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TOLL BROTHERS INC
Form 8-A12B
December 01, 2003

FORM 8-A

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

AND

LISTING OF SUCH SECURITIES ON THE
NEW YORK STOCK EXCHANGE, INC.

TOLL BROTHERS FINANCE CORP.
TOLL BROTHERS, INC.*
(Exact name of each registrant as specified in its charter)

Toll Brothers Finance Corp.- Delaware
Toll Brothers, Inc.- Delaware

(State or other jurisdiction of
incorporation of each registrant)

Toll Brothers Finance Corp.- 23-3097271
Toll Brothers, Inc.- 23-2416878

(I.R.S. Employer Identification Number)

3103 Philmont Avenue
Huntingdon Valley, Pennsylvania 19006

(Address, including zip code, of
registrants' principal executive offices)

Securities to be registered pursuant to Section
12(b) of the Securities Exchange Act of 1934 (the "Act"):

Title of each class
to be so registered

5.95% Senior Notes due 2013
of Toll Brothers Finance Corp.

Guarantees of 5.95% Senior
Notes due 2013 of Toll Brothers
Finance Corp. by Toll Brothers, Inc.
and certain subsidiaries of Toll
Brothers, Inc.*

Name of each exchange on which
each class is to be registered

New York Stock Exchange

New York Stock Exchange

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*SEE TABLE OF ADDITIONAL REGISTRANTS

This form relates to the registration of a class of "debt securities," as defined in Rule 3a12-11(c) under the Act, pursuant to Section 12(b) of the Act and, pursuant to General Instruction A.(c) will be effective upon the later of the receipt by the Securities and Exchange Commission (the "Commission") of certification from the New York Stock Exchange or effectiveness of the Securities Act registration statement relating to the class of securities that are the subject of this registration statement. Toll Brothers, Inc., the parent guarantor of these debt securities, is subject to and in compliance with the reporting requirements under Section 12 or Section 15(d) of the Act.

The offer and sale of these securities are concurrently being registered with the Commission under the Securities Act of 1933 (the "Securities Act").

Securities Act registration statement file number to which this form relates (for any registration statement that the issuer is filing concurrently with this form): Registration Nos. 333-109604, 333-109604-01, 333-109604-02, 333-109604-03 and 333-109604-04.

All requisite approvals and authorizations have been received, and required supporting documents relating to this transaction have been filed with the New York Stock Exchange. Pursuant to the requirements of Section 12 of the Act, the registrants have duly caused the registration statement to be signed on their behalf by the undersigned, thereto duly authorized.

In connection with the issuance of these securities, the issuers have received opinions of counsel covering: the valid existence of the issuers; the due authorization of the debt securities subject to this application (the "Debt Securities"); the validity of the Debt Securities; the qualification of the indenture under the Trust Indenture Act of 1939, if applicable; and, the effectiveness of the securities under the Securities Act, or, if not registered, the reasons why not.

Registrants: Toll Brothers Finance Corp.

Date: December 1, 2003

By: Joseph R. Sicree

Name: Joseph R. Sicree
Title: Chief Accounting Officer

Toll Brothers, Inc.

Date: December 1, 2003

By: Joseph R. Sicree

Name: Joseph R. Sicree
Title: Chief Accounting Officer

Additional Registrants (See Attached
Table of Additional Registrants)

Date: December 1, 2003

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By: Joseph R. Sicree

 Name: Joseph R. Sicree
 Title: Designated Officer

Listing Application to
 New York Stock Exchange, Inc.
 (637432-)

The New York Stock Exchange, Inc. hereby authorizes the above referenced debt securities of Toll Brothers Finance Corp., Toll Brothers, Inc. and the other Additional Registrants listed herein, subject to official notice of issuance, and certifies to the Securities and Exchange Commission its approval for the listing and registration of such securities under the Act.

