

**RESOLUTION OF THE CITY COUNCIL OF THE CITY OF COMMERCE CITY
REGARDING SALE OF REAL PROPERTY LOCATED IN VICTORY CROSSING**

NO. 2014-102

WHEREAS, the City of Commerce City, Colorado (the "City") is a home rule municipality and political subdivision of the State of Colorado;

WHEREAS, the City (as seller) and KROENKE CC PROPERTIES, LLC, a Colorado limited liability company ("Purchaser"), are parties to that certain Purchase and Sale Agreement, dated January 9, 2006 (the "Purchase Agreement"), concerning certain real property more particularly described therein;

WHEREAS, under the Purchase Agreement, the Purchaser was to purchase between 200 – 228.7 acres of land (referred to as the "Additional Development Land" under the Purchase Agreement);

WHEREAS, Purchaser now desires to acquire from the City, and the City desires to sell to Purchaser, pursuant to the terms and conditions of the Purchase Agreement as amended, approximately 269.041 acres of Additional Development Land, which is more particularly described on Exhibit A, attached hereto and incorporated herein by this reference, together with all associated Water Rights, Mineral Rights and Appurtenances thereto (all as defined in the Purchase Agreement);

WHEREAS, Purchaser also desires to acquire from the City, and the City desires to grant to the Purchaser a temporary and non-exclusive easement over and across a portion of real property owned by the City, as more particularly set forth and subject to the terms and conditions set forth in the Access Easement, attached to the Amendment (as defined below) as Exhibit B-1, and incorporated herein by this reference (the "Easement");

WHEREAS, in furtherance of the parties' intent pursuant to the Purchase Agreement to convey all of the City's Water Rights associated with the Additional Development Land to the Purchaser, the City desires to execute and deliver the Bill of Sale and Assignment of Water Credits, attached to the Amendment as Exhibit D-1, and incorporated herein by this reference (the "Water Credits Assignment"); and

WHEREAS, the City and the Purchaser wish to amend the Purchase Agreement and the acreage of Additional Development Land to be acquired by Purchaser and the total purchase price to be paid by the Purchaser pursuant to the Purchase Agreement, and to address the Easement and the Water Credits Assignment;

WHEREAS, pursuant to Section 4.14(a) of the City Charter of the City of Commerce City, any property owned by the City may be sold and transferred by the City; provided, however, any sale, conveyance or transfer of real estate, water rights, mineral and air rights, shall have prior approval of the City Council by resolution passed by majority vote of the entire City Council in office at the time the vote was taken;

WHEREAS, pursuant to Section 4.14(b) of the City Charter of the City of Commerce City, after such approval is made by resolution of the City Council, the Mayor shall execute on behalf of the City any required documents of sale or transfer including deeds, bills of sale, assignments or other appropriate documents, and the City Clerk shall attest the same under seal of the City; and

WHEREAS, the City Council, having reviewed the proposed amendment to the Purchase Agreement, attached hereto as Exhibit B and incorporated herein by this reference (the "Amendment"), finds that the approval of the sale of the Additional Development Land for the purchase price as set forth

below and in the Amendment (as may be adjusted due to any minor changes in the legal description and resulting acreage as further set forth in the Amendment) is in the best interest of the City.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF COMMERCE CITY, COLORADO AS FOLLOWS:

1. The Amendment, and the sale of the Additional Development Land for the purchase price of Sixteen Thousand Dollars (\$16,000.00) per acre, as set forth therein (currently calculated at **\$4,304,656.00**, equal to 269.041 acres x \$16,000.00/acre, as may be adjusted due to any minor changes in the legal description and resulting acreage calculation as further set forth in the Amendment), and the grant of the Easement are hereby approved, and the Mayor is hereby authorized to sign the Amendment in substantially the form attached hereto as **Exhibit B**, and deliver the same to the Purchaser, effective as of the date hereof, and the City Clerk is directed to attest the signature of the Mayor.
2. The Mayor, pursuant to Section 4.14(b) of the City's Charter, is hereby authorized, and shall execute on behalf of the City, any required documents of sale or transfer including the Deed (in substantially the form attached to the Amendment as **Exhibit C-1** and incorporated herein by this reference), the Easement (in substantially the form attached to the Amendment as **Exhibit B-1**), the Water Credits Assignment (in substantially the form attached to the Amendment as **Exhibit D-1**), bills of sale, assignments or other appropriate documents, and to take any and all other actions deemed necessary or advisable to carry out the intent of the foregoing and to fully effect the consummation of the transactions contemplated by the foregoing instruments and any instruments or documents referred to therein or contemplated thereby or otherwise determined necessary or advisable, and the City Clerk is directed to attest the signature of the Mayor.

