





Standard Pacific

ANNUAL REPORT
2005





Standard Pacific is one of the nation's largest homebuilders with coast-to-coast operations in 31 metropolitan markets throughout some of the largest and most dynamic states for housing in the country. Since 2000 we have quadrupled our net income while adding \$1.2 billion of equity for our shareholders.

A growth company in a consolidating industry, Standard Pacific continued to break financial and operating performance records in 2005.

Building on a tradition of excellence and sound business practices, we remain committed to a strategy of disciplined, long-term growth and continuous improvement with a goal of building value for our shareholders.

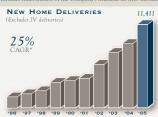
2005

FINANCIAL & OPERATING HIGHLIGHTS

Year Ended December 31,	2005	2004	2003	2002	2001
(Dollars in thousands, except per share amounts)					
OPERATING HIGHLIGHTS					
Orders for homes, net*	11,018	10,811	8,611	6,229	3,898
Home closings*	11,411	8,817	7,593	5,942	4,017
Homes in backlog at year-end*	6,276	6,345	4,269	2,929	1,376
Backlog sales value at year-end*	\$2,264,869	\$2,076,725	\$1,460,058	\$872,694	\$433,413
Active subdivisions at year-end*	181	167	145	127	90
FINANCIAL RESULTS					
Homebuilding revenues	\$3,993,082	\$3,341,600	\$2,341,180	\$1,870,757	\$1,375,610
Pretax income	\$710,814	\$512,616	\$355,098	\$194,681	\$184,476
Net income	\$440,984	\$315,817	\$204,379	\$118,689	\$111,065
Earnings per share (diluted)	\$6.30	\$4.54	\$3.04	\$1.84	\$1.81
FINANCIAL POSITION					
Total assets	\$4,280,842	\$3,013,233	\$2,460,703	\$1,792,126	\$1,366,301
Total debt**	\$1,694,980	\$1,160,953	\$1,067,986	\$750,981	\$629,486
Stockholders' equity	\$1,739,159	\$1,321,995	\$1,033,201	\$773,758	\$573,092
Stockholders' equity per share	\$25.91	\$19.66	\$15.26	\$12.02	\$9.76

*Excludes Company's unconsolidated joint venture

^{**}Includes indebtedness of the Company's financial services subsidiary and indebtedness included in liabilities from inventories not owned



*10-year CAGR from 1996-2005



*10-year CAGR from 1996-2005



*10-year CAGR from 1996-2005



*10-year CAGR from 1996-2005

To OUR SHAREHOLDERS

Capitalizing on a strategy employed seven years ago to grow our volume and diversify our base of operations, Standard Pacific has undergone a fundamental transformation from a regional builder with extensive operations in California, to a national builder with a coast-to-coast platform in some of the largest and most important states for housing in the country.

During this period, we entered nineteen new markets, including Las Vegas and San Antonio this year. And in the process, we expanded our customer base with a broader mix of product and price points company-wide, serving a greater proportion of entry-level buyers.





STEPHEN J. SCARBOROUGH Chairman & Chief Executive Officer

This diversification strategy has generated strong top line and bottom line growth with increasing relative contributions from our substantial Arizona and Florida operations. In fact, since 2000, we have tripled our new home deliveries and revenues and quadrupled our net income while adding \$1.2 billion of equity for our shareholders. And, notwithstanding the significant capital requirements associated with our growth, we have maintained a consistent leverage profile while strengthening our capital structure.

We have accomplished our geographic expansion through a combination of internal growth in our existing divisions, start-up operations in new markets and a series of selective acquisitions of private builders in key markets with long-term growth potential.



19 NEW MARKETS

Our Florida acquisitions have exceeded all expectations. In fact, this year we closed more homes in Florida than in California, in only our third full year in the state. We now have extensive operations on both coasts, with a solid foundation for incremental growth going forward.

We have been deliberate in our expansion, careful to allocate the necessary time, capital and resources to ensure a successful integration of our acquired operations, while protecting our investment in and commitment to our existing divisions.

In anticipation of our significant growth and the increasingly national scale of our housing operations, we implemented a regional management structure three years ago. Each of our Regional Presidents was promoted from within the company and is a veteran of the homebuilding business with an extensive background in operations and a long-term history in the markets that they oversee.

We are working on a regional and national level, leveraging our increased size and scale to improve our cost structure while implementing best practices to enhance our efficiency and competitive position in each of our markets. We are only beginning to realize the benefit from this initiative which we call 1Standard^{ax}.

