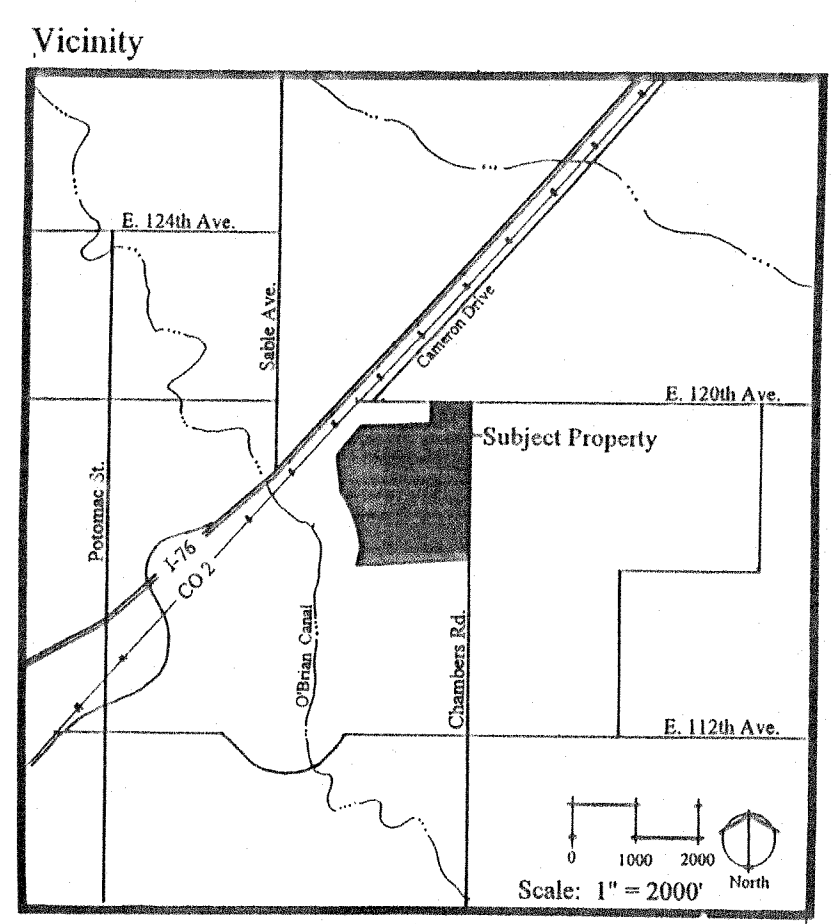


PUD 3172

The Villages at Buffalo Run West, PUD Zone Document

A portion of the Northeast One-Quarter of Section 6, Township 2 South, Range 66 West of the Sixth Principal Meridian, City of Commerce City, County of Adams, State of Colorado



Legal Description
A Portion of the Northeast One Quarter of Section 6, Township 2 South, Range 66 West of the 6th Principal Meridian, City of Commerce City, County of Adams, State of Colorado, being more particularly described as follows:

Commencing at the Northeast Corner of said Section 6; Thence S 00°27'42" W, along the Easterly line of the Northeast Quarter of said Section 6, a distance of 50.01 feet; Thence S 89°22'19" W along a line 50.00 feet Southerly of and parallel with the North line of said Northeast Quarter, a distance of 75.01 feet to the POINT OF BEGINNING;

Thence S 45°04'59" E a distance of 35.02 feet;
Thence S 00°27'42" W along a line 50.00 feet Westerly of and parallel with the Easterly line of the Northeast Quarter of said Section 6, a distance of 2475.26 feet;
Thence S 88°15'37" W along the Southerly line of the Northeast Quarter of said Section 6, a distance of 1700.14 feet;
Thence along the Easterly Right-of-Way line of the O'Brian Canal the following nine (9) courses;

- 1) N 09°13'45" E a distance of 192.28 feet;
- 2) Thence N 09°53'34" W a distance of 321.68 feet;
- 3) Thence N 16°33'27" W a distance of 297.97 feet;
- 4) Thence N 24°17'20" W a distance of 133.66 feet;
- 5) Thence N 24°34'02" W a distance of 190.80 feet;
- 6) Thence N 09°20'54" W a distance of 487.78 feet;
- 7) Thence N 02°30'50" E a distance of 150.70 feet;
- 8) Thence N 27°20'59" E a distance of 216.34 feet;
- 9) Thence N 40°35'47" E a distance of 403.99 feet;

Thence N 89°22'19" E along a Southerly line of a Colorado Department of Transportation (CDOT) Parcel A, a distance of 1057.05 feet;
Thence N 00°37'41" W along an Easterly line of said CDOT Parcel A, a distance of 285.00 feet;
Thence N 89°22'19" E along a Southerly line of said CDOT Parcel A, a distance of 440.00 feet;
Thence N 00°37'41" W along an Easterly line of said CDOT Parcel A, a distance of 30.00 feet;
Thence N 89°22'19" E along a line 50.00 feet Southerly of and parallel with the Northerly line of the Northeast Quarter of said Section 6, a distance of 155.00 feet to the POINT OF BEGINNING;

Containing 98.031 acres, more or less.

