WESTERN PACIFIC HOUSING TORREY MULTI FAMILY LLC

Form T-3 May 22, 2008

# SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

#### FORM T-3

APPLICATION FOR QUALIFICATION OF INDENTURE UNDER THE TRUST INDENTURE ACT OF 1939

D.R. HORTON, INC.

and the

co-applicants listed on the following pages

(Name of Applicants)

301 Commerce Street, Suite 500

Fort Worth, Texas 76102

(Address of Principal Executive Office)

# SECURITIES TO BE ISSUED UNDER THE INDENTURE TO BE QUALIFIED

Title of Class Amount

9.75% Senior Notes due 2010

Up to \$113,500,000 aggregate principal amount

Approximate date of proposed public offering:

As soon as practicable after the date of this Application for Qualification.

Ted I. Harbour

Senior Vice President, Assistant Secretary and Chief Legal Officer

D.R. Horton, Inc.

301 Commerce Street, Suite 500

Fort Worth, Texas 76102

(817) 390-8200

(Name and Address of Agent for Service)

With a copy to:

Gibson, Dunn & Crutcher LLP 2100 McKinney Avenue, Suite 1100 Dallas, Texas 75201

(214) 698-3100

Attention: Irwin F. Sentilles III, Esq.

The obligors hereby amend this application for qualification on such date or dates as may be necessary to delay its effectiveness until: (i) the 20th day after the filing of an amendment which specifically states that it shall supersede this application, or (ii) such date as the Commission, acting pursuant to Section 307(c) of the Trust Indenture Act of 1939, may determine upon written request.

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The following direct and indirect subsidiaries of D.R. Horton, Inc. are guarantors of the 9.75% Senior Notes due 2010 and are co-applicants on this Form T-3.

	Jurisdiction of Incorporation	I.R.S. Employer Identification
Name of Co-Applicant	or Organization	No.
C. Richard Dobson Builders, Inc.	Virginia	54-1082672
CH Investments of Texas, Inc.	Delaware	86-0831611
CHI Construction Company	Arizona	86-0533370
CHTEX of Texas, Inc.	Delaware	74-2791268
Continental Homes, Inc.	Delaware	86-0515339
Continental Homes of Texas, L.P.	Texas	74-2791904
Continental Residential, Inc.	California	86-0596757
D.R. Horton Emerald, Ltd.	Texas	75-2926873
D.R. Horton, Inc. Birmingham	Alabama	62-1666398
D.R. Horton, Inc. Chicago	Delaware	75-2795240
D.R. Horton, Inc. Denver	Delaware	75-2666727
D.R. Horton, Inc. Dietz-Crane	Delaware	75-2926868
D.R. Horton, Inc. Fresno	Delaware	75-2926871
D.R. Horton, Inc. Greensboro	Delaware	75-2599897
D.R. Horton, Inc. Gulf Coast	Delaware	75-2926872
D.R. Horton, Inc. Jacksonville	Delaware	75-2460269
D.R. Horton, Inc. Louisville	Delaware	75-2636512
D.R. Horton, Inc. Minnesota	Delaware	75-2527442
D.R. Horton, Inc. New Jersey	Delaware	75-2665362
D.R. Horton, Inc. Portland	Delaware	75-2763765
D.R. Horton, Inc. Sacramento	California	75-2569592
D.R. Horton, Inc. Torrey	Delaware	75-2689997
D.R. Horton LA North, Inc.	Delaware	65-1218941
D.R. Horton Los Angeles Holding Company, Inc.	California	75-2589298
D.R. Horton Management Company, Ltd.	Texas	75-2436079
D.R. Horton Materials, Inc.	Delaware	75-2926870
D.R. Horton OCI, Inc.	Delaware	65-1218940
D.R. Horton Schuler Homes, LLC	Delaware	02-0548194
D.R. Horton Texas, Ltd.	Texas	75-2491320
D.R. Horton VEN, Inc.	California	75-2589293
DRH Cambridge Homes, Inc.	California	75-2589359
DRH Cambridge Homes, LLC	Delaware	75-2797879
DRH Construction, Inc.	Delaware	75-2633738
DRH Regrem VII, LP	Texas	75-2926874
DRH Regrem VIII, LLC	Delaware	75-2926876
DRH Regrem XI, Inc.	Delaware	65-1218942
DRH Regrem XII, LP	Texas	65-1218943
	Delaware	
DRH Regreem XIII, Inc.		20-4973832
DRH Regreem XIV, Inc.	Delaware	20-4974035
DRH Regrem XV, Inc.	Delaware	20-4974123
DRH Regrem XVI, Inc.	Delaware	20-4974218
DRH Regrem XVII, Inc.	Delaware	20-4974283
DRH Regrem XVIII, Inc.	Delaware	20-4974344

DRH Regrem XIX, Inc.	Delay	vare 20-4974420
DRH Regrem XX, Inc.	Delay	vare 20-4974895
DRH Regrem XXI, Inc.	Delay	vare 20-4975007
DRH Regrem XXII, Inc.	Delay	vare 20-4975092
DRH Regrem XXIII, Inc.	Delay	vare 20-4975165
DRH Regrem XXIV, Inc.	Delay	vare 20-4975234
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Name of Co-Applicant	Jurisdiction of Incorporation or Organization	I.R.S. Employer Identification No.
DRH Regrem XXV, Inc.	Delaware	75-2440439
DRH Southwest Construction, Inc.	California	75-2589289
DRH Tucson Construction, Inc.	Delaware	75-2709796
DRHI, Inc.	Delaware	75-2433464
HPH Homebuilders 2000 L.P.	California	68-0368156
KDB Homes, Inc.	Delaware	86-0565376
Meadows I, Ltd.	Delaware	75-2436082
Meadows II, Ltd.	Delaware	51-0342206
Meadows VIII, Ltd.	Delaware	75-2824511
Meadows IX, Inc.	New Jersey	75-2684821
Meadows X, Inc.	New Jersey	75-2684823
Melmort Co.	Colorado	84-1261600
Melody Homes, Inc.	Delaware	88-0309544
Schuler Homes of Arizona LLC	Delaware	99-0350555
Schuler Homes of California, Inc.	California	99-0328127
Schuler Homes of Oregon, Inc.	Oregon	99-0330791
Schuler Homes of Washington, Inc.	Washington	99-0329483
Schuler Mortgage, Inc.	Delaware	99-0349664
Schuler Realty Hawaii, Inc.	Hawaii	99-0290556
SGS Communities at Grande Quay, L.L.C.	New Jersey	22-3481784
SHA Construction LLC	Delaware	86-1002579
SHLR of California, Inc.	California	99-0350554
SHLR of Colorado, Inc.	Colorado	99-0336801
SHLR of Nevada, Inc.	Nevada	99-0343628
SHLR of Utah, Inc.	Utah	99-0336937
SHLR of Washington, Inc.	Washington	99-0334375
SRHI LLC	Delaware	99-0343629
SSHI LLC	Delaware	91-1842222
Vertical Construction Corporation	Delaware	22-3216488
Western Pacific Funding, Inc.	California	68-0346564
Western Pacific Housing Co., a California Limited Partnership	California	33-0634552
Western Pacific Housing, Inc.	Delaware	95-4887164
Western Pacific Housing Management, Inc.	California	95-4692688
Western Pacific Housing-Antigua, LLC	Delaware	95-4750872
Western Pacific Housing-Aviara, L.P.	California	95-4550008
Western Pacific Housing-Boardwalk, LLC	Delaware	95-4871227
Western Pacific Housing-Broadway, LLC	Delaware	95-4850687
Western Pacific Housing-Canyon Park, LLC	Delaware	95-4716219
Western Pacific Housing-Carmel, LLC	Delaware	95-4717091
Western Pacific Housing-Carrillo, LLC	Delaware	95-4815705
Western Pacific Housing-Communications Hill, LLC	Delaware	95-4637162
Western Pacific Housing-Copper Canyon, LLC	Delaware	95-4817406
Western Pacific Housing-Creekside, LLC	Delaware	95-4769848
Western Pacific Housing-Culver City, L.P.	California	95-4539563
Western Pacific Housing-Del Valle, LLC	Delaware	95-4887242

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Western Pacific Housing-Lomas Verdes, LLC	Delaware	95-4783214
Western Pacific Housing-Lost Hills Park, LLC	Delaware	95-4652041
Western Pacific Housing-McGonigle Canyon, LLC	Delaware	95-4735759
Western Pacific Housing-Mountaingate, L.P.	California	95-4539564
Western Pacific Housing-Norco Estates, LLC	Delaware	95-4686652
Western Pacific Housing-Oso, L.P.	California	95-4496774
Western Pacific Housing-Pacific Park II, LLC	Delaware	95-4636584
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	Jurisdiction of Incorporation	I.R.S. Employer Identification
Name of Co-Applicant	or Organization	No.
Western Pacific Housing-Park Avenue East, LLC	Delaware	52-2350169
Western Pacific Housing-Park Avenue West, LLC	Delaware	95-4888647
Western Pacific Housing-Playa Vista, LLC	Delaware	95-4879655
Western Pacific Housing-Poinsettia, L.P.	California	95-4619838
Western Pacific Housing-River Ridge, LLC	Delaware	95-4870837
Western Pacific Housing-Robinhood Ridge, LLC	Delaware	95-4838666
Western Pacific Housing-Santa Fe, LLC	Delaware	95-4741001
Western Pacific Housing-Scripps, L.P.	California	95-4608187
Western Pacific Housing-Scripps II, LLC	Delaware	95-4688133
Western Pacific Housing-Seacove, L.P.	California	95-4473471
Western Pacific Housing-Studio 528, LLC	Delaware	95-4877069
Western Pacific Housing-Terra Bay Duets, LLC	Delaware	95-4878114
Western Pacific Housing-Torrance, LLC	Delaware	95-4879653
Western Pacific Housing-Torrey Commercial, LLC	Delaware	95-4769208
Western Pacific Housing-Torrey Meadows, LLC	Delaware	95-4878113
Western Pacific Housing-Torrey Multi-Family, LLC	Delaware	95-4781243
Western Pacific Housing-Torrey Village Center, LLC	Delaware	95-4837541
Western Pacific Housing-Vineyard Terrace, LLC	Delaware	95-4761820
Western Pacific Housing-Windemere, LLC	Delaware	95-4879656
Western Pacific Housing-Windflower, L.P.	California	95-4504317
WPH-Camino Ruiz, LLC	Delaware	95-4802985
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Form of Twenty-Ninth Supplemental Indenture

Offering Memorandum and Consent Solicitation Statement

Form of Letter of Transmittal and Consent

Form of Letter to Brokers

Statement of Eligibility and Qualification

## **GENERAL**

## 1. General Information

Name of Applicant	Form of Organization (a)	State of Organization (b)
D.R. Horton, Inc.	Corporation	Delaware
C. Richard Dobson Builders, Inc.	Corporation	Virginia
CH Investments of Texas, Inc.	Corporation	Delaware
CHI Construction Company	Corporation	Arizona
CHTEX of Texas, Inc.	Corporation	Delaware
Continental Homes of Texas, L.P.	Limited Partnership	Texas
Continental Homes, Inc.	Corporation	Delaware
Continental Residential, Inc.	Corporation	California
D.R. Horton Emerald, Ltd.	Limited Partnership	Texas
D.R. Horton Schuler Homes, LLC	Limited Liability Company	Delaware
D.R. Horton Texas, Ltd.	Limited Partnership	Texas
D.R. Horton LA North, Inc.	Corporation	Delaware
D.R. Horton Los Angeles Holding Company, Inc.	Corporation	California
D.R. Horton Management Company, Ltd.	Limited Partnership	Texas
D.R. Horton Materials, Inc.	Corporation	Delaware
D.R. Horton OCI, Inc.	Corporation	Delaware
D.R. Horton VEN, Inc.	Corporation	California
D.R. Horton, Inc. Birmingham	Corporation	Alabama
D.R. Horton, Inc. Chicago	Corporation	Delaware
D.R. Horton, Inc. Denver	Corporation	Delaware
D.R. Horton, Inc. Dietz-Crane	Corporation	Delaware
D.R. Horton, Inc. Fresno	Corporation	Delaware
D.R. Horton, Inc. Greensboro	Corporation	Delaware
D.R. Horton, Inc. Gulf Coast	Corporation	Delaware
D.R. Horton, Inc. Jacksonville	Corporation	Delaware
D.R. Horton, Inc. Louisville	Corporation	Delaware
D.R. Horton, Inc. Minnesota	Corporation	Delaware
D.R. Horton, Inc. New Jersey	Corporation	Delaware
D.R. Horton, Inc. Portland	Corporation	Delaware
D.R. Horton, Inc. Sacramento	Corporation	California
D.R. Horton, Inc. Torrey	Corporation	Delaware
D.R. Horton, Inc. Foundation	Corporation	Texas
DRH Cambridge Homes, Inc.	Corporation	California
DRH Cambridge Homes, LLC	Limited Liability Company	Delaware
DRH Construction, Inc.	Corporation	Delaware
DRH Regrem VII, LP	Limited Partnership	Texas
DRH Regrem VIII, LLC	Limited Liability Company	Delaware
DRH Regrem XI, Inc.	Corporation	Delaware
DRH Regrem XII, LP	Limited Partnership	Texas
DRH Regrem XIII, Inc.	Corporation	Delaware
DRH Regrem XIV, Inc.	Corporation	Delaware
DRH Regrem XIX, Inc.	Corporation	Delaware
DRH Regrem XV, Inc.	Corporation	Delaware

DRH Regrem XVI, Inc.	Corporation	Delaware
DRH Regrem XVII, Inc.	Corporation	Delaware
DRH Regrem XVIII, Inc.	Corporation	Delaware
DRH Regrem XX, Inc.	Corporation	Delaware

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Name of Applicant	Form of Organization (a)	State of Organization (b)
DRH Regrem XXI, Inc.	Corporation	Delaware
DRH Regrem XXII, Inc.	Corporation	Delaware
DRH Regrem XXIII, Inc.	Corporation	Delaware
DRH Regrem XXIV, Inc.	Corporation	Delaware
DRH Regrem XXV, Inc.	Corporation	Delaware
DRH Southwest Construction, Inc.	Corporation	California
DRH Tucson Construction, Inc.	Corporation	Delaware
DRHI, Inc.	Corporation	Delaware
HPH Homebuilders 2000 L.P.	Limited Partnership	California
KDB Homes, Inc.	Corporation	Delaware
Meadows I, Ltd.	Corporation	Delaware
Meadows II, Ltd.	Corporation	Delaware
Meadows IX, Inc.	Corporation	New Jersey
Meadows VIII, Ltd.	Corporation	Delaware
Meadows X, Inc.	Corporation	New Jersey
Melmort Co.	Corporation	Colorado
Melody Homes, Inc.	Corporation	Delaware
Schuler Homes of Arizona LLC	Limited Liability Company	Delaware
Schuler Homes of California, Inc.	Corporation	California
Schuler Homes of Oregon, Inc.	Corporation	Oregon
Schuler Homes of Washington, Inc.	Corporation	Washington
Schuler Mortgage, Inc.	Corporation	Delaware
Schuler Realty Hawaii, Inc.	Corporation	Hawaii
SGS Communities at Grande Quay L.L.C	Limited Liability Company	New Jersey
SHA Construction LLC	Limited Liability Company	Delaware
SHLR of California, Inc.	Corporation	California
SHLR of Colorado, Inc.	Corporation	Colorado
SHLR of Nevada, Inc.	Corporation	Nevada
SHLR of Utah, Inc.	Corporation	Utah
SHLR of Washington, Inc.	Corporation	Washington
SRHI LLC	Limited Liability Company	Delaware
SSHI LLC	Limited Liability Company	Delaware
Vertical Construction Corporation	Corporation	Delaware
Western Pacific Funding, Inc.	Corporation	California
Western Pacific Housing Co., a California Limited	Limited Partnership	California
Partnership	•	
Western Pacific Housing Management, Inc.	Corporation	California
Western Pacific Housing, Inc.	Corporation	Delaware
Western Pacific Housing-Antigua, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Aviara, L.P.	Limited Partnership	California
Western Pacific Housing-Boardwalk, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Broadway, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Canyon Park, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Carmel, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Carrillo, LLC	Limited Liability Company	Delaware

