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AMENDED AND RESTATED  
SERVICE PLAN  
FOR  
SPRING MESA METROPOLITAN DISTRICT

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Prepared by

WHITE AND ASSOCIATES PROFESSIONAL CORPORATION

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## I. INTRODUCTION

### A. Need for Amendment

Formation of the Eldorado Hills Metropolitan District (hereinafter "District") was approved by the Jefferson County Board of County Commissioners on October 9, 1990 pursuant to a Service Plan of the District (the "Original Service Plan"). The purpose of this Amended and Restated Service Plan is to make certain modifications to the information contained in the Original Service Plan relating to the estimated costs of improvements and the Financial Plan of the District. This Amended and Restated Service Plan accomplishes the following objectives: (1) it sets forth a revised, increased scope and costs of improvements, (2) it provides updated development projections, (3) it increases the authorized debt limitation to coincide with such increased costs and development projections, and (4) it changes the name of the District to Spring Mesa, which reflects the new name of the development. This Amended and Restated Service Plan also sets forth certain information that reflects the annexation of all of the property comprising the District into the City of Arvada.

The Board of Directors of the District hereby respectfully requests that after public hearing conducted pursuant to Section 32-1-201, et seq., C.R.S., the Arvada City Council adopt a resolution of approval of this Amended and Restated Service Plan based upon the information tendered herewith. The statutory requirements for approval of this Amended and Restated Service Plan, as contained in Section 32-1-203(2) C.R.S., are fully satisfied.

### B. General Overview

This Service Plan ("Service Plan") for Spring Mesa Metropolitan District, constitutes a Service Plan for a special district to serve the needs of a new community to be known as "Spring Mesa." The District is generally located in the City of Arvada (the "City") west of Quaker Street, south of 80<sup>th</sup> Avenue and north of 70<sup>th</sup> Avenue. The site consists of approximately 306 acres planned for residential development. A legal description and map of the District are attached hereto as Exhibits A and B, respectively.

The primary purpose of the District is to provide public improvements to be dedicated to the City or retained by the District for the use and benefit of the District's inhabitants and taxpayers. Improvements to be provided by the District shall include the types of facilities and improvements generally described in Section III, consisting of streets, drainage improvements, traffic and safety controls, park and recreation facilities, and water and sewer improvements, as needed for the area. The City will own, maintain and operate the sanitary sewer, potable water, raw water, streets and some drainage improvements, once the improvements have been constructed and accepted by the City.

It is anticipated that the structure set forth herein can serve as a method by which development can occur in the City in such a way as to eliminate economic risk to the City, provide economic benefits to property owners, and place the risk of development on property developers.

The Financing Plan discussed herein has been designed to assure that at no time will obligations of the District be in risk of default, and that the City will never have any legal responsibility for any of the District's obligations. This Service Plan is designed to assure that the risk of development remains with the developer until a sufficient tax base has been achieved to pay the District's debt with reasonable mill levies.

This Service Plan has been prepared with sufficient flexibility to enable the District to provide required services and facilities under evolving circumstances to meet the needs of the community. While the assumptions upon which this Service Plan are generally based are reflective of the initial zoning for the property within the proposed District, the cost estimates and the Financing Plan are sufficiently flexible to enable the District to provide necessary services and facilities without the need for repeated amendments to the Service Plan. Modification of the proposed configuration of improvements, scheduling of construction of such improvements, as well as the locations and dimensions of various facilities and improvements shall be permitted to accommodate development needs consistent with zoning and future development approvals for the property.

Considerable public infrastructure will be constructed to provide the required water, wastewater, streets and other improvements needed for the Spring Mesa area. This Service Plan addresses the improvements that will be provided by the District. Exhibits showing the estimated costs and depicting the nature and configuration of the improvements planned for the District are attached hereto as Exhibit C and D respectively. All Exhibits referred to herein are attached to the end of this Service Plan in the appendices.

The District will contain residential development, expected to consist of up to 272 residential units. The projected population of Spring Mesa at full build-out is up to 800 persons, and the projected total valuation is approximately \$18,850,000.

It is possible that additional property may be included in the District. Under Colorado law, the fee owner or owners of one hundred percent of any property proposed for inclusion may petition the boards of directors of the District for inclusion, of property into the District. Additionally, less than one hundred percent of the owners of an area may petition the District for inclusion, or the board may adopt a resolution calling for an election on inclusion of the property.

#### C. Long-Term District Plan

After all bonds or other debt instruments have been issued by the District, and adequate provision has been made for payment of all debt of the District, the electorate of the District will have the opportunity to consider the dissolution of the District in accordance with state law. However, upon receipt by the District of an application for dissolution pursuant to Section 32-1-701 C.R.S, the District must submit such application to the City staff for administrative review. In the event the City determines to disapprove such application, the filing by the District of a petition for dissolution with the District Court of Jefferson County shall be considered a material modification of this Service Plan and shall be subject to the requirements of Section 32-1-207 C.R.S. regarding such material modifications.

D. Existing Services and District

There are currently no other entities in existence in the Spring Mesa area which have the ability and/or desire to undertake the design, financing and construction of improvements needed for the community. It is also the developer's understanding that the City does not consider it feasible or practicable for the City to provide the necessary services and facilities for Spring Mesa without the developer or the District financing, designing, constructing and dedicating the necessary infrastructure to the City. Consequently, use of the District is deemed necessary for the provision of public improvements in Spring Mesa.

It is possible that other key operations and maintenance services may be provided by other entities by appropriate agreements with the District. Consequently, while the District exists to finance capital improvements and coordinate the provision of services, they are expected to utilize existing entities and personnel as much as possible.

E. Property Owner Associations

Certain services may be provided within Spring Mesa by property owner associations expected to be organized as Colorado non-profit, private membership organizations comprised of all property owners in Spring Mesa. The associations may provide architectural control services, community organizations, community events and activities and other programs that may be beyond the scope of the District.

F. General Financial Information and Assumptions

The 2001 certified assessed valuation of all taxable property within the boundaries of Spring Mesa was approximately \$538,350.

The anticipated costs of improvements necessary to provide access to and appropriate services within Spring Mesa are substantial and are estimated in Exhibit C. The District may obtain financing for the capital improvements needed for Spring Mesa through the issuance of general obligation bonds, revenue bonds or other debt instruments. General obligation debt will be payable from revenues derived from ad valorem property taxes and from other sources. The preliminary financial forecasts for the District are contained in Exhibit E to this Service Plan. The "Financing Plan" demonstrates one method that might be used by the District to finance the cost of infrastructure. At the time bonds or other debt instruments are proposed to be issued, alternative financing plans may be employed and be utilized by the District.

Due to the support expected to be received from the developer, the Financing Plan demonstrates that the cost of infrastructure described herein can continue to be provided with reasonable mill levies. The figures contained herein depicting costs of infrastructure and operations will not constitute legal limits on the financial powers of the District; provided, however, that the District shall not be permitted to issue bonds which are not in compliance with the bond registration and issuance requirements of Colorado law.

All bonds or other obligations issued by the District will be payable from general ad valorem taxes to be imposed upon all taxable property within the District, which may not initially exceed 30 mills. The 30 mill debt service levy limit may be eliminated when the amount of all outstanding bonds does not exceed 50% of the assessed valuation of the District. The 30 mill limit will also be subject to adjustment if the laws of the State change with respect to the assessment of property for taxation purposes, the ratio for determining assessed valuation changes, or other similar changes occur. In these events, the foregoing thresholds and limits shall be automatically adjusted so that the tax liability of individual property owners neither increases nor decreases as a result of any such changes thereby maintaining a constant level of tax receipts of the District and overall tax payments from property owners.

The financial structure contemplated in the Financing Plan demonstrates that the risks associated with development of Spring Mesa will be borne initially by the developer of the project. At such time as general obligation debt is issued, the responsibility for payment of the costs of infrastructure needed for Spring Mesa will be shifted, incrementally, to the District. General obligation debt issued by the District will limit the responsibility for repayment of such debt to the District. In this manner, the City can continue to be assured that the risks of development and the responsibility for repayment of debt issued for Spring Mesa will be borne solely by the residents and property owners of Spring Mesa, and will not become the responsibility, in any degree, of the City. Additionally, the City can be assured that mill levies paid by Spring Mesa residents cannot exceed acceptable levels.

#### G. Contents of Service Plan

This Service Plan consists of a preliminary financial analysis and preliminary engineering plan showing how the facilities and services for Spring Mesa can continue to be provided and financed by the District. Numerous items are included in this Service Plan in order to satisfy the requirements of law for formation of special districts. Those items are listed in Exhibit F attached hereto. Each of the requirements of law are satisfied by this Service Plan.

The assumptions contained within this Service Plan were derived from a variety of sources. Information regarding the present status of property within the District, as well as the current status and projected future level of similar services, was obtained from the developer. Construction cost estimates were assembled by Martin/Martin, which has experience in the costing and construction of similar facilities. Legal advice in the preparation of this Service Plan was provided by the law firm of White and Associates Professional Corporation, developer's counsel, which represents numerous special districts. Financial advice was provided by Prager, McCarthy & Sealy, LLC, which provides financial services to numerous special districts.

#### H. Modification of Service Plan

This Service Plan has been designed with sufficient flexibility to enable the District to provide required services and facilities for Spring Mesa under evolving circumstances without the need for numerous amendments. While the assumptions upon which this Service Plan are generally based are reflective of current zoning for the property within Spring Mesa, the cost estimates and the Financing Plan are sufficiently flexible to enable the District to provide



necessary services and facilities without the need to amend this Service Plan. Modification of the general types of services and facilities, and changes in proposed configurations, locations, or dimensions of various facilities and improvements shall be permitted to accommodate development needs consistent with then-current zoning for the property. The Service Plan shall not be amended without the written consent of the City

## II. NEED FOR DISTRICT AND GENERAL POWERS

### A. Need for Metropolitan District

The property in Spring Mesa is undeveloped. No other entities exist which will finance the construction of the facilities needed for Spring Mesa. Operation and maintenance of certain facilities will be assumed by the City, the District or the HOA in the future.

### B. General Powers of District

The District will continue to have power and authority to provide the facilities and certain services described in this Service Plan both within and outside its boundaries in accordance with the law.

1. Streets. The design, acquisition, installation and construction 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, paving, lighting, grading, erosion control measures, landscaping, snow removal equipment, and other street improvements, together with all necessary, incidental, and appurtenant facilities, land and easements, together with extensions of and improvements to said facilities.

2. Traffic and Safety Controls. The design, acquisition, installation and construction of traffic and safety protection facilities including through traffic and safety controls and devices on streets and highways, as well as other facilities and improvements including, but not limited to, 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.

3. Water. The design, installation, and construction of a complete potable water system, together with all necessary and proper water mains and pump houses, equipment and appurtenances incident thereto which may include, but shall not be limited to, transmission lines, distribution mains and laterals, land and easements, together with extensions of and improvements to said systems.

The design, acquisition, installation, construction, operation, and maintenance of a complete irrigation water system, including, but not limited to, water supply, transmission and distribution systems for domestic and other public or private purposes, together with all necessary and proper facilities, equipment and appurtenances incident thereto which may

include, but shall not be limited to, transmission lines, distribution mains and laterals, land and easements, together with extensions of and improvements to said systems.

4. Sanitation. The design, acquisition, installation and construction of storm or sanitary sewers, or both, flood and surface drainage, treatment and disposal works and facilities, culverts, storm sewers and other drainage 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. All sanitation facilities will be dedicated to the City.

5. Parks and Recreation. The design, acquisition, installation and construction of public parks and recreation facilities or programs including, but not limited to, bike paths, hiking trails, pedestrian trails, public fountains and equestrian trails and centers, picnic areas, common area landscaping and weed control, outdoor lighting of all types, together with all necessary, incidental and appurtenant facilities, land and easements, and all necessary extensions of and improvements to said facilities or systems. The District may operate and maintain those park and recreation improvements such as common area landscaping that are not conveyed to the City for operation and maintenance.

6. Legal Powers. The powers of the District will be exercised by its Board of Directors to the extent necessary to provide the services contemplated in this Service Plan. The foregoing improvements and services, along with all other activities permitted by law, will be undertaken in accordance with, and pursuant to, the procedures and conditions contained in the Special District Act, other applicable statutes, and this Service Plan, as any or all of the same may be amended from time to time.

7. Other. In addition to the powers enumerated above, the Board of Directors of the District shall also continue to have the following authority:

a. To provide written notice to the City pursuant to § 32-1-207, C.R.S., of actions that the District believe are permitted by this Service Plan but which may be unclear. In the event the City elects not to seek to enjoin any such activities under said statute, such election shall constitute agreement by the City that such activities are within the scope of this Service Plan.

b. To forego, reschedule, or restructure the financing and construction of certain improvements and facilities, in order to better accommodate the pace of growth, resource availability, and potential inclusions of property within the District, or if the development of the improvements and facilities would best be performed by another entity; and

c. To provide all such additional services and exercise all such powers as are granted expressly or by implication of Colorado law, and which the District is required to provide or exercise or, in its discretion, chooses to provide or exercise; and

d. To exercise all necessary and implied powers under Title 32, C.R.S. in the reasonable discretion of the Board of Directors of the District.

### III. DESCRIPTION OF FACILITIES AND IMPROVEMENTS

The District is permitted to exercise its statutory powers and its respective authority set forth herein to finance, construct, acquire, and in certain cases, operate and maintain the public facilities and improvements described in the following Section of this Service Plan either directly or by contract. The District shall have authority to operate and maintain those public facilities and improvements that are not required to be dedicated to the City either by Plat or by some other agreement. Where appropriate, the District will contract with various public and/or private entities to undertake such functions.

The diagrams contained in the Exhibits to this Service Plan show the conceptual layouts of the public facilities and improvements described in Section II hereof. Detailed information for each type of improvement needed for Spring Mesa is set forth in the following pages. It is important to note that the preliminary layouts contained in the exhibits are conceptual in nature only, and that modifications to the type, configuration, and location of improvements will be necessary as development proceeds. 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 City and of other municipalities and special districts which may be affected thereby. The following sections contain general descriptions of the contemplated facilities and improvements that will be financed by the District. All improvements will be constructed to the City's standards.

#### A. General

Construction of all planned facilities and improvements will be scheduled to allow for proper sizing and phasing to keep pace with the need for service. All descriptions of the specific facilities and improvements to be constructed, and their related costs, are estimates only and are subject to modification as engineering, development plans, economics, the City's requirements, and construction scheduling may require.

