

**A RESOLUTION OF THE
BOARD OF COUNTY COMMISSIONERS OF OURAY COUNTY, COLORADO
CONCERNING THE AUTHORIZATION FOR THE CORNERSTONE SUBDIVISION AND
CERTAIN OTHER PROPERTIES TO GAIN ACCESS TO DAVE WOOD ROAD FOR GENERAL USAGE**

WHEREAS, Cornerstone Montrose, LLC, is the owner and developer of the Cornerstone Subdivision located in Ouray County, Colorado and Montrose County, Colorado, which is more particularly described on **Attachment "A"**; and

WHEREAS, Dave Wood Road is a publicly owned and operated road extending between Colorado State Highway #62 in San Miguel County and continuing through San Miguel County, Montrose County and Ouray County until its terminus at Colorado State Highway #90 in Montrose County, with portions of the Dave Wood Road crossing public lands ("**USFS Property**") owned by the United States and administered by the United States Forest Service ("**USFS**"); and

WHEREAS, the Cornerstone Subdivision is located in close proximity to the Dave Wood Road, separated by certain USFS Property, for which Cornerstone is seeking authority to use and improve pursuant to a pending Application for a Special Use Permit ("**DWR SUP Access Permit**"); and

WHEREAS, Cornerstone Montrose, LLC, submitted its letter to Ouray County dated April 18, 2008, requesting that Ouray County authorize the Cornerstone Subdivision to gain access to and use Dave Wood Road for general purposes ("**Dave Wood Road Access Letter**"), which request was made in fulfillment of certain obligations of Cornerstone Montrose, LLC arising under that certain Development Agreement recorded on June 28, 2005 in Reception No. 188458 ("**Development Agreement**"), as amended by instrument recorded on July 24, 2007 in Reception No. 195556 and further amended instrument recorded on November 6, 2007 in Reception No. 196466 and that certain Cornerstone Government Springs Road Maintenance Agreement recorded on May 10, 2006 in Reception No. 191480 ("**GSR Maintenance Agreement**"); and

WHEREAS, Cornerstone Montrose, LLC also submitted its request for use of Dave Wood Road for general use and access for certain other parties, specifically as follows:

- (1) **JV Real Estate.** JV Real Estate, LLC, a Colorado limited liability company ("**JV Real Estate**") is the current owner of certain unimproved property consisting of 491 acres of land located in Ouray County ("**JV Real Estate Property**") and more particularly described on **Attachment "B"** as well as in the JV Real Estate Easement (defined below). A portion of the Cornerstone Subdivision is burdened by a certain Access, Utility and Ditch Easement Agreement recorded on July 30, 2004 in Reception No. 185382 with the Clerk and Recorder for Ouray County, as amended the ("**JV Real Estate Easement**"). The JV Real Estate Easement grants and conveys certain easement rights over the Cornerstone Subdivision for the use and benefit of the JV Real Estate and such other persons or parties allowed by the JV Real Estate Easement, which rights include the ability to use streets and roads located in the Cornerstone Subdivision. Nothing herein is intended to alter, amend, expand, diminish or otherwise modify the respective, rights, interests, duties and obligations of the parties or the property benefited or burdened by the JV Real Estate Easement.
- (2) **Use by Eldred Partnership.** The Eldred Colorado Family Limited Partnership, a Maryland limited partnership ("**Eldred Family Partnership**") is the current owner of certain unimproved property located in Ouray County ("**Eldred Family Ranch**") and more particularly described on **Attachment "C"** as well as in the Eldred Family Ranch Easement (defined below). A portion of the Cornerstone Subdivision is burdened by two easements recorded in Ouray County (collectively, the "**Eldred Family Partnership Easements**") consisting of: (a) a certain EFP Access Easement Agreement recorded on October 12, 2007 in Reception No.

196258 in the Official Records ("**Eldred Family Ranch Easement**") establishing, granting and conveying certain rights and interests to those certain persons/parties and benefiting that certain property as specifically stated and described therein, which rights include a right to use certain roads in the Cornerstone Subdivision, including any access rights that the Cornerstone Subdivision may have to access DWR; and (b) a certain GSR Access Easement Agreement recorded on October 12, 2007 in Reception No. 196259 in the Official Records ("**Government Springs Ranch Easement**") establishing, granting and conveying certain rights and interests to those certain persons/parties and benefiting that certain property as specifically stated and described therein, which rights include a right to use certain roads in the Cornerstone Subdivision, including any access rights that the Cornerstone Subdivision may have to access DWR. The Eldred Family Partnership Easements grant the right for Ken Eldred, Roberta Eldred, and their children and grandchildren as well as up to five of their employees to use certain roads in the Cornerstone Subdivision, including any access rights that the Cornerstone Subdivision may have to access Dave Wood Road during such time as the Eldred Family Partnership owns the Eldred Family Ranch and the right for the owner of two residences that may be constructed on the Government Springs Ranch to use certain roads in the Cornerstone Subdivision, including any access rights that the Cornerstone Subdivision may have to access DWR. Nothing herein is intended to alter, amend, expand, diminish or otherwise modify the respective, rights, interests, duties and obligations of the parties or the property benefited or burdened by the Eldred Family Partnership Easements; and