Western Pacific Housing-Communications Hill, LLC		Limited Liability Company	Delaware
Western Pacific Housing-Copper Canyon, LLC		Limited Liability Company	Delaware
Western Pacific Housing-Creekside, LLC		Limited Liability Company	Delaware
Western Pacific Housing-Culver City, L.P.		Limited Partnership	California
Western Pacific Housing-Del Valle, LLC		Limited Liability Company	Delaware
Western Pacific Housing-Lomas Verdes, LLC		Limited Liability Company	Delaware
Western Pacific Housing-Lost Hills Park, LLC		Limited Liability Company	Delaware
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Name of Applicant	Form of Organization (a)	State of Organization (b)
Western Pacific Housing-McGonigle Canyon, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Mountaingate, L.P.	Limited Partnership	California
Western Pacific Housing-Norco Estates, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Oso, L.P.	Limited Partnership	California
Western Pacific Housing-Pacific Park II, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Park Avenue East, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Park Avenue West, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Playa Vista, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Poinsettia, L.P.	Limited Partnership	California
Western Pacific Housing-River Ridge, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Robinhood Ridge, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Santa Fe, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Scripps II, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Scripps, L.P.	Limited Partnership	California
Western Pacific Housing-Seacove, L.P.	Limited Partnership	California
Western Pacific Housing-Studio 528, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Terra Bay Duets, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Torrance, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Torrey Commercial, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Torrey Meadows, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Torrey Multi-Family, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Torrey Village Center, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Vineyard Terrace, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Windemere, LLC	Limited Liability Company	Delaware
Western Pacific Housing-Windflower, L.P.	Limited Partnership	California
WPH-Camino Ruiz, LLC	Limited Liability Company	Delaware

Except for D.R. Horton, Inc. (the Company), each of the foregoing entities shall be referred to herein collectively as the Guarantors. The Company and the Guarantors shall be referred to collectively as the Applicants.

## 2. Securities Act Exemption Applicable

On or promptly after the effective date of this Application for Qualification on Form T-3 (the Application ), the Company intends to exchange an aggregate principal amount of up to \$113.5 million of new 9.75% Senior Notes due 2010 (the New Notes ) for any and all of the Company s outstanding 9.75% Senior Subordinated Notes due 2010 with an aggregate principal amount of \$113.5 million (the Existing Notes ).

In connection with such offer to exchange (the Offer ), the Company is also soliciting (the Consent Solicitation ) consents to proposed amendments to the indenture, dated as of September 11, 2000, as supplemented (the Existing Notes Indenture ), governing the Existing Notes and to the related execution of a supplemental indenture (the

Supplemental Indenture ) embodying the proposed amendments. The proposed amendments would eliminate many of the restrictive covenants contained in the Existing Notes Indenture. Approval of the proposed amendments requires consents in respect of at least a majority in aggregate principal amount of the Existing Notes outstanding and not owned by the Company, any guarantor of the Existing Notes or any affiliate of the Company. If the requisite number of consents to the proposed amendments are received (and not validly revoked) prior to the consent expiration date and the other conditions to the Offer and the Consent Solicitation are satisfied or waived, the Company will make a consent payment in cash to each person or entity in whose name any Existing Note is registered who has validly delivered (and not validly revoked) a consent prior to the consent expiration date. The complete terms of the Offer and the Consent Solicitation are contained in the Offering Memorandum and Consent

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Solicitation Statement, dated May 21, 2008, as amended or supplemented from time to time (the Offering Memorandum ), and related documents incorporated by reference herein as Exhibit T3E.

This Offer is being made in reliance on the exemption from registration provided by Section 3(a)(9) of the Securities Act of 1933, as amended. The New Notes are proposed to be offered for exchange by the Company with its existing security holders exclusively for outstanding securities of the Company. No sales of securities of the same class as the New Notes have been or are to be made by the Company by or through an underwriter at or about the same time as the Offer for which the exemption is claimed. No consideration for soliciting the exchange of securities has been, or is to be given, directly or indirectly, to any person. Customary payments will be made in respect of preparation, printing, and mailing of the Offering Memorandum and related documents and the engagement of MacKenzie Partners, Inc. as exchange agent and information agent and RBS Greenwich Capital, Barclays Capital Inc. and Wachovia Capital Markets, LLC as financial advisors to the Company. No holder of the outstanding securities has made or will be requested to make any cash payment to the Company in connection with the Offer.

#### **AFFILIATIONS**

#### 3. Affiliates

- (a) For purposes of this application only, Donald R. Horton, Donald J. Tomnitz, Bill W. Wheat, Stacey H. Dwyer and Samuel R. Fuller and the directors of the Applicants may be deemed affiliates of the Applicants.
- (b) The Company and each of its subsidiaries are affiliates of each other. Set forth below are the direct and indirect subsidiaries of the Company. Except as otherwise noted, the capital stock or other equity interests of these subsidiaries is wholly-owned, directly or indirectly, by the Company.

Name of Subsidiary	State of Incorporation or Organization
Austin Data, Inc.	Texas
BP456, Inc.	Delaware
C. Richard Dobson Builders, Inc.	Virginia
CH Funding, LLC	Delaware
CH Investments of Texas, Inc.	Delaware
CHI Construction Company	Arizona
CHM Partners, L.P. <sup>(a)</sup>	Texas
CHTEX of Texas, Inc.	Delaware
Cane Island, LLC	Delaware
Continental Homes, Inc.	Delaware
Continental Homes of Texas, L.P.	Texas
Continental Residential, Inc.	California
Continental Traditions, LLC	Arizona
Custom Title, LLC <sup>(b)</sup>	Maryland
Cypress Road, L.P. <sup>(a)</sup>	California
Desert Ridge Phase I Partners <sup>(a)</sup>	Arizona
DHI Insurance, Inc.	Vermont
DHI Mortgage Company	Colorado
DHI Mortgage Company GP, Inc.	Delaware
DHI Mortgage Company LP, Inc.	Delaware
DHI Mortgage Company, Ltd.	Texas
DHI Ranch, Ltd.	Texas
DHI Title GP, Inc.	Texas
DHI Title LP, Inc.	Delaware
DHI Title of Arizona, Inc.	Arizona
DHI Title of Florida, Inc.	Florida

