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Gilbert Ortiz Clerk/Recorder, Pueblo County, Co



WARRANTY DEED AND RIGHT OF REVERSION

THIS DEED, Made this 22nd day of October, 2007, between **PUEBLO SPRINGS RANCH, LLC**, a Nevada limited liability company authorized to transact business in the State of Colorado ("**Grantor**"), whose legal address is 5440 W. Sahara Ave, 3rd Floor, Las Vegas, NE 89146, and the **CITY OF PUEBLO**, a municipal corporation, whose legal address is 1 City Hall Place, Pueblo, Colorado, 81003 ("**Grantee**");

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, that at the time of the

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* DEED RE-RECORDED TO
CORRECT SCRIBBLER'S ERRORS



delivery of these presents, it is well seized of the Property, has good, sure, perfect, absolute and indefeasible estate of inheritance, in law, in fee simple, and has good right, full power and lawful authority to grant, bargain, sell and convey the same in manner and form as aforesaid, and that the same are free and clear from all former and other grants, bargains, sales, liens, taxes, assessments, encumbrances and restrictions of whatever kind or nature whatsoever.

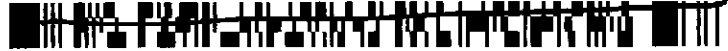
Subject to the reservation on behalf of Grantor and its successors and assigns, of the right, privilege and power to enforce the following covenants, agreements, rights, and restrictions imposed upon the Property and Grantee and its successors and assigns regarding the use and sale or transfer of the Property:

1. Grantor Property. All of the covenants, agreements, rights and restrictions imposed upon the Property herein are for the benefit of land that Grantor owns and that is contiguous to the Property, as more particularly described on Exhibit "B" attached hereto (the **"Grantor Property"**).

2. Easements; Use of the Property.

(a) Existing Use Easement. Grantor hereby reserves unto itself a 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 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 Grantor Property is annexed to the City of Pueblo, Colorado (the "City"); the Grantor Property is zoned as a Planned Unit Development; and Grantee has granted the Development Easements (as defined in Section 2(b) below) to Grantor.

(b) Development Easements. Grantee will grant to Grantor easements on, over, under, and across the Property, for access, ingress and egress to and from the Grantor Property, and the construction and installation of roads, utilities and infrastructure improvements, which are reasonably necessary or required by or for any subdivision of the Grantor Property approved by the Grantee (the "**Development Easements**").

(c) Grantee's Use of the Property. Grantee may use the Property as open space (as hereinafter defined) and for any other use which does not unreasonably interfere with Grantor's development of the Grantor Property as a Planned Unit Development, including Grantor's installation of roads, facilities, and infrastructure improvements, on, over, across, and under the Property as reasonably necessary or required by or for any subdivision of Grantor Property approved by the Grantee. For purposes of this Deed, the term "open space" means land designated for natural areas, wildlife or plant habitats, passive, low-impact recreational activities, or trails for non-motorized activities.

3. Right of Reversion. Upon the occurrence of a Triggering Event (as defined below), the conveyance herein shall terminate and title to the Property and all improvements thereon and appurtenances thereto shall revert to and become vested again in Grantor, free and clear of the provisions of this Deed and any right, title or interest of Grantee or any persons or entities claiming any interest (including but not limited to liens or fee title) in the





Property, by through or under Grantee. As used herein, the term "**Triggering Event**" means the occurrence of any of the following: the Property is not annexed to the City on or before December 31, 2007; the Grantor Property is not annexed to the City on or before December 31, 2008; or Grantee, on or before December 31, 2008, transfers, sells or conveys the Property or any portion thereof without Grantor's prior written consent, which consent may not be unreasonably withheld or conditioned. The foregoing right of reversion may be waived, modified, altered or amended only by written instrument executed and acknowledged by Grantor and Grantee and recorded in the office of the Pueblo County Clerk and Recorder. Upon the occurrence of a Triggering Event, Grantee shall execute, and cause to be acknowledged and delivered to Grantor, a quit claim deed conveying Grantee's interest in and to the Property to Grantor. Upon reversion of title to the Property to Grantor in accordance with the provisions hereof, the Property, if annexed to the City, shall be disconnected from the City and Grantor and Grantee shall promptly execute all documents and perform all acts reasonably necessary and required for such disconnection.

4. 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.