WHEREAS, Cornerstone Montrose, LLC submitted certain materials with its Dave Wood Road Access Letter, including:

- (1) **IGA For Dave Wood Road Maintenance ("IGA")**. A certain Intergovernmental Agreement providing for the participation in certain maintenance to Dave Wood Road by the Cornerstone Metropolitan District No. 1, a quasi-municipal corporation and political subdivision of the State of Colorado and the funding by the Cornerstone Metropolitan District of 10% of the costs of such Dave Wood Road maintenance to offset the impacts and usage by: (a) the Cornerstone Subdivision, (b) JV Real Estate with respect to the rights existing under the JV Real Estate Easement for its current use by right under existing zoning available under applicable Ouray County laws and regulations as of the date of this Resolution; and (c) the Eldred Family Partnership with respect to the rights existing under the Eldred Family Partnership Easements; and
- (2) **Road Conveyance Agreement**. A certain Road Conveyance Agreement providing for (a) requirements concerning the manner and timing by which certain internal subdivision roads located within the Cornerstone Subdivision could be conveyed to the Cornerstone Metropolitan District to avoid creating a public road linking Dave Wood Road and Government Springs Road through the Cornerstone Subdivision; and (b) restrictions limiting the nature and extent of the rights of certain parties to use certain internal Cornerstone Subdivision roads and streets; and

WHEREAS, Ouray County sent notice of the request of Cornerstone Montrose, LLC for general use and access of Dave Wood Road to Montrose County, San Miguel County and the USFS and advised them of a scheduled public hearing to review the request to be held on May 12, 2008; and

WHEREAS, no comments were received from Montrose County or the USFS; San Miguel County, through its Land Use Administrator, has confirmed that a Cooperative Road Agreement with San Miguel County has been executed and that San Miguel County does not object to Ouray County acting on the request by Cornerstone Montrose, LLC; and

WHEREAS, the Board of County Commissioners of Ouray County ("Board") conducted a public hearing on May 12, 2008, which was continued to June 2, 2008, June 16, 2008 and June 30, 2008

(collectively referred to as “public hearing”) to consider the request of Cornerstone Montrose, LLC for general use and access of Dave Wood Road; and

WHEREAS, the Board reviewed and considered the IGA and the Road Conveyance Agreement at the public hearing and required that certain changes be made to the documents; and

WHEREAS, at the public hearing, the Board received evidence and testimony made by representatives on behalf of Cornerstone Montrose, LLC and the Cornerstone Metropolitan District; and

WHEREAS, at the public hearing, the Board received testimony by representatives of JV Real Estate concerning the proposed Dave Wood Road access, the IGA and the Road Conveyance Agreement; and

WHEREAS, at the public hearing, the Board received testimony made by representatives of the general public concerning the proposed Dave Wood Road access; and

WHEREAS, Pacific/Desert Partners, LLC, a Colorado limited liability Company (“PDP”) is developing a certain residential subdivision project on property that is located in Montrose County (“Hideout Lake subdivision”) and PDP has expressed an interest in gaining access to and from Dave Wood Road over a portion of Cornerstone Trail within the Cornerstone subdivision to serve the Hideout Lake subdivision for which usage Cornerstone has agreed to grant and convey an easement to the Hideout Lake subdivision (“Hideout Lake Easement”); and

WHEREAS, the Dave Wood Road Access Letter requested access for general use of the Dave Wood Road on behalf of PDP as well as Cornerstone Montrose, LLC, JV Real Estate and Eldred Family Partnership; and

WHEREAS, PDP has not participated in the public hearing process described herein and has failed to make certain representations required by the Board restricting the use by PDP and the Hideout Lake subdivision of the Hideout Lake Easement and other roads and streets within the Cornerstone subdivision to gain access to Government Springs Road and as a result, that portion of the Cornerstone Montrose, LLC Dave Wood Road Access Letter has been amended to delete access to Dave Wood Road for PDP and the Hideout Lake subdivision; and