By: -----
 Janice O'Neill
 Vice President
 Corporate Compliance

TABLE OF ADDITIONAL REGISTRANTS(1)

| Exact name of Registrant as Specified in Its Charter ----- | State or Other Jurisdiction of Incorporation or of Organization ----- | I.R.S. Em Identifi Numb ----- |
|--|---|--|
| Toll Holdings, Inc. | Delaware | 23-25690 |
| Amwell Chase, Inc. | Delaware | 23-25513 |
| Brentwood Investments I, Inc | Tennessee | 04-36023 |
| Bunker Hill Estates, Inc. | Delaware | 23-25350 |
| Chesterbrooke, Inc. | Delaware | 23-24855 |
| Connecticut Land Corp. | Delaware | 23-25335 |
| Daylesford Development Corp. | Delaware | 23-25119 |
| Eastern States Engineering, Inc. | Delaware | 23-24329 |
| Edmunds-Toll Construction Company | Arizona | 23-28320 |
| Fairway Valley, Inc. | Delaware | 23-24329 |
| First Brandywine Finance Corp. | Delaware | 23-27374 |
| First Brandywine Investment Corp. II | Delaware | 23-27317 |
| First Brandywine Investment Corp. III | Delaware | 23-28202 |
| First Brandywine Investment Corp. IV | Delaware | 61-14433 |
| First Huntingdon Finance Corp. | Delaware | 23-24857 |
| Franklin Farms G.P., Inc. | Delaware | 23-24863 |
| Frenchman's Reserve Country Club, Inc. | Florida | 56-22902 |
| HQZ Acquisitions, Inc. | Michigan | 38-31496 |
| MA Limited Land Corporation | Delaware | 23-25235 |
| Maple Point, Inc. | Delaware | 23-25518 |
| Maryland Limited Land Corporation | Delaware | 23-24998 |
| Mizner County Club, Inc. | Florida | 23-29706 |
| Mountain View Country Club, Inc. | California | 05-05677 |

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| Polekoff Farm, Inc. | Pennsylvania | 23-24171 |
| Silverman Development Company, Inc. | Michigan | 38-31807 |
| SH Homes Corporation | Michigan | 38-33922 |
| SI Investment Corporation | Michigan | 38-32988 |
| Springfield Chase, Inc. | Delaware | 23-25389 |
| Stewarts Crossing, Inc. | Delaware | 23-25472 |
| TB Proprietary Corp. | Delaware | 23-24857 |
| TB Proprietary LP, Inc. | Delaware | 23-30662 |
| Tenby Hunt, Inc. | Delaware | 23-26829 |
| The Silverman Building Companies, Inc. | Michigan | 38-30753 |
| Toll AZ GP Corp. | Delaware | 23-28156 |
| Toll Bros., Inc. | Pennsylvania | 23-24171 |
| Toll Bros., Inc. | Delaware | 23-26001 |
| Toll Bros., Inc. | Texas | 23-28963 |
| Toll Bros. of Arizona, Inc. | Arizona | 23-29063 |
| Toll Bros. of North Carolina, Inc. | North Carolina | 23-27773 |
| Toll Bros. of North Carolina II, Inc. | North Carolina | 23-29903 |
| Toll Bros. of North Carolina III, Inc. | North Carolina | 23-29932 |
| Toll Bros. of Tennessee, Inc. | Delaware | 51-03857 |
| Toll Brothers Real Estate, Inc. | Pennsylvania | 23-24171 |
| Toll CA GP Corp. | California | 23-27480 |
| Toll CO GP Corp. | Colorado | 23-29781 |
| Toll Corp. | Delaware | 23-24858 |
| Toll Finance Corp. | Delaware | 23-29781 |
| Toll FL GP Corp. | Florida | 23-27962 |