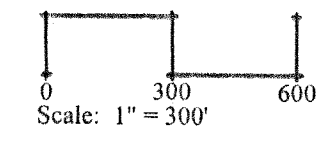
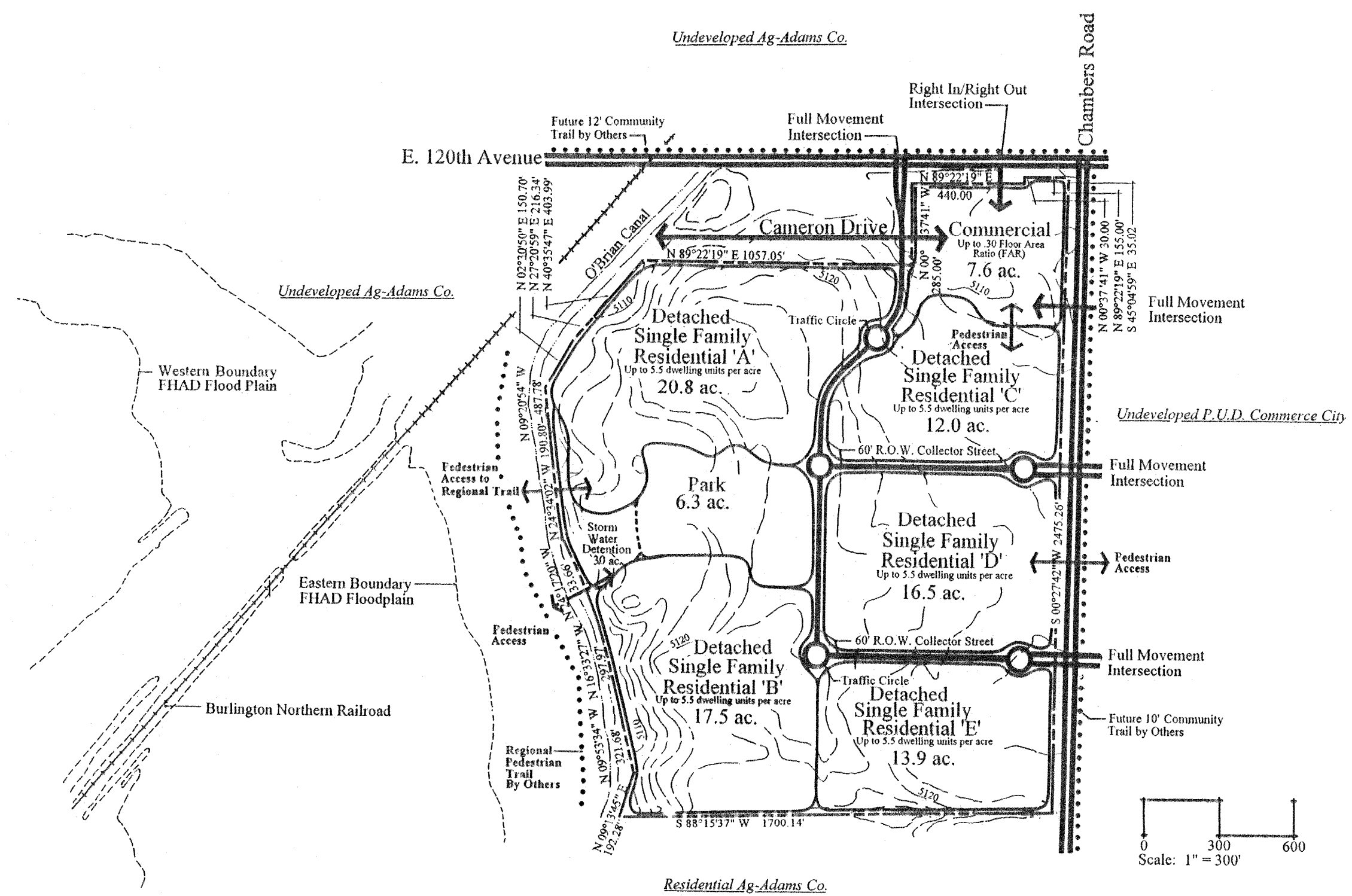
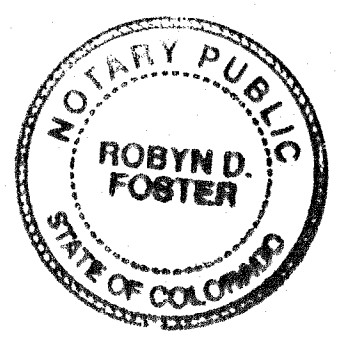
Owner's Certificate:
120th & Chambers LLC, being the owner of the property located in the City of Commerce City, County of Adams, State of Colorado, does hereby submit this P.U.D. Zone Document and agrees to perform under the terms noted herein.

Russell N. Watten
Managing Partner

State of Colorado)
County of Denver) ss
City of Denver)

The foregoing ownership certificate was acknowledged before me this 11 day of March 2000.

Notary Public *Robyn D. Foster*
My Commission Expires 2/25/01



Approvals: City of Commerce City

Approved by the City of Commerce City Planning Commission this 8th day of February 2000.

Chris Jull
Chairperson

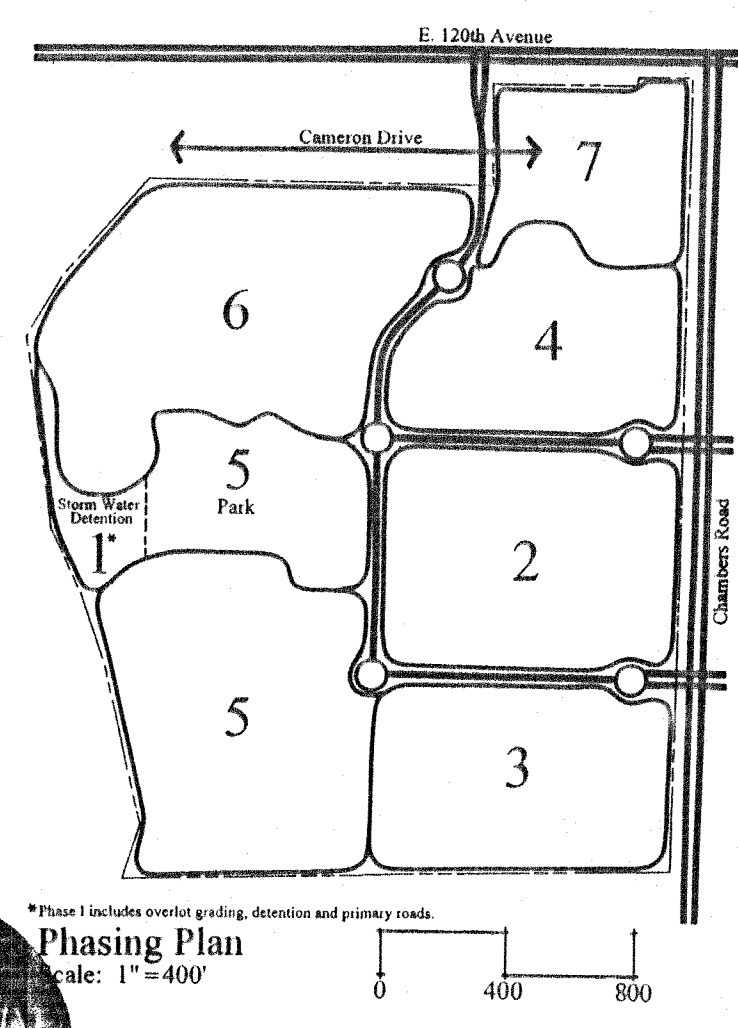
Approved by the City of Commerce City, City Council this 26th day of June 2000.

Judith A. Ridgely City Clerk
Ermy Noyes Mayor

Clerk and Recorder Certificate

This P.U.D. Zone Document was filed for record in the Office of the Adams County Clerk and Recorder in the State of Colorado on the 11th day of March 2000.

