

[MODEL MULTIPLE DISTRICT PLAN]

**FIRST AMENDMENT**

**TO THE CONSOLIDATED SERVICE PLAN  
FOR**

**WOODMEN HEIGHTS METROPOLITAN DISTRICT NOS. 1, 2  
AND 3**

**IN THE CITY OF COLORADO SPRINGS, COLORADO**

Prepared

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## I. INTRODUCTION

*On August 10, 2004, the City Council for the City of Colorado Springs, Colorado, adopted Resolution No. 178-04 approving a Consolidated Service Plan for Woodmen Heights Metropolitan District Nos. 1, 2 and 3 dated July 29, 2004 (the "Original Service Plan"). The following text and exhibits shall constitute the First Amendment to the Original Service Plan (the "Service Plan"), and shall, except when otherwise noted, supersede the information as set forth in the Original Service Plan.*

### A. Purpose and Intent

The Districts are independent units of local government, separate and distinct from the City, and, except as may otherwise be provided for by State or local law or this Service Plan, their activities are subject to review by the City only insofar as they may deviate in a material matter from the requirements of the Service Plan. It is intended that the Districts will provide a part or all of the Public Improvements for the use and benefit of all anticipated inhabitants and taxpayers of the Districts. The primary purpose of the Districts is to finance the construction of these Public Improvements.

The Districts were not created to provide ongoing operations and maintenance services other than those specifically set forth in Exhibit D to this Service Plan.

### B. Need for the Districts

There are currently no other governmental entities, including the City, located in the immediate vicinity of the Districts that consider it desirable, feasible or practical to undertake the planning, design, acquisition, construction installation, relocation, redevelopment, and financing of the Public Improvements needed for the Project. Formation of the Districts was, therefore, necessary in order for the Public Improvements required for the Project to be provided in the most economic manner possible.

### C. Objective of the City Regarding Districts Service Plan

The City's objective in approving the Original Service Plan and now this Service Plan for the Districts is to authorize the Districts to provide for the planning, design, acquisition, construction, installation, relocation, and redevelopment of the Public Improvements from the proceeds of Debt to be issued by the Districts. All Debt issued after approval of this Service Plan is expected to be repaid by taxes imposed and collected for no longer than the Maximum Debt Mill Levy Imposition Term for Residential Districts and at a tax mill levy no higher than the Maximum Debt Mill Levy for all Districts, while outstanding obligations issued prior to approval of this Service Plan, and refunding thereof, continue to be repaid and held subject to the provisions and authority granted by the Original Service Plan. Debt which is issued within these parameters and, as further described in the Financial Plan, will insulate property owners from excessive tax burdens to support the servicing of the Debt and will result in a timely and reasonable discharge of the Debt.

This Service Plan is intended to establish a limited purpose for the Districts and explicit financial constraints that are not to be violated under any circumstances. The primary

purpose is to provide for the Public Improvements associated with development and regional needs. Operational activities are allowed, but only as specified in Exhibit D to this Service Plan.

It is the intent of the Districts to dissolve upon payment or defeasance of all previously issued obligations and Debt incurred or upon a court determination that adequate provision has been made for the payment of all previously issued obligations and Debt, and if any District has authorized operating functions under an intergovernmental agreement (IGA) with the City, to retain only the power necessary to impose and collect taxes or fees to pay for these costs.

The Districts shall be authorized to finance the Public Improvements that can be funded from Debt to be repaid from tax revenue collected from a mill levy which shall not exceed the Maximum Debt Mill Levy in any District and which shall not exceed the Maximum Debt Mill Levy Imposition Term in Residential Districts. It is the intent of this Service Plan to assure to the extent possible that no property in any District bears an economic burden that is greater than that associated with the Maximum Debt Mill Levy in amount, and that no property in a Residential District bears an economic burden relative to the repayment of Debt that is greater than that associated with the Maximum Debt Mill Levy Imposition Term in duration even under bankruptcy or other unusual situations. Generally, the costs of Public Improvements that cannot be funded within these parameters are not costs to be paid by the Districts.

## **II. DEFINITIONS**

In this Service Plan, the following terms shall have the meanings indicated below, unless the context hereof clearly requires otherwise:

Approved Development Plan: a Master Plan and other more detailed land use approvals established by the City for identifying, among other things, Public Improvements necessary for facilitating the development of property within the Service Area as approved by the City pursuant to the City Code and as amended pursuant to the City Code from time to time.

Board: the board of directors of one District or the boards of directors of all Districts, in the aggregate.

Bond, Bonds or Debt: bonds or other obligations, issued after approval of this Service Plan, for the payment of which any District has promised to impose an ad valorem property tax mill levy.

City: the City of Colorado Springs, Colorado.

City Code: the City Code of the City of Colorado Springs, Colorado.

City Council: the City Council of the City of Colorado Springs, Colorado.

Commercial Districts: District No. 3, inclusive, containing property classified for assessment as nonresidential. (NOTE: all districts which include or are expected to

include any residential property must be defined as Residential Districts and not Commercial Districts).

Debt: any bond, note debenture, contract or other multiple-year financial obligation of a District which is payable in whole or in part from, or which constitutes a lien or encumbrance on the proceeds of ad valorem property tax imposed by a District. All previously issued obligations (as defined below) are excluded from the definition of Debt.

Debt to Actual Market Value Ratio: the ratio derived by dividing the then-outstanding principal amount of all Debt of the District by the actual market valuation of the taxable property of the District, as such actual market valuation is certified from time to time by the appropriate county assessor.

District No. 1: the Woodmen Heights Metropolitan District No. 1.

District No. 2: the Woodmen Heights Metropolitan District No. 2.

District No. 3: the Woodmen Heights Metropolitan District No. 3.

District or Districts: any one or all of the District Nos. 1 through 3 inclusive.

External Financial Advisor: a consultant that: (1) advises Colorado governmental entities on matters relating to the issuance of securities by Colorado governmental entities, including matters such as the pricing, sales and marketing of such securities and the procuring of bond ratings, credit enhancement and insurance in respect of such securities; (2) shall be an underwriter, investment banker, or individual listed as a public finance advisor in the Bond Buyer's Municipal Market Place; and (3) is not an officer of the District.

Financial Plan: the Financial Plan described in Section VII which describes (a) how the Public Improvements are to be financed; (b) how the Debt is expected to be incurred; and (c) the estimated operating revenue derived from property taxes for the first budget year.

Inclusion Area Boundaries: the boundaries of the area described in the Inclusion Area Boundary Map.

Inclusion Area Boundary Map: the map attached hereto as Exhibit C-2, describing the property proposed for inclusion within one, but not any more than one, of the boundaries of the Districts.

Initial District Boundaries: the boundaries of the area described in the Initial District Boundary Map.

Initial District Boundary Map: the map attached hereto as Exhibit C-1, describing the District's initial boundaries.

Maximum Debt Mill Levy: the maximum mill levy any of the Districts is permitted to impose for payment of Debt as set forth in Section VI.E below.

Maximum Debt Mill Levy Imposition Term: the maximum term for imposition of a Debt Service mill levy in Residential Districts as set forth in Section VI.F below.

Maximum Operating Mill Levy: the maximum mill levy any of the Districts is permitted to impose for payment of operating and maintenance expenses as set forth in Section VI.J below.

Original Service Plan: the original consolidated service plan dated July 29, 2004, and approved by the City Council on August 10, 2004 via City Resolution No. 178-04.

Project: the development or property commonly referred to as Woodmen Heights.