WHEREAS, should PDP elect to submit an application to Ouray County in the future to seek access over the Hideout Lake Easement to gain access to Dave Wood Road, Ouray County will review and consider such request; however, no such request has been made at this time by PDP and nothing herein shall be deemed to approve or evidence any approval of the Hideout Lake subdivision to gain access to Dave Wood Road over the Hideout Lake Easement or any streets or roads in the Cornerstone subdivision;

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF OURAY COUNTY, COLORADO, AS FOLLOWS:

1. The Cornerstone Subdivision, JV Real Estate Property (as to its uses by right allowed under the current Ouray County Land Use Code and the JV Real Estate Easement) and the Eldred Property (as to its rights under the Eldred Family Partnership Easements) are hereby granted the right to access and make general use of Dave Wood Road, subject to the terms and conditions stated in this resolution, the IGA and the Road Conveyance Agreement. No through public traffic shall be permitted to or from Dave Wood Road to Government Springs Road over or across streets or roads located within the Cornerstone subdivision.
2. The Board approves the IGA and the Road Conveyance Agreement in the form submitted and authorizes the Chair of the Board to sign such agreements. Ouray County, Cornerstone Montrose, LLC, and the Cornerstone Metropolitan District will execute the

IGA and the Road Conveyance Agreement prior to any party gaining general access to and using Dave Wood Road pursuant to this resolution.

3. Cornerstone Montrose, LLC shall obtain the authorization of the USFS and shall comply with all conditions of any such approvals, prior to general access to and use of Dave Wood Road pursuant to this resolution, the IGA and the Road Conveyance Agreement.
4. The obligations of the Cornerstone Subdivision, JV Real Estate Property (as to its uses by right allowed under the current Ouray County Land Use Code) and the Eldred Property (as to its rights under the Eldred Family Partnership Easements) to gain access and make general use of Dave Wood Road are limited to the duties and obligations stated in this resolution, IGA and the Road Conveyance Agreement. The Cornerstone Subdivision is not obligated to undertake any other road improvements and/or to participate in maintenance of any other roads or intersections, including, without limitation to Dave Wood Road except for the funding of the Cornerstone Share for DWR Maintenance as provided for in the IGA as a condition to the right of the Cornerstone Subdivision, JV Real Estate Property (as to its uses by right allowed under the current Ouray County Land Use Code) and the Eldred Property (as to its rights under the Eldred Family Partnership Easements) to gain access to and make general use of Dave Wood Road.
5. Any change in the use of the Dave Wood Road access point from the Cornerstone Subdivision contemplated by this resolution for the JV Real Estate Property by its owner that enlarges or increases the impacts to Dave Wood Road beyond the uses allowed by right under applicable Ouray County law as of the date of this resolution will require further review and approval by Ouray County by the person or party seeking to change the usage.
6. Any change in the use of the Dave Wood Road access point from the Cornerstone Subdivision contemplated by this resolution by the parties benefited by the Eldred Family Partnership Easements that enlarges or increases the impacts to Dave Wood Road beyond the uses allowed by Eldred Family Partnership Easements as of the date of this resolution will require further review and approval by Ouray County by the person or party seeking to change the usage.
7. Within 180 days of the later to occur of either (a) the approval and adoption of this resolution, or (b) the issuance of the DWR SUP Access Permit an updated traffic impact analysis shall be completed by Cornerstone Montrose, LLC addressing the potential traffic impacts on Dave Wood Road from the Cornerstone Subdivision as well as the anticipated impacts from use of the Dave Wood Road access by JV Real Estate and Eldred Family Partnership. If the initial traffic impacts to the Dave Wood Road resulting from the approval for the use of Dave Wood Road for general access are more than anticipated and represented by Cornerstone Montrose, LLC, the Board may require that the traffic impact analysis be completed prior to the deadline set forth above. The results of the updated traffic impact analysis shall be reflected in the final IGA or an amended IGA.
8. All parties gaining general access to and use of Dave Wood Road pursuant to this resolution, by accepting the right of access described herein and being a part of the process for approval of the Dave Wood Road access, accept, acknowledge and agree to the terms and conditions of this resolution, including the findings made by the Board in granting the approvals reflected in this resolution.
9. Prior to any expanded use of the Dave Wood Road by Cornerstone Montrose, LLC, Eldred Family Partnership or JV Real Estate, Cornerstone Montrose, LLC, the Ouray County Road and Bridge Superintendent shall make an inspection of the condition of the existing access and determine if immediate use of the connector road is safe for limited access. Within six months of the approval of this Resolution, Cornerstone Montrose, LLC shall submit plans and specifications to the Ouray County Road and Bridge Department

for the Dave Wood Road connector road as shown as No-Ochi Trail on the Cornerstone Subdivision Phase I plat (No-Ochi Trail is now known as a portion of Cornerstone Trail). The connector road shall be constructed within eighteen (18) months of the commencement of general access in accordance with the requirements of the Ouray County Land Use Code, Section 23, Road Standards. Any necessary work at the intersection of the connector road and Dave Wood Road shall comply with any reasonable Montrose County requirements to allow for a safe intersection.

