

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PAINT BRUSH HILLS METROPOLITAN DISTRICT HELD JUNE 18, 2015

A regular meeting of the Board of Directors (referred to hereafter as “Board”) of the Paint Brush Hills Metropolitan District (referred to hereafter as “District”) was held on Thursday, the 18<sup>th</sup> day of June, 2015, at 7:00 p.m. at the Paint Brush Hills Metropolitan District Office, 9830 Liberty Grove Drive, Falcon, Colorado 80831. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Kim Griffin  
Calvin Pollard  
Doug Burrer (for a portion of the meeting)  
Floyd Roberts  
John Bruszenski

##### Also In Attendance Were:

Leon Gomes; Special District Management Services, Inc.

Jennifer Gruber Tanaka, Esq. and Casey Lekahal, Esq.; White Bear Ankele Tanaka & Waldron, P.C. (via speakerphone)

Ricardo Goncalves, PE; RG and Associates, LLC (via speakerphone)

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential or Existing Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Mr. Gomes noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. No conflicts were noted.

#### ADMINISTRATIVE MATTERS

Agenda: Mr. Gomes reviewed the proposed agenda for the District’s Regular Meeting.

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Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Roberts and, upon vote, unanimously carried, the Agenda was approved, as amended to remove 2015 Budget Priorities from the Consent Agenda for consideration under Financial Matters.

**Public Comments:** There was no public comment.

### **CONSENT AGENDA**

**Consent Agenda:** The Board considered the following actions:

- Acknowledge Manager's Report
- Acknowledge Staff Report
- Acknowledge Operations Report
- Approve Minutes of the May 21, 2015 Regular Meeting

Following discussion, upon motion duly made by Director Griffin, seconded by Director Pollard and, upon vote, unanimously carried, the Board approved the Consent Agenda.

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### **FINANCIAL MATTERS**

**Claims:** The Board considered approval of the payment of claims for the period ending June 18, 2015, as follows:

General Fund	\$	21,030.95
Debt Service Fund	\$	-0-
Enterprise Fund	\$	<u>37,601.40</u>
<b>Total Claims:</b>	\$	<b><u>58,632.35</u></b>

Mr. Gomes reviewed the claims with the Board.

Following discussion, upon motion duly made by Director Pollard, seconded by Director Roberts and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending June 18, 2015, as presented.

**Financial Statements:** Mr. Gomes reviewed with the Board the unaudited financial statements for the period ending May 31, 2015.

Following review and discussion, upon motion duly made by Director Roberts, seconded by Director Griffin and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending May 31, 2015, as presented.

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**2014 Audit:** The Board determined to defer this matter to the July 16, 2015 Regular Meeting.

**2015 Budget Priorities:** Mr. Gomes reviewed the 2015 Budget Priorities with the Board.

Following discussion, upon motion duly made by Director Pollard, seconded by Director Bruszenski and, upon vote, unanimously carried, the Board approved the 2015 Budget Priorities, as presented.

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### **LEGAL MATTERS**

Director Burrer joined the meeting.

**Londonderry Drive Landscape Easements:** Attorney Tanaka discussed the Londonderry Drive Landscape Easements with the Board and reviewed those which the District has versus those which need to be obtained. Mr. Gomes determined that the District has been maintaining the landscape along Londonderry Drive without easements requiring the maintenance of this area. The District is maintaining a strip of property along Londonderry Drive that is fifteen feet outside of the El Paso County Right-of-Way. He also determined that the District is field mowing property which it is not required to along Stapleton Road from Liberty Grove Drive to the west end of Paint Brush Hills Filing 5. Attorney Tanaka advised that she is trying to find the most cost-effective solution to resolve the lack of easements. The options for the District are to obtain easements from each of the respective property owners where the District is maintaining a portion of the properties, to consider a claim for prescriptive use due to the time period that the property has been maintained by the District, or to consider the use of a provision in the Colorado Constitution whereby the District maintenance of this property is considered to be for the public benefit. The District may also provide notice to El Paso County that it is maintaining the portion of its right-of-way along Londonderry Drive. Attorney Tanaka will make a specific recommendation to the Board after additional research in this matter.