RESOLVED AND PASSED THIS ____ DAY OF OCTOBER 2014.

CITY OF COMMERCE CITY, COLORADO

By: _____
Sean Ford, Mayor

ATTEST:

City Clerk

Name: _____

EXHIBIT A TO RESOLUTION

Legal Description of Additional Development Land

PARCEL 1

A PARCEL OF LAND LOCATED IN THE NORTHWEST QUARTER OF SECTION 33, TOWNSHIP 2 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTH QUARTER CORNER OF SAID SECTION 33 AND CONSIDERING THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 33 TO BEAR SOUTH 89°52'28" WEST WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE SOUTH 89°52'28" WEST, A DISTANCE OF 996.99 FEET ALONG SAID NORTH LINE OF THE NORTHWEST QUARTER OF SECTION 33 TO THE EAST LINE OF THE WEST HALF OF THE WEST HALF OF THE EAST HALF OF SAID NORTHWEST QUARTER OF SECTION 33 AND THE **POINT OF BEGINNING**;

THENCE SOUTH 00°24'43" EAST, A DISTANCE OF 738.87 FEET ALONG LAST SAID EAST LINE TO THE EAST RIGHT-OF-WAY LINE OF QUEBEC PARKWAY, PRAIRIE GATEWAY ROADS – PHASE 2, FILED JUNE 2, 2008 AT RECEPTION NO. 2008000043922 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER, BEING A NON-TANGENT CURVE;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF QUEBEC PARKWAY FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE ALONG THE ARC OF A NON-TANGENT CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 43°11'05", A RADIUS OF 792.00 FEET, AN ARC LENGTH OF 596.94 FEET, THE CORD OF WHICH BEARS NORTH 22°00'15" WEST, A DISTANCE OF 582.91 FEET TO A POINT OF TANGENCY;
- 2) THENCE NORTH 43°35'48" WEST, A DISTANCE OF 68.22 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 85°00'41", A RADIUS OF 50.00 FEET, AN ARC LENGTH OF 74.19 FEET, THE CHORD OF WHICH BEARS NORTH 01°05'28" WEST, A DISTANCE OF 67.57 FEET TO A POINT OF TANGENCY ON THE SOUTHEASTERLY LINE OF THE COLORADO DEPARTMENT OF TRANSPORTATION EASEMENT FILED NOVEMBER 21, 2005 AT RECEPTION NO. 20051121001281770 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER;

THENCE NORTH 41°24'53" EAST, A DISTANCE OF 108.04 FEET ALONG SAID SOUTHEASTERLY EASEMENT LINE TO THE NORTH LINE OF SAID NORTHWEST QUARTER OF SECTION 33;

THENCE NORTH 89°52'28" EAST, A DISTANCE OF 189.95 FEET TO THE **POINT OF BEGINNING**;

CONTAINING A CALCULATED AREA OF 84,597 SQUARE FEET, OR 1.942 ACRES, MORE OR

LESS.

PARCEL 2

A PARCEL OF LAND LOCATED IN THE WEST HALF OF SECTION 33, TOWNSHIP 2 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST QUARTER CORNER OF SAID SECTION 33 AND CONSIDERING THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 33 TO BEAR NORTH 00°29'12" WEST WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE NORTH 89°37'44" EAST, A DISTANCE OF 60.00 FEET TO THE **POINT OF BEGINNING**;

THENCE NORTH 00°29'12" WEST, A DISTANCE OF 598.18 FEET;

THENCE NORTH 89°30'48" EAST, A DISTANCE OF 10.00 FEET;