APPROVED AND ADOPTED THIS _____ DAY OF _____, 2008.

BOARD OF COUNTY COMMISSIONERS
OF OURAY COUNTY, COLORADO

Attest:

K. Keith Meinert, Chair

Don Batchelder, Vice Chair

Michelle Nauer, Clerk and Recorder
By: Linda Munson-Haley, Deputy Clerk of the Board

Heidi M. Albritton, Commissioner Member

Attachment “A” to BOCC Resolution 2008-030
(Legal Description of Cornerstone Subdivision)

PROPERTY DESCRIPTION FOR THE CORNERSTONE MONTROSE LLC PARCEL, A PARCEL OF LAND SITUATED IN SECTIONS 6, 7 & 18, TOWNSHIP 46 NORTH, RANGE 9 WEST, NEW MEXICO PRINCIPAL MERIDIAN AND IN SECTIONS 11, 12, 13, 14, 15, 16, 22, 23, 24, 25, 26, 27, 28, 33 & 34, TOWNSHIP 46 NORTH, RANGE 10 WEST, NEW MEXICO PRINCIPAL MERIDIAN, COUNTIES OF MONTROSE AND OURAY, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at the section corner of Sections 1/2/11/12, a B.L.M. monument in place; thence N89°12'18"E along an existing fence line and the north section line of said Section 12 a distance of 2746.29' to the North 1/4 Corner of said Section 12, a rebar and cap (PLS 33645); thence continuing along said fence line and said north section line N89°11'31"E a distance of 2250.20' to a rebar and cap (PLS 33645) at a fence corner; thence leaving said section line and continuing along said fence line N66°24'02"E a distance of 493.30' to a rebar and cap (PLS 33645) at a fence corner; thence continuing along a north fence line N05°58'56"E a distance of 1070.01' to a rebar and cap (PLS 33645) at a fence corner; thence continuing along said fence line N88°48'42"E a distance of 1737.35' to a rebar and cap (PLS 33645) at a fence corner; thence N01°11'54"W a distance of 1294.89' to a rebar and cap (PLS 33645) at a fence corner; thence S87°04'47"E a distance of 903.00' to a rebar and cap (PLS 33645) at a fence corner; thence S60°08'08"E a distance of 130.18' to a rebar and cap (PLS 33645) at a fence corner; thence along a fence line S04°19'39"W a distance of 1282.06' to a rebar and cap (PLS 33645) at a point on an east/west fence line; thence S86°58'40"E a distance of 413.92' along said fence line to a rebar and cap (LS 12180); thence S87°02'03"E a distance of 871.67' to the SE 1/16 corner of said Section 6 monumented by a 20' witness corner to the north being a rebar and cap (LS12180); thence S04°43'56"W a distance of 1344.40' to the E 1/16 a rebar and cap (LS 12180) of said Sections 6 & 7; thence S00°46'04"W a distance of 528.13' to a rebar and cap (PLS 33645); thence N86°13'07"W a distance of 634.67' to a rebar and cap (PLS 33645); thence S11°53'52"W a distance of 256.30' to a rebar and cap (PLS 33645); thence S15°29'04"W a distance of 351.31' to a rebar and cap (PLS 33645); thence S54°21'59"W a distance of 144.69' to a rebar and cap (PLS 33645); thence S46°57'56"W a distance of 281.52' to a rebar and cap (PLS 33645); thence N87°17'31"W a distance of 594.59' to a rebar and cap (PLS 33645); thence N84°37'51"W a distance of 2144.88' to a rebar and cap (PLS 33645); thence S03°37'27"E a distance of 584.93' to a rebar and cap (PLS 33645); thence S09°11'20"W a distance of 726.69' to 1/4 Corner of said Sections 12 & 7 a B.L.M. brass cap; thence N89°24'32"W a distance of 110.06' to a rebar and cap (PLS 33645); thence S27°21'30"W a distance of 980.20' to a rebar and cap (PLS 33645); thence S06°56'25"E a distance of 864.70' to a rebar and cap (PLS 33645); thence N66°27'55"E a distance of 482.62' to a rebar and cap (PLS 33645); thence S00°52'50"W a distance of 1137.01' along the west section line of said Section 7 to the corner of said Sections 12/7/13/18 a rebar and cap (LS 24299); thence S86°44'20"E a distance of 1257.57' to a rebar and cap (PLS 33645); thence S00°35'14"E a distance of 1190.93' to a rebar and cap (PLS 33645); thence S84°52'43"E a distance of 1022.57' to a rebar and cap (PLS 33645); thence S05°02'47"E a distance of 1051.40' to a rebar and cap (PLS 33645) thence S88°43'38"E a distance of 1558.36' to a rebar and cap (PLS 33645) on the east 1/16 line of said section 18; thence along said east 1/16 line S00°39'24"E a distance of 1742.89' to the SE 1/16 of said Section 18 a rebar and cap (LS 24299); thence N87°16'18"W a distance of 4037.75' to the S 1/16 of said Sections 13 & 18 a rebar and cap (LS 24299); thence S89°37'13"W a distance of 2858.76' to the C-S 1/16 of said Section 13 a rebar and cap (LS 24299); thence S01°40'11"E a distance of 1342.78' to the 1/4 Corner of said Sections 13 & 24 a rebar and cap (PLS 33645); thence S01°13'00"W a distance of 3964.36' to the C-S 1/16 of said Section 24 a rebar and cap (PLS 33645); thence N89°38'39"W a distance of 1351.52' to the SW1/16 of said Section 24 a rebar and cap (PLS 33645); thence S00°33'38"W a distance of 1313.04' to the W 1/16 of said Sections 24 & 25 a rebar and cap (PLS 33645); thence S00°06'47"W a distance of 3980.20' to the SW 1/16 of said Section 25 a rebar and cap (PLS 33645); thence N87°50'12"W a distance of 1347.93' to the S 1/16 of said Sections 26 & 25 a rebar and cap (PLS 33645); thence S89°45'51"W a distance of 2671.04' to the C-S 1/16 of said Section 26 a rebar and cap (PLS 33645); thence N00°14'39"E a distance of 1330.02' to the Center 1/4 of said Section 26 a rebar and

