Warehouse
		Status:	Built 1967
		Tenancy:	Multiple Tenant
		Land Area:	5 AC
		Stories:	1
		RBA:	24,124 SF
Management:	-	Total Avail:	24,124 SF
Recorded Owner:	Adapto Inc	% Leased:	0%
Ceiling Height:	12'0"	Crane:	None
Column Spacing:	-	Rail Line:	None
Drive Ins:	4	Cross Docks:	-
Loading Docks:	None	Const Mat:	-
Power:	400a 3p	Utilities:	-
Parcel Number:	500-04-015L		
Parking:	Free Surface Spaces		
Amenities:	A/C		

Floor	SF Avail	Bldg Contig	Rent/SF/yr + Svs	Occupancy	Term	Use/Type
E 1st	24,124 div/8,300 ofc	24,124	0/g	Vacant	Negotiable	Direct

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122 S Litchfield Rd

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THE SHOPS AT SERAFINA

NEC Estrella Parkway and Goodyear Boulevard

Goodyear ARIZONA

www.goodyearaz.gov

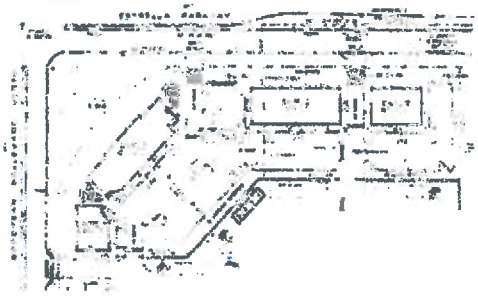
Adjacent to City Center

Mixed Use Commercial situated with high-end apartment complex

Shops A North Elevation

Shops A East Elevation

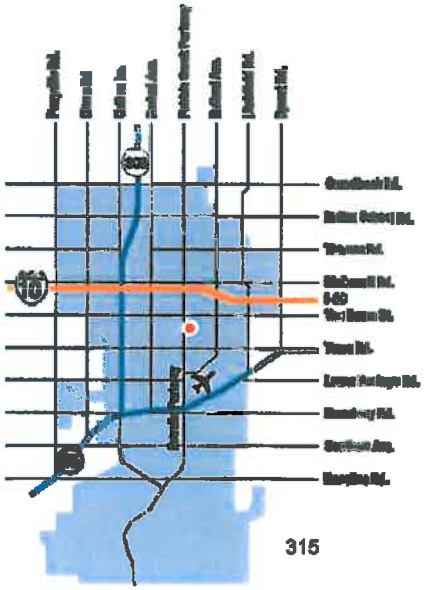
Shops A West Elevation



Size	6 acres ¦ 33,000 SF retail space
Access	Estrella Parkway, Goodyear Boulevard Van Buren .5 mile north
Regional Access	Interstate 10: 1.5 mile, Planned Loop 303: 2 miles
Current Zoning	PAD: Commercial
Designated Land Use	Commercial
Adjacent Residential	Centerra, Canyon Trails, Rancho Mirage, Pueblo Verde, Wildflower Ranch
Average Traffic Count for Estrella & Van Buren	45,628 - Counts represent vehicles per day for the entire intersection (all directions), 2008

Demographics	Estrella & Van Buren	3m	5m	10m
Population	2000 Census	21,169	44,365	144,110
	2008 Estimated	47,133	98,824	312,167
	2013 Projected	60,628	126,557	395,333
Average Household Income	2008 Estimated	$76,107	$75,844	$69,458
Median Household Income	2008 Estimated	$68,455	$68,876	$63,269
	College Educated	53%	52%	50%

