

SERVICE PLAN
FOR
POMPONIO TERRACE METROPOLITAN DISTRICT
ADAMS COUNTY, COLORADO

Prepared By
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TABLE OF CONTENTS

I.	INTRODUCTION.....	4
A.	Purpose and Intent.....	4
B.	Need for District.....	4
C.	Organizers and Consultants.....	4
II.	DEFINITIONS.....	5
III.	BOUNDARIES.....	7
IV.	PROPOSED LAND USE/POPULATION PROJECTION/ASSESSED VALUATION.....	7
V.	DESCRIPTION OF PROPOSED POWERS, IMPROVEMENTS AND SERVICES.....	7
A.	General Powers of the District/District Services.....	7
B.	Limitations of the District Powers and Service Plan Amendment.....	9
1.	Operation and Maintenance Limitation.....	10
2.	Construction Standards Limitation.....	10
3.	Inclusion and Exclusion Limitation.....	10
4.	Debt Limitation.....	10
5.	Service Plan Amendment Requirement.....	11
6.	Overlapping Districts.....	11
C.	Preliminary Engineering Survey/Site Plan.....	11
VI.	FINANCIAL PLAN.....	11
A.	General.....	11
B.	Maximum Net Effective Interest Rate/Maximum Underwriting Discount.....	12
C.	Maximum Mill Levy.....	12
D.	Debt Repayment Sources.....	13
E.	Security for Debt.....	13
F.	District's Operating Costs.....	13
G.	Debt Instrument Disclosure Requirement.....	13
VII.	ANNUAL REPORT.....	13
VIII.	CONSOLIDATION/DISSOLUTION.....	13
IX.	INTERGOVERNMENTAL AGREEMENTS.....	14
X.	ELECTION OF BOARD OF DIRECTORS.....	14
XI.	CONCLUSION.....	14

LIST OF EXHIBITS

- EXHIBIT A Legal Description
- EXHIBIT B District Boundary Map
- EXHIBIT C-1 Vicinity and 3-Mile Radius Maps
- EXHIBIT C-2 Proposed Services
- EXHIBIT D Cost Estimates
- EXHIBIT E Preliminary Engineering Survey/Site Plan
- EXHIBIT F Financial Plan
- EXHIBIT G List of Property Owners/Adjacent Owners
- EXHIBIT H Proof of Ownership
- EXHIBIT I Indebtedness/Mill Levies of Overlapping Entities
- EXHIBIT J Resume of Entities Involved in Organization

I. INTRODUCTION

A. Purpose and Intent.

The Pomponio Terrace Metropolitan District (the "District") is an independent unit of local government, separate and distinct from the County, and except as may otherwise be provided for by State or local law or this Service Plan, its activities are subject to review by the County only insofar as they may deviate in a material way from the requirements of this Service Plan. It is intended that the District will provide a part or all of the Public Improvements necessary and appropriate for the development of properties within and around the Service Area. The Public Improvements will be constructed for the use and benefit of the public, generally and those residents and property owners within the Service Area, specifically. The primary purpose of the District will be to finance the construction of these Public Improvements.

The District is expected to manage and oversee the permitted District Activities, and to collect property taxes and other legally available revenues sufficient for the debt service requirements of Debt issued to cover the costs associated with financing, acquisition and/or construction of the Public Improvements.

B. Need for District

There are currently no other governmental entities, including the County, located in the immediate vicinity of the District that consider it desirable, feasible or practical to undertake the planning, design, acquisition, construction, installation, relocation, redevelopment and financing of the Public Improvements needed for the Project. Formation of the District is therefore necessary in order for the Public Improvements required for the Project to be provided in the most economic manner possible.

C. Organizers and Consultants

This Service Plan has been prepared by the following:

Organizers

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II. DEFINITIONS

In this Service Plan, the following terms shall have the meanings indicated below, unless the context hereof clearly requires otherwise:

Alternate Service Provider: means any other any other governmental service provider with jurisdiction over the Public Improvements.

Approved Development Plan: means an approved and final agreement or other process or documentation established by the County or other governmental entity with jurisdiction over the applicable Public Improvements that sets forth the requirements and timing associated for construction of the Public Improvements, as may be amended from time to time.

Board: means the board of directors of the District.

Board of County Commissioners: means the Board of County Commissioners of Adams County, Colorado.

County: means Adams County, Colorado.

Cost Estimates: means the preliminary estimated cost of the Public Improvements, as represented in **Exhibit D**.

Debt: means general obligation bonds or other financial obligations issued by any District, which are not subject to annual appropriation, the payment of which any District has promised to impose, collect and pledge an ad valorem property tax mill levy and/or fees or charges to be charged upon developers or home builders at the time of building permit.

Debt Limitation: means the maximum amount of Debt that the District may issue. If a present value savings can be shown, increases necessary to accomplish a refunding, reissuance or restructuring of Debt shall not count towards the Debt Limitation. The Debt Limitation may be increased pursuant to a future intergovernmental agreement with the County.

Developer: means, Pomponio Terrace Holdings, LLC, a Colorado limited liability company, and its affiliates, successors or assigns.

District Activities: means any and all functions undertaken by the District in accordance with this Service Plan and as permitted under applicable law in order to effectuate the purposes for which the District is organized.

District IGAs: means one or more agreements among the District and one or more public

entities pertaining to one or more District Activities.

District: means the Pomponio Terrace Metropolitan District.

District Boundaries: means the boundaries of the District as described in **Exhibit A**, as amended from time to time as the same is permitted hereunder.

District Boundary Map: means the map attached hereto as **Exhibit B** depicting the boundaries of the District.

Fees: means any rate, fee, toll, penalty or other charge imposed by the District and permitted by applicable law for services, programs, improvements, facilities, capital costs or operations costs provided by the District, or the payment of Debt, which may be adjusted by the District to account for annual budgetary needs.

Financial Plan: means the Financial Plan attached hereto as **Exhibit F** and further described in Section VI which describes (a) how the Public Improvements are to be financed; (b) how the Debt is expected to be incurred; (c) the estimated operating revenue derived from fees for the first budget year; and (d) proposed sources of revenue and projected expenses of the District.

Maximum Mill Levy: means a mill levy not to exceed a total of fifty (50) mills imposed upon property within the then current boundaries of the District.

Maximum Net Effective Interest Rate: means the maximum net effective interest rate applicable to any issuance of Debt, which is 18% under this Service Plan.

Maximum Underwriting Discount: means the maximum underwriter's discount applicable to any issuance of Debt, which is 3% under this Service Plan.

Preliminary Engineering Survey: means that map shown in **Exhibit E**, which depicts all existing infrastructure and planned Public Improvements for the District.

Public Improvements: means a part or all of the improvements authorized to be planned, designed, acquired, constructed, installed, relocated, redeveloped, operated, maintained and/or financed, including necessary and appropriate landscaping, appurtenances and acquisition of real property to effect such improvements, as generally described in the Preliminary Engineering Survey, and as are necessary to serve the future taxpayers and inhabitants of the Service Area as determined by the Board.

Service Area: means the property within the District Boundaries, as may be amended pursuant to the requirements of the Special District Act from time to time.

Service Plan: means this service plan for the District approved by the Board of County Commissioners, as may be amended from time to time.

Service Plan Amendment: means an amendment to the Service Plan approved by the Board of County Commissioners in accordance with the County's policies and the applicable state law.

Services Proposed: means those services proposed to be provided by the District.

Special District Act: means Section 32-1-101, et seq., of the Colorado Revised Statutes as amended from time to time.

State: means the State of Colorado.

TABOR: means Article 10 Section 20 of the Colorado Constitution.

Vicinity Map: means the map showing the general vicinity of the District, as represented in **Exhibit C-1**.

III. BOUNDARIES

The area within the District Boundaries includes approximately twenty nine (29) acres. A legal description of the District Boundaries is attached hereto as **Exhibit A**. A map of the District Boundaries is attached hereto as **Exhibit B**. A vicinity map is attached hereto as **Exhibit C-1**.

IV. PROPOSED LAND USE/POPULATION PROJECTION/ASSESSED VALUATION

It is currently anticipated that at full build out of the Service Area, there will be approximately two hundred forty eight (248) single family homes and approximately twenty thousand (20,000) square feet of existing and proposed commercial space. The current assessed valuation of the District Boundaries is assumed to be \$0 for purposes of this Service Plan. The population of the Service Area of the District at build-out is currently estimated to be approximately seven hundred twenty seven (727) persons, based on an average of 2.93 persons per residential unit.

Approval of this Service Plan by the County does not imply approval of the development of a specific area within the Service Area of District, nor does it imply approval of the number of residential units or the total site/floor area of commercial or industrial buildings identified in this Service Plan or any of the exhibits attached thereto.

V. DESCRIPTION OF PROPOSED POWERS, IMPROVEMENTS AND SERVICES

A. General Powers of the District/District Services.

The District shall have the power and authority to acquire, construct, install, and operate and maintain the Public Improvements within and without the District Boundaries and undertake related District Activities within the Service Area, as such power and authority is described in the Special District Act, other applicable statutes, the common law and the Constitution, subject to the limitations set forth in this Service Plan. Further, the District shall have the power to provide

any and all services necessary or incidental to the provision of the Public Improvements.

1. Sanitation. Except as provided herein, the District shall have the power and authority to provide for the design, acquisition, installation, construction, financing, operation, and maintenance of storm or sanitary sewers, or both, flood and surface drainage improvements including but not limited to, culverts, dams, retaining walls, access ways inlets, detention ponds and paving, roadside swales and curb and gutter, wastewater lift stations, force mains and wetwell storage facilities, and all necessary or proper equipment and appurtenances incident thereto, together with all necessary, incidental and appurtenant facilities, land and easements, and all necessary extensions of and improvements to said facilities or systems.

2. Water. Except as provided herein, the District shall have the power and authority to provide for the design, acquisition, installation, construction, financing of a complete potable water and non-potable irrigation water system, including but not limited to, water rights, water supply, transmission and distribution systems for domestic and other public or private purposes, together with all necessary and proper water rights, equipment and appurtenances incident thereto which may include, but shall not be limited to, transmission lines, distribution mains and laterals, storage facilities, land and easements, together with extensions of and improvements to said systems.

3. Streets. Except as provided herein, the District shall have the power and authority to provide for the design, acquisition, installation, construction, financing, operation, and maintenance of street and roadway improvements, including but not limited to curbs, gutters, culverts, storm sewers and other drainage facilities, detention ponds, retaining walls and appurtenances, as well as sidewalks, bridges, parking facilities, paving, lighting, grading, landscaping, under grounding of public utilities, snow removal equipment, or tunnels and other street improvements, together with all necessary, incidental, and appurtenant facilities, land and easements together with extension of and improvements to said facilities.

4. Traffic and Safety Controls. Except as provided herein, the District shall have the power and authority to provide for the design, acquisition, installation, construction, financing, operation, and maintenance of traffic and safety protection facilities and services through traffic and safety controls and devices on arterial streets and highways, as well as other facilities and improvements including but not limited to, signalization at intersections, traffic signs, area identification signs, directional assistance, and driver information signs, together with all necessary, incidental, and appurtenant facilities, land easements, together with extensions of and improvements to said facilities.

5. Parks and Recreation. Except as provided herein, the District shall have the power and authority to provide for the District shall have the power and authority to provide for the design, acquisition, installation, construction, financing, operation, and maintenance of public park and recreation facilities or programs including, but not limited to, grading, soil preparation, sprinkler systems, splash pads, common area landscaping and weed control, outdoor lighting of all types, community events, and other facilities, together with all necessary, incidental and appurtenant facilities, land and easements, and all necessary extensions of and improvements to said facilities or systems.

6. Transportation. Except as provided herein, the District shall have the power and authority to provide for the design, acquisition, installation, construction, financing, operation, and maintenance of public transportation system improvements, including transportation equipment, park and ride facilities and parking lots, parking structures, roofs, covers, and facilities, including structures for repair, operations and maintenance of such facilities, together with all necessary, incidental and appurtenant facilities, land and easements, and all necessary extensions of and improvements to said facilities or systems.

7. Television Relay and Translator. Except as provided herein, the District shall have the power and authority to provide for the design, acquisition, construction, completion, installation, financing, and/or operation and maintenance of television relay and translator facilities, including but not limited to cable television and communication facilities, together with all necessary, incidental and appurtenant facilities, land and easements, and all necessary extensions of and improvements to said facilities.

8. Mosquito and Pest Control. Except as provided herein, the District shall have the power and authority to provide for the design, acquisition, installation, construction, financing, operation, and maintenance of systems and methods for the elimination and control of mosquitoes, rodents and other pests.

9. Security. Except as provided herein, the District shall have the power to furnish security services for any area within the District Boundaries. Prior to furnishing any security services, the District shall provide written notification to, consult with, and obtain the prior written consent of the any applicable police and any applicable master association or similar body having authority in its charter or declaration to furnish security services within the District Boundaries.

10. Covenant Enforcement. Except as provided herein, the District shall have the power and authority to provide covenant enforcement and design review services within the District.

If, after the Service Plan is approved, the State Legislature includes additional powers or grants new or broader powers for Title 32 district by amendment of the Special District Act, to the extent permitted by law any or all such powers shall be deemed to be a part hereof and available to or exercised by the District upon execution of a written agreement with the County concerning the exercise of such powers. Execution and performance of such agreement by the District shall not constitute a material modification of this Service Plan by the District.

The District shall be authorized to fund the District Activities from the proceeds of Debt to be issued by the District, and from other legally available revenues, including Fees. The District will construct the Public Improvements in compliance with the County's standards and requirements. The scope and specific Public Improvements to be undertaken by the District shall be determined in the discretion of the Board of Directors of the District, subject to the requirements of the County and other applicable service providers, and are anticipated to include those Public Improvements as generally set forth in **Exhibit D**.

B. Limitations of the District Powers and Service Plan Amendment.

1. Operation and Maintenance Limitation

Unless otherwise permitted by separate intergovernmental agreement with the County, the Public Improvements shall be dedicated to the County or Alternative Service Provider. In the event that certain of the Public Improvements are for any reason not conveyed to the County or Alternative Service Provider, the District shall be permitted to own, operate and maintain the same from any legally available revenues of the District.

It is anticipated to be responsible for the ongoing operation and maintenance of certain park and recreation improvements within the District Boundaries, including any pocket parks, open space and landscape tracts, and detention ponds. The District is also anticipated to be responsible for the operation and maintenance of certain street improvements including street lights and alleyways within the District Boundaries. The budget(s) adopted by the District will authorize expenditures from District revenues for the District's administration and the operation and maintenance of the Public Improvements not conveyed to the County or Alternative Service Provider. In addition to property taxes, and in order to offset the expenses of the anticipated operations and maintenance costs, the District may also rely upon various other revenue sources authorized by law. These revenues will include the power to assess fees, rates, tolls, penalties, or charges as provided in Section 32-1-1001(I), C.R.S., as amended. It is anticipated that any Fees imposed by the District shall be comparable to neighboring communities and should not exceed the amount of Fees typically charged by a homeowners association.

2. Construction Standards Limitation. Construction of all Public Improvements shall be subject to applicable ordinances, codes and regulations of the County and pursuant to the requirements of any Approved Development Plan, as well as the applicable ordinances, codes and regulations of any other governmental service provider with jurisdiction over the Public Improvements. The District will ensure that the Public Improvements to be dedicated or maintained by the District are designed and constructed in accordance with the standards and specifications of the County, as well as the applicable standards of other governmental entities with jurisdiction over the specific Public Improvements and in accordance with any Approved Development Plan. The District will obtain approval of civil engineering plans and permits for construction and installation of Public Improvements from the County or other governmental entity with jurisdiction, as appropriate.

3. Inclusion and Exclusion Limitation. The District shall be permitted to undertake inclusions and exclusions at its discretion and without further amendment to this Service Plan, so long as such inclusions are in accordance with the Special District Act. Notice of any such boundary adjustment shall be provided to the County pursuant to the requirements of the annual report required herein under Section VII. The County shall not be required to take any action to facilitate such boundary adjustments or obligations with respect to the same.

4. Debt Limitation. The District's Debt Limitation shall be Six Million Dollars (\$6,000,000). The obligations of the District in IGAs concerning the funding and/or operations of the District's Public Improvements and services, for which voter approval will be obtained to the extent required by law, will not count against the Debt Limitation. Increases necessary to

accomplish a refunding, reissuance or restructuring of Debt shall also not count against the Debt Limitation if a present value savings can be shown.

5. Service Plan Amendment Requirement. This Service Plan has been designed with sufficient flexibility to enable the District to provide required services and facilities under evolving circumstances without the need for amendments. Actions of the District that constitute material modifications to this Service Plan under the Special District Act shall entitle the County to all remedies available under State and local law to enjoin such actions. Any violation of the Debt Limitation or the Maximum Mill Levy without County approval, as set forth herein, shall constitute a material modification of this Service Plan.

6. Overlapping Districts. The District Boundaries overlap the Hyland Hills Park and Recreation District. The District shall be authorized to provide park and recreation service within the Service Area to the extent such service is not otherwise provided by the Hyland Hills Park and Recreation District. To the extent required under Section 32-1-107, C.R.S., the District shall obtain any required consent of Hyland Hills Park and Recreation District to the overlap of the District Boundaries and to provide park and recreation services for the pocket parks and open space areas within the District.

C. Preliminary Engineering Survey/Site Plan.

A preliminary engineering survey setting forth the anticipated scope of Public Improvements and the initial estimated costs of the Public Improvements, which may be provided by or through the District is attached hereto as **Exhibit E**. The estimated costs of the Public Improvements total approximately Seven Million Five Hundred Thousand Dollars (\$7,500,000). Actual Public Improvements costs will vary based in part upon the specific requirements and timing related to construction of the Public Improvements. Final planning and design of Public Improvements will depend on the specific matters contained in an Approved Development Plan and therefore the estimates and proposed scope presented herein are conceptual in nature. All facilities will be designed in such a way as to assure that the facility and service standards will be compatible with those of the County and of other municipalities and special districts and any future subdivision improvement agreements, which may be affected thereby.

VI. FINANCIAL PLAN

A. General.

The District shall be authorized to provide for the District Activities from the proceeds of Debt to be issued by the District and from other legally available revenues, including Fees, and revenues derived from the imposition of a public improvement fee (PIF). The Financial Plan for the District shall be to issue such Debt as the District can reasonably pay from time to time based upon the generation of the revenue sources depicted in the Financing Plan, attached hereto as **Exhibit F**. The Financing Plan sets forth projections currently associated with development within the Service Area. Timing associated with issuance of any permitted Debt shall be based upon the pace at which development actually progresses within the Service Area. As a consequence, Debt that the District issue may be issued on a schedule and in such year or years as

the District determine shall meet the needs of the Financial Plan, and may be phased to serve development as it occurs. The Financial Plan provides an illustration of how the Public Improvements and other services of the District may be financed; however, the final terms of Debt financing is likely to be different and shall be determined by the District, subject to the key limiting parameters established within this Service Plan. As further described in the Financial Plan, the District anticipates issuing approximately Four Million Six Hundred Twenty-Five Thousand Dollars (\$4,625,000) of Debt. The actual amount of Debt may increase or decrease, dependent upon the timing with respect to actual build-out, actual home prices and, ultimately actual assessed value that is established within the District. Notwithstanding, the District shall not be permitted to issue Debt in excess of the Debt Limitation or Maximum Mill Levy established hereunder.

The PIF will be implemented through a private covenant recorded against the commercial property within the District with the consent of the property owners. Revenue from the PIF represents a discrete portion of the overall financing plan for the District. Revenue derived from the PIF is necessary for financing the construction of regional improvements including the new off-site and onsite water improvements including the 16" water main, and the new sewer improvements that will directly benefit and serve the existing commercial properties and the project as a whole.

The District anticipates that it will be necessary to impose a debt service mill levy of approximately thirty (30) mills upon all taxable property within the District, beginning with the year 2016. Notwithstanding, mill levies may be certified by the District as necessary to cover debt service requirements in an amount not to exceed the Maximum Mill Levy.

B. Maximum Net Effective Interest Rate/Maximum Underwriting Discount.

The interest rate on any Debt is expected to be the market rate at the time the Debt is issued, but not to exceed the Maximum Net Effective Interest Rate. The underwriting discount on any Debt shall not exceed the Maximum Underwriting Discount. Debt, when issued, will comply with all relevant requirements of this Service Plan, State law and Federal law as then applicable to the issuance of public securities. Interest rates and debt terms will ultimately determine within the limitations of this Service Plan, the amounts and times of debt issuance.

C. Maximum Mill Levy.

The "Maximum Mill Levy" authorized herein shall be the maximum mill levy the District is permitted to impose upon the taxable property within the District, and shall be determined as follows: the Maximum Mill Levy shall be fifty (50) mills; provided that if, on or after January 1, 2016, there are changes in the method of calculating assessed valuation or any constitutionally mandated tax credit, cut or abatement; the mill levy limitation may be increased or decreased to reflect such changes, such increases or decreases to be determined by the Board in good faith (such determination to be binding and final) so that to the extent possible, the actual tax revenues generated by the mill levy, as adjusted for changes occurring after January 1, 2016, are neither diminished nor enhanced as a result of such changes. For purposes of the foregoing, a change in the ratio of actual valuation shall be deemed to be a change in the method of calculating assessed

valuation.

D. Debt Repayment Sources.

The District may rely upon various revenue sources authorized by law including but not limited to the PIF, ad valorem property taxes and the power to assess fees, rates, tolls, penalties, or charges as provided in Section 32-1-1001(1), C.R.S., as amended from time to time. The District shall have the authority to pledge revenue from their fees, rates, tolls, penalties or charges to the repayment of Debt.

E. Security for Debt.

The District shall not pledge any revenue or property of the County as security for the Debt authorized in this Service Plan. Approval of this Service Plan shall not be construed as a guarantee by the County of payment of any of the District's obligations; nor shall anything in the Service Plan be construed so as to create any responsibility or liability on the part of the County in the event of default by the District in the payment of any such obligation.

F. District's Operating Costs.

The estimated cost of engineering services, legal services and administrative services, together with the estimated costs of the District's organization and initial operations, are included within assumptions contained in the Financial Plan and are anticipated to be funded with any revenues legally available to the District, including Fees and property taxes.

In addition to the capital costs of the Public Improvements, the District will require operating funds for administration and to plan and cause the Public Improvements to be constructed and maintained. The first year's operating budget is estimated to be one hundred thousand dollars (\$100,000) which is anticipated to be derived from revenues of the District, including potential developer advances.