cap (PLS 33645); thence N89°53'45"W a distance of 2676.36' to the 1/4 Corner of said Sections 27 & 26 a rebar and cap (PLS 33645); thence S00°19'27"W a distance of 2688.32' to the section corner of said Sections 27/26/34/35 an alum. cap (LS 25643); thence S01°07'57"E a distance of 1348.35' to the N 1/16 of said Section 34 a rebar and cap (LS 25643); thence N89°22'53"W a distance of 2673.32' to the CN 1/16 of said Section 34 a rebar and cap (LS 25643); thence N89°25'06"W a distance of 2684.77' to the N 1/16 of said Sections 33 & 34 a rebar and cap (LS 28652); thence S89°13'59"W a distance of 1336.08' to the NE 1/16 of said Section 33 a rebar and cap (LS 28652); thence N01°00'21"W a distance of 1338.34' to the E1/16 of said Sections 28 & 33 a rebar and cap (LS 28652); thence along the south section line of said Section 28 S89°53'16"W a distance of 1333.94' to the 1/4 Corner of said Sections 28 & 33 a B.L.M. alum. cap; thence N00°09'26"E a distance of 4867.22' to a rebar and cap (LS 24299); thence along a fence line S89°38'22"E a distance of 2674.02' to a rebar and cap (LS 24299); thence along a fence line N00°07'32"E a distance of 569.70' to the section corner of said Sections 21/22/28/27 a B.L.M. brass cap; thence along the north line of said Section 27 S89°17'19"E a distance of 1341.78' to the W1/16 of said Sections 22 & 27 a rebar and cap (LS 3657); thence N00°14'10"E a distance of 2665.49' to the CW 1/16 of said Section 22 a rebar and cap (LS 24299); thence N00°12'02"E a distance of 2664.88' to the W1/16 of said Sections 15 & 22 a rebar and cap (LS 12180); thence N88°43'27"W a distance of 1298.03' to the Section Corner of said Sections 16/15/21/22 a B.L.M. brass cap; thence along the west line of said Section 15 N00°07'57"E a distance of 1049.61' to a rebar and cap (LS 24299); thence S89°06'44"W a distance of 5365.46' to a point on the west line of said Section 16 a rebar and cap (LS 24299); thence along the west line of said Section 16 N02°34'32"E a distance of 285.52' to the S1/16 of said Section 16 a B.L.M. alum. cap; thence N89°08'03"E a distance of 5353.18' to S1/16 of said Sections 16 & 15 a rebar and cap (LS 12180); thence N79°50'58"E a distance of 16.58' to a rebar and cap (PLS 33645) located at the intersection of the north/south & west fences; thence N00°15'35"W along the said north fence line a distance of 1330.65' to a rebar and cap (PLS 33645) at the intersection of the south & east fences; thence S88°32'09"E along said east fence line a distance of 5163.46' to a rebar and cap (PLS 33645) at an angle point in said east fence line; thence N86°15'56"E a distance of 1018.56' to a rebar and cap (PLS 33645) at an angle point in said east fence line; thence N43°09'55"E a distance of 434.73' to a rebar and cap (PLS 33645) at an angle point in said fence line; thence N01°26'22"E a distance of 2262.30' to a rebar and cap (PLS 33645) at the intersection of a south and east fence line; thence S89°43'35"E along said east fence line a distance of 3936.63' to a rebar and cap (PLS 33645) at an angle point in said fence line; thence N44°09'34"E a distance of 103.34' to a rebar and cap (PLS 33645) at an angle point in said fence line; thence N02°32'24"E along a north fence line distance of 2445.48' to a rebar and cap (PLS 33645) at an angle point in said fence line; thence N05°26'45"E a distance of 2685.41' to section corner of said Sections 1/2/11/12; which is the point of beginning, having an area of 5848.237 acres MORE OR LESS.

