



SPECIAL WARRANTY DEED

THIS DEED, Made this 31st day of October, 2007, between
BACULITE MESA, LLC, a Colorado limited liability company ("Grantor"), whose legal
address is 5040 Acoma, Denver, CO 80216, and PUEBLO SPRINGS
RANCH, LLC, a Nevada limited liability company, whose legal address is
5440 West Sahara Ave., ("Grantee"):
3rd Floor Las Vegas NV 89146

SDF 17.50

WITNESSETH, That Grantor, for and in consideration of the sum of TEN
DOLLARS (\$10.00) and other good and valuable consideration, the receipt and
sufficiency of which are hereby acknowledged, has granted, bargained, sold and
conveyed, and by these presents does grant, bargain, sell, convey and confirm, unto
Grantee, its successors and assigns forever, all the real property, together with
improvements, if any, situate, lying and being in the said County of Pueblo and State of
Colorado, as more particularly described on Exhibit "A" attached hereto (the
"Property");

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

TO HAVE AND TO HOLD the Property, with the appurtenances, unto
Grantee, its successors and assigns forever. And Grantor, for itself, and its successors,
does covenant, grant, bargain, and agree to and with Grantee, its successors and assigns,

STATE DOCUMENTARY FEE PUEBLO COUNTY
\$ 17.50

FAINT

H01876C9 \$141.00



that at the time of the delivery of these presents, the Property is free and clear from all liens and encumbrances created by, or arising from any indebtedness of, Grantor.

SUBJECT TO taxes for the year of sale, covenants, conditions, easements, rights-of-way and reservations of record, including those contained in this Deed.

RESERVATIONS

RESERVING TO Grantor and its successors and assigns, for the benefit of land owned by Grantor described on Exhibit "B" attached hereto (the "Grantor Property"), the right, privilege and power to enforce the following covenants, agreements, rights, and restrictions imposed upon the Property, and Grantee and its successors and assigns regarding the use and sale or transfer of the Property:

1. Grantor Property. All of the covenants, agreements, rights and restrictions imposed herein upon the Property are for the benefit of the Grantor Property.
2. Easements; Use of the Property.
 - (a) Existing Use Easement. Grantor hereby reserves unto itself and its successors and assigns an exclusive, transferrable, temporary easement on, over, under, across and through the Property, for the purpose of using the Property for all existing and historic uses thereof, including without limitation, agricultural uses, ranching, grazing and sand and gravel excavation and reclamation to the extent sand and gravel excavation is conducted on the Property pursuant to existing permits therefor (the "Existing Use Easement"). Without limiting the generality of the foregoing, the Existing Use Easement shall include the right to utilize, maintain, remove, relocate and replace existing fences, roads and rights-of-way on the Property, and Grantee shall not, during the term of the Existing Use Easement, remove, relocate or otherwise disturb any

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fences, roads or rights-of-way now located on the Property or in the future relocated and replaced on the Property by Grantor. The Existing Use Easement shall automatically terminate if and when all of the following events have occurred: the Property is conveyed to the City of Pueblo, Colorado; the real property described on Exhibit "C" attached hereto (the "Grantee Property") is annexed to the City of Pueblo, Colorado; and the Grantee Property is zoned as a Planned Unit Development.

(b) Development Easements. Grantor reserves unto itself and its successors and assigns perpetual, transferrable and non-exclusive easements on, over, under, and across the Property, for access, ingress and egress to and from the Grantor Property, and the construction, installation, maintenance, repair and replacement of roads, utilities, drainage, and infrastructure improvements, which are reasonably necessary or required by or for any development or subdivision of the Grantor Property (the "Development Easements").

(c) Grantee's Use of the Property. Grantee may use the Property for any use which does not unreasonably interfere with Grantor's development of the Grantor Property, including Grantor's installation of roads, utilities, drainage facilities, and infrastructure improvements on, over, across, and under the Property as reasonably necessary or required by or for any development or subdivision of the Grantor Property.

(d) Fence Easement. Within ninety (90) days of written demand from Grantor, Grantee, at its cost, shall move the fence currently on the Property so that the fence is on the boundary of the Grantor Property. The fence shall be a four wire barbwire fence and the materials, quality and condition of the fence shall be at least

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as good as that of the existing fence. Grantor reserves unto itself and its successors and assigns a perpetual, transferable and non-exclusive easement on, over, under and across that portion of the Property lying within ten feet of the boundary of the Grantor Property for the purpose of installing, maintaining or repairing fences, fence posts, gates and cattle guards around the perimeter of the Grantor Property.

3. Reservation of Water Rights. Grantor reserves unto itself all water and water rights, whether decreed or undecreed, tributary, non-tributary, or otherwise, surface or underground, and all ditches and ditch rights, water and ditch company stock, reservoirs and reservoir rights, wells and well permits, and all other water and water rights, on, through or under, associated with, appurtenant to, or used in connection with the Property.

GRANTEE COVENANTS

IN CONSIDERATION of the sale of the Property from Grantor to Grantee, Grantee covenants and agrees that the real property described on Exhibit "C" attached hereto (the "Grantee Property") and the Property shall be subject to the following notices, agreements and covenants:

(a) Grantor currently has a special use permit issued by Pueblo County, Colorado (Permit No. 671), which permits Grantor to extract and process natural deposits on that portion of the Grantor Property specified in the special use permit. Grantor intends to continue its natural deposit extractions and may in the future process those natural deposits on the Grantor Property. Grantor uses open-pit mining for the extraction of natural deposits. Grantor may obtain additional permits in the future to extract natural deposits from other portions of the Grantor Property and may use any

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portion of the Grantor Property for processing. Grantee shall not object, protest, contest, intervene or otherwise interfere with any existing or future permit or application for any permit to extract and process natural deposits on the Grantor Property. Grantor may continue extraction and processing operations until all natural deposits are exhausted or until Grantor and its successors and assigns elect to terminate such operations. Grantee shall include notice of this covenant on each and every recorded plat of all or any portion of the Grantee Property and Property.

(b) Grantee shall not object, protest, contest, intervene or otherwise interfere with any future annexation of the Grantor Property to the City of Pueblo, Colorado.

(c) The master plan and annexation agreement for the Grantee Property and Property shall provide for a roadway and utility corridor which will provide access to the Grantor Property.

MUTUAL COVENANTS

FURTHER, Grantor and Grantee covenant and agree that Grantee shall develop the Grantee Property and Property, and Grantor shall develop the Grantor Property in a manner to permit mutual access and use of roads, drainage facilities and easements and utilities and utility easements between the Grantor Property, the Property, and the Grantee Property. Roads, drainage facilities and easements, and utilities and utility easements shall be dedicated to the public. If Grantee or Grantor constructs or dedicates any road, drainage facility, drainage easement, utility or utility easement upon its land, which lies within one thousand feet of the boundary of the Property, the developer, at its cost, shall either (i) extend the road, drainage facility and/or easement

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and utility and/or utility easement to the boundary of the Property; or (ii) grant easements to permit roads, drainage facilities, drainage easements, utilities, and utility easements to be extended from the undeveloped property to connect to those on the developed property. All roads and drainage facilities created and utilities installed upon the Grantee Property, Grantor Property and Property shall be of sufficient size to accommodate future use of adjacent areas on the other property. Neither Grantor nor Grantee shall request or require from the other any cost recovery, as provided in the ordinances of the City of Pueblo, for connection to any such roadways, drainage facilities, or utilities. Any cost recovery implemented by the Pueblo Board of Waterworks, regardless of name, shall also be waived by Grantee and Grantor with respect to each other. If the Board of Waterworks refuses to waive cost recovery, the party receiving such cost recovery shall forthwith reimburse the paying party all such cost recovery funds which the Board of Waterworks collected from the other party.

GENERAL PROVISIONS

Run With The Land. All of the foregoing covenants, agreements, rights and restrictions shall be appurtenant to and for the benefit of all portions of the Property, the Grantor Property and the Grantee Property and shall be a burden on the Property, the Grantor Property and the Grantee Property, and all portions thereof, and shall run with the land. All of the foregoing covenants, agreements, rights and restrictions shall inure to the benefit of and be binding upon Grantor and Grantee and their respective successors, transferees and assigns.

Severability. If any clause, sentence or other portion hereof is held to be invalid by any court, the same shall not affect the validity of the remaining provisions of

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this Deed, and all remaining provisions shall continue unimpaired and in full force and effect.

Venue, Jurisdiction, Waiver of Jury Trial. VENUE FOR ANY ACTION, PROCEEDINGS OR OTHER LITIGATION OF ANY TYPE BROUGHT BY EITHER PARTY AGAINST THE OTHER PARTY FOR THE ENFORCEMENT OR INTERPRETATION OF THE COVENANTS, AGREEMENTS, RIGHTS, OR RESTRICTIONS IN THIS DEED (THE "LITIGATION") SHALL BE PUEBLO COUNTY, COLORADO. ALL SUCH LITIGATION SHALL BE FILED IN THE DISTRICT COURT OF THE TENTH JUDICIAL DISTRICT OF COLORADO, AND GRANTOR AND GRANTEE SUBMIT TO THE JURISDICTION OF SAID DISTRICT COURT. GRANTOR AND GRANTEE WAIVE THEIR RESPECTIVE RIGHTS TO A TRIAL BY JURY IN ANY SUCH LITIGATION, AND GRANTOR AND GRANTEE AGREE THAT ANY SUCH LITIGATION IS TO BE TRIED BY A COURT TRIAL WITHOUT A JURY.

Exhibits. All of the exhibits attached hereto are hereby incorporated herein by reference.

Attorneys' Fees. In the event of any Litigation arising under this Deed, the prevailing party in such Litigation shall be entitled to recover its cost and expenses (including reasonable attorneys' fees, court costs and litigation-related expenses) in addition to any other relief granted in such Litigation.