G. Debt Instrument Disclosure Requirement.

Debt instruments shall be required to include the following statement: "The [debt instrument] does not constitute a debt, financial obligation or liability of the County, and the County is not liable for payment of the principal of, premium if any, and interest on the [debt instrument]".

VII. ANNUAL REPORT

The District shall be responsible for submitting an annual report to the County in the form of a survey mailed out to the District by April 1 of each year and returned to the County by June 1 of each year.

VIII. CONSOLIDATION/DISSOLUTION

The consolidation of the District with any other special district shall be subject to the approval of the County. The District will take all action necessary to dissolve pursuant to Section 32-1-701, et. seq., C.R.S., as amended from time to time, at such time as it does not need to remain in existence to discharge its financial obligations or perform its services.

IX. INTERGOVERNMENTAL AGREEMENTS

- A. Crestview Water and Sanitation District: It is anticipated that the District will enter into an intergovernmental agreement with Crestview Water and Sanitation District (“Crestview”) regarding the provision of water and sanitation services to the District. With respect to water service, the District is currently within the boundaries of the Northgate Water District (“Northgate”). Upon completion of the water delivery system connecting the existing Northgate and Crestview water systems, Crestview has agreed to take over water service to all properties within Northgate. Northgate has also agreed to exclude the property within the District Boundaries from its boundaries upon completion and conveyance of the new water delivery system to Crestview. At such time, it is anticipated that the District will enter into an intergovernmental agreement with Crestview for both water and sewer service.

X. ELECTION OF BOARD OF DIRECTORS

The Board of Directors of the District is anticipated to have up to five (5) directors. The initial Board of Directors will be elected from a pool of eligible electors at an organizational election held as soon after approval of this Service Plan as practicable. At the organizational election, up to three (3) directors will be elected to serve an initial term of four (4) years, and up to two (2) directors will be elected to serve an initial term of two (2) years. Thereafter, pursuant to Section 1-13.5-111, C.R.S., the District shall hold regular elections on the Tuesday follow the first Monday of May in every even-numbered year. At such elections directors may be elected to any term of office available for election at such election.

XI. CONCLUSION

It is submitted that this Service Plan, as required by Section 32-1-203(2) and Section 32-1-203(2.5), C.R.S., establishes that:

- A. There is sufficient existing and projected need for organized service in the area to be serviced by the District;
- B. The existing service in the area to be served by the District is inadequate for present and projected needs;
- C. The District is capable of providing economical and sufficient service to the area within its proposed boundaries; and
- D. The area to be included in the District does have, and will have, the financial ability to discharge the proposed indebtedness on a reasonable basis.

- E. Adequate service is not, and will not be, available to the area through the County or other existing municipal or quasi-municipal corporations, including existing special districts, within a reasonable time and on a comparable basis.
- F. The facility and service standards of the District are compatible with the facility and service standards of each county within which the special district is to be located and each municipality which is an interested party under Section 32-1-204(1), C.R.S.
- G. The proposal is in substantial compliance with a comprehensive plan adopted pursuant to Section 30-28-106, C.R.S.
- H. The proposal is in compliance with any duly adopted count, regional or state long-range water quality management plan for the area.
- I. The creation of the District is in the best interests of the area proposed to be served.

Therefore, it is hereby respectfully requested that the Board of County Commissioners of Adams County, Colorado, which has jurisdiction to approve this Service Plan by virtue of Section 32-1-203(2), C.R.S., et seq., as amended, adopt a resolution, which approves this "Service Plan for Pomponio Terrace Metropolitan District" as submitted.

Respectfully submitted this 18th day of March, 2016.

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law



EXHIBIT A

(Legal Description)

Pursuant to Section 10-05-03-03-02-07 of the Adams County Special District Guidelines and Regulations, a legal description of the area to be included in the proposed district is attached.

EXHIBIT A

A parcel of land in the east half of Section 5, T 3 S, R 68 W of the 6th P.M.,
County of Adams, State of Colorado, more particularly described as follows:

(Note: The following courses are not based upon a field survey.)

Commencing at the northwest corner of said east half of Section 5, and considering
the southwest corner of said east half of Section 5 to bear South 00°47'03" West;
Thence South 00°47'03" West, a distance of 1400.01 feet;
Thence South 89°12'57" East, a distance of 50.23 feet to the Point of Beginning;

Thence South 89°12'57" East along the north line of that certain parcel of land described in Book 4947 at Page 741, a
distance of 200.00 feet;

Thence South 89°12'57" East along the north line of that certain parcel of land described in Book 4947 at Page 751, a
distance of 35.88 feet;

Thence along the south right-of-way for West 70th Avenue the following five (5) courses:

1. Thence North 89°46'10" East, a distance of 63.91 feet;
2. Thence along the arc of a curve to the right having a radius of 260.00 feet and a central angle of
39°24'15", an arc distance of 178.81 feet (chord bears South 69°28'41" East, 175.31 feet);
3. Thence South 49°48'15" East, a distance of 396.78 feet;
4. Thence along the arc of a curve to the left having a radius of 340.00 feet and a central angle of
33°20'54", an arc distance of 197.89 feet (chord bears South 66°28'42" East, 195.11 feet);
5. Thence South 83°09'09" East, a distance of 519.66 feet;

Thence South 00°33'56" West along the west line of Lot 1, Block 1, Sundstrand Subdivision, a distance of 1299.82 feet;

Thence along the north line of that certain parcel of land described in Book 5158 Page 820 the following four (4) courses:

1. Thence North 57°34'30" West, a distance of 382.11 feet;
2. Thence North 42°17'24" West, a distance of 182.93 feet;
3. Thence North 57°34'30" West, a distance of 130.95 feet;
4. Thence North 84°13'48" West, a distance of 196.66 feet;

Thence North 57°34'30" West along the northerly right-of-way line for the Burlington Northern and Santa Fe Railroad, a
distance of 244.38 feet;

Thence along the easterly and northerly lines of that certain parcel of land described in Book 1299 Page 154 the following
four (4) courses:

1. Thence North 31°55'33" East, a distance of 336.17 feet;
2. Thence North 58°04'27" West, a distance of 235.00 feet;
3. Thence North 00°48'03" East, a distance of 303.09 feet;
4. Thence North 89°11'57" West, a distance of 430.93 feet;

Thence along the east right-of-way line for Federal Boulevard the following five (5) courses:

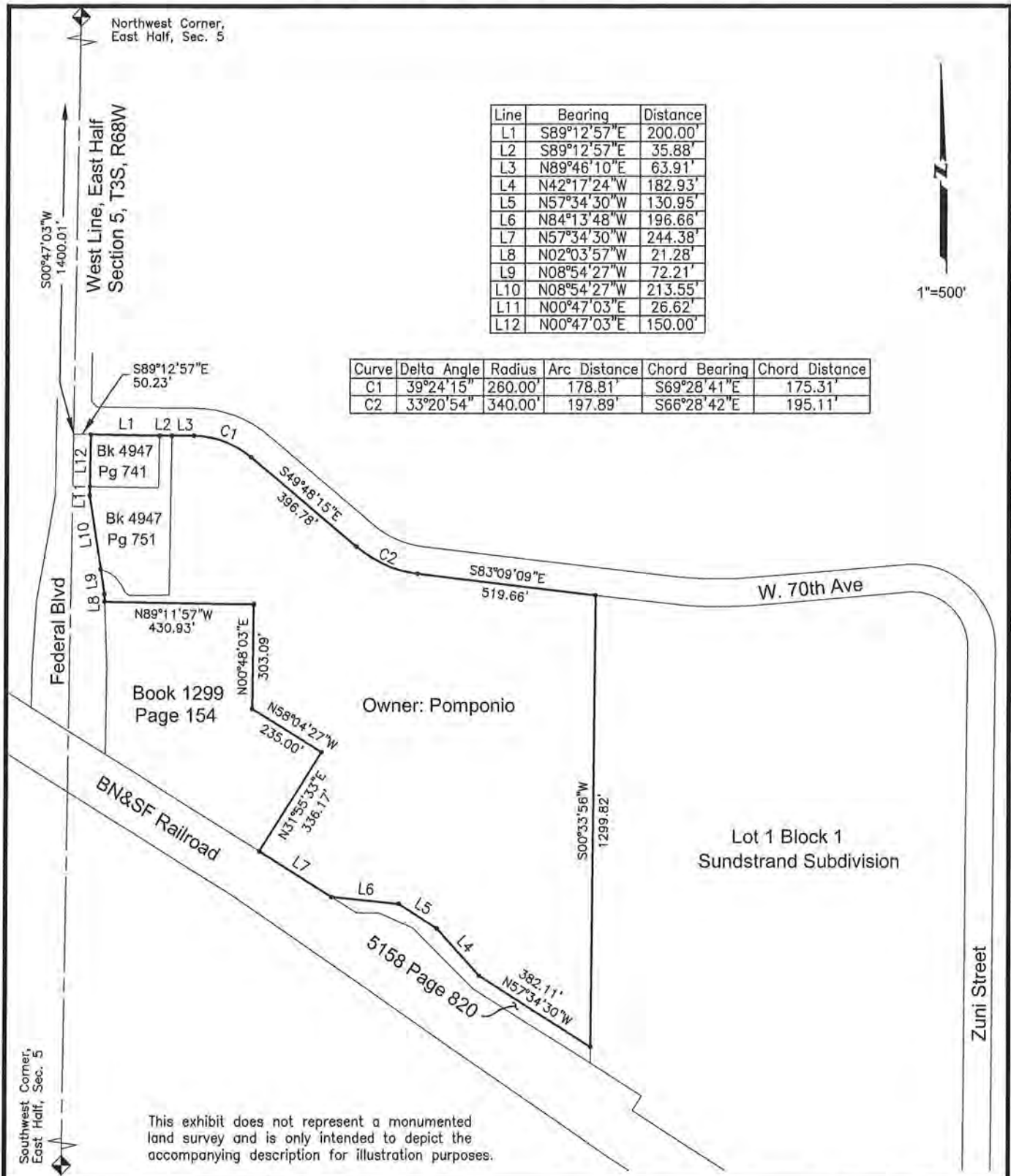
1. Thence North 02°03'57" West, a distance of 21.28 feet;
2. Thence North 08°54'27" West, a distance of 72.21 feet;
3. Thence North 08°54'27" West, a distance of 213.55 feet;
4. Thence North 00°47'03" East, a distance of 26.62 feet;
5. Thence North 00°47'03" East, a distance of 150.00 feet to the Point of Beginning,
containing 1,259,444 Square Feet, or 28.913 Acres, more or less.

EXHIBIT B

(District Boundary Map)

Pursuant to Section 10-05-03-02-04 of the Adams County Special District Guidelines and Regulations, attached is a map of the proposed District.

ILLUSTRATION FOR EXHIBIT A



J:\Project #s\2016-Jobs\20160004.2-Pomponio Terraces-Metro District Set Plan\2016004.2-CAD\2016004.2 Service Plan.dwg, Sheet 1, 1/13/2016 1:08:08 PM, Illudeman

FWS FORESIGHT WEST SURVEYING INC.
 4955 Iris Street, Wheat Ridge, CO 80033
 (303) 504-4440

DISTRICT EXHIBIT
 East 1/2 Sec. 5, T3S, R68W
 Adams County, Colorado

Compiled by: L.J.L.
 Date: 13 Jan '16
 Page: 1 of 1

518 17th Street
 Suite 1575
 Denver, CO 80202
 www.ees.us.com
 303-572-7997

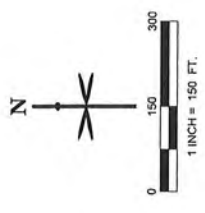
EES
 ENTITLEMENT AND
 ENGINEERING SOLUTIONS, Inc.



POMONIO TERRACE
 METRO DISTRICT BOUNDARY MAP

ADAMS COUNTY, COLORADO

PROJECT NO. PTH001.01
 DESIGNED BY: SPM
 DRAWN BY: SPM
 DATE: 01/12/2016



LEGEND

- SERVICE AREA BOUNDARY/FUTURE INCLUSION AREA
- FILING BOUNDARY
- DEVELOPMENT AREA USED FOR COMMON MAIN ACCESS
- DEVELOPMENT AREA USED FOR OPEN SPACE

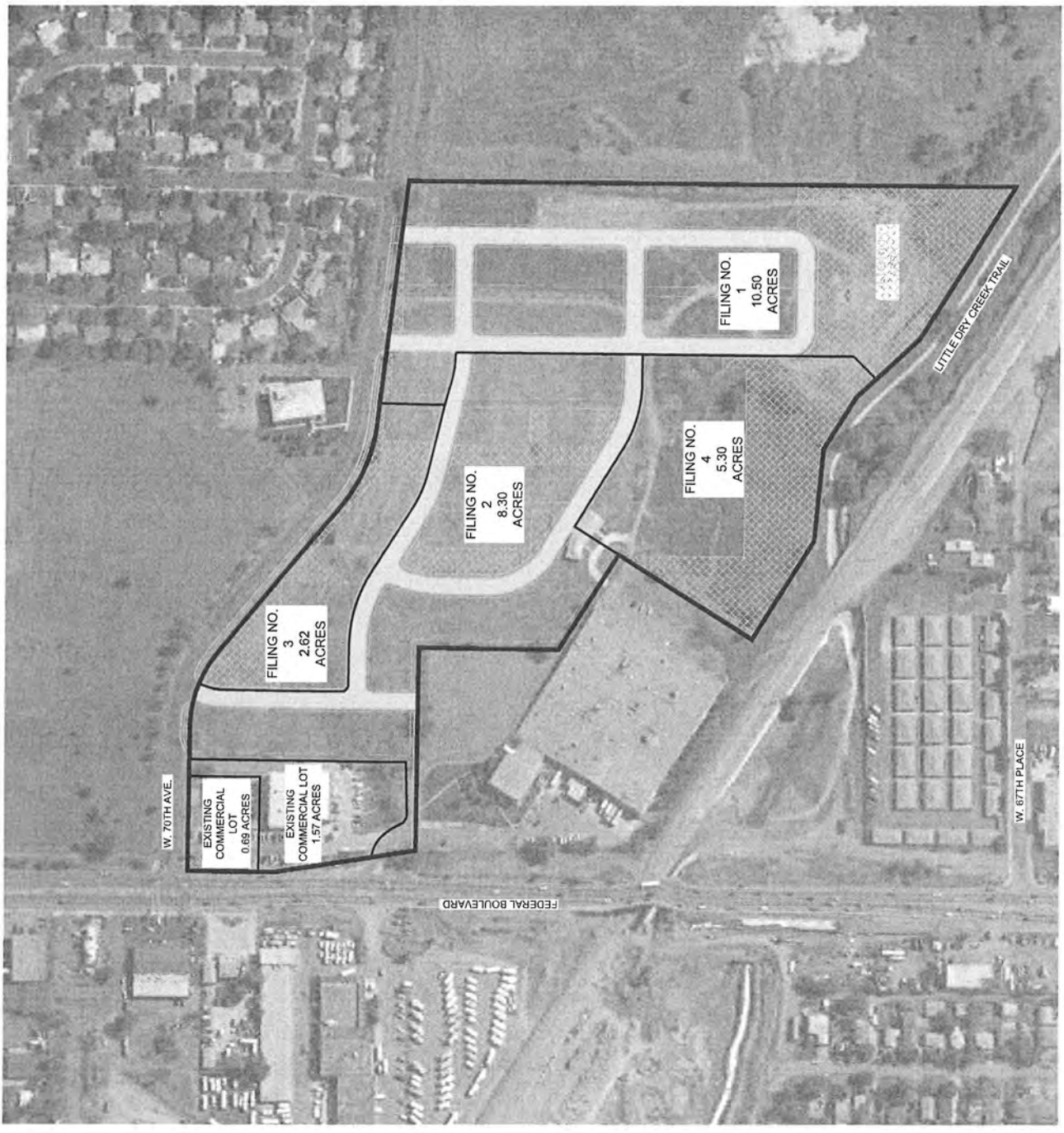


EXHIBIT C-1

(Vicinity Map/3-Mile Radius Maps)

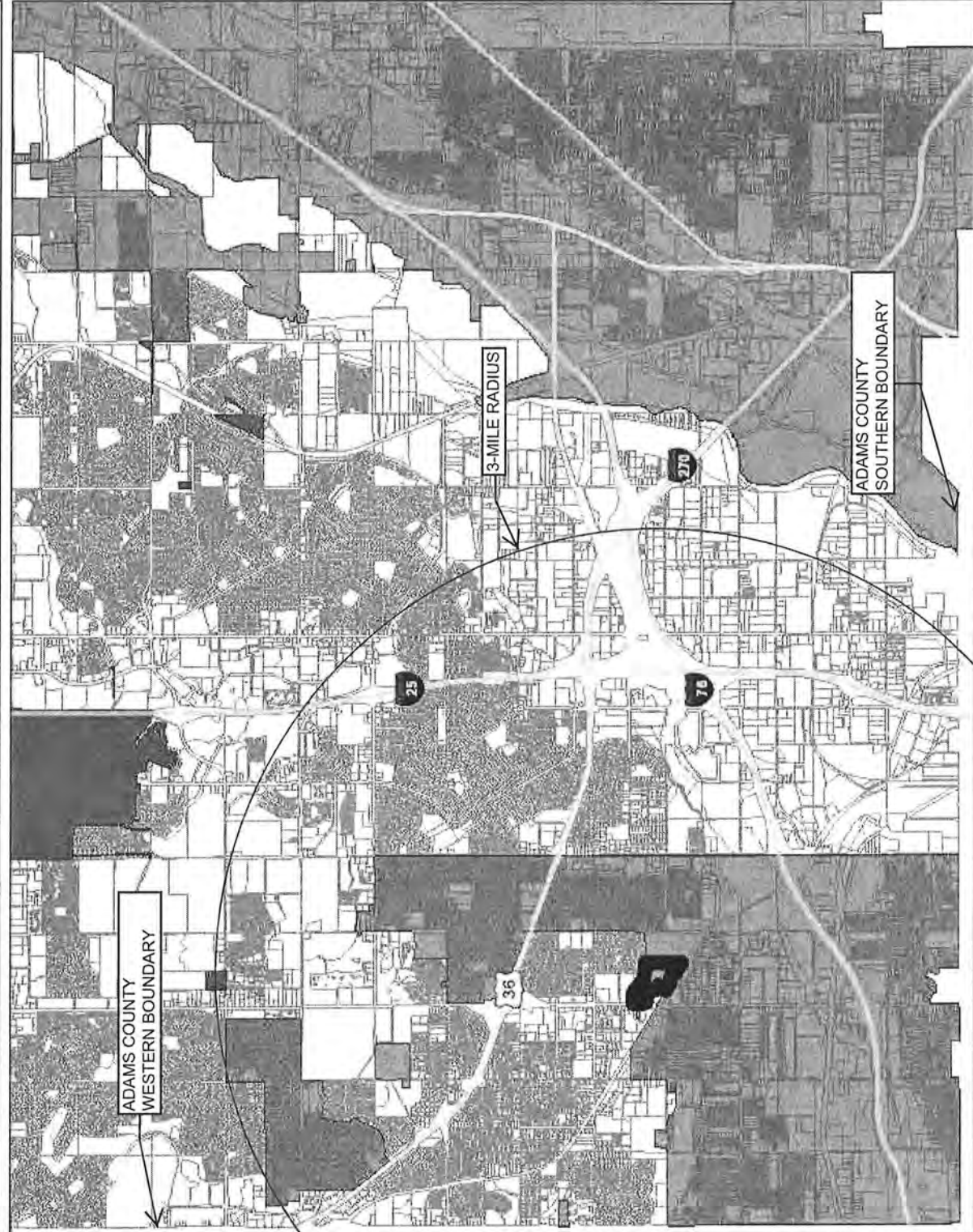
Pursuant to Section 10-05-03-02-04 of the Adams County Special District Guidelines and Regulations, attached are the following maps:

- A. Vicinity Map
- B. Municipalities and Special Districts within 3-Mile Radius

Vicinity Map



Adams County Map



Legend

Highways
Highways (< 20,000)

- Interstate
- Highway
- Tollway

Streets
River
Parcels

Fire District

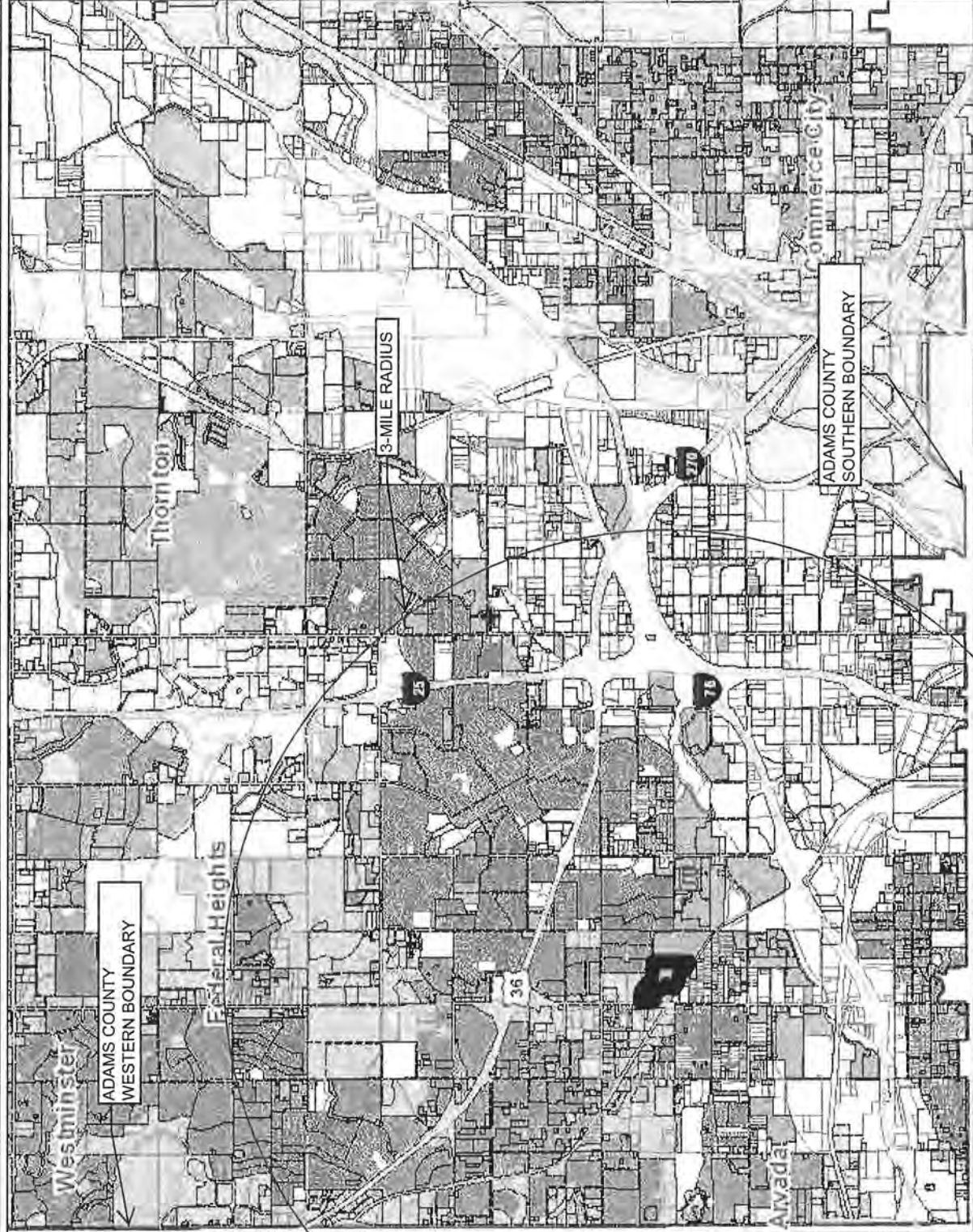
- Bennett Fire Protection District
- Brighton Fire Protection District
- Byers Fire Protection District
- Deer Trail Fire Protection District
- North Metro Fire District
- North Washington Fire District #3
- SW Adams County Fire Protection
- Sable-Altura Fire Protection District
- South Adams County Fire District
- Southeast Weld County Fire Protec
- Strasburg Fire Protection District