During the year, we completed a company-wide rollout of our new brand strategy, the purpose of which is to align each one of our 2,500 employees in 24 operating divisions with the interests of our

We have undergone a fundamental transformation from a regional to a national builder coast to coast

\$4.0
BILLION IN REVENUES

customers. Making You Right At Home® is our commitment to our buyers, reinforcing our goal of providing the best possible new home experience. We believe that a heightened commitment to our customers will generate long-term economic benefits to our company and, in turn, to our shareholders.

In the coming year, we will continue to invest in our management information systems and operating platform to ensure that we have the infrastructure and technology to support our growth. The quality and level of information available to our managers is of paramount importance as we compete in an increasingly competitive industry. We were recognized this year by FORTUNE magazine as one of the nation's 100 fastest growing companies. And we are now on the threshold of becoming a FORTUNE 500 company with \$4.0 billion in revenues. We were also named to the Forbes magazine list of the 400 Best Big Companies in America for the sixth straight year. This accolade recognizes the success of our growth initiatives, the caliber of our corporate practices and, most importantly, the quality of the returns to our shareholders.

In addition to these acknowledgements of our superior financial results, we are especially proud to have been named one of the Best Builders to Work For by Professional Builder magazine, reflecting our ongoing commitment to our employees, our most important asset.

And this year, we ranked fifth among the nation's publicly held companies in homebuyer satisfaction as measured by J.D. Power & Associates, recognition for our success in meeting the needs and expectations of our customers.

Looking forward, I am encouraged with our prospects for continued earnings growth as we begin 2006 in anticipation of another record year. We have outstanding visibility with nearly 6,300 pre-sold homes in backlog valued at \$2.3 billion.



And in support of our business plan for the coming year, we plan to open over 150 new projects companywide, a 60% increase over last year's level. These new communities will offer a well balanced mix of product and price points.

We expect that most of our near-term growth will be internally generated through market share expansion in our existing divisions throughout the country. In addition, we will continue to leverage our brand and management in our largest divisions to expand into adjacent markets, particularly in Southern California where we are broadening our footprint in Los Angeles and in the Inland Empire.

Secondarily, we will continue to explore new market expansion on a strategic as well as an opportunistic basis, with an eye to further our geographic diversification, through start-up operations, joint ventures and builder acquisitions.





29% RETURN ON EQUITY

RECORD RESULTS

2005 marks the tenth consecutive year of revenue and earnings growth for Standard Pacific, and the most successful year in the company's 39-year history. It also culminates a five-year period of growth where revenues and earnings increased at compound annual rates of 25% and 35%, respectively.

Our strong operating results during the year were driven by a significant increase in volume, with deliveries up 29% to over 11,400 homes company-wide, and by a 280 basis point increase in our homebuilding gross margin to 27,2%. Of note, virtually all of our profit this year was internally generated from divisions in which we have been operating for at least three years.

These record results reflect our strong and growing position in three of the largest, most



productive states for housing in the country - California, Arizona and Florida - which accounted for over 75% of our new home deliveries in 2005.

During the year, we continued to benefit from healthy economic activity and generally increasing prices for our product in all three states, resulting in higher gross margins year-over-year. We were particularly pleased with the significant increase in bottom line contributions from our Arizona operations, and

from Florida where we increased our volume by more than 50%, to nearly 3,600 homes.

We have continued to maintain a strong balance sheet, notwithstanding the significant capital required to support our growth. We ended the year with over \$1.7 billion in shareholders' equity, and modest homebuilding leverage. We are well positioned financially to fuel our internal and external growth initiatives going forward.

And consistent with our desire to maximize shareholder value, we continued to improve our financial returns. Our strong operating performance, combined with an increased focus on efficient asset utilization, resulted in our last twelve month return on average shareholders' equity jumping 140 basis points to 29.0%, the highest fiscal year return level achieved by the company in the last 15 years.



31 MARKETS



31 markets in 8 states with opportunities to grow

- Standard Pacific Markets
- Metro areas with over 10,000 permits in which Standard Pacific does not operate
- Standard Pacific operates in five of the six largest states with respect to housing activity in the country

SUCCESSFUL GEOGRAPHIC DIVERSIFICATION (UNIT DELIVERIES BY STATE) 2000 CA | 60% FL | 31% CO | 4% NC/SC | 9% TOTAL DELIVERIES : 3.716* TOTAL DELIVERIES : 11.411*



LARGE, LONG-TERM

Over time, we have employed a strategy committed to expansion in large markets with long-term growth potential, a strategy that has been fundamental to our success.