Carole A. Snyder County Clerk and Recorder
Emily Haglund Deputy



The Villages at Buffalo Run-West
Owner/Consultants:
Owner: 120th & Chambers LLC
1860 Blake Street, Suite 400
Denver, Colorado 80202
Phone 303-382-1503 Fax 303-382-1506

Land Planner: Michael G. Pharo Associates, Inc.
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PUD File No. 3172
Map No.
Reception No. CD660286

The Villages at Buffalo Run West, PUD Zone Document

A portion of the Northeast One-Quarter of Section 6, Township 2 South, Range 66 West of the Sixth Principal Meridian,
City of Commerce City, County of Adams, State of Colorado

I. Community Development Standards

A. Community Concept and Intent:

The development concept for The Villages at Buffalo Run West provides for a single family detached residential land use organized around a neighborhood park. This concept is an integral component of an overall master plan for the area surrounding the northern portion of the Buffalo Run Golf Course. These residential areas will be interconnected with a strong vehicular system with extensive streetscape improvements including pedestrian sidewalks and trails. The residential areas will be complemented by a variety of neighborhood and community office and retail opportunities. Contemporary design standards will be established to achieve the concept and intent of the community through quality architectural, site design and landscape design components. Flexibility will be provided for in these standards to allow for changes in the market over the life of the project.

The project will be characterized by the following features:

- Streetscape design elements including landscaping and detached sidewalks on major collector streets.
- Extensive bicycle and pedestrian circulation opportunities from the residential areas to park and commercial opportunities.
- Public and private open space and recreation opportunities in addition to the northern 9-hole portion of the Buffalo Run Public Golf Course.
- Uniformity of architectural and landscape design for all use types to provide visual harmony throughout the community.

B. Building Form/Style:

The theme for the architectural design consists of a regional orientation specific to the mountains and plains of Colorado. The mountainous terrain of the region is repeated in the multi-level roof slopes and dormers. The light and shadow patterns of the landscape are repeated by architectural features such as the roof overhangs and offset building masses. The color and texture of the landscape is captured through the use of wood, stone, and the use of complimentary natural colors.

Exterior Materials:

Exterior surfaces will be comprised of materials that blend well with each other and are compatible with the natural landscape. Such materials shall consist of, but not be limited to, brick, stone, wood, and stucco, either actual or simulated materials as appropriate. All front elevations of all homes will contain either brick or stone. The exact amount of brick or stone on each home shall be determined at the Final PUD Permit for each phase of the project. No manufactured/modular homes will be allowed in the development.

Specific Architectural Design:

Detailed architectural plans and elevations for each phase, prepared by the builder in accordance with Commerce City regulations, and the developer's design standards, shall be reviewed and approved by the City Council prior to the issuance of any building permit within the PUD.

C. Project Access and Circulation:

Vehicular access to the subject property will be accomplished in conformance with CDOT and Commerce City engineering standards for the adjacent arterials of 120th Avenue, Chambers Road, Buckley Road and 112th Avenue. Vehicular access to the internal development pods will be provided from the perimeter arterial roads via intersections which are spaced, sized and function in a manner commensurate with accepted industry practices.

Non-vehicular access, including sidewalks and trails sized for pedestrians, recreational bicyclers and recreational skaters, will be provided along public streets as indicated on the street cross sections. Specific designs for walks/trails in internal parks and open spaces, and stipping plans for competitive bike lanes on the arterial streets, will be determined at the time of Final PUD Permit and shall conform to Commerce City Code.

D. Technical Data:

land use	gross acres	Density ¹	dwelling units	% of project by acres
Single Family Detached (Parcel A,B,C,D,E)	80.7	5.1	416	82.3
Commercial	7.6			7.8
Public Park/Detention (Park 7.1 ac; Detention 2.2 ac)	9.3			9.5
Right of Way Loss	4			4
Totals	98.0	4.2 du/ac	416 du	100.0%

¹Gross acreage is calculated to the right of way line of adjacent arterial roads and to the centerline of interior collector and local roads.

²416 dwelling units on 80.7 acres is a net density of 5.1 dwelling units per acre. The gross density is 4.2 dwelling units per acre represents 416 total dwelling units on 98.0 acres in the entire project area. 416 dwelling units referenced to all project acreage exclusive of commercial acreage (90.4 acres) is 4.6 dwelling units per acre.

E. Improvement Plan:

Final grading, drainage, utility, and street plans will be prepared and submitted separately for review and approval by the City. No site development work shall begin within the PUD until said plans are approved by the City Engineer or his designee.

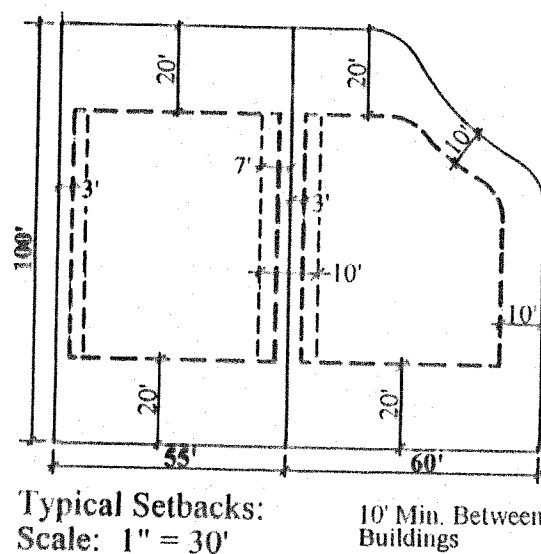
F. Phasing:

Ground breaking for the development will occur in the fall of 1999. Home sales will begin as soon after groundbreaking as is practical. Development will continue for a 7 to 10 year period or as market conditions dictate. The initial development phase will be near the northerly project entry on Chambers Road and extend westward through Phase 2; phase 3 will occur near the southerly project entry on Chambers Road and extend westward through phase 4. Market conditions will dictate timing between phases. Modifications to the Phasing Plan may be submitted and approved by the Director of Community Development.

II. Residential Development Standards

A. Single Family Detached up to 5.1 du/ac:

Minimum Lot Size:	5,400 Square Feet
Minimum Setbacks:	20' 0"
(Fireplaces, Eaves, and Bay Windows may encroach into setback; Patios and Decks to be 10' Min. setback from rear)	3' 0" (10' Min. between homes)
	20' 0"
Minimum Setback from Arterial Streets: (120th Avenue and Chambers Road)	40' 0"
Maximum Dwelling Coverage:	60%
Minimum Living Area:	Multi-Level Buildings
	1360 sq. ft. & up ALLOWED
	No more than 20% of the total 416 homes may be 1360 to 1500 sq. ft. in this category
One Story Buildings	1100 to 1250 sq. ft. ALLOWED
	No more than 10% of the 416 homes may be this size
One Story Buildings	1251 sq. ft. & up ALLOWED
	No more than 15% of the total 416 homes may be 1251 to 1500 sq. ft. in this category.
Maximum Allowable Building Height:	35'
Minimum Parking Ratio:	2 car garage plus 2 cars on driveway



B. Parking/Storage of Recreation and Inoperative Vehicles:

No recreation vehicles or disassembled or partially disassembled vehicles of any type, shall be parked, stored, maintained, or used in the yard or driveway of any dwelling, or on any public street in the PUD, but may be stored within the fully enclosed garage of that dwelling. However, recreation vehicles and motor homes may be temporarily parked for a maximum of three (3) consecutive days in the driveway, provided that the vehicle does not interfere with the sight views and/or use of adjacent property. Recreation vehicles shall include, but not be limited to motorhomes, pick-up trucks with above cab camper shells, trailers, motorcycles, motor bikes, snowmobiles, jet skis, all terrain vehicles, boats and other apparatus intended for use on land, water, or the air, and the trailers for their transportation.