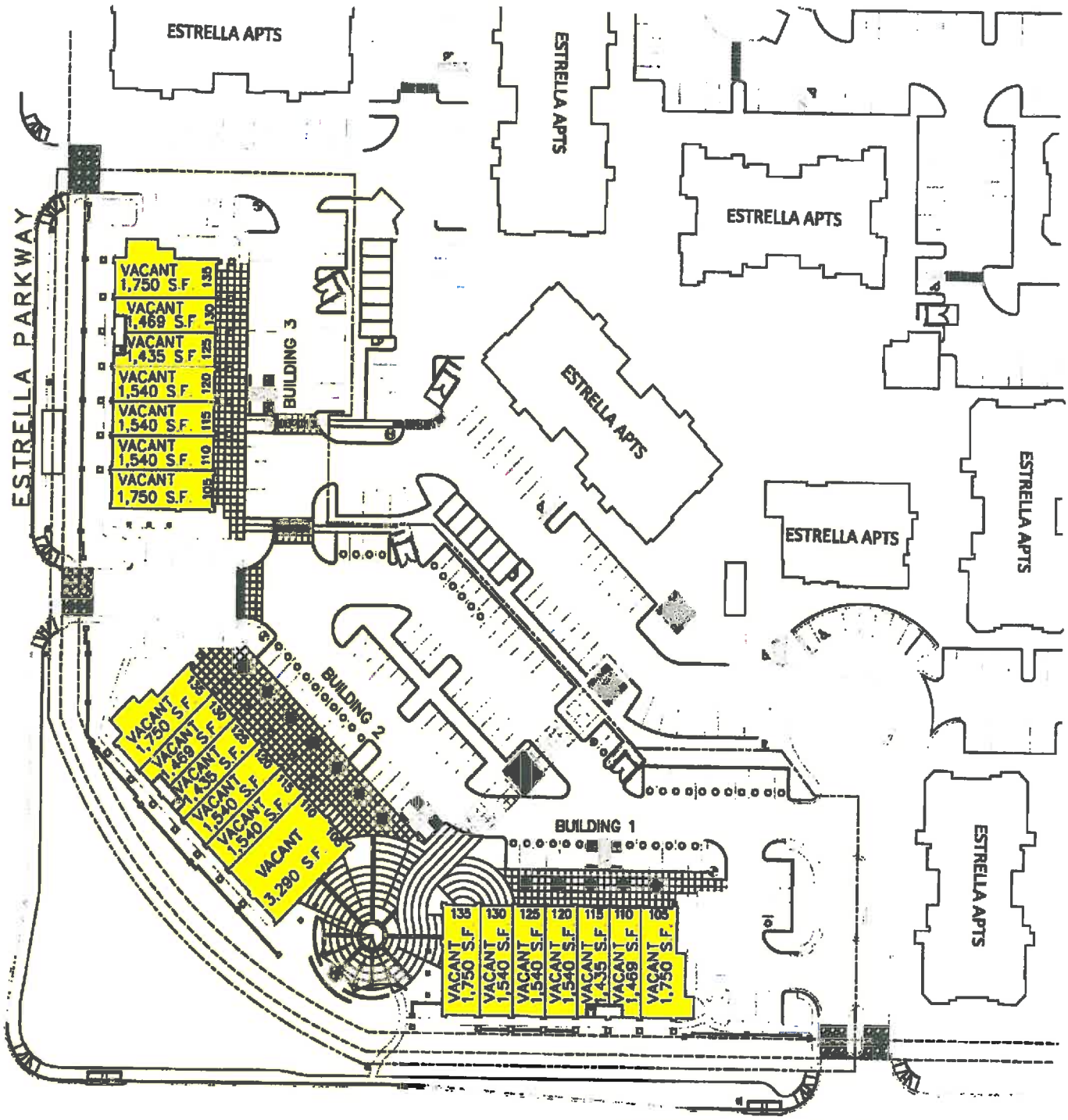
Developer	GreenStreet Properties
Contact	Merri Krugen, Capital Asset Management 602-881-0868



Barbra Coffee
Senior Development Manager
Economic Development
bcoffee@goodyearaz.gov
623.882.7903 direct
www.goodyearaz.gov