Public Improvements: a part or all of the improvements authorized to be planned, designed, acquired, constructed, installed, relocated, redeveloped and financed as generally described in the Special District Act, except as specifically limited in Section V below to serve the future taxpayers and inhabitants of the Service Area as determined by the Board of one or more of the Districts.

Previously Issued Obligations: any obligation issued by the Districts pursuant to the Original Service Plan and prior to approval of this Service Plan, and any subsequent refunding thereof. Such previously issued obligations are not included in the above definition of Debt.

Residential Districts: District No. 2, inclusive, containing property classified for assessment as residential. (NOTE: all districts which include or are expected to include any residential property must be defined as Residential Districts and not Commercial Districts.)

Service Area: the property within the Initial District Boundary Map and the Inclusion Area Boundary Map.

Service Plan: the First Amendment to the Original Service Plan for the Districts approved by City Council.

Service Plan Amendment: an amendment to the Service Plan or Original Service Plan approved by City Council in accordance with the City's ordinance and the applicable State law.

Special District Act: Section 32-1-101, et seq., of the Colorado Revised Statutes, as amended from time to time.

State: the State of Colorado.



### **III. BOUNDARIES**

The area of the Initial District Boundaries includes approximately 1,070 acres. A legal description of the Initial District Boundaries is attached hereto as Exhibit A. A map of the Initial District Boundaries is attached hereto as Exhibit C-1, and a map of the Inclusion Area Boundaries is attached hereto as Exhibit C-2. To the extent any areas currently on the Inclusion Area Boundaries map have yet to be annexed into the City, such areas are subject to the conditions of their annexation agreement(s). A vicinity map is attached hereto as Exhibit B. It is anticipated that the District's Boundaries may change from time to time as it undergoes inclusions and exclusions pursuant to Section 32-1-401, et seq., CRS, and Section 32-1-501, et seq., CRS, subject to the limitations set forth in Article V below.

### **IV. PROPOSED LAND USE/POPULATION PROJECTIONS/ASSESSED VALUATION**

The Service Area consists of approximately over 1,000 acres of combined residential and commercial land. The year 2006 assessed valuation of the Districts is approximately \$1,262,000 for purposes of this Service Plan and, at build out, is expected to be sufficient to reasonably discharge previously issued obligations and the Debt under the Financial Plan. The population of the Districts at build-out is estimated to be approximately over 6,200 people.

Approval of this Service Plan by the City does not imply approval of the development of a specific area within the Districts nor does it imply approval of the number of residential units or the total site/floor area of commercial or industrial buildings identified in this Service Plan or any of the exhibits attached thereto, unless the same is contained within an Approved Development Plan.

### **V. DESCRIPTION OF PROPOSED POWERS, IMPROVEMENTS AND SERVICES**

#### **A. Powers of the Districts and Service Plan Amendment**

The Districts shall have the power and authority to provide the Public Improvements and related operation and maintenance services within and without the boundaries of the Districts as such power and authority is described in the Special District Act, and other applicable statutes, common law and the Constitution, subject to the limitations set forth herein.

1. Operations and Maintenance Limitation. The purpose of the Districts is to plan for, design, acquire, construct, install, relocate, redevelop, and finance the Public Improvements. The Districts shall dedicate the Public Improvements to the City or other appropriate jurisdiction or owners association in a manner consistent with the Approved Development Plan and other rules and regulations of the City and applicable provisions of the City Code. The Districts shall not be authorized to operate and maintain any part or all of the Public Improvements after such dedication, including park and recreation improvements, unless the provision of such ongoing operation and maintenance is specifically identified in Exhibit D attached hereto. In the City's sole discretion, an IGA between the City and the District may be required in order to better describe the conditions under which these permitted services will be provided by the District. If the Districts are authorized to operate and maintain certain park and

recreation improvements set forth in Exhibit D, any fee imposed by the Districts for access to such park and recreation improvements shall not result in non-District residents paying a user fee that is greater than, or otherwise disproportionate to, similar fees and taxes paid by residents of the Districts. However, the Districts shall be entitled to impose an administrative fee as necessary to cover additional expenses associated with non-District residents to ensure that such costs are not the responsibility of the Districts residents. All such fees shall be based upon the determination of the District imposing such fee that such fee does not exceed a reasonable annual market fee for users of such facilities. Notwithstanding the foregoing, all parks and trails shall be open to the general public including non-District residents free of charge.

2. City Charter Limitations. In accordance with Article 7-100 of the City Charter, the Districts shall not issue any Debt instrument for any purpose other than construction of capital improvements with a public purpose necessary for development.

As further set forth in Article 7-100 of the City Charter, the total Debt of any proposed District shall not exceed 10 percent of the total assessed valuation of the taxable property within the District unless approved by at least a two-thirds vote of the entire City Council. A waiver from this limitation was given in the Original Service Plan, and such waiver is hereby unaltered under this Service Plan.

3. Use of Bond Proceeds and Other Revenue of the Districts Limitation. Proceeds from the sale of debt instruments and other revenue of Districts may not be used to pay landowners within the District for any real property required to be dedicated for public use by annexation agreements or land use codes. Examples of ineligible reimbursements include, but are not limited to: the acquisition of rights of way, easements, water rights, land for prudent line drainage, parkland, or open space, unless consent from the City Council is given such as the previous consent given by the City relative to District purchase and acquisition of real property relative to Pond No. 2. Proceeds from the sale of debt instruments and other revenue of the Districts also may not be used to pay for the construction of any utility infrastructure except for those categories of utility infrastructure covered by utility tariffs, rules, and regulations. Additionally, if the landowner/developer constructs the public infrastructure and conveys it to the District in return for a reimbursement obligation from the District, prior to making such reimbursement for such amounts, the District must receive the report of an independent engineer or accountant confirming that the amount of the reimbursement is reasonable.

4. Recovery Agreement Limitation. Should the Districts construct infrastructure subject to a recovery agreement with the City or other entity, the Districts retain all benefits under the recovery agreement. Any subsequent reimbursement for public improvements installed or financed by the Districts will remain the property of the Districts to be applied toward repayment of their previously issued obligations and Debt, if any. Any reimbursement revenue not necessary to repay the Districts previously issued obligations and Debt may be utilized by the District for any lawful purpose including construction of additional public improvements permitted under the approved Service Plan.

5. Construction Standards Limitation. The Districts will ensure that the Public Improvements are designed and constructed in accordance with the standards and specifications of the City and of other governmental entities having proper jurisdiction. The Districts will

obtain the City's approval of civil engineering plans and will obtain applicable permits for construction and installation of Public Improvements prior to performing such work.

6. Privately Placed Debt Limitation. Prior to the issuance of any privately placed Debt for capital related costs, the District shall obtain the certification of an External Financial Advisor substantially as follows:

We are [I am] an External Financial Advisor within the meaning of the Districts' Service Plan.

We [I] certify that (1) the net effective interest rate (calculated as defined in Section 32-1-103(12), CRS) to be borne by [insert the designation of the Debt] does not exceed a reasonable current [tax-exempt] [taxable] interest rate, using criteria deemed appropriate by us [me] and based upon our [my] analysis of comparable high yield securities; and (2) the structure of [insert designation of the Debt], including maturities and early redemption provisions, is reasonable considering the financial circumstances of the District.

7. Inclusion Limitation. The Districts shall not include within any of their boundaries any property outside the Service Area without the prior written consent of the City Council.

