

After recordation, return to:
James M. Hunsaker
Grimshaw & Haring, P.C.
1700 Lincoln Street, Suite 3800
Denver, Colorado 80203

**JOINT RESOLUTION
OF THE
BOARD OF DIRECTORS OF THE
STONEGATE VILLAGE METROPOLITAN DISTRICT
AND
THE COMPARK BUSINESS CAMPUS METROPOLITAN DISTRICT

AMENDING RULES AND REGULATIONS AND
NOTIFYING PROPERTY OWNERS OF CERTAIN PROCEDURES
RELATED TO WATER AND SANITARY SEWER SERVICE**

WHEREAS, the Stonegate Village Metropolitan District (“SVMD”) and the Compark Business Campus Metropolitan District (“CBCMD”) are each quasi-municipal corporations and political subdivisions of the State of Colorado (collectively referred to as the “Districts”); and

WHEREAS, SVMD provides water and sanitary sewer service to the property within the boundaries of CBCMD pursuant to an intergovernmental agreement between SVMD and CBCMD, as amended (“IGA”); and

WHEREAS, the respective Districts, pursuant to Colorado Revised Statutes § 32-1-1001(1)(m), may adopt, amend, and enforce bylaws and rules and regulations not in conflict with the Constitution and laws of the State of Colorado for carrying on the business, objects, and affairs of the District; and

WHEREAS, the Districts, pursuant to Colorado Revised Statutes § 32-1-1001(1)(j), may fix and from time to time to increase or decrease fees, rates, tolls, penalties, or charges for services, programs, or facilities furnished by the Districts; and

WHEREAS, the Districts, pursuant to Colorado Constitution, Article XIV, Section 18(2) and Colorado Revised Statutes Section 29-1-203, may contract with each other to provide facilities, service, or programs lawfully authorized to each of them; and

WHEREAS, the Districts have adopted Rules and Regulations (“Rules and Regulations”); and

WHEREAS, the Board of Directors of the Districts desire to formalize a procedure for SVMD’s commitment to serve the properties within CBCMD pursuant to the IGA; and

WHEREAS, the Districts have determined that it is important that all property owners within CBCMD be provided record notice of these amendments to the Rules and Regulations; and

WHEREAS, the Board of Directors of each District has found it to be in the best interests of their District to amend their Rules and Regulations and that said amendment will serve a public purpose by promoting the health, safety, welfare, and prosperity of the inhabitants and landowners of the Districts.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Stonegate Village Metropolitan District, Douglas County, Colorado, and the Board of Directors of the Compark Business Campus Metropolitan District, Douglas County, Colorado, that the Rules and Regulations of each District shall be amended effective immediately as follows:


1. This Joint Resolution shall apply to all of the real property within the CBCMD boundaries as shown on and described in Exhibit A, attached hereto and incorporated herein, and shall serve as notification to property owners that the CBCMD water allocation procedure for site specific construction of improvements may limit a property owners' land use rights and may require the property owners to obtain and secure water rights, for transfer to the CBCMD, prior to the construction of improvements on property owners' property.
2. Although the Districts have expressed their capability and willingness to serve the property within CBCMD pursuant to the IGA, until a site specific development plan, in the form of Site Improvement Plan ("SIP") Application or equivalent to the Douglas County Community Development - Planning Division, has been reviewed by the CBCMD's and SVMD's Engineer(s) to determine the required number of Single Family Equivalent ("SFE") water and sewer taps for the proposed project, the capacity and willingness to serve by the District shall be subject to the property owner entering into an agreement with CBCMD, and approved by SVMD, that allocates a number of SFE's to a specific property and SIP.
3. Prior to submitting a SIP Application to Douglas County, a property owner shall request the District Managers of CBCMD and SVMD to review and evaluate the SIP Application to determine the number of SFE's required for the projected development. The District Manager of CBCMD shall, after a reasonable analysis of the proposed project by the CBCMD and SVMD District Engineer(s), provide a letter, approved by the SVMD District Manager, ("Project SFE Allocation Letter") to the property owner allocating the number of SFE's that will be held in reserve by CBCMD for the project development during the SIP processing period, which period shall not exceed one (1) year from the date of the Letter.
4. Upon approval of the SIP Application or equivalent by the Douglas County Board of County Commissioners ("BOCC"), the property owner shall notify CBCMD of the

number of SFE's required by the project described in the SIP, which amount shall not to exceed the amount of SFE's previously allocated in the Project SFE Allocation Letter. CBCMD shall record, at the Douglas County Clerk and Recorder's Office, a Resolution by the CBCMD Board of Directors ("Resolution") identifying the number of SFE's available to the property for development purposes. Said Resolution and reservation of SFE's shall expire within three (3) years, but in no event shall the expiration date be longer than the date of the expiration of the approved SIP. Copies of the Resolution and executed Project SFE Allocation Letter shall be provided to SVMD.