C. Outdoor Storage:

Free standing storage units will be allowed in the rear yard on each lot in accordance with the design standards and approval procedures of the Design Review Committee and in conformance with the requirements of the City of Commerce City's R-1 Zoning District. Design standards will provide for complete architectural compatibility with the primary structure in terms of materials, colors and roofing. The Design standards will designate a maximum allowable size of the structure and provide for visual screening from adjacent rights of way.

D. Residential Landscape:

The builder will install a minimum of 2-2 1/2" caliper trees, 7 shrubs, and lawn in the front of each home. Trees will be located in the streetscape area of each yard. Corner lots will have 1 extra tree. Homeowner will install a minimum of 1-2 1/2" caliper tree or an 8' conifer tree in the rear yard within 12 months of occupancy. Eighty-five percent of front yard will be landscaped with live plant material.

E. Fencing:

Fencing design for residential applications is graphically delineated on page 3 of this document. No solid fences will be utilized in the community to enclose parcels or individual lots. Type II Open Cross-Buck Fencing will be utilized in conjunction with owner-installed landscaping to provide segregation and privacy. Solid privacy screens adjacent to private exterior living spaces such as decks, patio's, pools or spa's will be allowed. All fencing adjacent to parks, trails and open spaces shall be the Open Cross-Buck Fence Type II, no greater than 4 feet in height and shall be uniform throughout the community.

F. Project Management/Homeowners Association:

A master homeowner's association will be established to govern the Villages at Buffalo Run East and West collectively. Covenants will be established to insure acceptable levels of development, maintenance, and aesthetic standards. The covenants will be monitored by a mandatory Homeowner's Association for each residential property owner.

G. Maintenance:

All private on-site open space will be maintained by the Homeowner's Association.

H. Allowable Uses

Allowable uses within the PUD shall include single family detached residences, public rights of way for vehicles and pedestrians, and public and private landscaped open space. No "manufactured" dwellings will be utilized in the development.

I. Alternate Regulations

Any condition not regulated by this PUD shall be governed by the City of Commerce City Zoning Ordinance.

J. Housing Diversity

All housing shall be staggered so that no two identical housing models are constructed next door to each other or directly across the street.

III. Commercial Development Standards

A. Permitted Uses

- Places for the conduct of any retail business supplying the daily needs of family life.
- Places serving food and/or beverages where such products are consumed within a building or take out including drive-up service.
- Banks and savings and loan associations.
- General, professional, and medical offices.
- Personal service shops, such as barber, beauty shops.
- Studios, such as photography and art studios.
- Bakeries selling at least 50% of their goods on premises.
- Dry cleaning and laundries.
- Clinics for health care and fitness.
- Printing, desktop publishing, and copying centers.
- Day-care centers.
- Small Animal and Veterinary clinics without boarding facilities except for animals being treated.
- Post office.
- Library.
- Convenience stores - including gas and car wash.
- Churches.

B. Maximum Allowable Building Height:

45' at ridge line

C. Maximum Building Coverage:

Up to .30 Floor Area Ratio (FAR)

D. Minimum Setbacks:

	Setback Requirements for Buildings 16' to 40' height (3 stories)	Setback Requirements for Buildings up to 16' height (1 story)
Arterial Streets	40'	20'
Collector Streets	30'	20'

E. Architectural Treatment:

Commercial structures shall have similar quality elevation treatments on all building sides. Service and loading areas must be enclosed with architectural walls constructed of material compatible with the buildings. Additional enclosure and screening of service and loading areas will be provided by landscaping to minimize any visual impact from rights of way. Details of architectural intent shall be reviewed after approval of the PUD Permit Application by the Department of Community Development.

F. Openspace/Landscape:

A minimum of 15 percent of the area contained within a site shall be landscaped area and shall consist of 90% planted coverage. Permanent facilities (i.e., shelters, benches, etc.) shall be setback 30' from the R.O.W. line of arterial streets; setback 20' from residential uses. In all parking areas a minimum of 162 s.f. (@9' x 18') of landscape islands shall be provided for every 15 parking spaces.

Minimum plant material size: Deciduous Shade Trees 2 1/2" cal., Conifers 6' - 8' in height; Ornamental Trees 1 1/2" cal., Shrubs - 5 gal.

G. Minimum Parking Ratio:

Retail: 1 Space per 200 square feet of gross leasable area
Office: 1 Space per 300 square feet of gross leasable area

H. Signage and Lighting:

Signage and lighting shall conform to the City of Commerce City Code with the following additional restrictions. Use of raised individual letters on commercial building signage is encouraged, canned signs are permitted if integrated into building facade design. The size, color, utilization of materials and lighting shall be compatible with the architectural design of the structure. No monument signs shall be greater than 6' in height. No bus bench signage will be allowed. The identification sign for all parcels shall be on low walls and be compatible with the community identification signage in scale, materials, design quality, and provide the community name on the sign.

Details of signs and lighting intent shall be submitted as part of the Final Development Plan, and should respond to the design intent set forth in the project guidelines.

I. Maintenance:

All on-site open space will be maintained by the development.