Notes

2.0 0 1.00 2.0 Miles

This map is a user generated static output from an Internet mapping site and is for reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable.
THIS MAP IS NOT TO BE USED FOR NAVIGATION

Adams County Map



Legend

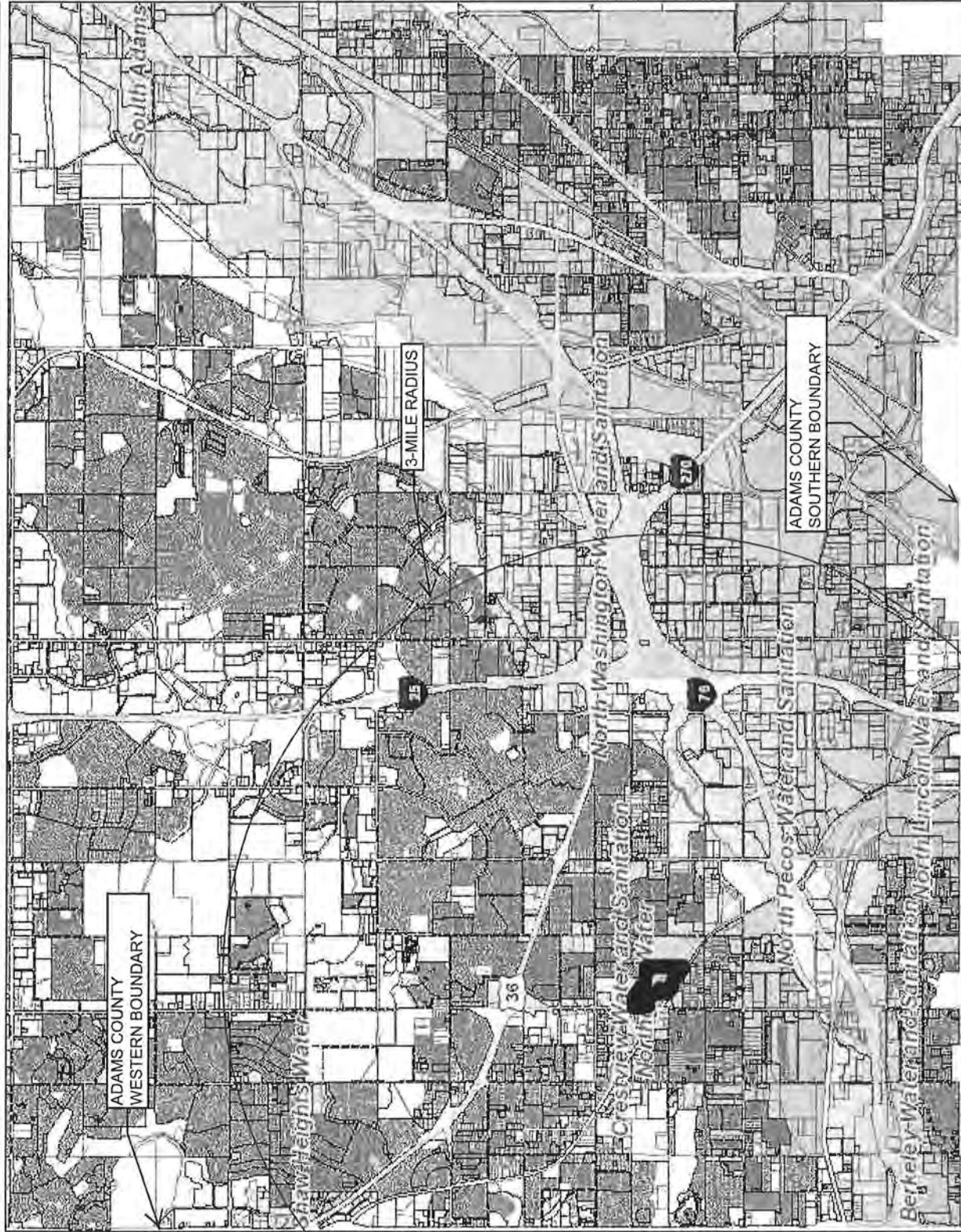
- Highways
- Highways (< 20,000)
- Interstate
- Highway
- Tollway
- Streets
- Subdivision
- Cities
- Avada
- Aurora
- Bennett
- Brighton
- Commerce City
- Federal Heights
- Lochbuie
- Northglenn
- Thornton
- Westminister
- PUD Overlay
- Parcels
- County Boundary

Notes

This map is a user generated static output from an Internet mapping site and is for reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable.
THIS MAP IS NOT TO BE USED FOR NAVIGATION



Adams County Map



Legend

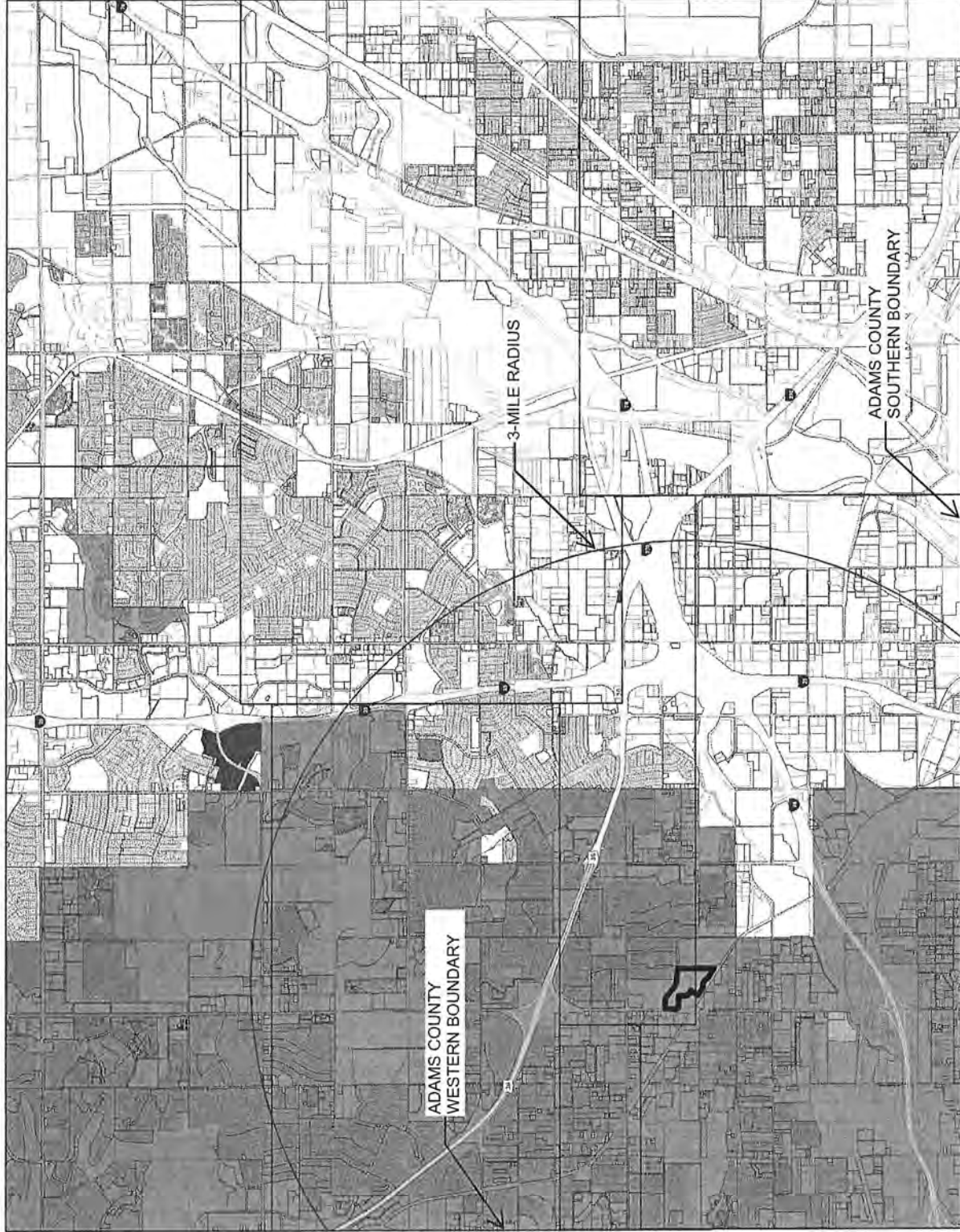
- Highways
- Highways (< 20,000)
- Interstate
- Highway
- Tollway
- Streets
- Subdivision
- River
- Parcels
- Water and Sanitation District

Notes

This map is a user generated static output from an Internet mapping site and is for reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable.
THIS MAP IS NOT TO BE USED FOR NAVIGATION



Adams County Map



2.0 0 1.00 2.00 Miles

This map is a user generated static output from an internet mapping site and is for reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable.
THIS MAP IS NOT TO BE USED FOR NAVIGATION

NAD_1983_StatePlane_Colorado_Central_FIPS_0502_Feet
© Latitude Geographics Group Ltd.

Legend

- Highways
- Streets
- Subdivision
- River
- Parcels
- Park and Recreation District
 - ACC Metro District
 - Adams East Metropolitan District
 - Always Business Center Metro Dis
 - Aurora Single Tree Metro District
 - Aurora Urban Renewal Authority
 - BNC Metro District No. 1
 - BNC Metro District No. 2
 - BNC Metro District No. 3
 - Belle Creek Metro District No. 1
 - Bennett Park and Recreation Distrit
 - Bradburn Metro District No. 1
 - Bradburn Metro District No. 2
 - Bradburn Metro District No. 3
 - Brighton Urban Renewal Authority
 - Brittany Place Metro District
 - Bromley Park Metro District No. 2
 - Bromley Park Metro District No. 3
 - Bromley Park Metro District No. 4
 - Bromley Park Metro District No. 5
 - Buffalo Highlands Metro District
 - Buffalo Ridge Metro District
 - Buffalo Run Mesa Metro District

Notes

POMONIO TERRACE
PARKS AND RECREATION MAP: 3
MILE RADIUS

EXHIBIT C-2

(Proposed Services)

Pursuant to Section 10-05-03-02-04 of the Adams County Special District Guidelines and Regulations, the list of services proposed to be supplied by the District provided by each of the municipalities and special districts shown on the map found in EXHIBIT C-1.

The District proposes to provide the following services:

- **Ongoing Park and Recreation Services** –The District proposes to provide park and recreation services only with respect to the operation and maintenance of any pocket parks and/or open space and landscape tracts, and detention ponds within the District’s Service Area. The District Boundaries overlap the Hyland Hills Park and Recreation District which is authorized to provide park and recreation services within the District Boundaries. Prior to providing park and recreation services, the District will obtain any consent required by Section 32-1-107, C.R.S. from Hyland Hills Park and Recreation District.
- **Ongoing Street Improvement Services** – The District proposes to provide street services only with respect to the operation and maintenance of alleyways and street lighting retained by the District. The District does not propose to provide street services with respect to any street improvements that are conveyed to the County or any other entity.
- **Finance and Construction of Public Improvements** - The District proposes to provide for the financing and construction of the Public Improvements described in Exhibit D which may be associated with the provision of ongoing services by the Northgate Water District, Crestview Water and Sanitation District, and the County.

EXHIBIT D

(Cost Estimates)

Pursuant to Section 10-05-03-02-05 of the Adams County Special District Guidelines and Regulations, a description and cost estimates for all facilities and improvements are attached.

**Pomponio Terrace Metropolitan District
Description of Facilities and Cost**

Offsite Water Improvements

The offsite water improvements consist of water line demolition and new water line construction associated with serving the planned uses in the District. The water line construction begins in the right-of-way along Federal Blvd and includes demolition of existing AC water main, removal/abandonment of an existing 6" fire line, and removal of existing fire hydrants. The new water line will be installed in approximately the same location as the demolished line along the Federal Blvd. right of way. The new line along Federal will consist primarily a 16" PVC water line with associated valves, bends, couplers, valves, check valves, plugs and connections to existing lines. Additionally, the water line extension along Federal will include installation of new fire hydrants in various locations along the route.

At the intersection of Federal Blvd. and W. 70th Ave the 16" water line turns towards the east and follows the alignment of W. 70th Ave. The construction of this 16" water line will require demolition and reconstruction of the center lane of W. 70th Ave. for approximately 3,400 LF and connects to an existing 20" water line located at the intersection of W. 68th Ave and W. 70th Ave. It is assumed that there will be extensive traffic control required for the installation and reconstruction along W. 70th Ave. Additionally, the District work will include erosion control measures including, concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor to meet the storm water protection requirements of Adams County.

It is currently anticipated that construction of the offsite water improvements will begin in the summer of 2016 and will be completed in 2016. Below is a summary of the costs for the offsite water improvements, more fully described in the Opinion of Probable Costs section in this service plan. Please note that the costs noted below do not include soft costs, mobilization, general conditions, surety bonds, contingency, or contractor overhead and profit as these items are noted individually on the detailed Opinion of Probable Cost.

Offsite Water Improvements

The following are included in the District facilities.

Demolition:

The demolition scope for the offsite water improvements include removal of AC (asbestos containing) pipe, removal of non-AC pipe, removal of existing fire hydrant and associated items, and removal of existing water meter pits and partial service line. *Costs ~\$41,635*

Erosion Control:

The erosion control scope for the offsite water improvements include concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor. *Cost ~\$70,179*

Utility Installation:

The erosion control scope for the offsite water improvements include installation of the proposed water line extension, all required asphalt removal and repairs, sanitary sewer line installation to properties within the metropolitan district, required surveying, installation of fire hydrants and domestic water lines to facilities within the district. *Cost ~\$1,117,731*

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Overall Site Erosion Control

The overall site erosion control work associated with the District includes erosion control items that will be required to complete the additional work required within the District. These items will be required to comply with the site specific Storm Water Pollution Prevention Plan and to comply with the erosion control required of Adams County.

The overall site erosion control work includes concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor.

It is currently anticipated that construction of the overall site erosion control will begin in the summer of 2016 and will be completed at the completion of the remaining metropolitan district work, anticipated in 2017. Below is a summary of the costs for the offsite water improvements, more fully described in the Opinion of Probable Costs section in this service plan. Please note that the costs noted below do not include soft costs, mobilization, general conditions, surety bonds, contingency, or contractor overhead and profit as these items are noted individually on the detailed Opinion of Probable Cost.

Overall Site Erosion Control Improvements

The following are included in the District facilities.

Erosion Control:

The erosion control scope for the overall site erosion control improvements include concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor. *Cost ~\$53,905*

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Filing 1 Improvements

Filing 1 consists of approximately 8.7 acres and will likely consist of single-family detached units. The Filing 1 District improvements consists of erosion control, grading at roadway and utility locations, improvements at W. 70th Ave., site roadway improvements, and utility installation within the filing. The filing includes roadway construction starting with an entrance from the south side of W. 70th Ave onto the filing. This roadway will then provide circulation through the filing and consist of 6.5" asphalt paving, curb and gutter, 5' wide sidewalk installation, and site lighting. Additionally, the District will construct the 5" thick concrete alleys located between the single family home lots. The roadway work includes 5' depth over-excavation and compaction of subgrade material as well as rough and fine grading, surveying, and landscaping at the metropolitan district facilities. Additional provisions have been included for erosion control requirements within the filing.

In addition to the roadways within Filing 1 the District will also construct improvements to the existing W. 70th Ave. roadway. This construction will include curb and gutter, a 5' wide sidewalk, 8" thick cross pan at the entrance to the filing, and asphalt patching required to match grades with W. 70th Ave. and the new curb and gutter installation.

A new water, sanitary sewer, and storm sewer lines will also be constructed within the metropolitan district. An 8" water line loop is anticipated to be installed throughout the roadways as well as domestic water line stubs with meter pits into each single family home lot. The sanitary sewer line will be installed beneath the alleys with connection to an existing sanitary line located on the south east portion of the filing. Sanitary sewer stubs will also be installed to each single family lot. The storm sewer construction is anticipated to include storm pipe servicing Filing 1 in various sizes, curb inlets to convey water to an on-site detention pond, as well as installation of a detention pond with trickle channel and outlet structure.

It is currently anticipated that construction of the Filing 1 improvements will begin in the summer of 2016 and will be completed in 2016. Below is a summary of the costs for the Filing 1 improvements, more fully described in the Opinion of Probable Costs section in this service plan. Please note that the costs noted below do not include soft costs, mobilization, general conditions, surety bonds, contingency, or contractor overhead and profit as these items are noted individually on the detailed Opinion of Probable Cost.

Filing 1 Improvements

The following are included in the District facilities.

Erosion Control:

The erosion control scope for the Filing 1 improvements include concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor.
Cost ~\$101,434

Grading:

The grading scope for the Filing 1 improvements includes the following only at site roadway locations: over-excavation to 5' depth, cut to fills, clear and grubbing, rough grading, fine grading, backfill at curbs, surveying, and landscape allowance. *Cost ~\$184,074*

W. 70th Ave. Improvements:

The W. 70th Ave. scope for the Filing 1 improvements includes curb and gutter, 5' wide sidewalk, 8" thick concrete cross pan, and patching asphalt at new integration to curb. *Cost ~\$31,467*

Interior Roadway Improvements:

The interior roadway scope for the Filing 1 improvements include the following: curb and gutter, 5' wide sidewalks, 6.5" thick full depth asphalt paving, 5" thick concrete paving at alleys, sidewalk at the Dry Creek Trail connection, and street light installation. *Cost ~\$494,732*

Utility Installation:

The utility scope for the Filing 1 improvements include installation of site water line loop, service lines to each proposed lot, fire hydrants, sanitary sewer mains, sanitary sewer service lines to each proposed lot, storm sewer line installation in various sizes, inlets, manholes, and detention pond construction. *Cost ~\$888,212*

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Filing 2 Improvements

Filing 2 consists of approximately 8.7 acres and will likely consist of single-family detached units. The Filing 2 District improvements consists of erosion control, grading at roadway and utility locations, improvements at W. 70th Ave., site roadway improvements, and utility installation within the filing. The filing includes roadway construction starting with an entrance from the south side of W. 70th Ave onto the filing. This roadway will then provide circulation through the filing and consist of 6.5" asphalt paving, curb and gutter, 5' wide sidewalk installation, and site lighting. Additionally, the District will construct the 5" concrete alleys located between the single family home lots. The roadway work includes 5' depth over-excavation and compaction of subgrade material as well as rough and fine grading, surveying, and landscaping at the metropolitan district facilities. Additional provisions have been included for erosion control requirements within the filing.

In addition to the roadways within Filing 2 the metropolitan district will also construct improvements to the existing W. 70th Ave. roadway. This construction will include curb and gutter, a 5' wide sidewalk, 8" thick cross pan at the entrance to the filing, and asphalt patching required to match grades with W. 70th Ave. and the new curb and gutter installation.

A new water, sanitary sewer, and storm sewer lines will also be constructed within the District. An 8" water line loop is anticipated to be installed throughout the roadways as well as domestic water line stubs with meter pits into each single family home lot. The sanitary sewer line will be installed beneath the alleys with connection to an existing sanitary line and main being installed as part of Filing 1. Sanitary sewer stubs will also be installed to each single family lot. The storm sewer construction is anticipated to include storm pipe servicing Filing 2 in various sizes, curb inlets to convey water to an on-site detention pond, as well as connection to the storm system installed in Filing 1 with eventual connection to the on-site detention pond as part of Filing 1.

It is currently anticipated that construction of the Filing 2 improvements will begin in the summer of 2016 and will be completed in 2017. Below is a summary of the costs for the Filing 2 improvements, more fully described in the Opinion of Probable Costs section in this service plan. Please note that the costs noted below do not include soft costs, mobilization, general conditions, surety bonds, contingency, or contractor overhead and profit as these items are noted individually on the detailed Opinion of Probable Cost.

Filing 2 Improvements

The following are included in the District facilities.

Erosion Control:

The erosion control scope for the Filing 2 improvements include concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor.
Cost ~\$101,696

Grading:

The grading scope for the Filing 2 improvements includes the following only at site roadway locations: over-excavation to 5' depth, cut to fills, clear and grubbing, rough grading, fine grading, backfill at curbs, surveying, and landscape allowance. *Cost ~\$186,578*

W. 70th Ave. Improvements:

The W. 70th Ave. scope for the Filing 2 improvements includes curb and gutter, 5' wide sidewalk, 8" thick concrete cross pan, and patching asphalt at new integration to curb. *Cost ~\$14,695*

Interior Roadway Improvements:

The interior roadway scope for the Filing 2 improvements include the following: curb and gutter, 5' wide sidewalks, 6.5" thick full depth asphalt paving, 5" thick concrete paving at alleys, sidewalk at the Dry Creek Trail connection, and street light installation. *Cost ~\$468,898*

Utility Installation:

The utility scope for the Filing 2 improvements include installation of site water line loop, service lines to each proposed lot, fire hydrants, sanitary sewer mains, sanitary sewer service lines to each proposed lot, storm sewer line installation in various sizes, inlets, manholes, and detention pond construction. *Cost ~\$633,200*

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Filing 3 Improvements

Filing 3 consists of approximately 2.5 acres and will likely consist of single-family attached units. The Filing 3 District improvements consist of erosion control, W 70th Ave. improvements, and utility stubs into the filing lot. The other work associated with these lots are currently planned to be completed at a later date and are not anticipated to be part of the current District.