8. Overlap Limitation. The boundaries of the Districts shall not overlap unless the aggregate mill levy for payment of Debt of the overlapping Districts will not at any time exceed the Maximum Debt Mill Levy of the Districts. Additionally, the Districts shall not consent to the organization of any other district organized under the Special District Act within the Service Area which will overlap the boundaries of the Districts unless the aggregate mill levy for payment of Debt of such proposed districts will not at any time exceed the Maximum Debt Mill Levy of the Districts.

9. Initial Debt Limitation. On or before the date on which there is an Approved Development Plan, the District shall not (a) issue any Debt, (b) impose a mill levy for the payment of Debt by direct imposition or by transfer of funds from the operating fund to the Debt service funds, or (c) impose and collect any fees used for the purpose of repayment of Debt.

10. Total Debt Issuance Limitation. The issuance of all bonds or other debt instruments of Districts shall be subject to the approval of the City Council. City Council's review of the bonds or other debt instruments of the Districts shall be conducted to ensure compliance with the Service Plan and all applicable laws. The Districts shall not issue Debt along with previously issued obligations in an aggregate principal amount in excess of \$60,000,000, provided that the foregoing shall not include the principal amount of Debt issued for the purpose of refunding or refinancing lawfully issued previously issued obligations and Debt.

11. Monies from Other Governmental Sources. The Districts shall not apply for or accept Conservation Trust Funds, Great Outdoors Colorado Funds, or other funds available from or through governmental or nonprofit entities that the City is eligible to apply for, except

pursuant to an intergovernmental agreement with the City. This Section shall not apply to specific ownership taxes which shall be distributed to and a revenue source for the Districts without any limitation.

12. Consolidation Limitation. The Districts shall not file a request with any court to consolidate with another Title 32 district without the prior written consent of the City.

13. Bankruptcy Limitation. All of the limitations contained in this Service Plan, including, but not limited to, those pertaining to the Maximum Debt Mill Levy and the Maximum Debt Mill Levy Imposition Term have been established under the authority of the City to approve a Service Plan with conditions pursuant to Section 32-1-204.5, CRS. It is expressly intended that such limitations:

(a) Shall not be subject to set-aside for any reason or by any court of competent jurisdiction, absent a Service Plan Amendment; and

(b) Are, together with all other requirements of Colorado law, included in the “political or governmental powers” reserved to the State under the U.S. Bankruptcy Code (11 U.S.C.) Section 903, and are also included in the “regulatory or electoral approval necessary under applicable nonbankruptcy law” as required for confirmation of a Chapter 9 Bankruptcy Plan under Bankruptcy Code Section 943(b)(6).

Any Debt, issued with a pledge or which results in a pledge, that exceeds the Maximum Debt Mill Levy or, for Residential Districts, the Maximum Debt Mill Levy Imposition Term, shall be deemed a material departure from this Service Plan pursuant to Section 32-1-207, CRS and the City shall be entitled to all remedies available under State and local law to enjoin such actions of the Districts.

14. Service Plan Amendment Requirement. This Service Plan has been designed with sufficient flexibility to enable the Districts to provide required services and facilities under evolving circumstances without the need for numerous amendments. While the assumptions upon which this Service Plan are generally based are reflective of an Approved Development Plan for the property within the Districts, the cost estimates and Financing Plan are sufficiently flexible to enable the Districts to provide necessary services and facilities without the need to amend this Service Plan as development plans change. Modification of the general types of services and facilities, and changes in proposed configurations, locations, or dimensions of various facilities and improvements shall be permitted to accommodate development needs consistent with then-current Approved Development Plans for the property. Actions of the Districts which violate the limitations set forth in V.A.1-12 above or in VI.B-F. shall be deemed to be material departures from this Service Plan and the City shall be entitled to all remedies available under State and local law to enjoin such actions of the Districts.

15. Eminent Domain Powers Limitation. Currently, the District does not expect to use the power of eminent domain. The District shall not exercise the power of eminent domain except upon the prior written consent of the City.

B. Preliminary Engineering Survey

The Districts shall have authority to provide for the planning, design, acquisition, construction, installation, relocation, redevelopment, maintenance, and financing of the Public Improvements within and without the boundaries of the Districts, to be more specifically defined in an Approved Development Plan. An estimate of the costs of the Public Improvements which may be planned for, designed, acquired, constructed, installed, relocated, redeveloped, maintained or financed was prepared based upon a preliminary engineering survey and estimates derived from the Approved Development Plan on the property in the Service Area and is approximately \$45,000,000.

The Districts shall be permitted to allocate costs between such categories of the Public Improvements as deemed necessary in their discretion.

All of the Public Improvements described herein will be designed in such a way as to assure that the Public Improvements standards will be compatible with those of the City and shall be in accordance with the requirements of the Approved Development Plan. All descriptions of the Public Improvements to be constructed, and their related costs, are estimates only and are subject to modification as engineering, development plans, economics, the City's requirements, and construction scheduling may require. Upon approval of this Service Plan, the Districts will continue to develop and refine cost estimates contained herein and prepare for issuance of Debt. All cost estimates will be inflated to then-current dollars at the time of the issuance of Debt and construction. All construction cost estimates assume construction to applicable local, State or Federal requirements.

C. Multiple District Structure.

It is anticipated that the Districts, collectively, will undertake the financing and construction of the Public Improvements. The nature of the functions and services to be provided by each District shall be clarified in an IGA between and among the Districts. The maximum term of such IGA shall be forty (40) years from its effective date. All such agreements will be designed to help assure the orderly development of the Public Improvements and essential services in accordance with the requirements of this Service Plan. Implementation of such IGA is essential to the orderly implementation of this Service Plan. Accordingly, except as may be otherwise provided in such IGA, any determination of any one of the Board of Directors to set aside at the Agreement without the consent of all of the Board of Directors of the other Districts shall be a material modification of the Service Plan. Said IGA may be amended by mutual agreement of the Districts without the need to amend this Service Plan.

**VI. FINANCIAL PLAN**

A. General

The Districts shall be authorized to provide for the planning, design, acquisition, construction, installation, relocation and/or redevelopment of the Public Improvements from its revenue and by and through the proceeds of previously issued obligations and Debt to be issued by the Districts. The Financial Plan for the Districts shall be the previously issued obligations and also to issue such Debt as the Districts can reasonably pay from revenue derived from the

Maximum Debt Mill Levy and other legally available revenue, within the Maximum Debt Mill Levy Term for Residential Districts. The total Debt that the Districts shall be permitted to issue, along with previously issued obligations, shall not exceed the total Debt issuance limitation set forth in Section V.A.10 hereof, and shall be permitted to be issued on a schedule and in such year or years as the Districts determine shall meet the needs of the Financial Plan referenced above and phased to serve development as it occurs. All previously issued obligations, bonds and other Debt issued by the Districts may be payable from any and all legally available revenue of the Districts, including general ad valorem taxes to be imposed upon all taxable property of the Districts. The Districts will also rely upon various other revenue sources authorized by law. These will include the power to assess fees, rates, tolls, penalties, or charges as provided in the Special District Act or other State statutes. No Districts will be allowed to impose a sales tax.

B. Maximum Voted Interest Rate and Maximum Underwriting Discount

The interest rate on any Debt is expected to be the market rate at the time the Debt is issued. The proposed maximum interest rate on any Debt is not expected to exceed 18%. The proposed maximum underwriting discount will be 5%. Debt, when issued, will comply with all relevant requirements of this Service Plan, State law and Federal law as then applicable to the issuance of public securities.