Land Use Schedule:

Proposed Uses	Single Family Detached Parcel A, B, C, D & E	Commercial	Public Park/Detention
Maximum Allowable Building Height	35'	45' at Ridge line	N/A
Lot Size	5400 S.F.	N/A	N/A
Coverage	60% Max	N/A	N/A
Floor Area Ratio	N/A	Up to .30	N/A
Density	Up to 5.1 dwelling Units per net acre	N/A	N/A
Setbacks	Front 20' 0" min. Side 5' 0" min. Rear 20' 0" min. Perimeter Road Setbacks (from edges of pavement) 40' 0" min.	Buildings 16' to 45' 40' min. Arterial Street 30' Min. Collector Streets 20' min. Buildings up to 16' Arterial Streets 20' min. Collector Streets 20' min.	N/A
Parking Ratios	2 car garage plus 2 cars on driveway	Retail: 1 space per 200 s.f. of gross leasable area Office: 1 space per 300 s.f. of gross leasable area	Parking spaces will be provided as required by the City of Commerce City.
Signage	Community entry signage Neighborhood signage and Standard street signage	Signage shall conform to the City of Commerce City Code with the following additional restrictions: Use of raised letters on commercial building signage is encouraged, canned signs are permitted if integrated into building facade design. No free-standing signs shall be greater than 6' in height. No bus bench signage will be allowed. The identification sign for all parcels shall be on low walls and be compatible with the community identification signage in scale, materials, design quality, and provide the community name on the sign.	Signage for park will be provided as required by the City of Commerce City regulations and match standardized park signage if required. The Commerce City Parks and Recreation Department shall approve all signage for the park.
Landscape Standards	The builder will install a minimum of 2 - 2 1/2" caliper trees, 7 shrubs, and lawn in the front of each home. The trees will be located in the streetscape area of each yard. Corner lots will have 1 extra tree. Homeowner will install a minimum of 1 - 2 1/2" caliper tree or an 8' conifer tree in the rear yard within 12 months of occupancy. 85% of front yard will be landscaped with live plant material.	A minimum of 15% of the area contained within a site shall be landscaped area and shall consist of 90% planted coverage. In all parking areas a minimum of 162 s.f. (@9' x 18') of landscape islands shall be provided for every 15 parking spaces. Minimum plant sizes: Deciduous Shade Trees 2 1/2" cal. Conifers 6' - 8" ht. Ornamental Trees 1 1/2" cal. Shrubs 5 gal.	Park landscaping will meet standards for public parks as required by Commerce City Park and Recreation Department. All construction plans and specifications are subject to approval by the Commerce City Parks and Recreation Department prior to construction. Detention areas shall also conform to Commerce City Engineering Standards and be approved by the Commerce City Public Works Department.
Allowable Land Use	Single Family Detached Residences, Public rights of way for vehicles and pedestrians, and public and private landscaped open space. Temporary uses will include model homes, temporary sales and construction offices and construction equipment activity.	1. Places for the conduct of any retail business supplying the daily needs of family life. 2. Places serving food and/or beverages where such products are consumed within a building or take out including drive-up service. 3. Banks and savings and loan associations. 4. General, professional, and medical offices. 5. Personal service shops, such as barber, beauty shops. 6. Studios, such as photography and art studios. 7. Bakeries selling at least 50% of their goods on premises. 8. Dry cleaning and laundries. 9. Clinics for health care and fitness. 10. Printing, desktop publishing, and copying centers. 11. Day-care centers. 12. Small Animal and Veterinary clinics without boarding facilities except for animals being treated. 13. Post office. 14. Library. 15. Convenience stores - including gas and car wash. 16. Churches	Active and passive recreation, storm water detention

The Villages at Buffalo Run-West

Owner/Consultants:
Owner: 120th & Chambers LLC
1860 Blake Street, Suite 400
Denver, Colorado 80202
Phone 303-382-1503 Fax 303-382-1506

Land Planner: Michael G. Pharo Associates, Inc.
2835 West Oxford Avenue, #6
Englewood, CO 80110
Phone 303-783-3772 Fax 303-783-3773