It is currently anticipated that construction of the Filing 3 improvements will begin in the summer of 2016 and will be completed in 2017. Below is a summary of the costs for the Filing 3 improvements, more fully described in the Opinion of Probable Costs section in this service plan. Please note that the costs noted below do not include soft costs, mobilization, general conditions, surety bonds, contingency, or contractor overhead and profit as these items are noted individually on the detailed Opinion of Probable Cost.

Filing 3 Improvements

The following are included in the Metropolitan District facilities.

Erosion Control:

The erosion control scope for the Filing 3 improvements include concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor. *Cost ~\$17,750*

W. 70th Ave. Improvements:

The W. 70th Ave. scope for the Filing 3 improvements includes curb and gutter, 5' wide sidewalk, 8" thick concrete cross pan, and patching asphalt at new integration to curb. *Cost ~\$30,399*

Utility Installation:

The utility scope for the Filing 3 improvements include installation of site water line loop, service lines to each proposed lot, fire hydrants, sanitary sewer mains, sanitary sewer service lines to each proposed lot, storm sewer line installation in various sizes, inlets, manholes, and detention pond construction. *Cost ~\$6,732*

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Filing 4 Improvements

Filing 4 consists of approximately 5.3 acres and will likely consist of single-family attached units. The Filing 4 District improvements consist of erosion control and utility stubs into the filing lot. The other work associated with these lots are currently planned to be completed at a later date and are not anticipated to be part of the current District.

It is currently anticipated that construction of the Filing 4 improvements will begin in the summer of 2016 and will be completed in 2017. Below is a summary of the costs for the Filing 4 improvements, more fully described in the Opinion of Probable Costs section in this service plan. Please note that the costs noted below do not include soft costs, mobilization, general conditions, surety bonds, contingency, or contractor overhead and profit as these items are noted individually on the detailed Opinion of Probable Cost.

Filing 4 Improvements

The following are included in the District facilities.

Erosion Control:

The erosion control scope for the Filing 4 improvements include concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor. *Cost ~\$24,409*

Utility Installation:

The utility scope for the Filing 4 improvements include installation of site water line loop, service lines to each proposed lot, fire hydrants, sanitary sewer mains, sanitary sewer service lines to each proposed lot, storm sewer line installation in various sizes, inlets, manholes, and detention pond construction. *Cost ~\$6,732*

Federal Blvd. Improvements

The Federal Blvd. improvements include erosion control associated with the improvements as well improvements at the intersection of Federal Blvd. and the District boundaries.

It is currently anticipated that construction of the Federal Blvd. Improvements will begin in the summer of 2016 and will be completed in 2017. Below is a summary of the costs for the Federal Blvd. Improvements, more fully described in the Opinion of Probable Costs section in this service plan. Please note that the costs noted below do not include soft costs, mobilization, general conditions, surety bonds, contingency, or contractor overhead and profit as these items are noted individually on the detailed Opinion of Probable Cost.

Federal Blvd. Improvements

The following are included in the District facilities.

Erosion Control:

The erosion control scope for the Federal Blvd. improvements include concrete washouts, construction fencing, inlet protection, portable toilet protection, silt fence, erosion control maintenance, street sweeping, temporary seeding, stabilized construction entrance, and an erosion control supervisor. *Cost ~\$5,860*

Federal Roadway Improvements:

The scope for the Federal Roadway improvements include installation of curb and gutter, 5' wide sidewalk along Federal Blvd., construction of concrete cross pan at commercial sites, demolition along the Federal Blvd. right of way, and repair of landscaping at the Federal Blvd. right of way. *Cost ~\$41,812*

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OPINION OF PROBABLE COST
Pomponio Terrace- Summary Of Costs

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
4500 Cherry Creek Drive South, #1060
Denver, CO 80246
Contact: Kurt Haslag
Ph. 720-253-0090

Original Preparation: 1/15/2016
Project: Pomponio Terrace Summary
Project Location: W. 70th Ave. and Federal Blvd.
Adams County, Colorado
Premier Project #: P-110

Summary Of Estimates:		
Off Site Water	\$1,596,564	
Overall Site Erosion Control for Utility Installation	\$69,996	
Filing 1	\$2,207,346	
Filing 2	\$1,824,480	
Filing 3	\$71,263	
Filing 4	\$40,437	
Federal Blvd. ROW	\$61,901	
Sub Total		\$5,871,986
Soft Costs		
Permitting Fees	\$565,340	
Engineering (2.5%)	\$146,800	
Construction Management (5%)	\$293,599	
Materials Testing (2%)	\$117,440	
Design Contingency (5%)	\$293,599	
Project Art	\$0	
County/Crestview/Other Surety Bonds	\$138,986	
District Formation Fees	TBD	
Sub Total Soft Costs		\$ 1,555,764
	Project Grand Total	\$ 7,427,751

Project Notes/Assumptions:

Please see detailed sheets for additional information included in this summary.

OPINION OF PROBABLE COST
Pomponio Terrace- Offsite Water Improvements

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
4500 Cherry Creek Drive South, #1060
Denver, CO 80246
Contact: Kurt Haslag
Ph. 720-253-0090

Original Preparation: 1/15/2016
Project: Pomponio Terrace Offsite Water
Project Location: W. 70th Ave. and Federal Blvd.
Adams County, Colorado
Premier Project #: P-110

DEMOLITION	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Removal of AC Pipe	449	\$50.00	LF	\$22,450.00		
Removal of Non AC Pipe	1,031	\$14.00	LF	\$14,434.00		
Remove DIP Line to Fire Hydrant	184	\$14.00	LF	\$2,576.00		
Remove Existing Meter, Pit, and Partial Service Line	2	\$750.00	EA	\$1,500.00		
Removal of Fire Hydrant	3	\$225.00	EA	\$675.00		
SUBTOTAL					\$41,635.00	

EROSION CONTROL	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Concrete Washout	15	\$900.00	EA	\$13,500.00		
Construction Fence	3,225.00	\$4.00	LF	\$12,900.00		
Inlet Protection	10	\$45.00	EA	\$450.00		
Portable Toilet Protection	3	\$250.00	EA	\$750.00		
Silt Fence	3,225	\$2.00	LF	\$6,450.00		
Erosion Control Maintenance	2	\$3,500.00	MO	\$7,000.00		
Street Sweeping (Sediment Removal)	120	\$130.00	HR	\$15,600.00		
Temporary Seeding	44,772.00	\$0.20	SF	\$8,954.40		Seeding only, no temp irrigation or watering
Stabilized Construction Entrance - VTC	1	\$2,400.00	EA	\$2,400.00		
Erosion Control Supervisor	15	\$145.00	DY	\$2,175.00		1/4 of Const. Work Days
SUBTOTAL					\$70,179.40	

UTILITY- WATER SERVICE, SANITARY	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Domestic Water 1" Pipe (Type K Copper)	15	\$33.60	LF	\$504.00		
Domestic Water Corporation Stop	2	\$425.00	EA	\$850.00		
Domestic Water Meter and Meter Pit	2	\$5,760.00	EA	\$11,520.00		
Connection to Existing Water Main	4	\$1,500.00	EA	\$6,000.00		
Water Main 6" DIP Pipe	182	\$46.80	LF	\$8,517.60		
Water Main 6" PVC Pipe under 70th Ave	37	\$180.00	LF	\$6,660.00		
Water Main 8" Pipe	81	\$38.40	LF	\$3,110.40		
Water Main 12" Pipe	38	\$168.00	LF	\$6,384.00		Installed cost - assumes within roadway (traffic control included), fully restrained. See notes.
Water Main 16" Pipe- Under 70th Ave	3,378	\$187.00	LF	\$631,686.00		Installed cost - assumes within roadway (traffic control included), fully restrained. See notes.
Water Main 16" Pipe - At Federal ROW	1,517	\$102.00	LF	\$154,734.00		
6" Gate Valve	8	\$1,225.00	EA	\$9,800.00		
8" Gate Valve	2	\$1,800.00	EA	\$3,600.00		
12" Gate Valve	2	\$3,420.00	EA	\$6,840.00		
16" Butterfly Valve	5	\$4,500.00	EA	\$22,500.00		
Bends and Fittings (6" to 12" main)	4	\$750.00	EA	\$3,000.00		
Bends and Fittings (16" main)	27	\$1,344.00	EA	\$36,288.00		
Fire Hydrants	3	\$4,850.00	EA	\$14,550.00		
12" Check Valve with 16" Bypass and 7.5' Diameter Vault	1	\$50,000.00	EA	\$50,000.00		
6" PRV and 6' Diameter Vault	1	\$15,000.00	EA	\$15,000.00		
Repair Asphalt Commercial driveways at water line installation	122	\$48.00	SY	\$5,866.67		Assume 8" asphalt
Bore and Install 24" sewer main below RR	200	\$175.00	LF	\$35,000.00		
New 8" Sanitary Sewer Line to adjacent apartment	680	\$75.00	LF	\$51,000.00		Includes crossing at 70th Ave.
New Sanitary Sewer Manhole at adjacent apartment	2	\$2,160.00	EA	\$4,320.00		
Surveying	1	\$30,000.00	EST	\$30,000.00		
SUBTOTAL					\$1,117,730.67	

Pomponio Terrace- Offsite Water Improvements		\$1,229,545.07
Summation		
Mobilization 3.5%		\$43,034.08 10% maximum
General Conditions 5%		\$61,477.25 Typically 5% to 12%
Surety Bonds 2%		\$24,590.90 Typically 1% to 3%
Contingency 12%		\$147,545.41 (Conceptual 15-20%, Planning 10-15%, CDs 5-10%)
Subtotal		\$1,506,192.71
OH&P 6.0%		\$90,371.56 Typical 6% to 9%

Project Grand Total	\$1,596,564
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Project Notes/Assumptions:
This estimate is based upon Premier Facility Constructors review of the preliminary design documents
Costs are based on current estimated prices, with no provisions made for inflation.
Water line unit price costs include complete installation -trenching, backfilling, finish work, etc. included in LF cost.
This estimate does not include the following items:
a. Does not include any on-site water costs. All work in this spreadsheet is for off-site water work.
b. Permitting, Development Fees, or tap/water system development fees
c. Land Costs or Broker Fees
No geotechnical, traffic or environmental studies have been reviewed for the completion of this estimate
No environmental mitigation requirements are included. We have not included any costs for dewatering or excess water removal
Costs assume Filing 1 and Filing 2 being completed concurrently.

OPINION OF PROBABLE COST

Pomponio Terrace- Overall Site Erosion Control for Utility Installation

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
 4500 Cherry Creek Drive South, #1060
 Denver, CO 80246
 Contact: Kurt Haslag
 Ph. 720-253-0090

Original Preparation: 1/15/2016
Project: Pomponio Terrace Overall Site Grading
Project Location: W. 70th Ave. and Federal Blvd.
 Adams County, Colorado
Premier Project #: P-110

EROSION CONTROL	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Concrete Washout	0	\$900.00	EA	\$0.00		
Construction Fence	5,820.00	\$4.00	LF	\$23,280.00		
Inlet Protection	15	\$45.00	EA	\$675.00		
Portable Toilet Protection	5	\$250.00	EA	\$1,250.00		
Silt Fence	5,820	\$2.00	LF	\$11,640.00		
Erosion Control Maintenance	1	\$3,500.00	MO	\$3,500.00		
Street Sweeping (Sediment Removal)	40	\$130.00	HR	\$5,200.00		
Stabilized Construction Entrance - VTC	3	\$2,400.00	EA	\$7,200.00		
Erosion Control Supervisor	8	\$145.00	DY	\$1,160.00		1/4 of Const. Work Days
SUBTOTAL					\$53,905.00	

Pomponio Terrace- Overall Site Erosion Control for Utility Installation Summation		\$53,905.00
Mobilization 3.5%		\$1,886.68 10% maximum
General Conditions 5%		\$2,695.25 Typically 5% to 12%
Surety Bonds 2%		\$1,078.10 Typically 1% to 3%
Contingency 12%		\$6,468.60 (Conceptual 15-20%, Planning 10-15%, CDs 5-10%)
Subtotal		\$66,033.63
OH&P 6.0%		\$3,962.02 Typical 6% to 9%

Project Grand Total		\$69,996
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Project Notes/Assumptions:

This estimate is based upon Premier Facility Constructors review of the preliminary design documents

Costs are based on current estimated prices, with no provisions made for inflation.

This estimate does not include the following items:

- a. Permitting and Development Fees
- b. Land Costs or Broker Fees

No geotechnical, traffic or environmental studies have been reviewed for the completion of this estimate

No environmental mitigation requirements are included. We have not included any costs for dewatering or excess water removal

Costs assume Filing 1 and Filing 2 being completed concurrently.

**OPINION OF PROBABLE COST
Pomponio Terrace- Filing 1**

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
4500 Cherry Creek Drive South, #1060
Denver, CO 80246
Contact: Kurt Haslag
Ph. 720-253-0090

Original Preparations: 1/15/2016
Project: Pomponio Terrace Filing 1
Project Location: W. 70th Ave. and Federal Blvd.
Adams County, Colorado
Premier Project #: P-110

EROSION CONTROL	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Concrete Washout	25	\$900.00	EA	\$22,500.00		
Inlet Protection	6	\$45.00	EA	\$270.00		
Portable Toilet Protection	5	\$250.00	EA	\$1,250.00		
Silt Fence	3,752	\$2.00	LF	\$7,504.00		
Erosion Control Maintenance	4	\$3,500.00	MO	\$14,000.00		
Street Sweeping (Sediment Removal)	80	\$130.00	HR	\$10,400.00		
Temporary Seeding at completion of work	378,099.20	\$0.10	SF	\$37,809.92		Seeding only, no terra-formation or watering
Stabilized Construction Entrance - VTC	2	\$2,400.00	EA	\$4,800.00		
Erosion Control Supervisor	20	\$145.00	DY	\$2,900.00		1/4 of Const. Work Days
SUBTOTAL					\$101,433.92	

Grading	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Over-Excavation at Roadways-5'	17,071	\$3.00	EA	\$51,211.67		
Site cut and fills- assume 2' at roadway and walks	6,828	\$3.00	CY	\$20,484.67		
Clear and Gurb at roads and walks	92,181	\$0.05	SF	\$4,609.05		
Rough Grade at roads and walks	92,181	\$0.10	SF	\$9,218.10		
Fine grade at roads and walks	92,181	\$0.10	SF	\$9,218.10		
Backfill at curb area	173	\$25.00	LF	\$4,332.41		
Landscaping Allowance	1	\$50,000.00	EST	\$50,000.00		
Surveying	1	\$35,000.00	EST	\$35,000.00		
SUBTOTAL					\$184,073.99	

70th Ave. Improvements	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Curb and Gutter at 70th Ave	473	\$12.00	LF	\$5,676.00		
5' Wide Sidewalk	2,365	\$3.75	SF	\$8,868.75		
8" concrete cross pan at entrance	995	\$7.50	SF	\$7,462.50		
Patch at integration at new curb and gutter	473	\$20.00	LF	\$9,460.00		
SUBTOTAL					\$31,467.25	

Interior Roadway Improvements	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Curb and gutter at interior roadways	4,206	\$12.00	LF	\$50,472.00		
Sidewalk at interior roadways- 5' wide	21,030	\$3.75	SF	\$78,862.50		
On Site Roadway- Assume residential designation. 6.5' thick full depth asphalt	7,795	\$26.00	SF	\$202,672.88		
Concrete alley between homes- 5"	18,220	\$5.25	SF	\$95,655.00		Assume unreinforced concrete
Sidewalk at Dry Creek Trail Connection	2,080	\$4.00	SF	\$8,320.00		
Street Lights	10	\$5,875.00	LF	\$58,750.00		
SUBTOTAL					\$484,732.39	

Utilities	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Fire Hydrant	6	\$4,850.00	LF	\$29,100.00		
8" Water Line	2,647	\$38.40	LF	\$101,644.80		
3/4" Copper Service Line to pad lots	2,111	\$33.60	LF	\$70,929.60		
8" Water line bends and fittings	10	\$600.00	EA	\$6,000.00		
6" DIP Line to Fire Hydrants	140	\$46.80	LF	\$6,552.00		
Water Meter Pits at each pad	68	\$1,449.60	EA	\$98,572.80		
Water Line Connection to Existing	1	\$1,500.00	EA	\$1,500.00		
8" Water line valve	15	\$1,800.00	EA	\$27,000.00		
8" Sanitary Sewer Line	1,393	\$45.60	LF	\$63,520.80		
4" Sanitary Sewer Stub to each pad	503	\$34.80	LF	\$17,504.40		
Sanitary Sewer tap to existing line at east side	20	\$1,080.00	EA	\$21,600.00		
Sanitary Sewer Manholes	6	\$2,160.00	EA	\$12,960.00		
Sanitary Taps to Each Lot	68	\$240.00	EA	\$16,320.00		
Sanitary Line to service Goodwill	1,030	\$42.00	LF	\$43,260.00		
Sanitary Manhole at service to Goodwill	5	\$2,160.00	EA	\$10,800.00		
Connect to existing sanitary sewer main	1	\$1,500.00	EA	\$1,500.00		
18" RCP Storm Pipe	356	\$62.40	LF	\$22,214.40		
24" RCP Storm Pipe	448	\$69.60	LF	\$31,180.80		
36" RCP Storm Pipe	365	\$114.00	LF	\$41,610.00		
42" RCP Storm Pipe	354	\$174.00	LF	\$61,596.00		
48" RCP Storm Pipe	64	\$204.00	LF	\$13,056.00		
5' Type R Curb Inlet	8	\$4,320.00	EA	\$34,560.00		
10' Type R Curb Inlet	1	\$5,880.00	EA	\$5,880.00		
Storm Manhole	6	\$3,120.00	EA	\$18,720.00		
Concrete Trickle Channel at Pond	191	\$64.80	LF	\$12,376.80		
Concrete Outlet Structure at Detention Pond	1	\$24,000.00	EA	\$24,000.00		
36" Outfall pipe from pond	94	\$114.00	LF	\$10,716.00		
Rip Rap overflow at detention pond	9,945	\$8.40	SF	\$83,538.00		
SUBTOTAL					\$888,212.40	

Pomponio Terrace- Filing 1 Summation		\$1,699,919.95
Mobilization	3.5%	\$59,497.20 10% maximum
General Conditions	5%	\$84,996.00 Typically 5% to 12%
Surety Bonds	2%	\$33,998.40 Typically 1% to 3%
Contingency	12%	\$203,990.39 (Conceptual 15-20%, Planning 10-15%, CDE 5-10%)
Subtotal		\$2,082,401.94
OH&P	6.0%	\$124,944.12 Typical 6% to 9%
Project Grand Total		\$2,207,346

Project Notes/Assumptions:
This estimate is based upon Premier Facility Constructors review of the preliminary design documents
Costs are based on current estimated prices, with no provisions made for inflation
This estimate does not include the following items:
a. Permitting and Development Fees
b. Land Costs or Broker Fees
No geotechnical, traffic or environmental studies have been reviewed for the completion of this estimate
No environmental mitigation requirements are included. We have not included any costs for dewatering or excess water removal
Costs assume Filing 1 and Filing 2 being completed concurrently.

OPINION OF PROBABLE COST
Pomponio Terrace- Filing 2

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
4500 Cherry Creek Drive South, #1060
Denver, CO 80246
Contact: Kurt Haslag
Ph. 720-253-0090

Original Preparation: 1/15/2016
Project: Pomponio Terrace Filing 2
Project Location: W. 70th Ave. and Federal Blvd.
Adams County, Colorado
Premier Project #: P-110

EROSION CONTROL	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Concrete Washout	25	\$900.00	EA	\$22,500.00		
Inlet Protection	0	\$25.00	EA	\$0.00		
Portable Toilet Protection	5	\$250.00	EA	\$1,250.00		
Silt Fence	3,969	\$2.00	LF	\$7,938.00		
Erosion Control Maintenance	4	\$3,500.00	MO	\$14,000.00		
Street Sweeping (Sediment Removal)	80	\$130.00	HR	\$10,400.00		
Temporary Seeding at completion of work	379,084.00	\$0.10	SF	\$37,908.40		Seeding only, no temp irrigation or watering
Stabilized Construction Entrance - VTC	2	\$2,400.00	EA	\$4,800.00		
Erosion Control Supervisor	20	\$145.00	DY	\$2,900.00		1/4 of Const. Work Days
SUBTOTAL					\$101,696.40	

Grading	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Over-Excavation at Roadways- 5'	17,508	\$3.00	EA	\$52,522.78		
Site cut and fills- assume 2' at roadway and walks	7,003	\$3.00	CY	\$21,009.11		
Clear and Gurb at roads and walks	94,541	\$0.05	SF	\$4,727.05		
Rough Grade at roads and walks	94,541	\$0.10	SF	\$9,454.10		
Fine grade at roads and walks	94,541	\$0.10	SF	\$9,454.10		
Backfill at curb area	176	\$25.00	LF	\$4,411.11		
Landscaping Allowance at common areas	1	\$50,000.00	EST	\$50,000.00		
Surveying	1	\$35,000.00	EST	\$35,000.00		
			LF	\$0.00		
SUBTOTAL					\$186,578.25	

70th Ave. Improvements	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Curb and Gutter at 70th Ave	153	\$12.00	SF	\$1,836.00		
5' Wide Sidewalk	765	\$3.75	SF	\$2,868.75		
8" concrete cross pan at entrance	924	\$7.50	SF	\$6,930.00		
Patch at integration at new curb and gutter	153	\$20.00	LF	\$3,060.00		
SUBTOTAL					\$14,894.75	

Interior Roadway Improvements	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Curb and gutter at interior roadways	4,611	\$12.00	SF	\$55,332.00		
Sidewalk at interior roadways- 5' wide	23,055	\$3.75	SF	\$86,456.25		
On Site Roadway- Assume residential designation, 6.5'	8,005	\$26.00	SY	\$208,121.33		
Thick full depth asphalt		\$5.25	SF	\$66,113.25		
Concrete alley between homes- 5"	12,593	\$5.25	SF	\$66,113.25		
Street lights	9	\$5,875.00	EA	\$52,875.00		
SUBTOTAL					\$468,897.83	

Utilities	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Fire Hydrant	5	\$15,000.00	LF	\$75,000.00		
8" Water Line	1,862	\$38.40	LF	\$71,500.80		
3/4" Copper Service Line to pad lots	2,561	\$35.00	LF	\$89,635.00		
8" Water line bends and fittings	13	\$600.00	EA	\$7,800.00		
6" DIP Line to Fire Hydrants	68	\$38.40	LF	\$2,611.20		
Water Meter Pits at each pad	37	\$1,449.60	EA	\$53,635.20		
Vault for Water Meters at central section (15 meters)	1	\$20,000.00	EA	\$20,000.00		
Water Line Connection to Existing	1	\$1,500.00	EA	\$1,500.00		
8" Water line valve	7	\$1,800.00	EA	\$12,600.00		
8" Sanitary Sewer Line	2,452	\$45.60	LF	\$111,811.20		
4" Sanitary Sewer Stub to each pad	676	\$34.80	LF	\$23,323.20		
Sanitary Sewer Manholes	15	\$2,160.00	EA	\$32,400.00		
Sanitary Taps to Each Lot	52	\$240.00	EA	\$12,480.00		
Connect to existing sanitary sewer main	1	\$1,500.00	EA	\$1,500.00		
18" RCP Storm Pipe	965	\$62.40	LF	\$60,216.00		
24" RCP Storm Pipe	361	\$69.60	LF	\$25,125.60		
5' Type R Curb Inlet	2	\$4,320.00	EA	\$8,640.00		
Storm Manhole	8	\$3,120.00	EA	\$24,960.00		
SUBTOTAL					\$633,199.80	

Pomponio Terrace- Filing 2 Summation		\$1,405,067.03
Mobilization 3.5%	\$49,177.35	10% maximum
General Conditions 5%	\$70,253.35	Typically 5% to 17%
Surety Bonds 2%	\$28,101.34	Typically 1% to 3%
Contingency 12%	\$168,808.04	(Conceptual 15-20%, Planning 10-15%, CDs 5-10%)
Subtotal	\$1,721,207.12	
DH&P 6.0%	\$103,272.43	Typical 6% to 9%
Project Grand Total	\$1,824,480	

Project Notes/Assumptions:

This estimate is based upon Premier Facility Constructors review of the preliminary design documents. Costs are based on current estimated prices, with no provisions made for inflation.

