



Letter of Intent

THIS LETTER OF INTENT (the "Document") made as of this 22nd day of December, 2023 (the "Execution Date"),

BETWEEN:

Benner-Nawman Inc of 3450 N Sabin Brown Rd, Wickenburg, AZ 85390

(the "Purchaser")

- AND -

Town of Wickenburg of 155 N Tegner St., Ste A Wickenburg, AZ 85390

(the "Seller")

BACKGROUND:

- A. The Seller is the owner of industrial property.
- B. The Purchaser wishes to purchase industrial property from the Seller.

This Document will establish the basic terms to be used in a future real estate contract for sale (the "Contract") between the Seller and the Purchaser. The terms contained in this Document are not comprehensive and it is expected that additional terms may be added, and existing terms may be changed or deleted. The basic terms are as follows:

1. Non-Binding

- 1. This Document does not create a binding agreement between the Purchaser and the Seller and will not be enforceable. Only the Contract, duly executed by the Purchaser and the Seller, will be enforceable. The terms and conditions of the Contract will supersede any terms and conditions contained in this Document. The Purchaser and the Seller are not prevented from entering into negotiations with third parties with regard to the subject matter of this Document.

2. Transaction Description

- 2. The property (the "Property") that is the subject of this Document is located at:
 - A triangle shape portion of property located in the NW corner of cross streets N.Industrial Dr and Sabin Brown Rd. Bordering a property located at 3450 N Sabin Brown Rd. Wickenburg, AZ 85390. APN# 505-41-152
 - This triangle section is part of APN# 505-41-008R 33.966816, -112.806282



3. **Purchase Price**

3. The Purchaser will pay to the Seller the amount of \$ (Fair market value as appraised) on or before the closing date as final payment in full for the Property.
4. The Purchaser will take possession of the Property on the agreed closing date.

5. **Real Property Disclosure**

5. The Seller does not know of any material facts that would affect the value of the Property, except those observable by the Purchaser or known to the Seller and stated in this Document.

6. **Representations**

6. The Seller represents and warrants that the Property is free and clear of any liens, charges, encumbrances or rights of third parties which will not be satisfied out of the sales proceeds. If the representations of the Seller are untrue upon the Closing Date, the Purchaser may terminate any future agreement without penalty and any deposits must be refunded.



7. **Terms and Conditions**

7. The Purchaser will accept the Property in its current state and condition without any further work, repairs, treatments, or improvements.

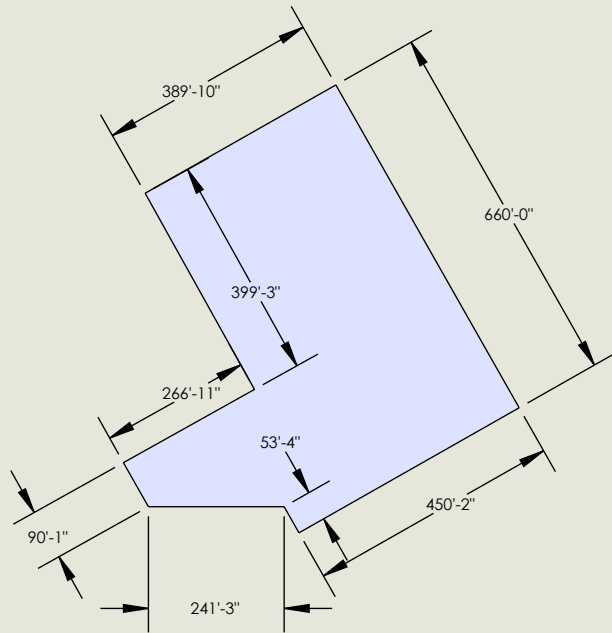
The Purchaser (Benner-Nawman) wishes to acquire the listed property to facilitate future growth.