5. Additional Grantor Property. Grantor may, subsequent to the date hereof, acquire title to the real property described on Exhibit "C" attached hereto (the "**Additional Property**"). If and when Grantor acquires the Additional Property, as evidenced by the recordation of a deed in the office of the Pueblo County Clerk and Recorder, the Additional





Property shall become a part of the Grantor Property, and the term "Grantor Property," for all purposes under this Deed, shall be deemed to include the Additional Property. Grantor may also, subsequent to the date hereof, convey to a third party that portion of the Grantor Property described on Exhibit "D" attached hereto (the "**Removal Property**"). If and when the Removal Property is no longer owned by Grantor, as evidenced by the recordation of a deed in the office of the Pueblo County Clerk and Recorder, the Removal Property shall be automatically excluded from the Grantor Property for all purposes of this Deed.

6. Development of Grantor Property. Grantor shall not commence any construction on the Grantor Property or any part thereof, or include same in any special district, until the first to occur of either of the following events: (a) the Grantor Property is annexed to the City, or (b) title to the Property reverts to Grantor after the occurrence of a Triggering Event.

7. 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 and the Grantor Property, shall be a burden on the Property and the Grantor 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.

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

9. 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.

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

11. 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.

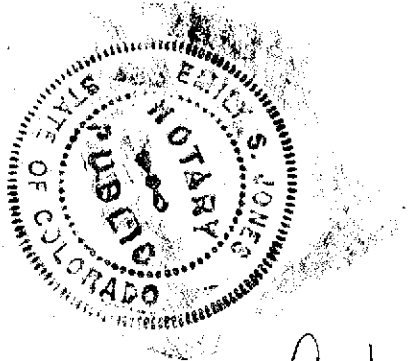
12. Binding Effect. Grantor and Grantee and their respective successors and assigns acknowledge that the covenants, agreements, rights, and restrictions contained in this Deed are a material part of the consideration for this transaction, that they are both reasonable and legally binding, and that without them, Grantor would have not delivered, and Grantee would not have accepted, this Deed.

Grantor shall and will WARRANT AND FOREVER DEFEND the Property in the quiet and peaceable possession of Grantee, its successors and assigns, against all and every person or persons lawfully claiming the whole or any part thereof.





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



GRANTOR:

**PUEBLO SPRINGS RANCH, LLC, a
Nevada limited liability company**

By: [Signature]
Name: Vincent Hesser
Its: Manager

STATE OF Colo)
County of Pueblo) ss.

The foregoing instrument was acknowledged before me this 22nd day of
October, 2007, by Vincent Hesser, the manager of **PUEBLO SPRINGS
RANCH, LLC**, a Nevada limited liability company, on behalf of the company.

[Signature]
Notary Public

My Commission Expires: 3-6-2011

SIGNATURES ARE CONTINUED ON THE FOLLOWING PAGE



GRANTEE:

CITY OF PUEBLO, a municipal
corporation

By:

Judy P. Weaver

Judy P. Weaver, President of
City Council

Attest:

Gina Ditcher
City Clerk

STATE OF Colorado)
)ss.
County of Pueblo)

The foregoing instrument was acknowledged before me this 22nd day of
October, 2007, by Judy P. Weaver, the President of City Council of the City of Pueblo,
a municipal corporation.

