



SPECIAL WARRANTY DEED

North Pueblo, LLC, a Nevada limited liability company ("Grantor"), for the consideration of TEN and no/100 Dollars (\$10.00), in hand paid, hereby sells and conveys to **Pueblo Springs Ranch, LLC**, a Nevada limited liability company, ("Grantee") whose street address is 5440 West Sahara Avenue, 3rd Floor, Las Vegas, NV 89146 the real property located in the County of Pueblo, State of Colorado and more particularly described on Exhibit A attached hereto, with all its appurtenances, and warranties the title against all persons claiming under Grantor except as set forth on Exhibit B attached hereto.

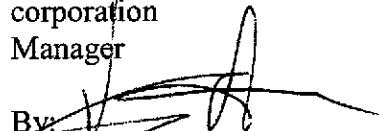
Signed this 7th day of August, 2007.

North Pueblo, LLC,
a Nevada limited liability company

By: OneCap Partners MM, Inc., a Nevada
corporation

Its: Manager

By:


Vince Hesser, President

State of Nevada
County of Clark } ss.

On this 7th day of August, 2007, before me,
the undersigned, a Notary Public, personally appeared Vince Hesser

known to me, or proved to me on the basis of satisfactory evidence, to be the
person(s) named in the within document, and acknowledged that he
executed it.

Signed Theresa Scott
Notary Public

Notary stamp/seal:





EXHIBIT A

Township 18 South, Range 64 West of the 6th P.M., in Pueblo County, Colorado

Section 4: All

Section 5: All

Section 6: E1/2, excepting therefrom that portion of the SE1/4 lying West of Overton Road.

Section 7: SE1/4NE1/4, N1/2NE1/4

Section 8: E1/2, NW1/4

Section 9: All

Section 16: All

Section 17: S1/2NE1/4, NE1/4NE1/4, SE1/4SW1/4, SE1/4

Section 20: S1/2, NE1/4, E1/2NW1/4

Section 21: All

Section 28: All

Section 29: All

Section 30: S1/2NW1/4, SW1/4, NW1/4SE1/4, lying East of the Easterly right of way line of the Denver and Rio Grande Western Railroad, and all that part of the SW1/4SE1/4 described in deed recorded in Book 119 at Page 623 of the Pueblo County records more particularly described as follows:

Beginning at a cedar post four inches by seven inches in Section and two feet long, set firmly in the ground whence six magnetic variation 13° 10' east the center of a cottonwood tree, 4 feet in diameter, blazed 4 feet from the ground on the west side and situated about 50 feet south of the right bank of the Fontaine Qui Bouille and about 50 feet west of the Lincoln Ditch bears S 75° E, and is distant 110 feet and a post of the Denver & Rio Grande R W Companys said to mark the NW corner of the SW 1/4 of the SE 1/4 of Section 30 in Township 18 South of Range 64 West of the public surveys in said County of Pueblo bears west and is distant 554.5 feet; thence S 21° 40' E 544.8 feet to a cedar post 4 inches by 5 inches by 2 feet the east 40 feet to a cedar post 3 inches by 5 inches by 2 feet whence the center of the Cottonwood Tree 14 inches in diameter situated about 12 feet west of the Lincoln Ditch and blazed on the east side bears S 74 ° W and is distant 26.8; thence N 70° 5' E 511 feet thence west 304.14 feet to a place of beginning.

Excepting therefrom the following described parcels:

The tract described as rectangular tract within the SW1/4SW1/4 of Section 30 lying



Easterly of and adjacent to the present right-of-way of the Denver and Rio Grande Western Railroad Co. and bounded as follows: Beginning at a point on the Easterly right-of-way line of said railroad company, 55 feet Easterly at right angles from the center line of the present operated main track of the Pueblo Division of said railroad company opposite a point in said center line, a distance of 497.2 feet Northerly from its intersection with the South line of said Section 30; said point being about 918 feet East of and about 495 feet North from the Southwest corner of said Section 30; thence approximately 85° 19' West along said Easterly right-of-way line and parallel with said main tract 150 feet; thence 90° right 55 feet; thence 90° right 150 feet; thence 90° right 50 feet to the Point of Beginning.

AND all that portion of the North 330 feet of the S1/2NW1/4 of Section 30, lying North of the following described line and East of the Easterly right-of-way line of the Denver and Rio Grande Western Railroad Co. described as follows: Beginning at a point which is the Northeast corner of the SE1/4NW1/4 of Section 30; thence North 89° 32' 30" West, a distance of 199.9 feet; thence South 77° 30' 30" West, a distance of 286.8 feet; thence North 80° 21' 44" West, a distance of 690.44 feet; thence South 34° 28' 21" West, a distance of 18.2 feet; thence South 89° 52' 11" West, a distance of 706.5 feet; more or less to the Easterly right-of-way of the Denver and Rio Grande Western Railroad Co., from which point the Northeast corner of the SE1/4NW1/4 of said Section 30 bears South 88° 56' 58" East, a distance of 1,877.6 feet.