This estimate does not include the following items:

- a. Permitting and Development Fees
- b. Land Costs or Broker Fees

No geotechnical, traffic or environmental studies have been reviewed for the completion of this estimate

No environmental mitigation requirements are included. We have not included any costs for dewatering or excess water removal. Costs assume Filing 1 and Filing 2 being completed concurrently.

**OPINION OF PROBABLE COST
Pomponio Terrace- Filing 3**

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
4500 Cherry Creek Drive South, #1060
Denver, CO 80246
Contact: Kurt Haslag
Ph. 720-253-0090

Original Preparation: 1/15/2016
Project: Pomponio Terrace Filing 3
Project Location: W. 70th Ave. and Federal Blvd.
Adams County, Colorado
Premier Project #: P-110

EROSION CONTROL	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Concrete Washout	3	\$900.00	EA	\$2,700.00		
Inlet Protection	0	\$25.00	EA	\$0.00		
Portable Toilet Protection	2	\$250.00	EA	\$500.00		
Silt Fence	1,631	\$2.00	LF	\$3,262.00		
Erosion Control Maintenance	0	\$3,500.00	MO	\$0.00		
Street Sweeping (Sediment Removal)	10	\$130.00	HR	\$1,300.00		
Temporary Seeding at completion of work	108,395.00	\$0.07	SF	\$7,587.65		Seeding only, no temp irrigation or watering
Stabilized Construction Entrance - VTC	1	\$2,400.00	EA	\$2,400.00		
Erosion Control Supervisor	0	\$145.00	DY	\$0.00		1/4 of Const. Work Days
SUBTOTAL					\$17,749.65	

70th Ave. Improvements	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Curb and Gutter at 70th Ave	599	\$12.00	SF	\$7,188.00		
5' Wide Sidewalk	2,995	\$3.75	SF	\$11,231.25		
Patch at integration at new curb and gutter	599	\$20.00	LF	\$11,980.00		
			LF	\$0.00		
SUBTOTAL					\$30,399.25	

Utilities	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
8" Water Stub to Lot	33	\$38.40	LF	\$1,267.20		
Water Valves	1	\$1,800.00	EA	\$1,800.00		
8" Sanitary Sewer Stub	33	\$45.60	LF	\$1,504.80		
Sanitary Sewer Manhole	1	\$2,160.00	SF	\$2,160.00		
SUBTOTAL					\$6,732.00	

Pomponio Terrace- Filing 3 Summation		\$54,880.90
Mobilization 3.5%		\$1,920.83 10% maximum
General Conditions 5%		\$2,744.05 Typically 5% to 12%
Surety Bonds 2%		\$1,097.62 Typically 1% to 3%
Contingency 12%		\$6,585.71 (Conceptual 15-20%, Planning 10-15%, CDs 5-10%)
Subtotal		\$67,229.10
OH&P 6.0%		\$4,033.75 Typical 6% to 9%

Project Grand Total	\$71,263
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Project Notes/Assumptions:

This estimate is based upon Premier Facility Constructors review of the preliminary design documents.

Costs are based on current estimated prices, with no provisions made for inflation.

This estimate does not include the following items:

- a. Permitting and Development Fees
- b. Land Costs or Broker Fees

No geotechnical, traffic or environmental studies have been reviewed for the completion of this estimate.

No environmental mitigation requirements are included. We have not included any costs for dewatering or excess water removal.

Costs assume Filing 1 and Filing 2 being completed concurrently.

Assumed a sanitary sewer and water stub into Filing 3 as final plans and layout are unknown for this pad.

**OPINION OF PROBABLE COST
Pomponio Terrace- Filing 4**

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
4500 Cherry Creek Drive South, #1060
Denver, CO 80246
Contact: Kurt Haslag
Ph. 720-253-0090

Original Preparation: 1/15/2016
Project: Pomponio Terrace Filing 4
Project Location: W. 70th Ave. and Federal Blvd.
Adams County, Colorado
Premier Project #: P-110

EROSION CONTROL	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Concrete Washout	0	\$900.00	EA	\$0.00		
Inlet Protection	0	\$25.00	EA	\$0.00		
Portable Toilet Protection	2	\$250.00	EA	\$500.00		
Silt Fence	2,065	\$2.00	LF	\$4,130.00		
Erosion Control Maintenance	0	\$3,500.00	MO	\$0.00		
Street Sweeping (Sediment Removal)	10	\$130.00	HR	\$1,300.00		
Temporary Seeding at completion of work	229,701.00	\$0.07	SF	\$16,079.07		Seeding only, no temp irrigation or watering
Stabilized Construction Entrance - VTC	1	\$2,400.00	EA	\$2,400.00		
Erosion Control Supervisor	0	\$145.00	DY	\$0.00		1/4 of Const. Work Days
SUBTOTAL					\$24,409.07	

Utilities	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
8" Water Stub to Lot	33	\$38.40	LF	\$1,267.20		
Water Valves	1	\$1,800.00	EA	\$1,800.00		
8" Sanitary Sewer Stub	33	\$45.60	LF	\$1,504.80		
Sanitary Sewer Manhole	1	\$2,160.00	SF	\$2,160.00		
SUBTOTAL					\$6,732.00	

Pomponio Terrace- Filing 4 Summation		<u>\$31,141.07</u>
Mobilization 3.5%		\$1,089.94 10% maximum
General Conditions 5%		\$1,557.05 Typically 5% to 12%
Surety Bonds 2%		\$622.82 Typically 1% to 3%
Contingency 12%		<u>\$3,736.93</u> (Conceptual 15-20%, Planning 10-15%, COs 5-10%)
Subtotal		\$38,147.81
OH&P 6.0%		<u>\$2,288.87</u> Typical 6% to 9%

Project Grand Total					\$40,437
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Project Notes/Assumptions:

This estimate is based upon Premier Facility Constructors review of the preliminary design documents

Costs are based on current estimated prices, with no provisions made for inflation.

This estimate does not include the following items:

- a. Permitting and Development Fees
- b. Land Costs or Broker Fees

No geotechnical, traffic or environmental studies have been reviewed for the completion of this estimate

No environmental mitigation requirements are included. We have not included any costs for dewatering or excess water removal

Costs assume Filing 1 and Filing 2 being completed concurrently.

Assumed a sanitary sewer and water stub into Filing 4 as final plans and layout are unknown for this pad.

**OPINION OF PROBABLE COST
Pomponio Terrace- Federal Blvd.**

This estimate is prepared as a guide and is subject to possible changes. It has been prepared to a standard of accuracy that, to the best of our knowledge and judgment, is sufficient to satisfy our understanding of the purpose of this estimate. Premier Facility Constructors, LLC makes no warranty, either expressed or implied, as to the accuracy of this estimate.



Premier Facility Constructors
4500 Cherry Creek Drive South, #1060
Denver, CO 80246
Contact: Kurt Haslag
Ph. 720-253-0090

Original Preparation: 1/15/2016
Project: Pomponio Terrace Filing 1
Project Location: W. 70th Ave. and Federal Blvd.
Adams County, Colorado
Premier Project #: P-110

EROSION CONTROL	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Concrete Washout	3	\$900.00	EA	\$2,700.00		
Inlet Protection	6	\$45.00	EA	\$270.00		
Portable Toilet Protection	2	\$250.00	EA	\$500.00		
Silt Fence	400	\$2.00	LF	\$800.00		
Erosion Control Maintenance	0	\$3,500.00	MO	\$0.00		
Street Sweeping (Sediment Removal)	10	\$130.00	HR	\$1,300.00		
Temporary Seeding at completion of work	0.00	\$0.10	SF	\$0.00		Seeding only, no temp irrigation or watering
Stabilized Construction Entrance - VTC	0	\$2,400.00	EA	\$0.00		
Erosion Control Supervisor	2	\$145.00	DY	\$290.00		1/4 of Const. Work Days
SUBTOTAL					\$5,860.00	

Federal Roadway Improvements	Quantity	Unit Price	Unit	Unit Cost	Subtotal	Comments/Assumptions
Curb and Gutter at Roadway	395	\$15.00	LF	\$5,925.00		
5' Wide sidewalk at area along Federal	395	\$4.50	SF	\$1,777.50		
New Concrete Crossspan at commercial entries	1,954	\$8.50	SF	\$16,609.00		
Demolition along federal ROW	1	\$7,500.00	EST	\$7,500.00		
Repair/New Landscaping at ROW	1	\$10,000.00	EST	\$10,000.00		
SUBTOTAL					\$41,811.50	

Pomponio Terrace- Federal Blvd. Summation		<u>\$47,671.50</u>
Mobilization 3.5%		\$1,668.50 10% maximum
General Conditions 5%		\$2,383.58 Typically 5% to 12%
Surety Bonds 2%		\$953.43 Typically 1% to 3%
Contingency 12%		<u>\$5,720.58</u> (Conceptual 15-20%, Planning 10-15%, CDs 5-10%)
Subtotal		\$58,397.59
OH&P 6.0%		<u>\$3,503.86</u> Typical 6% to 9%

Project Grand Total	\$61,901
----------------------------	-----------------

Project Notes/Assumptions:

This estimate is based upon Premier Facility Constructors review of the preliminary design documents

Costs are based on current estimated prices, with no provisions made for inflation.

This estimate does not include the following items:

- a. Permitting and Development Fees
- b. Land Costs or Broker Fees

No geotechnical, traffic or environmental studies have been reviewed for the completion of this estimate

No environmental mitigation requirements are included. We have not included any costs for dewatering or excess water removal

Costs assume Filing 1 and Filing 2 being completed concurrently.

SUBCONTRACTOR ESTIMATE OF COSTS

Concrete Totals- Included in Opinion of Cost

70th Ave. Improvements	Quantity	Unit Price	Unit	Unit Cost
Curb and Gutter at 70th Ave- 2' gutter	4,958	\$12.00	LF	\$59,496.00
Site Wide Sidewalk (5' wide, priced per SF), 6" thick	24,790	\$3.75	SF	\$92,962.50
8" thick concrete cross pan at entrance (priced per SF)	8,719	\$7.50	SF	\$65,393.33
Interior Roadway Improvements	Quantity	Unit Price	Unit	Unit Cost
Curb and gutter at interior roadways- 2' gutter	8,817	\$12.00	LF	\$105,804.00
Sidewalk at interior roadways (5' wide, priced per SF), 6" thick	44,085	\$3.75	SF	\$165,318.75
Concrete alley between homes- 5" thick	30,813	\$5.25	SF	\$161,768.25
Total Cost				\$650,742.83

Concrete Cost- Thoutt Brothers Inc. Cost Information

70th Ave. Improvements	Quantity	Unit Price	Unit	Unit Cost
Curb and Gutter at 70th Ave- 2' gutter	4,958	\$13.09	LF	\$64,900.22
Site Wide Sidewalk (5' wide, priced per SF), 6" thick	24,790	\$4.13	SF	\$102,382.70
8" thick concrete cross pan at entrance (priced per SF)	8,719	\$6.59	SF	\$57,458.94
Interior Roadway Improvements	Quantity	Unit Price	Unit	Unit Cost
Curb and gutter at interior roadways- 2' gutter	8,817	\$13.09	LF	\$115,414.53
Sidewalk at interior roadways (5' wide, priced per SF), 6" thick	44,085	\$4.13	SF	\$182,071.05
Concrete alley between homes- 5" thick	30,813	\$3.43	SF	\$105,688.59
Environmental Impact Fee	2,118	\$2.50	CY	\$5,295.00
Total Cost				\$633,211.03

EXHIBIT E

(Preliminary Engineering Survey/Site Plan)

Pursuant to Section 10-05-03-02-02 of the Adams County Special District Guidelines and Regulations, a site plan showing the entire boundary of the proposed District and delineating the location of current improvements, and planned improvements is attached.

518 17th Street
 Suite 1575
 Denver, CO 80202
 www.ees.us.com
 303-572-7997

EES
 ENTITLEMENT AND
 ENGINEERING SOLUTIONS, Inc.

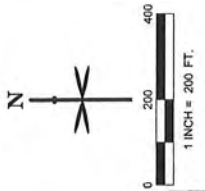


PROPOSED WATER IMPROVEMENTS






POMPONIO TERRACE

ADAMS COUNTY, COLORADO

PROJECT NO.: PTH001.01
 DESIGNED BY: SPM
 DRAWN BY: SPM
 DATE: 01/12/2016



LEGEND

-  METRO DISTRICT BOUNDARY
-  FILING BOUNDARY
-  EXISTING WATER
-  PROPOSED ON-SITE WATER
-  PROPOSED OFF-SITE WATER

NOTE:

ALL ON-SITE AND OFF-SITE WATER MAIN INFRASTRUCTURE TO BE INSTALLED BY THE METRO DISTRICT. AFTER INSTALLATION, OWNERSHIP AND MAINTENANCE TRANSFERRED TO CRESTVIEW WATER AND SANITATION DISTRICT.

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 Denver, CO 80202
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 303-572-7997

ENGINEERING SOLUTIONS, Inc.

ENTITLEMENT AND

EES

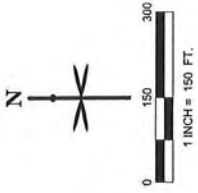


PROPOSED SANITARY IMPROVEMENTS

ADAMS COUNTY, COLORADO

POMPONIO TERRACE

PROJECT NO: PTH001.01
 DESIGNED BY: SPM
 DRAWN BY: SPM
 DATE: 01/12/2016

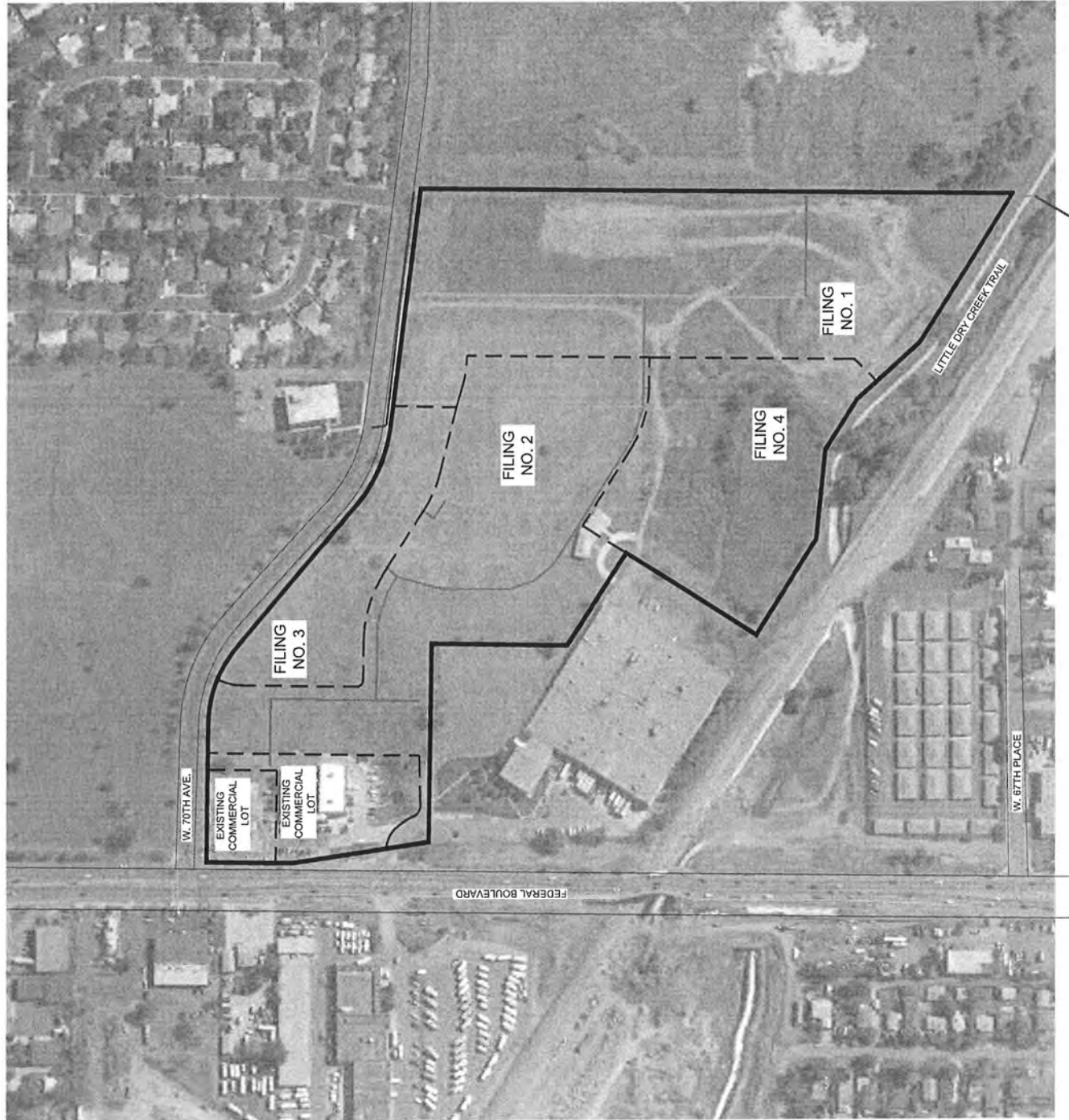


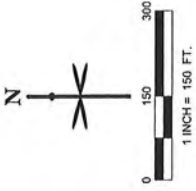
LEGEND

- METRO DISTRICT BOUNDARY
- - - FILING BOUNDARY
- EXISTING SANITARY
- PROPOSED PUBLIC ON-SITE SANITARY
- PROPOSED OFF-SITE SANITARY
- PROPOSED PRIVATE ON-SITE SANITARY

NOTE:

ALL SEWER MAINS TO BE INSTALLED BY THE METRO DISTRICT. AFTER INSTALLATION ALL PRIVATE MAINS WILL CONTINUE TO BE OWNED AND MAINTAINED BY THE METRO DISTRICT. OWNERSHIP AND MAINTENANCE OF THE PUBLIC ON-SITE AND OFF-SITE IMPROVEMENTS WILL BE TRANSFERRED TO CRESTVIEW WATER AND SANITATION DISTRICT.





LEGEND

- METRO DISTRICT BOUNDARY
- FILING BOUNDARY
- EXISTING STORM
- PROPOSED STORM
- PROPOSED DETENTION
- EXISTING DETENTION

NOTE:
 ALL STORM SEWER AND DETENTION WILL BE INSTALLED, OWNED, AND MANAGED BY THE METRO DISTRICT.



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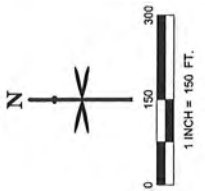
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 ENGINEERING SOLUTIONS, Inc.



POMPONIO TERRACE
 ADAMS COUNTY, COLORADO
PROPOSED ROADWAY IMPROVEMENTS

PROJECT NO.: PTH001.01
 DESIGNED BY: SPM
 DRAWN BY: SPM
 DATE: 01/12/2016

4



- LEGEND**
- METRO DISTRICT BOUNDARY
 - FILING BOUNDARY
 - PROPOSED PUBLIC ROADWAY IMPROVEMENTS
 - PROPOSED PRIVATE ALLEY IMPROVEMENTS

NOTE:
 PUBLIC ROADWAYS TO BE CONSTRUCTED BY THE METRO DISTRICT. THEN RIGHT OF WAY WILL BE DEDICATED TO ADAMS COUNTY. THE PRIVATE ALLEYS WILL BE CONSTRUCTED, OWNED AND MAINTAINED BY THE METRO DISTRICT.