Some examples of future growth include:

- Constructing a building or buildings similar in shape and size to the existing metal buildings in the area and within compliance of existing zoning and building codes. This additional building could become warehouse space for storage or could create office space. Both would help facilitate employment growth.
- Additional parking. Covered or uncovered. This space could be a site for employee parking.
- Adding a 1000 gallon propane tank to upgrade our facilities heating system
- Use for raw material storage. This would expand our footprint and allow us to store raw materials covered or uncovered. These would be materials needed for the assembly or shipping of products that we may already produce or potential new products .

Benner-Nawman has been an employer in the Wickenburg community since 1968. In the years since, this company has expanded and adjusted with change many times to create the thriving business it is today.

The family owned company is currently under management by the 4th generation since its inception in 1925. This new management has set goals for growth in both employment and community reach.



Current Property Dimensions



Proposed Property Dimensions

CONVERSION CHART		 PROPRIETARY AND CONFIDENTIAL THE INFORMATION CONTAINED IN THIS DRAWING IS THE SOLE PROPERTY OF BN PRODUCTS USA, LLC. ANY REPRODUCTION IN PART OR AS A WHOLE WITHOUT THE WRITTEN PERMISSION OF BN PRODUCTS USA, LLC IS PROHIBITED.	UNLESS OTHERWISE SPECIFIED:			BN Products USA, LLC				
1/16" = .0625	9/16" = .5625		DIMENSIONS ARE IN INCHES							
1/8" = .125	5/8" = .625		TOLERANCES:							
3/16" = .1875	11/16" = .6875		FRACTIONAL ± 1/32							
1/4" = .250	3/4" = .750		ANGULAR: MACH ± 1.0° BEND ±							
5/16" = .3125	13/16" = .8125		TWO PLACE DECIMAL ± .02							
3/8" = .375	7/8" = .875		THREE PLACE DECIMAL ± .003							
7/16" = .4375	15/16" = .9375		INTERPRET GEOMETRIC TOLERANCING PER: ANSI							
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CONVERSION CHART	
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To Whom It May Concern:

My name is Heidi Ross, and I am the Co-President of Benner-Nawman, Inc. Together with my brother Erik Kientz we are the fourth generation to lead our family business. My great grandfather R. B. Nawman founded our company along with Gus Benner in 1925 in Northern California.

Our company has been a staple in the Wickenburg community for over 50 years, but many reading this letter may not know the history of how we came to Arizona.

In 1968 we began looking for a location outside of California to move our manufacturing facility to. When we reached out to the Arizona Development Board, Wickenburg was one of the towns suggested. The timing was perfect as the Wickenburg Economic Enterprises, Inc. (WEE) and the Arizona State Employment Services had just concluded an Arizona Area Resource Study in regard to the effect the Brenda Cutoff would have on Wickenburg. The study confirmed the town's concerns that the bypass was going to have a negative effect on the tourist traffic and therefore the economic future of Wickenburg. *See insert

Aided by Industrial Air-Park

Wickenburg Seeks New Industry to Overcome Interstate Bypass



The study also stated that the "impending crisis of '72 (the expected completion of the Cutoff route) has served as a catalyst in stimulating the necessary community interest toward economic diversification."

The community interest took concrete form in Wickenburg Economic Enterprises, Inc., (W.E.E.), headed by business and civic leaders. A non-profit organization, it is directing its efforts toward industrial development as a further economic base for the community.

The joint study (above) revealed that Wickenburg had the necessary potential for such development. There are, for example, reasonable

(Continued on page 14)

The Town of Wickenburg, 54 miles northwest of Phoenix, has been the beneficiary of tourism for many years. However, cattle raising, agriculture, and some copper and gold mining make their contribution too.

The tourist trade includes winter visitors vacationing at the numerous dude ranches and guest lodges. Another part of tourism consists of the thousands of pleasure cars passing through but stopping for meals and perhaps lodging for a night or two. And while not strictly in the tourist class, countless truckers spend equally good money.