Binding Effect. Grantor and Grantee and their respective successors and assigns acknowledge that the covenants, agreements, rights, reservations and restrictions contained in this Deed are a material part of the consideration for this transaction, that

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they are both reasonable and legally binding, and that without them, Grantor would not have delivered, and Grantee would not have accepted, this Deed.

No Partnership. The covenants and agreements contained herein do not represent a joint venture between Grantor and Grantee or a partnership or other business relationship. Each party shall be and remain responsible for its own actions in the development of its own property with no liability attaching to the other party for any such actions.

IN WITNESS WHEREOF, Grantor and Grantee have caused this Deed to be executed on the day and year first above written.

GRANTOR:

BACULITE MESA, LLC, a
Colorado limited liability company

By: Duane Hayes
Name: Duane Hayes
Its: Member

STATE OF COLORADO)

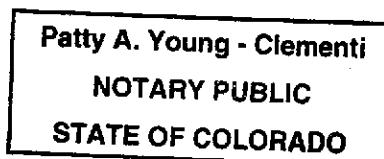
) ss.

COUNTY OF EL PASO)

The foregoing instrument was acknowledged before me this 5th day of
November, 2007, by Duane Hayes, the
Member of Baculite Mesa, LLC, a Colorado limited liability company, on
behalf of the company.


Notary Public

My Commission Expires:



My commission expires 06/04/2010





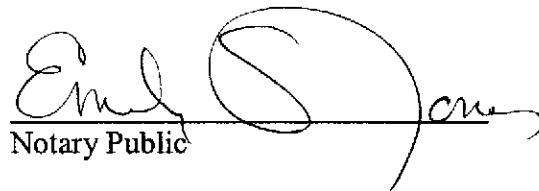
GRANTEE:

PUEBLO SPRINGS RANCH, LLC, a
Nevada limited liability company

By: 

STATE OF COLORADO)
) ss.
COUNTY OF EL PASO)

The foregoing instrument was acknowledged before me this 2nd day of
November, 2007, by Vincent Hesser, the
of Pueblo Springs Ranch, LLC, a Nevada limited liability
company.


Emily S. Kraemer
Notary Public

My Commission Expires:

3-6-2011

When recorded, return to:

John S. Benson, Esq.
Kraemer, Kendall & Benson, LLC
430 North Tejon, Suite 300
Colorado Springs, CO 80903

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EXHIBIT "A"

"LEGAL DESCRIPTION"

Portions of Sections 22, 27 and 34, Township 19 South, Range 64 West of the Sixth Principal Meridian, and within Sections 3 and 4, Township 20 South, Range 64 West of the Sixth Principal Meridian, County of Pueblo, State of Colorado. More Particularly Described as follows:

BEGINNING at the Northeast corner of the Southeast Quarter (SE $\frac{1}{4}$) of said Section 4; Thence along the East line of said Southeast Quarter (SE $\frac{1}{4}$), South 02°35'34" West, 1317.05 feet to a point; Thence leaving said East line, South 89°37'17" West, 20.03 feet to a point; Thence parallel said East line, North 02°35'34" East, 1372.17 feet to a point; Thence parallel with the South line of the Northwest Quarter (NW $\frac{1}{4}$) of said Section 3, North 89°47'21" East, 2659.73 feet to a point; Thence parallel with the East line of said Northwest Quarter (NW $\frac{1}{4}$), North 01°13'58" East, 1241.23 feet to a point; Thence North 49°26'49" West, 58.17 feet to a point; Thence parallel with said East line of said Northwest Quarter (NW $\frac{1}{4}$), North 01°13'58" East, 1312.22 feet to a point; Thence parallel with the East line of the Southwest Quarter (SW $\frac{1}{4}$) of said Section 34, North 00°08'03" East, 1544.45 feet to a point; Thence South 50°10'46" East, 32.49 feet to a point; Thence parallel with said East line of said Southwest Quarter (SW $\frac{1}{4}$), North 00°08'03" East, 1152.06 feet to a point; Thence parallel with the East line of the Northwest Quarter (NW $\frac{1}{4}$) of said Section 34, North 00°12'51" East, 1631.23 feet to a point; Thence South 69°14'18" West, 26.77 feet to a point; Thence parallel with said East line, North 00°12'51" East, 976.87 feet to a point; Thence parallel with the East line of the West Half (W $\frac{1}{2}$) of said Section 27, North 00°00'20" East, 5274.86 feet to a point; Thence parallel with the East line of the Southwest Quarter (SW $\frac{1}{4}$) of said Section 27, North 00°03'40" West, 1682.93 feet to a point; Thence North 89°56'20" East, 100.00 feet to the East line of said Southwest Quarter (SW $\frac{1}{4}$); Thence along said East line, South 00°03'40" East, 1682.99 feet to the Northeast corner of the West Half (W $\frac{1}{2}$) of said Section 27; Thence along the East line of said West Half (W $\frac{1}{2}$), South 00°00'20" West, 5275.10 feet to the Northeast corner of the Northwest Quarter (NW $\frac{1}{4}$) of said Section 34; Thence along the East line of said Northwest Quarter (NW $\frac{1}{4}$), South 00°12'51" West, 2598.64 feet to the Northeast corner of the Southwest Quarter (SW $\frac{1}{4}$) of said Section 34; Thence along the East line of said Southwest Quarter (SW $\frac{1}{4}$), South 00°08'03" West, 2676.67 feet to the Northeast corner of the Northwest Quarter (NW $\frac{1}{4}$) of said Section 3; Thence along the East line of said Northwest Quarter (NW $\frac{1}{4}$), South 01°13'58" West 2644.90 feet to the Southeast corner of said Northwest Quarter (NW $\frac{1}{4}$); Thence along the South line of said Northwest Quarter (NW $\frac{1}{4}$), South 89°47'21" West, 2696.03 feet to the POINT OF BEGINNING,

Which tract is described by reference to Portions of Lots 19, 37, 40, 41, 43, 46, 116, 117, 109, 108, 102 and 101 of recorded map labeled as Baculite Mesa Estates (Reception No. 724937, Book 2165 at page 457, recorded August 5, 1983), Baculite Mesa Estates – boundary survey and access road easements (amended) (Reception No. 727094, Book 2168 at page 925, recorded September 6, 1983) and engineer's statement recorded September 23, 1983 in Book 2171 at page 17,
County of Pueblo, State of Colorado

JK
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EXHIBIT "B"

Township 19 South, Range 64 West of the 6th Principal Meridian:

Section 33: All-EXCEPT tract of land deeded to Mountain Communications, Inc., recorded in Book 2662 at page 857, Instrument No. 1009587.

Section 34: The West half of the West half of the Northwest quarter and the West half of the Southwest quarter.

Township 20 South, Range 64 West of the 6th Principal Meridian:

Section 3: Northwest quarter and the South half of the Southeast quarter.

Section 4: North half of the Southeast quarter; the Northeast quarter and the North half of the Northwest quarter.

Township 19 South, Range 64 West of the 6th Principal Meridian:

Section 20: Southwest quarter and the West half of the Southeast quarter;

Section 27: West half;

Section 28: All;

Section 29: Northwest quarter; East half of the Southeast quarter and the Southeast quarter;

Section 32: Northeast quarter of the Northeast quarter;

Section 34: East half of the Southwest quarter; All of the Northwest quarter except the West half of the West half of the West half;

Section 15: All;

Section 20: East half of the East half;

Section 21: All;

Section 22: West half; West half of the West half of the Northeast quarter;

Which tract are described by reference to recorded map labeled as Baculite Mesa Estates (Reception No. 724937, Book 2165 page 457, recorded August 5, 1983), Baculite Mesa Estates - boundary survey and access road easements (amended) (Reception No. 727094, Book 2168 at page 925, recorded September 6, 1983) and engineer's statement recorded September 23, 1983, in Book 2171 at page 17. The tracts are more particularly described on said recorded maps as Lots 10 through 18, Lots 19 through 27, Lots 37 through 45, Lots 46 through 48, Lot 49 except that portion conveyed to Centel Corporation, a Kansas corporation by Decree recorded October 26, 1988 at Reception No. 874687 and Lots 50 through 54, Lots 91 through 117, Baculite Mesa Estates, County of Pueblo, State of Colorado.

