

DESERT MOUNTAIN ASSOCIATES, INC.
Broker/Salesperson-Client Registration Form

ALL OF THE INFORMATION MUST BE COMPLETED IN FULL

Client's Name: _____

Address: _____

City: _____ State: _____ Zip: _____

Home Phone: _____ Business Phone: _____ Fax: _____

Client's Interests (e.g., full golf vs. limited golf membership, lot only vs. home, primary vs. secondary residence, price range):

Salesperson's Name: _____

Brokerage Firm: _____

Address: _____

City: _____ State: _____ Zip: _____

Office Phone: _____ Office Fax: _____ Mobile Phone: _____

Note: As described below, if you are unable to personally accompany your client to Desert Mountain's Sales Center *due to special circumstances*, you may initiate registration by calling ahead to make an appointment for your client and by faxing both pages of this form to the Sales Center *PRIOR TO YOUR CLIENT'S ARRIVAL* at the Sales Center. The Sales Center is located at 37700 N. Desert Mountain Parkway, Scottsdale, Arizona 85262, Phone No. (480) 488-2998, Fax No. (480) 595-4300.

I hereby acknowledge having received a copy of this Registration Form and having read and understood the following Terms and Conditions which, effective January 1, 2004, pertain to commission entitlement. By registering a client when a broker/salesperson visits our Sales Center with such client, subject to the conditions set forth below, the broker will thereby establish commission entitlement with respect to the sale of a homesite or home by Desert Mountain Properties ("DMP") to such client. If such client purchases a Desert Mountain homesite or home, the broker will be entitled to receive a commission from Desert Mountain Associates, Inc. ("DMA"), *subject to the following*:

1. In order to avoid any misunderstandings involving commission entitlement, the registration establishes the broker as a "Buyer-Broker" with the commission to be paid by DMA.
2. DMA will honor the registration for one year from the date of registration, subject to the following:
 - A. Outside commissions will *not* be paid to the broker requesting registration on sales where the buyer who is claimed to be represented by a broker/salesperson (i) visited Desert Mountain on a prior visit, unaccompanied by such broker/salesperson, and has been working with a DMA Sales Executive, (ii) was otherwise previously entered in our Prospect Tracking System, *or* (iii) where the buyer thereafter is accompanied to the Sales Center by another broker/salesperson whom the buyer identifies as his/her representative at the time the buyer submits an earnest money deposit or executes a purchase contract.

- B. DMA requires that local brokers/salespersons accompany their clients to Desert Mountain whenever possible and register them in person at the Sales Center. For out-of-state brokers *and under special circumstances* where local brokers/salespersons cannot personally accompany their client, DMA will honor a "call ahead" registration provided that (i) DMA receives the broker's/salesperson's call, prior to the client's visit, to make an appointment, (ii) the broker/salesperson faxes to DMA, prior to the client's visit, this completed Registration Form to initiate registration, *and* (iii) the client keeps the scheduled appointment. DMA will not establish registrations where brokers/salespersons merely drive by the Sales Center or where brokers/salespersons send prospective buyers to Desert Mountain with instructions to advise our Sales Executives that a particular broker or salesperson is working with the buyer.
- C. DMA will pay outside commissions on sales which ultimately close, provided such sales are placed under contract within one year following the effective date of registration. Brokers/Salespersons may extend the registration period for one additional one-year period by either revisiting the Sales Center with their client or sending written notice, in either case prior to the end of the initial registration period. Neither DMA nor DMP will be responsible for paying more than one commission. In the event of conflicting claims from outside brokers or salespersons regarding commission entitlement, or, in situations where the buyer disclaims any "procuring cause" involvement or representation by the claiming broker/salesperson, DMA and DMP reserve the right to withhold any or all payments until any such conflict is resolved as to all parties. In most cases, the buyer's confirmation of the broker/salesperson who represented him/her will be dispositive in resolving conflicts, but DMA and DMP may (without being required to do so) submit disputes to arbitration or other third-party dispute resolution process.
3. DMA will pay a commission rate of five percent (5%) on a homesite (lot) and three percent (3%) on the ABase Model Cost (i.e., base price, excluding options and upgrades) of a new home and on the underlying lot. In both cases, the commission will be calculated against the real estate component of the purchase price (lot, inclusive of Base Model Cost of any developer-built home), as well as the full Membership Contribution of the full-golf privilege Deferred Equity Golf Membership in The Desert Mountain Club (currently \$275,000) included in the purchase price. Where a Deferred Equity *Club* Membership (limited golf) is instead included in the purchase price, the commission will be calculated against the full \$50,000 Membership Contribution allocated to such membership. Commissions on both homes and homesites are calculated on net purchase price actually paid (net of price reductions, promotional discounts, trade-in property value and Club account credits). On a homesite, the commission is deemed earned and is paid at the close of escrow.

Submitted by: _____
Signature of Broker/Salesperson

Date: _____

**Please Fax both pages of the completed form to the Desert Mountain Sales Center
480/595-4300
Attention: Lois E. Reichert**

(TO BE COMPLETED BY DESERT MOUNTAIN ASSOCIATES, INC.):

Registration Effective Date: _____

SUBJECT TO ABOVE TERMS AND
CONDITIONS, RECEIPT OF REGISTRATION
ACKNOWLEDGED BY:

Registration Expiration Date: _____

Authorized DMA Representative