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Attorneys for PETITIONER

D.R. HORTON – SCHULER HOMES, LLC,

a Delaware limited liability company,

d.b.a. D.R. HORTON-SCHULER DIVISION

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of

DOCKET NO. A06-771

D.R. HORTON – SCHULER HOMES, LLC,

a Delaware limited liability company, d.b.a.

D.R. HORTON-SCHULER DIVISION

To Amend the Agricultural Land Use  
District Boundaries into the Urban Land Use  
District for Approximately 1,525.516 Acres  
in Ewa District, Island of Oahu, Tax Map  
Key Nos. (1) 9-1-017:004 (por.), 059 and  
072; (1) 9-1-018:001 and 004

**THIRD AMENDED PETITION FOR  
LAND USE DISTRICT BOUNDARY AMENDMENT**

**VERIFICATION**

**PETITION EXHIBITS “1B”, “2D”, “3B”, “5B”, “8A”, “12B”, “13B”, “14B”, “15B”,  
“17B”, “18B”, “19B”, “20A”, “21A”, “22A”, “23A”, AND “25” - “30”**

**AND**

**CERTIFICATE OF SERVICE**

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\* Please see Petition for Land Use District Boundary Amendment and Exhibits filed with the Commission on January 24, 2007.

\*\* Please see Amended Petition for Land Use District Boundary Amendment and Exhibits filed with the Commission on September 19, 2008.

\*\*\* Please see Second Amended Petition for Land Use District Boundary Amendment and Exhibits filed with the Commission on May 18, 2011.

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- EXHIBIT “27”** MAP 1514 OF LAND COURT APPLICATION 1069, SUBDIVISION OF LOT 10067-B AS SHOWN ON MAP 876 INTO LOTS 10067-B-1 AND 10067-B-2 AT HONOULIULI, EWA, OAHU, HAWAII
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CERTIFICATE OF SERVICE

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<sup>\*\*\*</sup> Please see Second Amended Petition for Land Use District Boundary Amendment and Exhibits filed with the Commission on May 18, 2011.

BEFORE THE LAND USE COMMISSION

OF THE STATE OF HAWAII

In the Matter of the Petition of

D.R. HORTON – SCHULER HOMES, LLC,  
a Delaware limited liability company, d.b.a.  
D.R. HORTON-SCHULER DIVISION

To Amend the Agricultural Land Use  
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DOCKET NO. A06-771

THIRD AMENDED PETITION FOR  
LAND USE DISTRICT BOUNDARY  
AMENDMENT

**THIRD AMENDED PETITION  
FOR LAND USE DISTRICT BOUNDARY AMENDMENT**

**COMES NOW, D.R. HORTON – SCHULER HOMES, LLC**, a Delaware limited liability company, d.b.a. D.R. HORTON-SCHULER DIVISION, whose principal place of business is 650 Iwilei Road, Suite 209, Honolulu, Hawaii 96817 (“**Petitioner**”), by and through its attorneys, the law firm of IMANAKA KUDO & FUJIMOTO, a limited liability law company, and hereby submits the following amendments to its Petition for Land Use District Boundary Amendment, filed with the State Land Use Commission (“**Commission**”) on January 24, 2007, as amended on September 19, 2008, and May 18, 2011 (collectively referred to as “**Second Amended Petition**”).

Petitioner respectfully submits this amendment to the Second Amended Petition pursuant to Hawaii Administrative Rules (“**HAR**”) § 15-15-43, which states in relevant part that:

All pleadings may be amended at any time until forty-five days prior to the hearing date set pursuant to section 15-15-51. Amendments offered prior to the hearing date shall be served on all parties and filed with the commission. All parties shall have the opportunity to provide any further response to address the amended pleading up to thirty days prior to the hearing date set pursuant to section 15-15-51.