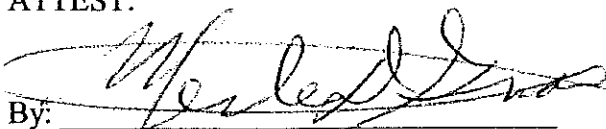
5. In the event property owner has entered into a tap purchase agreement with CBCMD, and approved by SVMD, for all, or a portion, of the SFE taps allocated to the property, the terms of the tap purchase agreement shall supercede the terms of the Resolution. CBCMD shall provide SVMD a copy of any executed tap purchase agreement.
6. In the event a property owner has not entered into a tap purchase agreement with CBCMD prior to the expiration of the Resolution, neither CBCMD nor SVMD shall be under any obligation to allow property owner to tap into the Districts' facilities.
7. Subject to the prior written approval of the SVMD and CBCMD Boards of Directors, a property owner may transfer water rights to CBCMD to supplement water requirements necessary for the development of property owner's property if the project water requirements are greater than the SFE's allocated to the property SIP in the Project SFE Allocation Letter. The review and approval of the revised project, the water rights, and the effect of the revised project on the balance of the District infrastructure will be solely determined by the SVMD and CBCMD Boards of Directors.
8. This Joint Resolution shall not be repealed or amended without the consent of both the SVMD and CBCMD Boards of Directors.

RESOLVED this 18th day of June, 2003.

STONEGATE VILLAGE
METROPOLITAN DISTRICT

By: 
Keith Specht, President

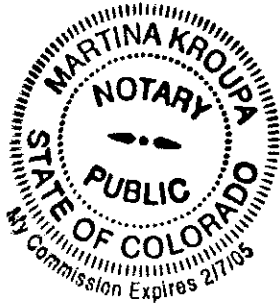
ATTEST:

By: 
_____, Secretary

STATE OF COLORADO)
) ss.
COUNTY OF Arapahoe)

The foregoing instrument was acknowledged before me this 18th day of June, 2003 by Keith Specht, as President, and M. Gray, as Secretary of the Stonegate Village Metropolitan District.

Witness my hand and official seal.
My commission expires 2/7/05.



Martina Kroupa
Notary Public

COMPARK BUSINESS CAMPUS
METROPOLITAN DISTRICT

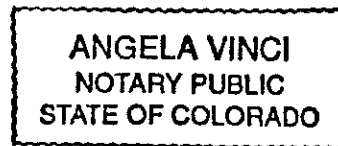
By Michael P. Vickers
Michael P. Vickers, President

ATTEST:

By: Donald B. Thavette
_____, Secretary
STATE OF COLORADO)
) ss.
COUNTY OF Arapahoe)

The foregoing instrument was acknowledged before me this 4th day of June, 2003 by Michael P. Vickers, as President, and Donald B. Thavette, as Secretary of the Compark Business Campus Metropolitan District.

Witness my hand and official seal.
My commission expires 3/23/2006.



Angela Vinci
Notary Public

EXHIBIT A
LEGAL DESCRIPTION OF THE
COMPARK BUSINESS CAMPUS METROPOLITAN DISTRICT

LEGAL DESCRIPTION NO. 1

SHEET 1 OF 8

LEGAL DESCRIPTION

A PARCEL OF LAND BEING COMPARK FILING NO. 2 AS RECORDED AT RECEPTION NO. 00031092, AND AS AMENDED BY COMPARK FILING NO. 2 1ST AMENDMENT AS RECORDED AT RECEPTION NO. 00081064, COMPARK FILING NO. 2 2ND AMENDMENT AS RECORDED AT RECEPTION NO. 01044791, COMPARK FILING NO. 2 3RD AMENDMENT AS RECORDED AT RECEPTION NO. 01120942, COMPARK FILING NO. 2 4TH AMENDMENT AS RECORDED RECEPTION NO. 2002071961, AND COMPARK FILING NO. 2 5TH AMENDMENT AS RECORDED AT RECEPTION NO. 01123429, TOGETHER WITH COMPARK FILING NO. 3 AS RECORDED AT RECEPTION NO. 00050139, TOGETHER WITH COMPARK FILING NO. 4 AS RECORDED AT RECEPTION NO. 2002093908, TOGETHER WITH A PART OF COMPARK FILING NO. 5 AS RECORDED AT RECEPTION NO. 2002093909, TOGETHER WITH A PART OF CHAMBERS ROAD AS RECORDED IN BOOK 1840 AT PAGE 1569, TOGETHER WITH A PART OF COMPARK BOULEVARD AS RECORDED IN BOOK 1840 AT PAGE 1577, ALL IN THE RECORDS OF THE DOUGLAS COUNTY CLERK AND RECORDER, LOCATED IN SECTION 5 AND SECTION 6, TOWNSHIP 6 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF DOUGLAS, STATE OF COLORADO, AND TOGETHER WITH A PARCEL OF LAND LOCATED IN THE NORTHEAST QUARTER OF SECTION 1 TOWNSHIP 6 SOUTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF DOUGLAS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEARINGS FOR THIS LEGAL DESCRIPTION ARE BASED ON THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 6, AS BEING ASSUMED TO BEAR NORTH 89°40'04" EAST, WITH ALL BEARINGS CONTAINED HEREIN TO BE RELATIVE THERETO;