THENCE NORTH 00°29'12" WEST, A DISTANCE OF 439.44 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 41°54'05", A RADIUS OF 50.00 FEET, AN ARC LENGTH OF 36.57 FEET, THE CHORD OF WHICH BEARS NORTH 20°27'51" EAST, A DISTANCE OF 35.76 FEET TO A POINT OF TANGENCY ON THE SOUTHEASTERLY LINE OF COLORADO DEPARTMENT OF TRANSPORTATION EASEMENT FILED NOVEMBER 21, 2005 AT RECEPTION NO. 20051121001281770 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER;

THENCE NORTH 41°24'53" EAST, A DISTANCE OF 1,728.66 FEET ALONG SAID SOUTHEASTERLY EASEMENT LINE TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 94°59'19", A RADIUS OF 50.00 FEET, AN ARC LENGTH OF 82.89 FEET, THE CHORD OF WHICH BEARS NORTH 88°54'33" EAST, A DISTANCE OF 73.72 FEET TO A POINT OF TANGENCY ON THE WESTERLY RIGHT-OF-WAY LINE OF QUEBEC PARKWAY, PRAIRIE GATEWAY ROADS – PHASE 2, FILED JUNE 2, 2008 AT RECEPTION NO. 2008000043922 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF QUEBEC PARKWAY FOR THE FOLLOWING FIVE (5) COURSES:

- 1) THENCE SOUTH 43°35'48" EAST, A DISTANCE OF 47.09 FEET TO A POINT OF CURVATURE;
- 2) THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 43°11'05", A RADIUS OF 650.00 FEET, AN ARC LENGTH OF 489.92 FEET, THE CORD OF WHICH BEARS SOUTH 22°00'15" EAST, A DISTANCE OF 478.40 FEET TO A POINT OF TANGENCY;
- 3) THENCE SOUTH 00°24'43" EAST, A DISTANCE OF 1,882.09 FEET;
- 4) THENCE SOUTH 00°27'34" EAST, A DISTANCE OF 67.18 FEET TO A POINT OF CURVATURE;
- 5) THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A

CENTRAL ANGLE OF 49°29'27", A RADIUS OF 1,130.00 FEET, AN ARC LENGTH OF 976.07 FEET, THE CORD OF WHICH BEARS SOUTH 24°17'09" WEST, A DISTANCE OF 946.00 FEET TO THE NORTH LINE OF TRACT D, PRAIRIE GATEWAY ROADS – PHASE 2, BEING A NON-TANGENT LINE;

THENCE SOUTH 89°34'46" WEST, A DISTANCE OF 39.53 FEET ALONG SAID NORTH LINE OF TRACT D;

THENCE NORTH 00°36'48" WEST, A DISTANCE OF 927.13 FEET;
THENCE SOUTH 89°37'44" WEST, A DISTANCE OF 471.06 FEET;
THENCE SOUTH 00°35'23" EAST, A DISTANCE OF 775.91 FEET;
THENCE SOUTH 89°36'38" WEST, A DISTANCE OF 546.58 FEET;
THENCE NORTH 00°37'46" WEST, A DISTANCE OF 776.09 FEET TO THE **POINT OF BEGINNING**;

CONTAINING A CALCULATED AREA OF 3,357,085 SQUARE FEET, OR 77.068 ACRES, MORE OR LESS.

PARCEL 3

A PARCEL OF LAND LOCATED IN THE NORTHWEST QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST QUARTER CORNER OF SAID SECTION 9 AND CONSIDERING THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 9 TO BEAR NORTH 00°30'30" WEST WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE NORTH 59°11'47" EAST, A DISTANCE OF 141.30 FEET TO THE EASTERLY RIGHT-OF-WAY LINE OF QUEBEC PARKWAY, PRAIRIE GATEWAY ROADS – PHASE 1, FILED OCTOBER 12, 2006 AT RECEPTION NO. 2006000989269 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER, AND THE **POINT OF BEGINNING**;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF QUEBEC PARKWAY FOR THE FOLLOWING SIX (6) COURSES:

