

RESOLUTION RESTRICTING THE IMPOSITION OF FEES, RATES TOLLS CHARGES AND PENALTIES BY THE EBERT METROPOLITAN DISTRICT AS AN INCENTIVE TO THE CITY AND COUNTY OF DENVER TO EXCHANGE CERTAIN PARCELS RESULTING IN THE CREATION OF NEW OPEN SPACE.

RECITALS

WHEREAS, the EBERT METROPOLITAN DISTRICT, (the "District") is a quasi-municipal corporation and political subdivision of the State of Colorado with the authority to provide, *inter alia* for parks and recreation facilities and services, including without limitation open spaces and trails;; and

WHEREAS, pursuant to C.R.S. Section 32-1-1001(j) the District has the authority to fix and from time to time to increase or decrease fees, rates, tolls, penalties, or charges for services, programs, or facilities furnished by the District; and

WHEREAS, the District contains within its borders the property described in Exhibit A attached hereto and incorporated herein by this reference (collectively, the "Property") the owner of which is C&H Ranch LLC, a Colorado Limited Liability Company (the "Company"); and

WHEREAS, the Company, in discussions with the City and County of Denver (the "City"), has agreed to exchange certain properties with the City in order to provide for the enhancement and extension of certain open space and trail facilities by the City (the "Exchange"); and

WHEREAS, the City, as a condition of the Exchange has requested that the District waive and forever forbear from collecting any and all fees, rates, tolls, penalties, or charges for services, programs, or facilities furnished by the District; and

WHEREAS, the District has the authority to take actions and enter into agreements with other political subdivisions of the State of Colorado, including the City, for the purpose of accomplishing goals and objectives that are common to each; and

WHEREAS, the Board of Directors of the District (the "Board") have determined, being fully informed and through careful review of the circumstances surrounding Exchange, that (1) the City is a tax exempt entity and therefore exempt from the ad valorem taxes of the District, (2) there will be no services, programs, or facilities furnished by the District to the City so long as the Property is held by the City, and (3) there is no basis upon which to levy fees, rates, tolls, penalties, or charges against the Property; and

WHEREAS, the Board have found, and hereby declare, that significant facilities and services are being provided to the Property by the City to the benefit of all of the taxpayers and residents of the District, said services and facilities being in the form of the enhancement and extension of open space and trail facilities; and

NOW, THEREFORE, it being in the best interests of the District, and in furtherance of the health, safety, welfare, and convenience of the District, its inhabitants and taxpayers, the Board of Directors of the Ebert Metropolitan District, City and County of Denver, Colorado, hereby resolves as follows:

1. In recognition of the fact that the District is under no obligation to provide services, facilities and programs to or for the benefit of the Property, in consideration for the Exchange, and for so long as the Property is owned by the City, the District hereby waives the

collection of fees, rates, tolls, penalties, charges or other impositions, against the Property, and the District shall not, at any time in the future assess any fee, rate, toll, charge or other imposition against the Property, and shall have no right to enforce the payment of any of the same against the Property.

2. The District Manager shall take such actions as may be necessary to document this waiver in the District's records and to provide such documentation to the City as the City may reasonably request.

RESOLVED THIS 4TH DAY OF JUNE, 2002.

EBERT METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado

BY: 
Thomas Musselhem - President

ATTEST: 
Dick Leopoldus - Secretary

EXHIBIT 1: Description of Property

**LEGAL DESCRIPTION
EBERT METROPOLITAN DISTRICT
EXCLUSION PARCELS**

THREE PARCELS OF LAND LYING WITHIN THE WEST HALF OF SECTION 14 AND THE EAST HALF OF SECTION 15, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, IN THE CITY AND COUNTY OF DENVER, STATE OF COLORADO, DESCRIBED AS FOLLOWS:

PARCEL 5B

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 14 WHENCE THE NORTH QUARTER CORNER OF SAID SECTION 14 BEARS NORTH 89°56'40" EAST. ALL BEARINGS HEREON ARE REFERENCED TO THIS LINE:

THENCE SOUTH 20°59'12" EAST 4026.24 FEET TO THE TRUE POINT OF BEGINNING SAID POINT BEING ON THE NORTHWESTERLY BOUNDARY OF GREEN VALLEY RANCH FILING NO. 39;

THENCE DEPARTING SAID NORTHWESTERLY BOUNDARY NORTH 51°38'29" WEST 27.37 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 270.00 FEET;

THENCE NORTHWESTERLY 170.49 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 36°10'44";

THENCE NON-TANGENT TO SAID CURVE SOUTH 61°38'02" EAST 60.84 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 230.00 FEET;

THENCE SOUTHEASTERLY 102.86 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 25°37'25";

THENCE TANGENT TO SAID CURVE SOUTH 51°38'29" EAST 30.95 FEET TO SAID NORTHWESTERLY BOUNDARY OF GREEN VALLEY RANCH FILING NO. 39;

THENCE ALONG SAID NORTHWESTERLY BOUNDARY SOUTH 43°28'15" WEST 40.16 FEET TO THE TRUE POINT OF BEGINNING.

CONTAINING 0.153 ACRES (6,666 SQ. FT.), MORE OR LESS.

PARCEL 6

THAT PORTION OF THE WEST HALF OF SAID SECTION 14 AND THE EAST HALF OF SAID SECTION 15 DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 14, WHENCE THE NORTH QUARTER CORNER OF SAID SECTION 14 BEARS NORTH 89°56'40" EAST 2653.45 FEET, AND ALL BEARINGS ARE MADE AS A REFERENCE HEREON;

THENCE SOUTH 16°28'51" EAST 1312.26 FEET TO THE TRUE POINT OF BEGINNING;

THENCE SOUTH 74°16'44" EAST 333.02 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 25.00 FEET;

THENCE SOUTHEASTERLY ALONG SAID CURVE 39.35 FEET THROUGH A CENTRAL ANGLE OF 90°11'05";

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EBERT METROPOLITAN DISTRICT
EXCLUSION PARCELS**

THENCE TANGENT TO SAID CURVE, SOUTH 15°54'21" WEST 95.76 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE WESTERLY HAVING A RADIUS OF 1170.00 FEET;

THENCE SOUTHERLY ALONG SAID CURVE 176.19 FEET THROUGH A CENTRAL ANGLE OF 08°37'41";

THENCE TANGENT TO SAID CURVE, SOUTH 22°52'15" WEST 291.79 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE EASTERLY HAVING A RADIUS OF 380.48 FEET;

THENCE SOUTHERLY ALONG SAID CURVE 56.49 FEET THROUGH A CENTRAL ANGLE OF 08°30'26";

THENCE NON-TANGENT TO SAID CURVE, NORTH 75°56'55" WEST 97.12 FEET;

THENCE SOUTH 10°49'56" WEST 55.46 FEET;

THENCE SOUTH 04°26'03" WEST 53.24 FEET;

THENCE SOUTH 55°09'33" WEST 244.04 FEET;

THENCE SOUTH 66°01'45" WEST 63.14 FEET;

THENCE SOUTH 53°58'33" WEST 280.23 FEET;

THENCE SOUTH 45°58'04" WEST 58.78 FEET;

THENCE SOUTH 38°37'26" WEST 58.59 FEET;

THENCE SOUTH 26°48'47" WEST 58.89 FEET;

THENCE SOUTH 16°29'09" WEST 58.68 FEET;

THENCE SOUTH 35°55'36" WEST 36.15 FEET;

THENCE SOUTH 59°14'34" WEST 87.63 FEET;

THENCE SOUTH 24°19'39" WEST 88.08 FEET;

THENCE SOUTH 00°53'07" EAST 40.03 FEET;

THENCE SOUTH 26°05'53" EAST 88.08 FEET;

THENCE SOUTH 61°00'47" EAST 88.18 FEET;

THENCE NORTH 88°07'26" EAST 68.19 FEET;

THENCE NORTH 65°20'05" EAST 47.54 FEET;