We have entered six new states and 19 new markets within the last seven years, significantly altering the geographic composition of the company and providing a more diversified base of operations.

Standard Pacific now builds in 31 markets with 24 operating divisions coast-to-coast, many of which offer opportunity for incremental market share expansion for the company going forward.

The eight states in which we operate generate nearly half of the nation's new housing year-after-year, and 15 of our markets are ranked among the top 25 in the country.

Florida, Texas and California are consistently ranked as the top three states with regard to housing starts. Phoenix has emerged as the second largest metropolitan housing market in the country and Las Vegas is projected to be one of the fastest growing large metropolitan regions in the country for jobs and population over the next five years.

In each of our divisions, we employ a business model that is responsive to the opportunities in the market with the vision of growing a diversified operation capable of sustaining a top tier share of the market over time. This is an increasingly important focus in that it enhances our ability to compete for land, subcontractors and top management talent.

We closed more homes in Florida than in California, in only our third full year in the state



GEOGRAPHIC DIVERSIFICATION

We have been successful in expanding our geographic footprint over the last five years, principally through a series of builder acquisitions.

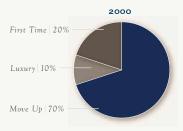
In 2000, over 60% of our new home deliveries were generated in California, with the balance in Arizona, Texas and Colorado. By comparison, this year less than 30% of our production company-wide was delivered in California, a level that was matched by our rapidly expanding Florida operations. While the percent distribution of homes closed in California declined during this period, we were able to increase our production in the state by over 40%.

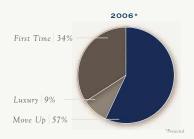
California has been our home base for 39 years and is a powerful example of our ability to grow share in a land-constrained market.

We have grown our statewide operations nearly threefold in 10 years and continue to see tremendous opportunities to expand into new markets and diversify our product looking forward.

This year we entered the Central Valley in Northern California with a start-up operation. And in Southern California, we acquired a small builder in Bakersfield, and we are in the process of opening two satellite divisions to expand our presence in the Inland Empire and respond to the tremendous growth that is occurring in the Southern California desert.

Acquisitions and Product Diversification Broaden Customer Base





EXPANDED CUSTOMER BASE

We are the sixth largest builder in California with operations covering 12 geographic markets statewide. Our broad product capabilities range from high-density attached housing in the urban core to move-up and luxury homes in prime locations throughout the state. We have also built and will continue to explore new active adult opportunities.

Our first out-of-state acquisition was in Arizona with the purchase of a portion of the assets of a Phoenix-based builder in 1998. With our entrance into Arizona, we gained valuable experience and management talent from a higher volume, lower margin business model which focuses on entry level and first time move-up buyers, a very different model than that which we were accustomed to in our higher priced California markets.

We have grown to become a top 10 builder in Phoenix, having more than doubled our volume in seven years from 800 units in 1999 to over 1,800 homes in 2005 with revenues of \$380 million generating significant bottom line contributions. In addition, we entered Tucson two years ago to increase our exposure to the rapidly growing Arizona market.

We have developed a strong and diversified position in Florida – the nation's largest housing market – with five established operating divisions covering eight markets throughout the state. In three short years, we have grown to become one of the largest builders in the state with a #2 market share in Tampa, a substantial position in South

Florida, and strong and growing positions in Orlando, Jacksonville and Southwest Florida. We have developed an experienced management team, strong land contacts, important land development expertise and solid subcontractor relationships.

With the strong results of our Arizona and Florida operations, combined with increasing contributions from our Colorado, Texas and Carolina divisions, we generated more profit outside California in 2005 than we produced company-wide just three years ago. This is a very significant change for our company and is evidence of the success that we are experiencing with our diversification strategy. This strategy has resulted in a more balanced framework from which to grow, reducing our dependence and exposure to any one market.





INTERNAL GROWTH

Builder acquisitions have been an important element of our growth strategy, but new community growth in our existing and newly entered markets was the catalyst behind our impressive results in 2005.

We opened 92 new projects during the year. Our efforts were primarily focused in California, Arizona and Florida, our three largest, most productive markets. And in 2006, we expect to introduce over 150 new communities throughout the company. By year-end, we project that our community count will grow to 250 company-wide, up 38% year over year.

Recently, we have had considerable success augmenting our internal growth by starting satellite operations near and around our established divisions, leveraging our resources and management as we establish the necessary infrastructure and grow to an appropriate scale to become self-sufficient. Two of our newer California divisions in Los Angeles and Sacramento saw their bottom line contributions increase measurably in 2005.