#### B. General Design Standards

Improvements within the District will be designed and installed by the District in general conformance with City standards in effect at the time of construction. Designs and contract documents prepared for improvements must be reviewed and approved by the District and the City.

1. Street Improvements. After conveyance by the Developer of the street rights-of-way or appropriate easements to the District, the District is expected to construct curbs, gutters, culverts, drainage ditches, sidewalks, box culverts, paving, lighting, landscaping and other road, street and drainage facility improvements which Spring Mesa will require, as well as necessary traffic and safety protection devices and controls.

2. Roadway Infrastructure. All public streets and streets dedicated by plat within Spring Mesa will be maintained by Arvada. This will include all roadway infrastructure as it is completed and accepted by Arvada. Snow removal and other roadway maintenance on roads within Spring Mesa that are dedicated to and accepted by Arvada will be Arvada's responsibility.

3. Signals and Signage. Signals and signage will be installed by the District or the City as required by traffic studies and be dedicated to and maintained by Arvada.

#### C. Water System

1. Overall Plan. The water system will consist of a water distribution system consisting of buried water mains, fire hydrants, pump houses and related appurtenances located within and without the District's boundaries. The exact configuration of the water system is currently being designed. The District shall dedicate to Arvada all utility facilities traditionally owned and operated by the City for operations and maintenance.

2. Design Criteria. The proposed domestic potable water distribution system is expected to include pressurized water mains with multiple pressure zones. Water system components will be installed in accordance with the applicable standards of all entities with jurisdiction over the District including Arvada. The Drinking Water Design Criteria of the Colorado Department of Health will also be followed where applicable. The water system will also be designed based on the requirements of the Arvada Fire Protection District. System pressure will primarily be controlled by an Arvada pump station. Water transmission mains will be installed from a direct connection to Arvada's water distribution system.

3. Water Demand. The individual water system components will be sized based upon the projected potable, irrigation and fire flow requirements of Spring Mesa.

4. Water Distribution System. The water distribution system will be owned by Arvada. The system is expected to include main distribution and transmission lines, pump houses and related appurtenances. At completion, the water distribution system will provide domestic potable water to all platted lots within Spring Mesa. The mains will provide for normal and peak water demands of the project as well as the delivery of fire protection water.

5. Metering. Water users within Spring Mesa will be metered. Billings for all water service will be based on actual water use to the extent reasonably practicable. The billing process will be the responsibility of Arvada.

#### D. Sanitary Sewer Collection and Storm Drainage Systems

1. Overall Plan for Sanitary Sewer. The sanitary sewer collection system is expected to include buried sewer mains, manholes and related appurtenances located outside and within the District's boundary. The District shall dedicate to Arvada all public wastewater facilities traditionally owned, operated and maintained by Arvada. Arvada will charge system

users for its services in accordance with the City policy. The exact configuration of the sanitary sewer collection system is currently being designed.

2. Design Criteria for Sanitary Sewer. The proposed sanitary sewer collection system is expected to include sewer mains designed to collect sewage from the development areas within Spring Mesa. The sewer system components will be designed and installed in accordance with the applicable standards of all entities with jurisdiction over the District including the Colorado Department of Health. A sanitary sewer system analysis will be prepared to determine appropriate line sizes and slopes. The minimum line size of a sewer main is expected to be eight (8) inches.

3. Storm Drainage. After conveyance by the Developer of the street rights-of-way or appropriate easements to the District, the District in cooperation with the City is expected to construct culverts, drainage ditches, box culverts, tunnels, and drainage facility improvements, including but not limited to detention ponds and water quality ponds as necessary for Spring Mesa. The storm drainage facilities located in the City-owned right-of-way will be owned, operated and maintained by the City after dedication and acceptance by the City. All other storm drainage and detention improvements will owned, operated and maintained by the District.

E. Park and Recreation Improvements; Landscaping

The park and recreation improvements expected to be constructed and maintained within Spring Mesa include parks, water features, major street landscaping, and pedestrian and equestrian trail improvements. The developer or his assigns, including the District, shall construct all landscaping in public rights of way and all trail and landscape improvements shown on plans approved by the City of Arvada.

1. Parks and Open Space. The park improvements anticipated to be constructed and maintained within the District include neighborhood parks, common area landscaping, an irrigation system, monumentation and trail improvements. Landscaping improvements may consist of irrigated turf, hardscape, walkways, shrubs, planting beds, amenity features such as picnic tables, and playgrounds, signage, and other uses consistent with neighborhood parks.

2. Trails. The overall development plan of the property proposes several trails throughout the property. These trails are proposed to provide linkage between the major development parcels and other major roadways or other features within the property or immediately adjacent. The trail system is anticipated to include a combination of concrete walkways, gravel trails, necessary signage and identification markers and other ancillary trail hardscape such as benches and tables.

3. Street Landscaping. The major streets are anticipated to have landscaping along both sides of the streets and any medians. This landscaping may consist of required fencing, identification markers, shrub and flower beds, mulch beds, irrigated and non-irrigated

turf and native grasses, subdivision identification markers, trees, and other landscape features commonly associated with streetscape design.

F. Estimated Cost of Facilities

The estimated cost of the facilities to be constructed, installed and/or acquired by the District are shown in Exhibit C.

IV. PROPOSED AND EXISTING AGREEMENTS

A. Agreements/Authority

To the extent practicable, the District may enter into intergovernmental and private agreements to better ensure long-term provision of the improvements and services and effective management. Agreements may also be executed with property owner associations and other service providers. All such agreements are authorized to be provided by the District, pursuant to Colorado Constitution, Article XIV, Section 18(2)(a) and Section 29-1-201, et seq., Colorado Revised Statutes.

V. FINANCIAL PLAN

A. General

The Exhibits to the Service Plan contain general layouts of the key proposed improvements and the projected capital costs of such improvements. Cost estimates for such improvements are depicted in Exhibit C. Notwithstanding the cost estimate allocations set forth on Exhibit C, the District shall be permitted to reallocate costs between categories of improvements as it deems necessary in its discretion. The combined total estimated cost of improvements which the District shall be permitted to construct is approximately \$10,500,000, inclusive of contingencies. The District may finance all or a portion of such improvements. Pursuant to Section 39-26-114 C.R.S., all materials and supplies acquired for provision of facilities will be exempt from all state, local and other sales, use and other taxes. All facilities described herein will be designed in such a way as to assure that the facility and service standards will be compatible with those of the City and of other municipalities and special districts which may be affected thereby. All descriptions of the specific facilities and improvements to be constructed, and their related costs, are estimates only and are subject to modification as engineering, development plans, economics, the City's requirements, and construction scheduling may require.

It is currently anticipated that the District will issue bonds in amounts sufficient to permit the District to construct all or a portion of the needed facilities. All District debt will be supported by ad valorem mill levies and other available revenues of the District. Attached to this Service Plan as Exhibit E is a Financing Plan of the District which shows how the proposed services and facilities may be financed and operated by the District and identifies the proposed

debt issuance schedule of the District. The Financing Plan demonstrates one method that might be used by the District to finance the cost of infrastructure. Other plans may be utilized provided there is no material economic change from what is shown herein.

All bonds issued by the District may be payable from any and all legally available revenues of the District, including general ad valorem taxes to be imposed upon all taxable property within the District. The maximum mill levy the District shall impose for the payment of general obligation debt and for operations and maintenance shall be 30 mills ("The Mill Levy Cap"). The Mill Levy Cap may be eliminated when the amount of outstanding bonds does not exceed 50% of the assessed valuation of the District. The Mill Levy Cap will also be subject to adjustment if the laws of the State change with respect to the assessment of property for taxation purposes, the ratio for determining assessed valuation changes, or other similar changes occur. In these events, the foregoing thresholds and limits shall be automatically adjusted so that the tax liability of individual property owners neither increases nor decreases as a result of any such changes thereby maintaining a constant level of tax receipts of the District and overall tax payments from property owners.

Any debt issued by the District must be issued in compliance with the requirements of Section 32-1-1101 C.R.S. This will ensure that appropriate development risk associated with current and future development within Spring Mesa remains with the developer of the District until such time as the assessed valuation in the District can be shown to support the debt service requirements of the District with the imposition of reasonable mill levies.

In addition to revenues from the District's mill levy, the District anticipates revenue from specific ownership taxes, Development Fees, Developer advances, interest income and other sources, as further set forth and projected in the Financing Plan attached hereto as Exhibit E.

#### B. Operating Costs

In addition to showing the anticipated bond issues of the District discussed in the preceding section, the Financing Plan includes the proposed operating revenue derived from ad valorem property taxes for the first budget year and thereafter.

#### C. Other Financial Information

The balance of the information contained in this Article V is preliminary in nature. Upon approval of this Service Plan, the District will continue to develop and refine cost estimates contained herein and prepare for bond issues. All cost estimates will be inflated to then-current dollars at the time of bond issuance and construction. All construction cost estimates assume construction to applicable local, state or federal requirements.

The balance of the information contained in this section of this Service Plan is preliminary in nature. All dollars are stated in 2003, uninflated dollars. Upon approval of this Service Plan, the District will continue to develop and refine cost estimates contained herein and prepare for bond issuance. All cost estimates will be inflated to current dollars at the time of bond issuance and construction. Engineering and other contingencies, as well as capitalized

interest and other costs of financing will be added. All construction cost estimates assume construction to applicable local, state or federal requirements.

The District intends to issue general obligation debt of up to \$9,000,000, inclusive of reserves, costs of issuance, etc. The District shall have authority to finance and construct all or a portion of facilities contemplated herein without the need to seek approval of any modification of this Service Plan. The District shall also be permitted to seek debt authorization from its electorate in excess of this amount to account for contingencies. Reasonable modifications of facilities and cost estimates shall likewise be permitted. Final determination of the amount of debt for which approval will be sought from the District's electorate from time to time will be made by the Board of Directors of the District based on then-current estimates of construction costs, issuance costs, and contingencies. Authorization to issue bonds and enter into various agreements described herein will be sought from the District's electorate pursuant to the terms of the Special District Act, and the Colorado Constitution as amended from time to time.

In addition to ad valorem property taxes, and in order to offset the expenses of the anticipated construction and the District's operations and maintenance costs, the District will also rely upon various other revenue sources authorized by law. These will include the power to assess fees, rates, tolls, penalties, or charges as provided in § 32-1-1001(1), C.R.S., as amended. The Financing Plan may assume various sources of revenue, including ad valorem property taxes, specific ownership taxes, development fees, and limited amounts of user charges, together with interest earnings on retained amounts.

The estimated costs of the facilities and improvements to be constructed and installed by the District, including the costs of acquisition of land, and engineering services, legal services, administrative services, initial proposed indebtedness, and other major expenses related to the facilities and improvements to be constructed and installed, are set forth in Exhibit E. Organizational costs will be reimbursed to the developer by the District out of its initial revenue sources including bond issue proceeds.

The maximum voted interest rate for bonds will be 18%. The proposed maximum underwriting discount will be 5%. It is estimated that the general obligation bonds, when issued, will mature not more than thirty (30) years from date of issuance.

In the discretion of the Board of Directors, the District may set up other qualifying entities to manage, fund, construct and operate facilities, services, and programs. To the extent allowed by law, any entity created by the District will remain under the control of its Board of Directors.

The Financing Plan demonstrates that the District will have the financial capability to discharge the proposed indebtedness with reasonable mill levies assuming reasonable increases in assessed valuation and assuming the rate of build-out estimated in the Financing Plan.

D. Elections: Other Requirements



All elections will be conducted as provided by the Uniform Election Code of 1992 (as substantially amended by House Bill 93-1255), and the TABOR Amendment. The election questions may include TABOR Amendment ballot questions. Thus, the ballot may deal with the following topics (in several questions, but not necessarily using the exact divisions shown here):

1. Approval of new taxes,
2. Approval of maximum operational mill levies,
3. Approval of bond and other indebtedness limits,
4. Approval of property tax revenue limitations,
5. Approval of total revenue limits,
6. Approval of a four-year delay in voting on ballot issues.

Ballot issues may be consolidated as approved in Court orders. The City should be assured that the District intend to follow both the letter and the spirit of the Special District Act, the Uniform Election Code, and the TABOR Amendment and any City requirements. Future elections to comply with the TABOR Amendment are anticipated, and may be held as determined by the elected boards of directors of the District.

## VI. CONCLUSIONS

It is submitted that this Amended and Restated Service Plan for Spring Mesa Metropolitan District as required by § 32-1-203(2), C.R.S., has established that:

(a) There is sufficient existing and projected need for organized service in the area to be served 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 boundaries;

(d) The area 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 City, 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 Arvada within which the District is to be located and each municipality which is an interested party under § 32-1-204(1), C.R.S.;

(g) The proposal is in substantial compliance with a master plan adopted pursuant to § 30-28-108, C.R.S.;

(h) The proposal is in compliance with any duly adopted county, regional, or state long-range water quality management plan for the area; and

(i) The ongoing existence of the District is in the best interests of the area proposed to be served.

Therefore, it is requested that the City Council of the City of Arvada, Colorado, which has jurisdiction to approve this Service Plan by virtue of §§ 32-1-204.5, C.R.S., et seq., as amended, adopt a resolution which approves this Amended and Restated Service Plan for Spring Mesa Metropolitan District, as submitted.