C. No-Default Provisions

Debt issued by a District shall be structured so that failure to pay debt service when due shall not of itself constitute an event of default or result in the exercise of remedies. The foregoing shall not be construed to prohibit events of default and remedies for other occurrences including, without limitation, (1) failure to impose or collect the Maximum Debt Mill Levy or such portion thereof as may be pledged thereto, or to apply the same in accordance with the terms of the Debt, (2) failure to impose or collect other revenue sources lawfully pledged to the payment thereof or to apply the same in accordance with the terms of the Debt, (3) failure to abide by other covenants made in connection with such Debt, or (4) filing by a District as a debtor under any bankruptcy or other applicable insolvency laws. Notwithstanding the foregoing, Debt will not be structured with a remedy which requires the District to increase the Maximum Debt Mill Levy in any District or, in Residential Districts, the Maximum Debt Mill Levy Imposition Term.

D. Eligible Bondholders

All District bonds or other debt instrument, if not rated as investment grade, must be issued in minimum denominations of \$100,000 and sold only to either accredited investors as defined in rule 501 (a) promulgated under the Securities Act of 1933 or to the developer(s) of property within the District.

E. Maximum Debt Mill Levy

The Maximum Debt Mill Levy shall be the maximum mill levy a District is permitted to impose upon the taxable property of the Districts for payment of previously issued obligations and Debt, and shall be determined as follows:

1. For Residential Districts the Maximum Debt Mill Levy shall be calculated as follows:

(a) The Maximum Debt Mill Levy shall be 30 mills; provided that if, on or after January 1, 2006, there are changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement; the mill levy limitation applicable to such previously issued obligations and Debt may be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board of the issuing District in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenue generated by the mill levy, as adjusted for changes occurring after January 1, 2006, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation.

(b) At such time as the Debt to Actual Market Value Ratio within a Residential District is equal to or less than three percent (3%), the Board of that Residential District may request City Council approval for the right to pledge such mill levy as is necessary to pay the Debt service on such previously issued obligations and Debt, without limitation of rate. At the time of such request, a majority of the members of the Board must consist of homeowners owning property within the District. Once Debt has been determined to meet the above criterion, so that the District is entitled to pledge to its payment an unlimited ad valorem mill levy, such District may provide that such Debt shall remain secured by such unlimited mill levy, notwithstanding any subsequent change in such District's Debt to Actual Market Value Ratio.

2. For Commercial Districts the Maximum Debt Mill Levy shall be calculated as follows:

(a) The Maximum Debt Mill Levy shall be 50 mills; provided that if, on or after January 1, 2006, there are changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement; the mill levy limitation applicable to such previously issued obligations and Debt may be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board of the issuing District in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenue generated by the mill levy, as adjusted for changes occurring after January 1, 2006, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation.

To the extent that the Districts are composed of or subsequently organized into one or more subdistricts as permitted under Section 32-1-1101, CRS, the term "District" as used in this Section VI.E. shall be deemed to refer to the District and to each such sub district separately, so that each of the subdistricts shall be treated as a separate, independent district for purposes of the application of this Section VI.E.

F. Maximum Debt Mill Levy Imposition Term

Residential Districts shall not impose a Debt Service mill levy for repayment of Debt issued by the Districts, which exceeds 40 years after the year of the initial imposition of such Debt Service mill levy unless (1) a majority of the Board of Directors of the District imposing the mill levy are residents of such District, and (2) such Board has voted in favor of issuing Debt with a term which requires or contemplates the imposition of a Debt service mill levy for a longer period of time than the limitation contained herein. There shall be no Maximum Debt Mill Levy Imposition Term for previously issued obligations nor in Commercial Districts.

G. Debt Repayment Sources

Each of the Districts may impose a mill levy on taxable property within its boundaries as a primary source of revenue for repayment of debt service and for operations and maintenance. The Districts may also rely upon various other revenue sources authorized by law. At the Districts discretion, these may include the power to assess fees, rates, tolls, penalties, or charges as provided in Section 32-1-1001(l), CRS, as amended from time to time. In no event shall the debt service mill levy in any District exceed the Maximum Debt Mill Levy or, for Debt issued by Residential Districts, the Maximum Debt Mill Levy Imposition Term.

H. Debt Instrument Disclosure Requirement

In the text of each Bond and any other instrument representing and constituting Debt, the District shall set forth a statement in substantially the following form:

By acceptance of this instrument, the owner of this Bond agrees and consents to all of the limitations in respect of the payment of the principal of and interest on this Bond contained herein, in the resolution of the District authorizing the issuance of this Bond and in the Service Plan for the District.

Similar language describing the limitations in respect of the payment of the principal of and interest on Debt set forth in this Service Plan shall be included in any document used for the offering of the Debt for sale to persons including, but not limited to, a developer of property within the boundaries of the Districts.

I. Security for Debt

No Debt, previously issued obligations or other financial obligation of any Districts will constitute a debt or obligation of the City in any manner. The faith and credit of the City will not be pledged for the repayment of any Debt, previously issued obligations or other financial obligation of any Districts. This will be clearly stated on all offering circulars, prospectuses, or disclosure statements associated with any securities issued by any Districts. Districts shall not utilize the City of Colorado Springs' name in the name of the District.



J. Maximum Operating Mill Levy

In addition to the capital costs of the Public Improvements, the Districts will require operating funds for administration and to plan and cause the Public Improvements to be constructed and maintained. The 2007 year's operating budget is estimated to be \$90,000.00 which is anticipated to be derived from property taxes and other revenue.

The Maximum Operating Mill Levy for the payment of the Districts operating and maintenance expenses shall be 10 mills; provided that if, on or after January 1, 2006, there are changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement; the mill levy limitation applicable to such operating and maintenance expenses may be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenue generated by the mill levy, as adjusted for changes occurring after January 1, 2006, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed valuation.

K. Developer Financial Assurances

The mere existence of the District will not be considered a substitute for financial assurances required under applicable City land use ordinances and regulations.

**VII. ANNUAL REPORT**

A. General

Each of the Districts shall be responsible for submitting an annual report to the Director of the City's Budget Department no later than August 1 of each year following the year in which the Order and Decree creating the District has been issued. The Districts may cooperate in the creation and submittal of the report, provided the presentation of information in the report clearly identifies the applicable information pertaining to each District.

B. Reporting of Significant Events

The annual report shall include information as to any of the following:

1. Boundary changes made or proposed to the District's boundary as of December 31 of the prior year.
2. Intergovernmental agreements with other governmental entities, either entered into or proposed as of December 31 of the prior year.
3. Copies of the Districts' rules and regulations, if any, as of December 31 of the prior year.
4. A summary of any litigation which involves the District's Public Improvements as of December 31 of the prior year.

5. Status of the Districts' construction of the Public Improvements as of December 31 of the prior year.

6. A list of all facilities and improvements constructed by the Districts that have been dedicated to and accepted by the City as of December 31 of the prior year.

7. The assessed valuation of the Districts for the current year.

8. Current year budget including a description of the Public Improvements to be constructed in such year.

9. Audit of the Districts financial statements, for the year ending December 31 of the previous year, prepared in accordance with generally accepted accounting principles or audit exemption, if applicable.

10. Notice of any uncured events of noncompliance by the Districts under any Debt instrument which continue beyond a 90-day period.

11. Any inability of the Districts to pay their obligations as they come due, in accordance with the terms of such obligations, which continue beyond a 90-day period.

12. Copies of any Certifications of an External Financial Advisor provided as required by the Privately Placed Debt Limitation provision.