CAPITAL ASSET MANAGEMENT

Shops at Serefina

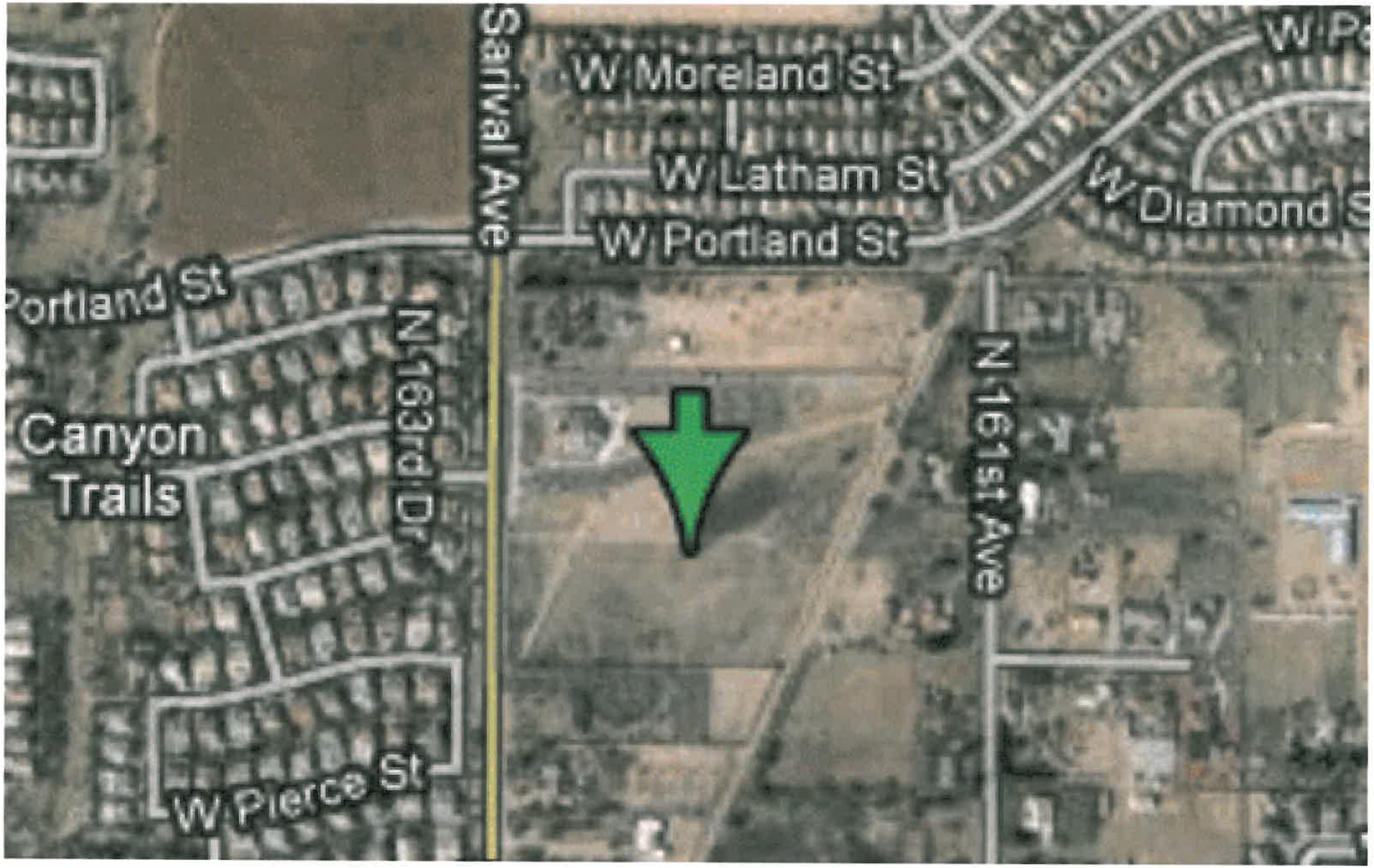


SHOPS AT SEREFINA

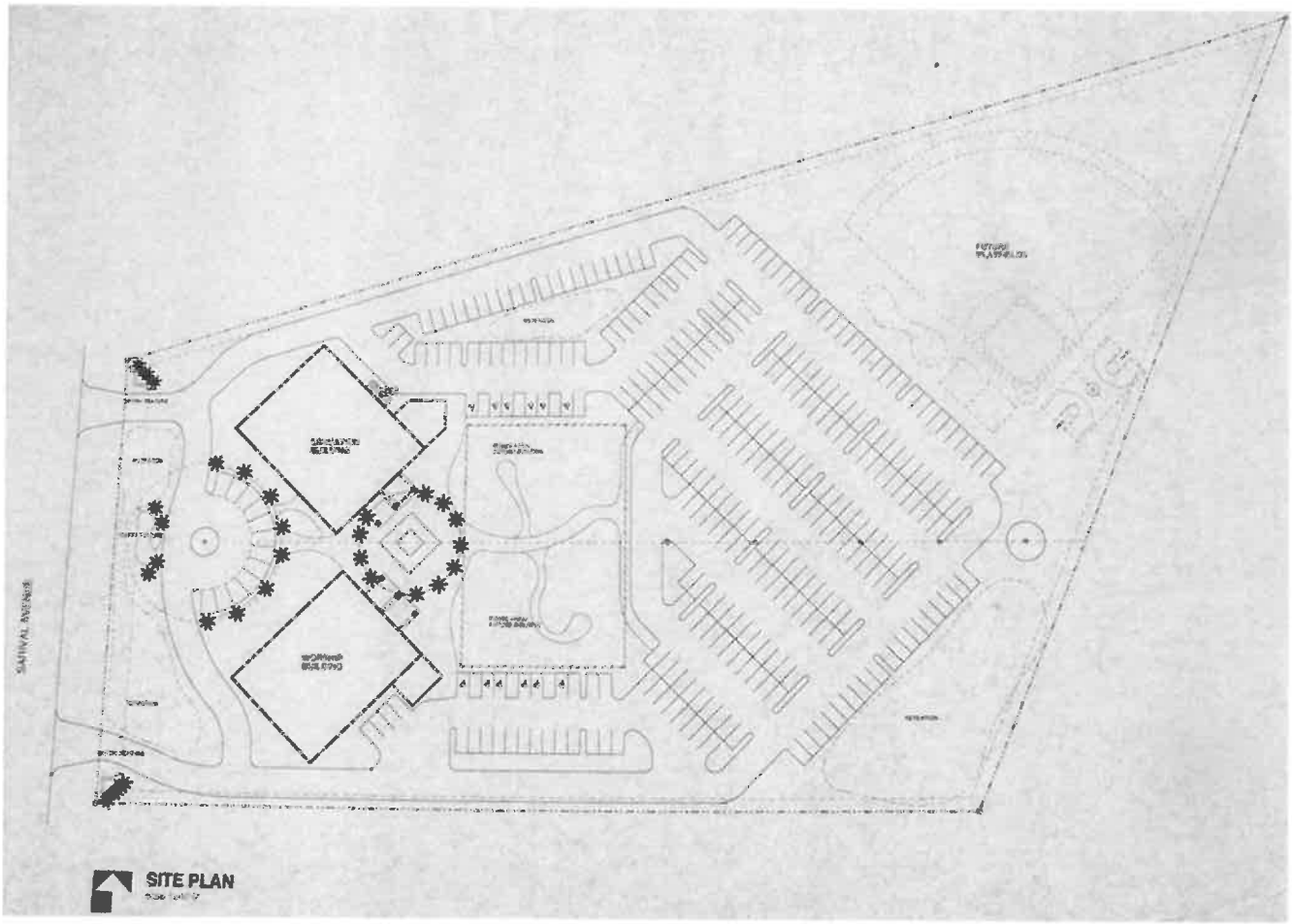