THENCE NORTH 73°53'17" EAST 45.27 FEET;

**LEGAL DESCRIPTION
EBERT METROPOLITAN DISTRICT
EXCLUSION PARCELS**

THENCE NORTH 84°09'19" EAST 44.75 FEET;

THENCE NORTH 86°01'50" EAST 44.93 FEET;

THENCE NORTH 87°54'08" EAST 44.97 FEET;

THENCE NORTH 88°42'52" EAST 225.00 FEET;

THENCE NORTH 88°39'08" EAST 46.64 FEET;

THENCE NORTH 78°53'52" EAST 54.89 FEET;

THENCE NORTH 76°45'16" EAST 54.09 FEET;

THENCE SOUTH 68°28'19" EAST 155.96 FEET;

THENCE SOUTH 69°30'36" EAST 124.01 FEET;

THENCE NORTH 85°36'44" EAST 66.74 FEET;

THENCE NORTH 68°21'30" EAST 33.27 FEET;

THENCE SOUTH 64°30'59" EAST 172.82 FEET;

THENCE NORTH 53°59'41" EAST 92.00 FEET;

THENCE SOUTH 36°00'19" EAST 251.51 FEET TO THE BEGINNING OF A TANGENT CURVE
CONCAVE WESTERLY HAVING A RADIUS OF 320.00 FEET;

THENCE SOUTHERLY ALONG SAID CURVE 203.71 FEET THROUGH A CENTRAL ANGLE OF
36°28'28";

THENCE TANGENT TO SAID CURVE, SOUTH 00°28'09" WEST 113.65 FEET TO THE BEGINNING OF
A TANGENT CURVE CONCAVE EASTERLY HAVING A RADIUS OF 330.00 FEET;

THENCE SOUTHERLY ALONG SAID CURVE 92.31 FEET THROUGH A CENTRAL ANGLE OF
16°01'38";

THENCE TANGENT TO SAID CURVE, SOUTH 15°33'29" EAST 58.68 FEET;

THENCE NORTH 60°55'12" WEST 57.06 FEET;

THENCE NORTH 15°33'29" WEST 18.59 FEET TO THE BEGINNING OF A TANGENT CURVE
CONCAVE EASTERLY HAVING A RADIUS OF 370.60 FEET;

THENCE NORTHERLY ALONG SAID CURVE 103.67 FEET THROUGH A CENTRAL ANGLE OF
16°01'38";

THENCE TANGENT TO SAID CURVE, NORTH 00°28'09" EAST 113.65 FEET TO THE BEGINNING OF
A TANGENT CURVE CONCAVE WESTERLY HAVING A RADIUS OF 279.40 FEET;

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EBERT METROPOLITAN DISTRICT
EXCLUSION PARCELS**

THENCE NORTHERLY ALONG SAID CURVE 177.87 FEET THROUGH A CENTRAL ANGLE OF 36°28'28";

THENCE TANGENT TO SAID CURVE, NORTH 36°00'19" WEST 134.78 FEET TO THE EASTERLY TERMINUS OF THAT CERTAIN COURSE DESCRIBED AS HAVING A BEARING AND DISTANCE OF "SOUTH 72°39'08" EAST 332.27 FEET" IN PARCEL 3 IN SAID DEED TO THE TOWN CENTER METROPOLITAN DISTRICT;

THENCE ALONG THE NORTHERLY BOUNDARY OF SAID PARCEL 3, NORTH 72°39'08" WEST 103.97 FEET;

THENCE LEAVING SAID NORTHERLY BOUNDARY, NORTH 77°19'51" WEST 279.83 FEET;

THENCE NORTH 69°30'36" WEST 167.02 FEET TO A POINT ON SAID NORTHERLY BOUNDARY, SAID POINT BEING THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHERLY HAVING A RADIUS OF 1735.00 FEET AND A RADIAL BEARING OF SOUTH 10°09'03" WEST;

THENCE WESTERLY ALONG SAID NORTHERLY BOUNDARY AND ALONG SAID CURVE 143.76 FEET THROUGH A CENTRAL ANGLE OF 04°44'51";