## **VIII. DISSOLUTION**

Upon an independent determination of the City Council that the purposes for which the Districts were created have been accomplished, the Districts agree to file petitions in the appropriate District Court for dissolution pursuant to the applicable State statutes. In no event shall a dissolution occur until the Districts have provided for the payment or discharge of all of their outstanding indebtedness and other financial obligations as required pursuant to State statutes.

## **IX. DISCLOSURE TO PURCHASERS**

The Districts will use reasonable efforts to assure that all developers of the property located within the Districts provide written notice to all purchasers of property in the Districts regarding the Maximum Debt Mill Levy, as well as a general description of the Districts' authority to impose and collect rates, fees, tolls and charges. The form of notice shall be substantially in the form of Exhibit E hereto; provided that such form may be modified by the District so long as a new form is submitted to the City prior to modification. Within 90 days of Service Plan approval, the District will record the approved Disclosure form with the El Paso County Clerk and Recorder against all property included in the District and a copy to the City Clerk's Office.

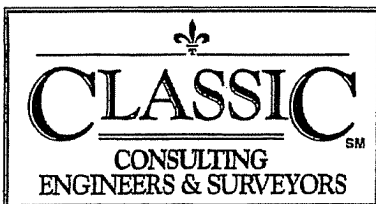
## **X. CONCLUSION**

It is submitted that this Service Plan for the Districts, as required by Section 32-1-203(2), CRS, and Section 122-35 of the City Code, establishes that:

1. There is sufficient existing and projected need for organized service in the area to be serviced by the Districts;
2. The existing service in the area to be served by the Districts is inadequate for present and projected needs;
3. The Districts are capable of providing economical and sufficient service to the area within its proposed boundaries; and
4. The area to be included in the Districts does have, and will have, the financial ability to discharge the proposed indebtedness on a reasonable basis.
5. Adequate service is not, and will not be, available to the area through the City or County or other existing municipal or quasi-municipal corporations, including existing special districts, within a reasonable time and on a comparable basis.
6. The facility and service standards of the Districts are compatible with the facility and service standards of the City within which the special district is to be located and each municipality which is an interested party under Section 32-1-204(1), CRS.
7. The proposal is in substantial compliance with a comprehensive plan adopted pursuant to the City Code.
8. The proposal is in compliance with any duly adopted City, regional or State long-range water quality management plan for the area.
9. The creation of the Districts is in the best interests of the area proposed to be served.

**EXHIBIT A**

Legal Descriptions



6385 Corporate Drive (719)785-0790  
Colorado Springs, Colorado 80919 (719)785-0799(Fax)

JOB NO. 2077.00-21  
JUNE 16, 2004  
PAGE 1 OF 1

**LEGAL DESCRIPTION: DISTRICT 1**

A PARCEL OF LAND LOCATED IN THE NORTHWEST QUARTER OF SECTION 5, TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

**BASIS OF BEARINGS:** THE SOUTH LINE OF SECTION 5, TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO BEING MONUMENTED AT THE EAST END BY A 3 1/4" ALUMINUM CAP STAMPED "PLS 17496" AND AT THE WEST END BY A 3 1/4" ALUMINUM CAP STAMPED "PLS 17496", ASSUMED TO BEAR S89°23'04"W, A DISTANCE OF 5221.44 FEET.

COMMENCING AT THE CENTER QUARTER CORNER OF SECTION 5, TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO;

THENCE N00°32'11"E, ON THE WESTERLY BOUNDARY OF A TRACT OF LAND DESCRIBED IN A DOCUMENT RECORDED UNDER RECEPTION NO. ~~9840781~~ RECORDS OF EL PASO COUNTY, COLORADO, A DISTANCE OF 1149.44 FEET TO THE POINT OF BEGINNING;

THENCE N89°27'49"W, A DISTANCE OF 74.83 FEET TO A POINT ON THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF VOLLMER ROAD.

THENCE N38°57'08"E, ON SAID SOUTHEASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 71.70 FEET TO THE MOST WESTERLY CORNER OF SAID TRACT OF LAND DESCRIBED IN THE DOCUMENT RECORDED UNDER RECEPTION NO. 98107811;

THENCE ON THE BOUNDARY OF SAID TRACT, THE FOLLOWING TWO (2) COURSES:

- 1. N88°48'02"E, A DISTANCE OF 30.29 FEET;
- 2. S00°32'11"W, A DISTANCE OF 57.10 FEET TO THE POINT OF BEGINNING;

CONTAINING A CALCULATED AREA OF 0.068 ACRES.

**LEGAL DESCRIPTION STATEMENT:**

I, DOUGLAS P. REINELT, A REGISTERED PROFESSIONAL LAND SURVEYOR IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE LEGAL DESCRIPTION WAS PREPARED UNDER MY RESPONSIBLE CHARGE AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, IS CORRECT.

DOUGLAS P. REINELT, PROFESSIONAL LAND SURVEYOR  
COLORADO P.L.S. NO. 30118  
FOR AND ON BEHALF OF CLASSIC CONSULTING  
ENGINEERS AND SURVEYORS

DATE

# ENGINEERING AND SURVEYING, INC.

# ESI

## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2 FEBRUARY 23, 2007

LEGAL DESCRIPTION: DISTRICT 2

A PARCEL OF LAND BEING A PORTION OF SECTIONS 4 AND 5, TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO, DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE SOUTH LINE OF SECTION 5, TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO BEING MONUMENTED AT THE EAST END BY A 3 1/4" ALUMINUM CAP STAMPED "PLS 17496" AND AT THE WEST END BY A 3 1/4" ALUMINUM CAP STAMPED "PLS 17496," ASSUMED TO BEAR S 89°23'04"W, A DISTANCE OF 5221.44 FEET (MONUMENTS RECOVERED IN 2003).

BEGINNING AT THE CENTER QUARTER CORNER OF SAID SECTION 5; THENCE S 89°21'46"E ON THE SOUTHERLY LINE OF THE TRACT OF LAND DESCRIBED UNDER RECEPTION NO. 98107811, AND ON THE BOUNDARY LINE OF A TRACT OF LAND RECORDED IN BOOK 2647 AT PAGE 611 OF THE RECORDS OF EL PASO COUNTY, A DISTANCE OF 2601.48 FEET;  
THENCE ON THE BOUNDARY OF SAID TRACT OF LAND DESCRIBED IN BOOK 2647 AT PAGE 611, THE FOLLOWING TWO (2) COURSES:

1. N 00°15'39"E, A DISTANCE OF 1320.73 FEET;
2. N 89°17'09"E, A DISTANCE OF 1321.32 FEET TO THE SOUTHWESTERLY CORNER OF PAWNEE RANCHEROS FILING NO. 2 AS RECORDED IN PLAT BOOK U-2 AT PAGE 45;

THENCE N 89°17'09"E ON THE SOUTHERLY BOUNDARY OF SAID PAWNEE RANCHEROS FILING NO. 2, A DISTANCE OF 393.06 FEET;

THENCE S 45°46'00"W, A DISTANCE OF 69.10 FEET;  
THENCE S 60°48'00"W, A DISTANCE OF 348.00 FEET;  
THENCE S 13°26'00"W, A DISTANCE OF 147.00 FEET;  
THENCE S 17°10'00"E, A DISTANCE OF 104.00 FEET;  
THENCE S 34°21'00"E, A DISTANCE OF 107.00 FEET;  
THENCE S 41°34'00"E, A DISTANCE OF 204.00 FEET;  
THENCE S 25°23'00"E, A DISTANCE OF 272.00 FEET;  
THENCE S 17°08'00"W, A DISTANCE OF 222.00 FEET;  
THENCE S 63°38'00"W, A DISTANCE OF 205.00 FEET;  
THENCE S 31°25'00"W, A DISTANCE OF 224.00 FEET;  
THENCE S 13°39'00"E, A DISTANCE OF 369.00 FEET;  
THENCE S 30°42'00"W, A DISTANCE OF 193.00 FEET;  
THENCE N 75°08'00"W, A DISTANCE OF 243.00 FEET;  
THENCE S 37°48'00"W, A DISTANCE OF 218.00 FEET;  
THENCE S 63°49'00"W, A DISTANCE OF 387.00 FEET;