Respectfully submitted,

WHITE AND ASSOCIATES  
Professional Corporation



Gary R. White  
Alysse A. Emery  
Counsel to Proponents of the District

**EXHIBIT A**  
**Legal Descriptions of District**

# EXHIBIT A

## LEGAL DESCRIPTION SPRING MESA IMPROVEMENTS

### LEGAL DESCRIPTION:

A PARCEL OF LAND LOCATED IN SECTION 35, TOWNSHIP 2 SOUTH, RANGE 70 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY OF ARVADA, COUNTY OF JEFFERSON, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 35; THENCE  $S00^{\circ}22'57''E$ , ALONG THE WEST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 35, A DISTANCE OF 500.01 FEET TO THE SOUTHWEST CORNER OF THAT PARCEL OF LAND AS DESCRIBED IN BOOK 1362 AT PAGE 110 OF THE JEFFERSON COUNTY RECORDS AND THE POINT OF BEGINNING; THENCE  $N89^{\circ}11'10''E$ , ALONG THE SOUTHERLY BOUNDARY OF SAID PARCEL, A DISTANCE OF 2648.35 FEET TO THE SOUTHEAST CORNER OF SAID PARCEL AND THE EAST LINE OF THE NORTHWEST QUARTER OF SAID SECTION 35; THENCE  $N00^{\circ}19'50''W$ , ALONG THE EASTERLY BOUNDARY OF SAID PARCEL AND ALONG SAID EAST LINE OF THE NORTHWEST QUARTER OF SECTION 35, A DISTANCE OF 500.02 FEET TO THE NORTH QUARTER CORNER OF SAID SECTION 35; THENCE  $N89^{\circ}07'51''E$ , ALONG THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 35, A DISTANCE OF 1508.74 FEET TO THE NORTHWEST CORNER OF ELDORADO ESTATES - FIRST FILING AS DESCRIBED IN PLAT BOOK 30 AT PAGE 49 OF THE JEFFERSON COUNTY RECORDS; THENCE ALONG THE WESTERLY BOUNDARY OF SAID ELDORADO ESTATES - FIRST FILING THE FOLLOWING FOURTEEN (14) COURSES: 1.  $S00^{\circ}17'01''E$ , A DISTANCE OF 535.78 FEET; 2.  $S89^{\circ}42'59''W$ , A DISTANCE OF 54.93 FEET; 3.  $S00^{\circ}17'01''E$ , A DISTANCE OF 200.00 FEET; 4.  $S89^{\circ}42'59''W$ , A DISTANCE OF 84.62 FEET; 5.  $S18^{\circ}02'01''E$ , A DISTANCE OF 481.91 FEET; 6.  $S62^{\circ}42'59''W$ , A DISTANCE OF 55.73 FEET; 7.  $S27^{\circ}17'01''E$ , A DISTANCE OF 320.00 FEET; 8.  $N62^{\circ}42'59''E$ , A DISTANCE OF 120.00 FEET; 9.  $S27^{\circ}17'01''E$ , A DISTANCE OF 74.00 FEET; 10.  $S14^{\circ}26'39''E$ , A DISTANCE OF 236.13 FEET; 11. ALONG THE ARC OF A NON-TANGENT CURVE TO THE LEFT HAVING A RADIUS OF 225.00 FEET, A CENTRAL ANGLE OF  $12^{\circ}50'22''$ , AND AN ARC LENGTH OF 50.42 FEET, THE CHORD OF WHICH BEARS  $S68^{\circ}08'10''W$ , A DISTANCE OF 50.31 FEET; 12.  $S27^{\circ}17'01''E$ , A DISTANCE OF 50.00 FEET; 13.  $S62^{\circ}42'59''W$ , A DISTANCE OF 35.63 FEET; 14.  $S00^{\circ}17'01''E$ , A DISTANCE OF 962.52 FEET TO THE NORTHEASTERLY CORNER OF QUAKER ACRES SUBDIVISION AS DESCRIBED IN PLAT BOOK 45 AT PAGE 50 OF THE JEFFERSON COUNTY RECORDS; THENCE ALONG THE NORTHERLY AND WESTERLY BOUNDARY OF SAID QUAKER ACRES SUBDIVISION THE FOLLOWING TWO (2) COURSES: 1.  $S89^{\circ}15'21''W$ , A DISTANCE OF 1751.31 FEET TO THE NORTHWEST CORNER OF SAID QUAKER ACRES SUBDIVISION; 2.  $S00^{\circ}19'50''E$ , A DISTANCE OF 1179.67 FEET TO THE SOUTHEAST CORNER OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 35; THENCE  $S89^{\circ}15'00''W$ , ALONG THE SOUTH LINE OF SAID NORTH HALF OF THE SOUTHWEST QUARTER OF SECTION 35, A DISTANCE OF 1008.40 FEET TO THE SOUTHEAST CORNER OF THAT PARCEL OF LAND AS DESCRIBED IN RECEPTION NUMBER F1233969 OF THE JEFFERSON COUNTY RECORDS; THENCE ALONG THE EASTERLY AND NORTHERLY BOUNDARY OF SAID PARCEL THE FOLLOWING TWO (2) COURSES: 1.  $N00^{\circ}22'34''W$ , PARALLEL WITH THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 35, A DISTANCE OF 300.01 FEET; 2.  $S89^{\circ}15'00''W$ , ALONG A LINE 300.00 FEET NORTH OF AND PARALLEL WITH THE SOUTH LINE OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 35, A DISTANCE OF 582.00 FEET TO THE NORTHEAST CORNER OF THAT PARCEL OF LAND AS DESCRIBED IN RECEPTION NO. F1160999 OF THE JEFFERSON COUNTY RECORDS; THENCE ALONG THE NORTHERLY AND WESTERLY BOUNDARY OF SAID PARCEL THE FOLLOWING TWO (2) COURSES: 1.  $S89^{\circ}15'00''W$ , CONTINUING ALONG A LINE 300.00 FEET NORTH OF AND PARALLEL WITH THE SOUTH LINE OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 35, A DISTANCE OF 582.00 FEET 2.  $S00^{\circ}22'34''E$ , PARALLEL WITH THE WEST LINE OF THE SOUTHWEST QUARTER OF SECTION 35; THENCE  $S89^{\circ}15'00''W$ , ALONG SAID SOUTH LINE OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF SECTION 35, A DISTANCE OF 473.00 FEET TO THE SOUTHWEST CORNER OF THE NORTH HALF OF THE SOUTHWEST QUARTER OF SAID SECTION 35; THENCE  $N00^{\circ}22'34''W$ , ALONG THE WEST LINE OF SAID SECTION 35, A DISTANCE OF 1323.84 FEET TO THE WEST QUARTER CORNER OF SAID SECTION 35; THENCE  $N00^{\circ}22'37''W$ , CONTINUING ALONG THE WEST LINE OF SAID SECTION 35, A DISTANCE OF 2138.14 FEET TO THE POINT OF BEGINNING; CONTAINING 305.59 ACRES, MORE OR LESS.

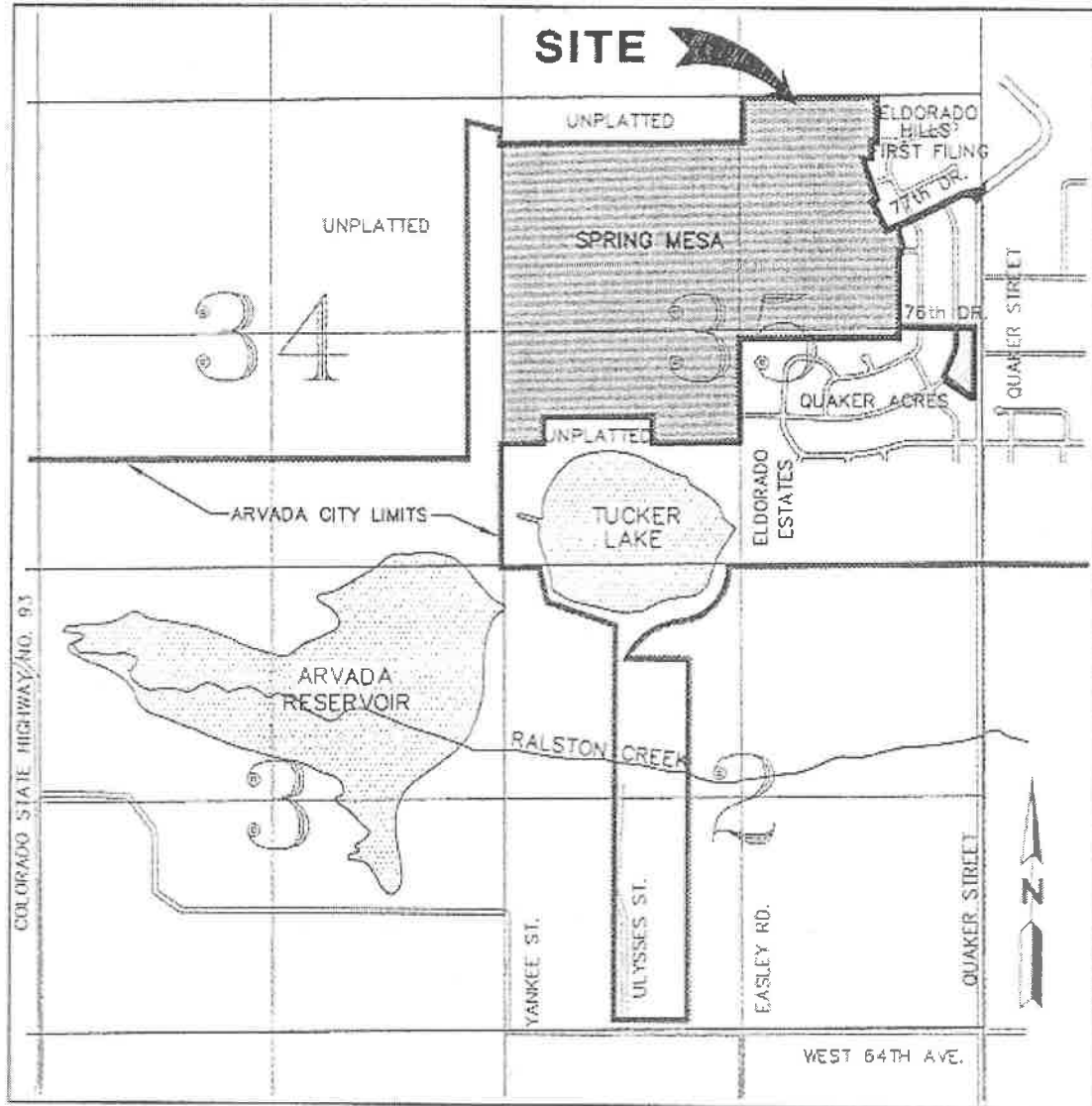
### BASIS OF BEARING

BASIS OF BEARING FOR THIS SURVEY IS THE WEST LINE OF THE NORTHWEST QUARTER OF SECTION 35, TOWNSHIP 2 SOUTH, RANGE 70 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE TO BEAR  $S00^{\circ}22'57''E$  AND IS MONUMENTED AT EACH END BY A FOUND 1-INCH IRON PIPE WITH A SET 3-1/4 INCH ALUMINUM CAP, PLS. # 23899.

EXHIBIT B-1  
Map of the District

# EXHIBIT B-1

## VICINITY MAP SPRING MESA IMPROVEMENTS

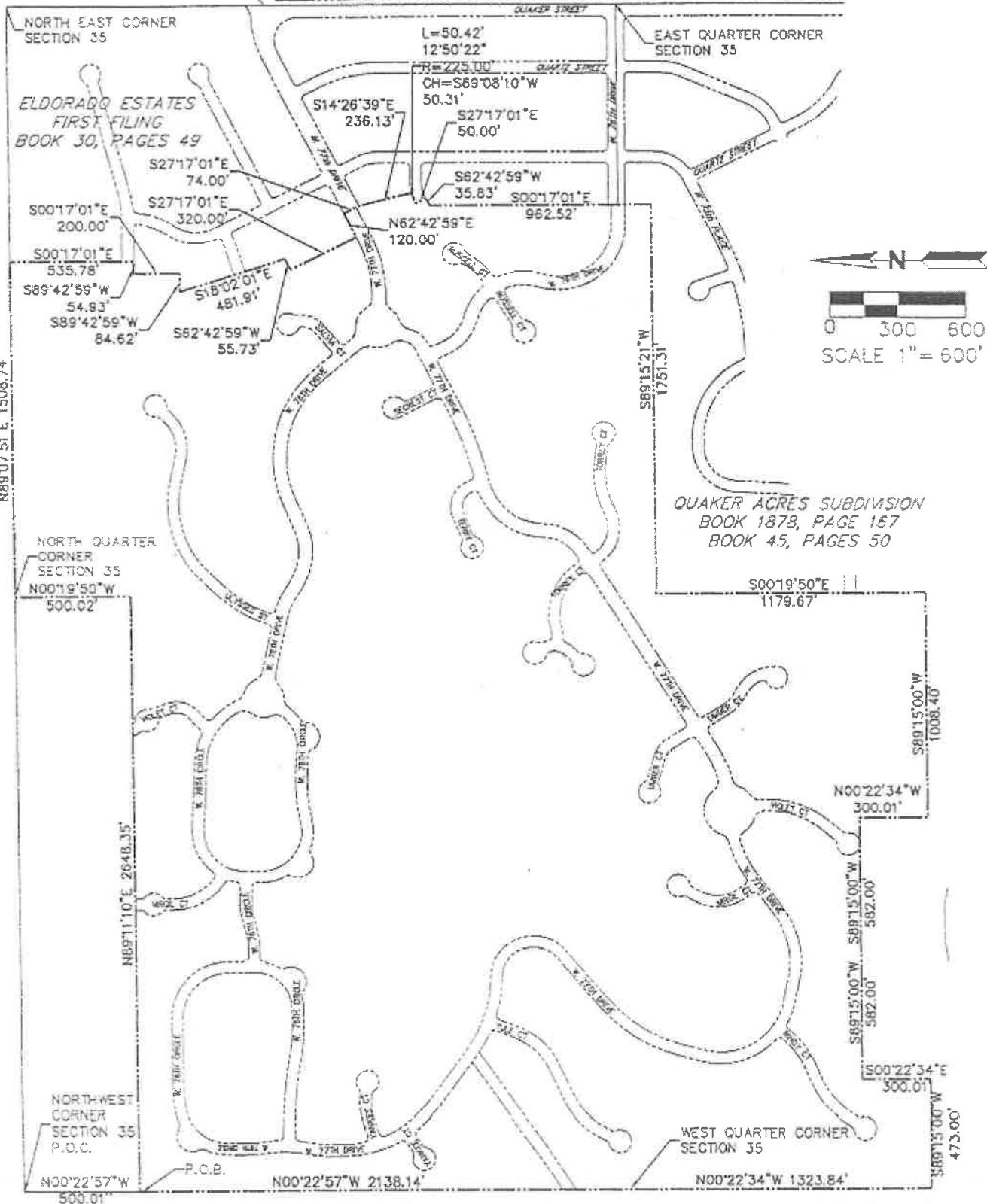


1" = 2000'

EXHIBIT B-2  
Map of the District

# EXHIBIT B-2

## DISTRICT MAP SPRING MESA IMPROVEMENTS



OCTOBER 30, 2002

MARTIN / MARTIN  
CONSULTING ENGINEERS



EXHIBIT C  
Cost Estimates

**MARTIN/MARTIN**

**ENGINEERS OPINION OF PROBABLE COST**

**PROJECT: SPRING MESA**  
**ARVADA, CO**  
**CLIENT: BARIYTH BUILDERS**

**DATE: 30-Oct-02**  
**JOB NO: 14144.C.13**  
**PREP. BY: AMK**  
**CHKD. BY: WWH**

**LOCATION: WEST OF ELDORADO ESTATES, 76TH & QUAKER**  
**DESCRIPTION: CONSTRUCTION QUANTITIES PHASE I - 52 LOTS**

Any opinion of price, probable project costs or construction costs rendered by MARTIN/MARTIN represents the best judgment and are furnished for general guidance. MARTIN/MARTIN makes no warranty or guarantee, either expressed or implied, as to the accuracy of such opinions as compared to bid or actual costs.