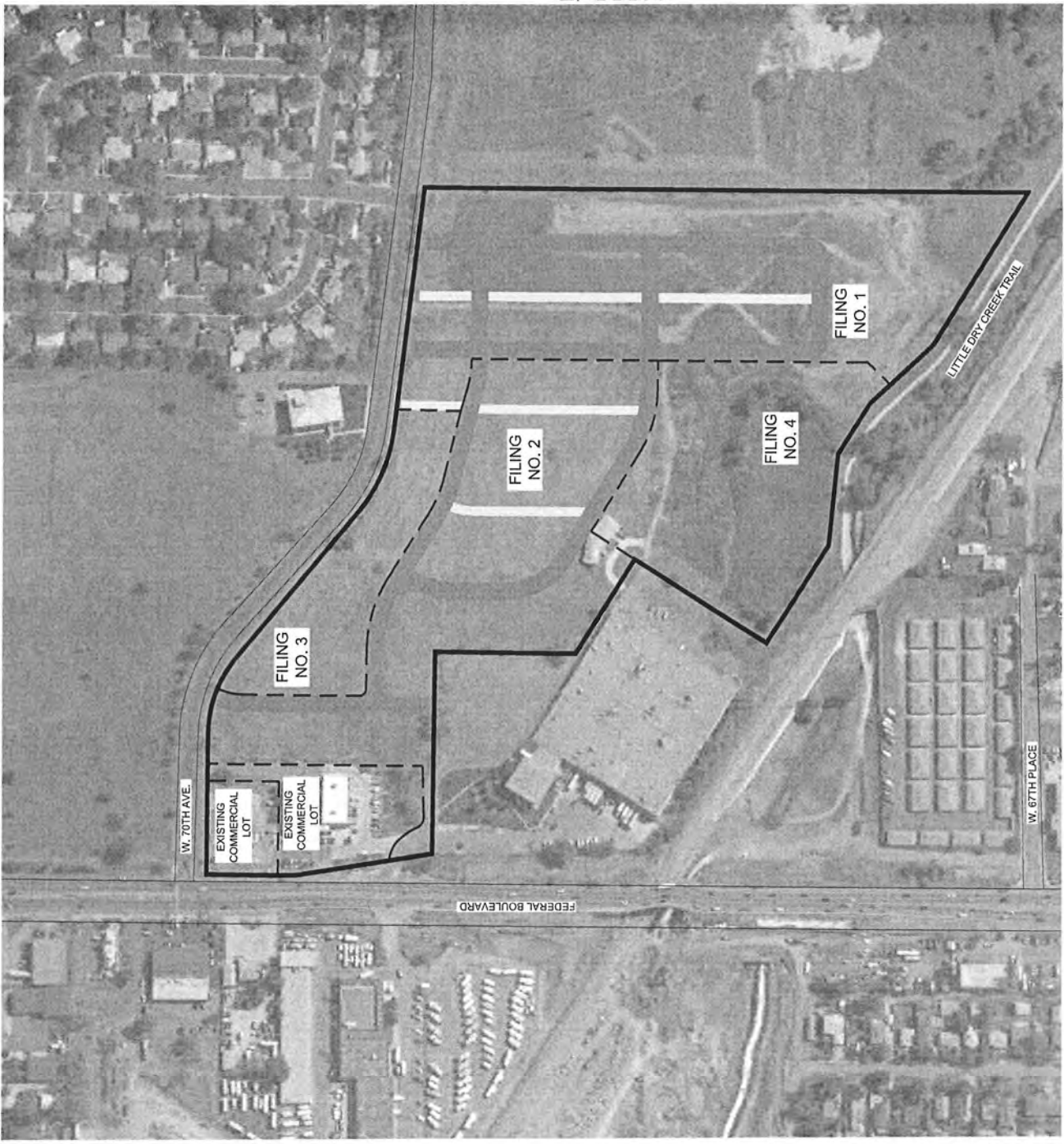


EXHIBIT F

(Financial Plan)

Pursuant to Section 10-05-03-02-02 of the Adams County Special District Guidelines and Regulations, a Financial Plan is attached.



To: Adams County, Colorado

RE: Pomponio Terrace Financial Plan – Underwriting Data Source and Assumptions Comment

January 28, 2016

The financial plan for the Pomponio Terrace is based in large part on the ‘Pricing and Absorption Analysis’ market study completed by Meyers Research, dated January 2016, that was done specifically for this District and development. This report compared the home sales and absorption of 13 related developments and extrapolated the home price and absorption analysis based upon home floor plans provided by the developer. Related developments that were included in the study were; Midtown Tealight, Midtown Garden Collection, Midtown Signature, Midtown Park Collection, Midtown Duet, and Midtown Alto. A list of the all of the 13 developments studied is included on pages 89-91 of the Pricing and Absorption Analysis report.

Additionally the Pricing and Absorption Analysis report included both property values and sales volume values for the construction and operation of both a convenience store and gas station combination and for a quick service restaurant. Per the developer’s direction, the commercial land is proposed to be expanded and a quick service restaurant (“QSR”) is to be constructed and operated. This information can be found on ages 21 through 27 in the report.

Interest rates on the bond projections were derived by comparing market rates of similar projects underwritten by Stifel in the Colorado region, including Laredo Metropolitan District, Countrydale Metropolitan District, both property tax revenue bonds, and Thornton Urban Renewal Authority and Fountain Urban Redevelopment Authority, both sale tax revenue bonds. Stifel is the number one underwriter of TIF and Metropolitan District bonds in the county, having underwritten and sold over \$2.1 billion of TIF and Metropolitan District bonds via public sale in 2015.

General Information Disclosure

Stifel, Nicolaus & Company, Incorporated (“Stifel”) has prepared the attached materials. Such material consists of factual or general information (as defined in the SEC’s Municipal Advisor Rule). Stifel is not hereby providing a municipal entity or obligated person with any advice or making any recommendation as to action concerning the structure, timing or terms of any issuance of municipal securities or municipal financial products. To the extent that Stifel provides any alternatives, options, calculations or examples in the attached information, such information is not intended to express any view that the municipal entity or obligated person could achieve particular results in any municipal securities transaction, and those alternatives, options, calculations or examples do not constitute a recommendation that any municipal issuer or obligated person should effect any municipal securities transaction. Stifel is acting in its own interests, is not acting as your municipal advisor and does not owe a fiduciary duty pursuant to Section 15B of the Securities Exchange Act of 1934, as amended, to the municipal entity or obligated party with respect to the information and materials contained in this communication.

Stifel is providing information and is declaring to the proposed municipal issuer and any obligated person that it has done so within the regulatory framework of MSRB Rule G-23 as an underwriter (by definition also including the role of placement agent) and not as a financial advisor, as defined therein, with respect to the referenced proposed issuance of municipal securities. The primary role of Stifel, as an underwriter, is to purchase securities for resale to investors in an arm’s-length commercial transaction. Serving in the role of underwriter, Stifel has financial and other interests that differ from those of the issuer. The issuer should consult with its own financial and/or municipal, legal, accounting, tax and other advisors, as applicable, to the extent it deems appropriate.

These materials have been prepared by Stifel for the client or potential client to whom such materials are directly addressed and delivered for discussion purposes only. All terms and conditions are subject to further discussion and negotiation. Stifel does not express any view as to whether financing options presented in these materials are achievable or will be available at the time of any contemplated transaction. These materials do not constitute an offer or solicitation to sell or purchase any securities and are not a commitment by Stifel to provide or arrange any financing for any transaction or to purchase any security in connection therewith and may not be relied upon as an indication that such an offer will be provided in the future. Where indicated, this presentation may contain information derived from sources other than Stifel. While we believe such information to be accurate and complete, Stifel does not guarantee the accuracy of this information. This material is based on information currently available to Stifel or its sources and is subject to change without notice. Stifel does not provide accounting, tax or legal advice; however, you should be aware that any proposed indicative transaction could have accounting, tax, legal or other implications that should be discussed with your advisors and /or counsel as you deem appropriate.

STIFEL, NICOLAUS & COMPANY, INCORPORATED

Pomponio Terrace

Property Tax Revenues - Limited Tax General Obligation Bonds

1/27/2016

Residential Buildout & Revenue Summary from Buildout

30 mills for debt service
10 mills for O&M

Type	Lot	Home Value	Total No	Lots		Home Absorption												Market Value				Assessed Value				Property Tax Revenue for Debt Service				
				Horizontal Imps Start	Horizontal Imps End	2017			2018			2019			16 EOY Value	17 EOY Value	18 EOY Value	19 EOY Value	16 EOY Value	17 EOY Value	18 EOY Value	19 EOY Value	2018 Collection	2019 Collection	2020 Collection	2021 Collection				
A	Single Family 35 x 100	\$452,500	42	7/1/2016	5/1/2017	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	\$12,670,000	\$6,335,000	\$504,266	\$-	\$1,008,532	\$504,266	\$-	\$-	\$-	\$30,256	\$15,128	\$-	\$-
B	Single Family 35 x 65	\$351,935	75	7/1/2016	5/1/2017	10	10	10	10	10	10	10	10	10	10	10	10	\$14,077,400	\$12,317,725	\$980,491	\$-	\$1,120,561	\$980,491	\$-	\$-	\$-	\$33,617	\$29,415	\$-	\$-
C	Townhomes attached	\$299,516	131	7/1/2016	5/1/2017	12	12	12	12	12	12	12	12	12	12	12	11	\$14,376,768	\$14,376,768	\$2,629,148	\$834,452	\$1,144,391	\$1,144,391	\$834,452	\$-	\$-	\$34,332	\$34,332	\$25,034	\$-
Totals			248			29	29	29	29	29	29	29	29	29	29	29	\$41,124,168	\$33,029,493	\$2,629,148	\$834,452	\$3,273,484	\$2,629,148	\$834,452	\$-	\$-	\$96,205	\$78,874	\$25,034	\$-	
Cumulative																	\$41,124,168	\$74,153,661	\$5,207,631	\$6,737,083	\$3,273,484	\$5,207,631	\$6,737,083	\$-	\$-	\$177,079	\$202,112	\$-	\$-	

All assumptions to be confirmed by third party market report, the Developer or the Developer's consultants. Site! makes no projections or estimates with regards to construction, home sales, etc.

Commercial Value

Property	Market	Assessed	Gas Station	OSR	Construction	OSR	Construction	OSR	Construction	OSR	Construction
AutoZone	\$415,878	\$415,878	\$424,196	\$432,680							
Gas Station / OSR	\$192,780	\$1,713,000	\$1,713,000	\$1,713,000	\$55,906	\$496,000	\$496,000	\$496,000	\$496,000	\$496,000	\$496,000
Totals	\$608,658	\$41,540,046	\$74,577,857	\$86,782,403	\$176,511	\$3,394,089	\$6,025,648	\$7,358,560	\$5,295	\$101,823	\$195,649

Specific Ownership Tax Collections 7.00%

Property	Market	Assessed	Gas Station	OSR	Construction	OSR	Construction	OSR	Construction	OSR	Construction
Total Property Tax Revenue for Debt Service	\$5,666	\$106,950	\$209,345	\$236,210	\$371	\$7,128	\$13,695	\$15,453	\$106,950	\$209,345	\$236,210

Pomponio Terrace
Limited Tax General Obligation & Credit PIF Bonds
1/27/2016

Cash Flow Summary

All 2016 and 2017 projections are based on assumptions and current market conditions. All 2018 and forward are estimated and for discussion purposes only.

Year	Residential Property Value and Tax Revenue			Commercial Property Value and Tax Revenue			Bond Proceeds and Debt Service			Property Tax and SO Revenue			Credit PIF Revenue			Bond Payments			District O&M	1.0%			
	New Home Market Value - Cumulative	New Home Property Tax Revenue - Cumulative	Commercial Market Value - Cumulative	Commercial Property Tax Revenue - Cumulative	Commercial Market Value - Cumulative	Commercial Property Tax Revenue - Cumulative	Bond Proceeds	Reserve Fund	Debt Service	Collection Mid-Year	Residential & Commercial Tax Mills	30 Mills	SO Tax @ % of Prop	Autozone	Gas Station / C&I Sales	Total Amuse and Rec (OSR) Sales Tax PIF Revenue	Total Revenue for Debt Service	Capital Interest Payment			Debt Service Revenue Fund Payment	Annual Cashflow Surplus	Cumulative Surplus Funds
2016	\$ 41,124,168	\$ 3,273,484	\$ 415,878	\$ 176,311	\$ 5,000	\$ 4,800	\$ 2,848,074	\$ 398,500	\$ 73,000	\$ 162,721	2016	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 97,400	\$ 47,220	\$ 181,950	\$ 42,028	\$ 42,028	\$ 15,000	\$ 1,667
2017	\$ 74,135,661	\$ 5,922,631	\$ 2,137,196	\$ 619,077	\$ 5,000	\$ 4,800	\$ 2,788,950	\$ 278,950	\$ 278,950	2017	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 181,623	\$ 181,623	\$ 179,305	\$ 179,305	\$ 10,699	\$ 93,777	\$ 25,000	\$ 3,769
2018	\$ 84,636,233	\$ 6,371,823	\$ 2,145,680	\$ 621,477	\$ 5,000	\$ 4,800	\$ 3,280,950	\$ 328,950	\$ 328,950	2018	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 289,649	\$ 289,649	\$ 289,649	\$ 289,649	\$ 9,108	\$ 301,896	\$ 10,000	\$ 34,500
2019	\$ 86,529,435	\$ 6,371,823	\$ 2,145,680	\$ 621,477	\$ 5,000	\$ 4,800	\$ 3,650,950	\$ 365,950	\$ 365,950	2019	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 428,376	\$ 428,376	\$ 428,376	\$ 428,376	\$ 8,441	\$ 436,817	\$ 10,000	\$ 34,500
2020	\$ 88,056,043	\$ 7,009,261	\$ 2,232,385	\$ 649,388	\$ 5,000	\$ 4,800	\$ 3,748,900	\$ 374,800	\$ 374,800	2020	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 520,000	\$ 520,000	\$ 520,000	\$ 520,000	\$ 7,655	\$ 527,655	\$ 10,000	\$ 34,500
2021	\$ 91,613,296	\$ 7,329,435	\$ 2,318,773	\$ 672,546	\$ 5,000	\$ 4,800	\$ 3,838,900	\$ 383,800	\$ 383,800	2021	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 612,000	\$ 612,000	\$ 612,000	\$ 612,000	\$ 7,169	\$ 619,169	\$ 10,000	\$ 34,500
2022	\$ 93,445,276	\$ 7,438,268	\$ 2,369,044	\$ 687,011	\$ 5,000	\$ 4,800	\$ 3,938,900	\$ 393,800	\$ 393,800	2022	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 704,000	\$ 704,000	\$ 704,000	\$ 704,000	\$ 6,683	\$ 710,683	\$ 10,000	\$ 34,500
2023	\$ 95,314,694	\$ 7,578,950	\$ 2,416,386	\$ 700,752	\$ 5,000	\$ 4,800	\$ 4,038,900	\$ 403,800	\$ 403,800	2023	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 796,000	\$ 796,000	\$ 796,000	\$ 796,000	\$ 6,197	\$ 802,197	\$ 10,000	\$ 34,500
2024	\$ 97,230,898	\$ 7,728,791	\$ 2,464,712	\$ 714,766	\$ 5,000	\$ 4,800	\$ 4,138,900	\$ 413,800	\$ 413,800	2024	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 888,000	\$ 888,000	\$ 888,000	\$ 888,000	\$ 5,711	\$ 893,711	\$ 10,000	\$ 34,500
2025	\$ 99,165,408	\$ 7,893,566	\$ 2,514,095	\$ 729,662	\$ 5,000	\$ 4,800	\$ 4,238,900	\$ 423,800	\$ 423,800	2025	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 980,000	\$ 980,000	\$ 980,000	\$ 980,000	\$ 5,225	\$ 985,225	\$ 10,000	\$ 34,500
2026	\$ 101,148,716	\$ 8,051,438	\$ 2,564,288	\$ 743,643	\$ 5,000	\$ 4,800	\$ 4,338,900	\$ 433,800	\$ 433,800	2026	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,072,000	\$ 1,072,000	\$ 1,072,000	\$ 1,072,000	\$ 4,739	\$ 1,076,739	\$ 10,000	\$ 34,500
2027	\$ 103,177,691	\$ 8,212,407	\$ 2,615,372	\$ 755,516	\$ 5,000	\$ 4,800	\$ 4,438,900	\$ 443,800	\$ 443,800	2027	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,164,000	\$ 1,164,000	\$ 1,164,000	\$ 1,164,000	\$ 4,253	\$ 1,168,253	\$ 10,000	\$ 34,500
2028	\$ 105,255,124	\$ 8,374,167	\$ 2,667,885	\$ 773,686	\$ 5,000	\$ 4,800	\$ 4,538,900	\$ 453,800	\$ 453,800	2028	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,256,000	\$ 1,256,000	\$ 1,256,000	\$ 1,256,000	\$ 3,767	\$ 1,260,767	\$ 10,000	\$ 34,500
2029	\$ 107,382,611	\$ 8,534,250	\$ 2,721,221	\$ 789,161	\$ 5,000	\$ 4,800	\$ 4,638,900	\$ 463,800	\$ 463,800	2029	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,348,000	\$ 1,348,000	\$ 1,348,000	\$ 1,348,000	\$ 3,281	\$ 1,351,281	\$ 10,000	\$ 34,500
2030	\$ 109,550,271	\$ 8,692,819	\$ 2,776,888	\$ 804,437	\$ 5,000	\$ 4,800	\$ 4,738,900	\$ 473,800	\$ 473,800	2030	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,440,000	\$ 1,440,000	\$ 1,440,000	\$ 1,440,000	\$ 2,795	\$ 1,442,795	\$ 10,000	\$ 34,500
2031	\$ 111,767,966	\$ 8,849,688	\$ 2,833,379	\$ 821,042	\$ 5,000	\$ 4,800	\$ 4,838,900	\$ 483,800	\$ 483,800	2031	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,532,000	\$ 1,532,000	\$ 1,532,000	\$ 1,532,000	\$ 2,309	\$ 1,534,309	\$ 10,000	\$ 34,500
2032	\$ 113,990,883	\$ 9,007,227	\$ 2,890,044	\$ 837,463	\$ 5,000	\$ 4,800	\$ 4,938,900	\$ 493,800	\$ 493,800	2032	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,624,000	\$ 1,624,000	\$ 1,624,000	\$ 1,624,000	\$ 1,823	\$ 1,625,823	\$ 10,000	\$ 34,500
2033	\$ 116,288,081	\$ 9,166,321	\$ 2,947,812	\$ 854,232	\$ 5,000	\$ 4,800	\$ 5,038,900	\$ 503,800	\$ 503,800	2033	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,716,000	\$ 1,716,000	\$ 1,716,000	\$ 1,716,000	\$ 1,337	\$ 1,717,337	\$ 10,000	\$ 34,500
2034	\$ 118,651,842	\$ 9,327,457	\$ 3,005,470	\$ 871,266	\$ 5,000	\$ 4,800	\$ 5,138,900	\$ 513,800	\$ 513,800	2034	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,808,000	\$ 1,808,000	\$ 1,808,000	\$ 1,808,000	\$ 851	\$ 1,808,851	\$ 10,000	\$ 34,500
2035	\$ 120,882,079	\$ 9,491,214	\$ 3,064,559	\$ 888,722	\$ 5,000	\$ 4,800	\$ 5,238,900	\$ 523,800	\$ 523,800	2035	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,900,000	\$ 1,900,000	\$ 1,900,000	\$ 1,900,000	\$ 365	\$ 1,900,365	\$ 10,000	\$ 34,500
2036	\$ 123,297,211	\$ 9,658,658	\$ 3,124,851	\$ 906,497	\$ 5,000	\$ 4,800	\$ 5,338,900	\$ 533,800	\$ 533,800	2036	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 1,992,000	\$ 1,992,000	\$ 1,992,000	\$ 1,992,000	\$ 179	\$ 1,992,179	\$ 10,000	\$ 34,500
2037	\$ 125,765,713	\$ 9,830,911	\$ 3,188,385	\$ 924,677	\$ 5,000	\$ 4,800	\$ 5,438,900	\$ 543,800	\$ 543,800	2037	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 2,084,000	\$ 2,084,000	\$ 2,084,000	\$ 2,084,000	\$ 83	\$ 2,084,083	\$ 10,000	\$ 34,500
2038	\$ 128,281,629	\$ 10,011,170	\$ 3,264,431	\$ 943,133	\$ 5,000	\$ 4,800	\$ 5,538,900	\$ 553,800	\$ 553,800	2038	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 2,176,000	\$ 2,176,000	\$ 2,176,000	\$ 2,176,000	\$ 37	\$ 2,176,037	\$ 10,000	\$ 34,500
2039	\$ 130,844,171	\$ 10,190,431	\$ 3,341,388	\$ 962,400	\$ 5,000	\$ 4,800	\$ 5,638,900	\$ 563,800	\$ 563,800	2039	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 2,268,000	\$ 2,268,000	\$ 2,268,000	\$ 2,268,000	\$ 1	\$ 2,268,001	\$ 10,000	\$ 34,500
2040	\$ 133,452,440	\$ 10,378,700	\$ 3,428,817	\$ 982,500	\$ 5,000	\$ 4,800	\$ 5,738,900	\$ 573,800	\$ 573,800	2040	\$ 5,000	\$ 4,800	\$ 2,500,000	\$ 500,000	\$ 111,000	\$ 2,360,000	\$ 2,360,000	\$ 2,360,000	\$ 2,360,000	\$ 0	\$ 2,360,000	\$ 10,000	\$ 34,500

District and Bond Costs:
 \$ 175,000 CD - District Formation and Bond Attorney
 \$ 80,000 Placement Fee & Costs
 \$ 899,000 DSRH - estimated
 \$ 654,000

\$ Bond Proceeds below are net of these costs.

Address County Property Tax Payment Dates:
 Full Payment (Prior Dates): Feb 28 & June 15
 Full Payment (Open Dates): April 30

Pomponio Terrace

Limited Tax General Obligation Bonds

1/15/2016

Underwriter/Placement Agent Exclusion Disclosure

Stifel, Nicolaus & Company, Incorporated ("Stifel") has been engaged or appointed to serve as an underwriter or placement agent with respect to a particular issuance of municipal securities to which the attached material relates and Stifel is providing all information and advice contained in the attached material in its capacity as underwriter or placement agent for that particular issuance. As outlined in the SEC's Municipal Advisor Rule, Stifel has not acted, and will not act, as your municipal advisor with respect to the issuance of the municipal securities that is the subject to the engagement.