BEGINNING AT THE NORTHWEST CORNER OF THE NORTHWEST QUARTER OF SAID SECTION 5;

THENCE NORTH 89°39'26" EAST ALONG THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 5 A DISTANCE OF 250.87 FEET TO THE SOUTHWEST CORNER OF THE SOUTHWEST QUARTER SECTION 32, TOWNSHIP 5 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN;

THENCE NORTH 89°38'39" EAST ALONG SAID NORTH LINE OF SAID NORTHWEST QUARTER OF SECTION 5 A DISTANCE OF 1251.32 FEET TO THE NORTHEASTERLY CORNER OF SAID COMPARK FILING NO. 4;

THENCE ALONG THE EASTERLY LINE OF SAID COMPARK FILING NO. 4 THE FOLLOWING FOUR (4) COURSES:

- 1.) THENCE SOUTH 00°21'29" EAST A DISTANCE OF 240.61 FEET;
- 2.) THENCE SOUTH 10°26'25" EAST A DISTANCE OF 668.83 FEET;
- 3.) THENCE SOUTH 41°07'11" EAST A DISTANCE OF 385.54 FEET;
- 4.) THENCE SOUTH 10°41'59" WEST A DISTANCE OF 547.67 FEET;

THENCE SOUTH 69°05'21" WEST ALONG THE SOUTHERLY LINE OF SAID COMPARK FILING NO. 4, AND THE WESTERLY EXTENSION THEREOF, A DISTANCE OF 743.96 FEET TO A POINT ON CURVE;

THENCE ALONG A NON-TANGENT CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 27°15'51", A RADIUS OF 1590.00 FEET, A CHORD BEARING OF SOUTH 28°47'35" EAST, AND AN ARC LENGTH OF 756.60 FEET TO A POINT ON THE SOUTH LINE OF SAID NORTHWEST QUARTER OF SECTION 5;

THENCE SOUTH 89°24'31" WEST ALONG SAID SOUTH LINE OF THE NORTHWEST QUARTER OF SECTION 5 A DISTANCE OF 1432.83 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER OF SAID SECTION 6;

THENCE SOUTH 00°08'28" EAST ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER OF SECTION 6 A DISTANCE OF 1227.99 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE OF HIGHWAY E-470 AS RECORDED IN BOOK 902 AT PAGE 573 AND 576 OF THE RECORDS OF THE DOUGLAS COUNTY CLERK AND RECORDER;



Carroll & Lange 
Professional Engineers & Land Surveyors
165 South Union Blvd., Suite 156
Lakewood, Colorado 80228
(303) 980-0200

LEGAL DESCRIPTION NO. 1

SHEET 2 OF 8

LEGAL DESCRIPTION

THENCE ALONG SAID NORTHERLY RIGHT OF WAY LINE OF HIGHWAY E-470 THE FOLLOWING SEVEN (7) COURSES:

- 1.) THENCE NORTH 64°45'26" WEST A DISTANCE OF 144.08 FEET TO A POINT OF CURVATURE;
- 2.) THENCE ALONG A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 20°42'03", A RADIUS OF 5948.00 FEET, AND AN ARC LENGTH OF 2149.00 FEET;
- 3.) THENCE NORTH 69°28'02" WEST A DISTANCE OF 929.01 FEET;
- 4.) THENCE SOUTH 20°41'39" WEST A DISTANCE OF 402.37 FEET TO A POINT ON A CURVE;
- 5.) THENCE ALONG A NON-TANGENT CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 12°11'41", A RADIUS OF 5948.00 FEET, A CHORD BEARING OF SOUTH 72°23'09" WEST, AND AN ARC LENGTH OF 1265.96 FEET;
- 6.) THENCE SOUTH 66°17'19" WEST A DISTANCE OF 437.66 FEET;
- 7.) THENCE SOUTH 69°56'56" WEST A DISTANCE OF 265.99 FEET TO A POINT ON THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 6;

THENCE NORTH 00°29'49" WEST ALONG SAID WEST LINE OF THE SOUTHWEST QUARTER OF SECTION 6 A DISTANCE OF 1105.87 FEET TO THE NORTHWEST CORNER OF SAID SOUTHWEST QUARTER OF SECTION 6; THENCE SOUTH 89°43'15" WEST ALONG THE SOUTH LINE OF SAID NORTHEAST QUARTER OF SECTION 1 A DISTANCE OF 532.50 FEET TO A POINT ON A CURVE, SAID POINT ALSO BEING ON THE CENTERLINE OF SAID COMPARK BOULEVARD;

THENCE ALONG SAID CENTERLINE OF COMPARK BOULEVARD THE FOLLOWING FOUR (4) COURSES:

- 1.) THENCE ALONG A NON-TANGENT CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 49°43'15", A RADIUS OF 600.00 FEET, A CHORD BEARING OF NORTH 64°51'38" EAST, AND AN ARC LENGTH OF 520.68 FEET;
- 2.) THENCE NORTH 40°00'00" EAST A DISTANCE OF 217.93 FEET TO A POINT OF CURVATURE;
- 3.) THENCE ALONG A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 49°15'54", A RADIUS OF 600.00 FEET, A CHORD BEARING OF NORTH 64°37'57" EAST, AND AN ARC LENGTH OF 515.90 FEET;
- 4.) THENCE NORTH 89°15'54" EAST A DISTANCE OF 1904.43 FEET;

THENCE NORTH 00°13'54" WEST ALONG THE WESTERLY LINE OF SAID COMPARK FILING ON. 2, AND THE SOUTHERLY EXTENSION THEREOF, A DISTANCE OF 156.40 FEET;



Carroll & Lange PC
Professional Engineers & Land Surveyors
165 South Union Blvd., Suite 156
Lakewood, Colorado 80228
(303) 980-0200

LEGAL DESCRIPTION NO. 1

SHEET 3 OF 8

LEGAL DESCRIPTION

THENCE ALONG SAID WESTERLY LINE OF COMPARK FILING NO. 2 THE FOLLOWING FOUR (4) COURSES:

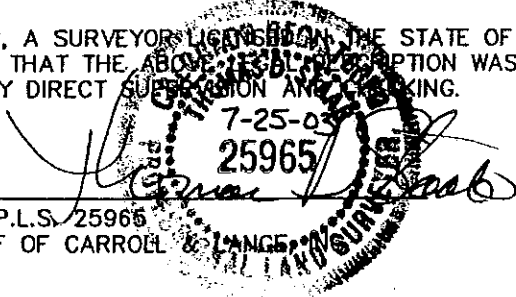
- 1.) THENCE NORTH 00°37'07" WEST A DISTANCE OF 322.90 FEET;
- 2.) THENCE NORTH 00°28'57" WEST A DISTANCE OF 160.49 FEET;
- 3.) THENCE NORTH 00°08'20" WEST A DISTANCE OF 502.54 FEET;
- 4.) THENCE NORTH 00°03'40" WEST A DISTANCE OF 1091.34 FEET TO A POINT ON THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 6;

THENCE NORTH 89°40'35" EAST ALONG SAID NORTH LINE OF THE NORTHWEST QUARTER OF SECTION 6 A DISTANCE OF 57.41 FEET TO THE NORTHWEST CORNER OF SAID NORTHEAST QUARTER OF SECTION 6;

THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER OF SECTION 6 NORTH 89°40'04" EAST A DISTANCE OF 2589.53 FEET TO THE **POINT OF BEGINNING**.

SAID PARCEL CONTAINS 371.31 ACRES, MORE OR LESS.

I, THOMAS D. STAAB, A SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY CERTIFY THAT THE ABOVE LEGAL DESCRIPTION WAS PREPARED BY ME OR UNDER MY DIRECT SUPERVISION AND CHECKING.