EXCEPT PORTION DESCRIBED AS FOLLOWS:

Portions of Sections 22, 27 and 34, Township 19 South, Range 64 West of the Sixth Principal Meridian, and within Sections 3 and 4, Township 20 South, Range 64 West of the Sixth Principal Meridian, County of Pueblo, State of Colorado. More Particularly Described as follows:

BEGINNING at the Northeast corner of the Southeast Quarter (SE 1/4) of said Section 4;
Thence along the East line of said Southeast Quarter (SE 1/4), South 02°35'34" West, 1317.05 feet to a point;
Thence leaving said East line, South 89°37'17" West, 20.0J feet to a point;
Thence parallel said East line, North 02°35'34" East, 1372.17 feet to a point;
Thence parallel with the South line of the Northwest Quarter (NW 1/4) of said Section 3, North 89°47'21" East, 2659.73 feet to a point;
Thence parallel with the East line of said Northwest Quarter (NW 1/4), North 01°13'58" East, 1241.23 feet to a point;
Thence North 49°26'49" West, 58.17 feet to a point;
Thence parallel with said East line of said Northwest Quarter (NW 1/4), North 01°13'58" East, 1312.22 feet to a point;
Thence parallel with the East line of the Southwest Quarter (SW 1/4) of said Section 34, North 00°08'03" East, 1544.45 feet to a point;
Thence South 50°10'46" East, 32.49 feet to a point;
Thence parallel with said East line of said Southwest Quarter (SW 1/4), North 00°08'03" East, 1152.06 feet to a point;
Thence parallel with the East line of the Northwest Quarter (NW 1/4) of said Section 34, North 00°12'51" East, 1631.23 feet to a point;
Thence South 69°14'18" West, 26.77 feet to a point;
Thence parallel with said East line, North 00°12'51" East, 976.87 feet to a point;
Thence parallel with the East line of the West Half (W 1/2) of said Section 27, North 00°00'20" East, 5274.86 feet to a point;
Thence parallel with the East line of the Southwest Quarter (SW 1/4) of said Section 27, North 00°03'40" West, 1682.93 feet to a point;
Thence North 89°56'20" East, 100.00 feet to the East line of said Southwest Quarter (SW 1/4);
Thence along said East line, South 00°03'40" East, 1682.99 feet to the Northeast corner of the West Half (W 1/2) of said Section 27;
Thence along the East line of said West Half (W 1/2), South 00°00'20" West, 5275.10 feet to the Northeast corner of the Northwest Quarter (NW 1/4) of said Section 34;
Thence along the East line of said Northwest Quarter (NW 1/4), South 00°12'51" West, 2598.64 feet to the Northeast corner of the Southwest Quarter (SW 1/4) of said Section 34;
Thence along the East line of said Southwest Quarter (SW 1/4), South 00°08'03" West, 2676.67 feet to the Northeast corner of the Northwest Quarter (NW 1/4) of said Section 3;
Thence along the East line of said Northwest Quarter (NW 1/4), South 01°13'58" West 2644.90 feet to the Southeast corner of said Northwest Quarter (NW 1/4);
Thence along the South line of said Northwest Quarter (NW 1/4), South 89°47'21" West, 2696.03 feet to the POINT OF BEGINNING.

Which tract is described by reference to Portions of Lots 19, 37, 40, 41, 43, 46, 116, 117, 109, 108, 102 and 101 of recorded map labeled as Baculite Mesa Estates (Reception No. 724937, Book 2165 at page 457, recorded August 5, 1983), Baculite Mesa Estates - boundary survey and access road easements (amended) (Reception No. 727094, Book 2168 at page 925, recorded September 6, 1983) and engineer's statement recorded September 23, 1983 in Book 2171 at page 17, County of Pueblo, State of Colorado.



EXHIBIT "C"

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**LEGAL DESCRIPTION
PARCEL C "GRANTOR PROPERTY"**

BEING ALL OF THE NORTH HALF (N 1/2) OF SECTION 30, TOWNSHIP 19 SOUTH, RANGE 63 WEST OF
THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF PUEBLO, STATE OF COLORADO.

CONTAINING 329.981 ACRES OF LAND, MORE OR LESS.

MR
RJ

EXHIBIT "C"
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**LEGAL DESCRIPTION
PARCEL B1**

ALL THAT REAL PROPERTY LYING WITHIN PORTIONS OF TOWNSHIP 18 SOUTH, RANGE 64 WEST, AND WITHIN PORTIONS OF TOWNSHIPS 19 SOUTH, RANGE 63 WEST, AND ALSO WITHIN PORTIONS OF TOWNSHIP 19 SOUTH, RANGE 64 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF PUEBLO, STATE OF COLORADO, BOUNDED AND DESCRIBED AS FOLLOWS

COMMENCING AT THE SOUTHEAST CORNER OF SECTION 25, TOWNSHIP 19 SOUTH, RANGE 64 WEST, FROM WHENCE THE SOUTH QUARTER CORNER OF SAID SECTION 25 BEARS SOUTH $89^{\circ}46'56''$ WEST A DISTANCE OF 2647.80 FEET;
THENCE ALONG THE SOUTH LINE OF SAID SECTION 25, SOUTH $89^{\circ}46'56''$ WEST, 21.59 FEET TO A POINT;
THENCE LEAVING SAID SOUTH LINE, NORTH $00^{\circ}13'04''$ WEST, 21.50 FEET TO THE POINT OF BEGINNING;

THENCE SOUTH $89^{\circ}46'56''$ WEST, 2626.21 FEET TO A POINT;
THENCE SOUTH $89^{\circ}46'57''$ WEST, 2670.88 FEET TO A POINT;
THENCE SOUTH $00^{\circ}18'31''$ WEST, 2644.57 FEET TO A POINT;
THENCE SOUTH $89^{\circ}39'31''$ WEST, 2092.14 FEET TO A POINT;
THENCE NORTH $60^{\circ}14'26''$ WEST, 1730.57 FEET TO A POINT;
THENCE NORTH $66^{\circ}39'31''$ WEST, 1773.43 FEET TO A POINT;
THENCE NORTH $72^{\circ}31'07''$ WEST, 1465.23 FEET TO A POINT;
THENCE NORTH $56^{\circ}06'54''$ WEST, 1501.66 FEET TO A POINT;
THENCE NORTH $00^{\circ}00'20''$ EAST, 5012.51 FEET TO A POINT;
THENCE NORTH $00^{\circ}03'40''$ WEST, 2616.64 FEET TO A POINT;
THENCE SOUTH $89^{\circ}58'12''$ EAST, 659.12 FEET TO A POINT;
THENCE NORTH $00^{\circ}04'12''$ WEST, 2637.32 FEET TO A POINT;
THENCE SOUTH $89^{\circ}53'46''$ EAST, 1976.60 FEET TO A POINT;
THENCE NORTH $00^{\circ}25'10''$ WEST, 2654.36 FEET TO A POINT;
THENCE NORTH $00^{\circ}27'32''$ WEST, 2657.66 FEET TO A POINT;
THENCE NORTH $89^{\circ}48'20''$ WEST, 2653.52 FEET TO A POINT;
THENCE NORTH $89^{\circ}47'46''$ WEST, 2610.51 FEET TO A POINT;
THENCE NORTH $00^{\circ}18'12''$ WEST, 2605.68 FEET TO A POINT;
THENCE NORTH $00^{\circ}18'10''$ WEST, 2654.81 FEET TO A POINT;
THENCE SOUTH $89^{\circ}52'40''$ WEST, 2680.72 FEET TO A POINT;
THENCE SOUTH $89^{\circ}52'46''$ WEST, 2658.04 FEET TO A POINT;
THENCE SOUTH $89^{\circ}54'29''$ WEST, 2585.12 FEET TO A POINT;
THENCE NORTH $00^{\circ}08'21''$ WEST, 1319.87 FEET TO A POINT;
THENCE SOUTH $89^{\circ}53'05''$ WEST, 1320.38 FEET TO A POINT;
THENCE NORTH $00^{\circ}04'13''$ WEST, 1320.71 FEET TO A POINT;
THENCE NORTH $89^{\circ}50'39''$ WEST, 1364.49 FEET TO A POINT;
THENCE NORTH $00^{\circ}49'35''$ WEST, 2641.00 FEET TO A POINT;
THENCE SOUTH $89^{\circ}54'24''$ WEST, 4524.71 FEET TO A POINT;
THENCE NORTH $03^{\circ}22'26''$ EAST, 4994.83 FEET TO A NON-TANGENT CURVE TO THE LEFT CONCAVE WESTERLY;
THENCE NORtherly ALONG SAID CURVE, HAVING A RADIUS OF 3044.07 FEET, AND WHOSE LONG CHORD BEARS NORTH $00^{\circ}22'33''$ WEST AND HAS A CHORD LENGTH OF 469.28 FEET, THROUGH A CENTRAL ANGLE OF $08^{\circ}50'30''$, FOR AN ARC LENGTH OF 469.75 FEET TO A POINT OF NON-TANGENCY;
THENCE NORTH $04^{\circ}37'20''$ WEST, 279.58 FEET TO A POINT;
THENCE NORTH $85^{\circ}22'40''$ EAST, 55.00 FEET TO A POINT;
THENCE NORTH $07^{\circ}37'20''$ WEST, 193.00 FEET TO A POINT;
THENCE SOUTH $85^{\circ}22'40''$ WEST, 55.00 FEET TO A POINT;

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EXHIBIT "C"

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THENCE NORTH 04°37'25" WEST, 3097.06 FEET TO A NON-TANGENT CURVE TO THE LEFT CONCAVE
WESTERLY;

THENCE NORtherly ALONG SAID CURVE, HAVING A RADIUS OF 5801.18 FEET, AND WHOSE LONG
CHORD BEARS NORTH 09°21'58" WEST AND HAS A CHORD LENGTH OF 206.14 FEET, THROUGH A
CENTRAL ANGLE OF 02°02'10", FOR AN ARC LENGTH OF 206.15 FEET TO A POINT OF NON-
TANGENCY;