**Resolution No. 2015-06-01:** The Board entered into discussion regarding the adoption of Resolution No. 2015-06-01: Determining Creation of Sub-District. Attorney Tanaka reported that Notice of the District's intention to create a Sub-District was published pursuant to statute. Upon adoption of the resolution, Ms. Tanaka will provide notice of the creation of the sub-district to the El Paso County Board of County Commissioners who will determine within thirty days whether the District will be required to process a Service Plan Amendment. The creation of the Sub-District, authorization of the mill levy, and authorization of any debt would require an election in which the eligible electors within the Sub-

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District would vote on these matters. Attorney Tanaka added that the purpose of creating a Sub-District is to finance infrastructure for the areas contained therein so that the costs are borne by the properties within that area and not the remaining areas within the District. Ms. Tanaka noted that, pursuant to the Board's authorization at the May meeting, the costs associated with the creation of the Sub-District will be borne by 699 Properties and they have placed \$5,000 on deposit with the District in compliance with conditions of an agreement for the payment of those costs. Director Bruszenski inquired about the meaning of the District Board being the ex-officio Board of the Sub-District. Attorney Tanaka responded that the Sub-District board and the District Board would be the same Board. Director Burrer inquired if the mill levy authorized for the Sub-District would be in addition the District mill levy of 22.107. Attorney Tanaka said that properties in the Sub-District would be assessed the District mill levy plus any mill levy for the Sub-District. Director Burrer requested revision for option to dissolve the Sub-District once any bonds are discharged.

Following discussion, upon motion duly made by Director Burrer, seconded by Director Roberts and, upon vote, unanimously carried, the Board adopted Resolution No. 2015-06-01: Determining Creation of Sub-District, as revised. A copy of the Resolution is attached hereto and incorporated herein by this reference.

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### ENGINEER MATTERS

**District Office and Shop Facility:** Mr. Goncalves discussed with the Board the estimated cost for the District Office and Shop Facility. The Board reviewed the plan. Director Burrer noted that the detention pond in the plan may result in Falcon School District 49 ("D49") requesting that a fence be constructed around the pond. He explained that D49 has plans to build an elementary school to the south of the District building site. Mr. Goncalves stated that a drainage study would be required as part of the planning.

The Board asked that Mr. Goncalves prepare for an early 2016 start of construction. Mr. Goncalves stated that he would begin the process by finalizing the interior design, beginning the preliminary planning process, and inquiring with El Paso County regarding requirements for a drainage plan. Director Burrer asked Mr. Goncalves to provide the Board with the tentative milestones for the project.

Director Bruszenski asked how much the cost would increase if the building expansion noted in the plan were done during the initial construction of the building. Mr. Goncalves estimated that the cost of the addition would be \$100,000. It was the Board's consensus to proceed with the expansion at the

## RECORD OF PROCEEDINGS

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time of the initial construction.

Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Griffin and, upon vote, unanimously carried, the Board approved the preparation of building plans and site development for an amount not-to-exceed \$50,000 and approved the Third Addendum to the RG Consulting agreement memorializing the same.

**Water Use Master Plan:** Mr. Goncalves reported that work has begun on the Water Use Master Plan and plans to present the results of it to the Board at the July 16, 2015 Regular Meeting.

**Well No. 1 Site Drainage Issue:** Mr. Goncalves reported that the excessive storm water runoff from recent rain storm caused the slab foundation of the pump house at this site to sink significantly. He inspected the site and provided the following recommendations:

1. Have the foundation raised by mud jacking the foundation to its original elevation;
2. Install a "Type C" inlet in front of the pump house to collect water flows coming onto the site;
3. Install a sump pump in the "Type C" inlet and connect it to piping that will transport the water to the street gutter; and
4. Place a berm on the east and south sides of the well site to prevent the storm water flowing onto the site from flowing to the property to the east of the site.

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### **OPERATIONS AND MAINTENANCE**

**Portable Toilets in District Parks:** Mr. Gomes provided the Board with cost estimates from United Site Services for the placement of portable toilets in one or more of the District's parks. He also provided a cost estimate for District staff to construct a concrete pad and fence enclosure for each portable toilet. Mr. Gomes noted that Director Bruszenski had requested that this matter be placed on the Agenda following a request from a District resident for portable toilets in the parks. Director Bruszenski stated that he been approached by a District resident with this request and that he felt it is an appropriate service for the District to provide to its residents.

The Board entered into discussion regarding the placement of portable toilets in District parks.