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DHI Title of Minnesota, Inc. DHI Title of Nevada, Inc. DHI Title of Texas, Ltd. DR. Horton Commercial, Inc. DR. Horton Commercial, Inc. DR. Horton, Inc. DR. Horton Insurance Agency, Inc. DR. Horton Insurance Agency, Inc. DR. Horton La North, Inc. DR. Horton La North, Inc. DR. Horton Materials, Inc. DR. Horton Schuler Homes, LLC DR. Horton Schuler Homes, LLC DR. Horton Schuler Homes, ILC Delaware DR.	Name of Subsidiary	State of Incorporation or Organization
DHI Title of Texas, Ltd.  DR. Horton Commercial, Inc.  DR. Horton Emerald, Ltd.  DR. Horton Emerald, Ltd.  DR. Horton, Inc.  Birmingham  DR. Horton, Inc.  Chicago  Delaware  DR. Horton, Inc.  Dietz-Crane  DR. Horton, Inc.  Dietz-Crane  DR. Horton, Inc.  Dietz-Crane  DR. Horton, Inc.  Dietz-Crane  DR. Horton, Inc.  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Gulf Coast  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Gulf Coast  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Jacksonville  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Minnesota  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  New Jersey  Delaware  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Texas  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Texas  DR. Horton, Inc.  Delaware  DR. Horton, Inc.  Texas  DR. Horton Insurance Agency, Inc.  DR. Horton Los Angeles Holding Company, Inc.  DR. Horton Management Company, Ltd.  DR. Horton Management Company, Ltd.  DR. Horton Schuler Homes, LtC  DR. Horton Texas, Ltd.  DR. Horton Texas, Ltd.  DR. Horton Schuler Homes, LtC  Delaware  DR. Horton Schuler H	DHI Title of Minnesota, Inc.	Delaware
D.R. Horton Commercial, Inc.  D.R. Horton, Inc. Birmingham  D.R. Horton, Inc. Chicago  D.R. Horton, Inc. Denver  D.R. Horton, Inc. Delaware  D.R. Horton, Inc. Delaware  D.R. Horton, Inc. Fresno  Delaware  D.R. Horton, Inc. Greensboro  D.R. Horton, Inc. Greensboro  D.R. Horton, Inc. Garensboro  D.R. Horton, Inc. Jacksonville  D.R. Horton, Inc. Louisville  D.R. Horton, Inc. Minnesota  D.R. Horton, Inc. Minnesota  D.R. Horton, Inc. Minnesota  D.R. Horton, Inc. New Jersey  D.R. Horton, Inc. New Jersey  D.R. Horton, Inc. Sacramento  D.R. Horton, Inc. Sacramento  D.R. Horton, Inc. Socramento  D.R. Horton, Inc. Torrey  D.R. Horton, Inc. Torrey  D.R. Horton, Inc. Torrey  D.R. Horton, Inc. Torrey  D.R. Horton Louisville  D.R. Horton Louisville  D.R. Horton Louisville  D.R. Horton Inc. Socramento  D.R. Horton, Inc. Socramento  D.R. Horton, Inc. Socramento  D.R. Horton, Inc. Socramento  D.R. Horton, Inc. Torrey  D.R. Horton, Inc. Torrey  D.R. Horton, Inc. Torrey  D.R. Horton Life Insurance Agency, Inc.  D.R. Horton Law North, Inc.  D.R. Horton Law Sangeles Holding Company, Inc.  D.R. Horton Management Company, Ltd.  D.R. Horton Management Company, Ltd.  D.R. Horton Materials, Inc.  D.R. Horton Schuler Homes, LLC  D.R. Horton Schuler Homes, LLC  D.R. Horton Schuler Homes, LLC  D.R. Horton VEN, Inc.  D.R. Horton Schuler Homes, LLC  D.R. Horton VEN, Inc.  D.R. Horton Schuler Homes, LLC  D.R. Horton Schuler Homes, LLC  D.R. Horton VEN, Inc.  D.R. Horton Capital Trust II  Delaware  DRH Capital Trust III  Delaware  DRH Capital Trust III  Delaware  DRH Capital Trust III  Delaware  DRH Construction, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH FS Mortgage Reinsurance, Ltd.  DRH FS Mortgage Reinsurance, Ltd.	DHI Title of Nevada, Inc.	Delaware
D.R. Horton Emerald, Ltd.  D.R. Horton, Inc.  Birmingham  D.R. Horton, Inc.  D.R. Horton, Inc.  Delware  D.R. Horton, Inc.  Delware  D.R. Horton, Inc.  Dietz-Crane  D.R. Horton, Inc.  Dietz-Crane  D.R. Horton, Inc.  Dietware  D.R. Horton, Inc.  Greensboro  D.R. Horton, Inc.  Greensboro  D.R. Horton, Inc.  Greensboro  D.R. Horton, Inc.  Gulf Coast  Delaware  D.R. Horton, Inc.  Gulf Coast  Delaware  D.R. Horton, Inc.  Delware  D.R. Horton, Inc.  Louisville  Delaware  D.R. Horton, Inc.  Minnesota  Delaware  D.R. Horton, Inc.  Minnesota  Delaware  D.R. Horton, Inc.  Portland  Delaware  D.R. Horton, Inc.  Portland  Delaware  D.R. Horton, Inc.  Sacramento  D.R. Horton, Inc.  Sacramento  D.R. Horton, Inc.  Foundation  Texas  D.R. Horton, Inc. Foundation  Texas  D.R. Horton Insurance Agency, Inc.  D.R. Horton La North, Inc.  D.R. Horton La North, Inc.  D.R. Horton La North, Inc.  D.R. Horton Management Company, Ltd.  D.R. Horton Management Company, Ltd.  D.R. Horton Management Company, Ltd.  D.R. Horton Scabidge Marina, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  D.R. Horton VEN, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  Delaware  D.R. Horton VEN, Inc.  Delaware  D.R. Horton VEN, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  Delaware  DRH Cambridge Homes, LLC  Delaware  DRH Cambridge Homes, LLC  Delaware  DRH Cambridge Homes, LLC  Delaware  DRH Capital Trust II  Delaware  DRH Capital Trust III  Delaware  DRH Sontrugge Reinsurance, Ltd.	DHI Title of Texas, Ltd.	Texas
D.R. Horton, Inc.         Birmingham         Alabama           D.R. Horton, Inc.         Chicago         Delaware           D.R. Horton, Inc.         Delever         Delaware           D.R. Horton, Inc.         Fresno         Delaware           D.R. Horton, Inc.         Greensboro         Delaware           D.R. Horton, Inc.         Jacksonville         Delaware           D.R. Horton, Inc.         Jacksonville         Delaware           D.R. Horton, Inc.         Louisville         Delaware           D.R. Horton, Inc.         Minnesota         Delaware           D.R. Horton, Inc.         New Jersey         Delaware           D.R. Horton, Inc.         Portland         Delaware           D.R. Horton, Inc.         Portland         Delaware           D.R. Horton, Inc.         Torrey         Delaware           D.R. Horton, Inc.         Torrey         Delaware           D.R. Horton, Inc. Foundation         Texas           D.R. Horton Life Insurance Agency, Inc.         Texas           D.R. Horton Materials, Inc.         Delaware	D.R. Horton Commercial, Inc.	Delaware
D.R. Horton, Inc. Denver Delaware D.R. Horton, Inc. Dietz-Crane D.R. Horton, Inc. Dietz-Crane D.R. Horton, Inc. Dietz-Crane D.R. Horton, Inc. Foresno Delaware D.R. Horton, Inc. Greensboro D.R. Horton, Inc. Gulf Coast D.R. Horton, Inc. Jacksonville D.R. Horton, Inc. Jacksonville D.R. Horton, Inc. Jacksonville D.R. Horton, Inc. Louisville D.R. Horton, Inc. Minnesota D.R. Horton, Inc. Minnesota D.R. Horton, Inc. New Jersey D.R. Horton, Inc. Portland D.R. Horton, Inc. Portland D.R. Horton, Inc. Portland D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Foundation Texas D.R. Horton Insurance Agency, Inc. D.R. Horton Inc. Foundation Texas D.R. Horton La North, Inc. Delaware D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Management Company, Ltd. D.R. Horton Schuler Homes, LLC D.R. Horton Schuler Homes, LLC D.R. Horton Seabridge Marina, Inc. D.R. Horton VEN, Inc. DRH Cambridge Homes, Inc. DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Colorado Realty, Inc. Delaware DRH S Mortgage Reinsurance, Ltd.	D.R. Horton Emerald, Ltd.	Texas
D.R. Horton, Inc.         Delaware           D.R. Horton, Inc.         Fesno           D.R. Horton, Inc.         Greensboro           D.R. Horton, Inc.         Gulf Coast           D.R. Horton, Inc.         Jacksonville           D.R. Horton, Inc.         Jacksonville           D.R. Horton, Inc.         Louisville           D.R. Horton, Inc.         Minnesota           D.R. Horton, Inc.         Minnesota           D.R. Horton, Inc.         Poelaware           D.R. Horton, Inc.         Poelaware           D.R. Horton, Inc.         Poelaware           D.R. Horton, Inc.         Sacramento           D.R. Horton, Inc.         Torrey           D.R. Horton Inc. Foundation         Texas           D.R. Horton Mana	D.R. Horton, Inc. Birmingham	Alabama
D.R. Horton, Inc.         Delaware           D.R. Horton, Inc.         Fresno           D.R. Horton, Inc.         Greensboro           D.R. Horton, Inc.         Gulf Coast           D.R. Horton, Inc.         Jacksonville           D.R. Horton, Inc.         Louisville           D.R. Horton, Inc.         Minnesota           D.R. Horton, Inc.         Minnesota           D.R. Horton, Inc.         New Jersey           D.R. Horton, Inc.         Portland           D.R. Horton, Inc.         Sacramento           D.R. Horton, Inc.         Torrey           D.R. Horton, Inc.         Torrey           D.R. Horton, Inc.         Torrey           D.R. Horton, Inc.         Torey           D.R. Horton, Inc.         Torey           D.R. Horton, Inc.         Torey           D.R. Horton, Inc.         Torey           D.R. Horton Insurance Agency, Inc.         Texas           D.R. Horton Los North, Inc.         Delaware           D.R. Horton Los Angeles Holding Company, Inc.         California           D.R. Horton Management Company, Ltd.         Texas           D.R. Horton Materials, Inc.         Delaware           D.R. Horton Materials, Inc.         Delaware           D.R. Horton Schu	D.R. Horton, Inc. Chicago	Delaware
D.R. Horton, Inc.         Greensboro         Delaware           D.R. Horton, Inc.         Gulf Coast         Delaware           D.R. Horton, Inc.         Gulf Coast         Delaware           D.R. Horton, Inc.         Jacksonville         Delaware           D.R. Horton, Inc.         Minnesota         Delaware           D.R. Horton, Inc.         New Jersey         Delaware           D.R. Horton, Inc.         Portland         Delaware           D.R. Horton, Inc.         Torrey         Delaware           D.R. Horton, Inc.         Torrey         Delaware           D.R. Horton Inc. Foundation         Texas           D.R. Horton Life Insurance Agency, Inc.         Texas           D.R. Horton Life Insurance Agency, Inc.         California           D.R. Horton Management Company, Inc.         California           D.R. Horton Materials, Inc.         Delaware           D.R. Horton Seabridge Marina, Inc.         Dela	D.R. Horton, Inc. Denver	Delaware
D.R. Horton, Inc. Greensboro D.R. Horton, Inc. Gulf Coast D.R. Horton, Inc. Jacksonville D.R. Horton, Inc. Louisville D.R. Horton, Inc. Louisville D.R. Horton, Inc. Louisville D.R. Horton, Inc. Minnesota D.R. Horton, Inc. Minnesota D.R. Horton, Inc. New Jersey D.R. Horton, Inc. Portland D.R. Horton, Inc. Portland D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Torrey D.R. Horton, Inc. Torrey D.R. Horton, Inc. Foundation D.R. Horton Insurance Agency, Inc. D.R. Horton La North, Inc. Delaware D.R. Horton La North, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Ltd. Texas D.R. Horton Materials, Inc. Delaware D.R. Horton Schuler Homes, LLC D.R. Horton Schuler Homes, LLC D.R. Horton Schuler Homes, LLC D.R. Horton Texas, Ltd. Texas D.R. Horton VEN, Inc. Delaware D.R. Horton VEN, Inc. Delaware D.R. Horton VEN, Inc. Delaware D.R. Galifornia DRH Cambridge Homes, Inc. Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Capital Trust III Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH FS Mortgage Reinsurance, Ltd. DRH FS Mortgage Reinsurance, Ltd. DRH Properties, Inc. Arizona	D.R. Horton, Inc. Dietz-Crane	Delaware
D.R. Horton, Inc. Gulf Coast D.R. Horton, Inc. Jacksonville D.R. Horton, Inc. Louisville D.R. Horton, Inc. Minnesota D.R. Horton, Inc. Minnesota D.R. Horton, Inc. New Jersey D.R. Horton, Inc. Portland D.R. Horton, Inc. Portland D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Foundation D.R. Horton, Inc. Foundation Texas D.R. Horton Insurance Agency, Inc. D.R. Horton Insurance Agency, Inc. D.R. Horton Life Insurance Agency, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. D.R. Horton Materials, Inc. D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Seabridge Marina, Inc. D.R. Horton Texas, Ltd. Delaware D.R. Horton Texas, Ltd. Delaware D.R. Horton Texas, Ltd. Delaware D.R. Horton Seabridge Homes, Inc. D.R. Horton Texas, Ltd. Delaware D.R. Horton Texas, Ltd. Delaware D.R. Horton Texas, Ltd. Delaware D.R. Horton Sendir Homes, Inc. Delaware D.R. Horton Texas, Ltd. Delaware D.R. Horton Texas, Ltd. Delaware D.R. Horton Texas, Ltd. Delaware D.R. Horton Sendir Trust II Delaware D.R. Horton Sendir Trust II Delaware D.R. Horton Sendir Trust II Delaware D.R. Horton Sendir Trust III Delaware D.R. Horton Se	D.R. Horton, Inc. Fresno	Delaware
D.R. Horton, Inc. Jacksonville D.R. Horton, Inc. Louisville D.R. Horton, Inc. Minesota D.R. Horton, Inc. New Jersey Delaware D.R. Horton, Inc. New Jersey Delaware D.R. Horton, Inc. Portland D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey D.R. Horton Insurance Agency, Inc. D.R. Horton Insurance Agency, Inc. D.R. Horton LA North, Inc. D.R. Horton LA North, Inc. D.R. Horton Lay Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. D.R. Horton Materials, Inc. D.R. Horton Schuler Homes, LLC D.R. Horton Schuler Homes, LLC D.R. Horton Texas, Ltd. Delaware D.R. California DRH Cambridge Homes, Inc. Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Construction, Inc. Delaware DRH Fengry, Inc. Arizona	D.R. Horton, Inc. Greensboro	Delaware