THENCE NORTH 89°10'21" EAST, 711.73 FEET TO A POINT;
THENCE NORTH 34°00'55" EAST, 15.69 FEET TO A POINT;
THENCE SOUTH 80°49'12" EAST, 681.19 FEET TO A POINT;
THENCE NORTH 77°10'52" EAST, 288.17 FEET TO A POINT;
THENCE SOUTH 89°50'39" EAST, 179.14 FEET TO A POINT;
THENCE SOUTH 00°11'18" WEST, 1281.27 FEET TO A POINT;
THENCE NORTH 89°51'55" EAST, 1308.90 FEET TO A POINT;
THENCE SOUTH 00°03'55" WEST, 1284.96 FEET TO A POINT;
THENCE SOUTH 89°44'13" WEST, 423.04 FEET TO A POINT;
THENCE SOUTH 07°42'41" EAST, 511.21 FEET TO A POINT;
THENCE SOUTH 89°36'28" WEST, 170.69 FEET TO A POINT;
THENCE NORTH 21°53'01" WEST, 545.52 FEET TO A POINT;
THENCE SOUTH 89°42'39" WEST, 579.91 FEET TO A POINT;
THENCE SOUTH 00°02'43" WEST, 1374.25 FEET TO A POINT;
THENCE NORTH 89°34'41" EAST, 2658.10 FEET TO A POINT;
THENCE NORTH 00°06'08" EAST, 2670.42 FEET TO A POINT;
THENCE NORTH 00°32'06" EAST, 2588.56 FEET TO A POINT;
THENCE NORTH 01°05'53" WEST, 2589.43 FEET TO A POINT;
THENCE NORTH 89°26'45" EAST, 1330.38 FEET TO A POINT;
THENCE NORTH 00°14'21" WEST, 2684.98 FEET TO A POINT;
THENCE NORTH 00°17'18" EAST, 1283.66 FEET TO A POINT;
THENCE NORTH 89°39'12" EAST, 1298.55 FEET TO A POINT;
THENCE NORTH 00°33'24" WEST, 2650.03 FEET TO A POINT;
THENCE NORTH 89°48'24" EAST, 1314.33 FEET TO A POINT;
THENCE NORTH 00°45'41" WEST, 1360.82 FEET TO A POINT;
THENCE NORTH 89°56'09" WEST, 1309.83 FEET TO A POINT;
THENCE NORTH 00°35'57" WEST, 2640.33 FEET TO A POINT;
THENCE SOUTH 89°55'14" WEST, 2651.93 FEET TO A POINT;
THENCE NORTH 89°08'49" WEST, 1302.58 FEET TO A POINT;
THENCE NORTH 01°18'15" WEST, 1328.14 FEET TO A POINT;
THENCE SOUTH 88°51'52" WEST, 1312.68 FEET TO A POINT;
THENCE NORTH 00°05'07" EAST, 1229.65 FEET TO A POINT;
THENCE NORTH 88°52'38" EAST, 327.00 FEET TO A POINT;
THENCE NORTH 10°55'44" WEST, 249.74 FEET TO A POINT;
THENCE NORTH 02°56'43" WEST, 1681.93 FEET TO A POINT;
THENCE NORTH 14°22'18" WEST, 225.85 FEET TO A POINT;
THENCE NORTH 25°27'05" WEST, 329.21 FEET TO A POINT;
THENCE NORTH 00°06'14" WEST, 328.71 FEET TO A POINT;
THENCE NORTH 88°12'06" EAST, 11.40 FEET TO A POINT;
THENCE SOUTH 89°24'52" EAST, 2607.29 FEET TO A POINT;
THENCE SOUTH 89°24'52" EAST, 5278.35 FEET TO A POINT;
THENCE SOUTH 89°24'52" EAST, 2483.04 FEET TO A POINT;
THENCE SOUTH 21°14'50" EAST, 2764.30 FEET TO A POINT;
THENCE SOUTH 22°51'37" EAST, 2580.76 FEET TO A POINT;
THENCE SOUTH 20°46'42" EAST, 2203.09 FEET TO A POINT;
THENCE SOUTH 00°20'24" EAST, 822.66 FEET TO A POINT;
THENCE SOUTH 00°20'01" EAST, 5281.52 FEET TO A POINT;
THENCE SOUTH 00°24'08" EAST, 2643.29 FEET TO A POINT;
THENCE SOUTH 00°28'51" EAST, 2644.37 FEET TO A POINT;
THENCE SOUTH 00°25'20" EAST, 2635.42 FEET TO A POINT;

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THENCE SOUTH 00°29'19" EAST, 2636.59 FEET TO A POINT;
THENCE SOUTH 00°24'36" EAST, 2450.36 FEET TO A POINT;
THENCE SOUTH 00°24'40" EAST, 2871.37 FEET TO A POINT;
THENCE NORTH 89°52'11" EAST, 2651.90 FEET TO A POINT;
THENCE NORTH 89°52'46" EAST, 2630.85 FEET TO A POINT;
THENCE NORTH 89°38'02" EAST, 2647.33 FEET TO A POINT;
THENCE NORTH 89°39'33" EAST, 2646.31 FEET TO A POINT;
THENCE NORTH 89°35'48" EAST, 2643.90 FEET TO A POINT;
THENCE NORTH 89°36'02" EAST, 40.38 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 4177.26 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 2507.81 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 6306.93 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 6888.22 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 1678.07 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 5038.41 FEET TO A POINT;
THENCE SOUTH 89°19'48" WEST, 415.55 FEET TO A POINT;
THENCE SOUTH 89°25'58" WEST, 2698.50 FEET TO A POINT;
THENCE SOUTH 89°03'31" WEST, 2622.21 FEET TO A POINT;
THENCE SOUTH 89°07'58" WEST, 2628.98 FEET TO A POINT;
THENCE SOUTH 89°21'29" WEST, 2629.93 FEET TO A POINT;
THENCE SOUTH 89°18'27" WEST, 2771.48 FEET TO A POINT;
THENCE SOUTH 00°27'56" EAST, 2658.01 FEET TO A POINT;
THENCE SOUTH 00°27'39" EAST, 2614.81 FEET TO THE POINT OF BEGINNING.

**EXCEPTING THEREFROM THAT CERTAIN PARCEL IDENTIFIED AS PARCEL B OF THE
SUBDIVISION EXEMPTION No. 99-008 AS CONVEYED IN DEED RECORDED DECEMBER 16, 1999 AT
RECEPTION No. 1312084.**

ALSO EXCEPTING THEREFROM THE FOLLOWING DESCRIBED PORTION:

COMMENCING AT THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SECTION
32, TOWNSHIP 18 SOUTH, RANGE 64 WEST; RUNNING THENCE EAST 71 RODS TO THE POINT OF
BEGINNING;
THENCE NORTH 10 RODS TO A POINT;
THENCE EAST 16 RODS TO A POINT;
THENCE SOUTH 10 RODS TO A POINT;
THENCE WEST 16 RODS TO THE POINT OF BEGINNING.

CONTAINING 19,536.283 TOTAL ACRES OF LAND, MORE OR LESS.

3



**LEGAL DESCRIPTION
PARCEL B2 "GRANTOR PROPERTY"**

ALL THAT REAL PROPERTY LYING WITHIN PORTIONS OF SECTIONS 4, 5, 6 AND 9, TOWNSHIP 18 SOUTH, RANGE 64 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF PUEBLO, STATE OF COLORADO, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF SAID SECTION 4;
THENCE ALONG THE EAST LINE OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 4, SOUTH 00°24'19" EAST, 2643.80 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 4;

THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 00°25'12" EAST, 2643.52 FEET TO THE NORTHEAST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 9;

THENCE ALONG THE EAST LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 00°18'46" EAST, 2641.34 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 9;

THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 00°20'24" EAST, 1169.25 FEET TO A POINT ON THE NORtheasterly LINE OF THAT CERTAIN TRACT OF LAND AS DESCRIBED AND CONVEYED TO PUBLIC SERVICE COMPANY OF COLORADO AT BOOK 1769, PAGE 697 OF PUEBLO COUNTY RECORDS;

THENCE ALONG SAID NORtheasterly LINE THE FOLLOWING FOUR (4) COURSES:

1. NORTH 20°46'42" WEST, 1607.64 FEET TO A POINT;
2. NORTH 22°51'37" WEST, 2492.12 FEET TO A POINT;
3. NORTH 22°51'37" WEST, 366.28 FEET TO A POINT;
4. NORTH 21°04'03" WEST, 2650.91 FEET TO A POINT ON THE NORtherly LINE OF THAT CERTAIN TRACT OF LAND AS DESCRIBED AND CONVEYED TO PUBLIC SERVICE COMPANY OF COLORADO AT BOOK 1769, PAGE 697 OF PUEBLO COUNTY RECORDS;

THENCE ALONG SAID NORtherly LINE THE FOLLOWING FOUR (4) COURSES:

1. NORTH 89°24'52" WEST, 2652.56 FEET TO A POINT;
2. NORTH 89°24'52" WEST, 5278.73 FEET TO A POINT;
3. NORTH 89°24'52" WEST, 2609.89 FEET TO A POINT;
4. SOUTH 88°12'06" WEST, 30.75 FEET TO A POINT ON THE WEST LINE OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 6;

THENCE ALONG SAID WEST LINE, NORTH 00°06'14" WEST, 2392.44 FEET TO THE NORTHWEST CORNER OF SAID NORTHEAST QUARTER (NE ¼);

THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 89°59'31" EAST, 2640.53 FEET TO THE NORTHWEST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 5;

THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 89°56'14" EAST, 2641.51 FEET TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 5;

THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 89°55'54" EAST, 2641.28 FEET TO THE NORTHWEST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 4;

THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 89°55'48" EAST, 2613.48 FEET TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 4;

THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 89°55'40" EAST, 2613.16 FEET TO THE POINT OF BEGINNING.

CONTAINING 937.773 ACRES OF LAND, MORE OR LESS.

