

Denver City Clerk

FIVE POINTS

Business Improvement District

Filing No.

2016-0184

Assigned 6th of May, 2016



2016-0184

May 6, 2016

Mr. Andrew Johnston
Manager of Financial Development
Department of Finance
City and County of Denver
Webb Municipal Office Building
201 W Colfax Ave, Dept. 1010
Denver CO 80202

Re: Petitions in support of the Five Points Business Improvement District

Dear Mr. Johnston:

Today we are submitting our petitions for the organization of the Five Points Business Improvement District. Over half of the 42 commercial property owners on the Welton Corridor from 20th and Welton to 30th and Downing have given their approval to come together as a united front to contribute to the renaissance of our neighborhood business district. Our list of property owners include our long-time, legacy property owners along with the new developers who are bringing residential and mixed-use projects to the corridor.

Thank you for your enduring support to our efforts. We are excited about the prospect of the Five Points Business District working with the City of Denver to attract new businesses, consumers, and creating new jobs for the Five Points neighborhood.

Sincerely,

Tracy J. Winchester
Executive Director
Five Points Business District

Paul Books
Chairman, Five Points BID Steering Committee
President and Founder of Palisades Partners, LLC

Owner	Land	Value	10 Mills	Current Bill	Combined Bill at 10 Mills
2040 WELTON LLC	0.44%	1.05%	\$1,626.61	\$12,708.22	\$14,334.83
2201 WELTON LLC (Park Ave Parcels)	4.46%	3.84%	\$5,933.11	\$46,353.61	\$52,286.72
2201 WELTON LLC (Lennar)	7.12%	6.21%	\$9,592.33	\$74,942.00	\$84,534.33
2460 WELTON ST LLC	4.46%	5.75%	\$8,890.50	\$69,458.81	\$78,349.31
2560 WELTON LLC	4.02%	2.43%	\$3,755.50	\$29,340.59	\$33,096.09
2615 WELTON STREET LLC	0.44%	0.73%	\$1,126.50	\$8,801.01	\$9,927.51
2716 WELTON ST LLC	0.44%	0.24%	\$373.90	\$2,921.17	\$3,295.07
2820 WELTON LLC	0.45%	0.35%	\$535.63	\$4,184.72	\$4,720.35
2GE WELTON LLC	1.79%	1.06%	\$1,644.30	\$12,846.42	\$14,490.72
3001 WELTON LLC	1.13%	0.69%	\$1,068.07	\$8,344.51	\$9,412.58
AYRE WP LLC	0.67%	0.69%	\$1,060.24	\$8,283.34	\$9,343.58
BARRY, GLENDA C	0.45%	0.92%	\$1,419.26	\$11,088.25	\$12,507.51
BATES LEASING COMPANY	2.60%	1.75%	\$2,706.28	\$21,143.35	\$23,849.63
BLECKER LLC	1.33%	1.59%	\$2,456.88	\$19,194.87	\$21,651.75
BLECKER LLC &	0.89%	1.06%	\$1,634.15	\$12,767.12	\$14,401.27