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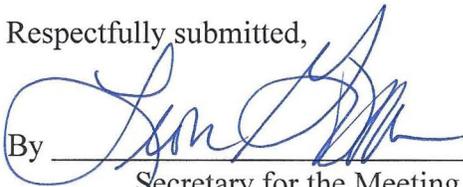
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Following discussion, upon motion duly made by Director Bruszenski, seconded by Director Griffin and, upon vote, unanimously carried, the Board approved the placement of a portable toilet by United Site Services, including a hand sanitizer dispenser and the damage waiver, in South Manchester Park without a concrete pad and fence as a pilot to determine any issues with vandalism.

**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Griffin, seconded by Director Pollard and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  Secretary for the Meeting

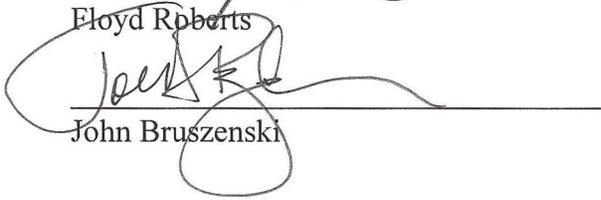
THESE MINUTES ARE APPROVED AS THE OFFICIAL JUNE 18, 2015 MINUTES OF THE PAINT BRUSH HILLS METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

\_\_\_\_\_  
Kim Griffin

  
\_\_\_\_\_  
Calvin Pollard

  
\_\_\_\_\_  
Doug Burre

  
\_\_\_\_\_  
Floyd Roberts

  
\_\_\_\_\_  
John Bruszenski

**Resolution No. 2015-06-01**

**RESOLUTION  
OF THE  
BOARD OF DIRECTORS  
OF THE  
PAINT BRUSH HILLS METROPOLITAN DISTRICT  
REGARDING THE FORMATION OF A SUBDISTRICT**

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WHEREAS, the Paint Brush Hills Metropolitan District (the "District") was organized pursuant to and exists in accordance with the provisions of §§ 32-1-101, *et seq.*, C.R.S.; and

WHEREAS, pursuant to § 32-1-1101(1)(f)(I), C.R.S., the Board of Directors of the District (the "Board") is empowered to divide the special district into one or more areas consistent with the services, programs, and facilities to be furnished therein, which areas are known as subdistricts; and

WHEREAS, Six Ninety Nine Properties LA, LLC ("699") owns certain property located within the District, which property is more particularly described in **Exhibit A**, attached hereto and incorporated herein by this reference (the "699 Property"); and

WHEREAS, Wiepking Real Estate Investments, LLC ("Wiepking") owns certain property located within the District, which property is more particularly described in **Exhibit B**, attached hereto and incorporated herein by this reference (the "Wiepking Property"); and

WHEREAS, 699 currently holds an option to purchase the Wiepking Property, in accordance with a Purchase Agreement dated October 18, 2009, as may be amended from time to time; and

WHEREAS, the 699 Property and the Wiepking Property, collectively, comprise the total property to be included in the boundaries of the subdistrict, incorporated herein by this reference (the "Property"); and

WHEREAS, the Property will receive services, programs and facilities which are in addition to and different than those provided to the areas contained in the remainder of the District; and

WHEREAS, the fees and costs associated with the services, programs and facilities will differ than those in the remainder of the District, a portion of which may be payable through the issuance of bonds, notes or other financial obligations; and

WHEREAS, because the property contained in the remainder of the District will not directly benefit from the services, programs and facilities available in the Property, it is unfair for

the property owners and taxpayers within the remaining portion of the District to bear the financial burdens thereof; and

WHEREAS, because of these differences, the Board desires to create a subdistrict with the power to incur separate indebtedness and other financial obligations pursuant to §§ 32-1-1101(1)(f) and (1.5), C.R.S.; and

WHEREAS, pursuant to § 32-1-1101(1,5)(a), C.R.S., before a subdistrict can be created, the Board must officially make a determination to create the subdistrict by adoption of a resolution thereon, which resolution must be adopted at a regular or special meeting of the District after publication of the place, time and date of the meeting; and

WHEREAS, in accordance with § 32-1-1101(1,5)(a), C.R.S., the District published notice of its intent to consider the creation of the subdistrict at its regular meeting conducted on June 18, 2015 at 7:00 P.M. at the District's office located at 9830 Liberty Grove Drive, Falcon, Colorado 80831, in *The Daily Transcript* on June 15, 2015, and the affidavit of publication is attached hereto and incorporated herein by this reference as **Exhibit C** (the "Affidavit of Publication"); and