- 1) THENCE NORTH 00°30'30" WEST, A DISTANCE OF 1,188.53 FEET;
- 2) THENCE NORTH 02°13'52" EAST, A DISTANCE OF 316.33 FEET;
- 3) THENCE NORTH 04°52'38" EAST, A DISTANCE OF 331.36 FEET;
- 4) THENCE NORTH 02°11'00" EAST, A DISTANCE OF 336.09 FEET;
- 5) THENCE NORTH 00°30'30" WEST, A DISTANCE OF 326.40 FEET;
- 6) THENCE NORTH 43°08'07" EAST, A DISTANCE OF 28.47 FEET TO THE SOUTHERLY RIGHT-OF-WAY LINE OF PRAIRIE PARKWAY, PRAIRIE GATEWAY SUBDIVISION FILING NO. 1, FILED AUGUST 25, 2005 AT RECEPTION NO. 20050825000917680 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF PRAIRIE PARKWAY FOR THE FOLLOWING FOUR (4) COURSES:

- 1) THENCE NORTH 86°47'26" EAST, A DISTANCE OF 123.55 FEET TO A POINT ON A NON-TANGENT CURVE;
- 2) THENCE ALONG THE ARC OF A NON-TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 59°37'28", A RADIUS OF 747.00 FEET, AN ARC LENGTH OF 777.36 FEET, THE CORD OF WHICH BEARS SOUTH 55°03'12" EAST, A DISTANCE OF 742.76 FEET TO A POINT OF TANGENCY;
- 3) THENCE SOUTH 25°14'28" EAST, A DISTANCE OF 728.85 FEET TO A POINT OF CURVATURE;
- 4) THENCE ALONG THE ARC OF A TANGENT CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 12°56'02", A RADIUS OF 1,728.00 FEET, AN ARC LENGTH OF 390.07 FEET, THE CORD OF WHICH BEARS SOUTH 31°42'29" EAST, A DISTANCE OF 389.25 FEET TO THE WESTERLY LINE OF SYRACUSE STREET, PRAIRIE GATEWAY ROADS – PHASE 1, BEING A NON-TANGENT LINE;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF SYRACUSE STREET FOR THE FOLLOWING FIVE (5) COURSES:

- 1) THENCE SOUTH 00°38'25" WEST, A DISTANCE OF 32.30 FEET;
- 2) THENCE SOUTH 49°49'23" WEST, A DISTANCE OF 104.60 FEET TO A POINT OF CURVATURE;
- 3) THENCE ALONG THE ARC OF A TANGENT CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 50°09'00", A RADIUS OF 336.00 FEET, AN ARC LENGTH OF 294.09 FEET, THE CORD OF WHICH BEARS SOUTH 24°44'53" WEST, A DISTANCE OF 284.80 FEET TO A POINT OF TANGENCY;
- 4) THENCE SOUTH 00°19'37" EAST, A DISTANCE OF 748.13 FEET;
- 5) THENCE SOUTH 44°04'48" WEST, A DISTANCE OF 16.12 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE SOUTH 89°40'12" WEST, A DISTANCE OF 1,082.22 FEET;
- 2) THENCE NORTH 49°32'52" WEST, A DISTANCE OF 23.97 FEET TO THE **POINT OF BEGINNING**;

CONTAINING A CALCULATED AREA OF 2,521,677 SQUARE FEET, OR 57.890 ACRES, MORE OR LESS.

PARCEL 4

A PARCEL OF LAND LOCATED IN THE NORTH HALF OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 9 AND CONSIDERING THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 9 TO BEAR SOUTH 00°15'25" EAST WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE SOUTH 56°03'46" WEST, A DISTANCE OF 3,712.38 FEET TO THE SOUTHERLY RIGHT-OF-WAY LINE OF PRAIRIE PARKWAY, PRAIRIE GATEWAY SUBDIVISION FILING NO. 1, FILED AUGUST 25, 2005 AT RECEPTION NO. 20050825000917680 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER, AND THE **POINT OF BEGINNING**;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF PRAIRIE PARKWAY FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE ALONG THE ARC OF A NON-TANGENT CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 19°03'57", A RADIUS OF 1,728.00 FEET, AN ARC LENGTH OF 575.01 FEET, THE CORD OF WHICH BEARS SOUTH 80°47'50" EAST, A DISTANCE OF 572.36 FEET TO A POINT OF TANGENCY;
- 2) THENCE NORTH 89°43'52" EAST, A DISTANCE OF 24.19 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF VICTORY WAY, PRAIRIE GATEWAY ROADS – PHASE 1, FILED OCTOBER 12, 2006 AT RECEPTION NO. 2006000989269 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF VICTORY WAY FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE SOUTH 45°19'48" EAST, A DISTANCE OF 33.68 FEET;
- 2) THENCE SOUTH 00°19'48" EAST, A DISTANCE OF 425.24 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE SOUTH 89°40'12" WEST, A DISTANCE OF 697.16 FEET ALONG SAID NORTHERLY RIGHT-OF-WAY LINE TO THE EASTERLY RIGHT-OF-WAY LINE OF TRENTON STREET, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF TRENTON STREET FOR THE FOLLOWING FOUR (4) COURSES:

- 1) THENCE NORTH 00°19'37" WEST, A DISTANCE OF 324.83 FEET TO A POINT OF CURVATURE;
- 2) THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 21°04'28", A RADIUS OF 364.00 FEET, AN ARC LENGTH OF 133.89 FEET, THE CORD OF WHICH BEARS NORTH 10°12'37" EAST, A DISTANCE OF 133.13 FEET TO A POINT OF TANGENCY;
- 3) THENCE NORTH 20°44'51" EAST, A DISTANCE OF 82.80 FEET;
- 4) THENCE NORTH 70°02'53" EAST, A DISTANCE OF 32.44 FEET TO THE **POINT OF BEGINNING**;

CONTAINING A CALCULATED AREA OF 333,619 SQUARE FEET, OR 7.659 ACRES, MORE OR LESS.

PARCEL 5

A PARCEL OF LAND LOCATED IN THE SOUTH HALF OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 9 AND CONSIDERING THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 9 TO BEAR SOUTH 00°15'25" EAST WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE SOUTH 42°07'07" WEST, A DISTANCE OF 3,673.57 FEET TO THE INTERSECTION OF THE WESTERLY RIGHT-OF-WAY LINE OF VICTORY WAY, PRAIRIE GATEWAY ROADS – PHASE 1, FILED OCTOBER 12, 2006 AT RECEPTION NO. 2006000989269 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER, WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE, PRAIRIE GATEWAY ROADS – PHASE 1, AND THE **POINT OF BEGINNING**;

THENCE SOUTH 00°19'48" EAST, A DISTANCE OF 349.07 FEET ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF VICTORY WAY TO THE NORTHERLY RIGHT-OF-WAY LINE OF EAST 59TH PLACE, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE SOUTH 89°40'12" WEST, A DISTANCE OF 671.79 FEET ALONG SAID THE NORTHERLY RIGHT-OF-WAY LINE OF EAST 59TH PLACE TO THE EASTERLY RIGHT-OF-WAY LINE OF TRENTON STREET, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF TRENTON STREET FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE NORTH 45°19'43" WEST, A DISTANCE OF 35.92 FEET;
- 2) THENCE NORTH 00°19'37" WEST, A DISTANCE OF 323.67 FEET TO SAID SOUTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE;

THENCE NORTH 89°40'12" EAST, A DISTANCE OF 697.17 FEET ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE TO THE **POINT OF BEGINNING**;

CONTAINING A CALCULATED AREA OF 243,041 SQUARE FEET, OR 5.579 ACRES, MORE OR LESS.

PARCEL 6

A PARCEL OF LAND LOCATED IN THE SOUTH HALF OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 9 AND CONSIDERING THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 9 TO BEAR NORTH 00°20'07" WEST WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE NORTH 33°46'36" EAST, A DISTANCE OF 238.94 FEET TO THE EASTERLY RIGHT-OF-WAY LINE OF QUEBEC PARKWAY, PRAIRIE GATEWAY ROADS – PHASE 1, FILED OCTOBER 12, 2006 AT RECEPTION NO. 2006000989269 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER, AND THE **POINT OF BEGINNING**;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF QUEBEC PARKWAY FOR THE FOLLOWING ELEVEN (11) COURSES:

- 1) THENCE NORTH 00°20'07" WEST, A DISTANCE OF 1,086.03 FEET;
- 2) THENCE NORTH 49°00'33" EAST, A DISTANCE OF 31.46 FEET;
- 3) THENCE NORTH 86°58'25" EAST, A DISTANCE OF 87.32 FEET;
- 4) THENCE NORTH 00°19'59" WEST, A DISTANCE OF 79.98 FEET;
- 5) THENCE SOUTH 89°36'57" WEST, A DISTANCE OF 95.14 FEET;
- 6) THENCE NORTH 49°34'03" WEST, A DISTANCE OF 36.90 FEET;
- 7) THENCE NORTH 00°20'07" WEST, A DISTANCE OF 560.75 FEET;
- 8) THENCE NORTH 81°30'58" EAST, A DISTANCE OF 12.79 FEET;
- 9) THENCE NORTH 00°34'21" EAST, A DISTANCE OF 41.01 FEET;
- 10) THENCE NORTH 82°42'49" WEST, A DISTANCE OF 13.43 FEET;
- 11) THENCE NORTH 00°20'07" WEST, A DISTANCE OF 555.92 FEET TO THE SOUTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF EAST 60TH AVENUE FOR THE FOLLOWING SEVEN (7) COURSES:

- 1) THENCE NORTH 48°42'39" EAST, A DISTANCE OF 30.91 FEET;
- 2) THENCE NORTH 86°48'27" EAST, A DISTANCE OF 108.32 FEET;
- 3) THENCE NORTH 89°40'12" EAST, A DISTANCE OF 968.49 FEET;
- 4) THENCE SOUTH 45°19'49" EAST, A DISTANCE OF 16.12 FEET;
- 5) THENCE NORTH 89°40'11" EAST, A DISTANCE OF 72.00 FEET;
- 6) THENCE NORTH 44°40'11" EAST, A DISTANCE OF 16.12 FEET;
- 7) THENCE NORTH 89°40'12" EAST, A DISTANCE OF 761.61 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF TRENTON STREET, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF TRENTON STREET FOR THE FOLLOWING THREE (3) COURSES:

- 1) THENCE SOUTH 00°19'37" EAST, A DISTANCE OF 323.66 FEET;
- 2) THENCE SOUTH 44°40'23" WEST, A DISTANCE OF 25.46 FEET;
- 3) THENCE SOUTH 00°19'37" EAST, A DISTANCE OF 97.40 FEET TO THE SOUTHERLY RIGHT-OF-WAY LINE OF EAST 59TH PLACE, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF EAST 59TH PLACE FOR THE FOLLOWING THREE (3) COURSES:

- 1) THENCE NORTH 89°40'12" EAST, A DISTANCE OF 97.40 FEET;
- 2) THENCE NORTH 44°40'17" EAST, A DISTANCE OF 25.46 FEET;
- 3) THENCE NORTH 89°40'12" EAST, A DISTANCE OF 168.48 FEET;

THENCE SOUTH 00°19'46" EAST, A DISTANCE OF 1,102.15 FEET;

THENCE NORTH 89°40'14" EAST, A DISTANCE OF 901.36 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF VALENTIA STREET, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF VALENTIA STREET FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE SOUTH 00°19'48" EAST, A DISTANCE OF 977.62 FEET;
- 2) THENCE SOUTH 44°11'17" WEST, A DISTANCE OF 24.24 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF EAST 56TH AVENUE, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF EAST 56TH AVENUE FOR THE FOLLOWING FOUR (4) COURSES:

- 1) THENCE SOUTH 88°42'29" WEST, A DISTANCE OF 52.08 FEET;
- 2) THENCE SOUTH 01°17'31" EAST, A DISTANCE OF 5.00 FEET;
- 3) THENCE SOUTH 88°42'29" WEST, A DISTANCE OF 383.01 FEET;
- 4) THENCE SOUTH 88°22'22" WEST, A DISTANCE OF 718.64 FEET TO THE EAST LINE OF THE U.S. POST OFFICE PROPERTY DESCRIBED IN DACA45-4-71-6185;

THENCE ALONG THE BOUNDARY OF SAID U.S. POST OFFICE PROPERTY FOR THE FOLLOWING THREE (3) COURSES:

- 1) THENCE NORTH 00°20'07" WEST, A DISTANCE OF 2,074.47 FEET;
- 2) THENCE SOUTH 89°39'55" WEST, A DISTANCE OF 1,505.00 FEET;
- 3) THENCE SOUTH 00°20'07" EAST, A DISTANCE OF 1,467.00 FEET TO THE NORTH LINE OF THE SOUTH ADAMS COUNTY WATER AND SANITATION DISTRICT PROPERTY DESCRIBED IN SPECIAL WARRANTY DEED, FILED APRIL 29, 2011 AT RECEPTION NO. 2011000027857 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER;