## I. INTRODUCTION

On January 24, 2007, Petitioner filed with the Commission its petition to reclassify approximately 1,553.844 acres of land in the Ewa District, Island of Oahu, from the Agricultural District to the Urban District in Commission Docket No. A06-771, and filed amendments thereto on September 19, 2008 (“**First Amended Petition**”), and May 18, 2011 (“**Second Amended Petition**”). Petitioner seeks the reclassification of the land to develop a mixed-use, transit-ready community (“**Ho‘opili**” or the “**Project**”).

On July 7, 2011, the Commission determined that the petition for this docket is ready for processing. *See* ORDER GRANTING PETITIONER’S MOTION FOR DETERMINATION THAT ITS SECOND AMENDED PETITION CURES THE DEFICIENCY OF ITS FIRST AMENDED PETITION AND IS READY FOR PROCESSING.

Subsequently, it has come to Petitioner’s attention that portions of the petition area for this docket that had been slated for Kualaka‘i Parkway has been condemned, subdivided, and conveyed to the State of Hawaii. As such, Petitioner files this amended pleading to exclude approximately 28.328 acres of land from the petition area that has been or will be dedicated to the State of Hawaii for such purpose.

## II. AMENDMENTS

Petitioner is amending its Second Amended Petition by: (1) excluding from the petition area for this docket approximately 28.328 acres of land, consisting of approximately 24.092 acres of land identified as Lot 10067-B-2 as shown on Map 1514 of Land Court Application No. 1069 (or as TMK No. (1) 9-1-017:096 (por.)) and approximately 4.236 acres of property identified as Lot 10067-B-1-B, as shown on Map 1523, of Land Court Application No. 1069 (or as TMK No. (1) 9-1-017:004 (por.)); (2) replacing Petition Exhibits “1A”, “2C”, “3A”, “5A”, “8”, “12A”, “13A”, “14A”, “15A”, “17A”, “18A”, “19A”, “20”, “21”, “22”, and “23” with

Petition Exhibits “1B”, “2D”, “3B”, “5B”, “8A”, “12B”, “13B”, “14B”, “15B”, “17B”, “18B”, “19B”, “20A”, “21A”, “22A”, and “23A”, respectively; and (3) filing Petition Exhibits “25” through “30”.

**A. REVISED PETITION SECTIONS**

The supplemental information in the above revised “TABLE OF CONTENTS” shall amend and replace the “TABLE OF CONTENTS” set forth in the Second Amended Petition.

**B. REDUCED PETITION AREA**

On July 25, 2006, the Circuit Court of the First Circuit, State of Hawaii, issued a Final Order of Condemnation, Civil No. 05-1-0307-02 SSM (“**FINAL ORDER OF CONDEMNATION**”), attached hereto as Petition Exhibit “25”, under which a portion of Lot 10067-B as shown on Map 876 of State of Hawaii Land Court (“**Land Court**”) Application No. 1069, was to be condemned by the State of Hawaii “for the construction, preservation, and protection of a public highway to wit: North South Road, Federal Aid Project No. STP-8930(3), Kapolei Parkway to Farrington Highway[.]” See FINAL ORDER OF CONDEMNATION at 3-4.

On August 18, 2010, the Land Court authorized and approved the subdivision of Lot 10067-B into Lots 10067-B-1 (157.554 acres) and 10067-B-2 (24.092 acres), and transferred the ownership of Lot 10067-B-2 to the State of Hawaii. See LAND COURT ORDER NO. 184988 ON CERTIFICATE NO. 795,121 RECORDED ON NOVEMBER 23, 2010 (“**Lot 10067-B-2 LAND COURT ORDER**”), attached hereto as Petition Exhibit “26”, and MAP 1514 OF LAND COURT APPLICATION 1069, SUBDIVISION OF LOT 10067-B AS SHOWN ON MAP 876 INTO LOTS 10067-B-1 AND 10067-B-2 AT HONOULIULI, EWA, OAHU, HAWAII (“**Lot 10067-B-2 LAND COURT MAP**”), attached hereto as Petition Exhibit “27”. As such, Petitioner is no longer the owner in fee simple of Lot 10067-B-2, otherwise identified as TMK No. (1) 9-1-017:096 (por.). See Tax Map for City & County

of Honolulu, Zone 9 Section 1 Plat 17, attached hereto as Petition Exhibit “28” (“**Tax Map for (1) 9-1-017**”).