WHEREAS, pursuant to § 32-1-1101(1)(f)(I), C.R.S., the District shall provide notification of its action to create a subdistrict to the board of county commissioners of each county that has territory included within the district and the governing body of any municipality that has adopted a resolution of approval of the district pursuant to section 32-1-204.5 or 32-1-204.7; and

WHEREAS, pursuant to § 32-1-1101(1.5)(c), C.R.S., no single parcel of land having a valuation for assessment constituting twenty-five percent or more of the total valuation of assessment of all real property within the boundaries of an area in a special district shall be included in such area without the written consent of the owner or owners of such real property. No single parcel of land owned by a corporate entity and having a valuation for assessment constituting five percent or more of the total valuation of assessment of all real property within the boundaries of an area in a special district shall be included in such area without the written consent of the owner of such real property; and

WHEREAS, 699, as the 100% fee owner of the 699 Property, and also as the holder of an option to purchase the Wiepking Property, has consented to the creation of the subdistrict, which consent is attached hereto as **Exhibit D** and incorporated herein by this reference (the "699 Consent"); and

WHEREAS, Wiepking, as the 100% fee owner of the Wiepking Property, has also consented to the creation of the subdistrict, which consent is attached hereto as **Exhibit E** and incorporated herein by this reference (the "Wiepking Consent"); and

WHEREAS, the Board believes the creation of the subdistrict constitutes a benefit to the District, and the property owners, taxpayers and residents of the District; and

WHEREAS, the Board anticipates that the subdistrict will generate revenue from the properties within the subdistrict sufficient to independently pay for all capital, operational, maintenance, and any other costs associated with the development and ongoing operation of the subdistrict, now and in the future and, to the extent such costs cannot be fully funded by the subdistrict, 699, as the developer, has agreed to finance the shortfall associated with such costs; and

WHEREAS, in order to protect future property owners and taxpayers within the subdistrict, the Board desires to limit the financial powers of the subdistrict through the imposition of both a total debt limit as well as a maximum debt mill levy; and

WHEREAS, in order to most efficiently dissolve the subdistrict, and to protect property owners and taxpayers within the subdistrict, as well as the remaining portion of the District, the Board desires to create an option to dissolve the subdistrict upon the discharge of any and all debt incurred by the subdistrict; and

WHEREAS, the District desires to create a subdistrict for the Property subject to the parameters set forth herein.

NOW, THEREFORE, the Board hereby RESOLVES:

1. Creation of Subdistrict. The Board hereby authorizes the creation of the Paint Brush Hills Metropolitan District Subdistrict A within the boundaries of the Property (the "Subdistrict"). The Subdistrict shall exist pursuant to and possess all of the rights, privileges, powers and immunities set forth in §§ 32-1-1101(1)(f) and 32-1-1101(1.5), C.R.S., as they may be amended from time to time.

2. Purpose of Subdistrict. The purpose for which the Subdistrict is being created is to provide certain services, programs and facilities to be furnished within the area of the Subdistrict, and to provide for the fair and equitable taxation within said area.

3. Ex Officio Board of Directors of Subdistrict. Pursuant to § 32-1-1101(1)(f)(III), C.R.S., the Board shall constitute *ex officio* the Subdistrict's Board of Directors. Each director of the Subdistrict's Board of Directors shall possess all rights, privileges and immunities as granted by law to the directors of the District.

4. Debt Incurred by Subdistrict. Pursuant to § 32-1-1101(1)(f)(III), C.R.S., any debt incurred by the Subdistrict shall be treated separately and distinct from the debt of the District.

5. Parameters for Creation of Subdistrict. In order to protect future residents, property owners and taxpayers within the Subdistrict, the Board desires to establish parameters for the Subdistrict, which parameters are a condition of the Board's adoption of this resolution.

a. Total Debt Limitation. The total debt that the Subdistrict shall be permitted to issue shall not exceed Nine Million Dollars (\$9,000,000).