D.R. Horton, Inc. Louisville  D.R. Horton, Inc. Minnesota  D.R. Horton, Inc. New Jersey  Delaware  D.R. Horton, Inc. Portland  D.R. Horton, Inc. Sacramento  D.R. Horton, Inc. Sacramento  D.R. Horton, Inc. Torrey  Delaware  D.R. Horton, Inc. Torrey  Delaware  D.R. Horton, Inc. Foundation  Texas  D.R. Horton Insurance Agency, Inc.  D.R. Horton LA North, Inc.  D.R. Horton LA North, Inc.  D.R. Horton Los Angeles Holding Company, Inc.  D.R. Horton Los Angeles Holding Company, Inc.  D.R. Horton Materials, Inc.  Delaware  D.R. Horton Materials, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  Delaware  D.R. Horton Scabridge Marina, Inc.  D.R. Horton Texas, Ltd.  D.R. Horton Texas, Ltd.  D.R. Horton Texas, Ltd.  DRH Cambridge Homes, Inc.  DRH Cambridge Homes, Inc.  DRH Capital Trust II  Delaware  DRH Capital Trust II  Delaware  DRH Capital Trust III  Delaware  DRH Costruction, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Energy, Inc.  Delaware  DRH Foporties, Inc.  Arizona	D.R. Horton, Inc. Gulf Coast	Delaware
D.R. Horton, Inc. Minnesota D.R. Horton, Inc. New Jersey D.R. Horton, Inc. Portland D.R. Horton, Inc. Ocalifornia D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey D.R. Horton, Inc. Torrey D.R. Horton, Inc. Torrey D.R. Horton, Inc. Foundation Texas D.R. Horton Insurance Agency, Inc. D.R. Horton Insurance Agency, Inc. D.R. Horton Life Insurance Agency, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. D.R. Horton Materials, Inc. D.R. Horton Schuler Homes, LLC D.R. Horton Schuler Homes, LLC D.R. Horton Schuler Homes, Ltd. D.R. Horton Texas, Ltd. Texas D.R. Horton Texas, Ltd. Texas D.R. Horton Texas, Ltd. Texas D.R. Horton VEN, Inc. California DRH Cambridge Homes, Inc. Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Delaware DRH Energy, Inc. Turks & Caicos DRH Frs Mortgage Reinsurance, Ltd. Arizona	D.R. Horton, Inc. Jacksonville	Delaware
D.R. Horton, Inc. New Jersey D.R. Horton, Inc. Portland D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Foundation Texas D.R. Horton Insurance Agency, Inc. Texas D.R. Horton L.A North, Inc. Delaware D.R. Horton Life Insurance Agency, Inc. Texas D.R. Horton Life Insurance Agency, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. Delaware D.R. Horton Materials, Inc. Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Texas, Ltd. Texas D.R. Horton Texas, Ltd. DRH Cambridge Homes, Inc. Delaware DRH Cambridge Homes, LLC Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH S Mortgage Reinsurance, Ltd. Turks & Caicos DRH Properties, Inc. Arizona	D.R. Horton, Inc. Louisville	Delaware
D.R. Horton, Inc. Portland D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Foundation Texas D.R. Horton Insurance Agency, Inc. Texas D.R. Horton LA North, Inc. Delaware D.R. Horton Life Insurance Agency, Inc. Texas D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Materials, Inc. Delaware D.R. Horton Materials, Inc. Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Texas, Ltd. D.R. Horton Texas, Ltd. D.R. Horton VEN, Inc. California DRH Cambridge Homes, ILC Delaware DRH Capital Trust I Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Turks & Calicos DRH Properties, Inc. Arizona	D.R. Horton, Inc. Minnesota	Delaware
D.R. Horton, Inc. Sacramento D.R. Horton, Inc. Torrey Delaware D.R. Horton, Inc. Foundation Texas D.R. Horton Insurance Agency, Inc. D.R. Horton LA North, Inc. Delaware D.R. Horton Life Insurance Agency, Inc. D.R. Horton Life Insurance Agency, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Texas, Ltd. D.R. Horton Texas, Ltd. Texas D.R. Horton VEN, Inc. California DRH Cambridge Homes, Inc. Delaware DRH Capital Trust I Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Colorado DRH FS Mortgage Reinsurance, Ltd. Turks & Caicos DRH Properties, Inc.	D.R. Horton, Inc. New Jersey	Delaware
D.R. Horton, Inc. Torrey D.R. Horton, Inc. Foundation Texas D.R. Horton Insurance Agency, Inc. Texas D.R. Horton Insurance Agency, Inc. Delaware D.R. Horton LA North, Inc. Delaware D.R. Horton Life Insurance Agency, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. Delaware D.R. Horton OCI, Inc. Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Scabridge Marina, Inc. Delaware D.R. Horton Texas, Ltd. Texas D.R. Horton VEN, Inc. California DRH Cambridge Homes, Inc. Delaware DRH Cambridge Homes, LLC Delaware DRH Capital Trust I Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Colorado DRH FS Mortgage Reinsurance, Ltd. Turks & Caicos DRH Properties, Inc. Arizona	D.R. Horton, Inc. Portland	Delaware
D.R. Horton, Inc. Foundation D.R. Horton Insurance Agency, Inc. D.R. Horton LA North, Inc. Delaware D.R. Horton Life Insurance Agency, Inc. Texas D.R. Horton Life Insurance Agency, Inc. Texas D.R. Horton Los Angeles Holding Company, Inc. California D.R. Horton Management Company, Ltd. Texas D.R. Horton Materials, Inc. Delaware D.R. Horton OCI, Inc. Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Scabridge Marina, Inc. Delaware D.R. Horton Texas, Ltd. Texas D.R. Horton VEN, Inc. California DRH Cambridge Homes, Inc. Delaware DRH Cambridge Homes, LLC Delaware DRH Capital Trust I Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Colorado DRH FS Mortgage Reinsurance, Ltd. Turks & Caicos DRH Properties, Inc. Arizona	D.R. Horton, Inc. Sacramento	California
D.R. Horton Insurance Agency, Inc. D.R. Horton LA North, Inc. Delaware D.R. Horton Life Insurance Agency, Inc. Texas D.R. Horton Los Angeles Holding Company, Inc. California D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. Delaware D.R. Horton OCI, Inc. Delaware D.R. Horton Schuler Homes, LLC D.R. Horton Schuler Homes, LLC D.R. Horton Seabridge Marina, Inc. D.R. Horton Texas, Ltd. D.R. Horton VEN, Inc. California DRH Cambridge Homes, Inc. DELaware DRH Capital Trust I Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Colorado DRH FS Mortgage Reinsurance, Ltd. Turks & Caicos DRH Properties, Inc. Arizona	D.R. Horton, Inc. Torrey	Delaware
D.R. Horton LA North, Inc.  D.R. Horton Life Insurance Agency, Inc.  D.R. Horton Los Angeles Holding Company, Inc.  D.R. Horton Management Company, Ltd.  D.R. Horton Materials, Inc.  D.R. Horton Materials, Inc.  D.R. Horton OCI, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  Delaware  D.R. Horton Seabridge Marina, Inc.  Delaware  D.R. Horton Texas, Ltd.  Texas  D.R. Horton Texas, Ltd.  Texas  D.R. Horton VEN, Inc.  California  DRH Cambridge Homes, Inc.  Delaware  DRH Capital Trust I  Delaware  DRH Capital Trust III  Delaware  DRH Colorado Realty, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Energy, Inc.  Colorado  DRH FS Mortgage Reinsurance, Ltd.  Turks & Caicos  DRH Properties, Inc.	D.R. Horton, Inc. Foundation	Texas
D.R. Horton Life Insurance Agency, Inc. D.R. Horton Los Angeles Holding Company, Inc. D.R. Horton Management Company, Ltd. D.R. Horton Materials, Inc. D.R. Horton Materials, Inc. Delaware D.R. Horton OCI, Inc. Delaware D.R. Horton Schuler Homes, LLC Delaware D.R. Horton Seabridge Marina, Inc. Delaware D.R. Horton Texas, Ltd. Texas D.R. Horton Texas, Ltd. Texas D.R. Horton VEN, Inc. California DRH Cambridge Homes, Inc. Delaware DRH Cambridge Homes, LLC Delaware DRH Capital Trust I Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Delaware DRH FS Mortgage Reinsurance, Ltd. Turks & Caicos DRH Properties, Inc. Arizona	D.R. Horton Insurance Agency, Inc.	Texas
D.R. Horton Los Angeles Holding Company, Inc.  D.R. Horton Management Company, Ltd.  D.R. Horton Materials, Inc.  D.R. Horton Materials, Inc.  Delaware  D.R. Horton OCI, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  Delaware  D.R. Horton Seabridge Marina, Inc.  Delaware  D.R. Horton Texas, Ltd.  Texas  D.R. Horton VEN, Inc.  California  DRH Cambridge Homes, Inc.  Delaware  DRH Capital Trust I  Delaware  DRH Capital Trust III  Delaware  DRH Capital Trust IIII  Delaware  DRH Colorado Realty, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Energy, Inc.  Colorado  DRH FS Mortgage Reinsurance, Ltd.  Turks & Caicos  DRH Properties, Inc.  Arizona	D.R. Horton LA North, Inc.	Delaware
D.R. Horton Management Company, Ltd.  D.R. Horton Materials, Inc.  Delaware  D.R. Horton OCI, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  Delaware  D.R. Horton Seabridge Marina, Inc.  Delaware  D.R. Horton Texas, Ltd.  Texas  D.R. Horton VEN, Inc.  California  DRH Cambridge Homes, Inc.  Delaware  DRH Capital Trust I  Delaware  DRH Capital Trust III  Delaware  DRH Capital Trust III  Delaware  DRH Colorado Realty, Inc.  DRH Construction, Inc.  DRH Construction, Inc.  DRH Energy, Inc.  DRH Energy, Inc.  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.	D.R. Horton Life Insurance Agency, Inc.	Texas
D.R. Horton Materials, Inc.  Delaware  D.R. Horton OCI, Inc.  Delaware  D.R. Horton Schuler Homes, LLC  D.R. Horton Seabridge Marina, Inc.  Delaware  D.R. Horton Texas, Ltd.  D.R. Horton Texas, Ltd.  Texas  D.R. Horton VEN, Inc.  California  DRH Cambridge Homes, Inc.  DRH Cambridge Homes, LLC  Delaware  DRH Capital Trust I  Delaware  DRH Capital Trust II  Delaware  DRH Capital Trust III  Delaware  DRH Colorado Realty, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Energy, Inc.  Colorado  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.	D.R. Horton Los Angeles Holding Company, Inc.	California
D.R. Horton OCI, Inc. Delaware D.R. Horton Schuler Homes, LLC D.R. Horton Seabridge Marina, Inc. D.R. Horton Texas, Ltd. D.R. Horton VEN, Inc. DRH Cambridge Homes, Inc. DRH Cambridge Homes, LLC DRH Cambridge Homes, LLC DRH Capital Trust I Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Colorado DRH FS Mortgage Reinsurance, Ltd. Druks & Caicos DRH Properties, Inc.	D.R. Horton Management Company, Ltd.	Texas
D.R. Horton Schuler Homes, LLC D.R. Horton Seabridge Marina, Inc. Delaware D.R. Horton Texas, Ltd. Texas D.R. Horton VEN, Inc. California DRH Cambridge Homes, Inc. DRH Cambridge Homes, LLC Delaware DRH Capital Trust I Delaware DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. DRH Construction, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Colorado DRH FS Mortgage Reinsurance, Ltd. DRH Properties, Inc. Arizona	D.R. Horton Materials, Inc.	Delaware
D.R. Horton Seabridge Marina, Inc.  D.R. Horton Texas, Ltd.  D.R. Horton VEN, Inc.  DRH Cambridge Homes, Inc.  DRH Cambridge Homes, LLC  DRH Capital Trust I  DRH Capital Trust II  DRH Capital Trust III  DRH Colorado Realty, Inc.  DRH Construction, Inc.  DRH Construction, Inc.  DRH Energy, Inc.  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Delaware  Arizona	D.R. Horton OCI, Inc.	Delaware
D.R. Horton Texas, Ltd.  D.R. Horton VEN, Inc.  California  DRH Cambridge Homes, Inc.  California  DRH Cambridge Homes, LLC  DRH Capital Trust I  DRH Capital Trust II  DRH Capital Trust III  Delaware  DRH Capital Trust III  Delaware  DRH Colorado Realty, Inc.  DRH Construction, Inc.  DRH Energy, Inc.  DRH Energy, Inc.  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Turks & Caicos  Arizona	D.R. Horton Schuler Homes, LLC	Delaware
D.R. Horton VEN, Inc.  DRH Cambridge Homes, Inc.  DRH Cambridge Homes, LLC  DRH Capital Trust I  DRH Capital Trust II  DRH Capital Trust III  Delaware  DRH Capital Trust III  Delaware  DRH Colorado Realty, Inc.  DRH Construction, Inc.  DRH Energy, Inc.  DRH Energy, Inc.  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  California  California  California  California  California  California  Delaware  Delaware  Delaware  Delaware  Dreaware  Colorado  Turks & Caicos  Arizona	D.R. Horton Seabridge Marina, Inc.	Delaware
DRH Cambridge Homes, Inc.  DRH Cambridge Homes, LLC  Delaware  DRH Capital Trust I  Delaware  DRH Capital Trust III  Delaware  DRH Capital Trust III  Delaware  DRH Colorado Realty, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Energy, Inc.  Delaware  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  California  Delaware  Delaware  Delaware  Dreaware  Colorado  Turks & Caicos  Arizona	D.R. Horton Texas, Ltd.	Texas
DRH Cambridge Homes, LLC DRH Capital Trust I DRH Capital Trust II Delaware DRH Capital Trust III Delaware DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Delaware DRH Energy, Inc. Colorado DRH FS Mortgage Reinsurance, Ltd. Turks & Caicos DRH Properties, Inc. Arizona	D.R. Horton VEN, Inc.	California
DRH Capital Trust II  DRH Capital Trust III  DRH Capital Trust III  Delaware  DRH Colorado Realty, Inc.  Delaware  DRH Construction, Inc.  Delaware  DRH Energy, Inc.  DRH Energy, Inc.  Colorado  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Delaware  Arizona	DRH Cambridge Homes, Inc.	California
DRH Capital Trust III DRH Capital Trust III Delaware DRH Colorado Realty, Inc. Delaware DRH Construction, Inc. Delaware DRH Energy, Inc. Delaware DRH FS Mortgage Reinsurance, Ltd. DRH Properties, Inc. Arizona	DRH Cambridge Homes, LLC	Delaware
DRH Capital Trust III  DRH Colorado Realty, Inc.  DRH Construction, Inc.  DRH Energy, Inc.  DRH Energy, Inc.  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Delaware  Colorado  Turks & Caicos  Arizona	DRH Capital Trust I	Delaware
DRH Colorado Realty, Inc.  DRH Construction, Inc.  DRH Energy, Inc.  DRH Energy, Inc.  Colorado  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Arizona	DRH Capital Trust II	Delaware
DRH Construction, Inc.  DRH Energy, Inc.  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Delaware  Colorado  Turks & Caicos  Arizona	DRH Capital Trust III	Delaware
DRH Energy, Inc.  DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Colorado  Turks & Caicos  Arizona	DRH Colorado Realty, Inc.	Delaware
DRH FS Mortgage Reinsurance, Ltd.  DRH Properties, Inc.  Turks & Caicos Arizona	DRH Construction, Inc.	Delaware
DRH Properties, Inc.  Arizona	DRH Energy, Inc.	Colorado
•	DRH FS Mortgage Reinsurance, Ltd.	Turks & Caicos
DDH Booky Company Inc	DRH Properties, Inc.	Arizona
DKH Keatty Company, nic.	DRH Realty Company, Inc.	California
DRH Regrem VII, LP Texas	DRH Regrem VII, LP	Texas
DRH Regrem VIII, LLC Delaware	DRH Regrem VIII, LLC	Delaware
DRH Regrem XI, Inc.  Delaware	DRH Regrem XI, Inc.	Delaware