BOURGEOIS, CARL	1.04%	2.96%	\$4,567.60	\$35,685.29	\$40,252.89
BRYANT, ALBERT J	0.67%	1.47%	\$2,275.63	\$17,778.81	\$20,054.44
CHAMPA STREET HOLDINGS LLC	0.44%	0.28%	\$430.65	\$3,364.54	\$3,795.19
DI FAMILY LIVING TRUST	2.22%	2.65%	\$4,086.68	\$31,928.00	\$36,014.68
DIKEOU REALTY	2.22%	2.65%	\$4,091.90	\$31,968.79	\$36,060.69
EPWORTH HOUSING FOUNDATION	0.06%	0.03%	\$46.98	\$367.04	\$414.02
FERN HALL LLC	0.66%	0.99%	\$1,533.23	\$11,978.67	\$13,511.90
FIVE POINTS PLAZA LLC	4.02%	2.89%	\$4,464.55	\$34,880.19	\$39,344.74
FIVE POINTS VENTURE LLC	0.45%	0.38%	\$586.09	\$4,578.95	\$5,165.04
FSP 1999 BROADWAY LLC	3.55%	11.07%	\$17,099.27	\$133,591.47	\$150,690.74
HARRIS, GAYLENE V REVOCABLE TRUST	1.34%	0.92%	\$1,427.30	\$11,151.07	\$12,578.37
HARRIS, KING H	1.36%	1.42%	\$2,188.08	\$17,094.81	\$19,282.89
HIGHLAND INVESTMENTS LLLP	6.82%	4.58%	\$7,074.84	\$55,273.60	\$62,348.44
HMS FAMILY LLC	4.23%	3.17%	\$4,894.33	\$38,237.93	\$43,132.26
IIL ENTERPRISES PACIFIC LTD	5.34%	4.60%	\$7,101.52	\$55,482.05	\$62,583.57
JOHNSON, DIANE	0.67%	0.55%	\$854.05	\$6,672.44	\$7,526.49
JUANITHA LLC	3.12%	2.58%	\$3,979.38	\$31,089.70	\$35,069.08
KING, RENEE A COUSINS	0.45%	0.21%	\$331.30	\$2,588.35	\$2,919.65
KING, RENEE COUSINS EXEMPT TRUST	3.79%	3.37%	\$5,209.08	\$40,696.98	\$45,906.06
KING, RENEE COUSINS NONEXEMPT TRUST	0.39%	0.60%	\$930.00	\$7,265.81	\$8,195.81
MINUTE SPOT LLC	0.47%	1.77%	\$2,732.53	\$21,348.44	\$24,080.97
SAINT BERNARD PROPERTIES LLC	1.47%	1.27%	\$1,964.95	\$15,351.56	\$17,316.51
SID LLC	0.89%	0.69%	\$1,064.88	\$8,319.59	\$9,384.47
SMP 2801 WELTON LLC	0.39%	0.53%	\$816.35	\$6,377.90	\$7,194.25
STIGER, FRANKLIN J L& MADELLAM	0.45%	0.26%	\$409.00	\$3,195.39	\$3,604.39
STRIKER, ALLAN MARSHALL &	0.44%	0.38%	\$590.73	\$4,615.20	\$5,205.93
THOMAS W BEAN FOUNDATION	6.85%	6.63%	\$10,246.04	\$80,049.24	\$90,295.28
TROY, MORRIS D	2.24%	1.39%	\$2,142.81	\$16,741.13	\$18,883.94
WALLACE, CATHERINE A	0.45%	0.22%	\$336.60	\$2,629.75	\$2,966.35
WARE, KENNETH C	1.56%	2.72%	\$4,199.20	\$32,807.09	\$37,006.29
WELTON PARCEL B LLC	7.10%	6.10%	\$9,431.67	\$73,686.81	\$83,118.48
WELTON PROPERTY INVESTMENTS LLC	2.46%	1.52%	\$2,354.80	\$18,397.35	\$20,752.15
WELTON 2748 LLC	0.89%	0.56%	\$861.59	\$6,731.34	\$7,592.93
WILLIAMSON, CALVIN	0.24%	0.07%	\$101.79	\$795.25	\$897.04
WOLD, RICHARD	0.60%	0.16%	\$244.18	\$1,907.71	\$2,151.89
Current Yes	56.689%	62.308%			