- b. Maximum Debt Service Mill Levy. The Maximum Debt Service Mill Levy that the Subdistrict shall be permitted to impose on the taxable properties within the Subdistrict shall not exceed forty (40) mills.
- c. Infrastructure and Facilities. The design, construction, acquisition and installation of any and all infrastructure and facilities within the Subdistrict shall be subject to the District's Rules and Regulations, as may be amended from time to time, and those policies, rules and regulations of other governmental entities with jurisdiction. Further, all costs associated with the design, construction, acquisition and installation of any and all infrastructure and facilities within the Subdistrict shall be paid entirely by the Subdistrict and/or 699 and shall not be the financial responsibility of the District. Until the operation and maintenance of the infrastructure and facilities are able to be financed solely by the Subdistrict, 699 shall pay those costs, subject to reimbursement by the Subdistrict if and when it has available revenues for such purposes. 699 shall enter into an Infrastructure Acquisition Agreement, or other agreement acceptable to the District's general counsel, setting forth these and other obligations for the infrastructure and facilities by no later than December 31, 2015, unless otherwise extended by the District in its sole discretion.
- d. Recorded Notice of Subdistrict. A notice of the creation of the Subdistrict shall be recorded on the Property to evidence the existence of the Subdistrict.
- e. Option to Dissolve Subdistrict. Upon discharge of any and all debt issued by or on behalf of the Subdistrict, the Board shall have the option to dissolve the Subdistrict ("Option to Dissolve"). Upon exercising the Option to Dissolve, as described herein, the Board shall provide notice of the intent to dissolve the Subdistrict to then property owners, residents and taxpayers of the Subdistrict. Upon dissolution of the Subdistrict, a notice of the Subdistrict's dissolution shall be recorded on the Property within the Subdistrict.
- f. Any other parameters established by the El Paso County Board of County Commissioners (the "BOCC") for the Subdistrict.

6. BOCC Failure to Object or Approval by Service Plan Amendment. The creation of the Subdistrict is contingent upon meeting the statutory requirements for BOCC notification and the BOCC's failure to object within thirty (30) days of the notice or, upon objection, approval of a service plan amendment pursuant thereto.

7. Direction to District's General Counsel. The Board hereby directs its general legal counsel to take the necessary steps to effectuate the creation of the Subdistrict.

8. Severability. If any clause or provision of this resolution is adjudged invalid and/or unenforceable by a court of competent jurisdiction or by operation of any law, such

adjudgement shall not affect the validity of this resolution as a whole, but shall be severed herefrom, leaving the remaining provisions intact and enforceable.

9. Effective Date. This Resolution shall become effective as of June 18, 2015.

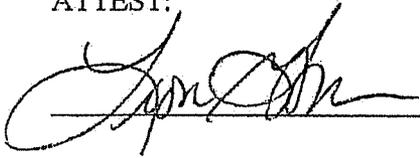
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ADOPTED this 18th day of June, 2015.

PAINT BRUSH HILLS METROPOLITAN  
DISTRICT

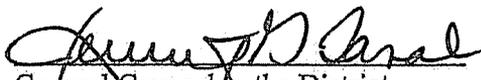
  
\_\_\_\_\_  
Officer of the District

ATTEST:

  
\_\_\_\_\_

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON  
Attorneys at Law

  
\_\_\_\_\_  
General Counsel to the District

**EXHIBIT A**  
The 699 Property

TRACT C PAINT BRUSH HILLS FILING NO. 13A, COUNTY OF EL PASO, STATE OF COLORADO.

TRACT D PAINT BRUSH HILLS FILING NO. 13A, EX THAT PT OF TRACT D DESC BY REC #2091284009, AND ALSO ATTACHED HERETO AS EXHIBIT B, COUNTY OF EL PASO, STATE OF COLORADO; TOGETHER WITH

TRACT E PAINT BRUSH HILLS FILING NO. 13A, COUNTY OF EL PASO, STATE OF COLORADO.

**EXHIBIT B**  
Wiepking Property

JOB NO 2053.21-12  
OCTOBER 16, 2009  
PAGE 1 OF 3

**LEGAL DESCRIPTION PARCEL 1 WEST**

A PARCEL OF LAND BEING A PORTION OF THE EAST HALF OF SECTION 26, TOWNSHIP 12 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

**BASIS OF BEARINGS:** A PORTION OF THE NORTHERLY RIGHT OF WAY LINE OF LONDONDERRY DRIVE AS PLATTED IN PAINT BRUSH HILLS FILING NO. 10 BEING MONUMENTED AT BOTH ENDS BY A 1-1/2" ALUMINUM SURVEYORS CAP STAMPED "CCES LLC PLS 30118" IS ASSUMED TO BEAR N46°58'30"W, A DISTANCE OF 968.79 FEET;