THOMAS D. STAAB, P.L.S. 25965
FOR AND ON BEHALF OF CARROLL & LANGE

DATE

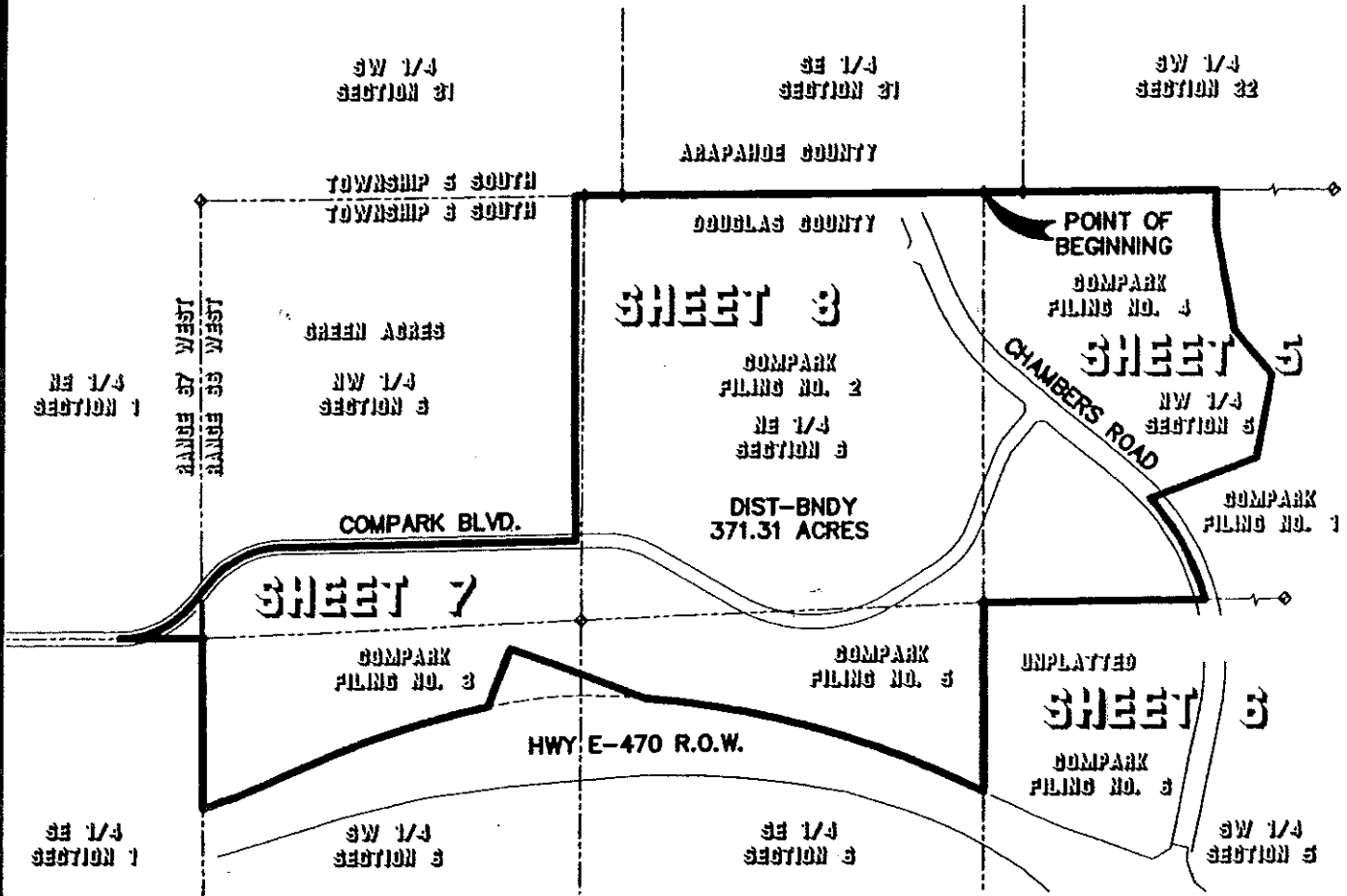
7/25/03



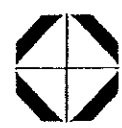
Carroll & Lange PC
Professional Engineers & Land Surveyors
165 South Union Blvd., Suite 156
Lakewood, Colorado 80228
(303) 980-0200

EXHIBIT NO. 1

SHEET 4 OF 8



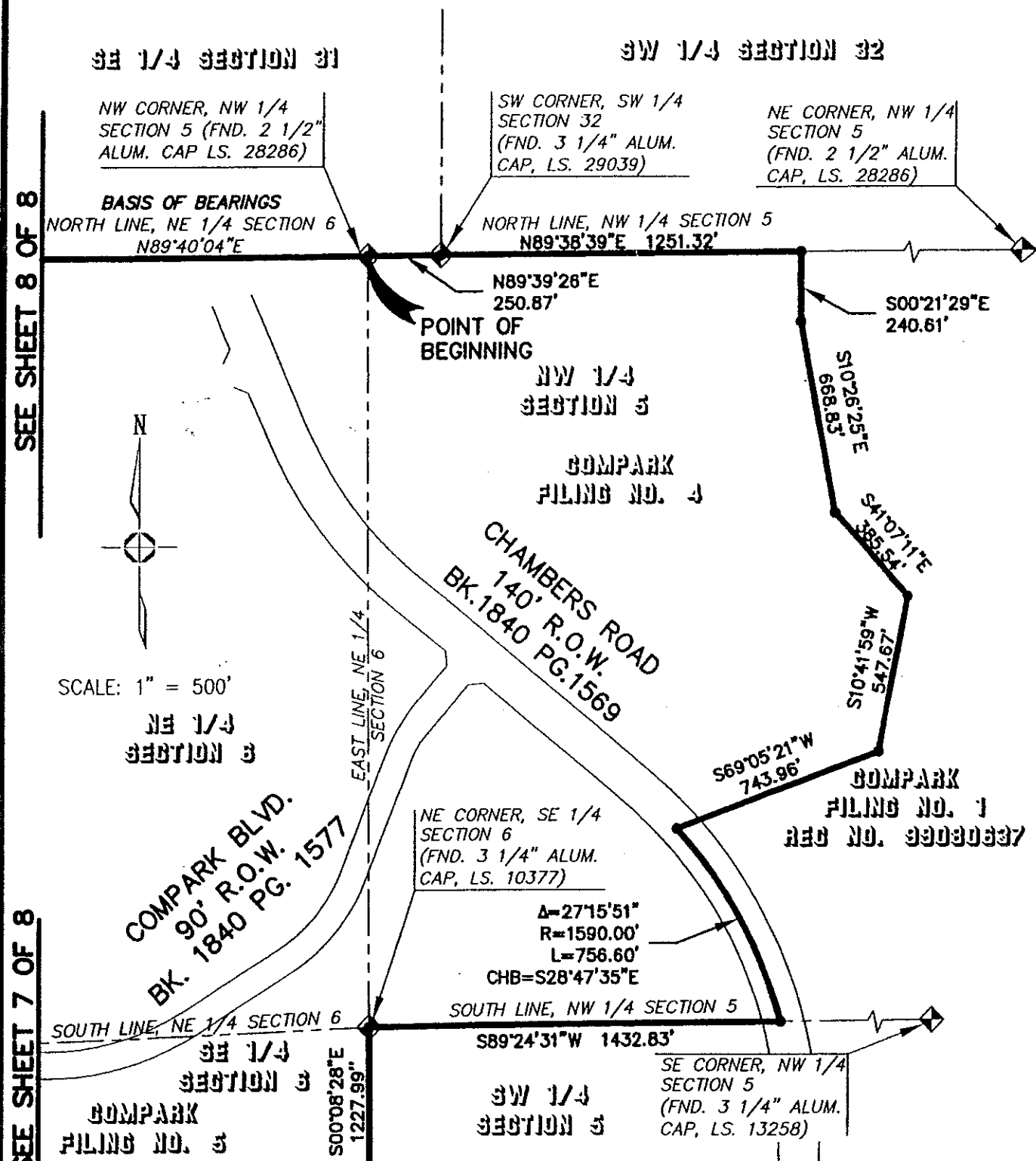
SCALE: 1" = 1200'