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J

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**LEGAL DESCRIPTION
PARCEL B3**

ALL THAT REAL PROPERTY LYING WITHIN PORTIONS OF TOWNSHIP 19 SOUTH, RANGE 63 WEST, AND ALSO WITHIN PORTIONS OF TOWNSHIP 19 SOUTH, RANGE 64 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF PUEBLO, STATE OF COLORADO, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF SECTION 6, TOWNSHIP 19 SOUTH, RANGE 63 WEST; THENCE ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 6, NORTH 89°11'27" EAST, 2822.83 FEET TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 6;
THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 89°11'13" EAST, 2673.78 FEET TO THE NORTHEAST CORNER OF SAID NORTHEAST QUARTER (NE ¼);
THENCE ALONG THE EAST LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 00°19'17" WEST, 2654.42 FEET TO THE NORTHWEST CORNER OF THE SOUTH HALF (S ½) OF SECTION 5, TOWNSHIP 19 SOUTH, RANGE 63 WEST;
THENCE ALONG THE NORTH LINE OF SAID SOUTH HALF (S ½), NORTH 88°56'40" EAST, 5262.62 FEET TO THE NORTHWEST CORNER OF THE SOUTH HALF (S ½) OF SECTION 4, TOWNSHIP 19 SOUTH, RANGE 63 WEST;
THENCE ALONG THE NORTH LINE OF SAID SOUTH HALF (S ½), NORTH 89°25'23" EAST, 5379.64 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 4;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 01°34'41" WEST, 2646.20 FEET TO THE SOUTHEAST CORNER OF SAID SOUTHEAST QUARTER (SE ¼);
THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 89°26'49" WEST, 2647.68 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SECTION 9, TOWNSHIP 19 SOUTH, RANGE 63 WEST;
THENCE ALONG THE EAST LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 00°23'07" EAST, 2651.31 FEET TO THE SOUTHEAST CORNER OF SAID NORTHWEST QUARTER (NW ¼);
THENCE ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 89°29'19" WEST, 2649.99 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION 8, TOWNSHIP 19 SOUTH, RANGE 63 WEST;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 00°18'28" EAST, 2655.61 FEET TO THE NORTHEAST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SECTION 17, TOWNSHIP 19 SOUTH, RANGE 63 WEST;
THENCE ALONG THE EAST LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 00°00'41" EAST, 2640.10 FEET TO THE NORTHEAST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 17;
THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼) OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 89°14'50" WEST, 1325.32 FEET TO THE NORTHWEST CORNER OF SAID NORTHEAST QUARTER (NE ¼) OF SAID SOUTHEAST QUARTER (SE ¼);
THENCE ALONG THE WEST LINE OF SAID NORTHEAST QUARTER (NE ¼) OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 00°16'17" EAST, 1319.92 FEET TO THE SOUTHWEST CORNER OF SAID NORTHEAST QUARTER (NE ¼) OF SAID SOUTHEAST QUARTER (SE ¼);
THENCE ALONG THE SOUTH LINE OF SAID NORTHEAST QUARTER (NE ¼) OF SAID SOUTHEAST QUARTER (SE ¼), NORTH 89°15'02" EAST, 1323.20 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF THE SOUTHEAST QUARTER (SE ¼);
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼) OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 00°00'38" EAST, 1320.08 FEET TO THE NORTHWEST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SECTION 21, TOWNSHIP 19 SOUTH, RANGE 63 WEST;
THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW ¼), NORTH 89°15'09" EAST, 2634.75 FEET TO THE NORTHEAST CORNER THEREOF;
THENCE ALONG THE EAST LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 00°31'54" EAST, 2635.62 FEET TO THE NORTHWEST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 21;



THENCE ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 89°22'05" EAST, 2697.03 FEET TO THE NORTHEAST CORNER OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$);
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), SOUTH 00°17'40" EAST, 2626.85 FEET TO THE SOUTHEAST CORNER THEREOF;
THENCE ALONG THE SOUTH LINE OF SAID SECTION 21, SOUTH 89°19'48" WEST, 1942.80 FEET TO A POINT ON THE NORTHEASTERLY LINE OF THAT CERTAIN TRACT OF LAND AS DESCRIBED AND CONVEYED TO PUBLIC SERVICE COMPANY OF COLORADO AT BOOK 1769, PAGE 697 OF PUEBLO COUNTY RECORDS;
THENCE ALONG SAID NORTHEASTERLY LINE THE FOLLOWING SIX (6) COURSES:

1. NORTH 38°18'25" WEST, 5538.96 FEET TO A POINT;
2. NORTH 38°18'25" WEST, 1188.70 FEET TO A POINT;
3. NORTH 38°18'25" WEST, 7379.83 FEET TO A POINT;
4. NORTH 38°18'25" WEST, 5848.89 FEET TO A POINT;
5. NORTH 38°18'25" WEST, 2965.63 FEET TO A POINT;
6. NORTH 38°18'25" WEST, 3727.22 FEET TO A POINT ON THE NORTH LINE OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SECTION 1, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE LEAVING SAID NORTHEASTERLY LINE, ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE $\frac{1}{4}$), NORTH 89°36'02" EAST, 2307.43 FEET TO THE POINT OF BEGINNING.

CONTAINING 2,944.851 ACRES OF LAND, MORE OR LESS.



**LEGAL DESCRIPTION
PARCEL A-1 "THE PROPERTY"**

ANNEXATION PARCEL #1:

BEING PORTIONS OF SECTIONS 4 AND 9, TOWNSHIP 20 SOUTH, RANGE 64 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF PUEBLO, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 9, FROM WHENCE THE SOUTHEAST CORNER OF SAID NORTHEAST QUARTER (NE ¼) BEARS SOUTH 01°05'49" EAST A DISTANCE OF 2663.36 FEET;

THENCE ALONG THE EAST LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 01°05'49" EAST, 2663.36 FEET TO THE SOUTHEAST CORNER OF SAID NORTHEAST QUARTER (NE ¼); THENCE ALONG THE SOUTH LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 88°50'25" WEST, 1312.60 FEET TO THE EAST LINE OF THE WEST HALF (W ½) OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 9;

THENCE ALONG SAID EAST LINE, SOUTH 00°28'08" EAST, 2655.58 FEET TO THE SOUTHEAST CORNER OF SAID WEST HALF (W ½);

THENCE ALONG THE SOUTH LINE OF SAID WEST HALF, SOUTH 89°08'44" WEST, 1341.69 FEET TO THE SOUTHEAST CORNER OF THE EAST HALF (E ½) OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 9;

THENCE ALONG THE SOUTH LINE OF SAID EAST HALF (E ½), SOUTH 89°09'17" WEST, 1341.65 FEET TO THE WEST LINE OF SAID EAST HALF (E ½);

THENCE ALONG SAID WEST LINE, NORTH 00°47'07" WEST, 146.06 FEET TO A POINT;

THENCE LEAVING SAID WEST LINE, NORTH 89°09'17" EAST, 1337.49 FEET TO A POINT;

THENCE NORTH 89°08'44" EAST, 1196.66 FEET TO A POINT;

THENCE NORTH 00°28'08" WEST, 2654.81 FEET TO A POINT;

THENCE NORTH 88°50'25" EAST, 1311.01 FEET TO A POINT;

THENCE NORTH 01°05'49" WEST, 2522.22 FEET TO A POINT;

THENCE NORTH 02°35'34" EAST, 1315.63 FEET TO A POINT;

THENCE NORTH 89°37'18" EAST, 146.20 FEET TO A POINT ON THE EAST LINE OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 4;

THENCE ALONG SAID EAST LINE, SOUTH 02°35'34" WEST, 1318.51 FEET TO THE POINT OF BEGINNING.

CONTAINING 35.144 ACRES OF LAND, MORE OR LESS.

TOGETHER WITH THE FOLLOWING DESCRIBED LAND:

ANNEXATION PARCEL #2:

BEING PORTIONS OF BACULITE MESA ESTATES, PER BOOK 2165, PAGES 457-461, LYING WITHIN PORTIONS OF SECTIONS 22, 27 AND 34, TOWNSHIP 19 SOUTH, RANGE 64 WEST, AND WITHIN SECTIONS 3 AND 4, TOWNSHIP 20 SOUTH, RANGE 64 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF PUEBLO, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

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BEGINNING AT THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 4;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 02°35'34" WEST, 1317.05 FEET TO A POINT;
THENCE LEAVING SAID EAST LINE, SOUTH 89°37'17" WEST, 20.03 FEET TO A POINT;
THENCE PARALLEL SAID EAST LINE, NORTH 02°35'34" EAST, 1372.17 FEET TO A POINT;
THENCE PARALLEL WITH THE SOUTH LINE OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 3, NORTH 89°47'21" EAST, 2659.73 FEET TO A POINT;
THENCE PARALLEL WITH THE EAST LINE OF SAID NORTHWEST QUARTER (NW ¼), NORTH 01°13'58" EAST, 1241.23 FEET TO A POINT;
THENCE NORTH 49°26'49" WEST, 58.17 FEET TO A POINT;
THENCE PARALLEL WITH SAID EAST LINE OF SAID NORTHWEST QUARTER (NW ¼), NORTH 01°13'58" EAST, 1312.22 FEET TO A POINT;
THENCE PARALLEL WITH THE EAST LINE OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 34, NORTH 00°08'03" EAST, 1544.45 FEET TO A POINT;
THENCE SOUTH 50°10'46" EAST, 32.49 FEET TO A POINT;
THENCE PARALLEL WITH SAID EAST LINE OF SAID SOUTHWEST QUARTER (SW ¼), NORTH 00°08'03" EAST, 1152.06 FEET TO A POINT;
THENCE PARALLEL WITH THE EAST LINE OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 34, NORTH 00°12'51" EAST, 1631.23 FEET TO A POINT;
THENCE SOUTH 69°14'18" WEST, 26.77 FEET TO A POINT;
THENCE PARALLEL WITH SAID EAST LINE, NORTH 00°12'51" EAST, 976.87 FEET TO A POINT;
THENCE PARALLEL WITH THE EAST LINE OF THE WEST HALF (W 1/2) OF SAID SECTION 27, NORTH 00°00'20" EAST, 5274.86 FEET TO A POINT;
THENCE PARALLEL WITH THE EAST LINE OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 27, NORTH 00°03'40" WEST, 1682.93 FEET TO A POINT;
THENCE NORTH 89°56'20" EAST, 100.00 FEET TO THE EAST LINE OF SAID SOUTHWEST QUARTER (SW ¼);
THENCE ALONG SAID EAST LINE, SOUTH 00°03'40" EAST, 1682.99 FEET TO THE NORTHEAST CORNER OF THE WEST HALF (W 1/2) OF SAID SECTION 27;
THENCE ALONG THE EAST LINE OF SAID WEST HALF (W ½), SOUTH 00°00'20" WEST, 5275.10 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 34;
THENCE ALONG THE EAST LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 00°12'51" WEST, 2598.64 FEET TO THE NORTHEAST CORNER OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 34;
THENCE ALONG THE EAST LINE OF SAID SOUTHWEST QUARTER (SW ¼), SOUTH 00°08'03" WEST, 2676.67 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 3;
THENCE ALONG THE EAST LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 01°13'58" WEST, 2644.90 FEET TO THE SOUTHEAST CORNER OF SAID NORTHWEST QUARTER (NW ¼);
THENCE ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 89°47'21" WEST, 2696.03 FEET TO THE POINT OF BEGINNING.