| Exact name of Registrant as Specified in Its Charter | State or Other Jurisdiction of Incorporation or of Organization | I.R.S. Em Identifi Numb |
|---|--|-------------------------------|
| Toll IL GP Corp. | Illinois | 23-29670 |
| Toll Land Corp. No. 6 | Pennsylvania | 23-24171 |
| Toll Land Corp. No. 10 | Delaware | 23-25517 |
| Toll Land Corp. No. 20 | Delaware | 23-25517 |
| Toll Land Corp. No. 43 | Delaware | 23-27374 |
| Toll Land Corp. No. 45 | Delaware | 23-27370 |
| Toll Land Corp. No. 46 | Delaware | 23-27314 |
| Toll Land Corp. No. 47 | Delaware | 23-27373 |
| Toll Land Corp. No. 48 | Delaware | 23-28605 |
| Toll Land Corp. No. 49 | Delaware | 23-28605 |
| Toll Land Corp. No. 50 | Delaware | 23-28605 |
| Toll Land Corp. No. 51 | Delaware | 23-29591 |
| Toll Land Corp. No. 52 | Delaware | 23-29660 |
| Toll Land Corp. No. 53 | Delaware | 23-29782 |
| Toll Land Corp. No. 55 | Delaware | 23-29781 |
| Toll Land Corp. No. 56 | Delaware | 23-29781 |
| Toll Land Corp. No. 58 | Delaware | 23-30972 |
| Toll Land Corp. No. 59 | Delaware | 23-30972 |
| Toll Land Corp. No. 60 | Delaware | 23-30972 |
| Toll Management AZ Corp. | Delaware | 51-03857 |
| Toll Management VA Corp. | Delaware | 51-03857 |
| Toll MN GP Corp. | Minnesota | 20-00999 |
| Toll MI GP Corp. | Michigan | 23-29175 |

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| Toll NH GP Corp. | New Hampshire | 23-30489 |
| Toll NJ Builder Corp. | New Jersey | 74-30832 |
| Toll NJX-I Corp. | Delaware | 51-04138 |
| Toll NJX-II Corp. | Delaware | 51-04138 |
| Toll NJX III Corp. | Delaware | 74-30837 |
| Toll NJX IV Corp. | Delaware | 74-30837 |
| Toll NV GP Corp. | Nevada | 23-29287 |
| Toll NC GP Corp. | North Carolina | 23-27607 |
| Toll OH GP Corp. | Ohio | 23-28787 |
| Toll PA GP Corp. | Pennsylvania | 23-26875 |
| Toll PA II GP Corp. | Pennsylvania | 03-03950 |
| Toll PA Builder Corp. | Pennsylvania | 87-06933 |
| Toll Peppertree, Inc. | New York | 23-27090 |
| Toll Philmont Corporation | Delaware | 23-25266 |
| Toll Realty Holdings Corp. I | Delaware | 23-29545 |
| Toll Realty Holdings Corp. II | Delaware | 23-29545 |
| Toll Realty Holdings Corp. III | Delaware | 23-29545 |
| Toll RI GP Corp. | Rhode Island | 23-30201 |
| Toll SC GP Corp. | South Carolina | 23-30943 |
| Toll TN GP Corp. | Tennessee | 23-28869 |
| Toll TX GP Corp. | Delaware | 23-27962 |
| Toll VA GP Corp. | Delaware | 23-25517 |
| Toll VA Member Two, Inc. | Delaware | 51-03857 |
| Toll Wood Corporation | Delaware | 23-25335 |
| Toll YL, Inc. | California | 23-28982 |
| Valley Forge Conservation Holding GP Corp. | Pennsylvania | 73-16367 |
| Warren Chase, Inc. | Delaware | 23-25187 |
| Windsor Development Corp. | Pennsylvania | 23-24329 |
| Afton Chase, L.P. | Pennsylvania | 23-27607 |

| Exact name of Registrant as Specified in Its Charter ----- | State or Other Jurisdiction of Incorporation or of Organization ----- | I.R.S. Em Identifi Numb ----- |
|--|---|--|
| Audubon Ridge, L.P. | Pennsylvania | 23-26689 |
| Beaumont Chase, L.P. | Pennsylvania | 23-29102 |
| Belmont Land, L.P. | Virginia | 23-28103 |
| Bennington Hunt, L.P. | New Jersey | 23-26905 |
| Bernards Chase, L.P. | New Jersey | 23-27962 |
| Binks Estates Limited Partnership | Florida | 23-27963 |
| The Bird Estate Limited Partnership | Massachusetts | 23-28833 |
| Blue Bell Country Club, L.P. | Pennsylvania | 23-26689 |
| Branchburg Ridge, L.P. | New Jersey | 23-29189 |
| Brandywine River Estates, L.P. | Pennsylvania | 23-28384 |
| Brass Castle Estates, L.P. | New Jersey | 23-29217 |
| Brentwood Investments, L.P. | Tennessee | 01-06160 |
| Bridle Estates, L.P. | Pennsylvania | 23-28555 |
| Broad Run Associates, L.P. | Pennsylvania | 23-29794 |
| Buckingham Woods, L.P. | Pennsylvania | 23-26892 |
| Bucks County Country Club, L.P. | Pennsylvania | 23-28786 |
| CC Estates Limited Partnership | Massachusetts | 23-27489 |
| Calabasas View, L.P. | California | 23-27852 |