Carroll & Lange
Professional Engineers & Land Surveyors
165 South Union Blvd., Suite 156
Lakewood, Colorado 80228
(303) 980-0200

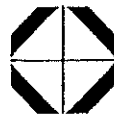
EXHIBIT NO. 1

SHEET 5 OF 8



NOTE:

- Denotes Change of Direction Only. This exhibit does not represent a monumented survey. It is intended only to depict the attached legal description.

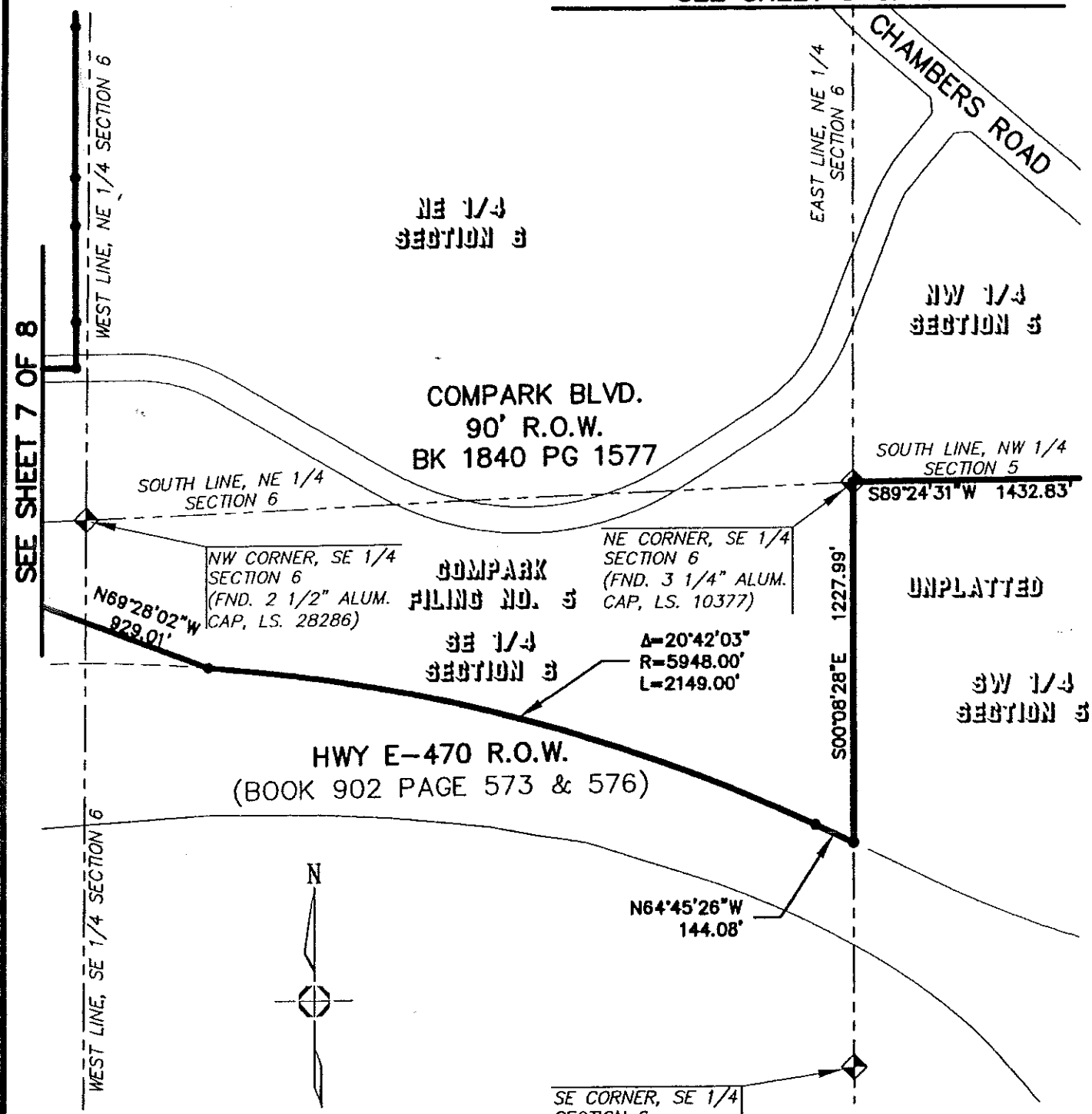


Carroll & Lange
Professional Engineers & Land Surveyors
165 South Union Blvd., Suite 156
Lakewood, Colorado 80228
(303) 980-0200