THENCE LEAVING SAID NORTHERLY BOUNDARY AND NON-TANGENT TO SAID CURVE, SOUTH 88°36'04" WEST 375.37 FEET;

THENCE SOUTH 84°45'01" WEST 73.76 FEET TO THE EASTERLY TERMINUS OF THAT CERTAIN COURSE DESCRIBED AS HAVING A BEARING AND DISTANCE OF "NORTH 80°32'04" EAST 145.93 FEET" IN PARCEL 3 IN SAID DEED TO THE TOWN CENTER METROPOLITAN DISTRICT;

THENCE SOUTH 76°56'02" WEST 51.85 FEET;

THENCE SOUTH 65°20'05" WEST 51.34 FEET;

THENCE SOUTH 87°03'06" WEST 140.36 FEET TO THE NORTHEASTERLY LINE OF THE COLORADO-WYOMING GAS COMPANY EASEMENT AS DESCRIBED IN THE DELIMITATION OF RIGHT-OF-WAY RECORDED IN BOOK 2935, PAGE 96 IN SAID OFFICE OF THE DENVER COUNTY CLERK AND RECORDER;

THENCE ALONG SAID NORTHEASTERLY LINE, NORTH 34°40'15" WEST 301.75 FEET TO THE SOUTHEASTERLY LINE OF THE COLORADO INTERSTATE CORPORATION EASEMENT AS DESCRIBED IN THE AGREEMENT AND PARTIAL RELEASE RECORDED IN BOOK 1982, PAGE 869 IN SAID OFFICE OF THE DENVER COUNTY CLERK AND RECORDER;

THENCE LEAVING SAID NORTHEASTERLY LINE AND ALONG SAID SOUTHEASTERLY LINE, NORTH 50°01'18" EAST 350.59 FEET;

THENCE LEAVING SAID SOUTHEASTERLY LINE, NORTH 38°37'26" EAST 67.04 FEET;

THENCE NORTH 45°58'04" EAST 62.80 FEET;

THENCE NORTH 53°58'33" EAST 256.52 FEET TO SAID SOUTHEASTERLY LINE OF THE COLORADO INTERSTATE CORPORATION EASEMENT AND THE SOUTHEASTERLY BOUNDARY OF SAID PARCEL 3;

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**LEGAL DESCRIPTION
EBERT METROPOLITAN DISTRICT
EXCLUSION PARCELS**

THENCE ALONG SAID SOUTHEASTERLY LINE AND SAID SOUTHEASTERLY BOUNDARY, NORTH 50°01'18" EAST 357.61 FEET;

THENCE LEAVING SAID SOUTHEASTERLY LINE AND SAID SOUTHEASTERLY BOUNDARY, NORTH 10°49'56" EAST 40.13 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 30.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE 48.81 FEET THROUGH A CENTRAL ANGLE OF 93°13'09";

THENCE TANGENT TO SAID CURVE, SOUTH 75°56'55" EAST 24.37 FEET TO SAID SOUTHEASTERLY LINE AND SAID SOUTHEASTERLY BOUNDARY;

THENCE ALONG SAID SOUTHEASTERLY LINE AND SAID SOUTHEASTERLY BOUNDARY, NORTH 50°01'18" EAST 92.69 FEET;

THENCE LEAVING SAID SOUTHEASTERLY LINE AND SAID SOUTHEASTERLY BOUNDARY, NORTH 22°52'15" EAST 216.20 FEET TO THE EASTERLY BOUNDARY OF SAID PARCEL 3;

THENCE ALONG SAID EASTERLY BOUNDARY AND THE NORTHERLY PROLONGATION THEREOF, NORTH 14°18'43" EAST 288.67 FEET;

THENCE NORTH 74°16'44" WEST 308.29 FEET;

THENCE NORTH 15°43'16" EAST 35.00 FEET TO THE TRUE POINT OF BEGINNING.

CONTAINING 4.341 ACRES (189,103 SQ. FT.), MORE OR LESS.