Section 31: E1/2SE1/4, N1/2, SW1/4, W1/2SE1/4, lying East of the Easterly right of way line of the Denver and Rio Grande Western Railroad.

Excepting therefrom Parcel B of Subdivision Exemption No. 99-008, as conveyed in deed recorded December 16, 1999 at Reception No. 1312084.

And also excepting therefrom that portion conveyed to Pueblo County in Warranty Deed recorded May 12, 1993 in Book 2655 at Page 663.

Section 32: All, excepting therefrom that portion conveyed to Pueblo County in Warranty Deed recorded May 12, 1993 in Book 2655 at Page 663.

Section 33: All

Excepting from the foregoing that portion of said Sections 4, 5, 6, and 9 conveyed to Public Service Company of Colorado in deed recorded January 2, 1974 in Book 1769 at Page 697.

But also including those easements for agricultural use and operation, sewer and water lines, and other underground utilities and roads over and across that portion of said Sections 4, 5, 6, and 9 reserved in deed recorded January 2, 1974 in Book 1769 at Page 697.

And also including a non-exclusive right of way not exceeding 60 feet in width over



an existing road running east and west on or in the general location of the common section lines of the south section lines of Sections 34 and 35, Township 18 South, Range 64 West of the 6th P.M., and the north section lines of Sections 2 and 3, Township 19 South, Range 64 West of the 6th P.M., said right of way and road lying west of a point in which the road intersects with a Colorado Interstate Gas Company underground pipeline right of way, as described in Deed recorded July 21, 1992 in Book 2604 at Page 207.

Township 19 South, Range 63 West of the 6th P.M., in Pueblo County, Colorado.

Section 4: S1/2

Section 5: S1/2

Section 6: All

Section 7: All

Section 8: All

Section 9: NW1/4

Section 17: N1/2, SW1/4, SE1/4SE1/4, W1/2SE1/4

Section 18: All

Section 19: All

Section 20: All

Section 21: S1/2, NW1/4

Section 31: W1/2

Excepting from the foregoing that portion of said Sections 6, 7, 8, 17, 20 and 21 conveyed to Public Service Company of Colorado in deed recorded January 2, 1974 in Book 1769 at Page 697.

But also including those easements for agricultural use and operation, sewer and water lines, and other underground utilities and roads over and across that portion of said Sections 6, 7, 8, 17, 20 and 21 reserved in deed recorded January 2, 1974 in Book 1769 at Page 697.

Township 19 South, Range 64 West, of the 6th P. M., in Pueblo County, Colorado.

Section 1: All;



Excepting from the foregoing that portion of said Section 1 conveyed to Public Service Company of Colorado in deed recorded January 2, 1974 in Book 1769 at Page 697.

But also including those easements for agricultural use and operation, sewer and water lines, and other underground utilities and roads over and across that portion of said Section 1 reserved in deed recorded January 2, 1974 in Book 1769 at Page 697.

Section 2: All

Section 3: All

Section 4: All

Section 5: E1/2, NW1/4, NE1/4SW1/4

Section 10: All

Section 11: All

Section 12: All

Section 13: All

Section 14: All

Section 22: E1/2W1/2NE1/4, E1/2NE1/4, SE1/4

Section 23: All

Section 24: All

Section 25: All

Section 26: All

Section 27: E1/2

Section 34: NE1/4

Section 35: N1/2



EXHIBIT B

EXCEPTIONS

6. Taxes and assessments for the year 2006 and subsequent years, not yet due and payable.
8. Rights of the public in and to the continued use of Overton, Pace and Pinion Roads.
12. Easement granted to Ford, Bacon & Davis for pipeline as contained in document recorded October 18, 1927 in Book 675 at Page 464.
13. Easement granted to Ford, Bacon & Davis for pipeline as contained in document recorded October 18, 1927 in Book 675 at Page 486.
14. Easement granted to Ford, Bacon & Davis for pipeline as contained in document recorded December 5, 1927 in Book 682 at Page 173.
15. Easement granted to Colorado Interstate Gas Company as contained in document recorded February 19, 1931 in Book 743 at Page 81.
16. Easement granted to Colorado Interstate Gas Company as contained in document recorded February 19, 1931 in Book 743 at Page 82.
17. Easement granted to Colorado Interstate Gas Company as contained in document recorded September 7, 1951 in Book 1163 at Page 544.
18. Easement granted to the American Telephone and Telegraph Company as contained in document recorded November 12, 1952 in Book 1196 at Page 558.
19. Easement granted to the American Telephone and Telegraph Company as contained in document recorded November 12, 1952 in Book 1196 at Page 560.
20. Easement granted to the American Telephone and Telegraph Company as contained in document recorded November 12, 1952 in Book 1196 at Page 561.
21. Easement granted to the Southern Colorado Power Company as contained in document recorded May 13, 1953 in Book 1210 at Page 85.
22. Easement granted to Mountain View Electric Association as contained in document recorded July 29, 1965 in Book 1574 at Page 210.
23. Easement granted to Western Power & Gas Company, Inc., as contained in document recorded August 19, 1965 in Book 1576 at Page 88.