DRH Regrem XII, LP	Texas
DRH Regrem XIII, Inc.	Delaware
DRH Regrem XIV, Inc.	Delaware
DRH Regrem XV, Inc.	Delaware
DRH Regrem XVI, Inc.	Delaware
DRH Regrem XVII, Inc.	Delaware
DRH Regrem XVIII, Inc.	Delaware

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DRH Regrem XIX, Inc. DRH Regrem XX, Inc. Delaware DRH Regrem XXI, Inc. Delaware DRH Regrem XXII, Inc. Delaware DRH Regrem XXIII, Inc. DRH Regrem XXIII, Inc. DRH Regrem XXIII, Inc. DRH Regrem XXIII, Inc. DRH Regrem XXIV, Inc. Delaware DRH Regrem XXV, Inc. DRH Regrem XXV, Inc. DRH Regrem XXV, Inc. DRH Regrem XXV, Inc. DRH Rosuntwest Construction, Inc. DRH Tucson Construction, Inc. DRH Tucson Construction, Inc. DRH Tucson Construction, Inc. DRH Inc. DR	Name of Subsidiary	State of Incorporation or Organization
DRH Regrem XXI, Inc.         Delaware           DRH Regrem XXII, Inc.         Delaware           DRH Regrem XXIII, Inc.         Delaware           DRH Regrem XXIV, Inc.         Delaware           DRH Regrem XXV, Inc.         Delaware           DRH Regrem XXV, Inc.         Delaware           DRH Southwest Construction, Inc.         Delaware           DRH Tucson Construction, Inc.         Delaware           DRH, Inc.         Texas           Emerald Creek No. 4, L.P.G         Texas           Encore I, Inc.         Arizona           Encore Venture Partners II (California), L.P.         Delaware           Encore Venture Partners II (Texas), L.P.         Delaware           Encore Venture Partners II (Texas), L.P.         Delaware           Georgetown Data, Inc.G         Texas           Gerdenan & McQueen, L.L.C.G         Arizona           GP-Encore, Inc.         Colorado           Golden Fox LL.C.G         Arizona           Grande Realty Incorporated         New Jersey           Grande Realty Incorporated         New Jersey           Grande Title Agency, LL.C.G         California           HPH Homebuilders 1995 L.P.         California           HPH Homebuilders 2000 L.P.         California           Haske	DRH Regrem XIX, Inc.	Delaware
DRH Regrem XXII, Inc. DRH Regrem XXIII, Inc. DRH Regrem XXIII, Inc. DRH Regrem XXIV, Inc. DRH Regrem XXIV, Inc. DRH Regrem XXIV, Inc. DRH Regrem XXIV, Inc. DRH Southwest Construction, Inc. DRH Subthwest Construction, Inc. DRH Tucson Construction, Inc. DRH Inc. DRH Inc. DRHI, Inc. Delaware DRHI, Inc. Delaware Emerald Creek No. 4, L.P.(©) Texas Encore II, Inc. Arizona Encore Venture Partners, L.P. Delaware Encore Venture Partners II (California), I.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Data, Inc.(©) Georgetown Data, Inc.(©) Georgetown Data, Inc.(©) Grande Realty Incorporated Grande Realty Incorporated Grande Realty Incorporated Grande Title Agency, LLC(©) Grande Realty Incorporated Grande Title Agency, LLC(©) Grande Realty Incorporated Grande Realty Incorporate Galifornia HPH Homebuilders 1995 L.P. HPH Homebuilders 1996 L.P. California HPH Homebuilders 1996 L.P. California Galifornia Haskell Canyon Partners II, L.P.(h) Haskell Canyon Partners II, L.P.(h) Hawaii KDB Homes, Inc. Delaware Meadows II, Ltd. Delaware Meadows II, Ltd. Delaware Meadows II, Ltd. Meadows II,		Delaware
DRH Regrem XXIII, Inc.  DRH Regrem XXIV, Inc.  DRH Regrem XXV, Inc.  DRH Regrem XXV, Inc.  DRH Regrem XXV, Inc.  DRH Southwest Construction, Inc.  DRH Tusson Construction, Inc.  Delaware  Emerald Creek No. 4, L.P.(©)  Encore Venture Partners II (California), L.P.  Delaware  Encore Venture Partners II (Texas), L.P.  Delaware  Gergetown Data, Inc., (©)  Germann & McQueen, L.L.C.(©)  Arizona  GP-Encore, Inc.  Arizona  GP-Encore, Inc.  Arizona  GP-Encore, Inc.  Arizona  Grande Realty Incorporated  Grande Realty Incorporated  New Jersey  Grande Title Agency, LLC(©)  Grande Realty Incorporated  New Jersey  Grande Title Agency, LLC(©)  Grande Realty Incorporated  Grande Realty Incorporated  Galifornia  HPH Homebuilders 1996 L.P.  HPH Homebuilders 1996 L.P.  California  Haskell Canyon Partners, L.P.(©)  Laifornia  Haskell Canyon Partners, L.P.(©)  Hawaii  KDB Homes, Inc.  Delaware  Delaware  Meadows II, Lt.C  Meadows II, Lt.C  Meadows II, Lt.C  Meadows II, Lt.C  Meadows X, Inc.  Meadows II, Lt.C  Meadows X, Inc.  Meadows X, Inc.  Meadows A, Inc.  Meadows II, Lt.C  Meadows X, Inc.  Meadows X, I	e ·	Delaware
DRH Regrem XXIV, Inc. DRH Regrem XXV, Inc. DRH Regrem XXV, Inc. DRH Regrem XXV, Inc. DRH Southwest Construction, Inc. DRH Tucson Construction, Inc. DRH Tucson Construction, Inc. Delaware DRH Southwest Construction, Inc. Delaware DRH, Inc. Delaware DRH, Inc. Delaware Emerald Creek No. 4, L.P.(©) Emerald Creek No. 4, L.P.(©) Encore II, Inc. Encore Venture Partners, L.P. Encore Venture Partners II (California), L.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Georgetown Data, Inc. (d) Fencore, Inc. Gormann & McQueen, L.L.C.(©) Greyned McQueen, L.L.C.(©) Grande Title Agency, L.L.C.(©) Galifornia HPH Homebuilders 1995 L.P. HPH Homebuilders 1995 L.P. HPH Homebuilders 1996 L.P. Galifornia G		Delaware
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DRH Regrem XXV, Inc. DRH Southwest Construction, Inc. DRH Tucson Construction, Inc. DRHI, Inc. Delaware DRHI, Inc. Delaware Emerald Creek No. 4, L.P.(°) Emcore II, Inc. Encore II, Inc. Encore Venture Partners, L.P. Encore Venture Partners II (California), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Georgetown Data, Inc.(d) Germann & McQueen, L.L.C.(e) Germann & McQueen, L.L.C.(e) Grande Realty Incorporated Grande Realty Incorporated Grande Realty Incorporated Grande Title Agency, LLC(f) Greywes, LL.C.(g) Grande Title Agency, LLC(f) Greywes, LL.C.(g) California HPH Homebuilders 1995 L.P. HPH Homebuilders 1996 L.P. HPH Homebuilders 1996 L.P. Haskell Canyon Partners, L.P.(h) Haskell Canyon Partners, L.P.(h) Haskell Canyon Partners II, L.P.(h) Iao Partners Kaomalo LLC(a) KDB Homes, Inc. Livermore Homebuilders L.P. McQueen & Willis, LLC(f) Meadows I, Ltd. Meadows I, Ltd. Meadows II, Ltd. Delaware Meadows VIII, Ltd. Meadows VIII, Ltd. Meadows VIII, Ltd. Meadows VIII, Ltd. New Jersey Melmort Co. Melody Homes, Inc. Meadows I, Inc. Meadows I, Ltd. New Jersey Melmort Co. Olorado Metro Title, LLC(f) Golorado Metro		Delaware
DRH Southwest Construction, Inc. DRH Tucson Construction, Inc. DRH Inc. Delaware DRHI, Inc. Delaware Emerald Creek No. 4, L.P. (©) Encore Venture Partners, L.P. Encore Venture Partners, L.P. Encore Venture Partners II (California), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (L.P. (Delaware Vill, L.D.		Delaware
DRH Tucson Construction, Inc. DRHI, Inc. Delaware Emerald Creek No. 4, L.P.(c) Encore II, Inc. Encore II, Inc. Encore Venture Partners, L.P. Encore Venture Partners II (California), L.P. Encore Venture Partners II (Itexas), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Encore Venture Partners II (Texas), L.P. Delaware Georgetown Data, Inc.(d) Texas Germann & McQueen, L.L.C.(e) Arizona GP-Encore, Inc. Arizona Colden Fox LLC(a) Arizona Colden Fox LLC(a) Colorado HPH Homebuilders 1995 L.P. California HPH Homebuilders 1995 L.P. California HPH Homebuilders 1996 L.P. California HPH Homebuilders 1996 L.P. California Laskell Canyon Partners, L.P.(h) California Laskell Canyon Partners II, L.P.(h) Lo Partners Kaomalo LLC(a) Hawaii Komalo LLC(a) Hawaii Komalo LLC(a) Hawaii Komealows I, Ltd. Delaware Livermore Homebuilders L.P. Mcadows I, Ltd. Delaware Meadows II, Ltd. Delaware Meadows II, Ltd. Delaware Meadows II, Inc. New Jersey Melmort Co. New Jersey Melmort Co. New Jersey Melmort Co. New Jersey Melmort Co. Virginia Oakley-Avalon L.P. Rielly Carlsbad LLC(a) Delaware Rielly Carlsbad LLC(a) Delaware		California
DRHI, Inc. Emerald Creek No. 4, L.P.(c) Emerald Creek No. 4, L.P.(c) Emcore II, Inc. Encore II, Inc. Encore Venture Partners, L.P. Encore Venture Partners II (California), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Encore Venture Partners II (Texas), L.P. Georgetown Data, Inc.(d) Georgetown Data, Inc.(d) Texas Germann & McQueen, L.L.C.(e) Graman & McQueen, L.L.C.(e) Graman & McQueen, L.L.C.(e) Graman & McQueen, L.L.C.(e) Grande Realty Incorporated Grande Realty Incorporated Grande Realty Incorporated Grande Title Agency, LLC(f) Greywes, LLC(g) HPH Homebuilders 1995 L.P. HPH Homebuilders 1995 L.P. California HPH Homebuilders 1996 L.P. California HPH Homebuilders 2000 L.P. Haskell Canyon Partners, L.P.(f) Haskell Canyon Partners, L.P.(f) Lagrander Lagran		Delaware
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Encore Venture Partners II (Texas), L.P. Georgetown Data, Inc. (d) Georgetown Data, Inc. (d) Germann & McQueen, L.L.C. (e) Germann & McQueen, L.L.C. (e) GP-Encore, Inc. Golden Fox LLC (a) Golden Fox LLC (a) Golden Fox LLC (a) Golden Fox LLC (b) Grande Realty Incorporated Grande Realty Incorporated Grande Title Agency, LLC (f) Grande Title Agency, LLC (f) Greywes, LLC (g) Greywes, LLC (g) California HPH Homebuilders 1995 L.P. HPH Homebuilders 1996 L.P. California HPH Homebuilders 2000 L.P. California HPH Homebuilders 2000 L.P. California Laskell Canyon Partners, L.P. (h) Haskell Canyon Partners II, L.P. (h) Laskell Canyon Partners II, L.P. (h) Laskell Canyon Partners II, L.P. (h) Lao Partners Kaomalo LLC (a) KDB Homes, Inc. Livermore Homebuilders L.P. California McQueen & Willis, LLC (h) Meadows I, Ltd. Delaware Meadows I, Ltd. Delaware Meadows II, Ltd. Delaware Meadows VIII, Ltd. Delaware Meadows VIII, Ltd. Delaware Meadows VIII, Ltd. Delaware Meadows IX, Inc. New Jersey Meadows I, Inc. New Jersey Melmort Co. Melody Homes, Inc. Delaware Metro Star Canyon, LLC (a) Metro Star Canyon, LLC (a) Metro Title, LLC (b) Virginia Oakley-Avalon L.P. Rielly Carlsbad LLC (a) Delaware Rielly Garlsbad LLC (a) Delaware	Encore Venture Partners, L.P.	Delaware
Georgetown Data, Inc. (d)         Texas           Germann & McQueen, L.L.C.(e)         Arizona           GP-Encore, Inc.         Arizona           Golden Fox LLC(a)         Colorado           Grande Realty Incorporated         New Jersey           Grande Title Agency, LLC(a)         New Jersey           Greywes, LLC(a)         California           HPH Homebuilders 1995 L.P.         California           HPH Homebuilders 2000 L.P.         California           Haskell Canyon Partners, L.P.(h)         California           Haskell Canyon Partners II, L.P.(h)         California           Iao Partners         Hawaii           KOB Homes, Inc.         Delaware           Livermore Homebuilders L.P.         California           McQueen & Willis, LLC(i)         Arizona           Meadows I, Ltd.         Delaware           Meadows II, Ltd.         Delaware           Meadows VIII, Ltd.         Delaware           Meadows X, Inc.         New Jersey           Meadows X, Inc.         New Jersey           Meadows X, Inc.         New Jersey           Meadows Will, Ltd.(a)         Delaware           Meadows I, Ltd.         Delaware           Meadows I, Ltc.(a)         New Jersey           <	Encore Venture Partners II (California), L.P.	Delaware
Germann & McQueen, L.L.C.(e)         Arizona           GP-Encore, Inc.         Arizona           Golden Fox LLC(a)         Colorado           Grande Realty Incorporated         New Jersey           Grande Title Agency, LLC(b)         New Jersey           Greywes, LLC(g)         California           HPH Homebuilders 1995 L.P.         California           HPH Homebuilders 1996 L.P.         California           HPH Homebuilders 2000 L.P.         California           Haskell Canyon Partners, L.P.(h)         California           Haskell Canyon Partners II, L.P.(h)         California           Haskell Canyon Partners II, L.P.(h)         California           Kaomalo LLC(a)         Hawaii           KDB Homes, Inc.         Delaware           Livermore Homebuilders L.P.         California           McQueen & Willis, LLC(h)         Arizona           Meadows I, Ltd.         Delaware           Meadows II, Ltd.         Delaware           Meadows IX, Inc.         New Jersey           Meadows X, Inc.         New Jersey           Meadows X, Inc.         New Jersey           Meadows X, Inc.         New Jersey           Melmort Co.         Colorado           Melmort Co.         Colorado <tr< td=""><td>Encore Venture Partners II (Texas), L.P.</td><td>Delaware</td></tr<>	Encore Venture Partners II (Texas), L.P.	Delaware
GP-Encore, Inc.         Arizona           Golden Fox LLC(a)         Colorado           Grande Realty Incorporated         New Jersey           Grande Title Agency, LLC(f)         New Jersey           Greywes, LLC(a)         California           HPH Homebuilders 1995 L.P.         California           HPH Homebuilders 1996 L.P.         California           HPH Homebuilders 2000 L.P.         California           Haskell Canyon Partners, L.P.(b)         California           Haskell Canyon Partners II, L.P.(h)         California           Iao Partners         Hawaii           Kaomalo LLC(a)         Hawaii           KDB Homes, Inc.         Delaware           Livermore Homebuilders L.P.         California           McQueen & Willis, LLC(i)         Arizona           Meadows I, Ltd.         Delaware           Meadows II, Ltd.         Delaware           Meadows VIII, Ltd.         Delaware           Meadows X, Inc.         New Jersey           Meadows X,	Georgetown Data, Inc. (d)	Texas
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Grande Realty IncorporatedNew JerseyGrande Title Agency, LLC(f)New JerseyGreywes, LLC(g)CaliforniaHPH Homebuilders 1995 L.P.CaliforniaHPH Homebuilders 1996 L.P.CaliforniaHPH Homebuilders 2000 L.P.CaliforniaHaskell Canyon Partners, L.P.(h)CaliforniaHaskell Canyon Partners II, L.P. (h)CaliforniaIao PartnersHawaiiKaomalo LLC(a)HawaiiKab Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows X, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	GP-Encore, Inc.	Arizona
Grande Title Agency, LLC(g) Greywes, LLC(g) Greywes, LLC(g) Greywes, LLC(g) Greywes, LLC(g) Greywes, LLC(g) Greywes, LLC(g) HPH Homebuilders 1995 L.P. HPH Homebuilders 1996 L.P. HPH Homebuilders 2000 L.P. Galifornia HBH Homebuilders 2000 L.P. Galifornia Haskell Canyon Partners, L.P.(h) Haskell Canyon Partners II, L.P.(h) Galifornia Iao Partners Hawaii Kaomalo LLC(a) Hawaii Kaomalo LLC(a) Hawaii KDB Homes, Inc. Livermore Homebuilders L.P. Galifornia McQueen & Willis, LLC(i) McQueen & Willis, LLC(i) Arizona Meadows I, Ltd. Delaware Meadows II, Ltd. Delaware Meadows VIII, Ltd. Delaware Meadows VIII, Ltd. New Jersey Meadows X, Inc. New Jersey Melmort Co. Golorado Melody Homes, Inc. Delaware Metro Star Canyon, LLC(a) Metro Title, LLC(g) California Rielly Carlsbad LLC(a) Delaware Rielly Homes Madison, LLC(a)	Golden Fox LLC <sup>(a)</sup>	Colorado
Greywes, LLC(g) HPH Homebuilders 1995 L.P. HPH Homebuilders 1995 L.P. California HPH Homebuilders 1996 L.P. California HPH Homebuilders 2000 L.P. California HPH Homebuilders 2000 L.P. California Haskell Canyon Partners, L.P.(h) Haskell Canyon Partners II, L.P. (h) California Iao Partners II, L.P. (h) Iao Partners III, L.P. (h) Iao Partners III, L.P. (h) Iao Partners III, L.P. (h) Iao Palwari III, L.D. (h) Iao Pelaware III, Ltd. Iao Pelaware	Grande Realty Incorporated	New Jersey
HPH Homebuilders 1995 L.P. HPH Homebuilders 1996 L.P. California HPH Homebuilders 2000 L.P. Haskell Canyon Partners, L.P.(h) Haskell Canyon Partners II, L.P.(h) California Haskell Canyon Partners II, L.P.(h) California Iao Partners Hawaii Kaomalo LLC(a) Hawaii Kaomalo LLC(a) Hawaii Kab Homes, Inc. California McQueen & Willis, LLC(i) Arizona Meadows I, Ltd. Delaware Meadows II, Ltd. Delaware Meadows VIII, Ltd. Delaware Meadows VIII, Ltd. New Jersey Meadows X, Inc. New Jersey Meadows X, Inc. New Jersey Melmort Co. Melody Homes, Inc. Metro Star Canyon, LLC(a) Metro Star Canyon, LLC(a) Colorado Metro Title, LLC(i) Oakley-Avalon L.P. Rielly Carlsbad LLC(a) Delaware Rielly Homes Madison, LLC(a) Delaware Rielly Homes Madison, LLC(a)	Grande Title Agency, LLC <sup>(f)</sup>	New Jersey
HPH Homebuilders 1996 L.P.CaliforniaHPH Homebuilders 2000 L.P.CaliforniaHaskell Canyon Partners, L.P.(h)CaliforniaHaskell Canyon Partners II, L.P.(h)CaliforniaIao PartnersHawaiiKaomalo LLC(a)HawaiiKDB Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows X, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(i)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Greywes, LLC <sup>(g)</sup>	California
HPH Homebuilders 2000 L.P.CaliforniaHaskell Canyon Partners, L.P.(h)CaliforniaHaskell Canyon Partners II, L.P.(h)CaliforniaIao PartnersHawaiiKaomalo LLC(a)HawaiiKDB Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelnort Co.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(i)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	HPH Homebuilders 1995 L.P.	California
Haskell Canyon Partners, L.P.(h)CaliforniaHaskell Canyon Partners II, L.P.(h)CaliforniaIao PartnersHawaiiKaomalo LLC(a)HawaiiKDB Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelmort Star Canyon, LLC(a)ColoradoMetro Title, LLC(i)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	HPH Homebuilders 1996 L.P.	California
Haskell Canyon Partners II, L.P.(h)CaliforniaIao PartnersHawaiiKaomalo LLC(a)HawaiiKDB Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelmort Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	HPH Homebuilders 2000 L.P.	California
Haskell Canyon Partners II, L.P.(h)CaliforniaIao PartnersHawaiiKaomalo LLC(a)HawaiiKDB Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelmort Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Haskell Canyon Partners, L.P. <sup>(h)</sup>	California
Kaomalo LLC(a)HawaiiKDB Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware		California
KDB Homes, Inc.DelawareLivermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows III, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(i)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Iao Partners	Hawaii
Livermore Homebuilders L.P.CaliforniaMcQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Kaomalo LLC <sup>(a)</sup>	Hawaii
McQueen & Willis, LLC(i)ArizonaMeadows I, Ltd.DelawareMeadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	KDB Homes, Inc.	Delaware
Meadows I, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Livermore Homebuilders L.P.	California
Meadows II, Ltd.DelawareMeadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	McQueen & Willis, LLC <sup>(i)</sup>	Arizona
Meadows VIII, Ltd.DelawareMeadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Meadows I, Ltd.	Delaware
Meadows IX, Inc.New JerseyMeadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Meadows II, Ltd.	Delaware
Meadows X, Inc.New JerseyMelmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Meadows VIII, Ltd.	Delaware
Melmort Co.ColoradoMelody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Meadows IX, Inc.	New Jersey
Melody Homes, Inc.DelawareMetro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Meadows X, Inc.	New Jersey
Metro Star Canyon, LLC(a)ColoradoMetro Title, LLC(j)VirginiaOakley-Avalon L.P.CaliforniaRielly Carlsbad LLC(a)DelawareRielly Homes Madison, LLC(a)Delaware	Melmort Co.	Colorado
Metro Title, LLC <sup>(j)</sup> Oakley-Avalon L.P. California Rielly Carlsbad LLC <sup>(a)</sup> Rielly Homes Madison, LLC <sup>(a)</sup> Delaware Delaware	Melody Homes, Inc.	Delaware
Oakley-Avalon L.P.  Rielly Carlsbad LLC <sup>(a)</sup> Rielly Homes Madison, LLC <sup>(a)</sup> Delaware  Delaware	Metro Star Canyon, LLC <sup>(a)</sup>	Colorado
Rielly Carlsbad LLC <sup>(a)</sup> Rielly Homes Madison, LLC <sup>(a)</sup> Delaware  Delaware	Metro Title, LLC <sup>(j)</sup>	Virginia
Rielly Homes Madison, LLC <sup>(a)</sup> Delaware	Oakley-Avalon L.P.	California
·	Rielly Carlsbad LLC <sup>(a)</sup>	Delaware
Sabular Hamas of Arizona II C	Rielly Homes Madison, LLC <sup>(a)</sup>	Delaware
Schuler Homes of Arizona LLC Detaware	Schuler Homes of Arizona LLC	Delaware

Schuler Homes of California, Inc.

Schuler Homes of Oregon, Inc.

Schuler Homes of Washington, Inc.

Schuler Homes of Washington, Inc.

Schuler Mortgage, Inc.

Schuler Realty Hawaii, Inc.