Civil Engineer: Murray McMullen Engineering, Inc.
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Aurora, Colorado 80014
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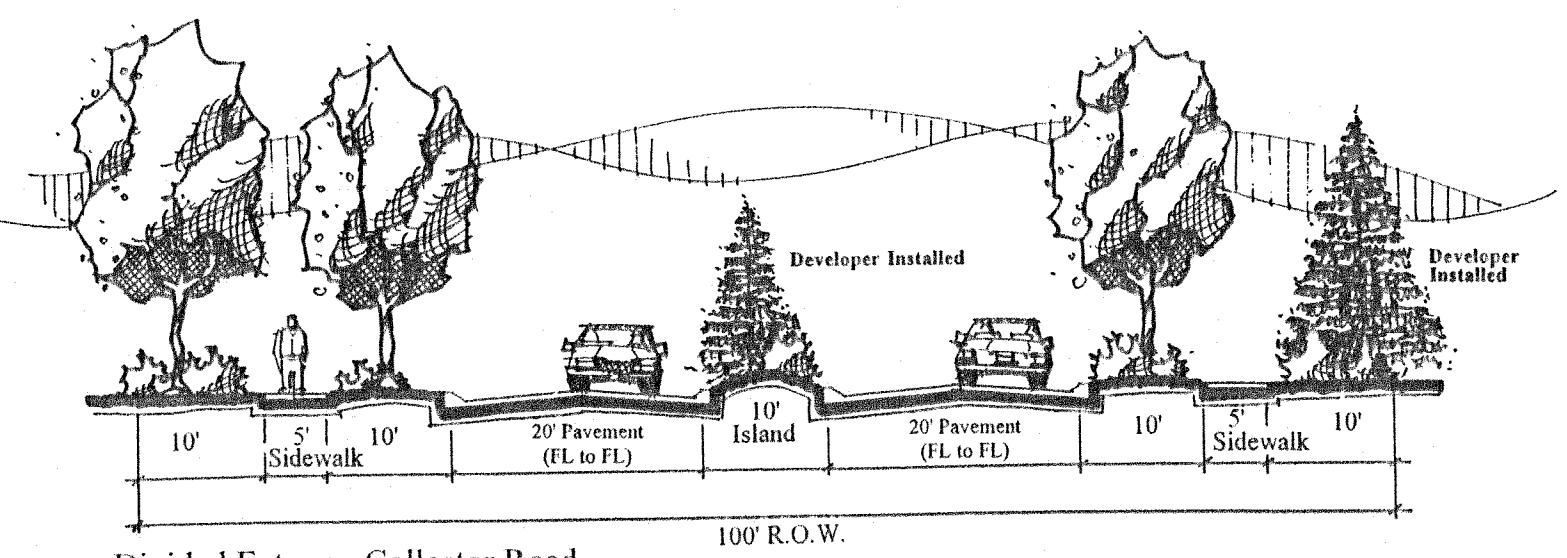
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Map No. _____
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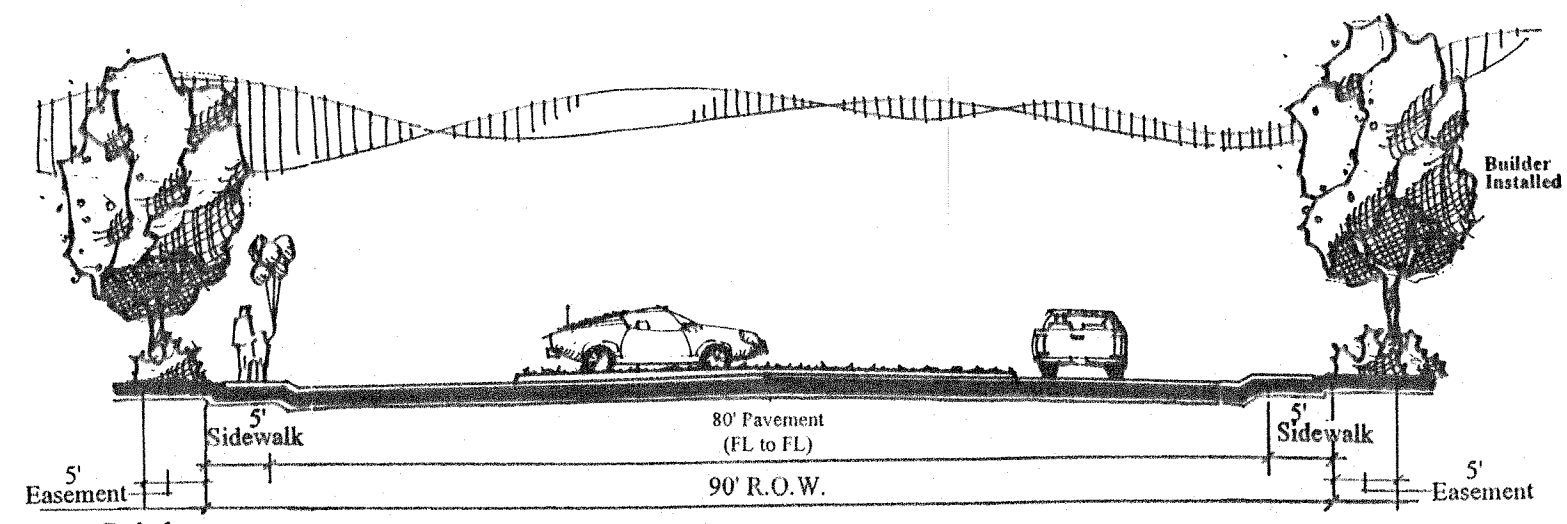
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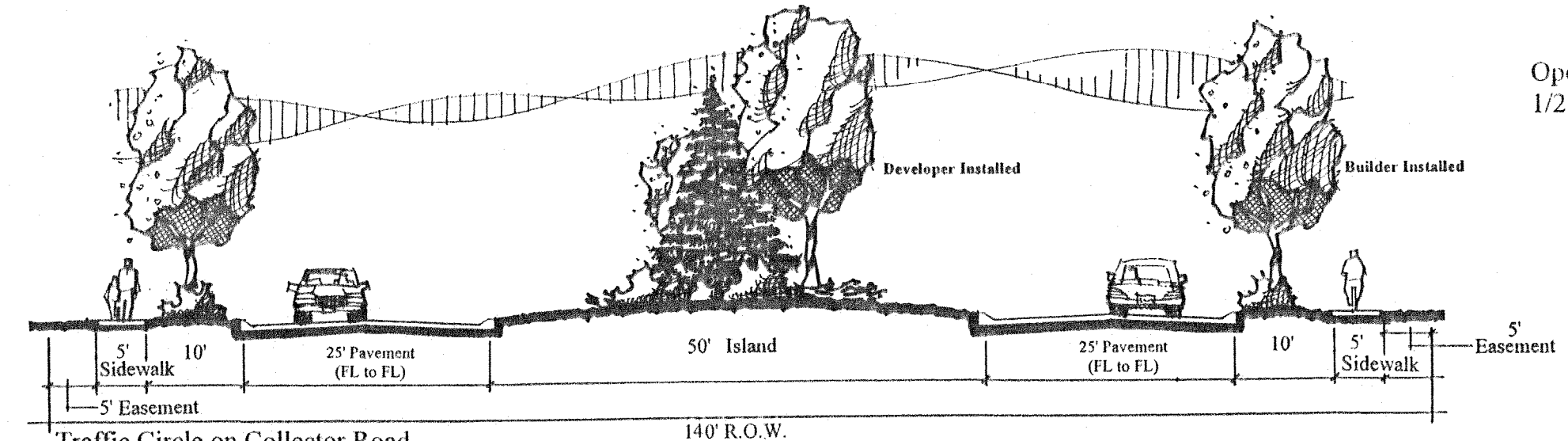
*See Engineering Submittal For Arterial Road Sections



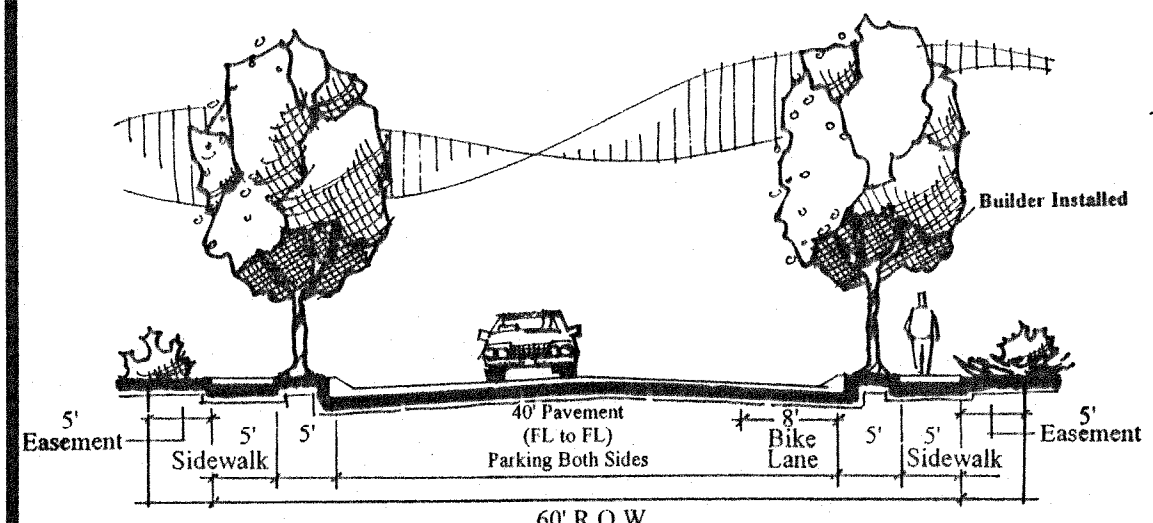
Divided Entry on Collector Road
Scale 1" = 10'