THENCE S 38°30'00"W, A DISTANCE OF 305.06 FEET;  
 THENCE N 51°30'00"W, A DISTANCE OF 130.27 FEET;  
 THENCE N 90°00'00"W, A DISTANCE OF 787.30 FEET TO A POINT ON CURVE;  
 THENCE ON THE ARC OF A CURVE TO THE RIGHT WHOSE CENTER BEARS N 79°38'05"W, HAVING  
 A DELTA OF 78°50'07", A RADIUS OF 690.00 FEET, A DISTANCE OF 949.40 TO A POINT OF  
 TANGENT;  
 THENCE S 89°12'02"W, A DISTANCE OF 2921.06 FEET TO A POINT OF CURVE;  
 THENCE ON THE ARC OF A CURVE TO THE RIGHT HAVING A DELTA OF 41°06'32", A RADIUS OF  
 500.00 FEET, A DISTANCE OF 358.74 FEET TO A POINT OF TANGENT; THENCE N 49°41'26"W, 58.50  
 FEET TO A POINT ON CURVE; THENCE SOUTHWESTERLY ON THE ARC OF A CURVE TO THE  
 RIGHT WHOSE CENTER BEARS N 42°25'12"W, HAVING A DELTA OF 41°46'58", A RADIUS OF 700.00  
 FEET, AN ARC DISTANCE OF 510.47 FEET TO A POINT OF TANGENT; THENCE S 89°21'46"W, 238.12  
 FEET; THENCE N 00°44'46"E ON THE SOUTHERLY EXTENSION OF THE 550.74 FOOT COURSE ON  
 THE BOUNDARY LINE OF THE TRACT OF LAND DESCRIBED UNDER RECEPTION NO. 202217310  
 OF THE SAID RECORDS, A DISTANCE OF 776.89 FEET; THENCE N 89°15'14"W, ON SAID  
 BOUNDARY LINE, 30.00 FEET TO A POINT ON THE EASTERLY RIGHT OF WAY LINE OF VOLLMER  
 ROAD, SAID POINT BEING ON A LINE 30.00 FEET EAST OF AND PARALLEL WITH THE WEST LINE  
 OF THE SOUTHWEST QUARTER OF SECTION 5; THENCE N 00°44'46"E, ON SAID PARALLEL LINE,  
 766.69 FEET; THENCE CONTINUE NORTHERLY ON A LINE 30.00 FEET EASTERLY FROM AND  
 PARALLEL WITH THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 5, A  
 DISTANCE OF 2529.83 FEET TO THE NORTH LINE OF SECTION 5; THENCE N 89°14'56"E ON SAID  
 NORTH LINE, 2621.01 FEET TO THE NORTH QUARTER CORNER OF SAID SECTION 5; THENCE S  
 89°55'43"E ON THE NORTH LINE OF SAID SECTION 5, A DISTANCE OF 818.63 FEET TO A POINT ON  
 THE NORTHERLY RIGHT OF WAY LINE OF VOLLMER ROAD; THENCE S 38°57'08"W ON SAID  
 NORTHERLY LINE, 1607.23 FEET; THENCE S 51°02'52"E ACROSS VOLLMER ROAD, 60.00 FEET;  
 THENCE S 89°27'49"E, 74.83 FEET TO THE WESTERLY LINE OF THE TRACT OF LAND DESCRIBED  
 UNDER RECEPTION NO. 98107811 OF THE SAID RECORDS; THENCE S 00°32'11"W ON SAID  
 WESTERLY LINE, 1149.44 FEET TO THE POINT OF BEGINNING, CONTAINING A CALCULATED AREA  
 OF 409.84 ACRES MORE OR LESS.

LEGAL DESCRIPTION STATEMENT:

I, G. LAWRENCE BURNETT, A REGISTERED PROFESSIONAL LAND SURVEYOR IN THE STATE OF  
 COLORADO, DO HEREBY STATE THAT THE ABOVE LEGAL DESCRIPTION WAS PREPARED UNDER  
 MY RESPONSIBLE CHARGE AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF,  
 IS CORRECT.



G. LAWRENCE BURNETT, PROFESSIONAL LAND SURVEYOR  
 COLORADO P.L.S. NO. 10376  
 FOR AND ON BEHALF OF ENGINEERS AND SURVEYING, INC.



Feb. 23, 2007  
 DATE

## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

### LEGAL DESCRIPTION

A tract of land that is a portion of the Southwest Quarter of the Northeast Quarter of Section 6, Township 13 South, Range 65 West of the 6TH P.M. whose location and boundaries are more particularly described as follows; Beginning at a point that is on a line drawn parallel with the North line of the Southwest Quarter of the Northeast Quarter and 860 feet Southerly therefrom said point of beginning being 423.6 feet westerly from the East line of said Southwest Quarter of the Northeast Quarter as measured on said parallel line; thence Westerly on said parallel line a distance of 423.6 feet; thence angle left 88 degrees 16'30" Southerly 205.67 feet; thence angle left 91 degrees 43' 30" Easterly 423.8 feet; thence angle left 88 degrees 16' 30" Northerly 205.67 feet to the point of beginning.



## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

THAT PORTION OF THE NW QUARTER OF THE SE QUARTER OF SECTION 6 IN TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE 6TH P.M. DESCRIBED AS FOLLOWS: COMMENCING AT THE INTERSECTION OF A LINE 860 FEET SOUTH OF AND PARALLEL WITH THE NORTH LINE OF THE SW QUARTER OF THE NE QUARTER OF SAID SECTION 5, AND THE EAST LINE OF SAID SW QUARTER OF THE NE QUARTER; THENCE WEST ON SAID PARALLEL LINE 523.6 FEET, THENCE ANGLE LEFT 88 DEGREES 16' 30" SOUTHERLY 1028.8 FEET; THENCE ANGLE RIGHT 88 DEGREES 16' 30" WESTERLY PARALLEL WITH THE NORTH LINE OF THE SW QUARTER OF THE NE QUARTER OF SAID SECTION 6 A DISTANCE OF 453.6 FEET FROM THE POINT OF BEGINNING OF THE TRACT TO BE DESCRIBED HEREBY; THENCE CONTINUE WESTERLY PARALLEL WITH THE NORTH LINE OF THE SW QUARTER OF THE NE QUARTER OF SAID SECTION 6 A DISTANCE OF 296.93 FEET; THENCE ANGLE RIGHT 91 DEGREES 43' 30" NORTHERLY 540 FEET; THENCE ANGLE RIGHT 91 DEGREES 43' 30" EASTERLY 296.93 FEET; THENCE ANGLE RIGHT SOUTHERLY TO THE POINT OF BEGINNING, EL PASO COUNTY, COLORADO.