ALSO

PROPERTY DESCRIPTION FOR THE HUMPRHIES PARCEL, A PARCEL OF LAND SITUATED IN SECTION 18, TOWNSHIP 46 NORTH, RANGE 9 WEST, NEW MEXICO PRINCIPAL MERIDIAN AND IN SECTION 13, TOWNSHIP 46 NORTH, RANGE 10 WEST, NEW MEXICO PRINCIPAL MERIDIAN, COUNTY OF OURAY, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at the section corner of Sections 13, 18, 24, & 19, a found stone monument in place; thence S89°20'16"W along south section line of said Section 13 a distance of 2794.47' to a rebar and cap (PLS 33645); thence leaving said south section line N01°40'11"W a distance of 1342.78' to a rebar and cap (LS 24299); thence N89°37'13"E a distance of 2858.76' to a rebar and cap (LS24299); thence S87°16'18"E a distance of 4037.75' to a rebar and cap (LS 24299); thence S02°55'49"W a distance of 1322.33' to the south line of said section 18 a rebar and cap (PLS 33645); thence N87°21'40"W along said section line a distance of 3995.10' to the section corner of said Sections 13, 18, 24, & 19 which is the point of beginning, having an area of 208.876 acres MORE OR LESS.

Attachment “B” to BOCC Resolution 2008-030
(Legal Description of JV Real Estate Property)

PROPERTY DESCRIPTION FOR THE RETAINAGE PARCEL, A PARCEL OF LAND SITUATED IN SECTIONS 7 & 18, TOWNSHIP 46 NORTH, RANGE 9 WEST, NEW MEXICO PRINCIPAL MERIDIAN AND IN SECTION 12, TOWNSHIP 46 NORTH, RANGE 10 WEST, NEW MEXICO PRINCIPAL MERIDIAN, COUNTY OF OURAY, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING at the section corner of Sections 12, 7, 13, & 18, a Del Mont Surveying monument in place; thence N00°52'50"E along east section line of said Section 12 a distance of 1137.01' to a rebar and cap (PLS 33645); thence leaving said east section line S66°27'55"W a distance of 482.62' to a rebar and cap (PLS 33645); thence N06°56'25"W a distance of 864.70' to a rebar and cap (PLS 33645); thence N27°21'30"E a distance of 980.20' to a rebar and cap (PLS 33645); thence S89°24'32"E a distance of 110.06' to the 1/4 corner of said sections 12 & 7 a BLM monument; thence N09°11'20"E a distance of 726.69' to a rebar and cap (PLS 33645); thence N03°37'27"W a distance of 584.93' to a rebar and cap (PLS 33645); thence S84°37'51"E a distance of 2144.88' to a rebar and cap (PLS 33645); thence S87°17'31"E a distance of 594.59' to a rebar and cap (PLS 33645); thence N46°57'56"E a distance of 281.52' to a rebar and cap (LS 12180); thence N54°21'59"E a distance of 144.69' to a rebar and cap (LS 12180); thence N15°29'04"E a distance of 351.31' to a rebar and cap (PLS 33645); thence N11°53'52"E a distance of 256.30' to a rebar and cap (PLS 33645); thence S86°13'07"E a distance of 634.67' to a rebar and cap (PLS 33645); thence S00°46'04"W a distance of 792.23' to the NE1/16 of said section 7 a rebar and cap (LS 12180); thence S00°45'42"W a distance of 1321.03' to the CE1/16 of said section 7 a rebar and cap (LS 12180); thence S00°47'16"W a distance of 1347.28' to the SE1/16 of said section 7 a rebar and cap (LS 12180); thence S00°39'24"E a distance of 3543.84' to a rebar and cap (PLS 33645); thence N88°43'38"W a distance of 1558.36' to a rebar and cap (PLS 33645); thence N05°02'47"W a distance of 1051.40' to a rebar and cap (PLS 33645); thence N84°52'43"W a distance of 1022.57' to a rebar and cap (PLS 33645); thence N00°35'14"W a distance of 1190.93' to a rebar and cap (PLS 33645); thence N86°44'20"W a distance of 1257.57' to section corner of said Sections 12, 7, 13, & 18 which is the point of beginning, having an area of 491.000 acres MORE OR LESS.