PARCEL 7

THAT PORTION OF THE NORTHWEST QUARTER OF SAID SECTION 14 DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 14, WHENCE THE NORTH QUARTER CORNER OF SAID SECTION 14 BEARS NORTH 89°56'40" EAST 2653.45 FEET, AND ALL BEARINGS ARE MADE AS A REFERENCE HEREON;

THENCE SOUTH 40°41'59" EAST 39.54 FEET TO THE SOUTHERLY RIGHT-OF-WAY 56TH AVENUE AND THE TRUE POINT OF BEGINNING, SAID SOUTHERLY RIGHT-OF-WAY BEING PARALLEL WITH AND DISTANT 30.00 FEET SOUTHERLY, MEASURED AT RIGHT ANGLES, FROM THE NORTH LINE OF THE NORTHWEST QUARTER OF SAID SECTION 14;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY NORTH 89°56'40" WEST 143.31 FEET;

THENCE LEAVING SAID SOUTHERLY RIGHT-OF-WAY SOUTH 00°00'00" WEST 192.55 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 231.69 FEET;

**LEGAL DESCRIPTION
EBERT METROPOLITAN DISTRICT
EXCLUSION PARCELS**

THENCE SOUTHEASTERLY ALONG SAID CURVE 203.07 FEET THROUGH A CENTRAL ANGLE OF 50°13'05";

THENCE TANGENT TO SAID CURVE, SOUTH 50°13'05" EAST 162.64 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE WESTERLY HAVING A RADIUS OF 578.91 FEET;

THENCE SOUTHERLY ALONG SAID CURVE 865.55 FEET THROUGH A CENTRAL ANGLE OF 65°56'21";

THENCE TANGENT TO SAID CURVE, SOUTH 15°43'16" WEST 139.00 FEET;

THENCE NORTH 74°16'44" WEST 143.31 FEET;

THENCE NORTH 15°43'16" EAST 139.00 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE WESTERLY HAVING A RADIUS OF 435.00 FEET;

THENCE NORTHERLY ALONG SAID CURVE 500.62 FEET THROUGH A CENTRAL ANGLE OF 65°56'21";

THENCE TANGENT TO SAID CURVE, NORTH 50°13'05" WEST 162.64 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 375.00 FEET;

THENCE NORTHWESTERLY ALONG SAID CURVE 328.68 FEET THROUGH A CENTRAL ANGLE OF 50°13'05";

THENCE TANGENT TO SAID CURVE, NORTH 00°00'00" EAST 192.41 FEET TO THE TRUE POINT OF BEGINNING.