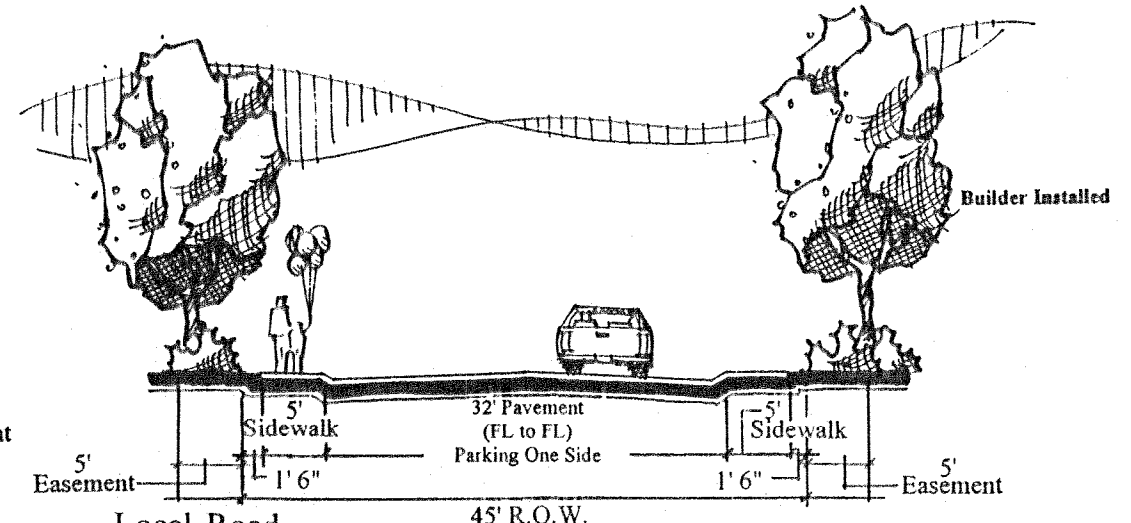
Cul-de-sac
Scale: 1" = 10'



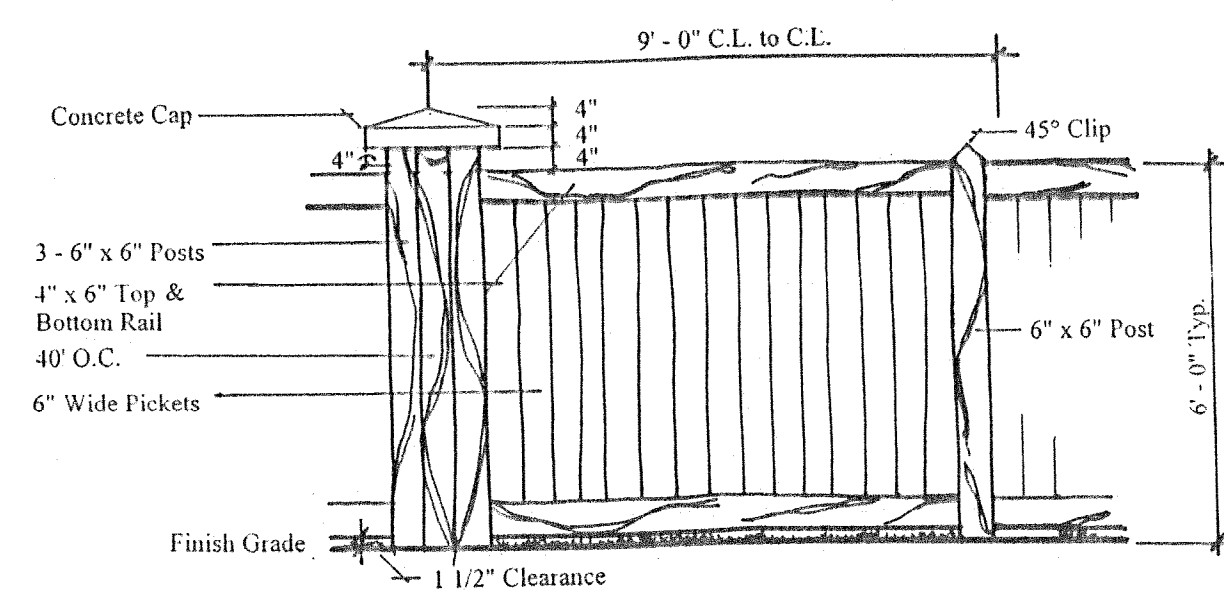
Traffic Circle on Collector Road
Scale 1" = 10'



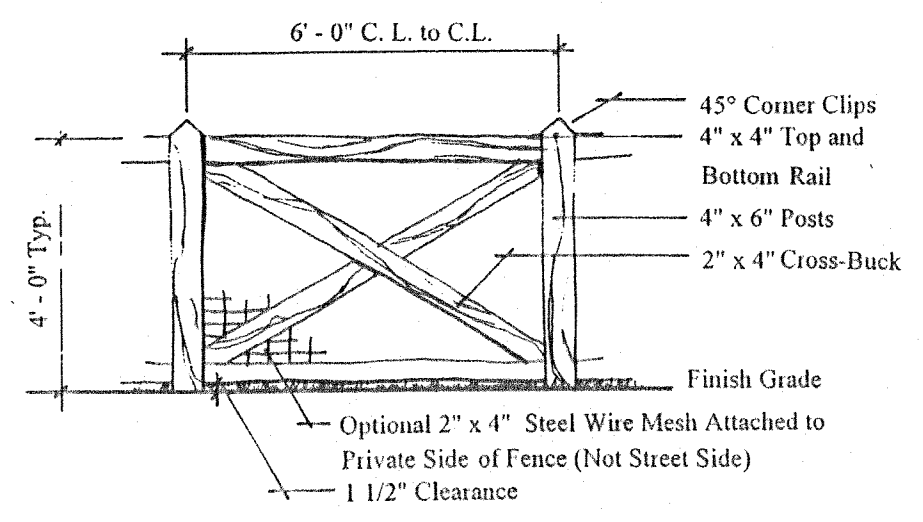
Local/Collector Road
Scale 1" = 10'