NO.	ITEM	UNIT	QUANTITY	PRICE	AMOUNT
<b>ROADWAY:</b>					
	EARTHWORK	CY	689,000	\$ 1.00	\$ 689,000.00
	SILT FENCE	LF	25600	\$ 2.00	\$ 51,200.00
	VEHICLE TRACKING CONTROL	EA	2	\$ 500.00	\$ 1,000.00
	STRAW BALE BARRIERS	EA	12	\$ 200.00	\$ 2,400.00
	RESEEDING	AC	216	\$ 500.00	\$ 108,000.00
	ASPHALT REMOVAL	SY	5000	\$ 10.00	\$ 50,000.00
	ASPHALT	SY	32750	\$ 15.00	\$ 491,250.00
	CURB AND GUTTER	LF	15950	\$ 8.50	\$ 135,575.00
	SIDEWALK (ALL WIDTHS)	SY	5470	\$ 20.00	\$ 109,400.00
	CONCRETE CROSS PANS	SY	220	\$ 40.00	\$ 8,800.00
	CURB RAMPS	EA	38	\$ 500.00	\$ 19,000.00
	STRIPING & SIGNAGE	LS	1	\$ 5,000.00	\$ 5,000.00
				<b>sub-total</b>	<b>\$1,670,625.00</b>
<b>WATER:</b>					
	8" WATER MAIN	LF	2830	\$ 26.00	\$ 73,580.00
	8" GATE VALVES	EA	6	\$ 800.00	\$ 4,800.00
	12" GATE VALVES	EA	2	\$ 1,500.00	\$ 3,000.00
	12" WATER MAIN	LF	611	\$ 38.00	\$ 23,218.00
	FIRE HYDRANT ASSEMBLIES	EA	11	\$ 2,800.00	\$ 30,800.00
	BENDS/FITTINGS	EA	32	\$ 250.00	\$ 8,000.00
	DOMESTIC SERVICE	EA	52	\$ 500.00	\$ 26,000.00
				<b>sub-total</b>	<b>\$ 169,398.00</b>
<b>SANITARY SEWER:</b>					
	8" MAIN <12' DEPTH W/ UNDERDRAIN	LF	3210	\$ 34.00	\$ 109,140.00
	8" MAIN 12' TO 17' DEPTH W/ U.D.	LF	920	\$ 39.00	\$ 35,880.00
	8" MAIN > 17' DEPTH W/ U.D.	LF	810	\$ 46.00	\$ 37,260.00
	8" MAIN < 12' DEPTH	LF	1970	\$ 29.00	\$ 57,130.00
	8" MAIN 12' TO 17' DEPTH	LF	920	\$ 34.00	\$ 31,280.00
	4' MANHOLES	EA	36	\$ 2,000.00	\$ 72,000.00
	5' MANHOLES	EA	10	\$ 2,500.00	\$ 25,000.00
	DOMESTIC SERVICE	EA	52	\$ 650.00	\$ 33,800.00
	6" PVC SERVICE TO PUMP HOUSE	LF	400	\$ 28.00	\$ 11,200.00
				<b>sub-total</b>	<b>\$ 412,690.00</b>
<b>STORM SEWER:</b>					
	24" PVC 2' - 5' DEEP	LF	4940	\$ 52.00	\$ 256,880.00
	NYLOPLAST CATCH BASINS	EA	12	\$ 500.00	\$ 6,000.00
	4' MANHOLES	EA	5	\$ 2,000.00	\$ 10,000.00

**MARTIN/MARTIN**

**ENGINEERS OPINION OF PROBABLE COST**

**PROJECT: SPRING MESA**  
**ARVADA, CO**  
**CLIENT: BARIYTH BUILDERS**

**DATE: 30-Oct-02**  
**JOB NO: 14144.C.13**  
**PREP. BY: AMK**  
**CHKD. BY: WWH**

**LOCATION: WEST OF ELDORADO ESTATES, 76TH & QUAKER**  
**DESCRIPTION: CONSTRUCTION QUANTITIES PHASE I**

Any option of price, probable project costs or construction costs rendered by MARTIN/MARTIN represents the best judgment and are furnished for general guidance. MARTIN/MARTIN makes no warranty or guarantee, either expressed or implied, as to the accuracy of such opinions as compared to bid or actual costs.

NO.	ITEM	UNIT	QUANTITY	PRICE	AMOUNT	
<b>STORM SEWER CONT:</b>						
	24" HEADWALL W/ WING WALLS	EA	1	\$ 1,000.00	\$ 1,000.00	
	15" to 30" RCP	LF	2780	\$ 30.00	\$ 83,400.00	
	36" to 56" RCP	LF	5520	\$ 74.00	\$ 408,480.00	
	5' TYPE R INLET	EA	1	\$ 2,200.00	\$ 2,200.00	
	10' TYPE R INLET	EA	3	\$ 2,500.00	\$ 7,500.00	
	15' TYPE R INLET	EA	7	\$ 2,800.00	\$ 19,600.00	
	20' TYPE R INLET	EA	2	\$ 3,800.00	\$ 7,600.00	
	TYPE D INLET	EA	1	\$ 2,200.00	\$ 2,200.00	
	TYPE C INLET	EA	4	\$ 2,200.00	\$ 8,800.00	
	SINGLE TYPE 16 COMBO INLET	EA	1	\$ 2,200.00	\$ 2,200.00	
	TRIPLE TYPE 16 COMBO INLET	EA	1	\$ 2,800.00	\$ 2,800.00	
	INLET PROTECTION	EA	20	\$ 200.00	\$ 4,000.00	
	4' MANHOLE	EA	14	\$ 2,000.00	\$ 28,000.00	
	5' MANHOLE	EA	6	\$ 2,500.00	\$ 15,000.00	
	6' MANHOLE	EA	2	\$ 3,000.00	\$ 6,000.00	
	8' MANHOLE	EA	1	\$ 5,000.00	\$ 5,000.00	
	BOX BASE MANHOLE	EA	1	\$ 10,000.00	\$ 10,000.00	
	FLARED END SECTION	EA	8	\$ 1,360.00	\$ 10,880.00	
	24" MINI-ENERGY DISSIPATER	EA	1	\$ 5,000.00	\$ 5,000.00	
	66" STILLING BASIN	EA	1	\$ 6,000.00	\$ 6,000.00	
	24" HEADWALL	EA	1	\$ 1,000.00	\$ 1,000.00	
	POND 302 OUTLET STRUCTURE	EA	1	\$ 10,000.00	\$ 10,000.00	
	RIP-RAP	SY	1335	\$ 25.00	\$ 33,375.00	
				<b>sub-total</b>	<b>\$ 952,915.00</b>	
<b>PARKS AND LANDSCAPING:</b>						
	LANDSCAPE WALLS > 4' HT.	LF	590	\$ 50.00	\$ 29,500.00	
	MAIN ENTRY FEATURE	LS	1	\$ 66,613.50	\$ 66,613.50	
	STREET SCAPE (60%)	LS	1	\$152,624.00	\$ 152,624.00	
				<b>sub-total</b>	<b>\$ 248,737.50</b>	
<b>REMARKS:</b>		<b>COST OF WORK:</b>			\$3,454,365.50	
		<b>CONTINGENCIES:</b>			5%	\$ 172,718.28
		<b>SUB-TOTAL</b>				\$3,627,083.78
		<b>SURVEY, TESTING AND CONSTRUCTION OBSERVATION</b>			6%	\$ 217,625.03
		<b>TOTAL COST: PHASE I</b>				<b>\$3,844,708.80</b>



**MARTIN/MARTIN**

**ENGINEERS OPINION OF PROBABLE COST**

PROJECT: SPRING MESA  
 ARVADA, CO  
 CLIENT: BARIYTH BUILDERS

DATE: 30-Oct-02  
 JOB NO: 14144.C.13  
 PREP. BY: AMK  
 CHKD. BY: WWH

LOCATION: WEST OF ELDORADO ESTATES, 76TH & QUAKER  
 DESCRIPTION: CONSTRUCTION QUANTITIES PHASE II

Any opinion of price, probable project costs or construction costs rendered by MARTIN/MARTIN represents the best judgment and are furnished for general guidance. MARTIN/MARTIN makes no warranty or guarantee, either expressed or implied, as to the accuracy of such opinions as compared to bid or actual costs.

NO.	ITEM	UNIT	QUANTITY	PRICE	AMOUNT
<b>STORM SEWER CON'T:</b>					
	5' TYPE R INLET	EA	3	\$ 2,200.00	\$ 6,600.00
	10' TYPE R INLET	EA	8	\$ 2,500.00	\$ 20,000.00
	15' TYPE R INLET	EA	24	\$ 2,800.00	\$ 67,200.00
	20' TYPE R INLET	EA	1	\$ 3,800.00	\$ 3,800.00
	25' TYPE R INLET	EA	1	\$ 4,800.00	\$ 4,800.00
	TYPE D OUTLET	EA	1	\$ 2,200.00	\$ 2,200.00
	SINGLE TYPE 16 COMBO INLET	EA	1	\$ 2,200.00	\$ 2,200.00
	TRIPLE TYPE 16 COMBO INLET	EA	1	\$ 2,800.00	\$ 2,800.00
	INLET PROTECTION	EA	39	\$ 200.00	\$ 7,800.00
	4' MANHOLE	EA	23	\$ 2,000.00	\$ 46,000.00
	5' MANHOLE	EA	3	\$ 2,500.00	\$ 7,500.00
	6' MANHOLE	EA	3	\$ 3,000.00	\$ 9,000.00
	FLARED END SECTION	EA	6	\$ 1,320.00	\$ 7,920.00
	24" MINI-ENERGY DISSIPATER	EA	1	\$ 5,000.00	\$ 5,000.00
	36" MINI-ENERGY DISSIPATER	EA	1	\$ 5,000.00	\$ 5,000.00
	48" STILLING BASIN	EA	1	\$ 5,000.00	\$ 5,000.00
	24" HEADWALL	EA	1	\$ 1,000.00	\$ 1,000.00
	CONCRETE TRICKLE CHANNEL	LF	695	\$ 16.00	\$ 11,120.00
	RIP-RAP	SY	540	\$ 25.00	\$ 13,500.00
				<b>sub-total</b>	<b>\$ 516,255.00</b>
<b>PARKS AND LANDSCAPING:</b>					
	8' CONCRETE TRAILS	SY	14495	\$ 20.00	\$ 289,900.00
	EQUESTRIAN TRAILS	LF	23450	\$ 0.20	\$ 4,690.00
	LANDSCAPE WALLS > 4' HT.	LF	2660	\$ 50.00	\$ 133,000.00
	STREET SCAPE (30%)	LS	1	\$ 76,312.00	\$ 76,312.00
	PARKS (TRACTS A & D)	LS	1	\$605,184.00	\$ 605,184.00
	OPEN SPACE	LS	1	\$148,538.00	\$ 148,538.00
				<b>sub-total</b>	<b>\$1,257,624.00</b>
REMARKS:		COST OF WORK:			\$4,637,834.00
		CONTINGENCIES: 5%			\$ 231,891.70
		SUB-TOTAL			\$4,869,725.70
		SURVEY, TESTING AND CONSTRUCTION OBSERVATION 6%			\$ 292,183.54
		TOTAL COST: PHASE II			<b>\$5,161,909.24</b>

**MARTIN/MARTIN**

**ENGINEERS OPINION OF PROBABLE COST**

**PROJECT: SPRING MESA**  
**ARVADA, CO**  
**CLIENT: BARIYTH BUILDERS**

**DATE: 30-Oct-02**  
**JOB NO: 14144.C.13**  
**PREP. BY: AMK**  
**CHKD. BY: WWH**

**LOCATION: WEST OF ELDORADO ESTATES, 76TH & QUAKER**  
**DESCRIPTION: CONSTRUCTION QUANTITIES PHASE III - 120 LOTS**

*Any opinion of price, probable project costs or construction costs rendered by MARTIN/MARTIN represents the best judgment and are furnished for general guidance. MARTIN/MARTIN makes no warranty or guarantee, either expressed or implied, as to the accuracy of such opinions as compared to bid or actual costs.*

NO.	ITEM	UNIT	QUANTITY	PRICE	AMOUNT
<b>ROADWAY:</b>					
	ASPHALT	SY	19290	\$ 15.00	\$ 289,350.00
	CURB AND GUTTER	LF	13240	\$ 8.50	\$ 112,540.00
	SIDEWALK 4' WIDTH	SY	5560	\$ 20.00	\$ 111,200.00
				<b>sub-total</b>	<b>\$ 513,090.00</b>
<b>WATER:</b>					
	12" WATER MAIN	LF	1850	\$ 38.00	\$ 70,300.00
	12" GATE VALVES	EA	4	\$ 1,500.00	\$ 6,000.00
	8" WATER MAIN	LF	4870	\$ 26.00	\$ 126,620.00
	8" GATE VALVES	EA	17	\$ 800.00	\$ 13,600.00
	FIRE HYDRANT ASSEMBLIES	EA	18	\$ 2,800.00	\$ 50,400.00
	BENDS/FITTINGS	EA	64	\$ 250.00	\$ 16,000.00
	DOMESTIC SERVICE	EA	118	\$ 500.00	\$ 59,000.00
	IRRIGATION SERVICE	EA	4	\$ 500.00	\$ 2,000.00
				<b>sub-total</b>	<b>\$ 343,920.00</b>
<b>SANITARY SEWER:</b>					
	8" MAIN <12' DEPTH W/ UNDERDRAIN	LF	4210	\$ 34.00	\$ 143,140.00
	8" MAIN 12' TO 17' DEPTH W/ U.D.	LF	860	\$ 39.00	\$ 33,540.00
	8" MAIN > 17' DEPTH W/ U.D.	LF	660	\$ 46.00	\$ 30,360.00
	4' MANHOLES	EA	34	\$ 2,000.00	\$ 68,000.00
	5' MANHOLES	EA	5	\$ 2,500.00	\$ 12,500.00
	DOMESTIC SERVICE	EA	99	\$ 650.00	\$ 64,350.00
				<b>sub-total</b>	<b>\$ 351,890.00</b>
<b>PARKS AND LANDSCAPING</b>					
	STREET SCAPE (10%)	LS	1	\$ 25,436.90	\$ 25,436.90
				<b>sub-total</b>	<b>\$ 25,436.90</b>
<b>REMARKS:</b>		<b>COST OF WORK:</b>			\$1,234,336.90
		<b>CONTINGENCIES: 5%</b>			\$ 61,716.85
		<b>SUB-TOTAL</b>			\$1,296,053.75
		<b>SURVEY, TESTING AND CONSTRUCTION OBSERVATION 6%</b>			\$ 77,763.22
		<b>TOTAL COST: PHASE III</b>			<b>\$1,373,816.97</b>

