

**RESOLUTION AND ORDER OF THE BOARD OF DIRECTORS (the "Board") OF THE
WOODMEN HILLS METROPOLITAN DISTRICT (the "District") APPROVING A
PETITION FOR INCLUSION INTO THE BOUNDARIES OF THE DISTRICT -
RESOLUTION NO. 2016-07-28**

WHEREAS, Coy Lee Gaddie, Personal Representative of the Estate of Lois Joy Gaddie, a/k/a Lois J. Gaddie, a/k/a Joy Gaddie, a/k/a Lois Gaddie, a/k/a Joy L. Gaddie, deceased (the "Estate"), pursuant to the provisions of Section 32-1-401 (1) (a), C.R.S., filed a Petition, a copy which is attached hereto as Exhibit A, for inclusion into the District's boundaries the real property, consisting of approximately 36.43 acres, entirely situate within El Paso County, State of Colorado, and is legally described as:

SE ¼ of the SE ¼ of Section 1, Township 13 South, Range 65 West of the 6th P.M., including that part of Block 1 in the Town of Falcon lying within the SE ¼ of the SE ¼ of Section 1, Township 13 South, Range 65 West of the 6th P.M., Except portions conveyed to ROW by Reception #204062427 & portions conveyed to the Woodmen Hills Metro District by Reception #207116129; and

WHEREAS, the above-described property is also described as El Paso County Tax Schedule #5300000589 and shall hereinafter be referred to as the "Property;" and

WHEREAS, the District, pursuant to the provisions of Section 32-1-401 (1) (b), C.R.S, caused to be published in The Transcript notice that it would consider the Petition at its regularly scheduled meeting to be held on July 28, 2016 at 6:30 p.m. at its regular meeting place, Woodmen Hills Recreation Center West, 11720 Woodmen Hills Drive, Falcon, CO 80831, which notice was published on July 27, 2016, and which proof of publication is attached hereto as Exhibit B; and

WHEREAS, at its regularly scheduled, open and public meeting, held on July 28, 2016 at 6:30 p.m. at its regular meeting place, Woodmen Hills Recreation Center West, 11720 Woodmen Hills Drive, Falcon, CO 80831, the Board called for any interested person to appear and show cause in writing why the Petition should not be granted, and having seen none, the Board closed the public hearing on the Petition;

WHEREAS, the Estate owns one hundred percent (100%) fee owner of the Property; and

WHEREAS, the District's facilities are capable of serving the Property; and

WHEREAS, the Board finds it is in the best interests of the District, its residents and customer, to approve the Petition.

NOW, THEREFORE, IT IS HEREBY ORDERED the Petition is granted and the boundaries of the District are expanded to include the Property, subject to the following terms and conditions.

BE IT FURTHER ORDERED that Petitioner shall pay to the District forthwith the District's fee for inclusion, together with refunding to the District the amount it paid for the easement on the property from the date of payment with interest at the statutory rate.

BE IT FURTHER ORDERED that prior to the District's obligation to commence supplying water and sewer service to the Property, the Petitioner shall convey by warranty deed all water rights associated with the Property to the District free and clear of all liens and encumbrances and shall, to the extent it is determined the Property's demand for water exceeds the water rights conveyed to the District, it shall obtain and convey by warranty deed all additional water rights needed, which conveyance shall be free and clear of all liens and encumbrances or, in lieu thereof, pay to the District the amount it requires to obtain such water rights.

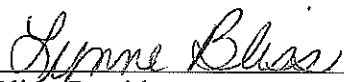
BE IT FURTHER ORDERED the District shall provide water and sewer service to the Property and shall permit the residents to use the District's recreation facilities and to participate in its recreation services, subject to all the bylaws, rules and regulations of the District, as such may be amended from time to time, and subject to all fees, charges and other policies of the District in effect at the time each tap application for water or sewer service is made.

BE IT FURTHER ORDERED the District's obligation to provide water and sewer service shall also be limited by and subject to El Paso County's land development approvals and/or any permit approvals issued under applicable state or federal laws and regulations.

BE IT FURTHER ORDERED the District shall, if required by Colorado law, shall apply to the District Court for the issuance of an Order including the Property within the District's boundaries.

DONE this 28th day of July, 2016.

WOODMEN HILLS METROPOLITAN DISTRICT

By: 
Lynne Bliss, President

ATTEST:

By: 
Frank Gonzales, Secretary