EXHIBIT NO. 1

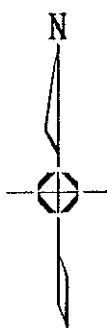
SHEET 6 OF 8

SEE SHEET 5 OF 8

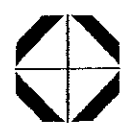


SEE SHEET 7 OF 8

SCALE: 1" = 500'



NOTE:
 ● Denotes Change of Direction Only. This exhibit does not represent a monumented survey. It is intended only to depict the attached legal description.

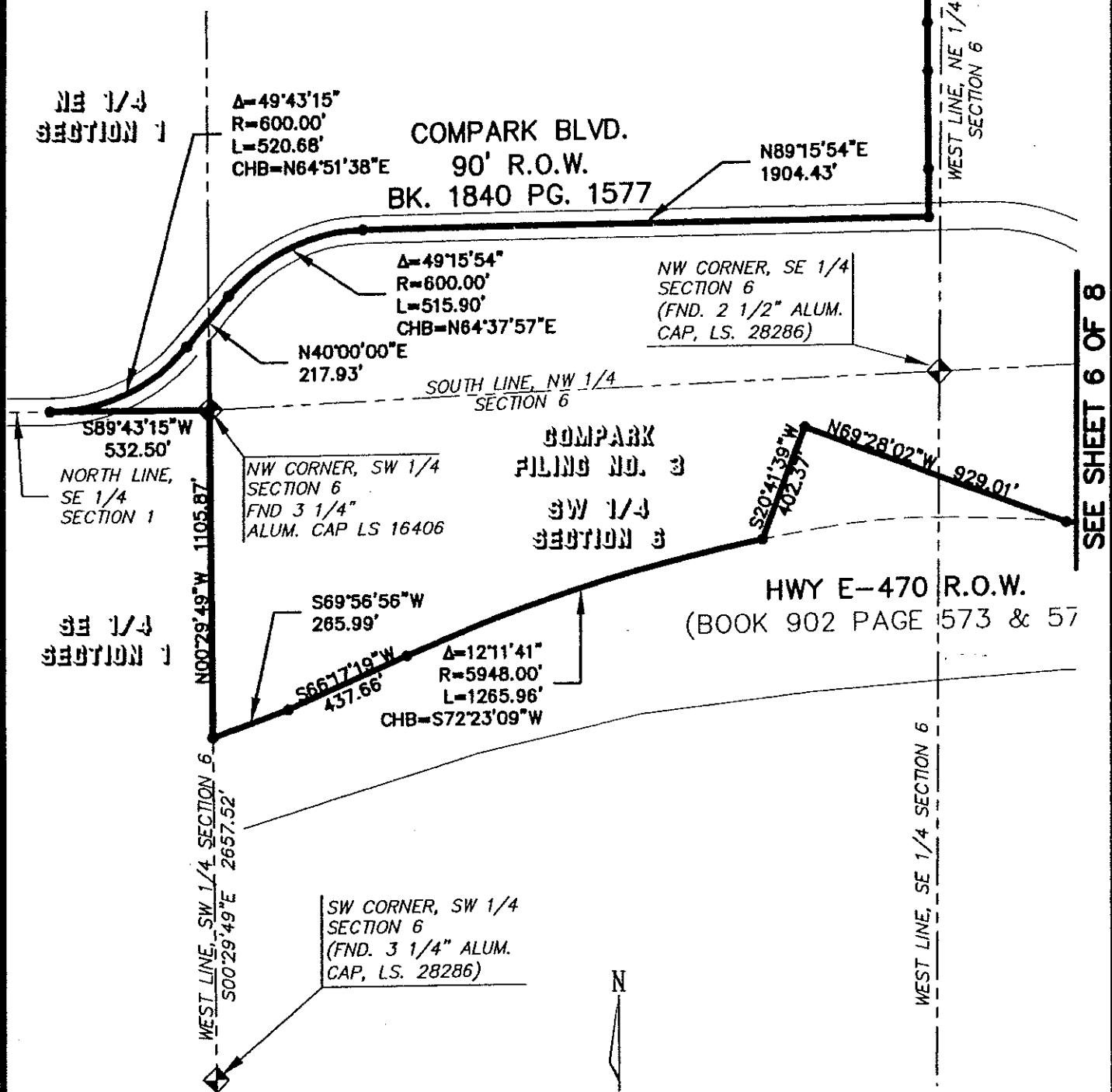


Carroll & Lange INC
 Professional Engineers & Land Surveyors
 165 South Union Blvd., Suite 156
 Lakewood, Colorado 80228
 (303) 900-0200

EXHIBIT NO. 1

SHEET 7 OF 8

SEE SHEET 8 OF 8



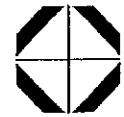
SEE SHEET 6 OF 8

NOTE:

● Denotes Change of Direction Only. This exhibit does not represent a monumented survey. It is intended only to depict the attached legal description.