On February 3, 2011, the Land Court authorized and approved the subdivision of the remaining Lot 10067-B-1 into Lots 10067-B-1-A (153.318 acres) and 10067-B-1-B (4.236 acres), for the purpose of transferring the title to Lot 10067-B-1-B to the State of Hawaii, again, for the “construction, preservation and protection of North South Road, Kapolei Parkway to Farrington Highway[.]” See LAND COURT ORDER NO. 187056 ON CERTIFICATE NO. 1,004,824 RECORDED ON MAY 18, 2011 (“**Lot 10067-B-1-B LAND COURT ORDER**”) at 7, attached hereto as Petition Exhibit “29”, and MAP 1523 OF LAND COURT APPLICATION 1069, SUBDIVISION OF LOT 10067-B-1 AS SHOWN ON MAP 1514 INTO LOTS 10067-B-1-A AND 10067-B-1-B AND CANCELLATION OF RESTRICTION OF VEHICLE ACCESS RIGHTS AS SHOWN ON MAP 1514 AND DESIGNATION OF RESTRICTION OF VEHICLE ACCESS RIGHTS AFFECTING LOT 10067-B-1-A AT HONOULIULI, EWA, OAHU, HAWAII (“**LOT 10067-B-1-B LAND COURT MAP**”), attached hereto as Petition Exhibit “30”. As such, Lot 10067-B-1-B, which is currently still identified as a portion of TMK No. (1) 9-1-017:096, will be dedicated to the State of Hawaii in the near future. See Tax Map for (1) 9-1-017.

Based on the foregoing, Petitioner hereby excludes Lot 10067-B-2 (24.092 acres) and Lot 10067-B-1-B (4.236 acres), a total of 28.328 acres, from the petition area for this docket.

### **C. REVISED EXHIBITS**

To reflect the exclusion of the aforementioned 28.328 acres from the petition area, any and all references to Petition Exhibits “1A”, “2C”, “3A”, “5A”, “8”, “12A”, “13A”, “14A”, “15A”, “17A”, “18A”, “19A”, “20”, “21”, “22”, and “23” shall be amended and replaced with Petition Exhibits “1B”, “2D”, “3B”, “5B”, “8A”, “12B”, “13B”, “14B”, “15B”, “17B”, “18B”, “19B”, “20A”, “21A”, “22A”, and “23A”, respectively. Petition Exhibits “25” – “30” are

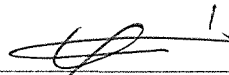
submitted for the purpose of providing background information for the exclusion of Lots 10067-B-2 and 10067-B-1-B from the petition area. All other exhibits not otherwise mentioned are current and not affected by the supplemental information.

### III. CONCLUSION

Based upon the foregoing, Petitioner respectfully submits the foregoing amendments pursuant to HAR § 15-15-43 for the Commission's review and appropriate action.

DATED: Honolulu, Hawaii, July 25, 2011.

Of Counsel:  
IMANAKA KUDO & FUJIMOTO  
A Limited Liability Law Company



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BENJAMIN A. KUDO  
NAOMI U. KUWAYE  
YUKO FUNAKI

Attorneys for Petitioner  
D.R. HORTON – SCHULER HOMES, LLC, a  
Delaware limited liability company, d.b.a.  
D.R. HORTON-SCHULER DIVISION



**VERIFICATION**

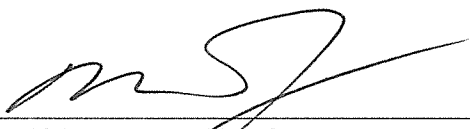
STATE OF HAWAII

SS:

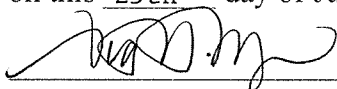
CITY AND COUNTY OF HONOLULU

I, Michael T. Jones, being duly sworn on oath depose and say that I am the Division President of D.R. HORTON – SCHULER HOMES, LLC, a Delaware limited liability company, d.b.a. D.R. HORTON-SCHULER DIVISION, and as such am authorized to make this verification on behalf of the Company, that I have read the foregoing Third Amended Petition and have full knowledge of the contents thereof, and that the same are true to the best of my knowledge, information and belief.

D.R. HORTON – SCHULER HOMES, LLC,  
a Delaware limited liability company,  
d.b.a. D.R. HORTON-SCHULER DIVISION

By   
MICHAEL T. JONES  
Division President

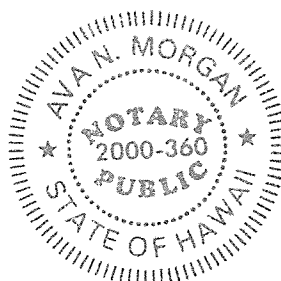
Subscribed and sworn to before me  
on this 25th day of July, 2011.



Notary Public, State of Hawaii  
Ava N. Morgan

Printed Name

My commission expires: 7/23/2012



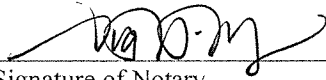
[NOTARY CERTIFICATION STATEMENT on next page]

NOTARY CERTIFICATION STATEMENT

Document Identification or Description: THIRD AMENDED PETITION  
FOR LAND USE DISTRICT BOUNDARY AMENDMENT, VERIFICATION,  
PETITION EXHIBITS, AND CERTIFICATE OF SERVICE

Document Date: 7/25/2011 or  Undated at time of notarization.

No. of Pages: 94 Jurisdiction: First Circuit  
(in which notarial act is performed)



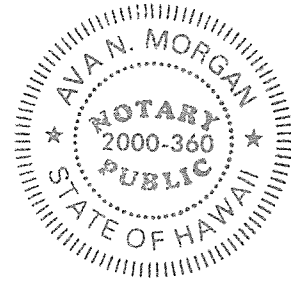
Signature of Notary

7/25/2011

Date of Notarization and  
Certification Statement

Ava N. Morgan

Printed Name of Notary



(Official Stamp or Seal)

BEFORE THE LAND USE COMMISSION  
OF THE STATE OF HAWAII

In the Matter of the Petition of

D.R. HORTON – SCHULER HOMES, LLC,  
a Delaware limited liability company, d.b.a.  
D.R. HORTON-SCHULER DIVISION

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072; (1) 9-1-018:001 and 004

DOCKET NO. A06-771

CERTIFICATE OF SERVICE

**CERTIFICATE OF SERVICE**

I hereby certify that the foregoing **THIRD AMENDED PETITION FOR LAND USE DISTRICT BOUNDARY AMENDMENT; VERIFICATION; PETITION EXHIBITS “1B”, “2D”, “3B”, “5B”, “8A”, “12B”, “13B”, “14B”, “15B”, “17B”, “18B”, “19B”, “20A”, “21A”, “22A”, “23A”, AND “25” - “30”;** and **CERTIFICATE OF SERVICE** was duly served by certified mail or personally served to each of the following persons on the 25th day of July, 2011, addressed as follows:

State of Hawaii  
Department of Business,  
Economic Development and Tourism  
OFFICE OF PLANNING  
Attn: Jesse K. Souki, Esq.  
State Office Tower  
235 South Beretania Street, 6th Floor  
Honolulu, Hawaii 96813

HAND DELIVERY

State of Hawaii  
Department of Business, Economic  
Development and Tourism  
OFFICE OF PLANNING  
Land Use Division  
Attn: Ms. Mary Lou Kobayashi  
State Office Tower  
235 South Beretania Street, 6th Floor  
Honolulu, Hawaii 96813