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

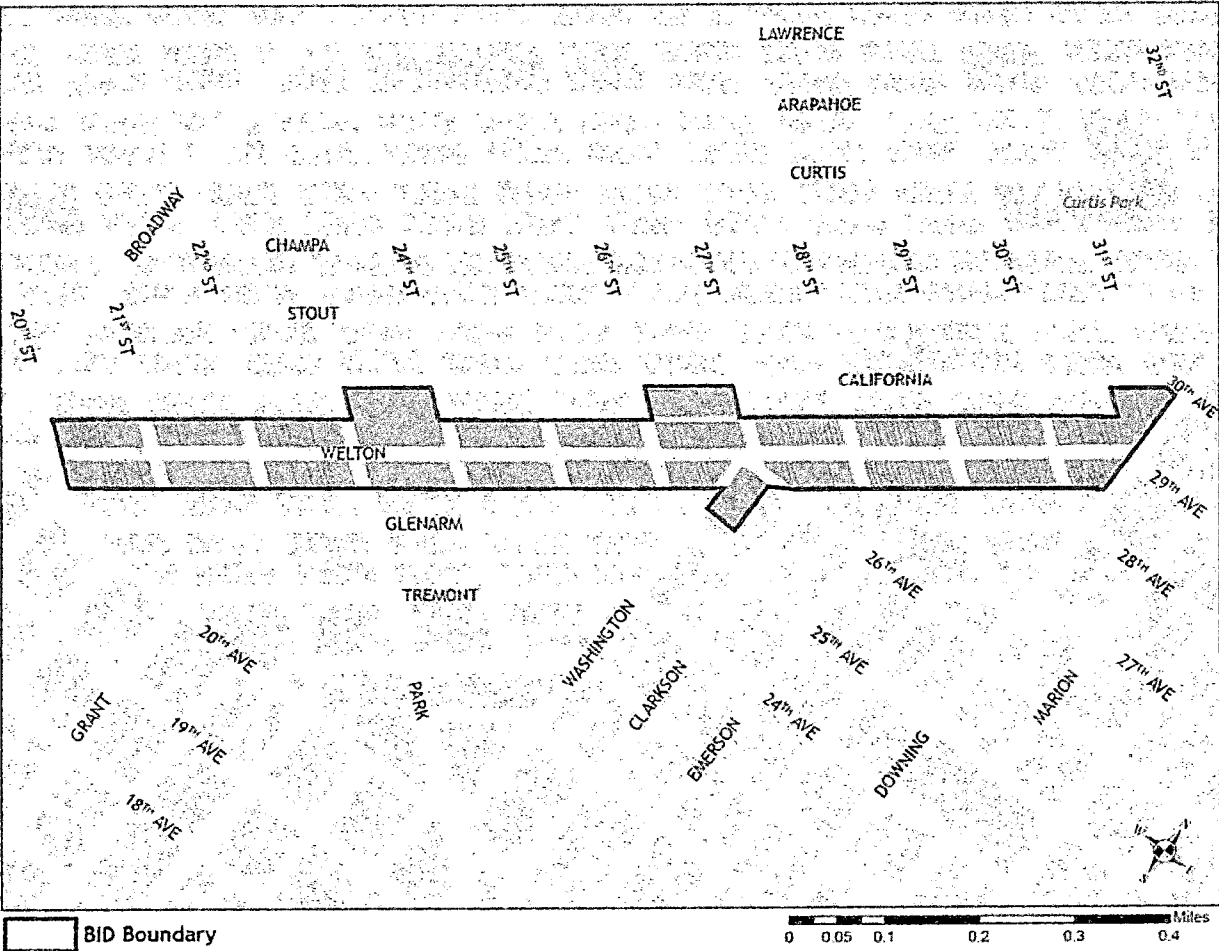
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

2201 WELTON LLC

Authorized Signature:

by [Signature] manager

Date of Signature: 5.5.16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

2201 WELTON LLC

600 PARK AVE W
DENVER, CO 80205

Parcel # 0234228035000

2201 WELTON LLC

602 PARK AVE W
DENVER, CO 80205

Parcel # 0234228036000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this _____ day of _____, 2016 by _____ as _____
(Name) (Title, if applicable)

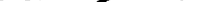
of _____
(Name of entity owning property, if applicable)

Notary Public

My commission expires: _____

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

I, Howard P. Witkin (print name) do solemnly swear or affirm that I hold the following office with ZZOI Welton, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Signature: 

6

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.


Signature of Petition Circulator

May 5th 2016
Date of signature

Please Print

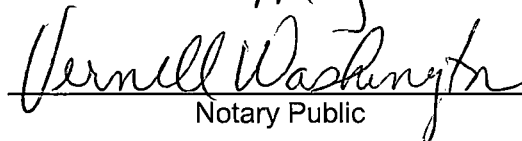
Name of Circulator: Tracy J. Winchester

Residence Address: 217 S. Jackson Street, Denver, CO 80209
(include street name and number, city or town and county)

Telephone number: 303-832-5000

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

5th day of May, 2016.


Notary Public

My commission expires: 3-11-2020

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020



INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

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Nathan Beal, St. Bernard Properties
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Denver, CO 80218