CONTAINING 35.177 ACRES OF LAND, MORE OR LESS.



ALSO TOGETHER WITH THE FOLLOWING DESCRIBED LAND:

ANNEXATION PARCEL (ONSITE PERIMETER):

ALL THAT REAL PROPERTY LYING WITHIN PORTIONS OF TOWNSHIP 18 SOUTH, RANGE 64 WEST, AND WITHIN PORTIONS OF TOWNSHIPS 19 SOUTH, RANGE 63 WEST, AND ALSO WITHIN PORTIONS OF TOWNSHIP 19 SOUTH, RANGE 64 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF PUEBLO, STATE OF COLORADO, BOUNDED AND DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF SAID NORTHEAST QUARTER (NE $\frac{1}{4}$), NORTH 00°12'51" EASTM 2598.64 FEET TO THE SOUTHWEST CORNER OF THE EAST HALF (E $\frac{1}{2}$) OF SECTION 27, TOWNSHIP 19 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF SAID EAST HALF (E $\frac{1}{2}$), NORTH 00°00'20" EAST, 5275.10 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF SECTION 22, TOWNSHIP 22 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 00°03'40" WEST, 2638.16 FEET TO THE NORTHWEST CORNER OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$);
THENCE ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), SOUTH 89°58'12" EAST, 659.12 FEET TO A POINT;
THENCE NORTH 00°04'12" WEST, 2637.35 FEET TO THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF SECTION 15, TOWNSHIP 19 SOUTH, RANGE 64 WEST;
THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), SOUTH 89°53'46" EAST, 1976.47 FEET TO THE SOUTHEAST CORNER THEREOF;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 00°25'10" WEST, 2632.67 FEET TO THE SOUTHEAST CORNER OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SAID SECTION 15;
THENCE ALONG THE EAST LINE OF SAID NORTHEAST QUARTER (NE $\frac{1}{4}$), NORTH 00°27'32" WEST, 2636.39 FEET TO THE NORTHEAST CORNER THEREOF;
THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE $\frac{1}{4}$), NORTH 89°48'20" WEST, 2632.26 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF SAID SECTION 15;
THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 89°47'46" WEST, 2631.83 FEET TO THE SOUTHWEST CORNER OF SECTION 10, TOWNSHIP 19 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) QUARTER OF SAID SECTION 10, NORTH 00°08'12" WEST, 2626.99 FEET TO THE NORTHWEST CORNER THEREOF;
THENCE ALONG THE WEST LINE OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF SAID SECTION 10, NORTH 00°18'10" WEST, 2633.38 FEET TO THE SOUTHEAST CORNER OF SECTION 4, TOWNSHIP 19 SOUTH, RANGE 64 WEST;
THENCE ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF SAID SECTION 4, SOUTH 89°52'40" WEST, 2659.28 FEET TO THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) OF SAID SECTION 4;
THENCE ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER (SW $\frac{1}{4}$), SOUTH 89°52'46" WEST, 2658.04 FEET TO THE SOUTHEAST CORNER OF SECTION 5, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

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THENCE ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF SAID SECTION 5, SOUTH 89°54'29" WEST, 2606.61 FEET TO THE SOUTHWEST CORNER THEREOF;
THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 00°08'21" WEST, 1319.86 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) OF SAID SECTION 5;
THENCE ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), SOUTH 89°53'05" WEST, 1320.41 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) OF SAID SECTION 5;
THENCE ALONG THE EAST LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 00°04'13" WEST, 1320.81 FEET TO THE NORTHEAST CORNER THEREOF;
THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 89°50'39" WEST, 1364.21 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF SAID SECTION 5;
THENCE ALONG THE WEST LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 00°49'35" WEST, 2640.91 FEET TO THE SOUTHEAST CORNER OF SECTION 31, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG THE SOUTH LINE OF SAID SECTION 31, SOUTH 89°54'24" WEST, 4526.32 FEET TO A POINT;
THENCE LEAVING SAID SOUTH LINE, NORTH 03°22'26" EAST, 5017.79 FEET TO A NON-TANGENT CURVE TO THE LEFT CONCAVE WESTERLY;
THENCE NORtherly along said curve, having a radius of 3022.57 FEET, and whose long chord bears North 00°22'30" WEST and has a chord length of 466.12 FEET, through a central angle of 08°50'41", for an arc length of 466.59 FEET TO A POINT OF NON-TANGENCY;
THENCE NORTH 04°37'20" WEST, 301.11 FEET TO A POINT;
THENCE NORTH 85°22'40" EAST, 55.00 FEET TO A POINT;
THENCE NORTH 04°37'20" WEST, 150.00 FEET TO A POINT;
THENCE SOUTH 85°22'40" WEST, 55.00 FEET TO A POINT;
THENCE NORTH 04°37'25" WEST, 3117.86 FEET TO A NON-TANGENT CURVE TO THE LEFT CONCAVE WESTERLY;
THENCE NORtherly along said curve, having a radius of 5779.68 FEET, and whose long chord bears North 09°29'45" WEST and has a chord length of 230.11 FEET, through a central angle of 02°16'53", for an arc length of 230.12 FEET TO A POINT OF NON-TANGENCY;
THENCE NORTH 89°10'21" EAST, 725.98 FEET TO A POINT;
THENCE NORTH 34°00'55" EAST, 18.20 FEET TO A POINT;
THENCE SOUTH 80°49'12" EAST, 690.76 FEET TO A POINT;
THENCE NORTH 77°10'52" EAST, 286.44 FEET TO A POINT;
THENCE SOUTH 89°50'39" EAST, 199.72 FEET TO A POINT;
THENCE NORTH 00°29'00" WEST, 5.10 FEET TO A POINT;
THENCE SOUTH 89°13'03" EAST, 3.44 FEET TO A POINT;
THENCE SOUTH 00°11'18" WEST, 1286.22 FEET TO A POINT;
THENCE NORTH 89°51'55" EAST, 1308.85 FEET TO A POINT;
THENCE SOUTH 00°03'55" WEST, 1327.92 FEET TO A POINT;
THENCE SOUTH 89°44'13" WEST, 419.92 FEET TO A POINT;
THENCE SOUTH 07°42'41" EAST, 511.15 FEET TO A POINT;
THENCE SOUTH 89°36'28" WEST, 209.77 FEET TO A POINT;
THENCE NORTH 21°53'01" WEST, 545.55 FEET TO A POINT;
THENCE SOUTH 89°42'39" WEST, 543.92 FEET TO A POINT;
THENCE SOUTH 00°02'43" WEST, 1331.20 FEET TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SAID SECTION 31;

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THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE $\frac{1}{4}$), NORTH 89°34'41" EAST, 2615.12 FEET TO THE SOUTHWEST CORNER OF SECTION 29, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) OF SAID SECTION 29, NORTH 00°06'08" EAST, 2649.20 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF SAID SECTION 29;
THENCE ALONG THE WEST LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 00°32'06" EAST, 2588.34 FEET TO THE SOUTHWEST CORNER OF SECTION 20, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) OF SAID SECTION 20, NORTH 01°05'53" WEST, 2610.83 FEET TO THE SOUTHWEST CORNER OF THE WEST HALF (W $\frac{1}{2}$) OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF SAID SECTION 20;
THENCE ALONG THE SOUTH LINE OF SAID WEST HALF (W $\frac{1}{2}$), NORTH 89°26'45" EAST, 1330.70 FEET TO THE SOUTHEAST CORNER OF SAID WEST HALF (W $\frac{1}{2}$);
THENCE ALONG THE EAST LINE THEREOF, NORTH 00°14'21" WEST, 2663.69 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) OF SECTION 17, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 00°17'18" EAST, 1305.02 FEET TO THE NORTHWEST CORNER THEREOF;
THENCE ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 89°39'12" EAST, 1298.24 FEET TO A POINT ON THE LONGITUDINAL CENTERLINE OF SAID SECTION 17;
THENCE ALONG SAID CENTERLINE, NORTH 00°33'24" WEST, 2650.09 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SAID SECTION 17;
THENCE ALONG THE SOUTH LINE THEREOF, NORTH 89°48'24" EAST, 1314.26 FEET TO THE SOUTHEAST CORNER THEREOF;
THENCE ALONG THE EAST LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 00°45'41" WEST, 1317.91 FEET TO THE NORTHEAST CORNER THEREOF;
THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 89°56'09" WEST, 1309.89 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF SECTION 8, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 00°35'57" WEST, 2640.28 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF SAID SECTION 8;
THENCE ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), SOUTH 89°55'14" WEST, 2630.80 FEET TO THE SOUTHEAST CORNER OF THE SOUTHEAST QUARTER (SE $\frac{1}{4}$) OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SECTION 7, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 89°08'49" WEST, 1323.46 FEET TO THE SOUTHWEST CORNER THEREOF;
THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), NORTH 01°18'15" WEST, 1327.41 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER (NW $\frac{1}{4}$) OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SAID SECTION 7;
THENCE ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), SOUTH 88°51'52" WEST, 1313.20 FEET TO THE SOUTHWEST CORNER THEREOF;
THENCE ALONG THE WEST LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 00°05'07" EAST, 1272.67 FEET TO THE NORTHWEST CORNER THEREOF;
THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW $\frac{1}{4}$), NORTH 88°52'38" EAST, 322.51 FEET TO A POINT;
THENCE LEAVING SAID NORTH LINE, NORTH 10°55'44" WEST, 225.71 FEET TO A POINT;