24. Easement granted to Colorado Interstate Gas Company as contained in document recorded January 25, 1971 in Book 1684 at Page 387.
25. Easement granted to Central Telephone & Utilities Corporation as contained in document recorded March 28, 1973 in Book 1744 at Page 603.
26. Easement granted to Mountain View Electric Association as contained in document recorded April 30, 1973 in Book 1747 at Page 616.
27. Easement granted to The Mountain States Telephone and Telegraph Company as contained in document recorded June 12, 1974 in Book 1784 at Page 584.
28. Easement granted to Mountain View Electric Association as contained in document recorded February 17, 1976 in Book 1838 at Page 381.
29. Easement granted to Colorado Interstate Gas Company as contained in document recorded March 6, 1978 in Book 1924 at Page 898.
30. Easement granted to Mountain View Electric Association as contained in document recorded March 12, 1979 in Book 1976 at Page 79.
31. Intentionally Deleted.
32. Easement granted to Mountain View Electric Association as contained in document recorded November 22, 1982 in Book 2135 at Page 74.
33. Easement granted to Colorado Interstate Gas Company as contained in document recorded January 28, 1983 in Book 2144 at Page 597.
34. Access easement as shown and set forth on the Baculite Mesa Estates Boundary Survey & Access Road Easements (amended) recorded September 6, 1983 in Book 2168 at Page 925.
35. Reservation of right of way for existing road as contained in Deed recorded July 21, 1992 in Book 2604 at Page 207.
36. Easement granted to the City of Colorado Springs, a municipal corporation, for data collection platforms, as contained in document recorded July 7, 1995 in Book 2815 at Page 249.
37. Easement as contained in Easement Agreement with Level 3 Communications, LLC, recorded July 20, 1999 at Reception No. 99115798.



38. Easements as shown or set forth on Subdivision Exemption No. 99-008, recorded December 7, 1999 at Reception No. 1310759.
39. Easement granted to Level 3 Communications, LLC, for access roadway, as contained in document recorded December 16, 1999 at Reception No. 1312083.
40. Easement granted to Mountain View Electric Association, Inc., as contained in document recorded June 11, 2002 at Reception No. 1443846 and July 12, 2002 at Reception No. 1448883.
41. Intentionally Deleted.
42. Easement granted to Mountain View Electric Association, Inc., as contained in document recorded June 24, 2005 at Reception No. 1626182.
43. Reservation by the State of Colorado of all materials, ores, and metals of any kind and character, and all coal, asphaltum, oil, gas, or other like substances, in Patent recorded July 25, 1974 in Book 1789 at Page 19 (Section 16, 18-64).
44. Mineral Deed to AZL Petroleum Corp. of all oil and gas rights, recorded July 14, 1978 in Book 1942 at Page 921, and further conveyance to The Baca Corporation in mineral deed recorded February 11, 1988 in Book 2385 at Page 839.
45. Right of way for ditch as contained in document recorded March 11, 1941 in Book 903 at Page 139 more particularly described as follows:

A strip of land 25 feet in width in Section 30 TWP 18S, R. 64 W 6th P.M. the center line being described as follows: Beginning at a point in the SE ¼ of Section 19 whence the SW corner of said section 30 bears S 17° 50' E 5765 feet; thence in a southerly direction 4335 feet more or less to an intersection with the south line of the NW1/4SE1/4 of said Section 30 at a point approximately 210 feet east of the center line of Section 30, and,

A strip of land 25 feet in width in Section 31 TWP 18S, R. 64 W 6th P.M. the center line being described substantially as follows: Beginning at a point in the North line of said Section 31 whence NE corner of said Section bears S 89° 56' E 2329.6 feet; thence in a southerly and southwesterly direction 7439 feet to an intersection with the south line of said Section 31 at distance of 69 feet west of the SW corner SE ¼ SW1/4 said Section.

46. Easements granted to Colorado Interstate Gas Company as contained in Right of Way Agreement recorded May 6, 1966 in Book 1594 at Page 885.



47. Easement granted to American Telephone & Telegraph Company as contained in document recorded April 30, 1979 in Book 1983 at Page 16 and in document recorded October 29, 1979 in Book 2009 at Page 150.
48. Easement granted to Mountain View Electric Association, Inc., as contained in Corrective Grant of Right of Way recorded July 30, 1991 in Book 2553 at Page 159.
49. Rights of parties in possession as set forth in the following unrecorded instruments:
 - A. Business Lease Agreement, dated July 1, 2004, between Alexander McCulloch, as landlord, and Travis Orcutt, as tenant;
 - B. Grass Sale Agreement, dated January 7, 2006, between A.T. McCulloch, as land owner, and E.M. Troyer, as cattle manager; and
 - C. Hunting Rights License, dated September ___, 2006, between CO Partners I, LLC, a Colorado limited liability company, as licensor, and Mark Hinton, as licensee.