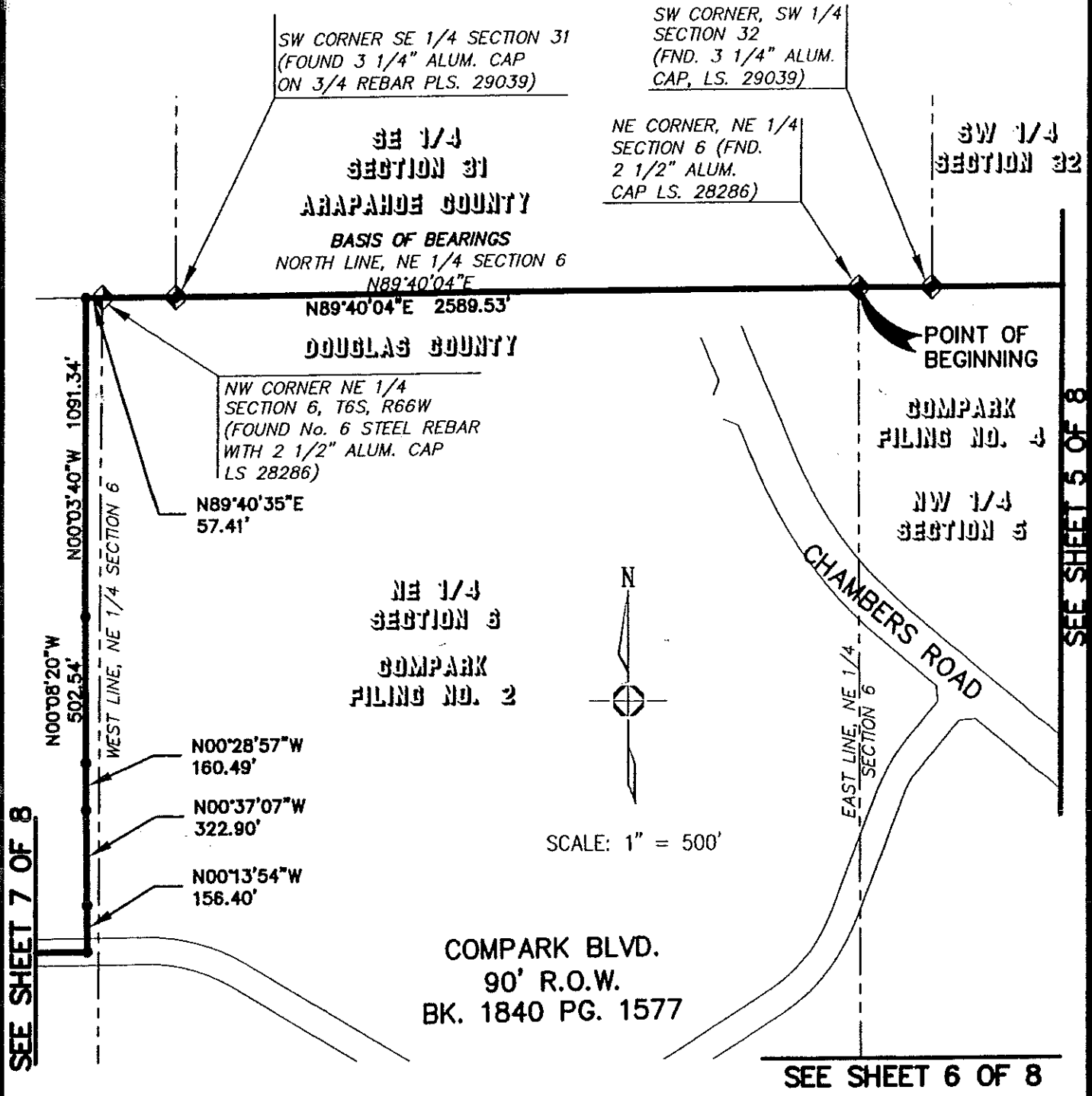
SCALE: 1" = 500'



Carroll & Lange ^{INC}
 Professional Engineers & Land Surveyors
 165 South Union Blvd., Suite 156
 Lakewood, Colorado 80228
 (303) 980-0200

EXHIBIT NO. 1

SHEET 8 OF 8



NOTE:

- Denotes Change of Direction Only. This exhibit does not represent a monumented survey. It is intended only to depict the attached legal description.



Carroll & Lange
Professional Engineers & Land Surveyors
165 South Union Blvd., Suite 156
Lakewood, Colorado 80228
(303) 980-0200