Wickenburg's economy, therefore, has been oriented toward tourism. Fully realizing this, local residents knew it was time for action when the alignment of Interstate 10 was defined as the Brenda Cutoff. True, Wickenburg is on U. S. 60-70-89-93, all carrying their share of tourist traffic. But the Brenda Cutoff, the new short route to the Coast, is many country miles to the south.

So, in 1968 the Town, Wickenburg Economic Enterprises, and Arizona State Employment Service prepared an Arizona Area Resource

Study. The study confirmed the belief that much of the base supporting the tourist components of the economy will be lost when the Brenda Cutoff is finished.

Inserts above show location of Wickenburg, and men at work in the new Industrial Air-Park. Air-Park is attracting new industry to bolster Wickenburg's economy in light of upcoming I-10 bypass.



In November 1968, my great uncle Robert Nawman (R.L. Nawman) and Jack Hansell flew to Phoenix for their first meetings with Shelby Dill, Chief of Industrial Development Section with the Arizona Development Board. They spent 2 very busy days meeting with officials in Florence, Coolidge, Casa Grande, Arizona City and Wickenburg.

On the second trip to Arizona one month later, Robert and Jack met with George Wellik, Ben Pollman, and Sabin Brown (all from the W.E.E. board) and Reg Craig and Lou Flowers from the Chamber of Commerce. A lease-purchase agreement for 10 acres and a 15,000 square foot building at the newly developed Industrial Airpark was proposed.

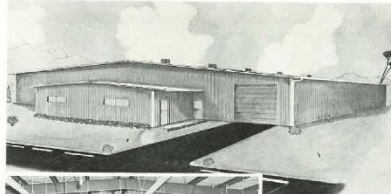
WICKENBURG AIR-PARK

(Continued from page 13)
distances to large markets, good Primary Highways, a non-congested environment, and a small but stable labor force. Utilities are available through a municipal water system, and gas and electricity furnished by Arizona Public Service Company.

Furthermore, the new municipal airport, Wellik Field, was officially opened last May. It has a 4,250-foot paved airstrip and is the focal point of the Industrial Air Park which was developed by the town government jointly with Wickenburg Economic Enterprises.

Incidentally the airport was named for George Wellik, owner of the famous "Flying E Guest Ranch" and active member of W. E. E. Present airport facilities include a hangar capable of housing six private planes, with others planned as needed. A terminal building is to be constructed in the near future, adjacent to aircraft fuel pumps and parking apron to complete initial phases of development.

First results of the efforts of W. E. E. and the town government were realized this summer when initial production of telephone booth products began following the completion of a \$100,000 plant for Benner-Nawman, Inc.,



Above and left new Benner-Nawman plant at Wickenburg Industrial Air Park. Varco-Pruden engineered building was constructed by Burleson Const. of Phoenix.



Bd. of Directors of Wickenburg Economic Enterprises I. to R. Mr. Marlon Boch, Mrs. Francis Nichols, Sabin Brown, James Alessi, Ben Pallman, President Roger Kirschman, Absent, George Wellik.



Solving a problem for Wickenburg Economic Enterprises

Using a Varco-Pruden Custom Engineered Metal Building, we provided Benner-Nawman, Inc. in the Wickenburg Airport Industrial Park with a 100x150x16 clear span structure having an office area of 96x20x12, the balance devoted to manufacturing space. Roofs and walls are factory baked on color with a 5-year guarantee. When speed of erection and building economy is a factor—call



BURLESON CONSTRUCTION CO., INC.
55 South 42nd Street Phones: 273-1850 & 273-7973
METAL BUILDINGS Franchised builders for VARCO-PRUDEN, Inc.

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of Oakland, Calif., at the Industrial Air Park.

Ceremonies marking the completion and operation of the 15,000 square foot facility were held in the plant with Benner-Nawman officials hosting 250 local residents at a western barbecue dinner and dance. Robert Newman, president of the Oakland firm, headed a 23-person delegation of company officials and their wives, who arrived by chartered plane. Guests of honor were W.E.E. officials, local officials, and businessmen.