SUSAN M. BEERY
Notary Public
State of Colorado

My Commission Expires: 11-12-08

Susan M. Beery
Notary Public

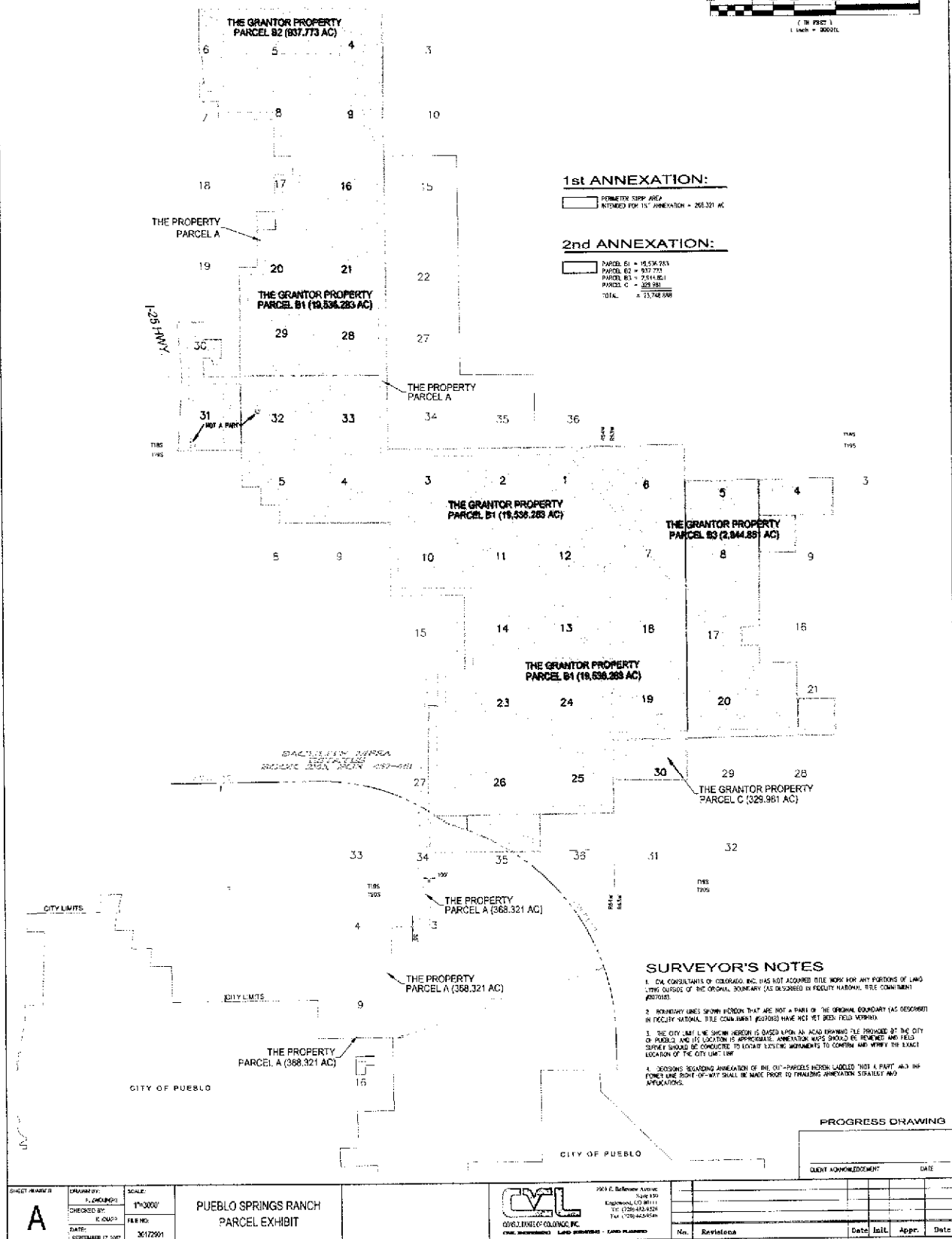
When recorded, return to:
City of Pueblo
1 City Hall Place
Pueblo, CO 81003
Attention: City Clerk

PORTIONS OF TOWNSHIP 18 SOUTH, RANGE 64 WEST, TOWNSHIP 19 SOUTH, RANGE 64 WEST
AND TOWNSHIP 19 SOUTH, RANGE 63 WEST OF THE 6TH P.M.
COUNTY OF PUEBLO, STATE OF COLORADO

NORTH
GRAPHIC SCALE

(IN FEET)
1 inch = 2000 ft

The graphic scale bar is a horizontal line with alternating black and white segments. Above the bar, the word "NORTH" is centered. Below the bar, the text "(IN FEET)" is centered, followed by "1 inch = 2000 ft". The bar has markings for 0, 1000, 2000, and 3000 feet.



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EXHIBIT A

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); ~~WEST~~ **EAST**

*— 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:





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 SAD 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 ¼) OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

* → THENCE ALONG THE WEST LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 00°12'51" EAST, 2598.64 FEET TO THE SOUTHWEST CORNER OF THE EAST HALF (E ½) OF SECTION 27, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE WEST LINE OF SAID EAST HALF (E ½), NORTH 00°00'20" EAST, 5275.10 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION 22, TOWNSHIP 22 SOUTH, RANGE 64 WEST;

THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE ¼), NORTH 00°03'40" WEST, 2638.16 FEET TO THE NORTHWEST CORNER OF SAID SOUTHEAST QUARTER (SE ¼);

THENCE ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), 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 ¼) OF SECTION 15, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 89°53'46" EAST, 1976.47 FEET TO THE SOUTHEAST CORNER THEREOF;

THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), NORTH 00°25'10" WEST, 2632.67 FEET TO THE SOUTHEAST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 15;