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| Charlestown Hills, L.P. | New Jersey | 23-28556 |
| Cheltenham Estates Limited Partnership | Michigan | 23-29685 |
| Chesterbrooke Limited Partnership | New Jersey | 23-24853 |
| Cobblestones at Thornbury, L.P. | Pennsylvania | 23-27746 |
| Cold Spring Hunt, L.P. | Pennsylvania | 23-27024 |
| Coleman-Toll Limited Partnership | Nevada | 23-29287 |
| Concord Chase, L.P. | Pennsylvania | 23-28979 |
| Cortlandt Chase, L.P. | New York | 23-29288 |
| Delray Limited Partnership | Florida | 23-29290 |
| Dolington Estates, L.P. | Pennsylvania | 23-27607 |
| Dominion Country Club, L.P. | Virginia | 23-29843 |
| Eagle Farm Limited Partnership | Massachusetts | 23-27607 |
| Edmunds-Toll Limited Partnership | Arizona | 23-28156 |
| The Estates at Brooke Manor Limited Partnership | Maryland | 23-27404 |
| Estates at Coronado Pointe, L.P. | California | 23-27962 |
| Estates at Princeton Junction, L.P. | New Jersey | 23-27607 |
| Estates at Rivers Edge, L.P. | New Jersey | 23-27480 |
| Estates at San Juan Capistrano, L.P. | California | 23-27963 |
| The Estates at Summit Chase, L.P. | California | 23-27480 |
| Fairfax Investment, L.P. | Virginia | 23-29821 |
| Fairfax Station Hunt, L.P. | Virginia | 23-26808 |
| Fair Lakes Chase, L.P. | Virginia | 23-29550 |
| Fairway Mews Limited Partnership | New Jersey | 23-26219 |
| Farmwell Hunt, L.P. | Virginia | 23-28229 |
| First Brandywine Partners, L.P. | Delaware | 51-03857 |
| Franklin Oaks Limited Partnership | Massachusetts | 23-28389 |
| Freehold Chase, L.P. | New Jersey | 23-27439 |
| Great Falls Hunt, L.P. | Virginia | 23-27193 |
| Great Falls Woods, L.P. | Virginia | 23-29635 |
| Greens at Waynesborough, L.P. | Pennsylvania | 23-27400 |
| Greenwich Chase, L.P. | New Jersey | 23-27097 |
| Greenwich Station, L.P. | New Jersey | 23-28163 |
| Hockessin Chase, L.P. | Delaware | 23-29449 |
| Holland Ridge, L.P. | New Jersey | 23-27852 |

| Exact name of Registrant as Specified in Its Charter ----- | State or Other Jurisdiction of Incorporation or of Organization ----- | I.R.S. Em Identifi Numb ----- |
|--|---|--|
| Holliston Hunt Limited Partnership | Massachusetts | 23-29227 |
| Hopewell Hunt, L.P. | New Jersey | 23-28382 |
| Huckins Farm Limited Partnership | Massachusetts | 23-27404 |
| Hunter Mill, L.P. | Virginia | 23-27114 |
| Hunterdon Chase, L.P. | New Jersey | 23-27746 |
| Hunterdon Ridge, L.P. | New Jersey | 23-29449 |
| Huntington Estates Limited Partnership | Connecticut | 23-28556 |
| Hurley Ridge Limited Partnership | Maryland | 23-29549 |
| Kensington Woods Limited Partnership | Massachusetts | 23-27011 |
| Knolls of Birmingham, L.P. | Pennsylvania | 23-28556 |
| Lakeridge, L.P. | Pennsylvania | 23-27400 |
| Lakeway Hills Properties, L.P. | Texas | 23-28385 |
| Laurel Creek, L.P. | New Jersey | 23-27962 |