Benner-Nawman manufactures telephone booth products in Illinois and California plants. Wickenburg was selected as the site for the firm's Southwestern plant due to "an attractive business climate and cooperative attitudes of this community," according to company officials.

Present employment at the plant is about 30 persons to handle the assembly of telephone booth products.

Builder/Architect September, 1969

W.E.E. officials point out that additional acreage in Industrial Air Park is available for other manufacturing and business plants

Burleson Construction Builds 1st Industrial Air-Park Plant

General contractor for the new Benner-Nawman plant in Industrial Air Park, Wickenburg, was Burleson Construction Company of Phoenix.

Burleson utilized a Varco-Pruden custom engineered metal building measuring 100' x 150' x 16', and covering 15,000 square feet. The \$100,000 structure is clear span and has an office area measuring 40' x 25' x 12'. Roof and walls are factory baked-on color with a 5-year guarantee.

Burleson Construction Co. is the franchised builder for Varco-Pruden Metal Buildings, V-P being one of the three largest manufacturers of metal buildings in the United States.

Whitney Stoval, President of Burleson, has been in metal building construction many years and points out that Varco-Pruden offers pre-engineered structures which also feature custom designs which are adaptable to unlimited architectural treatment. □

which are of compatible nature. The land can be obtained by lease, lease-option, or sale, and long term leases at low cost are offered to sound business firms that fit into the long-range planning program.

The importance of the new airport for the adjacent industrial park is quite obvious—private and commercial aircraft are using it, and pilots throughout the southwestern states have added the airport to their list of places to fly for a day, weekend of extended visit.

The above, then, is a resume of an instance of adversity stimulating a community to "grab the bull by the horns". Not a demonstration of sheer power and emotion, however, as the metaphor would suggest. But through intelligent study and planning. □

Builder/Architect September, 1969

On Valentines Day, 1969, Robert Nawman called Sabin Brown to let him know the lease agreement was signed and they were relocating to Wickenburg. The property of the industrial site and airport was annexed to the town on March 3rd, 1969.



Site preparations began immediately, and the foundation was poured on March 10th. As you can see from the photo, only our foundation and the initial runway were present at the time.

On May 17, 1969, a Ground Breaking ceremony took place.

Photo (L to R) Reg Craig, Shelby Dill, R. B. Nawman, Roger Kirshman, Arizona Governor Jack Williams, and Wickenburg Mayor Sam Hammerstrom.

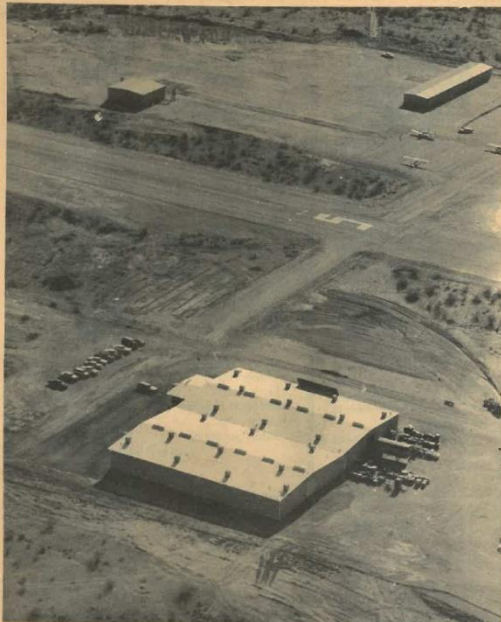


Construction was completed in a few short months and on July 1, 1969, the first completed phone booths came off the line. At the time we had about 12 employees, but that was just the beginning.



Our business continued to grow so much that we needed to double our warehouse space only a year after opening.

WICKENBURG, ARIZONA, SUN + FEBRUARY 12, 1970 + Page 9



John Wright 26th Year

Board of Trustees of Wickenburg Elementary School District No. 9 accepted the request of John L. Wright that he be relieved of his duties as Principal next school year and that he be assigned to classroom teaching duties. Mr. Wright had stated that it was his belief that "could best serve interests of the children of the district" as a classroom teacher.