COMMENCING AT THE SOUTHWESTERLY CORNER OF THE NORTHERLY INTERSECTION OF LONDONDERRY DRIVE AND TOWNER AVENUE AS PLATTED IN PAINT BRUSH HILLS FILING NO. 10, RECORDED UNDER RECEPTION NO. 203174940; THENCE N82°50'58"W, A DISTANCE OF 1443.74 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE OF SAID LONDONDERRY DRIVE, SAID POINT ALSO BEING THE POINT OF BEGINNING;

THENCE S00°00'00"W, A DISTANCE OF 1922.08 FEET TO A POINT ON CURVE, SAID POINT BEING ON THE NORTHERLY RIGHT OF WAY LINE OF SAID LONDONDERRY DRIVE;

THENCE ON THE NORTHERLY, EASTERLY AND SOUTHERLY RIGHT-OF-WAY LINE OF SAID LONDONDERRY DRIVE, THE FOLLOWING EIGHT (8) COURSES:

1. ON THE ARC OF A CURVE TO THE RIGHT WHOSE CENTER BEARS N37°21'51"E, HAVING A DELTA OF 10°39'25", A RADIUS OF 560.00 FEET, A DISTANCE OF 104.16 FEET TO A POINT OF TANGENT;
2. N41°58'44"W, A DISTANCE OF 240.55 FEET TO A POINT OF CURVE;
3. ON THE ARC OF A CURVE TO THE LEFT, HAVING A DELTA OF 04°59'46", A RADIUS OF 1040.00 FEET AND A DISTANCE OF 90.69 FEET TO A POINT OF TANGENT;
4. N46°58'30"W, A DISTANCE OF 968.79 FEET TO A POINT OF CURVE;
5. ON THE ARC OF A CURVE TO THE RIGHT, HAVING A DELTA OF 46°58'30", A RADIUS OF 520.00 FEET, A DISTANCE OF 426.33 FEET TO A POINT OF TANGENT;
6. N00°00'00"E, A DISTANCE OF 239.64 FEET TO A POINT OF CURVE;
7. ON THE ARC OF A CURVE TO THE RIGHT, HAVING A DELTA OF 108°52'36", A RADIUS OF 521.00 FEET, A DISTANCE OF 990.03 FEET TO A POINT OF TANGENT;
8. S71°07'24"E, A DISTANCE OF 512.28 FEET TO THE POINT OF BEGINNING.

CONTAINING A CALCULATED AREA OF 38.748 ACRES.

**EXHIBIT C**  
Affidavit of Publication

Proof of Publication

THE TRANSCRIPT  
Colorado Springs, Colorado

STATE OF COLORADO, } ss.  
COUNTY OF EL PASO }

I, Fran Zankowski, C.E.O., or the undersigned Authorized Agent of the C.E.O., do solemnly swear that I am the C.E.O., or Authorized Agent of the C.E.O. of The Transcript; that the same is a tri-weekly newspaper and published in the County of El Paso, State of Colorado, and has a general circulation therein; that said newspaper has been published continuously and uninterruptedly in said County of El Paso for a period of more than fifty-two consecutive weeks prior to the first publication of the annexed legal notice or advertisement; that said newspaper has been admitted to the United States mails as second-class matter under the provisions of the Act of March 3, 1879, or any amendments thereof, and that said newspaper is a tri-weekly newspaper duly qualified for publishing legal notices and advertisements within the meaning of the laws of the State of Colorado.

That the annexed legal notice or advertisement was published in the regular and entire issue of every number of said tri-weekly newspapers for the period of 1 consecutive insertion(s), and/or once each week and on the same days of each week; and that the first publication of said notice was in the issue of said newspaper dated:

15, JUNE, A.D. 2015.

And that the last publication of said notice was in the issue of said newspaper dated:

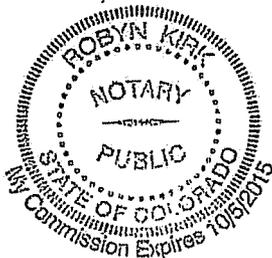
15, JUNE, A.D. 2015.

In witness whereof, I have hereunto set my hand this 15th day of June, A.D. 2015.

*Melissa Edwards*  
\_\_\_\_\_  
Publisher/Authorized Agent

Subscribed and sworn to before me, a notary public in and for the County of El Paso, State of Colorado, this 15th day of June, A.D. 2015.