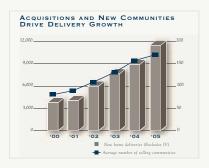
INCREASED PRODUCTION CAPACITY

Expanding our product capabilities is also an important element of our strategy to grow share in our existing markets. Of note, we have acquired the necessary expertise to build high-density condominiums in urban infill locations in Southern California where land is becoming increasingly scarce. Over time, we plan to export our knowledge base for this product to other divisions within the company.

Companywide, our vision for each of our divisions is to broaden our product capabilities over time to address a broad range of buyer segments in a given market. This is important in that it allows us to be opportunistic in competing for land in constrained markets and in responding to changing market dynamics.

Acquisitions and product diversification have expanded our served market. Company-wide, approximately 34% of our product is oriented to the first time buyer, up from 20% five years ago. At the same time, we remain committed to the important move-up buyer segment in our markets, particularly in California, where our average price was in excess of \$680.000 in 2005.

Across the company, our homes averaged \$347,000 in 2005, ranging from entry-level homes priced in the mid \$100,000's in San Antonio, Phoenix and Charlotte, to luxury homes in excess of \$3 million along the coast in California.







REGIONAL MANAGEMENT STRUCTURE

We have established a regional management structure to oversee our expansive homebuilding operations, which now extend coast-to-coast. Consistent with our heritage, we have filled these positions with seasoned executives all of whom have had operational responsibilities as Division Presidents within Standard Pacific and in the regions in which they oversee.

We are working on a regional and national level, leveraging our increased size and scale to improve our cost structure. Homebuilding is a very local business. We believe that one of the company's strengths lies in its decentralized operating structure in which most major decisions are made at the division level. Supporting the divisions in these efforts, our Regional Presidents are involved in evaluating land acquisitions, developing management and leading the charge in the pursuit of operational excellence. We believe that purchasing initiatives, best practices and efforts to improve customer satisfaction benefit from the synergies and interaction of key management in our divisions on a regional basis.

Much of our growth and expansion as a company over the last five years has been achieved via the acquisition of local homebuilders. Our Regional Presidents help oversee the acquisition diligence and plan the integration of the acquired divisions,

ensuring that they have the systems and resources necessary to operate and grow their businesses while communicating the company's vision and reinforcing our values.

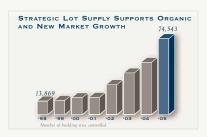
LAND STRATEGIES

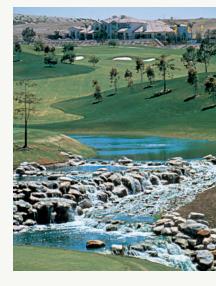
Maintaining a three- to four-year supply of buildable lots at targeted absorption levels is one of the most important elements of our growth strategy and is a fundamental measure of our success in building value within the company for our shareholders. It also allows us to be patient in an escalating land price environment or during times of market uncertainty.

During the year, we were able to grow our land inventory by over 45% to 74,500 lots company-wide, 46% of which are owned outright with the balance controlled through options and joint ventures.

Joint ventures are used for both land development and homebuilding opportunities. These partnership structures allow us to mitigate risk, enhance our financial returns and efficiently leverage our capital base in our more expensive, land constrained markets, and have become an important element of our business model.

Our homebuilding and land development venture partners include large public and private homebuilders as well as significant land owners and developers. These









WELL-POSITIONED

important strategic alliances have strengthened our land acquisition capabilities and have resulted in some of the company's most significant and successful projects to date.

We are in the later stages of a joint venture in Orange County in which the venture is the developer of a 3,8004or golf course masterplanned community located within three miles of the coast. In this structure, we will ultimately acquire nearly half of the home sites for our homebuilding operations while sharing land sale profits with our partners.

We are now in the initial stages of a 3,000 lot masterplanned community in one of the most desired locations in the northern section of the City of San Diego in partnership with St. Paul Insurance Company and Institutional Housing Partners. We have the right to acquire up to half of the community's lots and will share in the profits on the sale of home sites to other builders. First deliveries are scheduled for 2006 with the project expected to last 8 to 10 years.

And we are a partner in a consortium of builders and developers that was the successful bidder for 2,675 acres recently auctioned by the Bureau of Land Management in Las Vegas. This venture will provide Standard Pacific with a significant position in a new 12,000 home master-planned community in North Las Vegas.

BUILDING VALUE

We have been successful in building a broader, more diversified base of operations designed to support long term growth.

With our coast-to-coast platform we are less dependent on any given market for our future volume and earnings growth. And by transforming our business model to offer a wider range of product and price points, we are better able to respond to changing market dynamics and better positioned to expand market share over time.