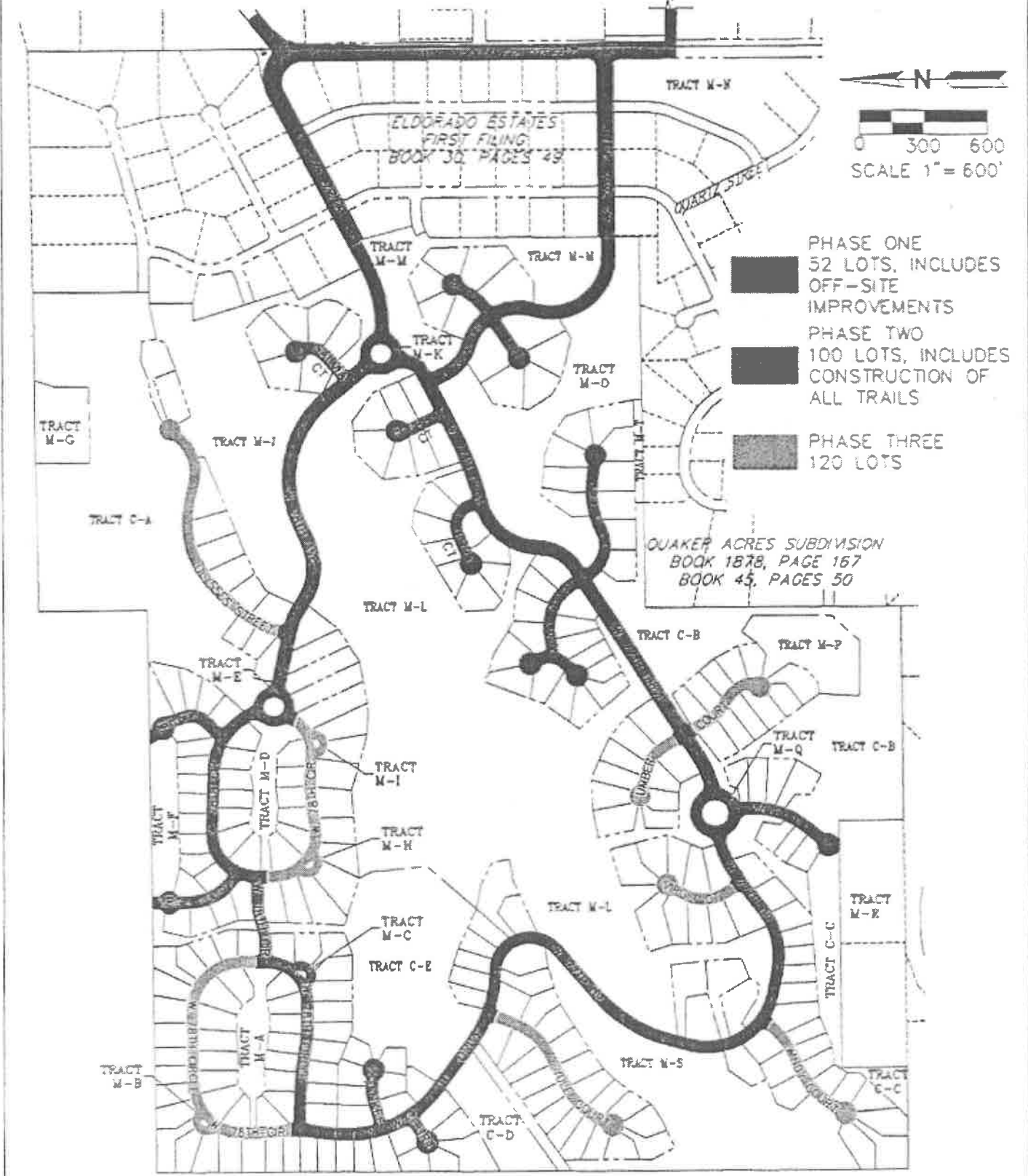
EXHIBIT D  
Facilities Diagrams

**EXHIBIT D-1**  
**Street and Roadway Improvements**



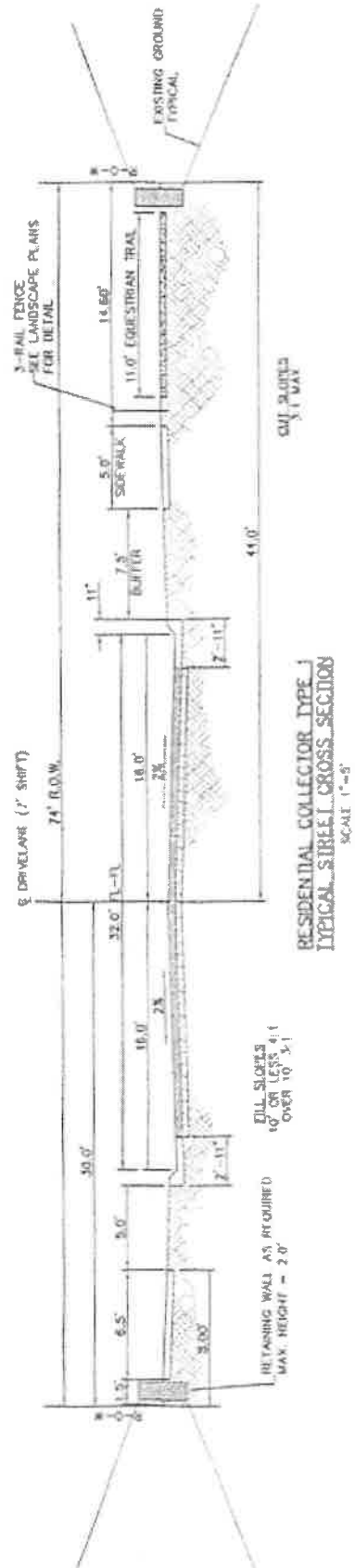
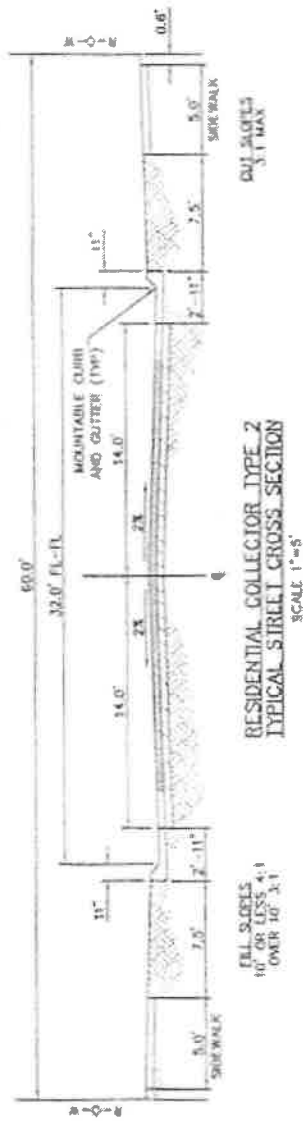
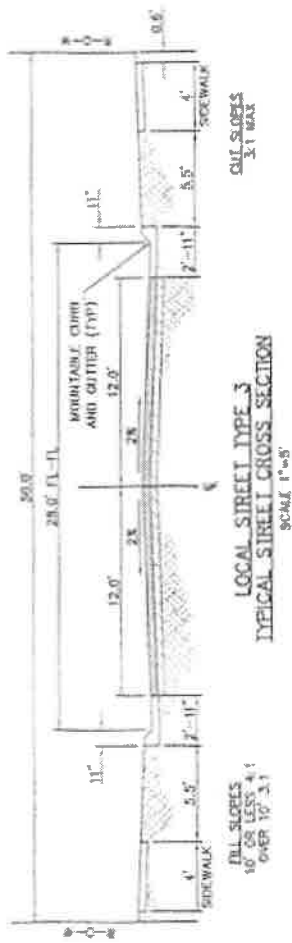
# EXHIBIT D-1

## SPRING MESA ROAD IMPROVEMENTS



# EXHIBIT D-1

## SPRING MESA ROAD IMPROVEMENTS



**EXHIBIT D-2**  
**Water Improvements**

# EXHIBIT D-2

## SPRING MESA WATER IMPROVEMENTS



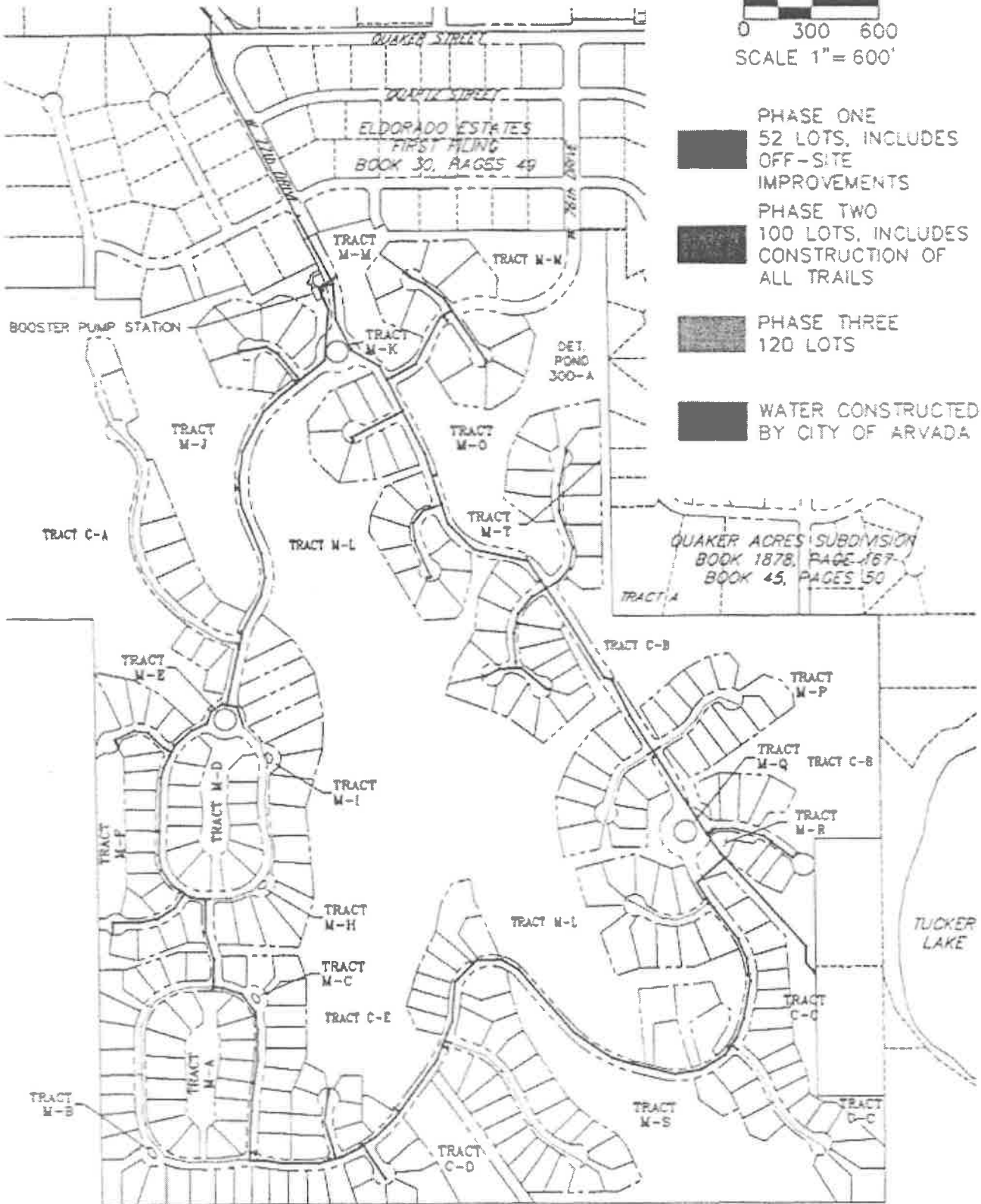
0 300 600  
SCALE 1" = 600'