Attachment “C” to BOCC Resolution 2008-030
(Legal Description of Eldred Family Ranch Property)



Legal Description

A tract of land situated in Sections 1, 2, 10, 11, 12, 14, 15, 16 and 17, Township 46 North, Range 10 West, N.M.P.M. and Section 6 Township 46 North, Range 9 West, N.M.P.M., Ouray and Montrose Counties, State of Colorado, more particularly described as follows:

Beginning at the Northwest corner of said Section 10; Thence S 86°58'15"E 2743.39 Ft along the north line to the North 1/4 corner of said Section 10; Thence S 87°07'21"E 2750.27 Ft. along the north line to the Northeast corner of said Section 10; Thence S 89°04'57"E 2732.23 Ft. along the north line of said Section 11 to the North 1/4 corner of said Section 11; Thence S 89°15'37"E 1369.62 Ft. along the north line of Section 11 to the Southwest corner of the SE1/4SE1/4 of said Section 2; Thence N 03°52'47"E 1331.14 Ft. to the Northwest corner of the SE1/4SE1/4 of said Section 2; Thence S 89°31'02"E 1356.64 Ft. to the Northeast corner of the SE1/4SE1/4 of said Section 2; Thence N 03°18'34"E 1336.57 Ft. along the west line to the West 1/4 corner of said Section 1; Thence N 03°14'37"E 2660.01 Ft. along the west line to the Northwest corner of said Section 1; Thence N 89°32'30"E 2648.44 Ft. along the north line to the North 1/4 corner of said Section 1; Thence N 89°38'25"E 2638.43 Ft. along the north line to the Northeast corner of said Section 1; Thence N 89°50'14"E 1624.46 Ft. along the north line to the Northeast corner of Government Lot IV of said Section 6; Thence S 03°58'15"W 1168.25 Ft. along the west line to the Southwest corner of Government Lot IV of said Section 6; Thence S 88°49'49"E 1245.49 Ft. along the north line of the SE1/4NW1/4 of said Section 6 also being the north line of Tract 6 of the McWhirter Subdivision to the centerline of Government Springs Road (Ouray County Road No. 11); Thence 256.37 Ft. along said centerline on the arc of a curve to the left having a radius of 1400.00 Ft., a central angle of 10°29'31" and a chord of S 32°13'16"W 256.01 Ft.; Thence S 26°38'31"W 271.66 Ft. along said centerline; Thence 143.47 Ft. along said centerline on the arc of a curve to the left having a radius of 300.00 Ft. a central angle of 27°24'01" and a chord of S 13°16'31"W 142.10 Ft.; Thence S 00°25'30"E 205.75 Ft. along said centerline; Thence 42.42 Ft. along said centerline on the arc of a curve to the left having a radius of 200.00 Ft., a central angle of 12°09'11" and a chord of S 06°30'05"E 42.34 Ft.; Thence S 12°34'41"E 114.77 Ft. along said centerline; Thence 51.19 Ft. along said centerline on the arc of a curve to the right having a radius of 200.00 Ft., a central angle of 14°39'58" and a chord of S 05°14'42"E 51.05 Ft.; Thence S 02°05'17"W 121.22 Ft. along said centerline to the north line of Tract 7 of said McWhirter Subdivision; Thence S 88°51'35"E 1234.58 Ft. along the north line to the Northeast corner of said Tract 7; Thence S 01°08'25"W 600.00 Ft. along the east line of said Tract 7 to an angle point; Thence S 32°06'07"W 1388.03 Ft. along the east line of said Tract 7 to a Boundary Agreement Line between Billorado Properties and Madri Holding, Inc. as recorded under Reception No. 164882 in the Ouray County Recorder's Office; The following 19 courses are along said Boundary Agreement line:
Thence N 86°57'51"W 382.28 Ft.;
Thence N 04°16'50"E 1342.21 Ft.;