> We remain committed to a strategy of disciplined long-term growth with a goa of building value for our shareholders.

With over 74,500 lots under control nationally, we have the land in place to support our growth objectives.

And with a strong management team at both the division and corporate level, we have the infrastructure in place to achieve these objectives.

We have grown responsibly and are financially sound, having maintained a strong balance sheet and a diversified capital structure that will be the foundation for our future in a consolidating industry.

This foundation provides us with the flexibility to pursue attractive opportunities as they arise, such as investing in our existing operations, pursuing builder acquisitions and taking advantage of favorable stock buyback conditions over time.

As we embark on our 40° year in homebuilding, we are excited about our prospects and remain committed to our strategy of disciplined, long-term growth with a goal of building value for our shareholders.

In closing, I want to recognize our truly remarkable employees for your dedication to your craft and loyalty to our company. I also want to thank our many subcontractors and business partners for your contribution to our growth. And to our shareholders, we greatly appreciate your continued support and trust.



STEPHEN J. SCARBOROUGH Chairman & Chief Executive Officer Standard Pacific Corp.



CORPORATE

DIRECTORS

Stephen J. Scarborough⁽¹⁾ Chairman & Chief Executive Officer, Standard Pacific Corp.

Michael C. Cortney⁽¹⁾ President, Standard Pacific Corp.

Andrew H. Parnes

Executive Vice President –

Finance & Chief Financial Officer,

Standard Pacific Corp.

Ronald R. Foell (1)(2) Private Investor

Dr. James L. Doti (3) President, Chapman University

Douglas C. Jacobs (2)(3)

Executive Vice President –
Finance & Chief Financial Officer,
Brooklyn NY Holdings, LLC

Larry D. McNabb (2)(4) Vice Chairman, Vicor, Inc.

Frank E. O'Bryan (4) Private Investor

Jeffrey V. Peterson (3)(4) Private Investor

OFFICERS

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Michael C. Cortney

Andrew H. Parnes Executive Vice President – Finance & Chief Financial Officer

Clay A. Halvorsen Executive Vice President, General Counsel & Secretary

Jari L. Kartozian Senior Vice Presider

Bruce F. Dickson President – Southeast Region Douglas C. Krah

President - Northern California Region

Scott D. Stowell President - Southern California Region

Kathleen R. Wade President - Southwest Region

John P. Babel Vice President & Associate General Counsel

Heather H. Breidenthal Vice President - Human Resources

Lloyd H. McKibbin Vice President & Treasurer

John M. Stephens Vice President & Corporate Controller

Robert J. Kelle Vice President - Information Systems

& Chief Information Officer
Gina D. Delao

David Vazquez

CHAIRMAN EMERITUS Arthur E. Svendsen

LISTING AGENT

SPF, New York Stock Exchange

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Web Site Address: www.melloninvestor.com/isd FORM 10-K

FORM 10-K:
A copy of the Company's Annual
Report on Form 10K as filed with the
Securities and Eschange Commission is
included herewith and is also available
without charge upon request to the
Company's Secretary at the executive
offices. For a listing of the forwardlooking statements included herein, as
well as a listing of the factors which
could cause actual results to differ from
such forward-boding statements, please
see the Company's Annual Report on
Form 10K included herewith.

SHAREHOLDERS OF RECORD As of February 15, 2006 there were approximately 727 shareholders

of record.

AUDITORS

Ernst & Young, LLP, Irvine, California

ANNUAL SHAREHOLDERS'
MEETING

An annual shareholders' meeting will be held at 10:30 a.m. local time on Wednesday, May 10, 2006.

CERTIFICATIONS

The Company has filed the required certifications under Section 302 of the Sarbanes-Ooley Act of 2002 regarding the quality of our public disclosures as Ekuhlets 3.1. and 3.1.2 no our annual report on Form 10X for the fiscal year need all December 3.1, 2005. After the 2006 Annual Meeting of Stockholders, the Company intends to file with the New York Stock Exchange the CEO certification regarding its compliance with the NTSE's corporate governance listing standards as required by NYSE ML 303.142. Last year, the Company filed this CEO certification with the NTSE's and year year.

STANDARD PACIFIC CORP.

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⁽¹⁾ Member of the Executive Committee of the Board of Directors

⁽²⁾ Member of the Audit Committee of the Board of Director

⁽³⁾ Member of the Nominating and Corporate Governance Committee of the Board of Director

⁽⁴⁾ Member of the Compensation Committee of the Board of Director

CORPORATE OFFICE

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