PHASE ONE  
52 LOTS, INCLUDES  
OFF-SITE  
IMPROVEMENTS

PHASE TWO  
100 LOTS, INCLUDES  
CONSTRUCTION OF  
ALL TRAILS

PHASE THREE  
120 LOTS

WATER CONSTRUCTED  
BY CITY OF ARVADA



OCTOBER 30, 2002

MARTIN & MARTIN  
CONSULTING ENGINEERS




**EXHIBIT D-3**  
**Sanitary Sewer Improvements**

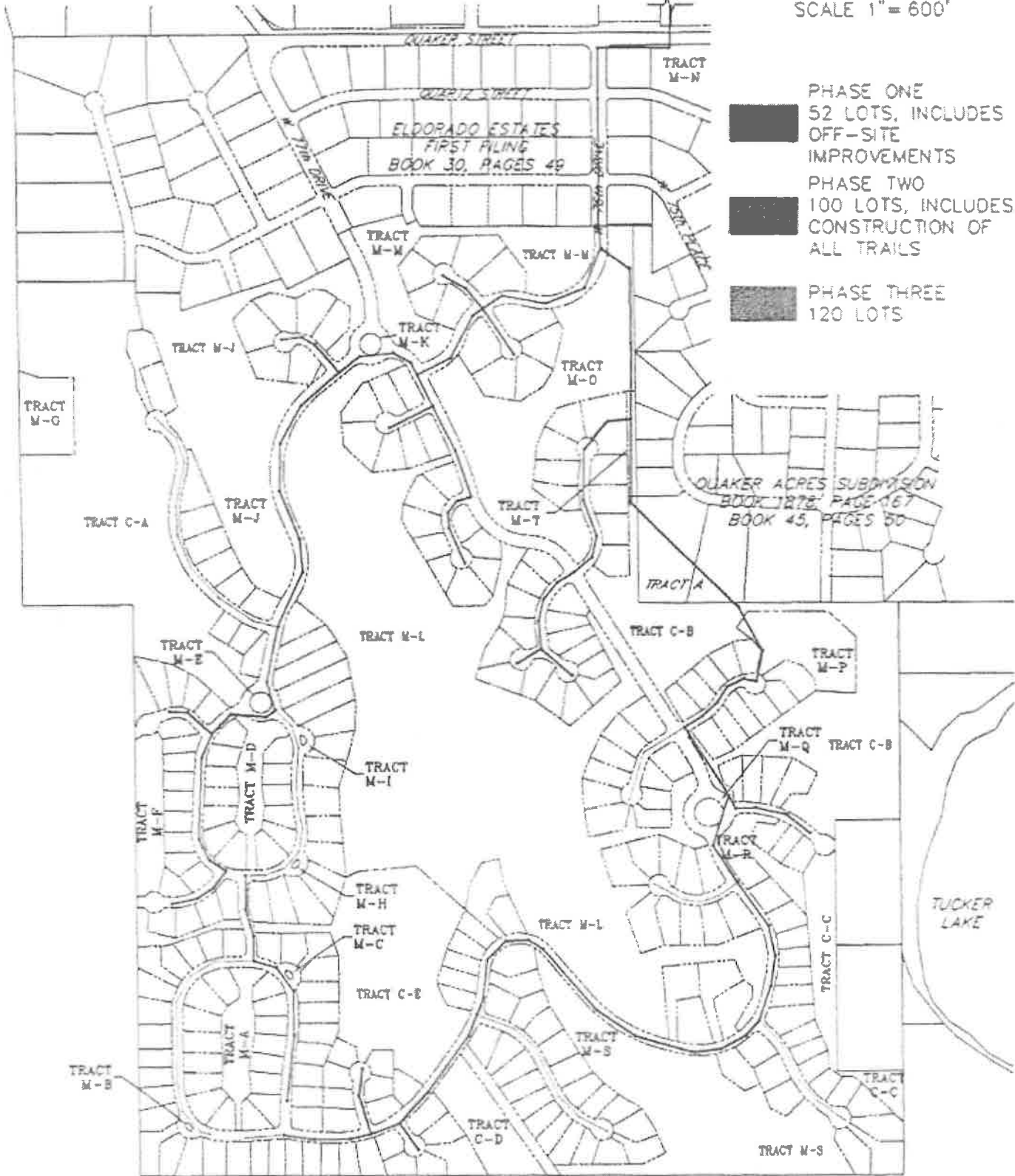
# EXHIBIT D-3

## SPRING MESA SANITARY IMPROVEMENTS



0 300 600  
SCALE 1" = 600'

-  PHASE ONE  
52 LOTS, INCLUDES  
OFF-SITE  
IMPROVEMENTS
-  PHASE TWO  
100 LOTS, INCLUDES  
CONSTRUCTION OF  
ALL TRAILS
-  PHASE THREE  
120 LOTS



OCTOBER 30, 2002

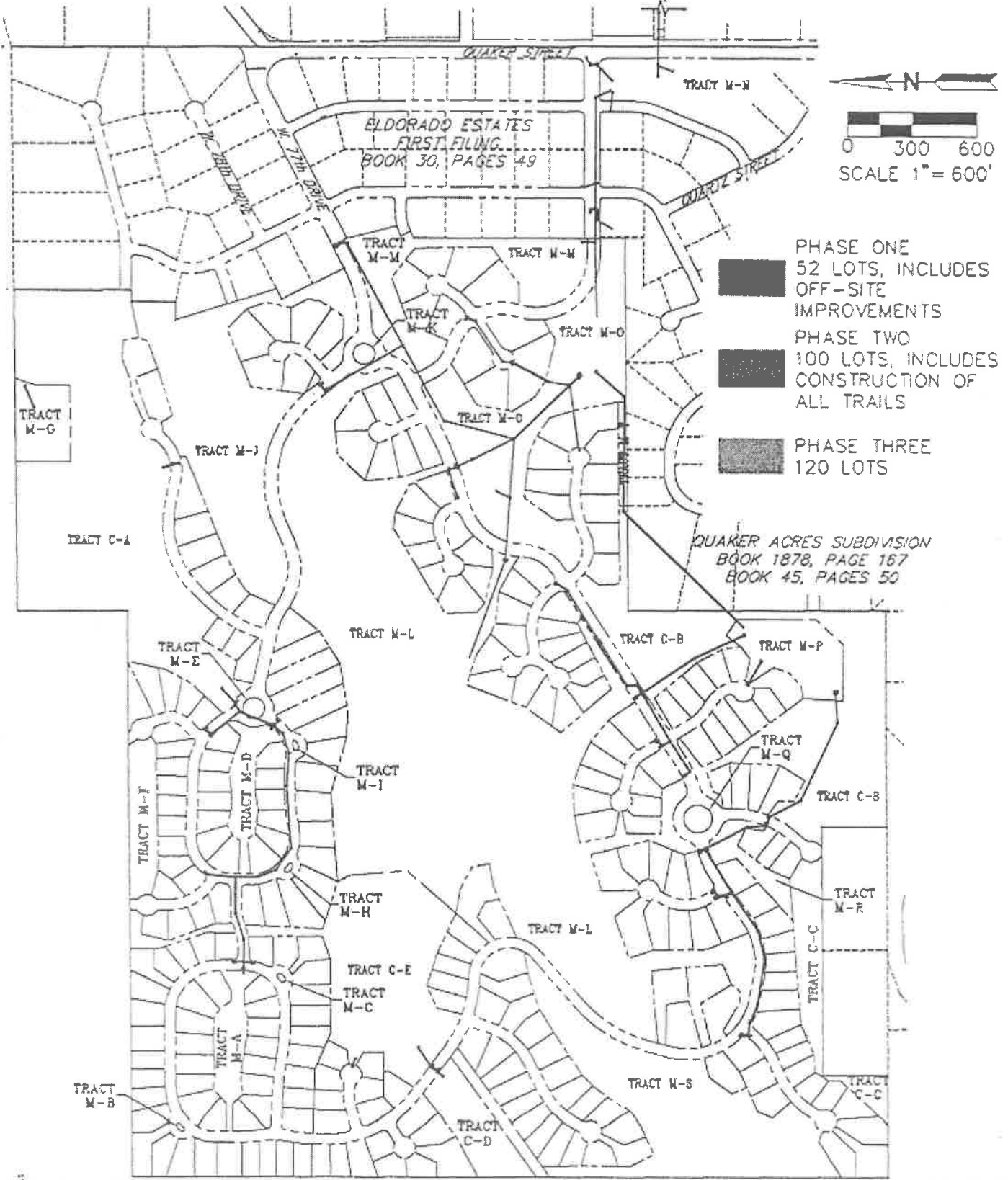
MARTIN / MARTIN  
CONSULTING ENGINEERS

EXHIBIT D-4  
Storm Sewer/Drainage Improvements

# EXHIBIT D-4

## SPRING MESA

### STORM IMPROVEMENTS



- PHASE ONE  
 52 LOTS, INCLUDES  
 OFF-SITE  
 IMPROVEMENTS
- PHASE TWO  
 100 LOTS, INCLUDES  
 CONSTRUCTION OF  
 ALL TRAILS
- PHASE THREE  
 120 LOTS

OCTOBER 30, 2002

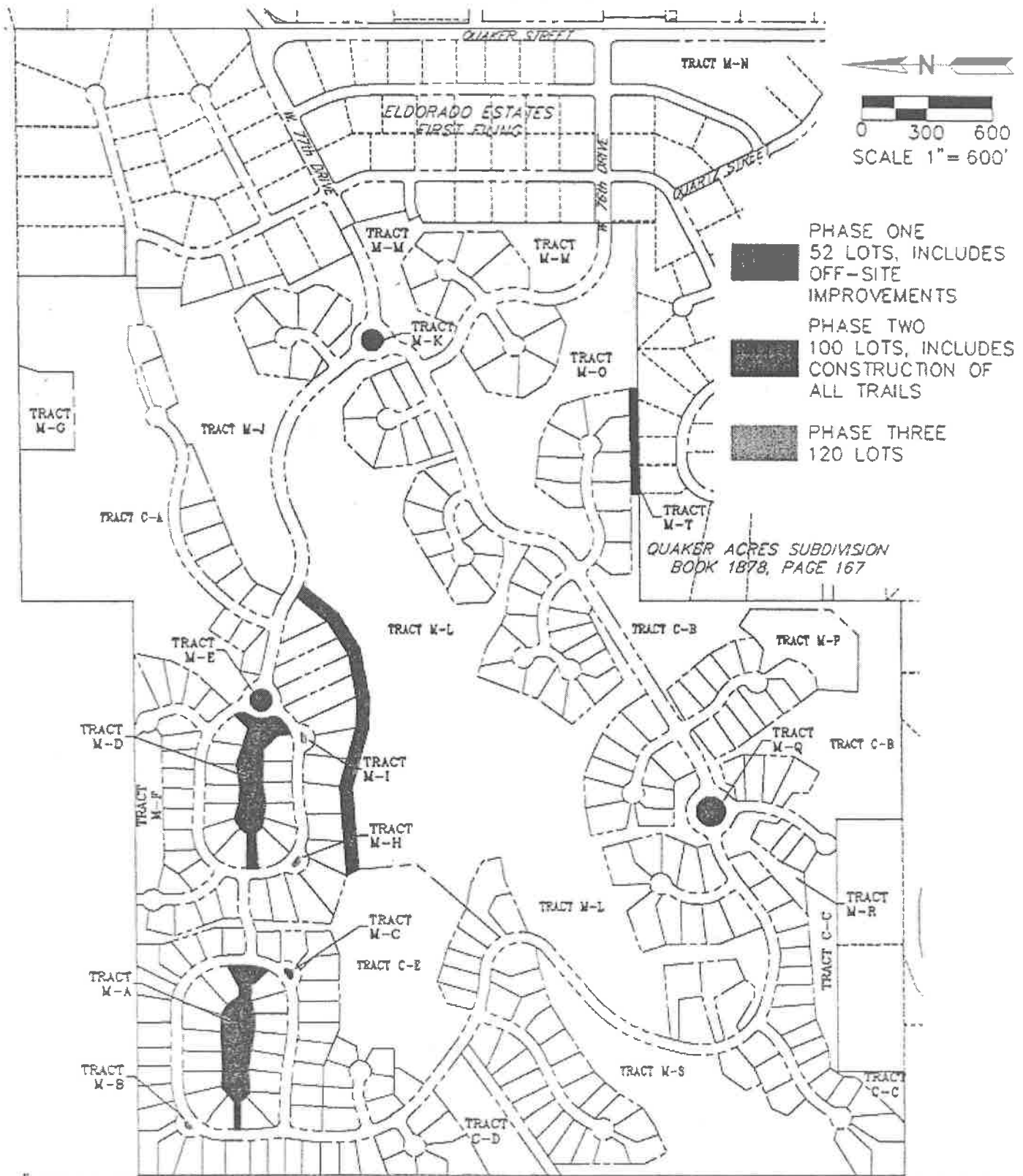
MARTIN / MARTIN  
CONSULTING ENGINEERS



**EXHIBIT D-5**  
**Parks/Recreation/Landscaping Improvements**

# EXHIBIT D-5

## SPRING MESA PARKS, RECREATION AND LANDSCAPE IMPROVEMENTS



OCTOBER 30, 2002

MARTIN / MARTIN  
CONSULTING ENGINEERS

**EXHIBIT E**  
**Financing Plan**

**Spring Mesa / Eldorado Hills Metropolitan District  
Summary of Significant Assumptions and Accounting Policies  
December 31, 2002 through 2039**

The foregoing forecast presents to the best of the Petitioner's knowledge and belief, the expected cash receipts and disbursements for the forecast period. Accordingly, the forecast reflects its judgement as of March 12, 2003. The assumptions disclosed herein are those that management believes are sufficient to the forecast. There will usually be differences between the forecasted and actual results because events and circumstances frequently do not occur as expected, and those differences may be material.

The purpose of this forecast is to show the amount of funds available for the future construction of infrastructure within the District by the issuance of general obligation bonds, lien assessment revenue bonds, and subordinate developer advances and the anticipated funds available for repayment of the bonds and advances.

Note 1: Ad Valorem Taxes

Residential property is currently assessed at 9.15% of fair market values. The forecast assumes the assessment ratio will approximate 9.15% for assessment year 2003 and thereafter. Market values for single family homes are expected to average \$550,000 for the single family A product type and \$450,000 for the single family B product type.

Commercial property is currently assessed at 29.22% of fair market values. There is no commercial property anticipated for the District.

Currently property is re-assessed every other year. Existing residential and commercial property is assumed to inflate at 2.0% per annum.

Property is assumed to be assessed annually as of January 1<sup>st</sup>. Homes are assumed to be assessed on the next January. The forecast recognizes the related property taxes as revenue in the subsequent year.

The County Treasurer currently charges a 1.5% fee for the collection of property taxes. These charges are reflected in the accompanying forecast as Treasurer's fees.

The forecast assumes that the Specific Ownership Taxes collected on motor vehicle registrations will be 6% of property taxes collected.

The mill levy imposed by the District is proposed to be 30.0 mills. The forecast estimates the mill levy for the debt service funds will decrease once the subordinate developer advances are repaid.

Note 2: Development Fees

The forecast assumes that a development fee in the approximate amount of \$3,700 (2003 rate) will be collected on each residential unit upon issuance of a building permit. The development

fee will increase 1% per annum over the life of the forecast. It is anticipated that the District will enter into a prepaid development fee agreements with the primary builder for the first three years to enhance the marketability of the initial bond issue. Exhibit V reflects the anticipated collection of development fees. All development fees are restricted for the repayment of debt or other capital purpose.

Note 3: Amenities Fees

The forecast assumes that an annual amenity fee of \$276 will be collected to pay for operations and maintenance of District amenities.