NORTH

VACANT - Grey Shell

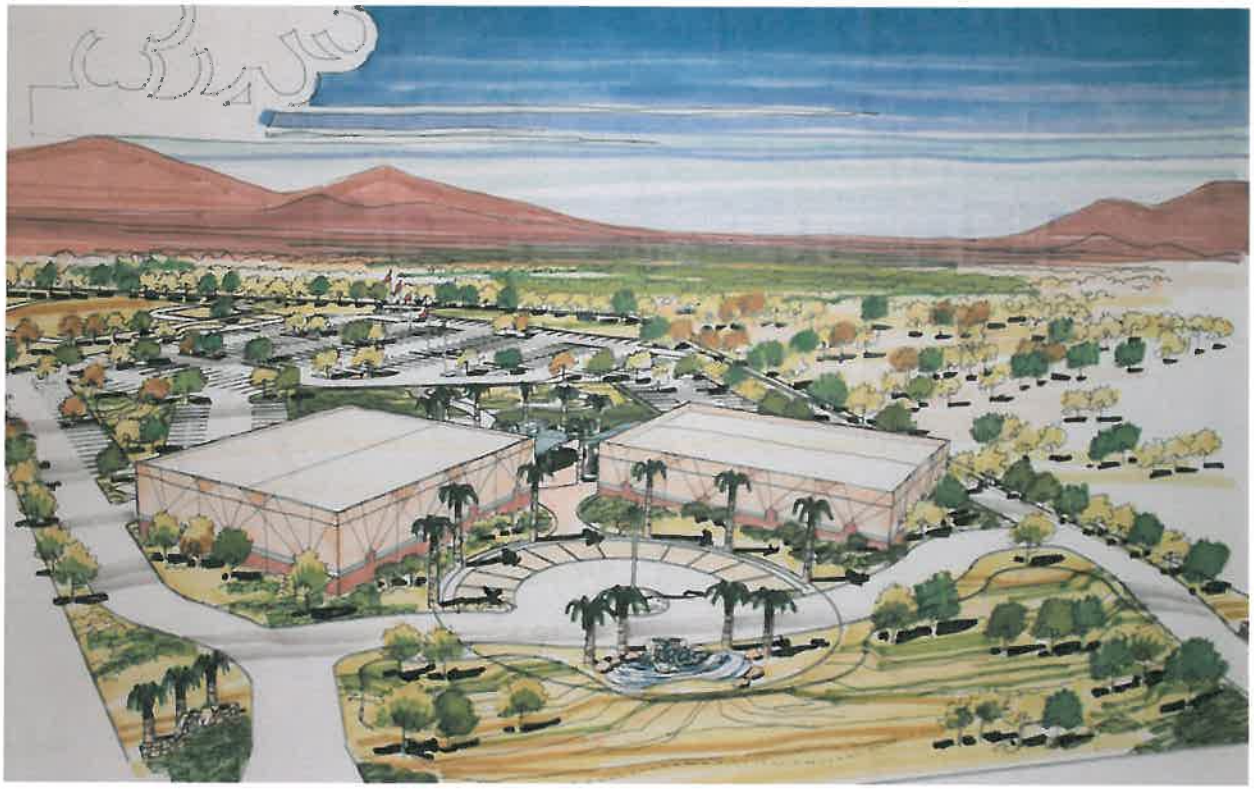
Photograph of actual land

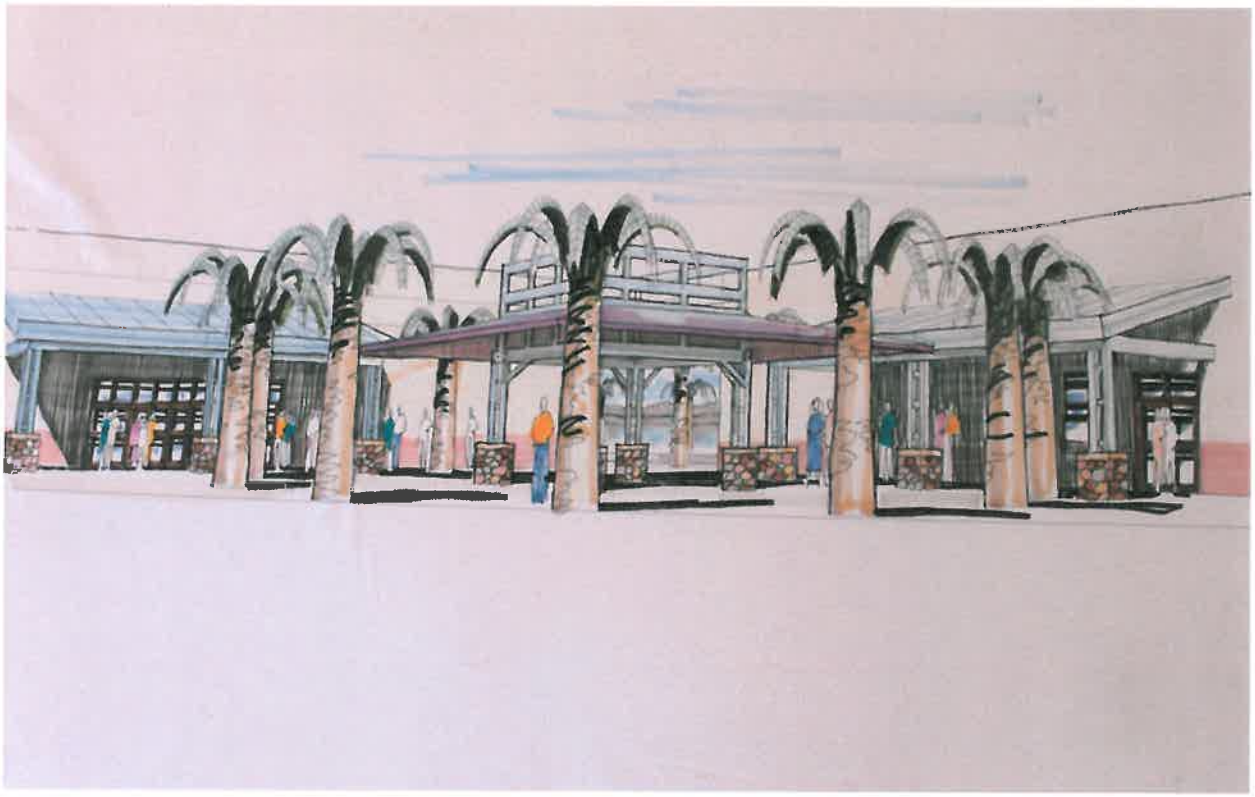