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| Loudoun Valley Associates, L.P. | Virginia | 23-30258 |
| Mallard Lakes, L.P. | Texas | 23-27962 |
| Manalapan Hunt, L.P. | New Jersey | 23-28063 |
| Marshallton Chase, L.P. | Pennsylvania | 23-28555 |
| Mill Road Estates, L.P. | Pennsylvania | 23-27746 |
| Montgomery Chase, L.P. | New Jersey | 23-27453 |
| Montgomery Oaks, L.P. | New Jersey | 23-27962 |
| Moorestown Hunt, L.P. | New Jersey | 23-28103 |
| Mount Kisco Chase, L.P. | New York | 23-27966 |
| NC Country Club Estates Limited Partnership | North Carolina | 23-29172 |
| Newport Ridge Limited Partnership | Michigan | 38-34138 |
| Newtown Chase Limited Partnership | Connecticut | 23-28186 |
| Northampton Crest, L.P. | Pennsylvania | 23-29449 |
| Northampton Preserve, L.P. | Pennsylvania | 23-29012 |
| Patriots, L.P. | New Jersey | 23-29410 |
| The Preserve at Annapolis Limited Partnership | Maryland | 23-28385 |
| The Preserve at Boca Raton Limited Partnership | Florida | 23-28103 |
| Preston Village Limited Partnership | North Carolina | 23-28065 |
| Princeton Hunt, L.P. | New Jersey | 23-27479 |
| Providence Hunt, L.P. | Pennsylvania | 23-26808 |
| Providence Plantation Limited Partnership | North Carolina | 23-28556 |
| Regency at Dominion Valley, L.P. | Virginia | 45-04974 |
| River Crossing, L.P. | Pennsylvania | 23-28555 |
| Rolling Greens, L.P. | New Jersey | 23-28555 |
| Rose Hollow Crossing Associates | Pennsylvania | 23-22536 |
| Seaside Estates Limited Partnership | Florida | 23-28700 |
| Shrewsbury Hunt Limited Partnership | Massachusetts | 23-29129 |
| Silverman-Toll Limited Partnership | Michigan | 23-29863 |
| Somers Chase, L.P. | New York | 23-28555 |
| Somerset Development Limited Partnership | North Carolina | 23-27852 |
| South Riding, L.P. | Virginia | 23-29943 |
| South Riding Partners, L.P. | Virginia | 23-28618 |
| Southlake Woods, L.P. | Texas | 23-28690 |
| Southport Landing Limited Partnership | Connecticut | 23-27846 |
| Springton Pointe, L.P. | Pennsylvania | 23-28103 |
| Stone Mill Estates, L.P. | Pennsylvania | 23-30139 |
| Stoney Ford Estates, L.P. | Pennsylvania | 23-28820 |
| Swedesford Chase, L.P. | Pennsylvania | 23-29395 |
| TBI/Heron Bay Limited Partnership | Florida | 23-29288 |

| Exact name of Registrant as Specified in Its Charter ----- | State or Other Jurisdiction of Incorporation or of Organization ----- | I.R.S. Em Identifi Numb ----- |
|--|---|--|
| TBI/Naples Limited Partnership | Florida | 23-28833 |
| TBI/Palm Beach Limited Partnership | Florida | 23-28916 |
| TB Proprietary, L.P. | Delaware | 23-30701 |
| Thornbury Knoll, L.P. | Pennsylvania | 23-26684 |
| Timber Ridge Investment Limited Partnership | Michigan | 38-34138 |
| Toll at Brier Creek Limited Partnership | North Carolina | 23-29542 |
| Toll at Daventry Park, L.P. | Ohio | 23-28979 |
| Toll at Payne Ranch, L.P. | California | 23-28331 |