THAT PORTION OF THE SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF SECTION 6 IN TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE 6TH P.M. DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF THAT TRACT OF LAND CONVEYED TO MARGARET G. BOOTH BY WARRANTY DEED RECORDED IN BOOK 1502 AT PAGE 126 OF THE RECORDS OF EL PASO COUNTY, COLORADO, THENCE SOUTH 88 DEGREES 46 MINUTES WEST ALONG THE NORTH LINE OF SAID BOOTH TRACT AND SAID NORTH LINE EXTENDED A DISTANCE OF 550.0 FEET; THENCE NORTH 00 DEGREES 29 MINUTES 30 SECONDS EAST PARALLEL TO THE WEST LINE OF SAID BOOTH TRACT A DISTANCE OF 913.22 FEET TO THE POINT OF BEGINNING OF THE TRACT HEREBY DESCRIBED; THENCE CONTINUE NORTH 00 DEGREES 29 MINUTES 30 SECONDS EAST 435.60 FEET TO INTERSECT THE NORTH LINE OF PIKES PEAK CHAPTER NO. 34, ISAAK WALTON LEAGUE OF AMERICA, INC., A COLORADO CORPORATION PROPERTY AS SHOWN OF RECORD BY WARRANTY DEED RECORDED IN BOOK 1704 AT PAGE 421 OF THE RECORDS OF EL PASO COUNTY, COLORADO; THENCE SOUTH 88 DEGREES 46 MINUTES WEST 500.00 FEET; THENCE SOUTH 00 DEGREES 29 MINUTES 30 SECONDS WEST 435.60 FEET; THENCE NORTH 88 DEGREES 46 MINUTES EAST 500.00 FEET TO THE POINT OF BEGINNING, EXCEPT THE NORTH 30 FEET THEREOF, COUNTY OF EL PASO, STATE OF

PSM/CB

## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

A TRACT OF LAND LOCATED IN SECTION 6, TOWNSHIP 13 SOUTH, RANGE 65 WEST OF THE 6TH P.M., EL PASO COUNTY, COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 6 (A 3 1/2" ALUMINUM CAP MARKED LS 10956) (BEARINGS USED IN THIS DESCRIPTION ARE RELATIVE TO THE WEST LINE OF SAID SECTION 6, WHICH WAS ASSUMED TO BE N 0 DEGREES 07 MINUTES 28 SECONDS W); THENCE S 47 DEGREES 13 MINUTES 22 SECONDS E, A DISTANCE OF 1893.10 FEET TO THE POINT OF BEGINNING OF THE TRACT TO BE DESCRIBED, SAID POINT BEING A FOUND PIPE AT THE NORTHEAST CORNER OF A TRACT OF LAND CONVEYED IN BOOK 2612 AT PAGE 301 OF THE RECORDS OF SAID EL PASO COUNTY, COLORADO; THENCE N 88 DEGREES 42 MINUTES 27 SECONDS E ALONG THE SOUTHERLY RIGHT OF WAY LINE OF A PRESCRIPTIVE ROADWAY KNOWN AS COW POKE ROAD, A DISTANCE OF 686.89 FEET TO A FOUND PIPE AT THE NORTHWESTERLY CORNER OF A TRACT OF LAND CONVEYED IN BOOK 2484 AT PAGE 209 OF SAID RECORDS; THENCE S 0 DEGREES 31 MINUTES 48 SECONDS W, ALONG THE WESTERLY BOUNDARY LINE OF THE LAST MENTIONED TRACT, A DISTANCE OF 405.00 FEET (RECORD DISTANCE OF 405.60 FEET) TO THE SOUTHWEST CORNER THEREOF; THENCE N 88 DEGREES 46 MINUTES 56 SECONDS E ALONG THE SOUTHERLY BOUNDARY LINE OF THE LAST MENTIONED TRACT AND ALONG THE SOUTHERLY BOUNDARY LINE OF A TRACT OF LAND CONVEYED IN BOOK 2516 AT PAGE 85 OF SAID RECORDS, AND ITS EASTERLY EXTENSION AT A DISTANCE OF 1080.29 FEET (RECORD DISTANCE 1080.00 FEET) TO A POINT ON THE WESTERLY BOUNDARY LINE OF A TRACT OF LAND CONVEYED IN BOOK 2729 AT PAGE 647 OF THE SAID RECORDS; THENCE S 0 DEGREES 27 MINUTES 44 SECONDS W ALONG THE WESTERLY BOUNDARY LINE OF THE LAST MENTIONED TRACT, A DISTANCE OF 423.46 FEET (RECORD DISTANCE 454.40 FEET) TO THE SOUTHWEST CORNER THEREOF; THENCE S 88 DEGREES 49 MINUTES 43 SECONDS W ALONG THE WESTERLY EXTENSION OF THE SOUTHERLY BOUNDARY LINE OF THE LAST MENTIONED TRACT AND ALONG THE NORTHERLY RIGHT OF WAY LINE OF A ROAD KNOWN AS SKI LANE, RECORDED IN BOOK 1587 AT PAGE 149 OF THE SAID RECORDS, A DISTANCE OF 30.00 FEET TO AN ANGLE POINT THEREON; THENCE S 0 DEGREES 26 MINUTES 01 SECONDS W, ALONG THE WESTERLY RIGHT OF WAY LINE OF SKI LANE, A DISTANCE OF 518.61 FEET (RECORD DISTANCE OF 488.82 FEET) TO THE NORTHWEST CORNER OF TRACT CONVEYED IN BOOK 1502 AT PAGE 126 OF SAID RECORDS; THENCE S 88 DEGREES 41 MINUTES 19 SECONDS W, ALONG THE NORTHERLY BOUNDARY LINE OF THE LAST MENTIONED TRACT, A DISTANCE OF 296.93 FEET (RECORD DISTANCE OF 296.93 FEET) TO THE NORTHWEST CORNER THEREOF; THENCE S 0 DEGREES 26 MINUTES 44 SECONDS W, ALONG THE WESTERLY BOUNDARY OF THE LAST MENTIONED TRACT, A DISTANCE OF 540.27 FEET (RECORD DISTANCE OF 540.00 FEET) TO THE SOUTHWEST CORNER THEREOF; SAID POINT ALSO BEING ON THE NORTHERLY RIGHT OF WAY LINE OF A ROAD KNOWN AS SORPRESA LANE, RECORDED IN BOOK 1587 AT PAGE 149 OF THE SAID RECORDS; THENCE S 88 DEGREES 44 MINUTES 17 SECONDS W ALONG THE NORTHERLY RIGHT OF WAY LINE OF SORPRESA LANE, A DISTANCE OF 1437.38 FEET, MORE OR LESS, TO INTERSECT A LINE DRAWN S 0 DEGREES 21 MINUTES 56 SECONDS W FROM THE POINT OF BEGINNING, SAID INTERSECTION POINT A SET 3 1/2" ALUMINUM CAP - LS 10956; THENCE N 0 DEGREES 21 MINUTES 56 SECONDS E, A

DISTANCE OF 1887.93 FEET TO THE POINT OF BEGINNING, EXCEPT THAT PORTION THEREOF RECORDED NOVEMBER 18, 1988 IN BOOK 557B AT PAGE 999, RECORDS OF EL PASO COUNTY, COLORADO.

WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

That portion of the SE 1/4 of the NW 1/4 of Section 6, Township 13 South, Range 65 West of the 6th P.M., El Paso County, Colorado, described as follows:

BEGINNING at the southwest corner of the SE 1/4 of the NW 1/4 of said Section 6; thence North along the West line of said SE 1/4 of the NW 1/4 of said Section 6 to the South line of Cowpoke Road; thence East along the South line of said road to the Northwest corner of that certain tract described in deed recorded in Book 2484 at Page 209 in the office of the Clerk and Recorder of El Paso County, Colorado; thence South along the West line of said tract and the extension of that West line to the South line of the SE 1/4 of the NW 1/4 of said Section 6; thence West along said South line to the POINT OF BEGINNING,

## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

A tract of land being a portion of the Southwest Quarter of the Northeast Quarter and a portion of the Northwest Quarter of the Southeast Quarter of Section 6 in Township 13 South, Range 65 West of the 6th P.M., whose location and boundaries are more particularly described as follows:

Beginning at a point on the East line of the Southwest Quarter of the Northeast Quarter of said Section 6 that is 860.02 feet South from the Northeast corner thereof, thence Westerly parallel with the North line of the Southwest Quarter of the Northeast Quarter of said Section 6, a distance of 211.8 feet, thence angle left  $88^{\circ}16'30''$  Southerly a distance of 1,028.8 feet, thence angle left  $91^{\circ}43'30''$  Easterly a distance of 210.0 feet more or less to the point of intersection with the East line of the Northwest Quarter of the Southeast Quarter of said Section 6, thence North on said East line a distance of 600.10 feet more or less to the Northeast corner of the Northwest Quarter of the Southeast Quarter of said Section 6, thence Northerly on the East line of the Southwest Quarter of the Northeast Quarter of said Section 6 a distance of 428.70 feet to the point of beginning.

That portion of the Southwest Quarter of the Northeast Quarter and of the Northwest Quarter of the Southeast Quarter of Section 6, Township 13 South, Range 65 West of the 6th P.M. described as follows:

Beginning at a point that is on a line parallel with the North line of the Southwest Quarter of the Northeast Quarter and 860 feet Southerly therefrom, said point of beginning being 211.8 feet Westerly from the East line of said Southwest Quarter of the Northeast Quarter as measured on said parallel line, thence Westerly on said parallel line a distance of 211.8 feet, thence angle left  $83^{\circ}16'30''$  Southerly a distance of 1,028.8 feet, thence angle left  $90^{\circ}43'30''$  Easterly 211.8 feet, thence angle left  $88^{\circ}16'30''$  Northerly 1,028.8 feet to the point of beginning.

County of EL Paso, State of Colorado.

## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

That portion of the North half of Section 6, Township 13 South, Range 65 West of the 6th P.M. described as follows:

The East 30.00 feet of the North 405.60 feet of the following described tract of land: Commencing at the northeast corner of that tract of land conveyed to Margaret G. Booth by Warranty Deed recorded in Book 1502 at Page 126 in the office of the clerk and recorder of said El Paso County, under Reception No. 962656; thence South 88°46' West along the North line of said Booth Tract and said north line extended a distance of 550.00 feet; thence North 0°29'30" East parallel to the West line of said Booth Tract a distance of 648.82 feet; thence South 88°46' West parallel to the North line of said Booth Tract 500.00 feet; thence North 0°29'30" East 700.00 feet to intersect the North line of the Pikes Peak Chapter 34, Izaak Walton League of America, Inc., a Colorado Corporation property as shown of record by Warranty Deed dated October 3, 1958, recorded October 8, 1959, in Book 1704 at Page 421 in the office of the clerk and recorder of said El Paso County; thence North 88°46' East on said mentioned North line 1,080 feet to the Northeast corner of Colorado corporation aforementioned; thence South 0°29'30" West on the East line of said Colorado corporation property a distance of 860 feet to intersect the North line of a right of way for a road; thence South 88°46' West 30.00 feet to the West right of way line of a road; thence South 0°29'30" West on said West right of way line a distance of 488.82 feet to the point of beginning, County of El Paso, state of Colorado.

## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

### PARCEL A

The West 272.4 feet of the East 847.2 feet of the South 800.0 feet of the North 830.0 feet of the Southwest Quarter of the Northeast Quarter of Section 6, Township 13 South, Range 65 West of the 6th P.M., County of El Paso, State of Colorado.

also known by street and number as: 6515 Cowpoke Road, Colorado Springs, CO 80920

### PARCEL B

A tract of land being a portion of the Southwest quarter of the Northeast quarter and a portion of the Northwest quarter of the Southeast quarter of Section 6, Township 13 South, Range 65 West of the Sixth Principal Meridian, El Paso County, Colorado, whose location and boundaries are more particularly described as follows: Beginning at a point that is on a line drawn parallel with the North line of the Southwest quarter of the Northeast quarter and 860 feet southerly therefrom, said point of beginning being 635.4 feet westerly from the East line of said Southwest quarter of the Northeast quarter as measured on said parallel line, thence Westerly on said parallel line a distance of 211.8 feet, thence angle left 88 degrees 16 minutes 30 seconds Southerly 1,028.8 feet, thence angle left 91 degrees 43 minutes 30 seconds Easterly a distance of 211.8 feet, thence angle left 88 degrees 16 minutes 30 seconds Northerly a distance of 1,028.8 feet to the point of beginning.

A tract of land being a portion of the Southwest quarter of the Northeast quarter and a portion of the Northwest quarter of the Southeast quarter of Section 6, Township 13 South, Range 65 West of the Sixth Principal Meridian, El Paso County, Colorado, whose location and boundaries are more particularly described as follows: Beginning at a point that is on a line drawn parallel with the North line of the Southwest quarter of the Northeast quarter and 860 feet Southerly therefrom, said point of beginning being 423.6 feet westerly from the East line of said Southwest quarter of the Northeast quarter as measured on said parallel line, thence Westerly on said parallel line a distance of 211.8 feet, thence angle left 88 degrees 16 minutes 30 seconds Southerly a distance of 1,028.8 feet, thence angle left 91 degrees 43 minutes 30 seconds Easterly 211.8 feet, thence angle left 88 degrees 16 minutes 30 seconds Northerly 1,028.8 feet to the point of beginning.

Except that part thereof described as follows: A tract of land that is a portion of the Southwest quarter of the Northeast quarter of Section 6, Township 13 South, Range 65 West of the Sixth Principal Meridian, El Paso County, Colorado, whose location and boundaries are more particularly described as follows: Beginning at a point that is on a line drawn parallel with the North line of the Southwest quarter of the Northeast quarter and 860 feet Southerly therefrom, said point of beginning being 423.6 feet westerly from the East line of said Southwest quarter of the Northeast quarter as measured on said parallel line, thence Westerly on said parallel line a distance of 423.6 feet, thence angle left of 88 degrees 16 minutes 30 seconds southerly 205.67 feet, thence angle left 91 degrees 43 minutes 30 seconds Easterly 423.8 feet, thence angle left 88 degrees 16 minutes 30 seconds Northerly 205.67 feet to the point of beginning,

County of El Paso, State of Colorado.

## WOODMEN HEIGHTS METROPOLITAN DISTRICT 2

That portion of the Southwest Quarter of the Northeast Quarter of Section 6, Township 13 South, Range 65 West of the 6th P.M., being more particularly described as follows:

Commencing at a point 30.0 feet Southerly and 30.0 feet Westerly from the Northeast corner of said Southwest quarter of the Northeast quarter as measured at right angles to the Northerly and Easterly lines thereof; thence South 0 degrees 29 minutes 30 seconds West parallel with said Easterly line, 420.0 feet of the true point of beginning; thence continue on last mentioned course extended Southerly 380.0 feet; thence South 88 degrees 46 minutes 00 seconds West parallel with said Northerly line 544.8 feet thence North 0 degrees 29 minutes 30 seconds East, parallel with said Easterly line 420.0 feet; thence Easterly to the point of beginning, County of El Paso, State of Colorado.