THENCE ALONG THE EAST LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 00°27'32" WEST, 2636.39 FEET TO THE NORTHEAST CORNER THEREOF;

THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 89°48'20" WEST, 2632.26 FEET TO THE NORTHEAST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 15;

THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW ¼), 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 ¼) QUARTER OF SAID SECTION 10, NORTH ~~00°00'00"~~ WEST, 2626.99 FEET TO THE NORTHWEST CORNER THEREOF;
00°18'12"

THENCE ALONG THE WEST LINE OF THE NORTHWEST QUARTER (NW ¼) 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 ¼) OF SAID SECTION 4, SOUTH 89°52'40" WEST, 2659.28 FEET TO THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 4;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER (SW ¼), SOUTH 89°52'46" WEST, 2658.04 FEET TO THE SOUTHEAST CORNER OF SECTION 5, TOWNSHIP 19 SOUTH, RANGE 64 WEST;





THENCE ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER (SE ¼) 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 ¼), NORTH 00°08'21" WEST, 1319.86 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 5;
THENCE ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 89°53'05" WEST, 1320.41 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 5;
THENCE ALONG THE EAST LINE OF SAID NORTHWEST QUARTER (NW ¼), NORTH 00°04'13" WEST, 1320.81 FEET TO THE NORTHEAST CORNER THEREOF;
THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW ¼), NORTH 89°50'39" WEST, 1364.21 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 5;
THENCE ALONG THE WEST LINE OF SAID NORTHWEST QUARTER (NW ¼), 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 ¼) OF SAID SECTION 31;





THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), 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 ¼) OF SAID SECTION 29, NORTH 00°06'08" EAST, 2649.20 FEET TO THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 29;

THENCE ALONG THE WEST LINE OF SAID NORTHWEST QUARTER (NW ¼), 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 ¼) OF SAID SECTION 20, NORTH 01°05'53" WEST, 2610.83 FEET TO THE SOUTHWEST CORNER OF THE WEST HALF (W ½) OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 20;

THENCE ALONG THE SOUTH LINE OF SAID WEST HALF (W ½), NORTH 89°26'45" EAST, 1330.70 FEET TO THE SOUTHEAST CORNER OF SAID WEST HALF (W ½);

THENCE ALONG THE EAST LINE THEREOF, NORTH 00°14'21" WEST, 2663.69 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF THE SOUTHWEST QUARTER (SW ¼) OF SECTION 17, TOWNSHIP 18 SOUTH, RANGE 64 WEST;

THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE ¼), NORTH 00°17'18" EAST, 1305.02 FEET TO THE NORTHWEST CORNER THEREOF;

THENCE ALONG THE NORTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), 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 ¼) OF THE NORTHEAST QUARTER (NE ¼) 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 ¼), NORTH 00°45'41" WEST, 1317.91 FEET TO THE NORTHEAST CORNER THEREOF;

THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW ¼), NORTH 89°56'09" WEST, 1309.89 FEET TO THE SOUTHWEST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SECTION 8, TOWNSHIP 18 SOUTH, RANGE 64 WEST;

THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE ¼), NORTH 00°35'57" WEST, 2640.28 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 8;

THENCE ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 89°55'14" WEST, 2630.80 FEET TO THE SOUTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF THE NORTHEAST QUARTER (NE ¼) OF SECTION 7, TOWNSHIP 18 SOUTH, RANGE 64 WEST;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), NORTH 89°08'49" WEST, 1323.46 FEET TO THE SOUTHWEST CORNER THEREOF;

THENCE ALONG THE WEST LINE OF SAID SOUTHEAST QUARTER (SE ¼), NORTH 01°18'15" WEST, 1327.41 FEET TO THE SOUTHEAST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 7;

THENCE ALONG THE SOUTH LINE OF SAID NORTHWEST QUARTER (NW ¼), SOUTH 88°51'52" WEST, 1313.20 FEET TO THE SOUTHWEST CORNER THEREOF;

THENCE ALONG THE WEST LINE OF SAID NORTHWEST QUARTER (NW ¼), NORTH 00°05'07" EAST, 1272.67 FEET TO THE NORTHWEST CORNER THEREOF;

THENCE ALONG THE NORTH LINE OF SAID NORTHWEST QUARTER (NW ¼), 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;





