

_____ Passed _____ Failed	<b>ORIGINAL</b> <b>THIS AMENDMENT:</b> Passed as amended by _____ _____ Not Offered	 0000019748 _____ Withdrawn <b>RECEIVED</b>
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604

2005 MAY 20 P 2: 18

**HEARING DIVISION PROPOSED AMENDMENT #1**

TIME/DATE PREPARED: 5/20/2005 1:40 PM      AZ CORP COMMISSION  
 DOCUMENT CONTROL

COMPANY: Aerie Conservancy      AGENDA ITEM NO.: U-11  
 DOCKET NO.: W-04291A-04-0843      OPEN MEETING DATE: May 24 and 25, 2005

Page 3, Line 1, **INSERT** after "President of"

"Communities Southwest Management, Inc., which is affiliated with

Page 3, Line 5 ½, **INSERT**, after "(Red Rock Aerie)," a new footnote as follows, and renumber footnotes accordingly:

<sup>2</sup> The members of Red Rock Aerie are Demajeka, LLC, Athansor, Inc. and Knight Industries, LP."

Page 3, Line 5 ½, **INSERT**, after sentence ending with "The Aerie.":

"The manager of Red Rock Aerie is Communities Southwest Management, Inc."

Page 9, Line 1 ½, **INSERT** after "equal voting rights":

"with respect to Water System Matters as defined in its amended draft CC&Rs"

Arizona Corporation Commission  
**DOCKETED**  
 MAY 20 2005

Page 9, Line 3, **DELETE**: "water system matters"  
 and **INSERT**: "Water System Matters"

DOCKETED BY	
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Page 9, Line 4, **INSERT**, after "lots actually owned":

"unless it becomes a Water Customer as defined in its amended draft CC&Rs"

Page 9, Line 14 ½, **DELETE**: "contains 78 lots"  
 and **INSERT**: "will not exceed 78 lots"