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| Toll at Princeton Walk, L.P. | New Jersey | 23-28799 |
| Toll at Westlake, L.P. | New Jersey | 23-29635 |
| Toll at Whippoorwill, L.P. | New York | 23-28885 |
| Toll Bros. of Tennessee, L.P. | Tennessee | 51-03867 |
| Toll Brothers Maryland II Limited Partnership | Maryland | 23-30275 |
| Toll CA, L.P. | California | 23-29635 |
| Toll CA II, L.P. | California | 23-28384 |
| Toll CA III, L.P. | California | 23-30318 |
| Toll CA IV, L.P. | California | 23-30296 |
| Toll CA V, L.P. | California | 23-30916 |
| Toll CA VI, L.P. | California | 23-30916 |
| Toll CO, L.P. | Colorado | 23-29782 |
| Toll Costa, L.P. | California | 81-06020 |
| Toll CT Limited Partnership | Connecticut | 23-29635 |
| Toll CT II Limited Partnership | Connecticut | 23-30419 |
| Toll CT Westport Limited Partnership | Connecticut | 23-30489 |
| Toll-Dublin, L.P. | California | 23-30706 |
| Toll Estero Limited Partnership | Florida | 72-15392 |
| Toll FL Limited Partnership | Florida | 23-30070 |
| Toll FL II Limited Partnership | Florida | 73-16576 |
| Toll FL III Limited Partnership | Florida | 20-01358 |
| Toll Ft. Myers Limited Partnership | Florida | 82-05594 |
| Toll Grove LP | New Jersey | 20-02154 |
| Toll IL, L.P. | Illinois | 23-29635 |
| Toll IL II, L.P. | Illinois | 23-30419 |
| Toll IL III, L.P. | Illinois | 03-03824 |
| Toll IL HWCC, L.P. | Illinois | 75-29853 |
| Toll Land Limited Partnership | Connecticut | 23-27090 |
| Toll Land IV Limited Partnership | New Jersey | 23-27374 |
| Toll Land V Limited Partnership | New York | 23-27966 |
| Toll Land VI Limited Partnership | New York | 23-27966 |
| Toll Land VII Limited Partnership | New York | 23-27753 |
| Toll Land IX Limited Partnership | Virginia | 23-29395 |
| Toll Land X Limited Partnership | Virginia | 23-27746 |
| Toll Land XI Limited Partnership | New Jersey | 23-27963 |
| Toll Land XIII Limited Partnership | New York | 23-27963 |
| Toll Land XIV Limited Partnership | New York | 23-27962 |
| Toll Land XV Limited Partnership | Virginia | 23-28103 |
| Toll Land XVI Limited Partnership | New Jersey | 23-28103 |
| Toll Land XVII Limited Partnership | Connecticut | 23-28150 |
| Toll Land XVIII Limited Partnership | Connecticut | 23-28332 |
| Toll Land XIX Limited Partnership | California | 23-28331 |
| Toll Land XX Limited Partnership | California | 23-28389 |
| Toll Land XXI Limited Partnership | Virginia | 23-28657 |

| Exact name of Registrant as Specified in Its Charter ----- | State or Other Jurisdiction of Incorporation or of Organization ----- | I.R.S. Em Identifi Numb ----- |
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| Toll Land XXII Limited Partnership | California | 23-28799 |
| Toll Land XXIII Limited Partnership | California | 23-28799 |
| Toll Land XXV Limited Partnership | New Jersey | 23-28676 |