THENCE ALONG THE BOUNDARY OF SAID SOUTH ADAMS COUNTY WATER AND SANITATION DISTRICT PROPERTY FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE SOUTH 89°39'55" WEST, A DISTANCE OF 70.00 FEET;
- 2) THENCE SOUTH 00°20'07" EAST, A DISTANCE OF 600.49 FEET TO SAID NORTHERLY RIGHT-OF-WAY LINE OF EAST 56TH AVENUE;

THENCE ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF EAST 56TH AVENUE FOR THE FOLLOWING TWO (2) COURSES:

- 1) THENCE NORTH 88°20'05" WEST, A DISTANCE OF 240.69 FEET TO A POINT OF CURVATURE;
- 2) THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 87°59'57", A RADIUS OF 130.00 FEET, AN ARC LENGTH OF 199.66 FEET, THE CORD OF WHICH BEARS NORTH 44°20'06" WEST, A DISTANCE OF 180.61 FEET TO THE **POINT OF BEGINNING**;

CONTAINING A CALCULATED AREA OF 3,250,256 SQUARE FEET, OR 74.616 ACRES, MORE OR LESS.

PARCEL 7

A PARCEL OF LAND LOCATED IN THE SOUTHEAST QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF ADAMS, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHEAST CORNER OF SAID SECTION 9 AND CONSIDERING THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 9 TO BEAR SOUTH 89°38'59" WEST WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE NORTH 64°36'13" WEST, A DISTANCE OF 177.26 FEET TO A LINE 77.00 FEET NORTH OF AND PARALLEL WITH SAID SOUTH LINE OF THE SOUTHEAST QUARTER OF SECTION 9 AND THE **POINT OF BEGINNING**;

THENCE SOUTH 89°38'59" WEST, A DISTANCE OF 1,774.29 FEET ALONG SAID PARALLEL LINE AND THE NORTHERLY RIGHT-OF-WAY LINE OF EAST 56TH AVENUE, PRAIRIE GATEWAY ROADS – PHASE 1, FILED OCTOBER 12, 2006 AT RECEPTION NO. 2006000989269 OF THE RECORDS OF THE ADAMS COUNTY CLERK AND RECORDER, TO THE EASTERLY RIGHT-OF-WAY LINE OF VALENTIA STREET, PRAIRIE GATEWAY ROADS – PHASE 1;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF VALENTIA STREET FOR THE FOLLOWING THREE (3) COURSES:

- 1) THENCE NORTH 46°56'53" WEST, A DISTANCE OF 31.87 FEET;
- 2) THENCE NORTH 03°10'22" WEST, A DISTANCE OF 189.92 FEET;
- 3) THENCE NORTH 00°19'48" WEST, A DISTANCE OF 787.13 FEET;

THENCE NORTH 89°40'14" EAST, A DISTANCE OF 1,937.94 FEET TO A LINE 30.00 FEET WEST OF AND PARALLEL WITH THE EAST LINE OF SAID SOUTHEAST QUARTER OF SECTION 9;

THENCE SOUTH 00°15'23" EAST, A DISTANCE OF 868.22 FEET ALONG LAST SAID PARALLEL LINE TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 89°54'23", A RADIUS OF 130.00 FEET, AN ARC LENGTH OF 203.99 FEET, THE CORD OF WHICH BEARS SOUTH 44°41'48" WEST, A DISTANCE OF 183.70 FEET TO A POINT OF TANGENCY TO THE **POINT OF BEGINNING**;

CONTAINING A CALCULATED AREA OF 1,929,161 SQUARE FEET, OR 44.287 ACRES, MORE OR LESS.

PARCELS 1 THROUGH 7 CONTAINING A COMBINED CALCULATED AREA OF 11,719,436 SQUARE FEET, OR 269.041 ACRES, MORE OR LESS.

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

JAMES M. ROAKE, P.L.S. 37898
FOR AND ON BEHALF OF MANHARD CONSULTING

[PAGE HOLDER FOR DIAGRAM OF PARCEL AREAS]

EXHIBIT B TO RESOLUTION

(Amendment)

[Exhibit B to Resolution]