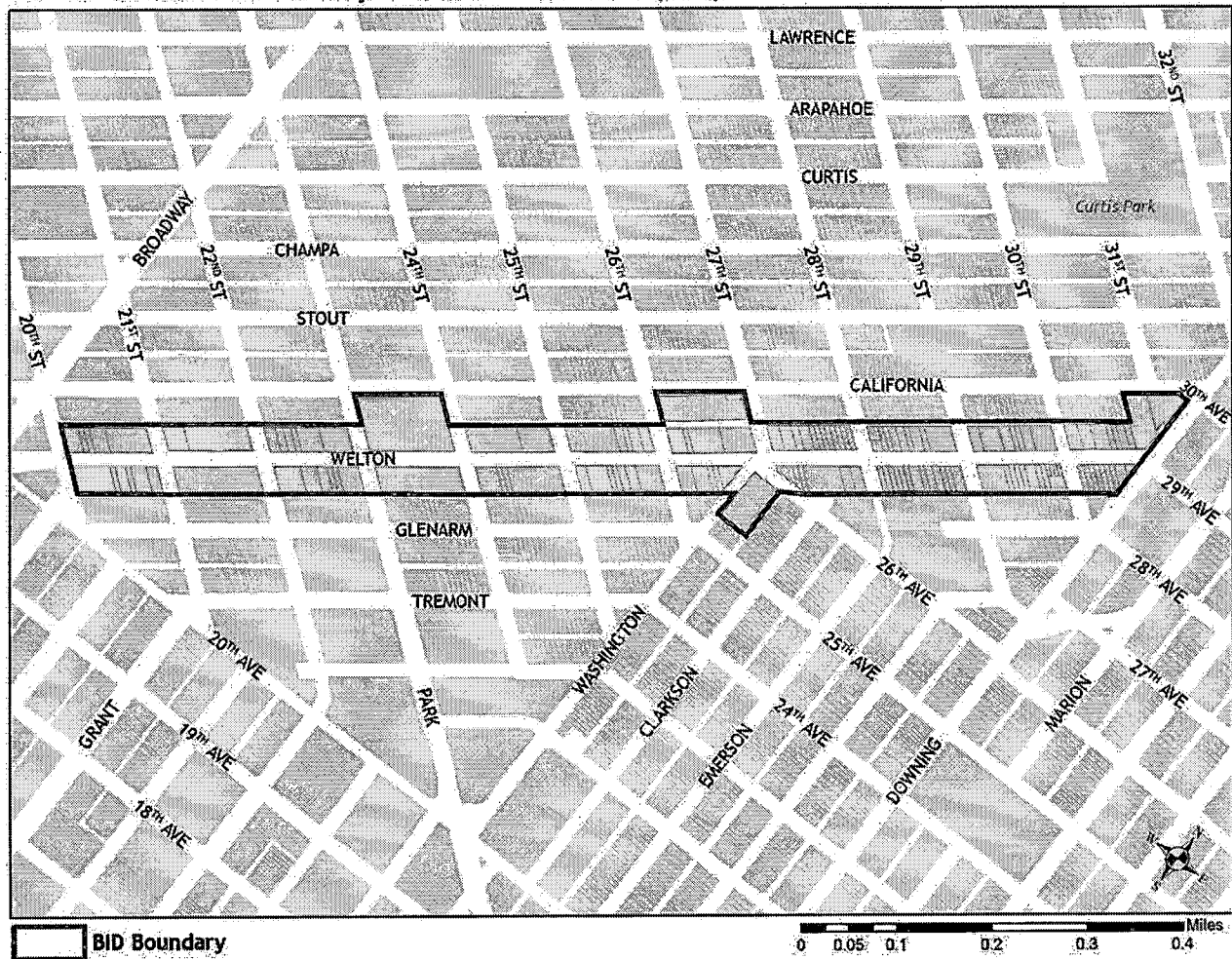
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Printed Name of
Property Owner/Petitioner:

Paul Books

Authorized Signature:

[Signature]

Date of Signature:

4/14/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

2460 WELTON ST LLC

2422 WELTON ST
DENVER, CO 80205

Parcel # 0234104056000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

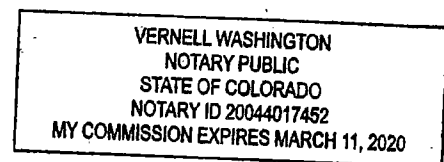
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this 14th day of April, 2016 by Paul Books as _____ (Name)
of 2460 Welton St LLC (Title, if applicable)
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Paul Books (print name) do solemnly swear or affirm that I hold the following office with 2460 Welton St LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition; that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/14/16 Signature: [Signature]

Office Held: President of Manager of Manager

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition; that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

14th day of April, 2016,

Vernell O. Washington
Notary Public

VERNELL WASHINGTON NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20044017452 MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

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PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