HAND DELIVERY

State of Hawaii  
DEPARTMENT OF THE ATTORNEY GENERAL  
Attn: David M. Louie, Esq.  
Deborah D. Emerson, Esq.  
Bryan C. Yee, Esq.  
Hale Auhau  
425 Queen Street  
Honolulu, Hawaii 96813

CERTIFIED MAIL

City and County of Honolulu  
DEPARTMENT OF PLANNING AND PERMITTING  
Attn: Mr. David Tanoue, Director  
650 South King Street, 7th Floor  
Honolulu, Hawaii 96813

CERTIFIED MAIL

City and County of Honolulu  
PLANNING COMMISSION  
650 South King Street  
Honolulu, Hawaii 96813

CERTIFIED MAIL

City and County of Honolulu  
DEPARTMENT OF THE CORPORATION COUNSEL  
Attn: Robert Carson Godbey, Esq.  
530 South King Street, Room 110  
Honolulu, Hawaii 96813

CERTIFIED MAIL

D.R. HORTON – SCHULER HOMES, LLC,  
d.b.a. D.R. Horton-Schuler Division  
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Mr. Robert Q. Bruhl, Vice President  
Mr. Cameron Nekota, Vice President  
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Honolulu, Hawaii 96817

CERTIFIED MAIL

FRIENDS OF MAKAKILO  
Attn: Mr. Kioni Dudley, President  
92-1365 Hauone Street  
Kapolei, Hawaii 96707

CERTIFIED MAIL

SIERRA CLUB, HAWAII' I CHAPTER O'AHU GROUP  
Attn: Mr. Randy Ching, Vice Chair  
P.O. Box 2577  
Honolulu, Hawaii 96803

CERTIFIED MAIL

U.S. FILTER OPERATING SERVICES, INC.  
55 Shuman Boulevard  
Naperville, IL 60563

CERTIFIED MAIL

DEPARTMENT OF THE ARMY  
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Headquarters, United States  
Army Garrison, Hawaii  
Schofield Barracks, Hawaii 96857-5000

CERTIFIED MAIL

State of Hawaii  
DEPARTMENT OF TRANSPORTATION  
Highways Division  
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Kapolei, Hawaii 96707

CERTIFIED MAIL

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Honolulu, Hawaii 96840

CERTIFIED MAIL

HAWAIIAN TELCOM, INC.  
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P.O. Box 2200  
Honolulu, Hawaii 96841

CERTIFIED MAIL

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City and County of Honolulu  
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Honolulu, Hawaii 96843-0001

CERTIFIED MAIL

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Ewa Beach, Hawaii 96706

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Mr. Larry G. Jefts  
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Mr. Henry E. Gibson  
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Kapolei, Hawaii 96707

CERTIFIED MAIL

Mr. Frank Law  
91-1008 Aipo'ola Street  
Ewa Beach, Hawaii 96706

CERTIFIED MAIL

SYNGENTA SEEDS, INC.  
P.O. Box 8  
Kunia, Hawaii 96759

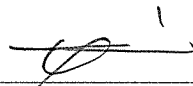
CERTIFIED MAIL

ROBERTS HAWAII SCHOOL BUS, INC.  
680 Iwilei Road, Suite 700  
Honolulu, Hawaii 96817

CERTIFIED MAIL

DATED: Honolulu, Hawaii, July 25, 2011.

Of Counsel:  
IMANAKA KUDO & FUJIMOTO  
A Limited Liability Law Company



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BENJAMIN A. KUDO  
NAOMI U. KUWAYE  
YUKO FUNAKI

Attorneys for Petitioner  
D.R. HORTON – SCHULER HOMES, LLC,  
a Delaware limited liability company,  
d.b.a. D.R. HORTON-SCHULER DIVISION