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THENCE NORTH 02°56'43" WEST, 1681.28 FEET TO A POINT;
THENCE NORTH 14°22'18" WEST, 221.62 FEET TO A POINT;
THENCE NORTH 25°27'05" WEST, 331.96 FEET TO A POINT ON THE LONGITUDINAL
CENTERLINE OF SECTION 6, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG SAID CENTERLINE, NORTH 00°06'14" WEST, 354.41 FEET TO A POINT ON
THE SOUTH LINE OF THAT CERTAIN TRACT OF LAND AS DESCRIBED AND CONVEYED TO
PUBLIC SERVICE COMPANY OF COLORADO AT BOOK 1769, PAGE 697 OF PUEBLO COUNTY
RECORDS;
THENCE ALONG SAID SOUTH LINE THE FOLLOWING EIGHT (8) COURSES:

1. NORTH 88°12'06" EAST, 32.73 FEET TO A POINT;
2. SOUTH 89°24'52" EAST, 2607.74 FEET TO A POINT;
3. SOUTH 89°24'52" EAST, 5278.35 FEET TO A POINT;
4. SOUTH 89°24'52" EAST, 2497.64 FEET TO A POINT;
5. SOUTH 21°04'03" EAST, 2501.67 FEET TO A POINT;
6. SOUTH 22°51'37" EAST, 276.68 FEET TO A POINT;
7. SOUTH 22°51'37" EAST, 2581.15 FEET TO A POINT;
8. SOUTH 20°46'42" EAST, 2207.36 FEET TO A POINT ON THE EAST LINE OF
SECTION 9, TOWNSHIP 18 SOUTH, RANGE 64 WEST;

THENCE ALONG THE EAST LINE OF SECTION 9, SOUTH 00°20'24" EAST, 826.54 FEET TO THE
NORTHEAST CORNER OF SECTION 16, TOWNSHIP 18 SOUTH, RANGE 64 WEST;
THENCE ALONG THE EAST LINE OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION
16, SOUTH 00°19'38" EAST, 2640.78 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST
QUARTER (SE 1/4) OF SAID SECTION 16;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE 1/4), SOUTH 00°20'24"
EAST, 2640.72 FEET TO THE NORTHEAST CORNER OF SECTION 21, TOWNSHIP 18 SOUTH,
RANGE 64 WEST;
THENCE ALONG THE EAST LINE OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION
21, SOUTH 00°24'08" EAST, 2643.26 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST
QUARTER (SE 1/4) OF SAID SECTION 21;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE 1/4), SOUTH 00°28'51"
EAST, 2644.37 FEET TO THE NORTHEAST CORNER OF SECTION 28, TOWNSHIP 18 SOUTH,
RANGE 64 WEST;
THENCE ALONG THE EAST LINE OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION
28, SOUTH 00°25'20" EAST, 2635.42 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST
QUARTER (SE 1/4) OF SAID SECTION 28;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE 1/4), SOUTH 00°29'19"
EAST, 2636.59 FEET TO THE NORTHEAST CORNER OF SECTION 33, TOWNSHIP 18 SOUTH,
RANGE 64 WEST;
THENCE ALONG THE EAST LINE OF THE NORTHEAST QUARTER (NE 1/4) OF SAID SECTION
33, SOUTH 00°24'36" EAST, 2450.38 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST
QUARTER (SE 1/4) OF SAID SECTION 33;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE 1/4), SOUTH 00°24'40"
EAST, 2849.97 FEET TO THE NORTHWEST CORNER OF SECTION 3, TOWNSHIP 19 SOUTH,
RANGE 64 WEST;
THENCE ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW 1/4) OF SAID
SECTION 3, NORTH 89°52'11" EAST, 2630.50 FEET TO THE NORTHWEST CORNER OF THE
NORTHEAST QUARTER (NE 1/4) OF SAID SECTION 3;

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THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 89°52'46" EAST, 2630.81 FEET TO THE NORTHWEST CORNER OF SECTION 2, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 2, NORTH 89°38'02" EAST, 2647.29 FEET TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 2;

THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 89°39'33" EAST, 2646.30 FEET TO THE NORTHWEST CORNER OF SECTION 1, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 1, NORTH 89°35'48" EAST, 2643.89 FEET TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 1;

THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 89°36'02" EAST, 50.89 FEET TO A POINT ON THE WEST LINE OF THE AFOREMENTIONED TRACT OF LAND AS DESCRIBED AND CONVEYED TO PUBLIC SERVICE COMPANY OF COLORADO AT BOOK 1769, PAGE 697 OF PUEBLO COUNTY RECORDS;

THENCE ALONG SAID WEST LINE THE FOLLOWING SIX (6) COURSES:

1. SOUTH 38°18'25" EAST, 4187.77 FEET TO A POINT;
2. SOUTH 38°18'25" EAST, 2507.81 FEET TO A POINT;
3. SOUTH 38°18'25" EAST, 6306.93 FEET TO A POINT;
4. SOUTH 38°18'25" EAST, 6888.22 FEET TO A POINT;
5. SOUTH 38°18'25" EAST, 1678.07 FEET TO A POINT;
6. SOUTH 38°18'25" EAST, 5082.14 FEET TO A POINT ON THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION 21, TOWNSHIP 19 SOUTH, RANGE 63 WEST;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 89°19'48" WEST, 459.30 FEET TO THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 21;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER (SW ¼), SOUTH 89°25'58" WEST, 2698.45 FEET TO THE SOUTHEAST CORNER OF SECTION 20, TOWNSHIP 19 SOUTH, RANGE 63 WEST;

THENCE ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE ¼), SOUTH 89°03'31" WEST, 2622.16 FEET TO THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 20;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER (SW ¼), SOUTH 89°07'58" WEST, 2629.04 FEET TO THE SOUTHEAST CORNER OF SECTION 19, TOWNSHIP 19 SOUTH, RANGE 63 WEST;

THENCE ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 19, SOUTH 89°21'29" WEST, 2629.98 FEET TO THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 19;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER (SW ¼), SOUTH 89°18'27" WEST, 2750.05 FEET TO THE NORTHEAST CORNER OF SECTION 25, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE EAST LINE OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 25, SOUTH 00°27'56" EAST, 2636.60 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 25;

THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 00°27'39" EAST, 2636.41 FEET TO THE SOUTHEAST CORNER THEREOF;

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THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE $\frac{1}{4}$), SOUTH 89°46'56" WEST, 2647.80 FEET TO THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW $\frac{1}{4}$) OF SAID SECTION 25;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER (SW $\frac{1}{4}$), SOUTH 89°46'57" WEST, 2649.57 FEET TO THE NORTHEAST CORNER OF SECTION 35, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE EAST LINE OF THE NORTH HALF (N $\frac{1}{2}$) OF SAID SECTION 35, SOUTH 00°18'31" WEST, 2644.52 FEET TO THE SOUTHEAST CORNER THEREOF;

THENCE ALONG THE SOUTH LINE OF SAID NORTH HALF (N $\frac{1}{2}$), SOUTH 89°39'31" WEST, 5264.14 FEET TO THE SOUTHEAST CORNER OF THE NORTHEAST QUARTER (NE $\frac{1}{4}$) OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE SOUTH LINE OF SAID NORTHEAST QUARTER (NE $\frac{1}{4}$), NORTH 89°36'39" WEST, 2655.56 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE FOLLOWING DESCRIBED PARCEL:

COMMENCING AT THE SOUTHEAST CORNER OF SECTION 25, TOWNSHIP 19 SOUTH, RANGE 64 WEST, FROM WHENCE THE SOUTH QUARTER CORNER OF SAID SECTION 25 BEARS SOUTH 89°46'56" WEST A DISTANCE OF 2647.80 FEET;

THENCE ALONG THE SOUTH LINE OF SAID SECTION 25, SOUTH 89°46'56" WEST, 21.59 FEET TO A POINT;

THENCE LEAVING SAID SOUTH LINE, NORTH 00°13'04" WEST, 21.50 FEET TO THE POINT OF BEGINNING;

THENCE SOUTH 89°46'56" WEST, 2626.21 FEET TO A POINT;

THENCE SOUTH 89°46'57" WEST, 2670.88 FEET TO A POINT;

THENCE SOUTH 00°18'31" WEST, 2644.57 FEET TO A POINT;

THENCE SOUTH 89°39'31" WEST, 2092.14 FEET TO A POINT;

THENCE NORTH 60°14'26" WEST, 1730.57 FEET TO A POINT;

THENCE NORTH 66°39'31" WEST, 1773.43 FEET TO A POINT;

THENCE NORTH 72°31'07" WEST, 1465.23 FEET TO A POINT;

THENCE NORTH 56°06'54" WEST, 1501.66 FEET TO A POINT;

THENCE NORTH 00°00'20" EAST, 5012.51 FEET TO A POINT;

THENCE NORTH 00°03'40" WEST, 2616.64 FEET TO A POINT;

THENCE SOUTH 89°58'12" EAST, 659.12 FEET TO A POINT;

THENCE NORTH 00°04'12" WEST, 2637.32 FEET TO A POINT;