Stifel is providing information and is declaring to the proposed municipal issuer and any obligated person that it has done so within the regulatory framework of MSRB Rule G-23 as an underwriter (by definition also including the role of placement agent) and not as a financial advisor, as defined therein, with respect to the referenced proposed issuance of municipal securities. The primary role of Stifel, as an underwriter, is to purchase securities for resale to investors in an arm's-length commercial transaction. Serving in the role of underwriter, Stifel has financial and other interests that differ from those of the issuer. The issuer should consult with its' own financial and/or municipal, legal, accounting, tax and other advisors, as applicable, to the extent it deems appropriate.

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Sources and Uses of Funds
 Pomponio Terrace Metropolitan District
 General Obligation Bonds, Series 2016
 Dated Date 5/1/2016
 Delivery Date 5/1/2016

Sources:

Bond Proceeds:	
Par Amount	3,985,000.00
	<u>3,985,000.00</u>

Uses:

Project Fund Deposits:	
Project Construction Fund	2,942,524.17
Other Fund Deposits:	
Debt Service Reserve Fund	398,500.00
Capitalized Interest	388,975.83
	<u>787,475.83</u>
Delivery Date Expenses:	
Cost of Issuance	175,000.00
Placement Fee	80,000.00
	<u>255,000.00</u>
	<u>3,985,000.00</u>

Bond Debt Service
Pomponio Terrace Metropolitan District
General Obligation Bonds, Series 2016
Dated Date 5/1/2016
Delivery Date 5/1/2016

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
5/1/2016					
12/1/2016			162,720.83	162,720.83	162,720.83
6/1/2017			139,475.00	139,475.00	
12/1/2017			139,475.00	139,475.00	278,950.00
6/1/2018			139,475.00	139,475.00	
12/1/2018			139,475.00	139,475.00	278,950.00
6/1/2019			139,475.00	139,475.00	
12/1/2019			139,475.00	139,475.00	278,950.00
6/1/2020			139,475.00	139,475.00	
12/1/2020	50,000	7.000%	139,475.00	189,475.00	328,950.00
6/1/2021			137,725.00	137,725.00	
12/1/2021	90,000	7.000%	137,725.00	227,725.00	365,450.00
6/1/2022			134,575.00	134,575.00	
12/1/2022	105,000	7.000%	134,575.00	239,575.00	374,150.00
6/1/2023			130,900.00	130,900.00	
12/1/2023	115,000	7.000%	130,900.00	245,900.00	376,800.00
6/1/2024			126,875.00	126,875.00	
12/1/2024	130,000	7.000%	126,875.00	256,875.00	383,750.00
6/1/2025			122,325.00	122,325.00	
12/1/2025	145,000	7.000%	122,325.00	267,325.00	389,650.00
6/1/2026			117,250.00	117,250.00	
12/1/2026	160,000	7.000%	117,250.00	277,250.00	394,500.00
6/1/2027			111,650.00	111,650.00	
12/1/2027	180,000	7.000%	111,650.00	291,650.00	403,300.00
6/1/2028			105,350.00	105,350.00	
12/1/2028	195,000	7.000%	105,350.00	300,350.00	405,700.00
6/1/2029			98,525.00	98,525.00	
12/1/2029	215,000	7.000%	98,525.00	313,525.00	412,050.00
6/1/2030			91,000.00	91,000.00	
12/1/2030	240,000	7.000%	91,000.00	331,000.00	422,000.00
6/1/2031			82,600.00	82,600.00	
12/1/2031	260,000	7.000%	82,600.00	342,600.00	425,200.00
6/1/2032			73,500.00	73,500.00	
12/1/2032	290,000	7.000%	73,500.00	363,500.00	437,000.00
6/1/2033			63,350.00	63,350.00	
12/1/2033	315,000	7.000%	63,350.00	378,350.00	441,700.00
6/1/2034			52,325.00	52,325.00	
12/1/2034	345,000	7.000%	52,325.00	397,325.00	449,650.00
6/1/2035			40,250.00	40,250.00	
12/1/2035	375,000	7.000%	40,250.00	415,250.00	455,500.00
6/1/2036			27,125.00	27,125.00	
12/1/2036	775,000	7.000%	27,125.00	802,125.00	829,250.00
	3,985,000		4,309,170.83	8,294,170.83	8,294,170.83

Bond Pricing
 Pomponio Terrace Metropolitan District
 General Obligation Bonds, Series 2016

Bond Component	Maturity Date	Amount	Rate	Yield	Price
Term Bond Due 2038:	12/1/2036	3,985,000	7.000%	7.000%	100.000
		3,985,000			

Dated Date	5/1/2016		
Delivery Date	5/1/2016		
First Coupon	12/1/2016		
Par Amount	3,985,000.00		
Original Issue Discount			

Production	3,985,000.00		100.000000%
Underwriter's Discount			

Purchase Price	3,985,000.00		100.000000%
Accrued Interest			

Net Proceeds	3,985,000.00		

Notes:

The interest rate and rating assumptions assumed in this presentation are based on current market conditions and similar credits. The actual results may differ, and Underwriter makes no commitment to underwrite at these levels

Net Debt Service
Pomponio Terrace Metropolitan District
General Obligation Bonds, Series 2016

Period Ending	Debt Service		Capitalized Interest	Net Debt Service
	Total Debt Service	Reserve Fund		
12/1/2016	162,720.83		46,720.83	116,000
12/1/2017	278,950.00		162,950.00	116,000
12/1/2018	278,950.00		179,305.00	99,645
12/1/2019	278,950.00			278,950
12/1/2020	328,950.00			328,950
12/1/2021	365,450.00			365,450
12/1/2022	374,150.00			374,150
12/1/2023	376,800.00			376,800
12/1/2024	383,750.00			383,750
12/1/2025	389,650.00			389,650
12/1/2026	394,500.00			394,500
12/1/2027	403,300.00			403,300
12/1/2028	405,700.00			405,700
12/1/2029	412,050.00			412,050
12/1/2030	422,000.00			422,000
12/1/2031	425,200.00			425,200
12/1/2032	437,000.00			437,000
12/1/2033	441,700.00			441,700
12/1/2034	449,650.00			449,650
12/1/2035	455,500.00			455,500
12/1/2036	829,250.00	398,500		430,750
	8,294,170.83	398,500	388,975.83	7,506,695

Bond Solution
Pomponio Terrace Metropolitan District
General Obligation Bonds, Series 2016

Period Ending	Proposed Principal	Proposed Debt Service	Total Adj Debt Service	Revenue Constraints	Unused Revenues	Debt Serv Coverage
12/1/2016		162,721	162,721	162,721		100.00000%
12/1/2017		278,950	278,950	278,950		100.00000%
12/1/2018		278,950	278,950	278,950		100.00000%
12/1/2019		278,950	278,950	279,250	300	100.10755%
12/1/2020	50,000	328,950	328,950	358,406	29,456	108.95455%
12/1/2021	90,000	365,450	365,450	400,022	34,572	109.46012%
12/1/2022	105,000	374,150	374,150	406,362	32,212	108.60938%
12/1/2023	115,000	376,800	376,800	412,526	35,726	109.48142%
12/1/2024	130,000	383,750	383,750	419,083	35,333	109.20730%
12/1/2025	145,000	389,650	389,650	425,462	35,812	109.19081%
12/1/2026	160,000	394,500	394,500	432,243	37,743	109.56730%
12/1/2027	180,000	403,300	403,300	438,846	35,546	108.81379%
12/1/2028	195,000	405,700	405,700	445,860	40,160	109.89894%
12/1/2029	215,000	412,050	412,050	452,694	40,644	109.86385%
12/1/2030	240,000	422,000	422,000	459,951	37,951	108.99313%
12/1/2031	260,000	425,200	425,200	467,025	41,825	109.83655%
12/1/2032	290,000	437,000	437,000	474,532	37,532	108.58856%
12/1/2033	315,000	441,700	441,700	481,855	40,155	109.09101%
12/1/2034	345,000	449,650	449,650	489,622	39,972	108.88958%
12/1/2035	375,000	455,500	455,500	497,203	41,703	109.15543%
12/1/2036	775,000	829,250	829,250	903,740	74,490	108.98282%
	3,985,000	8,294,171	8,294,171	8,965,303	671,132	

MIDTOWN				HYLAND VILLAGE				SUBJECT RESIDENCE, SOUTHERN PARCEL			
Parcel Sampled Tax Authority	Year	Levy	Parcel Sampled Tax Authority Code	74	County	Levy	Parcel Sampled Tax Authority Code	463	Year	Levy	Parcel Sampled Tax Authority Code
ADAMS COUNTY	2016	26.817	n/a	County	ADAMS COUNTY	25.846	ADAMS COUNTY	2016	26.817	ADAMS COUNTY	
ADAMS COUNTY FIRE PROTECTION DIST	2016	16.892	n/a	School	ADAMS COUNTY FIRE PROTECTION	50.165	DIST	2016	16.892	ADAMS COUNTY FIRE PROTECTION	
CLEAR CREEK STATION METRO DIST NO 2	2016	50.000	n/a	WESTMINSTER	WESTMINSTER	3.650	CRESTVIEW WATER & SAN	2016	4.428	CRESTVIEW WATER & SAN	
CRESTVIEW WATER & SAN	2016	4.428	n/a	HYLAND VILLAGE METRO DIST	HYLAND VILLAGE METRO DIST	28.099	FIRE DISTRICT 2 BOND SOUTHWEST ADAMS	2016	0.000	FIRE DISTRICT 2 BOND SOUTHWEST ADAMS	
FIRE DISTRICT 2 BOND SOUTHWEST ADAMS	2016	0.000	n/a	REGIONAL TRANSPORTATION DIST	REGIONAL TRANSPORTATION DIST	0.000	HYLAND HILLS PARK & RECREATION	2016	5.372	HYLAND HILLS PARK & RECREATION	
HYLAND HILLS PARK & RECREATION	2016	5.372	n/a	MOFFAT TUNNEL IMPROVEMENT DIST	MOFFAT TUNNEL IMPROVEMENT DIST	0.000	NORTH GATE WATER	2016	80.000	NORTH GATE WATER	
RANGEVIEW LIBRARY DISTRICT	2016	3.659	n/a	URBAN DRAINAGE & FLOOD CTR DIST	URBAN DRAINAGE & FLOOD CTR DIST	0.632	RANGEVIEW LIBRARY DISTRICT	2016	3.659	RANGEVIEW LIBRARY DISTRICT	
RTD	2016	0.000	n/a	URBAN DRAINAGE & FLOOD C SO PLAT	URBAN DRAINAGE & FLOOD C SO PLAT	0.068	RTD	2016	0.000	RTD	
School District 1-Mapleton	2016	45.629	n/a	WESTMINSTER CTR URB RENW 2028	WESTMINSTER CTR URB RENW 2028	0.000	School District 50-Westminster	2016	56.994	School District 50-Westminster	
URBAN DRAINAGE & FLOOD CONTROL	2016	0.553					URBAN DRAINAGE & FLOOD CONTROL	2016	0.553	URBAN DRAINAGE & FLOOD CONTROL	
URBAN DRAINAGE SOUTH PLATTE	2016	0.058					URBAN DRAINAGE SOUTH PLATTE	2016	0.058	URBAN DRAINAGE SOUTH PLATTE	
Total Mills		153.408	Total Mills			108.460	Total Mills		234.773	Hypothetical Metro	
Metro		50.000	Metro			28.099	Metro		40.000	Metro	
Base Mills		103.408	Base Mills			80.361	Base Mills		194.773	Base Mills	
Actual Value		\$300,000	Actual Value			\$300,000	Actual Value		\$300,000	Actual Value	
Assmt Rate		7.96%	Assmt Rate			7.96%	Assmt Rate		7.96%	Assmt Rate	
Assessed Value		\$23,880	Assessed Value			\$23,880	Assessed Value		\$23,880	Assessed Value	
Base Tax		\$2,469	Base Tax			\$1,919	Base Tax		\$4,651	Base Tax	
Metro Tax		\$1,194	Metro Tax			\$671	Metro Tax		\$955	Metro Tax	
Total Tax		\$3,663	Total Tax			\$2,590	Total Tax		\$5,606	Total Tax	
Base Tax % of Value		0.8231%	Base Tax % of Value			0.6397%	Base Tax % of Value		1.5504%	Base Tax % of Value	
Metro Tax % of Val		0.3960%	Metro Tax % of Val			0.2237%	Metro Tax % of Val		0.3164%	Metro Tax % of Val	
Tax % of Value		1.2211%	Tax % of Value			0.8633%	Tax % of Value		1.8688%	Tax % of Value	

SCHEDULING AND PHASING OF IMPROVEMENTS

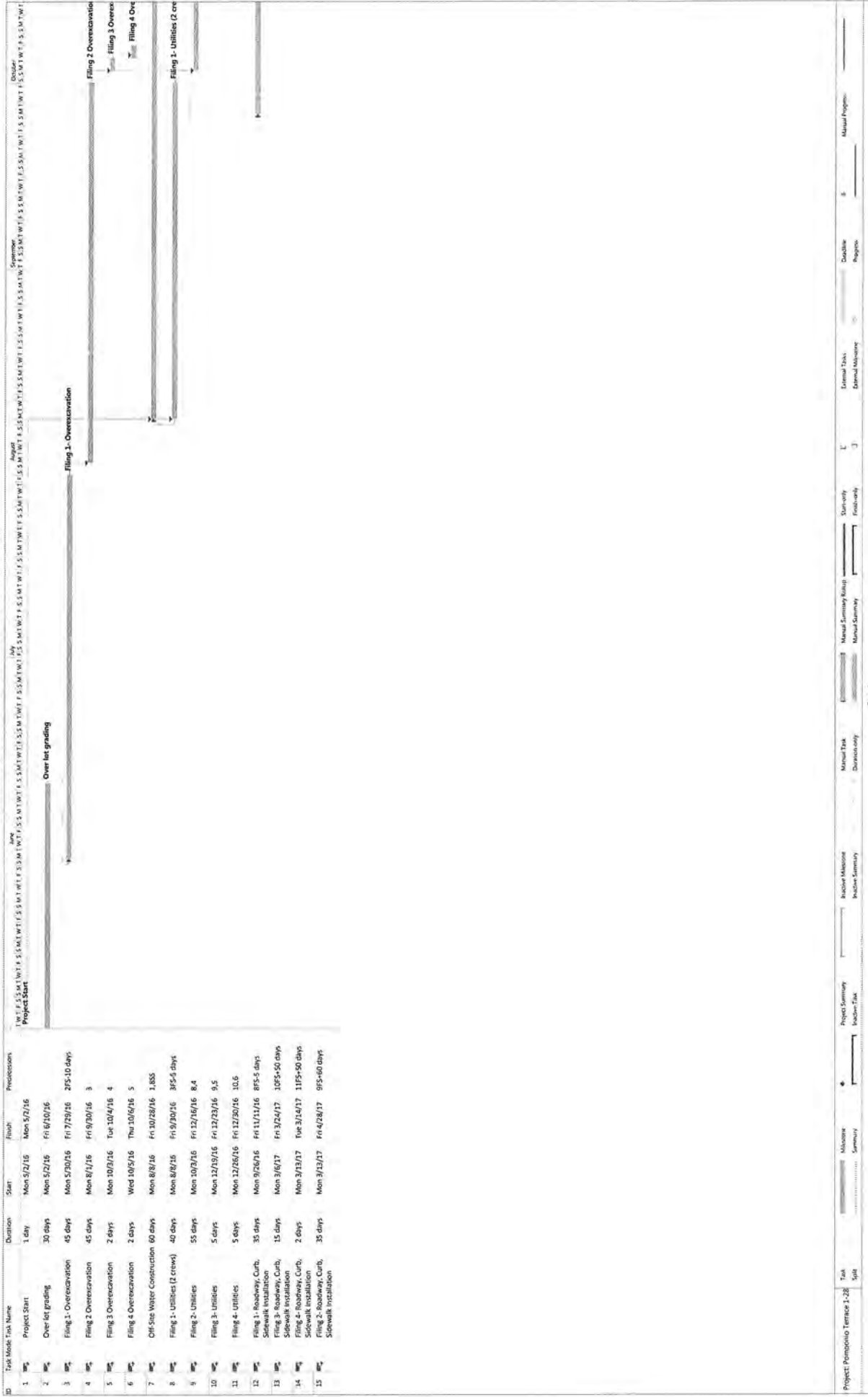


EXHIBIT G

(List of Property Owners/Adjacent Owners)

Pursuant to Section 10-05-03-02-07 of the Adams County Special District Guidelines and Regulations, a list of property owners and adjacent property owners is as follows:

Property Owners:

POMPONIO TERRACE HOLDINGS LLC
ATTN JAMES R MERLINO
1140 US HIGHWAY 287 APT 400-125
BROOMFIELD CO 80020-7080

Adjacent Property Owners:

GOODWILL INDUSTRIES OF DENVER
6850 FEDERAL BLVD
DENVER CO 80221

BPI WESTMINSTER LLC
475 17TH ST STE 1330
DENVER CO 80202-4019

CITY OF WESTMINSTER
4800 W 92ND AVE
WESTMINSTER CO 80030-6399

EXHIBIT H

(Proof of Ownership)

Pursuant to Section 10-05-03-02-07 of the Adams County Special District Guidelines and Regulations, proof of ownership of the property to be included in the District is attached.

AFTER RECORDING RETURN TO:
BURLESON LLP
1700 LINCOLN STREET, SUITE 1300
DENVER, CO 80203
ATTN: J. RANDOLPH EARNEST, ESQ.

SPECIAL WARRANTY DEED

THIS DEED, made this 19 day of June, 2014, is between Regis Northgate, LLC, a Colorado limited liability company ("Grantor"), and Pomponio Terrace Holdings LLC, a Colorado limited liability company ("Grantee"), whose street address is 1140 U.S. Highway 287, #400-125, Broomfield, CO 80020, Attn.: James R. Merlino.

Doc fee 300.00

WITNESSETH, that the Grantor, for and in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, has granted, bargained, sold and conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto the Grantee, its successors, transferees and assigns forever, all the real property (the "Property"), together with all structures, fixtures, buildings and improvements, if any, situate, lying and being in the Adams County, State of Colorado, described as follows:

SEE EXHIBIT "A" ATTACHED HERETO AND INCORPORATED HEREIN.

Street Address: Vacant Land, Adams County, Colorado

TOGETHER with all and singular the hereditaments and appurtenances thereto belonging, or in anywise appertaining, including any reversion and reversions, remainder and remainders held by Grantor, rents, issues and profits thereof, and any and all easements or right to use easements relating to the Property, and all the estate, right, title, interest, claim and demand whatsoever of the Grantor, either in law or equity, of, in and to the above bargained premises, with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said premises above bargained and described with the appurtenances, unto the Grantee, its successors, transferees and assigns forever. The Grantor, for itself, and its successors, does covenant, and agree that it shall and will WARRANT AND FOREVER DEFEND the above-bargained premises in the quiet and peaceable possession of the Grantee, its successors, transferees and assigns, against all and every person or persons claiming the whole or any part thereof, by, through or under the Grantor, except and subject to the matters set forth on Exhibit "B" attached hereto and incorporated herein by this reference.

[The remainder of this page is left intentionally blank; Signature Page to Follow.]



C 2003377

IN WITNESS WHEREOF, the Grantor has caused its name to be hereunto subscribed on the day and year first above written.

GRANTOR:

Regis Northgate, LLC
a Colorado limited liability company

By: Charles R. Dahlman
Charles R. Dahlman, Manager

STATE OF COLORADO)
CITY AND) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 16th day of June, 2014, by Charles R. Dahlman, as Manager of Regis Northgate, LLC, a Colorado limited liability company.

Witness my hand and official seal.

My commission expires: 08-08-2017

PATRICIA A. SCHOENINGER
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19974013862
MY COMMISSION EXPIRES AUGUST 8, 2017

Patricia A. Schoeninger
Notary Public

EXHIBIT "A"
LEGAL DESCRIPTION

A parcel of land situated in the East 1/2 of Section 5, Township 3 South, Range 68 West of the Sixth Principal Meridian, with the basis of bearings for this parcel being the North line of the Northeast 1/4 of said Section bearing North 89°37'44" East between the found 3 1/4" alum cap at the North 1/4 corner and the found 3 1/4" alum cap at the Northeast corner, this parcel being more particularly described as follows:

Beginning at a point on the South line of that parcel of land described in Book 536 at Page 311, said point also being 286.00 East of the West line of said East 1/2;
thence bearing South 89°12'33" East a distance of 64.00;
thence along a curve to the right, having a radius of 260.00 a delta angle of 39°23'34", and whose long chord bears South 69°30'46" East a distance of 175.26;
thence bearing South 49°48'59" East a distance of 396.77;
thence along a curve to the left, having a radius of 340.00 a delta angle of 53°19'31", and whose long chord bears South 66°28'44" East a distance of 194.98;
thence bearing South 83°08'50" East a distance of 519.78 feet to the Westerly line of SUNDSIRAND SUBDIVISION as recorded in the records of said County;
thence bearing South 00°33'23" West a distance of 1300.24 to a point in the Northerly line of that parcel described in Book 5158 at Page 520;
thence along said Northerly line bearing North 57°34'06" West a distance of 382.63;
thence bearing North 42°17'00" West a distance of 182.93;
thence bearing North 57°34'06" West a distance of 95.82;
thence departing said North line bearing North 27°25'06" East a distance of 354.83;
thence bearing North 60°17'53" West a distance of 310.15;
thence bearing North 01°26'55" East a distance of 84.74;
thence bearing North 47°21'03" West a distance of 106.86;
thence bearing North 82°51'14" West a distance of 139.95;
thence bearing South 13°00'38" West a distance of 131.07 to a point in the line of that parcel described in Book 1299 at Page 154;
thence along said parcel bearing North 58°02'56" West a distance of 120.59;
thence bearing North 00°48'17" East a distance of 303.09;
thence bearing North 89°11'43" West a distance of 429.19 to a point in the Easterly right of way of Federal Boulevard as described in Book 811, Page 410;
thence along said line bearing North 02°04'34" West a distance of 24.18;
thence bearing North 08°54'03" West a distance of 72.66;
thence departing said line along a curve to the right, having a radius of 70.00 a delta angle of 37°27'21", and whose long chord bears South 59°50'13" East a distance of 44.95;
thence along a curve to the right, having a radius of 155.33 a delta angle of 11°24'00", and whose long chord bears South 35°24'33" East a distance of 30.85;
thence bearing South 29°42'33" East a distance of 16.30;
thence along a curve to the left, having a radius of 23.43, a delta angle of 59°29'00", and whose long chord bears South 59°27'03" East a distance of 23.25;
thence bearing South 89°11'33" East a distance of 112.56;
thence bearing North 00°47'27" East a distance of 457.56 to the Point of Beginning;
County of Adams,
State of Colorado.