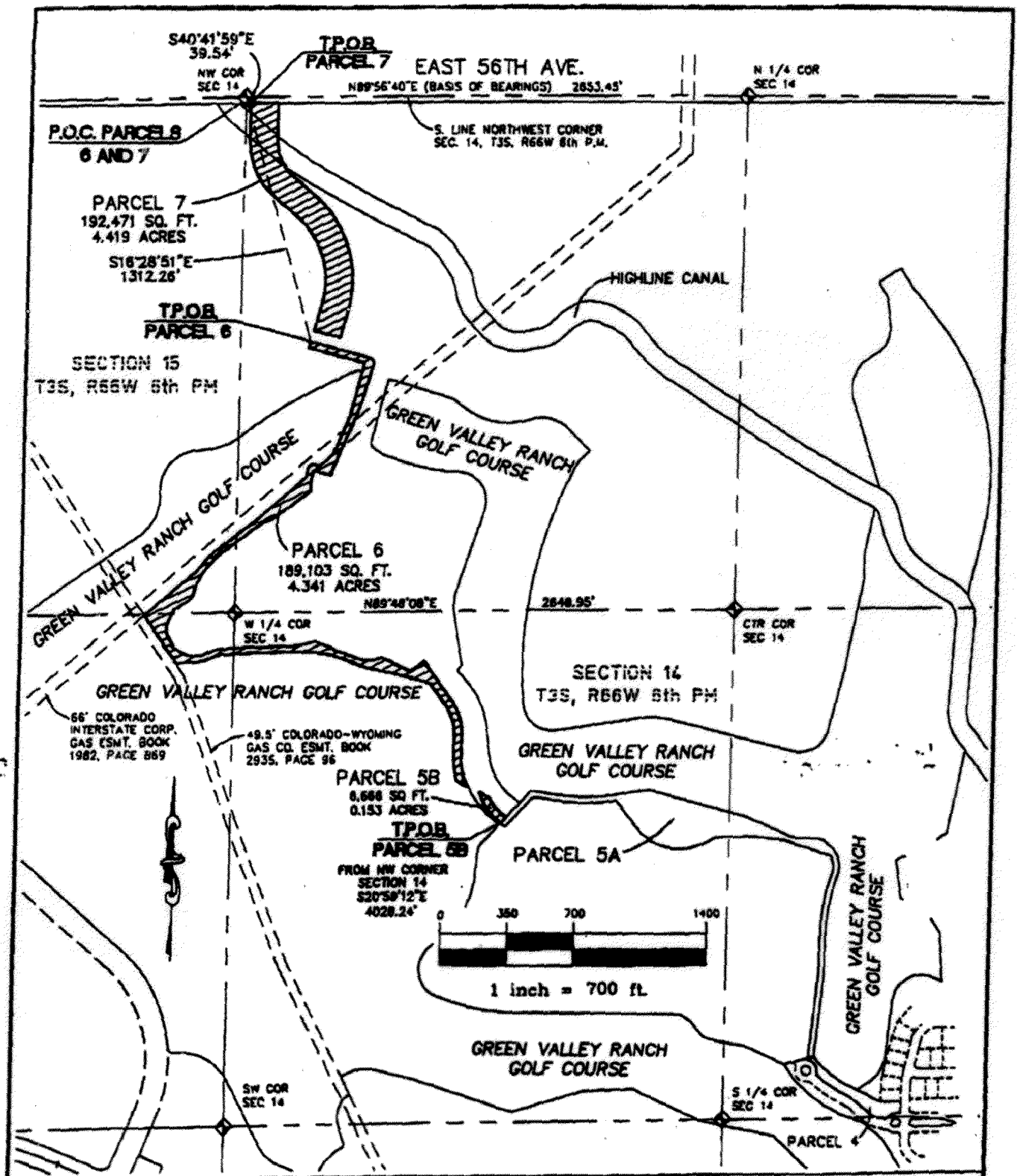
CONTAINING 4.419 ACRES (192,471 SQ. FT.), MORE OR LESS.

THE ABOVE DESCRIBED SEVEN (7) PARCELS CONTAINING A TOTAL OF 18.441 ACRES (803,282 SQ. FT.), MORE OR LESS.

EXHIBITS ATTACHED AND MADE A PART HEREOF.

C. REY TENNEY,
COLORADO REGISTERED LAND SURVEYOR P.L.S. 17666
FOR AND ON BEHALF OF AZTEC CONSULTANTS, INC.

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PATH: P:\001\8302-12\DWG
 DWG NAME: EBERT.METROPOLITAN.DISTRICT
 DWG: JMD CHK:
 DATE: 5/23/02
 SCALE: 1" = 700'

AzTEC CONSULTANTS, Inc.



8000 South Lincoln Street, Unit 3
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LEGAL EXHIBIT
EBERT METROPOLITAN DISTRICT
EXCLUSION PARCELS
 JOB NUMBER 19302-12 7 OF 7 SHEETS

FAX TRANSMISSION

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DATE: June 4, 2002

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Rachel Dauer

FROM: Charles P. Leder, Esq.

RE: Highline Canal Trail/Exchange Parcels

MESSAGE: Transmitted herewith please find executed copies of the resolutions of the districts that we discussed. Please call me or Rachel Dauer (303-592-8374) with any comments, concerns, or questions.

TOTAL # OF PAGES, INCLUDING COVER SHEET: 20

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 Time: 12:09 PM Mountain time
 Sent By: Charles P. Leder, Esq.