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| Toll Land XXVI Limited Partnership | Ohio | 23-28806 |
| Toll Marshall LP | New Jersey | 20-02155 |
| Toll MD Limited Partnership | Maryland | 23-29635 |
| Toll MD II Limited Partnership | Maryland | 23-29781 |
| Toll MD III Limited Partnership | Maryland | 23-30443 |
| Toll MD IV Limited Partnership | Maryland | 71-08908 |
| Toll MD V Limited Partnership | Maryland | 81-06107 |
| Toll MI Limited Partnership | Michigan | 23-29992 |
| Toll MI II Limited Partnership | Michigan | 23-30156 |
| Toll MI III Limited Partnership | Michigan | 23-30977 |
| Toll MN, L.P. | Minnesota | 20-00999 |
| Toll Naples Limited Partnership | Florida | 73-16576 |
| Toll Naval Associates | Pennsylvania | 23-24545 |
| Toll NH Limited Partnership | New Hampshire | 23-30489 |
| Toll NJ, L.P. | New Jersey | 23-29635 |
| Toll NJ II, L.P. | New Jersey | 23-29919 |
| Toll NJ III, L.P. | New Jersey | 23-29932 |
| Toll NJ IV, L.P. | New Jersey | 23-30388 |
| Toll NJ V, L.P. | New Jersey | 23-30916 |
| Toll NJ VI, L.P. | New Jersey | 23-30985 |
| Toll NJ Builder I, L.P. | New Jersey | 41-20897 |
| Toll Northville Limited Partnership | Michigan | 23-29181 |
| Toll Northville Golf Limited Partnership | Michigan | 23-29182 |
| Toll NV Limited Partnership | Nevada | 23-30106 |
| Toll PA, L.P. | Pennsylvania | 23-28799 |
| Toll PA II, L.P. | Pennsylvania | 23-30633 |
| Toll PA III, L.P. | Pennsylvania | 23-30976 |
| Toll PA IV, L.P. | Pennsylvania | 23-30976 |
| Toll PA V, L.P. | Pennsylvania | 03-03950 |
| Toll PA VI, L.P. | Pennsylvania | 47-08589 |
| Toll PA VII, L.P. | Pennsylvania | 68-05330 |
| Toll Peppertree, L.P. | New York | 23-27077 |
| Toll Reston Associates, L.P. | Delaware | 23-30162 |
| Toll RI, L.P. | Rhode Island | 23-30201 |
| Toll RI II, L.P. | Rhode Island | 27-00438 |
| Toll SC, L.P. | South Carolina | 23-30946 |
| Toll SC II, L.P. | South Carolina | 82-05747 |
| Toll TX, L.P. | Texas | 23-29843 |
| Toll TX II, L.P. | Texas | 23-30909 |
| Toll VA, L.P. | Virginia | 23-29526 |
| Toll VA II, L.P. | Virginia | 23-30011 |
| Toll VA IV, L.P. | Virginia | 75-29720 |
| Toll VA V, L.P. | Virginia | 47-08874 |
| Toll Venice Limited Partnership | Florida | 71-09027 |
| Toll YL, L.P. | California | 23-30162 |
| Toll YL II, L.P. | California | 80-00141 |
| Trumbull Hunt Limited Partnership | Connecticut | 23-28555 |
| Uwchlan Woods, L.P. | Pennsylvania | 23-28389 |
| Valley Forge Conservation Holding, L.P. | Pennsylvania | 42-15379 |

| Exact name of Registrant as Specified in Its Charter ----- | State or Other Jurisdiction of Incorporation or of Organization ----- | I.R.S. Em Identifi Numb ----- |
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| Valley Forge Woods, L.P. | Pennsylvania | 23-26999 |
| Valley View Estates Limited Partnership | Massachusetts | 23-27607 |
| Village Partners, L.P. | Pennsylvania | 81-05940 |
| Waldon Preserve Limited Partnership | Michigan | 38-33127 |
| Warwick Greene, L.P. | Pennsylvania | 23-29689 |
| Warwick Woods, L.P. | Pennsylvania | 23-28389 |
| Washington Greene Development, L.P. | New Jersey | 23-28156 |
| West Amwell Limited Partnership | New Jersey | 23-25708 |
| Whiteland Woods, L.P. | Pennsylvania | 23-28331 |
| Wichita Chase, L.P. | Texas | 23-28556 |
| Willowdale Crossing, L.P. | Pennsylvania | 23-28799 |
| Wilson Concord, L.P. | Tennessee | 23-28878 |
| The Woods at Highland Lakes, L.P. | Ohio | 23-29486 |
| The Woods at Long Valley, L.P. | New Jersey | 23-28896 |
| Wrightstown Hunt, L.P. | Pennsylvania | 23-28384 |
| Yardley Estates, L.P. | Pennsylvania | 23-26916 |
| 60 Industrial Parkway Cheektowaga, LLC | New York | 23-27966 |
| 2301 Fallston Road LLC | Maryland | 23-29635 |
| Belmont Country Club I LLC | Virginia | 23-28103 |
| Belmont Country Club II LLC | Virginia | 23-28103 |
| Big Branch Overlook L.L.C. | Maryland | 23-29781 |
| Brier Creek Country Club I LLC | North Carolina | 23-29542 |
| Brier Creek Country Club II LLC | North Carolina | 23-29542 |
| C.B.A.Z. Construction Company LLC | Arizona | 51-03857 |
| C.B.A.Z. Holding Company LLC | Delaware | 51-03857 |
| Creeks Farm L.L.C. | Maryland | 23-29781 |
| Dominion Valley Country Club I LLC | Virginia | 23-29843 |
| Dominion Valley Country Club II LLC | Virginia | 23-29843 |
| ELB Investments I LLC | Illinois | 23-29635 |
| ELB Investments II LLC | Illinois | 23-29635 |
| FC Investments I LLC | Massachusetts | 23-28389 |
| FC Investments II LLC | Massachusetts | 23-28389 |
| Feys Property LLC | Maryland | 23-29781 |
| First Brandywine LLC I | Delaware | 23-24857 |
| First Brandywine LLC II | Delaware | 23-24857 |
| First Brandywine LLC III | Delaware | 61-14433 |
| First Brandywine LLC IV | Delaware | 61-14433 |
| Frenchman's Reserve Realty, LLC | Florida | 23-24171 |
| Golf I Country Club Estates at Moorpark LLC | California | 23-29635 |
| Golf II Country Club Estates at Moorpark LLC | California | 23-29635 |
| High Point at Hopewell, LLC | New Jersey | 23-30985 |
| Hunts Bluff LLC | Maryland | 23-29781 |
| Long Meadows TBI, LLC | Maryland | 23-30443 |
| Mizner Realty, L.L.C. | Florida | 23-24171 |
| Mountain View Country Club I LLC | California | 23-30916 |
| Mountain View Country Club II LLC | California | 23-30916 |
| Naples Lakes Country Club, L.L.C. | Florida | 23-28833 |
| Naples TBI Realty, LLC | Florida | 23-24171 |
| Northville Hills Golf Club LLC | Michigan | 23-29182 |
| Nosan & Silverman Homes LLC | Michigan | 38-32083 |
| Palm Cove Golf & Yacht Club I LLC | Florida | 23-30070 |
| Palm Cove Golf & Yacht Club II LLC | Florida | 23-30070 |