EXHIBIT "B"

PERMITTED EXCEPTIONS

TAXES AND ASSESSMENTS FOR THE YEAR 2014 AND SUBSEQUENT YEARS, A LIEN, NOT YET DUE AND PAYABLE.

Easements, terms, covenants, conditions, provisions, agreements, reservations and obligations contained in the Deed as set forth below:

Recording Date: January 28, 1881
Recording No.: Book A1 at Page 350

Terms, conditions, provisions, agreements and obligations contained in the Connectors Agreement as set forth below:

Recording Date: December 23, 1884
Recording No.: Book 328 Page 486

Easements, terms, conditions, provisions, agreements and obligations contained in the Easement Agreement as set forth below:

Recording Date: January 31, 1885
Recording No.: Book 334 at Page 107

Terms, conditions, provisions, agreements, obligations and access limitations contained in the Right of Way Dedication as set forth below:

Recording Date: February 17, 1885
Recording No.: Book 336 at Page 312

Easements, terms, conditions, provisions, agreements and obligations contained in the Public Service Company of Colorado Easement as set forth below:

Recording Date: September 7, 1885
Recording No.: Book 368 at Page 28

and Connector.

Recording Date: June 12, 1881
Recording No.: Book 819 at Page 322

Easements, terms, conditions, provisions, agreements and obligations contained in the Easement Agreement as set forth below:

Recording Date: June 6, 1888
Recording No.: Book 1209 at Page 155

Any exc. Eva. fee, or assessment by reason of inclusion of the Land in the Highland Mills Metropolitan Park and Recreation District, as evidenced by instrument(s) recorded December 30, 1965 at Book 5097 at Page 182. NOTE: There are currently no delinquent taxes or fees.

RECEPTION#: 2014000038990, 06/19/2014 at 02:44:35 PM, 5 OF 5, Doc Type:SPWTY TD
Pages: 2 Karen Long, Adams

Easements, terms, conditions, provisions, agreements and obligations contained in the Easement Agreement as set forth below:

Recording Date: February 18, 1991
Recording No.: Book 3751 at Page 917

as amended by instruments set forth below:

Easement Agreement
Recording Date: July 30, 1991
Recording No.: Book 3801 at Page 455

Easement Agreement
Recording Date: July 30, 1991
Recording No.: Book 3801 at Page 456

and re-recording
Recording Date: October 11, 1991
Recording No.: Book 3823 at Page 983

Any tax, lien, fee, or assessment by reason of inclusion of the Land in the Northgate Water District, as evidenced by instrument(s) recorded September 10, 1991 at Book 3814 at Page 783 and February 11, 2010 at Reception No. 2010000009555. NOTE: There are currently no delinquent taxes or fees.

Declaration of Permanent Reciprocal Easement Agreement between Regis Northgate, LLC and Mr. F. Leonard Pomponio, as Trustee of the Rose Marie Pomponio Irrevocable Trust.

Recording Date: June 18, 2014
Reception No. 2014000038653

After recording return to:
J. Randolph Earnest, Esq.
Burlison LLP
1700 Lincoln Street, Suite 1300
Denver, CO 80203

SPECIAL WARRANTY DEED

THIS DEED is made this 17th day of June, 2014, by and between THE ROSE MARIE POMPONIO IRREVOCABLE TRUST U/T/A dated August 28, 2006 and F. LEONARD POMPONIO a/k/a/FELIX LEONARD POMPONIO (collectively, the "Grantor"), and POMPONIO TERRACE HOLDINGS, LLC, a Colorado limited liability company, whose legal address is 1140 U.S. Highway 287, #400-125, Broomfield, Colorado 80020 ("Grantee").

WITNESS, that the Grantor, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00), the receipt and sufficiency of which is hereby acknowledged, has granted, bargained, sold and conveyed, and by these present does grant, bargain, sell, convey and confirm unto the Grantee, its successors and assigns forever, the following real property together with improvements, if any, situated, lying and being in the County of Adams, State of Colorado, as more particularly described in Exhibit A, attached hereto and incorporated herein by this reference (the "Property").

Doc fee 122.50

TOGETHER with all and singular the hereditaments and appurtenances thereunto belonging, or in anyway appertaining, the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, claim and demand whatsoever of the Grantor, either in law or equity, of, in and to the above bargained Property, with the hereditaments and appurtenances.

TO HAVE AND TO HOLD the said Property above bargained and described, with the appurtenances, unto the Grantee, its successors and assigns forever, except for the matters set forth on Exhibit B attached hereto and incorporated herein by this reference.

The Grantor, for itself and its successors and assigns, does covenant and agree that it shall and will WARRANT AND FOREVER DEFEND the above-bargained Property in the quiet and peaceable possession of Grantee, its successors and assigns, against all and every person or persons claiming the whole or any part thereof, by, through or under the Grantor.

IN WITNESS WHEREOF, the Grantor has executed this Deed on the date set forth above.

THE ROSE MARIE POMPONIO IRREVOCABLE TRUST, U/T/A dated August 28, 2006

By F. Leonard Pomponio
F. Leonard Pomponio, Trustee

F. Leonard Pomponio
F. LEONARD POMPONIO
A/K/A FELIX LEONARD POMPONIO
Felix Leonard Pomponio

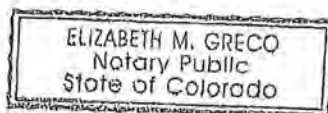
STATE OF COLORADO
County of Denver } ss.

The foregoing instrument was acknowledged before me this 17 day of June, 2014, by F. Leonard Pomponio, Trustee of THE ROSE MARIE POMPONIO IRREVOCABLE TRUST and F. LEONARD POMPONIO A/K/A FELIX LEONARD POMPONIO.

Witness my hand and official seal.
My commission expires: 2/27/2016

Elizabeth M. Greco
Notary Public

4836-7061-1739, v. 1
C2004B08



My Commission Expires February 23, 2016

Exhibit A

LEGAL DESCRIPTION

A parcel of land situated in the East ½ of Section 5 Township 3 South, Range 68 West of the Sixth Principal Meridian, with the basis of bearing for this parcel being the North line of the Northeast Quarter of said Section bearing North 89°77'44" East between the found ¾ " alum cap at the North quarter corner and the found ¾ " alum cap at the Northeast corner, this parcel being more particularly described as follows:

Beginning at the Most Easterly corner of that parcel of land described in Book 1299 at Page 154; Thence along said line North 58°02'56" West a distance of 114.34 feet;
Thence North 13°00'38" East a distance of 131.07 feet; Thence South 82°51'14" East a distance of 139.93 feet; Thence South 47°21'03" East a distance of 106.86 feet; Thence South 01°26'55" East a distance of 87.74 feet; Thence South 60°17'53" East a distance of 310.15 feet;
Thence South 27°25'06" West a distance of 354.88 feet to a point in the Northerly line of that parcel described in Book 5158 at Page 520;
Thence along said Northerly line North 57°34'6" West a distance of 35.13 feet; Thence North 84°13'24" West a distance of 196.66 feet;
Thence North 57°34'06" West a distance of 244.38 feet to a point in the Easterly line of that parcel described in Book 1299 at Page 154;
Thence along said parcel North 31°55'57" East a distance of 336.17 feet to the Point of Beginning,
County of Adams,
State of Colorado.

Legal Description provided by Chicago Title Insurance Company, Commitment No. 097-C2004043-058-LG1

Exhibit B

EXCEPTIONS TO TITLE

1. Taxes and assessments for the year 2014, a lien not yet due and payable.
2. That certain Deed of Trust which Grantor shall grant to Sconset Resources, LLC (or assigns) in the amount of Two Million Eight Hundred Thousand Dollars (\$2,800,000.00) which is prior in right to this Deed of Trust and except that certain lease of the residence on the Property to F. Leonard Pomponio, except subdivision of the Property which Lender agrees to accept.
3. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document: Granted to: Baker Metropolitan Water and Sanitation District Purpose: water transmission pipeline

Recording Date: November 21, 1950
Recording No: Book 408 Page 24
4. Terms, conditions, provisions, agreements, easements and obligations contained in the Easement Agreement as set forth below:

Recording Date: November 21, 1950
Recording No.: Book 534 Page 107
5. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document: Granted to: Public Service Company of Colorado Purpose: gas pipelines and appurtenances

Recording Date: September 7, 1955
Recording No.: Book 568 Page 15
6. The effect of the inclusion of subject property into the Northgate Water District as shown in Order and Decree Creating District

Recording Date: July 5, 1963
Recording No.: Book 1079 Page 427

Statement of Purpose recorded September 10, 1991 in Book 3814 Page 783
7. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document: Granted to: Northgate Water District Purpose: one or more water pipelines and appurtenances

Recording Date: February 19, 1991
Recording No.: Book 3751 Page 917

8. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document: Granted to: Public Service Company of Colorado Purpose: utility lines and appurtenances
Recording Date: May 16, 1991
9. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document: Granted to: Northgate Water District. Purpose: one or more water pipelines and appurtenances
Recording Date: October 11, 1991
Recording No.: Book 3824 Page 983
10. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document: Granted to: Northgate Water District. Purpose: one or more water pipeline and appurtenances
Recording Date: July 30, 1991
Recording No.: Book 3801 page 456
11. Easement(s) for the purpose(s) shown below and rights incidental thereto, as granted in a document:
Granted to: Adams County
Purpose: permanent storm water quality and drainage
Recording Date: October 1, 2012
Recording No.: Reception No. 2012000073248
12. Terms, conditions, provisions, agreements and obligations contained in the Easement Deed by Court Order in Settlement of Landowner Action as set forth below:
Recording Date: March 12, 2013
Recording No.: Reception No. 2013000021210
13. Declaration of Permanent Reciprocal Easement Agreement between Regis Northgate, LLC and Mr. F. Leonard Pomponio, as Trustee of the Rose Marie Pomponio Irrevocable Trust. Recording Date: June 18, 2014, Reception No. 201400003869
14. Unrecorded agricultural Lease/tenancy granted to Chey M. Cha dated February 23, 2014.

EXHIBIT I
(Mill Levy and Indebtedness of Overlapping Entities)

Pursuant to Section 10-05-03-02-02 of the Adams County Special District Guidelines and Regulations, a list of all bonded indebtedness and mill levies currently imposed within the proposed District is as follows:

Bonded Indebtedness

<u>Entity</u>	<u>Bonded Indebtedness</u>
Adams County Fire Protection District	\$3,559,957
Crestview Water & Sanitation District	\$0.00
Hyland Hills Park & Recreation District	\$30,455,000
Northgate Water District	\$0.00
Adams County	

Mill Levies

<u>Entity</u>	<u>Mill Levy</u>
Adams County Fire Protection District	16.892
Crestview Water & Sanitation District	4.428
Fire District 2 Bond	0.000
Hyland Hills Park & Recreation District	5.372
Northgate Water District	80.000
Rangeview Library District	3.659
RTD	0.000
School District 50 – Westminster	56.994
Adams County	26.817
Urban Drainage & Flood Control	0.553
Urban Drainage South Platte	0.058
TOTAL	194.773

EXHIBIT J
(Resume of Entities Involved in Organization)

Pursuant to Section 10-05-03-02-07 of the Adams County Special District Guidelines and Regulations, list of entities involved in the formation of the District and explanation of role played by each, description of previous work in Adams County or region related to the District is as follows:

Pomponio Terrace Holdings, LLC

Pomponio Terrace Holdings, LLC (PTH) is the owner of the property to be included in the Pomponio Terrace Metropolitan District. PTH has worked with consultants to organize the District. PTH has no previous development work in Adams County.

White Bear Ankele Tanaka & Waldron

White Bear Ankele Tanaka & Waldron (WBA) is a law firm specializing in special district and municipal law which includes representation of municipalities and special districts as general and special counsel in all aspects of day to day operations. WBA also provides general counsel services to local governments, land developers, home builders and other individuals in the use of special taxing districts and other limited-purpose public entities to provide for the construction, management, operation and financing of essential public services, including roads, water, sewer, drainage, transportation, fire protection, park and recreation and other services. WBA represents several special districts in Adams County including Heritage Todd Creek Metropolitan District, Todd Creek Farms Metropolitan District No. 2, Reunion Metropolitan District, North Range Metropolitan District Nos. 1-5, Brighton Crossing Metropolitan District No. 4, Bradburn Metropolitan District Nos. 1-3, Lamberson Lakes Metropolitan District, and Clear Creek Station Metropolitan District Nos. 1-3.

Stifel, Nicolaus & Company, Inc.

Stifel is a national premier full service investment banking firm. Ranked one of the top ten underwriters in the United States, Stifel is ranked #1 nationally for TIF and Special Metropolitan District bond underwriting, having underwritten over \$2.12 billion of TIF and Special Metropolitan District bonds in 2015 alone, capturing 52% of the market share activity. Stifel is committed to Public Finance with over 100 Public Finance Bankers coast to coast and a dedicated, experienced senior quantitative team.

In the past nine years, Stifel has underwritten over \$1.5 billion of bonds for numerous clients located in Adams County, Colorado. Our Adams County, Colorado, clients include: Adams County School District 50, Adams 12 School District, Rangeview Library District, Hyland Hills Parks and Recreation District and the Cities of Commerce City, Arvada, Aurora and Westminster. This is a partial list. A full list is included below.

Stifel has worked with Pomponio Terrace over the past year to advise on bond market conditions, bond structuring options, and market-driven bond structure requirements (i.e. level of debt service reserve fund amount, etc.) to successfully sell District bonds.

Stifel Bond Underwriting for Client's Located in Adams, County, Colorado, from 2006 to 2016 YTD. January 2016

Dated Date	Security Type	Issuer Name	Issue Description	Par
12/15/2016	General Obligation	Adams 12 Five Star Schools	General Obligation Refunding Bonds, Series 2015	\$27,150,000
06/11/2015	COP/Lease Revenue	Adams 12 Five Star Schools	Certificates of Participation, Series 2015A	\$27,500,000
06/11/2015	COP/Lease Revenue	Adams 12 Five Star Schools	Refunding Certificates of Participation, Series 2015B	\$2,870,000
06/09/2015	COP/Lease Revenue	Rangeview Library Dt	Refunding Certificates of Participation, Series 2015	\$27,765,000
04/02/2015	Sales Tax Revenue	Commerce, City of	Sales Tax Revenue Refunding Bonds, Series 2015	\$52,845,000
01/22/2015	COP/Lease Revenue	Arvada, City of	Refunding Certificates of Participation, Series 2014 (Private Placement)	\$11,800,000
12/30/2014	COP/Lease Revenue	Aurora, City of	Certificates of Participation, Series 2014	\$21,775,000
12/30/2014	General Obligation	Adams 12 Five Star Schools	General Obligation Refunding Bonds, Series 2014B and Supp B Interest Registered Coupons	\$63,020,350
07/15/2014	General Obligation	Adams 12 Five Star Schools	General Obligation Refunding Bonds Series 2014	\$20,215,000
06/05/2014	Sales Tax Revenue	Commerce, City of	Sales and Use Tax Revenue Bonds, Series 2014	\$73,455,000
02/05/2013	General Obligation	Adams County School District 50	General Obligation Refunding Bonds Series 2013	\$9,265,000
12/20/2012	General Obligation	Adams County School District 50	Adams County School District No. 50 General Obligation Refunding Bonds, Series 2012	\$62,895,000
02/15/2012	General Obligation	Adams 12 Five Star Schools	GO Refunding Bonds Series 2012	\$93,460,000
12/22/2011	General Obligation	Adams 12 Five Star Schools	Taxable General Obligation Refunding Bonds Series 2011B	\$11,818,856
11/29/2011	General Obligation	Aurora, City of	GO Refunding Bonds Series 2011	\$9,060,000
09/20/2011	General Obligation	Adams 12 Five Star Schools	GO Refunding Bonds Series 2011	\$15,590,000
03/09/2011	General Obligation	North Washington Fire Protect Dt	GO Refunding Bonds Series 2011	\$4,095,000
12/15/2010	Revenue	Hyland Hills Park Rec Dt	Special Revenue Bonds Series 2010	\$6,895,000
11/02/2010	Revenue	Westminster, City of	Ref Certificates of Participation Series 2010	\$9,950,000
04/15/2010	General Obligation	Hyland Hills Park Rec Dt	GO Refunding Bonds Series 2010	\$11,780,000
09/30/2009	Revenue	Aurora, City of	Ref Certificates of Participation Series 2009 A	\$84,160,000
05/20/2009	Revenue	Arvada, City of	Sales & Use Tax Rev Ref Bonds Series 2009	\$19,885,000
04/30/2009	Revenue	Brighton City	Wir Activity Enterprise Rev Bonds Series 2009 A	\$30,165,000
04/24/2009	Revenue	Arvada, City of	Water Enterprise Rev Ref Bonds Series 2009	\$21,745,000
01/27/2009	Revenue	Adams Co	Certificates of Participation Series 2009	\$105,000,000
06/18/2008	Revenue	Rangeview Library Dt	Certificates of Participation Series 2008	\$42,900,000
02/01/2008	Revenue	Adams 12 Five Star Schools	Certificates of Participation Series 2008	\$32,985,000
01/03/2008	General Obligation	Adams 12 Five Star Schools	General Obligation Bonds Series 2008 A	\$4,325,000
12/11/2007	Revenue	Westminster, City of	Spec Purp Sales Tax Rev Bonds Series 2007 D	\$20,000,000
10/16/2007	Revenue	Westminster, City of	Sales & Use Tax Rev Ref Bonds Series 2007 C	\$10,910,000
07/31/2007	General Obligation	Bromley Park Metropolitan District	General Obligation Refunding Bonds Series 2007	\$22,340,000
07/11/2007	Revenue	Aurora, City of	First Lien Water Imp Rev Bonds Series 2007 A	\$421,495,000
03/27/2007	Revenue	Westminster, City of	Ref Certificates of Participation Series 2007	\$32,210,000
03/08/2007	General Obligation	Fronterra Village Metropolitan Distr	General Obligation Refunding and Improvement Bonds Series 2007	\$12,850,000
03/08/2007	Revenue	Hyland Hills Park Rec Dt	Special Revenue Ref & Imp Bonds Series 2007	\$17,090,000
03/06/2007	Revenue	Westminster, City of	Sales & Use Tax Rev Ref Bonds Series 2007 A	\$10,715,000
03/06/2007	Revenue	Westminster, City of	Sales & Use Tax Rev Ref Bonds Series 2007B	\$13,880,000
03/01/2007	General Obligation	Adams 12 Five Star Schools	General Obligation Bonds Series 2007 A	\$42,400,000
				\$1,507,879,206

Entitlement and Engineering Solutions, Inc.

EES is the civil engineering consultant for the Pomponio Terrace project. Responsibilities related to the formation of the Pomponio Terrace Metro District include preliminary design of the roads, water, sewer, drainage, grading, and erosion control for the planned subdivision. This also includes offsite water and sewer design. EES also provided preliminary maps, the district boundary and the legal description of said boundary.

EES staff has experience managing Metro District Service Plan commitments and tracking the infrastructure costs in order to document reimbursable costs for the public infrastructure. We understand that it is important to understand the public infrastructure commitment and track these costs separately than the private infrastructure in order to assure that the developer will be reimbursed for all of the public improvements that are funded. As a member of the Metro Districts that were established for a 2800-acre mixed-use development in Broomfield, EES has the experience and knowledge to guide the organization and operation of the Special District(s) that will be put in place for the Pomponio Terrace project.

EES' experience within Adams County and the region includes commercial, retail, residential

and public transit civil engineering design and entitlement work. EES was involved in the Eagle P3 project which includes the Northwest Rail running from Denver to Westminster. EES has also worked on several smaller retail development projects and is the civil engineering consulting on a low income housing project in Thornton.

Premier Facility Constructors

Premier Facility Constructors was engaged by the Pomponio Terrace Holdings to provide the initial cost estimate for the work to be performed in the District based upon the design information known at the time of the estimate. Premier Facility Constructors completed a detailed take off and line item cost estimate for the work understood to be part of the Metro District and provided this information for use in the formation of the District.

Premier Facility Constructors was founded in 2015 by Principals Dustin Graul and Kurt Haslag. Previous to founding Premier, Dustin and Kurt were long term key employees of Brinkmann Constructors serving as Western Region Vice President and Manager. The pair grew a small regional office from \$20M to \$120M in revenue in the previous three years prior to founding Premier. Both Dustin and Kurt have extensive experience in both management and executive roles on project similar in size and scope to the improvements proposed for the Pomponio Metro District. Some highlighted Metro District and site development projects include:

- South Academy Highlands- Fountain Colorado: Construction management of over 100 acres of site development and infrastructure improvements. The project included installation of roadway improvements, site utilities, erosion control, and earthwork activities moving in excess of 2 million yards. Project construction cost of \$12.6M
- The Grove- Thornton Colorado: Construction management of 66 acre of site development and infrastructure improvements. The project included installation of roadway improvements, site utilities, erosion control, and earthwork activities. Project construction cost of \$14.9M.
- Prairie Center Development, Brighton Colorado: Construction management of site development of over 2,400 acre planned community consisting of retail, commercial, housing, institutional, and abundance of open space. The project included, wet utilities, roadwork, site concrete, building pad preparation, landscaping and irrigation, and overall management of the master development. The management was completed in multiple phases. Project construction cost of over \$85M for the completed phases.
- Prologis Eastgate, Adams County Colorado: Expansion of the Prologis industrial park consisting of improvements on approximately 100 acres. Project includes flood plain reconstruction including within railroad right of way, mass grading, utility installation, roadway and associated traffic signals, new bridge construction, site concrete, landscaping and irrigation, as well as site erosion control. Project construction cost of \$15.4M.
- Prologis Stapleton Business Park North, Denver Colorado: Redevelopment of approximately 80 acres of infrastructure, site roadways, site concrete, and utility installation in the Stapleton redevelopment. Project construction cost of \$15.5M
- Firestone City Center, Firestone Colorado: General contracting of over 65 acres managing mass grading, installation of wet utilities, site concrete, asphalt paving, as

well as landscaping and irrigation on the project site. Project construction cost of \$5.5M.

- Lakeside Development, Lakeside Colorado: Construction manager for 16 acre project. Project included mass grading, site utility installation, retaining wall construction, concrete paving, asphalt paving, site electrical, and all landscape and irrigation. Project construction cost of \$3.8M.