Note 4: Interest Income

Interest income is assumed to be earned at 0.0% per annum. Interest income is based on the year's beginning cash balance and an estimate of the timing of the receipt of revenues and the outflow of disbursements during the course of the year.

Note 5: Bond Assumptions

The District proposes the issuance of limited tax general obligation bonds totaling \$5,250,000 expected to be issued in 2003, 2007, and 2009 in the amounts of \$2.175 million, \$0.875 million, and \$2.2 million, respectively. The bonds will be secured by a limited mill levy cap of 30.0 and development fees; they have a maturity of 30 years from the date of issuance and a coupon rate of 7.50% per annum for the first non-rated issue and 5.50% thereafter for investment grade issues. Exhibit II reflects the proposed repayment schedule of these bonds.

Note 6: Subordinate Bonds

The developer will advance funds in the approximate amount of \$3.4 million through the issuance of subordinate bonds, to fund a portion of construction costs. The Subordinate Bonds will be repaid or refinanced out of bond proceeds, if available, and excess cash at an interest rate of 8.0%.

Note 7: Improvement Contribution

The developer will contribute funds in the approximate amount of \$4.92 million to fund a portion of construction costs.

Note 8: Construction Costs

Construction costs forecasted are to total \$10,380,435.

Strong Start/Economic Help/Infrastructure Finance  
 Years 2 and 3 of C-3A  
 1/1/10

Account/Job	2003	2004	2005	2006	2007	2008	2009	2010	2011
Revenue	19,702,979	20,000,000	20,000,000	20,000,000	20,000,000	20,000,000	20,000,000	20,000,000	20,000,000
Property Taxes	16,750,467	16,134	16,797	16,797	16,797	16,797	16,797	16,797	16,797
Sales Property	13,267,660	968	1,009	1,009	1,009	1,009	1,009	1,009	1,009
Schedule Assessment Fee	2,586,815	-	-	19,811	19,811	19,811	19,811	19,811	19,811
Vehicle License	5,250,000	-	2,175,000	-	-	-	-	-	-
Improvement Advances	3,393,393	-	1,393,393	-	-	-	-	-	-
Improvement Continuation	4,670,270	-	-	-	-	-	-	-	-
GISM Advances	116,778	-	47,878	-	-	-	-	-	-
Interest Income	-	-	-	-	-	-	-	-	-
Hotel Service Advances	-	-	-	-	-	-	-	-	-
Development Fees	1,035,219	-	123,101	-	123,793	-	161,680	-	-
2004 Repealer	46,733,894	-	3,956,440	-	4,131,864	-	4,171,774	-	-
Expenses									
for Month Debt Serv	11,666,140	-	81,561	-	101,175	-	187,973	-	-
Reserved	-	-	100,750	-	-	-	-	-	-
Insurance Cont/RED	262,500	-	-	-	-	-	-	-	-
Construction	18,380,435	-	3,600,141	-	7,646,145	-	3,460,145	-	-
Equipment	298,192	-	242	-	242	-	242	-	-
GISM Expense	2,453,600	-	50,000	-	60,000	-	75,000	-	-
Reserved	-	-	-	-	-	-	-	-	-
Buyer Tax Advances	2,661,123	-	-	-	-	-	-	-	-
Total Expense	11,141,550	-	3,700,700	-	5,031,517	-	7,271,816	-	-
Funding Cash	21,332,115	-	755,736	-	470,342	-	417,918	-	-
Funding Cash/Original Fund	-	-	189	-	79,833	-	0	-	-
Funding Cash/Other Funds	-	-	215,746	-	490,487	-	417,918	-	-
Financial Bond Revenue	5 Years 10%	400,481	121,291	121,291	121,291	121,291	121,291	121,291	121,291
Interest Encumbrance Fee	-	-	-	-	-	-	-	-	-
Mill Levy	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Assessment Rate - Best	9.15%	9.15%	9.15%	9.15%	9.15%	9.15%	9.15%	9.15%	9.15%
Assessment Rate - County	29.27%	29.27%	29.27%	29.27%	29.27%	29.27%	29.27%	29.27%	29.27%
Development Fee (1.00)	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700
Annual Development Fee	4,031,219	88,000	176,170	181,170	181,170	181,170	181,170	181,170	181,170
Recruiting/Pedagogy Fees	-	-	-	-	-	-	-	-	-
Assessed Valuation	538,536	538,536	538,536	538,536	538,536	538,536	538,536	538,536	538,536
Revenue from Inflation	1,511,007	21,534	1,129,291	-	2,301,218	-	2,348,413	-	2,396,830
Revenue from State	15,580,602	538,380	1,608,172	-	4,608,502	-	6,410,715	-	9,063,578
Funding	-	-	-	-	-	-	-	-	-
Valuation	148,671,875	22,342,000	25,175,600	23,681,234	26,194,838	26,718,754	27,251,131	27,784,217	-
County Total Value	15,580,602	1,129,291	2,301,218	2,349,813	2,396,830	2,444,766	2,491,601	2,538,461	-
Monthly Assessment Fee/Assessed	272	24	48	48	48	48	48	48	48
Number of Units Assessed	-	24	48	48	48	48	48	48	48
Assessed Amount	-	24	48	48	48	48	48	48	48
Annual Fee (Collection)	2,296,215	-	19,833	32,688	46,574	59,559	72,704	85,900	99,044

Spring Street/Elihu Park Metropolitan District  
 General Fund Fees of Cash  
 3/1/2018

Account	2013	2014	2015	2016	2017	2018	2019	2020	2021	2022	2023	2024	2025
<b>Revenues</b>													
Property Taxes	405,534	405,604	414,280	424,280	434,280	444,280	454,280	464,280	474,280	484,280	494,280	504,280	514,280
SEI Reserves	27,910	27,910	27,910	27,910	27,910	27,910	27,910	27,910	27,910	27,910	27,910	27,910	27,910
Monthly Amortize Fee	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000
Social Bonds	-	-	-	-	-	-	-	-	-	-	-	-	-
Impreciated Advances	-	-	-	-	-	-	-	-	-	-	-	-	-
Impreciated Contribution	-	-	-	-	-	-	-	-	-	-	-	-	-
OSM Advances	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest Income	-	-	-	-	-	-	-	-	-	-	-	-	-
Debt Service Advances	-	-	-	-	-	-	-	-	-	-	-	-	-
Development Fees	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Revenues</b>	<b>638,477</b>	<b>638,514</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>	<b>636,470</b>
<b>Expenses</b>													
St Bonded Debt Serv	389,508	389,508	389,508	389,508	389,508	389,508	389,508	389,508	389,508	389,508	389,508	389,508	389,508
Reserve	-	-	-	-	-	-	-	-	-	-	-	-	-
Insurance Code/CID	-	-	-	-	-	-	-	-	-	-	-	-	-
Construction	6,983	6,983	7,264	7,555	7,837	8,121	8,411	8,701	8,991	9,281	9,571	9,861	10,151
Collection Fees	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000
OSM Expenses	-	-	-	-	-	-	-	-	-	-	-	-	-
Reserve	68,185	67,100	67,100	67,100	67,100	67,100	67,100	67,100	67,100	67,100	67,100	67,100	67,100
Repay Fee Advance	-	-	-	-	-	-	-	-	-	-	-	-	-
Grand Expense	87,100	87,100	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565
Ending Cash	87,100	87,100	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565
Ending Cash Surplus/Def	87,100	87,100	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565	106,565
Ending Cash Capital Puro	-	-	-	-	-	-	-	-	-	-	-	-	-
Ending Cash Debt Service	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>General Fund Requirements</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>	<b>389,508</b>
<b>Proposed Development Fees</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>	<b>248,969</b>
<b>Assessed Valuation</b>	<b>15,521,292</b>	<b>15,521,292</b>	<b>16,142,663</b>	<b>16,142,663</b>	<b>16,788,370</b>	<b>17,459,905</b>	<b>18,158,301</b>	<b>18,884,613</b>	<b>19,640,018</b>	<b>20,424,423</b>	<b>21,236,828</b>	<b>22,077,233</b>	<b>22,944,638</b>
Requiring	15,521,292	15,521,292	16,142,663	16,142,663	16,788,370	17,459,905	18,158,301	18,884,613	19,640,018	20,424,423	21,236,828	22,077,233	22,944,638
Increase from Inflation	-	620,872	-	645,707	-	671,555	-	706,312	-	753,355	-	801,698	-
Decrease from status	-	-	-	-	-	-	-	-	-	-	-	-	-
Ending	15,521,292	16,142,663	16,142,663	16,788,370	17,459,905	18,158,301	18,884,613	19,640,018	20,424,423	21,236,828	22,077,233	22,944,638	
<b>Valuation</b>													
Rect Total Value	-	-	-	-	-	-	-	-	-	-	-	-	-
Comm'l Total Value	-	-	-	-	-	-	-	-	-	-	-	-	-
Rect Assessed Value	-	-	-	-	-	-	-	-	-	-	-	-	-
Comm'l Assessed Value	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Monthly Amortize Fee Calculation</b>													
Number of Units Assorb	272	272	272	272	272	272	272	272	272	272	272	272	272
Cancelize Units	272	272	272	272	272	272	272	272	272	272	272	272	272
Fee Annual Amount	276	276	276	276	276	276	276	276	276	276	276	276	276
Annual Fee Collection	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000	75,000





Spring Mesa/Foothills Hills Metropolitan District  
Sources and Uses of Cash

2/23/21

	2015	2016	2017	2018	2019	2020	2021
Beginning Cash	507,876	912,014	1,316,152	1,720,290	2,184,033	2,648,975	3,264,670
Revenues							
Property Taxes	589,201	589,201	589,201	589,201	589,201	589,201	589,201
SJT Receipts	35,152	35,152	35,152	35,152	35,152	35,152	35,333
Monthly Amortization Fees	75,000	75,000	75,000	75,000	75,000	75,000	75,000
Senior Bonds	-	-	-	-	-	-	-
Improvements Advances	-	-	-	-	-	-	-
Investment Contribution	-	-	-	-	-	-	-
OS&M Advances	-	-	-	-	-	-	-
Interest Income	-	-	-	-	-	-	-
Debt Service Advances	-	-	-	-	-	-	-
Development Fees	-	-	-	-	-	-	-
Total Revenues	1,203,629	1,611,567	2,015,705	2,419,843	2,884,185	3,148,328	3,964,242
Expenses							
St. Basil Debt Serv	211,577	211,377	211,577	151,372	-	-	-
Reserve	-	-	-	-	-	-	-
Insurance Conting	-	-	-	-	-	-	-
Construction	-	-	-	-	-	-	-
Collection Fees	8,838	8,838	8,838	8,838	8,838	8,838	8,838
OS&M Expenses	75,000	75,000	75,000	75,000	75,000	75,000	75,000
Reserve	-	-	-	-	-	-	-
Grant Dev. Advance	-	-	-	-	-	-	-
Total Expenses	305,415	295,415	295,415	235,210	235,210	235,210	235,210
Ending Cash	912,014	1,316,152	1,720,290	2,184,033	2,648,975	3,264,670	4,100,464
Ending Cash/Original Fund	912,014	1,316,152	1,720,290	2,184,033	2,648,975	3,264,670	4,100,464
Ending Cash/Capital Fund	-	-	-	-	-	-	-
Ending Cash Debt Service	-	-	-	-	-	-	-
Collected Fund Requirement	-	-	-	-	-	-	-
Prepaid Development Fees	-	-	-	-	-	-	-
Mill Levy	30,000	30,000	30,000	30,000	30,000	30,000	30,000
Assessment Ratio (Fees)	9.15%	9.15%	9.15%	9.15%	9.15%	9.15%	9.15%
Assessment Ratio (Commt)	29.22%	29.22%	29.22%	29.22%	29.22%	29.22%	29.22%
Development Fee / Unit	5,138	5,138	5,138	5,138	5,138	5,138	5,138
Annual Development Fees	295,415	295,415	295,415	295,415	295,415	295,415	295,415
Recurring Pledged Fees/De	295,415	295,415	295,415	295,415	295,415	295,415	295,415
Assessed Valuation	19,640,018	19,640,018	19,640,018	19,640,018	19,640,018	19,640,018	19,640,018
Increase from Inflation (2%)	-	-	-	-	-	-	-
Increase from starts	-	-	-	-	-	-	-
Ending Valuation	19,640,018	19,640,018	19,640,018	19,640,018	19,640,018	19,640,018	19,640,018
Res Total Value	-	-	-	-	-	-	-
Comm Total Value	-	-	-	-	-	-	-
Real Assessed Value	-	-	-	-	-	-	-
Current Assessed Value	-	-	-	-	-	-	-
Monthly Amortization, Exp. Contributions	-	-	-	-	-	-	-
Number of Units Absorbed	272	272	272	272	272	272	272
Cumulative Units	276	276	276	276	276	276	276
Pre Annual Amount	75,000	75,000	75,000	75,000	75,000	75,000	75,000
Annual Fee Collection	-	-	-	-	-	-	-

**ASSETS**

	Total	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
<b>Monogram</b>												
SFD - A	150	0	13	26	26	26	66	16	8	0	0	0
SFD - B	125	0	11	22	27	22	22	22	0	0	0	0
Reserved	0	0	0	0	0	0	0	0	0	0	0	0
Commercial	0	0	0	0	0	0	0	0	0	0	0	0
Individual/General	272	0	24	46	45	48	46	46	8	0	0	0
Total	550	0	54	100	104	102	180	46	16	0	0	0
<b>Monogram ES&amp;S</b>												
SFD - A	131.00	0.00	13.00	26.00	25.00	26.00	26.00	24.00	8.00	0.00	0.00	0.00
SFD - B	121.00	0.00	11.00	22.00	22.00	22.00	22.00	22.00	0.00	0.00	0.00	0.00
Reserved	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Commercial	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total ES&S	252.00	0.00	24.00	48.00	47.00	48.00	48.00	46.00	8.00	0.00	0.00	0.00
<b>Monogram Fees</b>												
SFD - A	189.32	0.00	14.58	29.13	29.13	29.13	29.13	29.13	8.92	0.00	0.00	0.00
SFD - B	133.68	0.00	12.53	24.67	24.67	24.67	24.67	24.67	0.00	0.00	0.00	0.00
Reserved	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Commercial	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Fees	323.00	0.00	27.11	53.80	53.80	53.80	53.80	53.80	8.92	0.00	0.00	0.00
<b>Other Assets</b>												
SFD - A	538,000	561,000	712,200	753,004	595,338	607,244	619,109	631,372	653,366	666,534	711,304	
SFD - B	450,000	455,000	608,100	671,514	467,094	498,356	566,375	516,909	542,254	569,892	593,288	
Reserved	0	0	0	0	0	0	0	0	0	0	0	
Commercial	100	100	100	100	100	100	100	100	100	100	100	
Total Other Assets	1,088,000	1,016,000	1,320,400	1,424,518	1,062,432	1,105,600	1,185,484	1,148,281	1,195,620	1,236,424	1,304,592	