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| Exact name of Registrant as Specified in Its Charter | State or Other Jurisdiction of Incorporation or of Organization | I.R.S. Em Identifi Numb |
|---|--|-------------------------------|
| Palm Cove Marina I LLC | Florida | 23-30070 |
| Palm Cove Marina II LLC | Florida | 23-30070 |
| Regency at Denville LLC | New Jersey | 23-28103 |
| Regency at Dominion Valley LLC | Virginia | 23-29843 |
| The Regency Golf Club I LLC | Virginia | 23-29843 |
| The Regency Golf Club II LLC | Virginia | 23-29843 |
| RiverCrest Sewer Company, LLC | Pennsylvania | 23-30976 |
| Sapling Ridge, LLC | Maryland | 23-29781 |
| South Riding Realty LLC | Virginia | 23-28618 |
| SR Amberlea LLC | Virginia | 23-28618 |
| Stoney Kill LLC | New York | 23-27966 |
| Toll Brothers Realty Michigan II LLC | Michigan | 23-24171 |
| Toll Cedar Hunt LLC | Virginia | 23-29943 |
| Toll DE X, LLC | Delaware | 23-30987 |
| Toll-Dublin, LLC | California | 23-30706 |
| Toll Equipment, L.L.C. | Delaware | 23-24171 |
| Toll Glastonbury LLC | Connecticut | 23-30419 |
| Toll NJ I, L.L.C. | New Jersey | 23-30916 |
| Toll NJ II, L.L.C. | New Jersey | 23-30916 |
| Toll Realty L.L.C. | Florida | 23-24171 |
| Toll Reston Associates, L.L.C. | Delaware | 23-25517 |
| Toll VA L.L.C | Delaware | 51-03857 |
| Toll VA III L.L.C. | Virginia | 23-24171 |
| Toll Van Wyck LLC | New York | 23-27966 |
| Virginia Construction Co. I, LLC | Virginia | 23-24171 |
| Virginia Construction Co. II, LLC | Virginia | 23-24171 |

(1) The address, including zip code, and telephone number, including area code, for each of the additional registrants is 3103 Philmont Avenue, Huntingdon Valley, Pennsylvania 19006, (215) 938-8000.

** Uses Employer Identification Number used by its sole member.