SGS Communities at Battleground, LLC<sup>(a)</sup>

SGS Communities at Grande Quay L.L.C

New Jersey

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Name of Subsidiary	State of Incorporation or Organization
SHA Construction LLC	Delaware
SHLR of California, Inc.	California
SHLR of Colorado, Inc.	Colorado
SHLR of Nevada, Inc.	Nevada
SHLR of Utah, Inc.	Utah
SHLR of Washington, Inc.	Washington
SRHI LLC	Delaware
SSHI LLC	Delaware
Surprise Village North, LLC	Arizona
The Club at Pradera, Inc.	Delaware
Travis County Title Company	Texas
Venture Management of South Carolina, LLC	South Carolina
Vertical Construction Corporation	Delaware
Western Pacific Brea Development, LLC	Delaware
Western Pacific Funding, Inc.	California
Western Pacific Housing, Inc.	Delaware
Western Pacific Housing-Antigua, LLC	Delaware
Western Pacific Housing-Aviara, L.P.	California
Western Pacific Housing-Boardwalk, LLC	Delaware
Western Pacific Housing-Broadway, LLC	Delaware
Western Pacific Housing-Canyon Park, LLC	Delaware
Western Pacific Housing-Carmel, LLC	Delaware
Western Pacific Housing-Carrillo, LLC	Delaware
Western Pacific Housing Co., a California Limited Partnership	California
Western Pacific Housing-Communications Hill, LLC	Delaware
Western Pacific Housing-Copper Canyon, LLC	Delaware
Western Pacific Housing-Coto Venture, L.P.	California
Western Pacific Housing-Creekside, LLC	Delaware
Western Pacific Housing-Culver City, L.P.	California
Western Pacific Housing-Del Valle, LLC	Delaware
Western Pacific Housing-Lomas Verdes, LLC	Delaware
Western Pacific Housing-Lost Hills Park, LLC	Delaware
Western Pacific Housing-Lyons Canyon Partners, LLC <sup>(a)</sup>	Delaware
Western Pacific Housing Management, Inc.	California
Western Pacific Housing-McGonigle Canyon, LLC	Delaware
Western Pacific Housing-Mountaingate, L.P.	California
Western Pacific Housing-Norco Estates, LLC	Delaware
Western Pacific Housing-Oso, L.P.	California
Western Pacific Housing-Pacific Park II, LLC	Delaware
Western Pacific Housing-Park Avenue East, LLC	Delaware
Western Pacific Housing-Park Avenue West, LLC	Delaware
Western Pacific Housing-Playa Vista, LLC	Delaware
Western Pacific Housing-Poinsettia, L.P.	California
Western Pacific Housing-River Ridge, LLC	Delaware
Western Pacific Housing-Robinhood Ridge, LLC	Delaware

Western Pacific Housing-Santa Fe, LLC	Delaware
Western Pacific Housing-Scripps, L.P.	California
Western Pacific Housing-Scripps II, LLC	Delaware
Western Pacific Housing-SDG, LLC	California
Western Pacific Housing-Seacove, L.P.	California
Western Pacific Housing-Studio 528, LLC	Delaware
Western Pacific Housing-Terra Bay Duets, LLC	Delaware

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## Name of Subsidiary

Western Pacific Housing-Torrance, LLC Western Pacific Housing-Torrey Commercial, LLC Western Pacific Housing-Torrey Meadows, LLC Western Pacific Housing-Torrey Multi-Family, LLC Western Pacific Housing-Torrey Village Center, LLC Western Pacific Housing-Vineyard Terrace, LLC Western Pacific Housing-Westlake II, L.P.(a) Western Pacific Housing-Windemere, LLC Western Pacific Housing-Windflower, L.P.

WPH-Camino Ruiz, LLC WPH-Copper Canyon, LLC(k) WPH-Copper Canyon II, LLC(a) WPHD/Camarillo, LLC WPHD/Ventura, LLC(k) WPH-Oxnard Coastal, LLC(a) 2 C Development Company LLC(1) 3030 Management, Inc. 91st Avenue & Happy Valley, L.L.C.(a)

(a) Owned 50%, directly or indirectly, by

- (b) Owned 75%, directly or indirectly, by the Company.
- directly or indirectly, by
- directly or indirectly, by
- (e) Owned 12%. directly or indirectly, by the Company.

(f)

## **State of Incorporation** or Organization

Delaware Delaware Delaware Delaware Delaware Delaware California Delaware California Delaware Delaware Delaware California California Delaware California Delaware Arizona

the Company.

(c) Owned 49.5%. the Company.

(d) Owned 0.056%. the Company.

Owned 49%, directly or indirectly, by the Company

- (g) Owned 51%, directly or indirectly, by the Company.
- (h) Owned 25%, directly or indirectly, by the Company.
- (i) Owned 12.32%, directly or indirectly, by the Company.
- (j) Owned 64%, directly or indirectly, by the Company.
- (k) Owned 65%, directly or indirectly, by the Company.
- (l) Owned 40%, directly or indirectly, by the Company.

#### MANAGEMENT AND CONTROL

#### 4. Directors and Executive Officers

The following table lists the name of, and offices held by, each director and executive officer of the Applicants as of the date hereof. The mailing address of each director and executive officer is: c/o D.R. Horton, Inc., 301 Commerce Street, Suite 500, Fort Worth, Texas 76102; (817) 390-8200.

#### (1) D.R. Horton, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President, Chief Executive Officer and Director
Bill W. Wheat	Executive Vice President, Chief Financial Officer and Director
Stacey H. Dwyer	Executive Vice President and Treasurer
Samuel R. Fuller	Senior Executive Vice President
Ted I. Harbour	Senior Vice President, Assistant Secretary and Chief Legal Officer
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Name	Position
Stephan P. Perison	Senior Vice President and Assistant Secretary
James K. Schuler	Senior Vice President and Region President
David Auld	Vice President and Region President
Christopher J. Chambers	Vice President and Region President
Brian F. Gardner	Vice President and Region President
Gordon D. Jones	Vice President and Region President
Rick L. Horton	Vice President and Region President
George W. Seagraves	Vice President and Region President
Richard P. Ambrosini	Vice President and Division President
Derek Ammerman	Vice President and Division President
Douglas R. Brown	Vice President and Division President
R. Douglas Brown	Vice President and Division President
Bradford C. Brundage	Vice President and Division President
Kurt Roger Burger	Vice President and Division President
Frank T. Davis	Vice President and Division President
Mark Ferguson	Vice President and Division President
Stephen H. Fitzpatrick	Vice President and Division President
James Frasure	Vice President and Division President
Philip A. Fremento	Vice President and Division President
David Greenberg	Vice President and Division President
Thomas F. Hill Jr.	Vice President and Division President
Todd Horton	Vice President and Division President
Robert G. Hutton	Vice President and Division President
C. Shane Johnson	Vice President and Division President
James D. Kyle	Vice President and Division President
Frank Lackman	Vice President and Division President
Robert A. Lawson	Vice President and Division President
Glen D. Longarini	Vice President and Division President
John A. Mariconda	Vice President and Division President
Boyd A. Martin	Vice President and Division President
David McCarthy	Vice President and Division President
Paul J. Romanowski	Vice President and Division President
George W. Seagraves	Vice President and Division President
Ryan Selby	Vice President and Division President
Scott J. Stone	Vice President and Division President
Christopher K. Barnette	Vice President and Assistant Secretary
Scott Boden	Vice President and Region Chief Financial Officer
Robert E. Coltin	Vice President and Assistant Secretary
William A. Allen	Vice President and Division Controller
David Boten	Vice President and Assistant Secretary
Les Brannon	Vice President and Assistant Secretary
Scott W. Davis	Vice President of Construction
R. Dale Eggleston	Vice President
Joan L. Fleming	Vice President
Todd G. Frederking	Vice President of Sales
Mitch Giles	Vice President and Division Controller

Steven H. Goodman Vice President and Assistant Secretary
Paula Hunter-Perkins Vice President and Human Resource Director
Robert M. Karnes Vice President and Assistant Secretary

Scott P. Keeffe Vice President of Sales and Marketing
Steve Lovett Vice President and Region Chief Financial Officer

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Name	Position
Richard N. Maier	Vice President and Assistant Secretary
Burwell B. McClendon III	Vice President and Assistant Secretary
Thomas B. Montano	Vice President and Assistant Secretary
David T. Morice	Vice President and Assistant Secretary
Michael J. Murray	Vice President Controller
Anthony W. Oxley	Vice President
Michael D. Parker	Vice President of Operations
Stephen M. Paul	Vice President
James M. Peebles	Vice President and Assistant Secretary
Donna L. Pope	Vice President of Sales and Marketing
Elizabeth J. Pruitt-Maynor	Vice President of Finance
Matthew J. Pupach	Vice President of Sales and Marketing
Holly N. Rasmussen	Vice President of Sales and Marketing and Assistant Secretary
Eric T. Reavis	Vice President of Sales and Marketing
Rafael J. Roca	Vice President and Area Manager
Michael A. Schroetke	Vice President and Region Chief Financial Officer
Jack E. Simpson	Vice President and Financial Reporting Controller
Jeff Tebeaux	Vice President
Randall H. Trncak	Vice President of Land Acquisition and Development
Jonathan D. Wayne	Vice President of Land
R. Thomas Williams	Vice President of Land Acquisition and Development
Chris D. Wilson	Vice President and Region Chief Financial Officer
Chris D. Wilson	Vice President and Division Controller
David F. Winsor	Vice President of Purchasing
John E. Zakoske	Vice President
Bradley S. Anderson	Director
Michael R. Buchanan	Director
Richard I. Galland	Director

### Name Position

(2) C. Richard Dobson Builders, Inc.

Michael W. Hewatt

Bob G. Scott

Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
David Auld	Vice President and Region President
Brian F. Gardner	Vice President and Region President
George W. Seagraves	Vice President and Region President
Kurt Roger Burger	Vice President and Division President
R. Douglas Brown	Vice President and Division President
Philip A. Fremento	Vice President and Division President

Director

Director

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Anthony W. Oxley Vice President

Michael A. Schroetke Vice President and Region Chief Financial Officer Chris D. Wilson Vice President and Region Chief Financial Officer

John E. Zakoske Vice President

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# (3) CH Investments of Texas, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President
R. Dale Eggleston	Vice President
Joan L. Fleming	Vice President

## (4) CHI Construction Company

Name	Position
Name	FOSITION

Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
Gordon D. Jones	Vice President and Region President
Frank T. Davis	Vice President and Division President
Rick McDowell	Vice President and Assistant Division President
Robert E. Coltin	Vice President and Assistant Secretary
Gregory T. Drascic	Vice President of Construction
Anthony Dries	Vice President
R. Dale Eggleston	Vice President
Joan L. Fleming	Vice President
Christopher Frandsen	Vice President
Steven F. Seeger	Vice President of Sales and Marketing
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## Name Position

(5) CHTEX of Texas, Inc.

Chairman of the Board and Director
Vice Chairman, President and Chief Executive Officer
Senior Executive Vice President
Executive Vice President and Chief Financial Officer
Executive Vice President and Treasurer
Senior Vice President and Assistant Secretary
Vice President and Region President
Vice President and Division President
Vice President and Division President
Vice President and Division President
Vice President and Assistant Secretary
Vice President
Vice President

Steve Lovett Vice President and Region Chief Financial Officer

Richard N. Maier Vice President and Assistant Secretary
Burwell B. McClendon III Vice President and Assistant Secretary

Randall C. Present Vice President

Eric T. Reavis Vice President of Sales and Marketing

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# (6) Continental Homes, Inc.

Name	Position	
Donald R. Horton	Chairman of the Board and Director	
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer	
Samuel R. Fuller	Senior Executive Vice President	
Bill W. Wheat	Executive Vice President and Chief Financial Officer	
Stacey H. Dwyer	Executive Vice President and Treasurer	
Ted I. Harbour	Senior Vice President and Assistant Secretary	
Gordon D. Jones	Vice President and Region President	
Frank T. Davis	Vice President and Division President	
Rick McDowell	Vice President and Assistant Division President	
Robert E. Coltin	Vice President and Assistant Secretary	
Gregory T. Drascic	Vice President of Construction	
Anthony Dries	Vice President	
R. Dale Eggleston	Vice President	
Joan L. Fleming	Vice President	
Christopher Frandsen	Vice President	

(7) Continental Homes of Texas, L.P.

Name Position

None.

# (8) Continental Residential, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
Christopher J. Chambers	Vice President and Region President
Keith Alex	Vice President
Richie R. Blogg	Vice President of Land Acquisition
M. Scott Clark	Vice President of Construction
R. Dale Eggleston	Vice President
Stephen H. Fitzpatrick	Vice President
Joan L. Fleming	Vice President
Diane Galigher	Vice President of Sales and Marketing
Charles P. Kalman	Vice President of Construction
Jimmy Luker	Vice President of Operations
William Mayer	Vice President and Assistant Secretary
Jeremy Newman	Vice President and Division Controller
Terri E. Robbins Caserman	Vice President of Human Resources
Steve Rowland	Vice President of Planning and Development
Jonathan R. Smith	Vice President of Purchasing

David Stearn Vice President of Land Acquisition Brenda L. Zalke Vice President of California Region

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#### (9) D.R. Horton Emerald, Ltd.

Name Position

None.

(10) D.R. Horton, Inc. Birmingham

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

David Auld Vice President and Region President Scott J. Stone Vice President and Division President

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Anthony W. Oxley Vice President

Chris D. Wilson Vice President and Region Chief Financial Officer

(11) D.R. Horton, Inc. Chicago

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Ted. I Harbour Executive Vice President and Assistant Secretary

Dale R. Eggleston Vice President Joan L. Fleming Vice President

(12) D.R. Horton, Inc. Denver

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President
George W. Seagraves Vice President and Division President
David Boten Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Elizabeth J. Pruitt-Maynor Vice President of Finance

Holly N. Rasmussen

Vice President of Sales and Marketing and Assistant Secretary

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Name

#### (13) D.R. Horton, Inc. Dietz-Crane

Danald D. Hanton	Cl

Donald R. Horton Chairman of the Board and Director

**Position** 

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President Karl Spangler Vice President and Division President

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Alan S. Hall

Vice President of Land Acquisition

Don T. Kieffer

Vice President of Land Development

Vice President of Construction

Joe B. Spangler Vice President

(14) D.R. Horton, Inc. Fresno

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Christopher J. Chambers Vice President and Region President

Robert A. Buckheister Jr. Vice President Construction

R. Dale Eggleston Vice President

Jane Y. Faulks

Vice President and Division Controller

Joan L. Fleming Vice President

Jason E. Frank Vice President and Region Chief Financial Officer

Timothy C. Howard Vice President Construction
Linda Inan Vice President of Sales

(15) D.R. Horton, Inc. Greensboro

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Brian F. Gardner Vice President and Region President
George W. Seagraves Vice President and Region President
Kurt Roger Burger Vice President and Division President

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Michael A. Schroetke Vice President and Region Chief Financial Officer

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### (16) D.R. Horton, Inc. Gulf Coast

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
Rick L. Horton	Vice President and Region President
Derek Ammerman	Vice President and Division President
Les Brannon	Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(17) D.R. Horton, Inc. Jacksonville

#### **Position** Name

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Executive Vice President and Treasurer Stacey H. Dwyer Ted I. Harbour Senior Vice President and Assistant Secretary

Vice President and Region President David Auld Vice President and Division President Philip A. Fremento

R. Dale Eggleston Vice President Joan L. Fleming Vice President Keith V. Williams Vice President

Chris D. Wilson Vice President and Region Chief Financial Officer

John E. Zakoske Vice President

(18) D.R. Horton, Inc. Louisville

#### Name **Position**

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Senior Executive Vice President Samuel R. Fuller

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(19) D.R. Horton, Inc. Minnesota

#### **Position** Name

Chairman of the Board and Director Donald R. Horton

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

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George W. Seagraves Vice President, Region President and Division President

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Stephen M. Paul Vice President

(20) D.R. Horton, Inc. New Jersey

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Brian F. Gardner Vice President and Region President
George W. Seagraves Vice President and Region President
Alfred L. Garfall Jr. Vice President and Division President

Jay A. Goldberg Vice President of Sales and Marketing and Assistant Secretary

Mitchell Newman Vice President of Land Acquisition and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Michael A. Schroetke Vice President and Region Chief Financial Officer

(21) D.R. Horton, Inc. Portland

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer
Ted I. Harbour
Senior Vice President and Assistant Secretary
James K. Schuler
Senior Vice President and Region President
Ryan Selby
Vice President and Division President
Vice President and Assistant Secretary
Vice President and Assistant Secretary

Scott Boden Vice President and Region Chief Financial Officer

John R. Briscoe Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(22) D.R. Horton, Inc. Sacramento

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer Ted I. Harbour Senior Vice President and Assistant Secretary

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### Name Position

Christopher J. Chambers Vice President and Region President William E. Mayer III Vice President and Assistant Secretary

Russell D. Ameter Vice President and Assistant Secretary of Land Acquisition

Robert V. Brennan Vice President and Assistant Secretary of Sales and Marketing

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Jason E. Frank Vice President and Region Chief Financial Officer

Frederick G. Holz Vice President and Assistant Secretary
Mike T. Meyer Vice President and Assistant Secretary

(23) D.R. Horton, Inc. Torrey

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

David Auld Vice President and Region President
Brian F. Gardner Vice President and Region President
George W. Seagraves Vice President and Region President
R. Douglas Brown Vice President and Division President

Bradford C. Brundage

Kurt Roger Burger

Scott J. Stone

Vice President and Division President

Anthony W. Oxley Vice President R. Dale Eggleston Vice President Joan L. Fleming Vice President

Michael A. Schroetke Vice President and Region Chief Financial Officer Chris D. Wilson Vice President and Region Chief Financial Officer

(24) D.R. Horton LA North, Inc.

## Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Ted I. Harbour Senior Vice President and Assistant Secretary

Christopher J. Chambers Vice President and Region President Vice President and Division President

Jason E. Frank Vice President and Region Chief Financial Officer

William E. Mayer III Vice President and Assistant Secretary

R. Dale Eggleston Vice President

Joan L. Fleming Vice President Mark Higgins Vice President

Deborah S. Porter Vice President and Division Controller

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# (25) D.R. Horton Los Angeles Holding Company, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
Christopher J. Chambers	Vice President and Region President
Stephen H. Fitzpatrick	Vice President, Division President and Assistant Secretary
Glen D. Longarini	Vice President and Division President
Keith Alex	Vice President
Richie R. Blogg	Vice President of Land Acquisition
Daniel W. Boyd	Vice President
Robert A. Buckheister Jr.	Vice President Construction
M. Scott Clark	Vice President of Construction
R. Dale Eggleston	Vice President
Jane Y. Faulks	Vice President and Division Controller
Joan L. Fleming	Vice President
Jason E. Frank	Vice President and Region Chief Financial Officer
Diane Galigher	Vice President of Sales and Marketing
Mark Kolan Higgins	Vice President
Timothy C. Howard	Vice President Construction
Jimmy Luker	Vice President of Operations
William Mayer	Vice President and Assistant Secretary
Deborah S. Porter	Vice President and Division Controller
Terri E. Robbins Caserman	Vice President of Human Resources
Steve Rowland	Vice President of Planning and Development
Rodney S. Singh	Vice President of Land Acquisition and Development
Jonathan R. Smith	Vice President of Purchasing
Brenda L. Zalke	Vice President of California Region

# (26) D.R. Horton Management Company, Ltd.

### Name Position

None.

# (27) D.R. Horton Materials, Inc.

Position
Chairman of the Board and Director
Vice Chairman, President and Chief Executive Officer
Senior Executive Vice President
Executive Vice President and Chief Financial Officer
Executive Vice President and Treasurer
Vice President
Vice President

Rick L. Horton

Derek Ammerman

Wice President and Region President

Vice President and Division President

W. Todd Horton

Vice President and Division President

Rob G. Hutton

Vice President and Division President

Vice President and Division President

Vice President and Division President

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Name Position

James D. Kyle Vice President and Division President

(28) D.R. Horton OCI, Inc.

Name Position

Donald R. Horton Chairman of the Board

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Christopher J. Chambers
Stephen J. Fitzpatrick
Vice President and Region President
Vice President and Division President

M. Scott Clark Vice President of Construction

R. Dale Eggleston Vice President
Joan L. Fleming Vice President

Jason E. Frank Vice President and Region Chief Financial Officer

Charles P. Kalman Vice President of Construction
Jimmy Luker Vice President of Operations

William E. Mayer III Vice President and Assistant Secretary
Brenda L. Zalke Vice President of California Region
Diane Galigher Vice President of Sales and Marketing

(29) D.R. Horton Schuler Homes, LLC

Name Position

None.

(30) D.R. Horton Texas, Ltd.

Name Position

None.

(31) D.R. Horton VEN, Inc.

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Christopher J. Chambers
Glen D. Longarini
Vice President and Region President
Vice President and Division President
Vice President of Customer Service

R. Dale Eggleston Vice President

Joan L. Fleming Vice President

Jason E. Frank Vice President and Region Chief Financial Officer

William Mayer Vice President and Assistant Secretary
Deborah S. Porter Vice President and Division Controller

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### (32) DRH Cambridge Homes, Inc.

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman and Chief Executive Officer

Douglas R. Brown
Samuel R. Fuller
President and Division President
Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Jerry Conrad Senior Vice President

Ted I. Harbour Senior Vice President and Assistant Secretary

George W. Seagraves

Vice President and Region President
Paul F. Ivers

Vice President and Division President
Steven H. Goodman

Vice President and Assistant Secretary

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Bob Hinz Vice President

David L. Smith Vice President of Sales and Marketing

(33) DRH Cambridge Homes, LLC

Name Position

None.

(34) DRH Construction, Inc.

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer Gordon D. Jones Vice President and Region President John A. Mariconda Vice President and Division President

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(35) DRH Regrem VII, LP

Name Position

None.

(36) DRH Regrem VIII, LLC

Name Position

None.

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### (37) DRH Regrem XI, Inc.

Name	Position
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Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(38) DRH Regrem XII, LP

#### Name Position

None.

### (39) DRH Regrem XIII, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(40) DRH Regrem XIV, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(41) DRH Regrem XV, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

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# (42) DRH Regrem XVI, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
R. Dale Eggleston	Vice President
Joan L. Fleming	Vice President
(43) DRH Regrem XVII.	Inc.

### (43) DRH Regrem XVII, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
R. Dale Eggleston	Vice President
Joan L. Fleming	Vice President

# (44) DRH Regrem XVIII, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
R. Dale Eggleston	Vice President
Joan L. Fleming	Vice President
(45) DRH Regrem XIX, Inc.	

Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
R. Dale Eggleston	Vice President

Vice President

**Position** 

Joan L. Fleming (46) DRH Regrem XX, Inc.

Name

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
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Name Pos	sition
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Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(47) DRH Regrem XXI, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President and A

R. Dale Eggleston Vice President Vice President Vice President

(48) DRH Regrem XXII, Inc.

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

### (49) DRH Regrem XXIII, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(50) DRH Regrem XXIV, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

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### Name Position

Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(51) DRH Regrem XXV, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President (52) DRH Southwest Construction, Inc.

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President
Mark J. Ferguson Vice President and Division President
Karl Spangler Vice President and Division President
Robert E. Coltin Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Don T. Kieffer Vice President of Land Development Eric W. Montgomery Vice President of Construction

### (53) DRH Tucson Construction, Inc.

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President
David S. Greenberg Vice President and Division President

R. Dale Eggleston Vice President

Joan L. Fleming Vice President

Matthew J. Pupach Vice President of Sales and Marketing

R. Thomas Williams Vice President

David F. Winsor Vice President of Purchasing

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# (54) DRHI, Inc.

Name	Position
Donald R. Horton	Chairman of the Board and Director
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer
Samuel R. Fuller	Senior Executive Vice President
Bill W. Wheat	Executive Vice President and Chief Financial Officer
Stacey H. Dwyer	Executive Vice President and Treasurer
Ted I. Harbour	Senior Vice President and Assistant Secretary
Stephan P. Perison James K. Schuler	Senior Vice President and Assistant Secretary
David Auld	Senior Vice President and Region President Vice President and Region President
Brian F. Gardner	Vice President and Region President  Vice President and Region President
Rick L. Horton	Vice President and Region President  Vice President and Region President
Gordon D. Jones	Vice President and Region President  Vice President and Region President
George W. Seagraves	Vice President and Region President
Steve Lovett	Vice President and Region Chief Financial Officer
Richard P. Ambrosini	Vice President and Division President
Derek Ammerman	Vice President and Division President
Douglas R. Brown	Vice President and Division President
R. Douglas Brown	Vice President and Division President
Bradford C. Brundage	Vice President and Division President
Kurt Roger Burger	Vice President and Division President
Mark Ferguson	Vice President and Division President
Stephen H. Fitzpatrick	Vice President and Division President
James Frasure	Vice President and Division President
Philip A. Fremento	Vice President and Division President
David Greenberg	Vice President and Division President
Thomas F. Hill, Jr. Todd Horton	Vice President and Division President Vice President and Division President
Robert G. Hutton	Vice President and Division President  Vice President and Division President
C. Shane Johnson	Vice President and Division President  Vice President and Division President
James D. Kyle	Vice President and Division President  Vice President and Division President
Frank Lackman	Vice President and Division President
Robert A. Lawson	Vice President and Division President
Glen D. Longarini	Vice President and Division President
John A. Mariconda	Vice President and Division President
David McCarthy	Vice President and Division President
Boyd A. Martin	Vice President and Division President
Paul J. Romanowski	Vice President and Division President
George W. Seagraves	Vice President and Division President
Ryan Selby	Vice President and Division President
Scott Stone	Vice President and Division President
Christopher K. Barnette	Vice President and Assistant Secretary
Scott Boden	Vice President and Region Chief Financial Officer
Les Brannon	Vice President and Assistant Secretary
R. Dale Eggleston	Vice President
Joan L. Fleming	Vice President

Steven H. Goodman Vice President and Assistant Secretary

Paula Hunter-Perkins Vice President and Human Resources Director

Robert M. Karnes

Burwell B. McClendon III

Thomas B. Montano

Vie President and Assistant Secretary

Vice President and Assistant Secretary

Vice President and Assistant Secretary

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### Name Position

David T. Morice Vice President and Assistant Secretary

Michael J. Murray Vice President Controller

Anthony W. Oxley Vice President Stephen M. Paul Vice President

James M. Peebles Vice President and Assistant Secretary

Elizabeth J. Pruitt-Maynor Vice President of Finance

Michael A. Schroetke Vice President and Region Chief Financial Officer

Keith V. Williams Vice President

R. Thomas Williams Vice President of Land Acquisition and Development

Chris D. Wilson Vice President, Region Chief Financial Officer and Controller

John E. Zakoske Vice President

(55) HPH Homebuilders 2000 L.P.

#### Name Position

None.

(56) KDB Homes, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President
George W. Seagraves Vice President and Division President

David Boten Vice President

Scott W. Davis Vice President of Construction

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Elizabeth J. Pruitt-Maynor Vice President of Finance

Holly N. Rasmussen Vice President of Sales and Marketing and Assistant Secretary

Jonathan D. Wayne Vice President of Land

(57) Meadows I, Ltd.

## Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President

Rick L. Horton Vice President and Region President

Steve Lovett Vice President and Region Chief Financial Officer

Derek Ammerman Vice President and Division President
W. Todd Horton Vice President and Division President
Robert G. Hutton Vice President and Division President

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### Name Position

C. Shane Johnson

Vice President and Division President

James D. Kyle

Vice President and Division President

Vice President and Division President

Vice President and Division President

Vice President and Assistant Secretary

Vice President and Assistant Secretary

Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Todd G. Frederking Vice President of Sales

Burwell B. McClendon III Vice President and Assistant Secretary
Eric T. Reaves Vice President of Sales and Marketing
Kathryn M. Rhoades Vice President of Sales and Marketing

Randall H. Trncak Vice President of Land Acquisition and Development

(58) Meadows II, Ltd.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Ted I. Harbour Senior Vice President

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(59) Meadows VIII, Ltd.

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(60) Meadows IX, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Brian F. Gardner Vice President and Region President
Alfred L. Garfall Jr. Vice President and Division President

R. Dale Eggleston Vice President Vice President Vice President

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Vice President and Division President

### **Table of Contents**

Name

### (61) Meadows X, Inc.

Donald R. Horton

Chairman of the Board and Director

Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller

Senior Executive Vice President

Bill W. Wheat

Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

Ted I. Harbour

Brian F. Gardner

Chairman of the Board and Director

Vice President and Chief Executive Officer

Executive Vice President and Treasurer

Senior Vice President and Assistant Secretary

Vice President and Region President

**Position** 

Alfred L. Garfall Jr. Vice President
R. Dale Eggleston Vice President
Joan L. Fleming Vice President

(62) Melmort Co.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Mark C. Winter Vice President

(63) Melody Homes, Inc.

#### Name Position

Donald R. Horton Chairman of the Board

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President
George W. Seagraves Vice President and Division President
David Boten Vice President and Assistant Secretary

Scott W. Davis Vice President of Construction

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Elizabeth J. Pruitt-Maynor Vice President of Finance

Holly N. Rasmussen Vice President of Sales and Marketing and Assistant Secretary

Jonathan D. Wayne Vice President of Land

(64) Schuler Homes of Arizona LLC

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

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### Name Position

Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President
Frank T. Davis Vice President and Division President

Rick McDowell Vice President and Assistant Division President

Robert E. Coltin

Vice President and Assistant Secretary

Vice President of Construction

Gregory T. Drascic Vice President of Construction

Anthony Dries Vice President
R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Christopher Frandsen Vice President

Steven F. Seeger Vice President of Sales and Marketing

## (65) Schuler Homes of California, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Christopher J. Chambers

Richard P. Ambrosini

Stephen H. Fitzpatrick

William E. Mayer

Vice President and Division President

Vice President and Division President

Vice President and Assistant Secretary

R. Dale Eggleston Vice President Vice President Vice President

Jason E. Frank Vice President and Region Chief Financial Officer

Lisa M. Frazier Vice President

Jimmy Luker Vice President of Operations

William Shannon Vice President

### (66) Schuler Homes of Oregon, Inc.

Christopher K. Barnette

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

Ted I. Harbour

Senior Vice President and Assistant Secretary

James K. Schuler

Ryan M. Selby

Vice President and Division President

Vice President and Division President

Vice President and Division President

Scott Boden Vice President and Region Chief Financial Officer

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Vice President and Assistant Secretary

R. Dale Eggleston Vice President Vice President Vice President

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Namo

### (67) Schuler Homes of Washington, Inc.

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Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

James K. Schuler

Ted I. Harbour

Executive Vice President and Treasurer

Senior Vice President and Region President

Senior Vice President and Assistant Secretary

Position

J. Matthew Farris

Ryan Selby

Vice President and Division President

Vice President and Division President

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(68) Schuler Mortgage, Inc.

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

James K. Schuler Senior Vice President

R. Dale EgglestonJ. Matthew FarrisJoan L. FlemingVice PresidentVice President

(69) Schuler Realty Hawaii, Inc.

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary
James K. Schuler Senior Vice President and Region President
Michael T. Jones Vice President and Division President

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
(70) SGS Communities at Grande Quay, L.L.C.

Name Position

None.

(71) SHA Construction LLC

Name	Position	
Donald R. Horton	Chairman of the Board and Director	
Donald J. Tomnitz	Vice Chairman, President and Chief Executive Officer	
Samuel R. Fuller	Senior Executive Vice President	
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### Name Position

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President
Frank T. Davis Vice President and Division President

Rick McDowell Vice President and Assistant Division President

Robert E. Coltin Vice President and Assistant Secretary

Gregory T. Drascic Vice President of Construction and Assistant Secretary

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Christopher Frandsen Vice President

(72) SHLR of California, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(73) SHLR of Colorado, Inc.

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

Ted I. Harbour

James K. Schuler

Michael T. Jones

Executive Vice President and Treasurer

Senior Vice President and Assistant Secretary

Senior Vice President and Region President

Vice President and Division President

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(74) SHLR of Nevada, Inc.

### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer

Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones

Vice President and Region President
Vice President and Division President
Christopher K. Barnette

Vice President and Assistant Secretary
Vice President and Assistant Secretary
Vice President and Assistant Secretary

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Name Position

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Steven F. Seeger Vice President of Sales and Marketing

(75) SHLR of Utah, Inc.

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

Ted I. Harbour

Senior Vice President and Assistant Secretary

James K. Schuler

Michael T. Jones

Christopher K. Barnette

Executive Vice President and Assistant Secretary

Senior Vice President and Region President

Vice President and Division President

Vice President and Assistant Secretary

Scott Boden Vice President and Region Chief Financial Officer

R. Dale Eggleston Vice President Vice President Vice President

(76) SHLR of Washington, Inc.

Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

Ted I. Harbour

Senior Vice President and Assistant Secretary

James K. Schuler

J. Matthew Farris

Christopher K. Barnette

Executive Vice President and Treasurer

Senior Vice President and Region President

Vice President and Division President

Vice President and Assistant Secretary

Scott Boden Vice President and Region Chief Financial Officer

Kevin A. Capuzzi Vice President of Land Acquisition
Ewelina J. Eberhart Vice President and Division Controller

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Dan E. Lungren Vice President

Tia Heim Vice President and Assistant Secretary

Bill Salvesen Vice President of Sales

(77) SRHI LLC

Name Position

Donald R. Horton Chairman of the Board

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Gordon D. Jones Vice President and Region President

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### Name Position

Frank T. Davis

Vice President and Division President
Christopher K. Barnette

Vice President and Assistant Secretary
Vice President and Assistant Secretary

R. Dale Eggleston Vice President Joan L. Fleming Vice President

(78) SSHI LLC

### Name Position

Donald R. Horton Chairman of the Board

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

Ted I. Harbour

Senior Vice President and Assistant Secretary

James K. Schuler

J. Matthew Farris

Christopher K. Barnette

Executive Vice President and Assistant Secretary

Senior Vice President and Region President

Vice President and Division President

Vice President and Assistant Secretary

Scott Boden Vice President and Region Chief Financial Officer

Kevin A. Capuzzi Vice President of Land Acquisition
Ewelina J. Eberhart Vice President and Division Controller

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Tia Heim Vice President and Assistant Secretary

Dan E. Lungren Vice President

Bill Salvesen Vice President of Sales

### (79) Vertical Construction Corporation

#### Name Position

Donald R. Horton Chairman of the Board

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer

Ted I. Harbour

Senior Vice President and Assistant Secretary

James K. Schuler

Senior Vice President and Region President

Michael T. Jones

Vice President and Division President

Christopher K. Barnette

Vice President and Assistant Secretary

Scott Boden Vice President and Region Chief Financial Officer

R. Dale Eggleston Vice President Joan L. Fleming Vice President

Mary K. Flood Vice President of Sales and Marketing

Alan D. Labbe Vice President of Construction
Galen Lee Vice President of Finance

### (80) Western Pacific Funding, Inc.

Name	Position
Donald R. Horton	Director
Donald J. Tomnitz	Vice Chairman and Chief Executive Officer
	37

Name Position

James K. Schuler President

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer Stacey H. Dwyer Executive Vice President, Secretary and Treasurer

R. Dale Eggleston Vice President
Joan L. Fleming Vice President
Lisa Frazier Vice President

(81) Western Pacific Housing Co., a California Limited Partnership

Name Position

None.

(82) Western Pacific Housing, Inc.

Name Position

Donald R. Horton Chairman of the Board

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Christopher J. Chambers

Richard P. Ambrosini

Stephen H. Fitzpatrick

Glen D. Longarini

Vice President and Division President

Vice President and Division President

Vice President and Division President

Keith Alex Vice President

Russell D. Ameter Vice President and Assistant Secretary of Land Acquisition

Nicholas Arenson Vice President of Land Acquisition and Forward Planning and Assistant

Secretary

Richie R. Blogg Vice President of Land Acquisition

Robert V. Brennan Vice President and Assistant Secretary of Sales and Marketing

Lloyd Brown Vice President and Customer Service

Robert A. Buckheister Jr. Vice President Construction
M. Scott Clark Vice President of Construction

Timothy F. Collity Vice President and Director of Operations

R. Dale Eggleston Vice President
Joan L. Fleming Vice President

Jason E. Frank Vice President and Region Chief Financial Officer

Lisa Frazier Vice President, Financial Controller and Assistant Treasurer

Diane Galigher Vice President of Sales and Marketing

Mark K. Higgins Vice President

Frederick G. Holz

Vice President and Assistant Secretary

Charles P. Kalman Vice President of Construction
Jimmy Luker Vice President of Operations

William E. Mayer III Vice President and Assistant Secretary

Mike T. Meyer Vice President and Assistant Secretary

Deanna Montoya Vice President

Jeremy Newman Vice President and Division Controller
Deborah S. Porter Vice President and Division Controller

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#### Name Position

Terri E. Robbins Caserman Vice President of Human Resources

Steve Rowland Vice President of Planning and Development

Rodney S. Singh Vice President of Land Acquisition and Development

Jonathan R. Smith Vice President of Purchasing
David Stearn Vice President of Land Acquisition

Anthony J. Wyman Vice President

Brenda L. Zalke Vice President of California Region

(83) Western Pacific Housing Management, Inc.

#### Name Position

Donald R. Horton Chairman of the Board and Director

Donald J. Tomnitz Vice Chairman, President and Chief Executive Officer

Samuel R. Fuller Senior Executive Vice President

Bill W. Wheat Executive Vice President and Chief Financial Officer

Stacey H. Dwyer Executive Vice President and Treasurer
Ted I. Harbour Senior Vice President and Assistant Secretary

Christopher J. Chambers

Richard P. Ambrosini

Stephen H. Fitzpatrick

Glen D. Longarini

Vice President and Division President

Vice President and Division President

Vice President and Division President

Keith Alex Vice President

Nicholas Arenson Vice President of Land Acquisition and Forward Planning and Assistant

Secretary

Richie R. Blogg Vice President of Land Acquisition

Robert V. Brennan Vice President and Assistant Secretary of Sales and Marketing

Robert A. Buckheister Jr. Vice President Construction
M. Scott Clark Vice President of Construction

Timothy F. Collity Vice President and Director of Operations

R. Dale Eggleston Vice President

Jane Y. Faulks Vice President and Division Controller

Joan L. Fleming Vice President

Jason E. Frank Vice President and Region Chief Financial Officer

Lisa Frazier Vice President, Financial Controller and Assistant Treasurer

Diane Galigher Vice President of Sales and Marketing

Mark K. Higgins Vice President

Frederick G. Holz Vice President and Assistant Secretary

Charles P. Kalman Vice President of Construction
Jimmy Luker Vice President of Operations

William E. Mayer III Vice President and Assistant Secretary
Mike T. Meyer Vice President and Assistant Secretary

Deanna Montoya Vice President

Jeremy Newman Vice President and Division Controller
Deborah S. Porter Vice President and Division Controller
Terri E. Robbins Caserman Vice President of Human Resources

Rodney S. Singh Vice President of Land Acquisition and Development

Jack Simpson Vice President

Jonathan R. Smith

David Stearn

Brenda Zalke

Vice President of Purchasing

Vice President of Land Acquisition

Vice President of California Region

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(84) Western Pacific Housing-Antigua, LLC **Position** Name None. (85) Western Pacific Housing-Aviara, L.P. **Position** Name None. (86) Western Pacific Housing-Boardwalk, LLC Name **Position** None. (87) Western Pacific Housing-Broadway, LLC **Position** Name None. (88) Western Pacific Housing-Canyon Park, LLC **Position** Name None. (89) Western Pacific Housing-Carmel, LLC Name **Position** None. (90) Western Pacific Housing-Carrillo, LLC **Position** Name None. (91) Western Pacific Housing-Communications Hill, LLC **Position** Name (92) Western Pacific Housing-Copper Canyon, LLC **Position** Name (93) Western Pacific Housing-Creekside, LLC

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**Position** 

Name

None.

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Name

(94) Western Pacific Housing-Culver City, L.P. **Position** Name None. (95) Western Pacific Housing-Del Valle, LLC **Position** Name None. (96) Western Pacific Housing-Lomas Verdes, LLC Name **Position** None. (97) Western Pacific Housing-Lost Hills Park, LLC **Position** Name None. (98) Western Pacific Housing-McGonigle Canyon, LLC **Position** Name None. (99) Western Pacific Housing-Mountaingate, L.P. **Position** Name None. (100) Western Pacific Housing-Norco Estates, LLC **Position** Name None. (101) Western Pacific Housing-Oso, L.P. Name **Position** None. (102) Western Pacific Housing-Pacific Park II, LLC **Position** Name (103) Western Pacific Housing-Park Avenue East, LLC

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**Position** 

None.

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(104) Western Pacific Housing-Park Avenue West, LLC

Name Position

None.

(105) Western Pacific Housing-Playa Vista, LLC

Name Position

None.

(106) Western Pacific Housing-Poinsettia, L.P.

Name Position

None.

(107) Western Pacific Housing-River Ridge, LLC

Name Position

None.

(108) Western Pacific Housing-Robinhood Ridge, LLC

Name Position

None.

(109) Western Pacific Housing-Santa Fe, LLC

Name Position

None.

(110) Western Pacific Housing-Scripps, L.P.

Name Position

None.

(111) Western Pacific Housing-Scripps II, LLC

Name Position

None.

(112) Western Pacific Housing-Seacove, L.P.

Name Position

None

(113) Western Pacific Housing-Studio 528, LLC

Name Position

None.

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(123) WPH-Camino Ruiz, LLC

Name

(114) Western Pacific Housing-Terra Bay Duets, LLC **Position** Name None. (115) Western Pacific Housing-Torrance, LLC **Position** Name None. (116) Western Pacific Housing-Torrey Commercial, LLC Name **Position** None. (117) Western Pacific Housing-Torrey Meadows, LLC **Position** Name None. (118) Western Pacific Housing-Torrey Multi-Family, LLC Name **Position** None. (119) Western Pacific Housing-Torrey Village Center, LLC Name **Position** None. (120) Western Pacific Housing-Vineyard Terrace, LLC **Position** Name None. (121) Western Pacific Housing-Windemere, LLC **Position** Name None. (122) Western Pacific Housing-Windflower, L.P. **Position** Name

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**Position** 

None.

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#### 5. Principal Owners of Voting Securities

The following tables set forth information regarding each person owning 10% or more of an Applicant s voting securities as of May 5, 2008:

#### (1) D.R. Horton, Inc.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
FMR Corp* 82 Devonshire Street Boston, Massachusetts 02109	Common Stock	46,950,295	14.91%

Based solely upon information contained in the most recently filed

Schedule 13G/A of FMR Corp., filed with the

SEC on

February 14,

2008, reflecting

beneficial

ownership as of

December 31,

2007. According

to this

Schedule 13G/A,

FMR Corp. had

sole voting power

for 1,064,529 of

these shares, no

shared voting

power, sole

dispositive power

for all 46,950,295

of these shares

and no shared

dispositive

power.

Additionally,

according to the

filing, Edward C.

Johnson III, the

chairman of FMR

Corp., may be

deemed to control

the shares held by FMR Corp.

# (2) C. Richard Dobson Builders, Inc.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
<ul><li>D.R. Horton, Inc.</li><li>301 Commerce Street</li><li>Fort Worth, Texas 76102</li><li>(3) CH Investments of Texas, Inc.</li></ul>	Common Stock	120	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
<ul><li>D.R. Horton, Inc.</li><li>301 Commerce Street</li><li>Fort Worth, Texas 76102</li><li>(4) CHI Construction Company</li></ul>	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	<b>Amount Owned</b>	% of Voting Securities Owned
Continental Homes, Inc. 301 Commerce Street Fort Worth, Texas 76102	Common Stock 44	1,000	100%

### (5) CHTEX of Texas, Inc.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (6) Continental Homes, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (7) Continental Homes of Texas, L.P.	Common Stock	100	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
CHTEX of Texas, Inc. 301 Commerce Street Fort Worth, Texas 76102 (8) Continental Residential, Inc.	General Partner	N/A	N/A
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (9) D.R. Horton Emerald, Ltd.	Common Stock	100	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
Meadows I, Ltd. 301 Commerce Street	General Partner	N/A	N/A
Fort Worth, Texas 76102	45		

### (10) D.R. Horton, Inc. Birmingham

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (11) D.R. Horton, Inc. Chicago	Common Stock	1,000	100%
			% of Voting
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (12) D.R. Horton, Inc. Denver	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (13) D.R. Horton, Inc. Dietz-Crane	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (14) D.R. Horton, Inc. Fresno	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street	Common Stock	1,000	100%
Fort Worth, Texas 76102	46		

### (15) D.R. Horton, Inc. Greensboro

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (16) D.R. Horton, Inc. Gulf Coast	Common Stock	1,000	100%
			% of Voting
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (17) D.R. Horton, Inc. Jacksonville	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (18) D.R. Horton, Inc. Louisville	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (19) D.R. Horton, Inc. Minnesota	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street	Common Stock	1,000	100%
Fort Worth, Texas 76102	47		

### (20) D.R. Horton, Inc. New Jersey

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (21) D.R. Horton, Inc. Portland	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (22) D.R. Horton, Inc. Sacramento	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (23) D.R. Horton, Inc. Torrey	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (24) D.R. Horton LA North, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102	Common Stock	1,000	100%
Tort Worth, Texas 70102	48		

### (25) D.R. Horton Los Angeles Holding Company, Inc.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (26) D.R. Horton Management Company, I	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
Meadows I, Ltd. 301 Commerce Street Fort Worth, Texas 76102 (27) D.R. Horton Materials, Inc.	General Partner	N/A	N/A
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (28) D.R. Horton OCI, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (29) D.R. Horton Schuler Homes, LLC	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102	Sole Member 49	N/A	N/A

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### (30) D.R. Horton Texas, Ltd.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
Meadows I, Ltd. 301 Commerce Street Fort Worth, Texas 76102 (31) D.R. Horton VEN, Inc.	General Partner	N/A	N/A
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (32) DRH Cambridge Homes, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. Sacramento 301 Commerce Street Fort Worth, Texas 76102 (33) DRH Cambridge Homes, LLC	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
DRH Cambridge Homes, Inc. 301 Commerce Street Fort Worth, Texas 76102 (34) DRH Construction, Inc.	Sole Member	N/A	N/A
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street	Common Stock	1,000	100%
Fort Worth, Texas 76102	50		

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### (35) DRH Regrem VII, LP

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
Meadows I, Ltd. 301 Commerce Street Fort Worth, Texas 76102 (36) DRH Regrem VIII, LLC	General Partner	N/A	N/A
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. Chicago 301 Commerce Street Fort Worth, Texas 76102 (37) DRH Regrem XI, Inc.	Sole Member	N/A	N/A
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (38) DRH Regrem XII, LP	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
Meadows I, Ltd. 301 Commerce Street Fort Worth, Texas 76102 (39) DRH Regrem XIII, Inc.	General Partner	N/A	N/A
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102	Common Stock	1,000	100%
1010 110101, 10102	51		

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# (40) DRH Regrem XIV, Inc.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (41) DRH Regrem XV, Inc.	Common Stock	1,000	100%
	Title of Class		% of Voting Securities
Name and Complete Mailing Address	Owned	<b>Amount Owned</b>	Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (42) DRH Regrem XVI, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (43) DRH Regrem XVII, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (44) DRH Regrem XVIII, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street	Common Stock	1,000	100%
Fort Worth, Texas 76102	52		

# (45) DRH Regrem XIX, Inc.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (46) DRH Regrem XX, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (47) DRH Regrem XXI, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (48) DRH Regrem XXII, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (49) DRH Regrem XXIII, Inc.	Common Stock	1,000	100%
Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102	Common Stock	1,000	100%
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### (50) DRH Regrem XXIV, Inc.

Name and Complete Mailing Address	Title of Class Owned	Amount Owned	% of Voting Securities Owned
D.R. Horton, Inc. 301 Commerce Street Fort Worth, Texas 76102 (51) DRH Regrem XXV, Inc.	Common Stock	1,000	100%
	Title of Class		% of Voting