THENCE SOUTH 89°53'46" EAST, 1976.60 FEET TO A POINT;

THENCE NORTH 00°25'10" WEST, 2654.36 FEET TO A POINT;

THENCE NORTH 00°27'32" WEST, 2657.66 FEET TO A POINT;

THENCE NORTH 89°48'20" WEST, 2653.52 FEET TO A POINT;

THENCE NORTH 89°47'46" WEST, 2610.51 FEET TO A POINT;

THENCE NORTH 00°18'12" WEST, 2605.68 FEET TO A POINT;

THENCE NORTH 00°18'10" WEST, 2654.81 FEET TO A POINT;

THENCE SOUTH 89°52'40" WEST, 2680.72 FEET TO A POINT;

THENCE SOUTH 89°52'46" WEST, 2658.04 FEET TO A POINT;

THENCE SOUTH 89°54'29" WEST, 2585.12 FEET TO A POINT;

THENCE NORTH 00°08'21" WEST, 1319.87 FEET TO A POINT;

THENCE SOUTH 89°53'05" WEST, 1320.38 FEET TO A POINT;

THENCE NORTH 00°04'13" WEST, 1320.71 FEET TO A POINT;

THENCE NORTH 89°50'39" WEST, 1364.49 FEET TO A POINT;

THENCE NORTH 00°49'35" WEST, 2641.00 FEET TO A POINT;

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THENCE SOUTH $89^{\circ}54'24''$ WEST, 4524.71 FEET TO A POINT;
THENCE NORTH $03^{\circ}22'26''$ EAST, 4994.83 FEET TO A NON-TANGENT CURVE TO THE LEFT CONCAVE WESTERLY;
THENCE NORtherly along said curve, having a radius of 3044.07 FEET, and whose long chord bears North $00^{\circ}22'33''$ WEST and has a chord length of 469.28 FEET, through a central angle of $08^{\circ}50'30''$, for an arc length of 469.75 FEET TO A POINT OF NON-TANGENCY;
THENCE NORTH $04^{\circ}37'20''$ WEST, 279.58 FEET TO A POINT;
THENCE NORTH $85^{\circ}22'40''$ EAST, 55.00 FEET TO A POINT;
THENCE NORTH $04^{\circ}37'20''$ WEST, 193.00 FEET TO A POINT;
THENCE SOUTH $85^{\circ}22'40''$ WEST, 55.00 FEET TO A POINT;
THENCE NORTH $04^{\circ}37'25''$ WEST, 3097.06 FEET TO A NON-TANGENT CURVE TO THE LEFT CONCAVE WESTERLY;
THENCE NORtherly along said curve, having a radius of 5801.18 FEET, and whose long chord bears North $09^{\circ}21'58''$ WEST and has a chord length of 206.14 FEET, through a central angle of $02^{\circ}02'10''$, for an arc length of 206.15 FEET TO A POINT OF NON-TANGENCY;
THENCE NORTH $89^{\circ}10'21''$ EAST, 711.73 FEET TO A POINT;
THENCE NORTH $34^{\circ}00'55''$ EAST, 15.69 FEET TO A POINT;
THENCE SOUTH $80^{\circ}49'12''$ EAST, 681.19 FEET TO A POINT;
THENCE NORTH $77^{\circ}10'52''$ EAST, 288.17 FEET TO A POINT;
THENCE SOUTH $89^{\circ}50'39''$ EAST, 179.14 FEET TO A POINT;
THENCE SOUTH $00^{\circ}11'18''$ WEST, 1281.27 FEET TO A POINT;
THENCE NORTH $89^{\circ}51'55''$ EAST, 1308.90 FEET TO A POINT;
THENCE SOUTH $00^{\circ}03'55''$ WEST, 1284.96 FEET TO A POINT;
THENCE SOUTH $89^{\circ}44'13''$ WEST, 423.04 FEET TO A POINT;
THENCE SOUTH $07^{\circ}42'41''$ EAST, 511.21 FEET TO A POINT;
THENCE SOUTH $89^{\circ}36'28''$ WEST, 170.69 FEET TO A POINT;
THENCE NORTH $21^{\circ}53'01''$ WEST, 545.52 FEET TO A POINT;
THENCE SOUTH $89^{\circ}42'39''$ WEST, 579.91 FEET TO A POINT;
THENCE SOUTH $00^{\circ}02'43''$ WEST, 1374.25 FEET TO A POINT;
THENCE NORTH $89^{\circ}34'41''$ EAST, 2658.10 FEET TO A POINT;
THENCE NORTH $00^{\circ}06'08''$ EAST, 2670.42 FEET TO A POINT;
THENCE NORTH $00^{\circ}32'06''$ EAST, 2588.56 FEET TO A POINT;
THENCE NORTH $01^{\circ}05'53''$ WEST, 2589.43 FEET TO A POINT;
THENCE NORTH $89^{\circ}26'45''$ EAST, 1330.38 FEET TO A POINT;
THENCE NORTH $00^{\circ}14'21''$ WEST, 2684.98 FEET TO A POINT;
THENCE NORTH $00^{\circ}17'18''$ EAST, 1283.66 FEET TO A POINT;
THENCE NORTH $89^{\circ}39'12''$ EAST, 1298.55 FEET TO A POINT;
THENCE NORTH $00^{\circ}33'24''$ WEST, 2650.03 FEET TO A POINT;
THENCE NORTH $89^{\circ}48'24''$ EAST, 1314.33 FEET TO A POINT;
THENCE NORTH $00^{\circ}45'41''$ WEST, 1360.82 FEET TO A POINT;
THENCE NORTH $89^{\circ}56'09''$ WEST, 1309.83 FEET TO A POINT;
THENCE NORTH $00^{\circ}35'57''$ WEST, 2640.33 FEET TO A POINT;
THENCE SOUTH $89^{\circ}55'14''$ WEST, 2651.93 FEET TO A POINT;
THENCE NORTH $89^{\circ}08'49''$ WEST, 1302.58 FEET TO A POINT;
THENCE NORTH $01^{\circ}18'15''$ WEST, 1328.14 FEET TO A POINT;
THENCE SOUTH $88^{\circ}51'52''$ WEST, 1312.68 FEET TO A POINT;
THENCE NORTH $00^{\circ}05'07''$ EAST, 1229.65 FEET TO A POINT;
THENCE NORTH $88^{\circ}52'38''$ EAST, 327.00 FEET TO A POINT;
THENCE NORTH $10^{\circ}55'44''$ WEST, 249.74 FEET TO A POINT;

EXHIBIT "C"

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THENCE NORTH 02°56'43" WEST, 1681.93 FEET TO A POINT;
THENCE NORTH 14°22'18" WEST, 225.85 FEET TO A POINT;
THENCE NORTH 25°27'05" WEST, 329.21 FEET TO A POINT;
THENCE NORTH 00°06'14" WEST, 328.71 FEET TO A POINT;
THENCE NORTH 88°12'06" EAST, 11.40 FEET TO A POINT;
THENCE SOUTH 89°24'52" EAST, 2607.29 FEET TO A POINT;
THENCE SOUTH 89°24'52" EAST, 5278.35 FEET TO A POINT;
THENCE SOUTH 89°24'52" EAST, 2483.04 FEET TO A POINT;
THENCE SOUTH 21°14'50" EAST, 2764.30 FEET TO A POINT;
THENCE SOUTH 22°51'37" EAST, 2580.76 FEET TO A POINT;
THENCE SOUTH 20°46'42" EAST, 2203.09 FEET TO A POINT;
THENCE SOUTH 00°20'24" EAST, 822.66 FEET TO A POINT;
THENCE SOUTH 00°20'01" EAST, 5281.52 FEET TO A POINT;
THENCE SOUTH 00°24'08" EAST, 2643.29 FEET TO A POINT;
THENCE SOUTH 00°28'51" EAST, 2644.37 FEET TO A POINT;
THENCE SOUTH 00°25'20" EAST, 2635.42 FEET TO A POINT;
THENCE SOUTH 00°29'19" EAST, 2636.59 FEET TO A POINT;
THENCE SOUTH 00°24'36" EAST, 2450.36 FEET TO A POINT;
THENCE SOUTH 00°24'40" EAST, 2871.37 FEET TO A POINT;
THENCE NORTH 89°52'11" EAST, 2651.90 FEET TO A POINT;
THENCE NORTH 89°52'46" EAST, 2630.85 FEET TO A POINT;
THENCE NORTH 89°38'02" EAST, 2647.33 FEET TO A POINT;
THENCE NORTH 89°39'33" EAST, 2646.31 FEET TO A POINT;
THENCE NORTH 89°35'48" EAST, 2643.90 FEET TO A POINT;
THENCE NORTH 89°36'02" EAST, 40.38 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 4177.26 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 2507.81 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 6306.93 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 6888.22 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 1678.07 FEET TO A POINT;
THENCE SOUTH 38°18'25" EAST, 5038.41 FEET TO A POINT;
THENCE SOUTH 89°19'48" WEST, 415.55 FEET TO A POINT;
THENCE SOUTH 89°25'58" WEST, 2698.50 FEET TO A POINT;
THENCE SOUTH 89°03'31" WEST, 2622.21 FEET TO A POINT;
THENCE SOUTH 89°07'58" WEST, 2628.98 FEET TO A POINT;
THENCE SOUTH 89°21'29" WEST, 2629.93 FEET TO A POINT;
THENCE SOUTH 89°18'27" WEST, 2771.48 FEET TO A POINT;
THENCE SOUTH 00°27'56" EAST, 2658.01 FEET TO A POINT;
THENCE SOUTH 00°27'39" EAST, 2614.81 FEET TO THE POINT OF BEGINNING.

ALL CONTAINING 368.321 TOTAL ACRES OF LAND, MORE OR LESS.