*Robyn Kirk*  
\_\_\_\_\_  
Notary Public



NOTICE OF PUBLIC MEETING  
ON CREATION OF SUBDISTRICT  
IN RE PAINT BRUSH HILLS  
METROPOLITAN DISTRICT,  
COUNTY OF EL PASO, STATE OF  
COLORADO

NOTICE IS HEREBY GIVEN, pursuant to § 32-1-1101(1.5)(a), C.R.S., that the Board of Directors for Paint Brush Hills Metropolitan District (the "District") will meet at a time and place as further described below to consider adoption of a resolution creating a sub-district within the District, the powers of which would be consistent with the services, programs, and facilities of the District ("Resolution"). The sub-district would be organized pursuant to § 32-1-1101(1)(f)(1), C.R.S., for the purpose of providing financing for public infrastructure and other related services within the area contained within the sub-district at the sole cost and expense of the properties contained within the sub-district.

A public meeting on the Resolution will be held by the Board of Directors on June 18, 2015, at 7:00 p.m., at the Paint Brush Hills Metropolitan District Office, located at 9830 Liberty Grove Drive, Falcon, Colorado 80831.

The purpose of the meeting is to consider the Resolution and to form a basis for adopting a resolution approving, conditionally approving or disapproving the Resolution.

PAINT BRUSH HILLS  
METROPOLITAN DISTRICT  
BOARD OF DIRECTORS  
Publication Date: June 15, 2015  
Published In The Transcript  
DT27747

**EXHIBIT D**  
699 Consent



**Exhibit A**  
Ownership Property

TRACT C PAINT BRUSH HILLS FILING NO. 13A, COUNTY OF EL PASO, STATE OF COLORADO.

TRACT D PAINT BRUSH HILLS FILING NO. 13A, EX THAT PT OF TRACT D DESC BY REC #2091284009, AND ALSO ATTACHED HERETO AS EXHIBIT B, COUNTY OF EL PASO, STATE OF COLORADO; TOGETHER WITH

TRACT E PAINT BRUSH HILLS FILING NO. 13A, COUNTY OF EL PASO, STATE OF COLORADO.

**Exhibit B**  
**Option to Purchase Property**

JOB NO 2069.21-12  
OCTOBER 16, 2009  
PAGE 1 OF 3

**LEGAL DESCRIPTION PARCEL 1 WEST**

A PARCEL OF LAND BEING A PORTION OF THE EAST HALF OF SECTION 26, TOWNSHIP 12 SOUTH, RANGE 85 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

**BASIS OF BEARINGS:** A PORTION OF THE NORTHERLY RIGHT OF WAY LINE OF LONDONDERRY DRIVE AS PLATTED IN PAINT BRUSH HILLS FILING NO. 10 BEING MONUMENTED AT BOTH ENDS BY 4 1-1/2" ALUMINUM SURVEYORS CAP STAMPED "CCES LLC PLS 30118" IS ASSUMED TO BEAR N46°58'30"W, A DISTANCE OF 968.79 FEET;

COMMENCING AT THE SOUTHWESTERLY CORNER OF THE NORTHERLY INTERSECTION OF LONDONDERRY DRIVE AND TOWNER AVENUE AS PLATTED IN PAINT BRUSH HILLS FILING NO. 10, RECORDED UNDER RECEPTION NO. 203174940; THENCE N52°50'58"W, A DISTANCE OF 1443.74 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE OF SAID LONDONDERRY DRIVE, SAID POINT ALSO BEING THE POINT OF BEGINNING;

THENCE S00°00'00"W, A DISTANCE OF 1922.08 FEET TO A POINT ON CURVE, SAID POINT BEING ON THE NORTHERLY RIGHT OF WAY LINE OF SAID LONDONDERRY DRIVE;

THENCE ON THE NORTHERLY, EASTERLY AND SOUTHERLY RIGHT-OF-WAY LINE OF SAID LONDONDERRY DRIVE, THE FOLLOWING EIGHT (8) COURSES:

1. ON THE ARC OF A CURVE TO THE RIGHT WHOSE CENTER BEARS N37°21'51"E, HAVING A DELTA OF 10°39'25", A RADIUS OF 568.00 FEET, A DISTANCE OF 104.16 FEET TO A POINT OF TANGENT;
2. N41°58'44"W, A DISTANCE OF 240.55 FEET TO A POINT OF CURVE;
3. ON THE ARC OF A CURVE TO THE LEFT, HAVING A DELTA OF 04°59'48", A RADIUS OF 1040.00 FEET AND A DISTANCE OF 90.89 FEET TO A POINT OF TANGENT;
4. N46°58'30"W, A DISTANCE OF 968.79 FEET TO A POINT OF CURVE;
5. ON THE ARC OF A CURVE TO THE RIGHT, HAVING A DELTA OF 46°58'30", A RADIUS OF 520.00 FEET, A DISTANCE OF 426.33 FEET TO A POINT OF TANGENT;
6. N00°00'00"E, A DISTANCE OF 238.64 FEET TO A POINT OF CURVE;
7. ON THE ARC OF A CURVE TO THE RIGHT, HAVING A DELTA OF 108°52'36", A RADIUS OF 521.00 FEET, A DISTANCE OF 890.03 FEET TO A POINT OF TANGENT;
8. S71°07'24"E, A DISTANCE OF 512.28 FEET TO THE POINT OF BEGINNING.

CONTAINING A CALCULATED AREA OF 38.748 ACRES,

**EXHIBIT E**  
Wiepking Consent



**Exhibit A**  
Owner Property

JOB NO 2053.21-12  
OCTOBER 16, 2009  
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**LEGAL DESCRIPTION PARCEL 1 WEST**

A PARCEL OF LAND BEING A PORTION OF THE EAST HALF OF SECTION 26, TOWNSHIP 12 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, EL PASO COUNTY, COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

**BASIS OF BEARINGS:** A PORTION OF THE NORTHERLY RIGHT OF WAY LINE OF LONDONDERRY DRIVE AS PLATTED IN PAINT BRUSH HILLS FILING NO. 10 BEING MONUMENTED AT BOTH ENDS BY A 1-1/2" ALUMINUM SURVEYORS CAP STAMPED "CCES LLC PLS 30118" IS ASSUMED TO BEAR N46°58'30"W, A DISTANCE OF 968.79 FEET;

COMMENCING AT THE SOUTHWESTERLY CORNER OF THE NORTHERLY INTERSECTION OF LONDONDERRY DRIVE AND TOWNER AVENUE AS PLATTED IN PAINT BRUSH HILLS FILING NO. 10, RECORDED UNDER RECEPTION NO. 203174940; THENCE N82°50'58"W, A DISTANCE OF 1443.74 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE OF SAID LONDONDERRY DRIVE, SAID POINT ALSO BEING THE POINT OF BEGINNING;

THENCE S00°00'00"W, A DISTANCE OF 1922.08 FEET TO A POINT ON CURVE, SAID POINT BEING ON THE NORTHERLY RIGHT OF WAY LINE OF SAID LONDONDERRY DRIVE;

THENCE ON THE NORTHERLY, EASTERLY AND SOUTHERLY RIGHT-OF-WAY LINE OF SAID LONDONDERRY DRIVE, THE FOLLOWING EIGHT (8) COURSES:

1. ON THE ARC OF A CURVE TO THE RIGHT WHOSE CENTER BEARS N37°21'51"E, HAVING A DELTA OF 10°39'25", A RADIUS OF 560.00 FEET, A DISTANCE OF 104.16 FEET TO A POINT OF TANGENT;
2. N41°58'44"W, A DISTANCE OF 240.55 FEET TO A POINT OF CURVE;
3. ON THE ARC OF A CURVE TO THE LEFT, HAVING A DELTA OF 04°53'46", A RADIUS OF 1040.00 FEET AND A DISTANCE OF 90.69 FEET TO A POINT OF TANGENT;
4. N46°58'30"W, A DISTANCE OF 968.79 FEET TO A POINT OF CURVE;
5. ON THE ARC OF A CURVE TO THE RIGHT, HAVING A DELTA OF 46°58'30", A RADIUS OF 520.00 FEET, A DISTANCE OF 426.33 FEET TO A POINT OF TANGENT;
6. N00°00'00"E, A DISTANCE OF 239.64 FEET TO A POINT OF CURVE;
7. ON THE ARC OF A CURVE TO THE RIGHT, HAVING A DELTA OF 108°52'36", A RADIUS OF 521.00 FEET, A DISTANCE OF 990.03 FEET TO A POINT OF TANGENT;
8. S71°07'24"E, A DISTANCE OF 512.28 FEET TO THE POINT OF BEGINNING.

CONTAINING A CALCULATED AREA OF 38.748 ACRES,