

EXHIBIT "1"
CONSENT TO ASSIGNMENT

The undersigned, City of Goodyear, an Arizona municipal corporation, hereby consents to the assignment by NNP III — Estrella Mountain Ranch, a Delaware Limited Liability Company, NNP III – EMR 3, LLC, a Delaware limited liability company, NNP III – EMR 4, LLC, a Delaware limited liability company, and Special AZ Properties I, LLC, an Arizona limited liability (collectively the "NNP Entities") of their respective rights, title, interest in, and obligations under the following agreements with respect to any property subject to this such agreement that is acquired by _____. The NNP Entities will remain liable for all obligations under these agreements with respect to any property covered by such agreements until the property subject to such agreements has been acquired by _____. This consent, in no way modifies the terms any of the following agreements, and each agreement continues to run with the land and bind all future successors in interest to title to any or all of the real property subject to the following agreements.

1. Agreement (aka "Estrella Master Development Agreement"), dated 08/11/86
 - Amendment, dated 10/05/87
 - Addendum to Agreement and Amendment, dated 09/09/97, recorded at 97-0707994
2. Development Financing Participation and Intergovernmental Agreement No. 1, dated 08/01/00, recorded at 2000-0635059
 - 1st Amendment, recorded at 2019-0076277
3. Community Park at Estrella Mountain Ranch Development Agreement, recorded at 2006-0453926
4. Development and Fire Services Agreement, dated 05/22/06, recorded at 2006-0731018
 - 1st Amendment, dated 01/23/17, recorded at 2017-0077329
 - 2nd Amendment, dated 05/23/18, recorded at 2018-0395674
5. Agreement Concerning Roadway Improvements Adjacent to Parcel 12.41, dated 08/16/10, recorded at 2010-0705699
6. Development Agreement for Estrella Parcel 3.14, recorded at 2017-0026404
7. Development Agreement for Estrella Parcel 7.5, recorded at 2017-0154739
8. Development Agreement for Estrella Parcel 9.1, recorded at 2017-074058
9. Development Agreement for Estrella Parcel 9.8, recorded at 2017-0275666
10. Development Agreement for Estrella Parcel 9.30, recorded at 2020-0498865

11. Development Agreement for Estrella Parcel 9.31, recorded at 2019-0351751
12. Development Agreement for Estrella Parcel 9.43, recorded at 2020-0812584
13. Development Agreement for Estrella Parcel 12.23, recorded at 2020-0785053
14. Development Agreement for Estrella Parcel 12.24, recorded at 2020-0785050
15. Development Agreement for Lucero, recorded at 2018-0116741
16. Participation and Development Agreement Regarding Construction and Financing of Phase 1 of the City's Surface Water Treatment Plant and Related Infrastructure dated 04/23/18, recorded at 2018-0319193
17. Infrastructure Reimbursement Agreement for Fiber Optic Conduit, dated 12/10/20 (Contract CON-21-5835)
18. Development Agreement for Expansion of RVWRF, recorded at 2020-0498396
19. Water Service Agreement, October 5, 1987, between City of Goodyear and Amcor Investments Corporation
20. Letter Agreement, June 9, 1994 re Estrella Amendments to Development Agreements, between City of Goodyear and SunChase Estrella Limited Partnership
21. Water Agreement, dated 09/10/97, recorded at 97-0664493
22. Goodyear—Sun MP Rainbow Valley Water Reclamation Facility Agreement, December 8, 2003, between City of Goodyear and Sun MP, LLC. (CON-CX-6009-C3)
23. Corgett Wash Water Reclamation Plant Operations, Maintenance and Development Agreement, dated 06/30/06, recorded at 2006-0969412 and re-recorded at 2007-0123090
24. Participation Agreement Cotton Lane Water Transmission Main Evaluation—Phase 1, Proj. No. WA 0901, dated 05/18/09 (Contract CON-CX-1344-09)
25. Participation Agreement – Corgett Wash Water Reclamation Plant Improvements, dated 06/27/11 (Contract CON-CX-11-1890)
 - 1st Amendment, dated 10/23/12 (Contract CON-CX-11-1189-A-1)
26. Northern Solution Water Facilities Agreement, dated 03/02/12, recorded at 2012-0179581
 - 1st Amendment, dated 11/04/13, recorded at 2013-0980086

- 2nd Amendment, 07/14/14, recorded at 2014-0479287
 - 3rd Amendment, dated 12/15/14, recorded at 2014-0831424
 - 4th Amendment, dated 09/28/15, recorded at 2015-0707611
27. Development Agreement re Arroyo Ranch, dated 12/09/13, recorded at 2013-1054024
 28. Development Agreement for Expansion of Rainbow Valley Water Reclamation Facility, dated 06/09/20, recorded at 2020-0498396
 29. June 9, 1994 Letter Agreement re Estrella Water Service
 30. Land Use Agreement and Perpetual Easement Restricting Land Uses Adjacent to the Rainbow Valley Water Reclamation Facility and Providing for Noise and Odor Setbacks recorded at 2006-0299531
 31. Cotton Lane/Bridge Cost Sharing Agreement Recorded at 2006-1322631 as revised by Revised Cotton Lane Bridge Cost Sharing Agreement dated April 23, 2007 (Contract CON-CX-003-A1-07)
 32. Waterman Reverse Osmosis Facility/Brine Beds Development Agreement recorded at 2007-0845758
 33. Southwest Rainbow Valley Well Field Development Agreement recorded at 2007-0845759
 34. Rainbow Valley Water Storage Reservoir and Booster Station Development Agreement recorded at 2007-0845760
 35. Rainbow Valley Road Water Transmission Lines Development Agreement recorded at 2007-0845761
 36. H-7 Temporary Reverse Osmosis Facility Development Agreement recorded at 2007-0845762
 37. Infrastructure Reimbursement Agreement for Replacement of Tank Level Indicator at Booster Station 13 entered in May 2021
 38. Letter Agreement dated February 7, 2000, re: Fire Emergency Medical and Police Operations between City of Goodyear and SunChase Estrella Limited Partnership