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 ¼) OF SAID SECTION 16, SOUTH 00°19'38" EAST, 2640.78 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 16;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), 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 ¼) OF SAID SECTION 21, SOUTH 00°24'08" EAST, 2643.26 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 21;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), 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 ¼) OF SAID SECTION 28, SOUTH 00°25'20" EAST, 2635.42 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 28;;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), 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 ¼) OF SAID SECTION 33, SOUTH 00°24'36" EAST, 2450.38 FEET TO THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER (SE ¼) OF SAID SECTION 33;
THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), 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 ¼) OF SAID SECTION 3, NORTH 89°52'11" EAST, 2630.50 FEET TO THE NORTHWEST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SAID SECTION 3;





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 AFORMENTIONED 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;





THENCE ALONG THE SOUTH LINE OF SAID SOUTHEAST QUARTER (SE ¼), SOUTH 89°46'56" WEST, 2647.80 FEET TO THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER (SW ¼) OF SAID SECTION 25;

THENCE ALONG THE SOUTH LINE OF SAID SOUTHWEST QUARTER (SW ¼), 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 ½) 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 ½), SOUTH 89°39'31" WEST, 5264.14 FEET TO THE SOUTHEAST CORNER OF THE NORTHEAST QUARTER (NE ¼) OF SECTION 34, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE ALONG THE SOUTH LINE OF SAID NORTHEAST QUARTER (NE ¼), 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;





THENCE SOUTH 89°54'24" WEST, 4524.71 FEET TO A POINT;
THENCE NORTH 03°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°22'33" WEST AND HAS A CHORD LENGTH OF
469.28 FEET, THROUGH A CENTRAL ANGLE OF 08°50'30", FOR AN ARC LENGTH OF 469.75
FEET TO A POINT OF NON-TANGENCY;
THENCE NORTH 04°37'20" WEST, 279.58 FEET TO A POINT;
THENCE NORTH 85°22'40" EAST, 55.00 FEET TO A POINT;
THENCE NORTH 04°37'20" WEST, 193.00 FEET TO A POINT;
THENCE SOUTH 85°22'40" WEST, 55.00 FEET TO A POINT;
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;
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.

End of Legal Description.

Frank M. Zwolinski, P.L.S.

For and on behalf of

CVL Consultants of Colorado, Inc.

PLS No. 38060

N:\Projects\Pueblo Springs Ranch\dwg\SURVEY_DEPT\Legals\ANNEX OVERALL.doc



EXHIBIT B

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°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;

THENCE SOUTH 89°54'24" WEST, 4524.71 FEET TO A POINT;

THENCE NORTH 03°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°22'33" WEST AND HAS A CHORD LENGTH OF 469.28 FEET, THROUGH A CENTRAL ANGLE OF 08°50'30", FOR AN ARC LENGTH OF 469.75 FEET TO A POINT OF NON-TANGENCY;

THENCE NORTH 04°37'20" WEST, 279.58 FEET TO A POINT;

THENCE NORTH 85°22'40" EAST, 55.00 FEET TO A POINT;

THENCE NORTH 07°37'20" WEST, 193.00 FEET TO A POINT;

THENCE SOUTH 85°22'40" WEST, 55.00 FEET TO A POINT;

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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;



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.

End of Legal Description.



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;

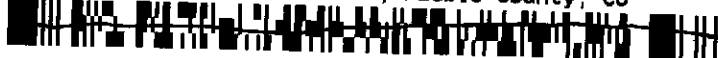
THENCE ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), SOUTH 89°55'54" EAST, 2641.28 FEET TO THE NORTHWEST CORNER OF THE NORTHWEST QUARTER (NW ¼) OF SAID SECTION 4;

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.

End of Legal Description.





**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 ¼), NORTH 89°22'05" EAST, 2697.03 FEET TO THE NORTHEAST CORNER OF SAID SOUTHEAST QUARTER (SE ¼);

THENCE ALONG THE EAST LINE OF SAID SOUTHEAST QUARTER (SE ¼), 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 ¼) OF SECTION 1, TOWNSHIP 19 SOUTH, RANGE 64 WEST;

THENCE LEAVING SAID NORTHEASTERLY LINE, ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER (NE ¼), NORTH 89°36'02" EAST, 2307.43 FEET TO THE POINT OF BEGINNING.

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

End of Legal Description.



EXHIBIT C

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

BEING ALL OF THE NORTH HALF (N ½) 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.

End of Legal Description.

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LEGAL DESCRIPTION
Parcel to be exchanged for
PARCEL C "GRANTOR PROPERTY"

BEING ALL OF THE WEST HALF (W ½) OF SECTION 31, 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.

End of Legal Description.

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