2002 Market Value	Residential SFD's	Commercial	Individual/General	Commercial	Residential SFD's	Commercial	Individual/General	Commercial	Residential SFD's	Commercial	Individual/General	Commercial
148,421,325	0	12,342,000	25,172,600	7,681,214	26,192,854	26,318,755	27,133,339	5,054,212	0	0	0	0
148,421,325	0	12,342,000	25,172,600	7,681,214	26,192,854	26,318,755	27,133,339	5,054,212	0	0	0	0
0	0	0	0	0	0	0	0	0	0	0	0	0
0	0	0	0	0	0	0	0	0	0	0	0	0

Development Fee/ES&S Assumptions	1,000,000 SFD's	0 ES&S	0 ES&S	0 ES&S	0 ES&S	0 ES&S	0 ES&S	0 ES&S	0 ES&S	0 ES&S	0 ES&S	0 ES&S
Upper Size SFDs	1,000,000	0	0	0	0	0	0	0	0	0	0	0
Lower Size SFD	1,000,000	0	0	0	0	0	0	0	0	0	0	0

Spring Metropolitan Hills Metropolitan District  
 Source and User of Cash  
 3/1/2012

DEBT SERVICE SCHEDULE

	Total	2002	2003	2004	2005	2006	2007	2008	2009	2010	2011	2012
Senior Debt Finance												
Series 2001	2,175,000		2,175,000									
Series 2002	875,000						875,000					
Series 2009	2,200,000								2,200,000			
Series XXXX	-											
Series XXXX	-											
Series XXXX	-											
ALL ISSUES	5,250,000		2,175,000	2,175,000	2,175,000	2,175,000	875,000	3,050,000	2,200,000			
Contingent												
Amortization Payments												
Series 2003	2,375,000				26,974	26,908	31,172	35,510	36,024	34,225	41,020	44,732
Series 2007	875,000							12,080	12,244	13,445	14,185	14,965
Series 2009	2,200,000									30,372	33,092	33,805
Series XXXX	-											
Series XXXX	-											
Series XXXX	-											
ALL ISSUES	5,250,000				26,974	26,908	31,172	45,590	48,268	82,542	82,856	93,531
Contingent					26,974	55,972	83,344	112,734	131,502	264,044	351,904	443,422
Senior Pay Outstanding			2,175,000	2,175,000	2,148,026	2,119,028	2,082,856	2,017,206	1,968,998	1,985,956	1,995,009	1,964,378

Year/Security Payment	2004	2005	2006	2007	2008	2009	2010	2011	2012
Series 2004	5,018,833								
Series 2007	1,859,141								
Series 2009	4,941,156								
Series XXXX	-								
Series XXXX	-								
Series XXXX	-								
ALL ISSUES	10,779,057								
Contingent									
Senior 2009	81,563	244,608	472,619	620,550	808,491	1,026,617	1,304,753	1,704,201	2,203,709
Senior 2007	7,805								
Senior 2009	67,933								
Senior 2007	1,505								
Senior 2009	121,407								
Senior 2007	5,505								
Senior 2009	121,109								

INTEREST RATE:  
 DATED/OBLIV:

**DIRE SERVICE SCHEDULE**

	2011	2014	2014	2014	2017	2018	2019	2020	2021	2022	2023
<i>Series 2001</i>	-	-	-	-	-	-	-	-	-	-	-
<i>Series 2002</i>	-	-	-	-	-	-	-	-	-	-	-
<i>Series 2009</i>	-	-	-	-	-	-	-	-	-	-	-
<i>Series XXXX</i>	-	-	-	-	-	-	-	-	-	-	-
<i>Series XXXX</i>	-	-	-	-	-	-	-	-	-	-	-
<b>ALL ISSUES</b>	<b>3,250,000</b>	<b>5,250,000</b>	<b>5,250,000</b>	<b>5,250,000</b>	<b>5,750,000</b>	<b>5,250,000</b>	<b>5,250,000</b>	<b>5,250,000</b>	<b>5,250,000</b>	<b>5,250,000</b>	<b>5,250,000</b>
<i>Comulative</i>	-	-	-	-	-	-	-	-	-	-	-
<b>Financial Payments:</b>											
<i>Series 2003</i>	48,108	51,716	54,595	59,765	64,247	69,005	74,206	79,814	85,801	92,233	99,153
<i>Series 2007</i>	13,788	16,656	17,572	18,539	19,558	20,634	21,769	22,966	24,229	25,562	26,968
<i>Series 2009</i>	35,664	37,685	39,695	41,878	44,181	46,611	49,175	51,880	54,733	57,742	60,919
<i>Series XXXX</i>	-	-	-	-	-	-	-	-	-	-	-
<i>Series XXXX</i>	-	-	-	-	-	-	-	-	-	-	-
<b>ALL ISSUES</b>	<b>99,560</b>	<b>105,998</b>	<b>112,862</b>	<b>120,181</b>	<b>127,987</b>	<b>136,211</b>	<b>144,389</b>	<b>154,660</b>	<b>164,762</b>	<b>175,549</b>	<b>187,059</b>
<i>Comulative</i>	544,982	650,979	763,842	884,423	1,012,010	1,148,320	1,291,519	1,448,169	1,612,931	1,784,472	1,975,511
<b>Serial Pay Outstand</b>	<b>4,705,818</b>	<b>4,599,423</b>	<b>4,486,158</b>	<b>4,365,977</b>	<b>4,237,900</b>	<b>4,104,680</b>	<b>3,956,498</b>	<b>3,802,831</b>	<b>3,637,069</b>	<b>3,461,378</b>	<b>3,274,489</b>
<b>Public Service Payments:</b>											
<i>Series 2005</i>	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931
<i>Series 2007</i>	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205
<i>Series 2009</i>	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372
<i>Series XXXX</i>	-	-	-	-	-	-	-	-	-	-	-
<i>Series XXXX</i>	-	-	-	-	-	-	-	-	-	-	-
<b>ALL ISSUES</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>	<b>399,508</b>
<i>Comulative</i>	2,902,785	3,302,293	3,701,801	4,101,309	4,500,817	4,900,324	5,299,832	5,699,340	6,098,848	6,498,356	6,897,864

DEBT SCHEDULE

Series	2024	2025	2026	2027	2028	2029	2030	2031	2032	2033	2034
Special Debt Issuance											
Series 2003	-	-	-	-	-	-	-	-	-	-	-
Series 2007	-	-	-	-	-	-	-	-	-	-	-
Series 2009	-	-	-	-	-	-	-	-	-	-	-
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
ALL ISSUES	\$ 230,000	\$ 250,000	\$ 290,000	\$ 250,000	\$ 230,000	\$ 280,000	\$ 230,000	\$ 250,000	\$ 250,000	\$ 250,000	\$ 250,000
Convertible											
Advertisement Payment											
Series 2003	106,589	114,583	123,177	132,415	142,147	153,023	164,499	176,837	-	-	-
Series 2007	28,451	30,016	31,667	33,408	35,246	37,184	39,229	41,387	43,663	46,065	48,598
Series 2009	61,270	67,894	71,534	75,488	79,619	83,990	88,618	91,592	98,634	104,059	109,782
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
ALL ISSUES	199,310	212,494	226,377	241,292	257,211	274,205	292,346	311,715	332,297	354,125	378,380
Convertible	1,174,821	2,387,224	2,611,602	2,854,893	3,112,104	3,386,209	3,678,655	3,990,370	4,332,687	4,702,791	5,111,171
Scalar For Outstanding	3,075,179	2,862,776	2,636,398	2,394,117	2,137,896	1,863,691	1,571,345	1,259,630	1,117,333	967,269	808,929
Debt Service Payment											
Series 2003	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931	187,931
Series 2007	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205	60,205
Series 2009	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372	151,372
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
Series XXXX	-	-	-	-	-	-	-	-	-	-	-
ALL ISSUES	399,508	399,508	399,508	399,508	399,508	399,508	399,508	399,508	399,508	399,508	399,508
Convertible	2,297,372	2,686,860	2,906,387	3,041,508	3,092,408	3,092,408	3,092,408	3,092,408	3,092,408	3,092,408	3,092,408



Spring Branch/Dalio Hills Metropolitan District  
 Statement of Year of Cash

3/3/201

ADVANCE WORKSHEET

Date	Beginning			Improvement Debt Service			Interest			Escrow			Ending
	Balance	Advances	Advances	Other	Interest	Reversions	Less	Reversions	Reversions	Reversions	Reversions		
2007	-	-	-	-	-	-	-	-	-	-	-	-	1,501,895
2008	1,393,895	2,000,000	-	-	111,532	-	-	-	3,560,407	-	-	-	3,786,839
2009	5,005,407	-	-	-	286,433	-	-	-	4,058,766	-	-	-	4,058,766
2010	4,858,206	-	-	-	302,865	-	-	-	3,770,967	-	-	-	3,584,559
2011	4,544,559	-	-	-	286,764	-	-	-	3,371,117	-	-	-	3,371,117
2012	3,371,117	-	-	-	302,705	-	-	-	2,835,116	-	-	-	1,501,202
2013	3,305,707	-	-	-	120,467	-	-	-	1,492,992	-	-	-	1,492,992
2014	1,482,092	-	-	-	118,567	-	-	-	51,886	-	-	-	1,546,773
2015	1,546,773	-	-	-	123,742	-	-	-	66,185	-	-	-	1,602,100
2016	1,602,100	-	-	-	128,170	-	-	-	83,100	-	-	-	1,683,200
2017	1,642,900	-	-	-	131,296	-	-	-	85,100	-	-	-	1,687,596
2018	1,687,596	-	-	-	133,604	-	-	-	106,565	-	-	-	1,715,996
2019	1,715,996	-	-	-	137,280	-	-	-	106,565	-	-	-	1,746,711
2020	1,746,711	-	-	-	139,737	-	-	-	126,807	-	-	-	1,759,641
2021	1,759,641	-	-	-	140,771	-	-	-	126,807	-	-	-	1,772,605
2022	1,773,605	-	-	-	141,888	-	-	-	147,860	-	-	-	1,767,633
2023	1,767,633	-	-	-	141,411	-	-	-	147,860	-	-	-	1,764,183
2024	1,761,183	-	-	-	140,895	-	-	-	159,735	-	-	-	1,773,223
2025	1,752,123	-	-	-	138,566	-	-	-	164,345	-	-	-	1,701,155
2026	1,701,155	-	-	-	136,092	-	-	-	192,525	-	-	-	1,604,722
2027	1,644,722	-	-	-	131,578	-	-	-	192,375	-	-	-	1,584,724
2028	1,583,734	-	-	-	128,605	-	-	-	216,207	-	-	-	1,494,269
2029	1,494,269	-	-	-	119,542	-	-	-	216,207	-	-	-	1,307,604
2030	1,393,206	-	-	-	111,508	-	-	-	216,207	-	-	-	1,293,206
2031	1,293,206	-	-	-	103,486	-	-	-	216,207	-	-	-	1,180,456
2032	1,180,456	-	-	-	94,436	-	-	-	216,207	-	-	-	1,058,686
2033	1,058,686	-	-	-	84,695	-	-	-	216,207	-	-	-	923,174
2034	923,174	-	-	-	74,174	-	-	-	216,207	-	-	-	783,141
2035	783,141	-	-	-	62,811	-	-	-	216,207	-	-	-	631,746
2036	631,746	-	-	-	50,540	-	-	-	216,207	-	-	-	484,198
2037	484,198	-	-	-	22,252	-	-	-	216,207	-	-	-	300,199
2038	0	-	-	-	0	-	-	-	0	-	-	-	0
2039	0	-	-	-	0	-	-	-	0	-	-	-	0
2040	0	-	-	-	0	-	-	-	0	-	-	-	0
<b>Total</b>	<b>3,393,895</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>14,744,228</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>7,560,223</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0</b>

**EXHIBIT F**  
**Statutory Contents of this Service Plan**

- I. A description of the proposed services;
- II. A financial plan showing how the proposed services are to be financed;
- III. A preliminary engineering or architectural survey showing how the proposed services are to be provided;
- IV. A map of the District' boundaries and an estimate of the population and valuation for assessment of the District;
- V. A general description of the facilities to be constructed and the standards of such construction, including a statement of how the facility and service standards of the District are compatible with facility and service standards of Johnstown and of municipalities and special District which are interested parties pursuant to § 32-1-204(I), C.R.S.;
- VI. A general description of the estimated cost of acquiring land, engineering services, legal services, administrative services, initial proposed indebtedness and estimated proposed maximum interest rates and discounts, and other major expenses related to the organization and initial operation of the District;
- VII. A description of any arrangement or proposed agreement with any political subdivision for the performance of any services between the District and such other political subdivisions;
- VIII. Information satisfactory to establish that each of the following criteria as set forth in § 32-1-203, C.R.S., has been met:
  - (a) That there is sufficient existing and projected need for organized service in the area to be served by the District;
  - (b) That the existing service in the area to be served by the District is inadequate for the present and projected needs;
  - (c) That the District are capable of providing economical and sufficient service to the area within their boundaries;
  - (d) That the area to be included in the District has, or will have, the financial ability to discharge the proposed indebtedness on a reasonable basis;
  - (e) That adequate service is not, or will not be available to the area through Johnstown, other existing municipal or quasi-municipal corporations, including existing special District, within a reasonable time and on a comparable basis;



(f) That the facility and service standards of the District are compatible with the facility and service standards of Johnstown within which the District are to be located and each municipality which is an interested party under § 32-1-204(1), C.R.S.;

(g) The proposal is in substantial compliance with any master plan adopted pursuant to § 30-28-106, C.R.S.;

(h) That the proposal is in compliance with any duly adopted city, county, regional, or state long-range water quality management plan for the area; and

(i) That the formation of the District will be in the best interests of the area proposed to be served.