Sarival Ave
W Moreland St
W Latham St
W Portland St
W Diamond
Portland St
N 163rd Dr
N 161st Ave
Canyon
Trails
W Pierce St

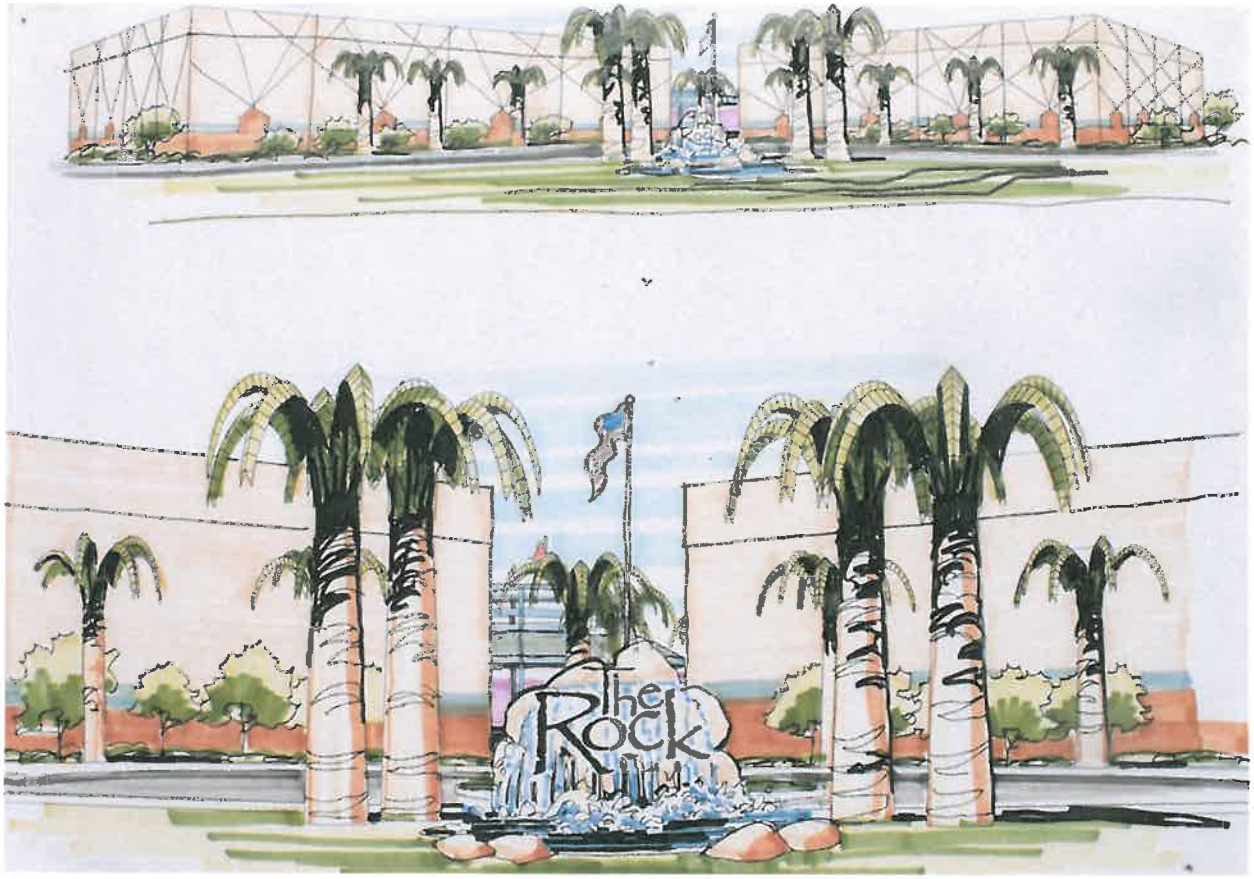
Blueprint of building



Drawings of proposed building from architect






The Rock