Mr. Wright came to Wickenburg in the fall of 1944 when he became principal and 8th grade teacher. In 1946 he became principal of the Elementary School District and served faithfully in that capacity.

A native of Arizona, John holds a Master of Arts Degree in Education from Arizona State University.

Biggest Building In Town

The building addition to the Benner-Nawman facility is finished and Wickenburg Economic Enterprises is now completing the final documents necessary to turn the 15,000 square foot addition over to Benner-Nawman, Inc. on a lease-purchase contract.

This addition to the former 16,000 square foot facility makes the total size of the structure the largest roofed floor space in the town of Wickenburg. The Board of Directors of WEE are most pleased to see the rapid development of this fine company in our town, all of which has come about within less than one year. This tremendous success has been due to the confidence of the stockholders and investors of Wickenburg Economic Enterprises, Inc. in their Board of Directors.

—Double B Photo

Congratulations
Miss
WELCOME
Thursday
CALICO
57
around c

During the highest point of our manufacturing period, we were one of the largest employers in town with about 120 employees on two shifts.

With changes to the telephone industry in the late 1990s we had to close our manufacturing facility in Illinois and moved the corporate headquarters which was still in California to Wickenburg. The last phone booths went off the line in 2005.



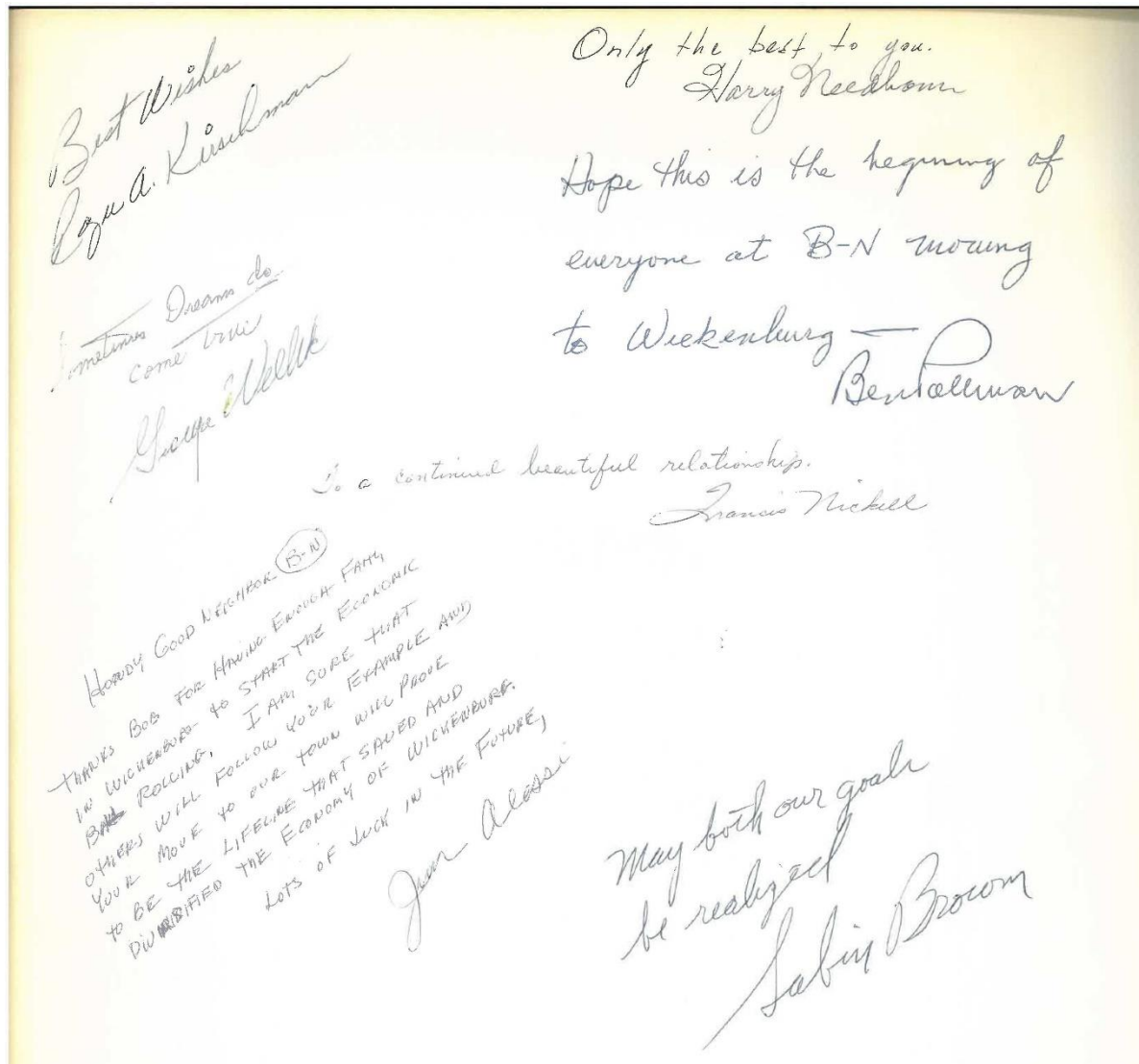
Over time we have expanded our physical size multiple times on our land, including an additional 17,500 square foot warehouse to the north that just opened last year. Photo shows our current footprint outlined in orange.