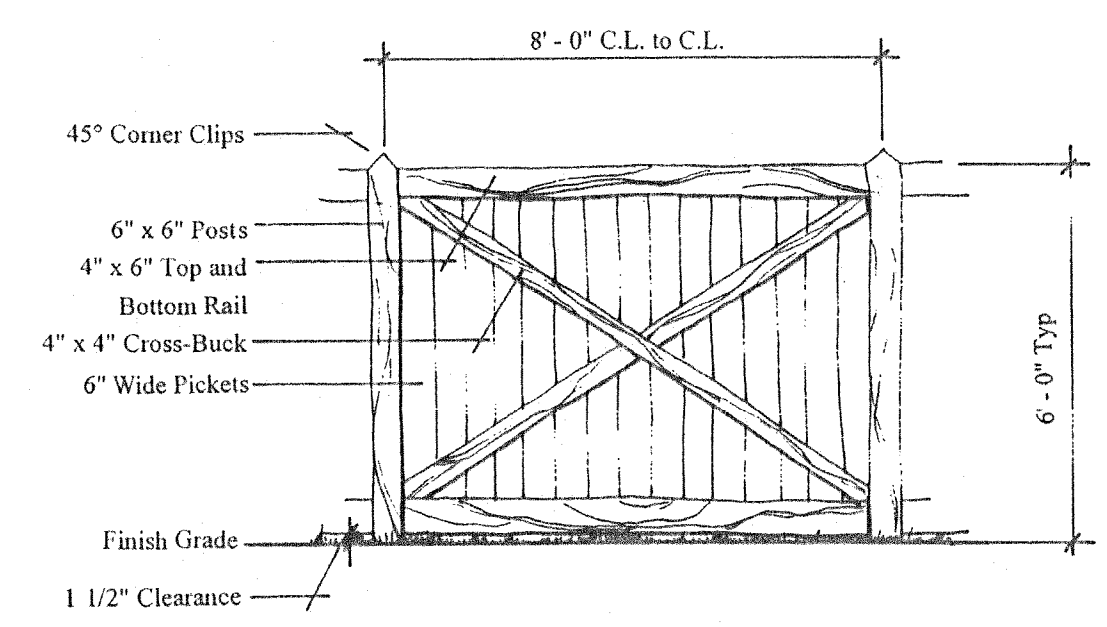
Local Road
Scale 1" = 10'



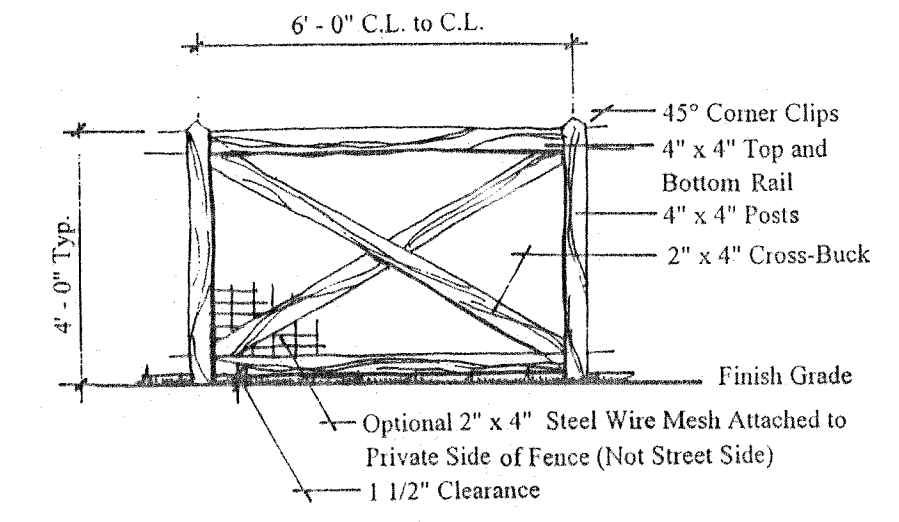
Solid Perimeter Fence: To be used along north and south property lines
1/2" = 1' - 0"



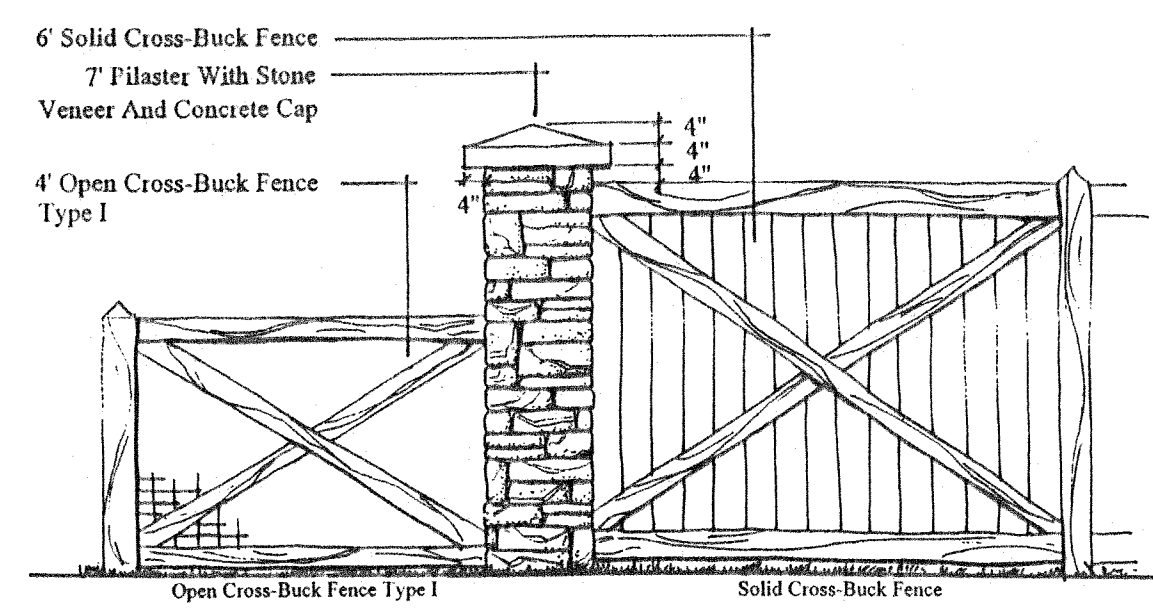
Open Cross-Buck Fence Type I: To be used along arterial streets and public/private openspaces
1/2" = 1' - 0"



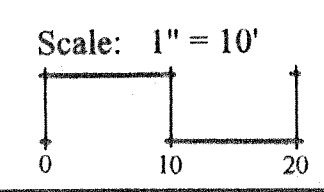
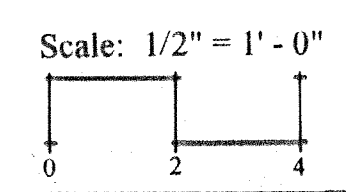
Solid Cross-Buck Fence: To be used in select locations on arterial roadways in conjunction with landscaping to provide visual interest
1/2" = 1' - 0"



Open Cross-Buck Fence Type II: To be used along private property lines
1/2" = 1' - 0"



Accent Pilaster: To be used as a transition between fence types and as an accent on arterial fencing
1/2" = 1' - 0"



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