Page 2
Legal Description

Thence N 87°07'50"W 1050.05 Ft.;
Thence S 00°33'42"E 411.48 Ft.,
Thence S 01°24'52"E 575.75 Ft.;
Thence S 00°54'29"E 304.32 Ft.;
Thence S 88°53'31"W 415.27 Ft.;
Thence S 89°00'29"W 275.13 Ft.;
Thence S 89°00'55"W 382.63 Ft.;
Thence S 88°33'19"W 661.70 Ft.;
Thence S 06°00'03"W 1071.55 Ft.;
Thence S 67°59'09"W 530.21 Ft.;
Thence S 89°14'00"W 2212.01 Ft.;
Thence S 89°14'00"W 2747.58 Ft.;
Thence S 05°27'46"W 3922.17 Ft.;
Thence S 00°19'27"E 1214.42 Ft.;
Thence S 44°10'35"W 102.61 Ft.;
Thence N 89°39'11"W 3938.61 Ft.;
Thence S 01°29'01"W 2261.19 Ft. to a Second Boundary Agreement Line between
Russell A. Gerdin and J.V. Partners L.P. as recorded under Reception No.
174021 in the Ouray County Recorder's office; Thence S 44°01'47"W
442.04 Ft. along said Second Boundary Agreement line to the First Boundary Agreement
line under said Reception No. 164882; Thence S 86°34'34"W 1008.29 Ft. along said First
Boundary Agreement line; Thence N 88°37'42"W 5165.19 Ft. along said First Boundary
Agreement line; Thence S 00°11'54"E 1333.22 Ft. along said First Boundary Agreement
line; Thence S 89°09'12"W 14.70 Ft. to the Northeast corner of the S1/2S1/2 of said
Section 16; Thence S 89°09'12"W 5341.36 Ft. along the north line to the Northwest
corner of the S1/2S1/2 of said Section 16; Thence S 87°34'10"W 58.28 Ft. to the East
Right-Of-Way of Dave Wood Road (Forest Service Road No. 510); Thence N
00°02'20"W 788.03 Ft. along said R.O.W.; Thence N 01°18'11"E 745.27 Ft. along said
R.O.W.; Thence N 00°31'30"W 561.57 Ft. along said R.O.W.; Thence 196.44 Ft. along
said R.O.W. on the arc of a curve to the right having a radius of 1170.00 Ft. a central
angle of 09°37'11" and a chord of N 04°17'06"E 196.21 Ft.; Thence N 09°05'41"E 280.40
Ft. along said R.O.W.; Thence 91.64 Ft. along said R.O.W. on the arc of a curve to the
right having a radius of 360.00 Ft., a central angle of 14°35'08" and a chord of
N 16°23'15"E 91.40 Ft.; Thence N 23°40'49"E 24.03 Ft. along said R.O.W.; Thence
187.78 Ft. along said R.O.W. on the arc of a curve to the right having a radius of 550.00
Ft., a central angle of 19°33'42" and a chord of N 33°27'40"E 186.87 Ft.; Thence N
43°14'31"E 218.96 Ft. along said R.O.W. to the north line of the N1/2N1/2 of said
Section 16; Thence N 89°46'10"E 4402.31 Ft. along the north line of the N1/2N1/2 of
said Section 16; Thence N 00°32'49"E 406.96 Ft.; Thence N 89°45'39"E 652.60 Ft. to the
west line of said Section 15; Thence N 00°00'45"E 668.52 Ft. along the west line to the
Northwest corner of said Section 15; Thence N 00°09'30"W 1347.36 Ft. along the west

line to the Northwest corner of the SW1/4SW1/4 of said Section 10; Thence N
00°00'08"W 1347.42 Ft. along the west line to the West 1/4 corner of said Section 10;
Thence N 00°44'40"W 2677.79 Ft. along the west line of said Section 10 to the Point of
Beginning containing 2978.854 Acres more or less.

Dasis of Bearing is the Government bearing of S 08°18'00"W between the East 1/4 corner
and the Northeast corner of Section 11, T46N, R10W, N.M.P.M.

Note: This legal description is intended to be common with, and update the description of
a tract of land described under Reception No. 168660 and a Boundary Survey Plat under
Reception No. 168659 in the Ouray County Recorder's Office excepting a Boundary
Agreement between Russell A. Gerdin and J.V. Partners L.P. reducing the original tract of
land by 1.03 Acres more or less. An identical plat is also filed in Book 13 at page 321 in
the Montrose County Recorder's Office.