Over the years our business has evolved as we have weathered changing industries and economic ups and downs. Through it all we have continued to support this wonderful town and the residents who call it home. It has always been a top priority to provide as many job opportunities to our community as we could. Beyond supporting through jobs, we also give back to our community in many ways such as donating classroom supplies to every teacher in Wickenburg at the beginning of each school year.

One of our favorite ways we support local families in need is through our annual food boxes we do just prior to the December holiday. Just this week our staff and student volunteers helped pack over 150 food boxes to be delivered to students on the subsidized lunch program in Wickenburg, Morristown, Congress, Aguila. Together with an additional 109 donated food boxes, our staff helped deliver 259 boxes to help support these kids and their families during the two weeks the schools are closed.

Although we don't have hundreds of employees as we once did, we are growing. We currently have over 30 employees, with 80% of those living in Wickenburg or the immediate surrounding small communities. As our business expands so do opportunities for Wickenburg and its residents.

I will end with one last picture from the last page of the scrapbook that outlines the history I have shared. It is signed by some of the gentlemen who believed in Wickenburg and helped bring our business and my family to this town. I love George Welik's simple sentiment, "Sometimes dreams do come true".



Thank you for your time and consideration,

Heidi Ross

Co-President
Benner-Nawman Inc.



To whom it may concern, Town of Wickenburg

My name is Brian Young. I am writing this letter of interest on behalf of my employer Benner-Nawman Inc.

I would like to request negotiations regarding property owned by the Town of Wickenburg that borders property owned by Benner-Nawman.

The property in question is a triangle shaped portion of property located roughly in the SE corner of a property at address 3450 N Sabin Brown Rd. Wickenburg AZ 85390.

Our records indicate this triangle shaped section was originally owned by Benner-Nawman and was donated to the Town of Wickenburg in the late 60's to allow a town owned well to be dug. This well has long since been decommissioned and run its course. Only a few parts of the existing structure remain on site.

Our intent is to purchase this triangle section and have it available to us for future use.

Please see,

- **Exhibit 1 dimensions** for the current and proposed property boundary dimensions.
- **Exhibit 2 Map overview** for an aerial view of the properties in question.
- **Letter of intent** outlining what this acquisition could mean for our business and community.
- **Impact statement** outlining the benefits to our community and our employees.

Thank you for your consideration.

Brian Young

Director of operations &
Product development.

BN Products USA.

Benner-Nawman Inc.

PH: 928-684-2813

b.young@bnproducts.com

[3450 N. Sabin Brown Rd](#)

[Wickenburg, AZ 85390](#)