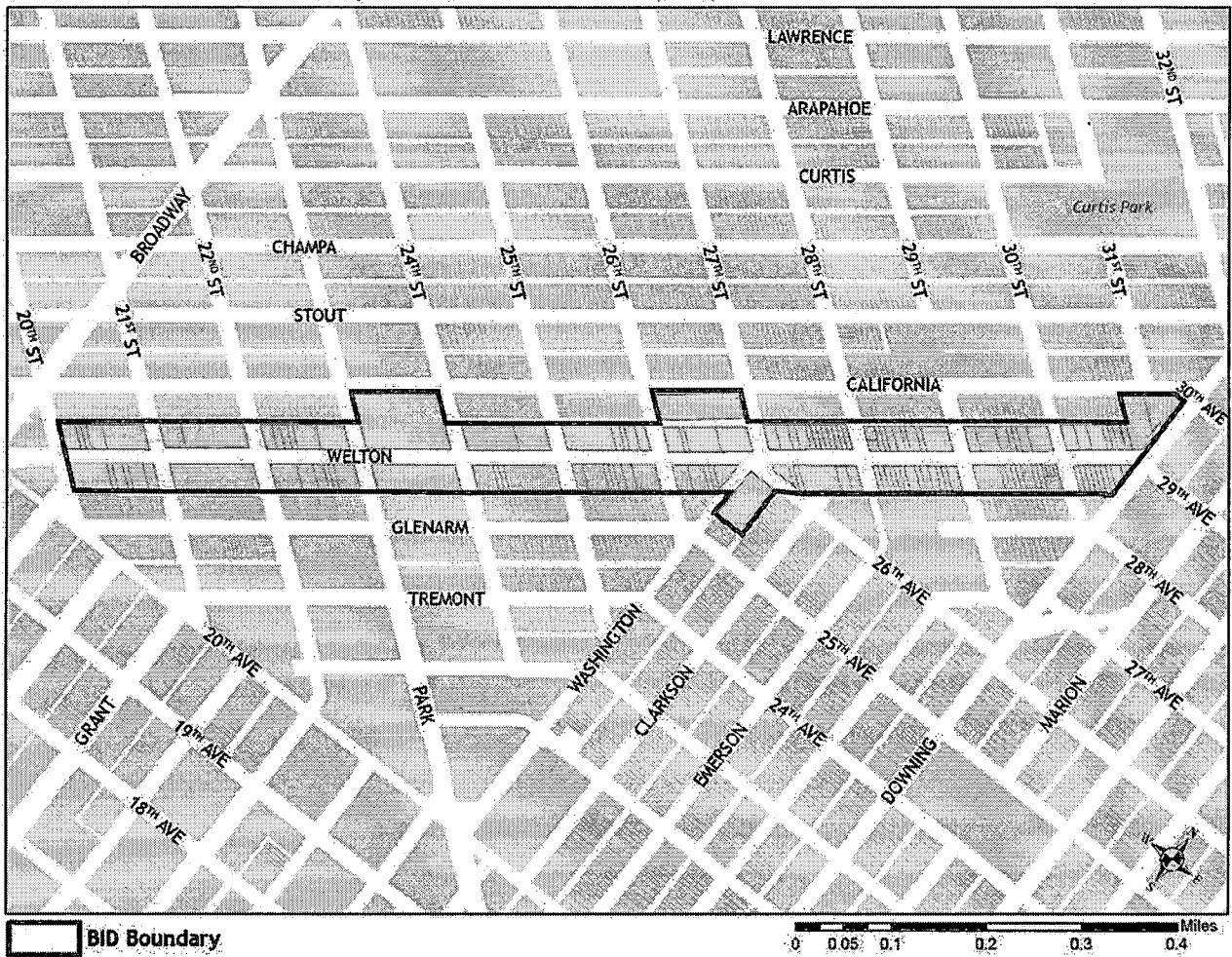
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Paul Books

Authorized Signature:

[Signature]

Date of Signature:

4/14/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

2560 WELTON LLC

2560 WELTON LLC

2500 WELTON ST
DENVER, CO 80205

2530 WELTON ST
DENVER, CO 80205

Parcel # 0234103004000

Parcel # 0234103006000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO } ss.
CITY AND COUNTY OF DENVER }

The foregoing petition signature was subscribed or acknowledged before me this 14th day of April, 2016 by Paul Books as _____ (Name) _____ (Title, if applicable)
of 2560 Welton LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

My commission expires: 3-11-2020

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Paul Books (print name) do solemnly swear or affirm that I hold the following office with ZSD Walton LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/14/16 Signature: [Signature]
Office Held: President of Manager of Manager

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____
Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

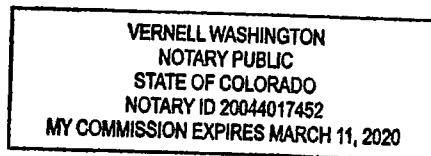
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

14th day of April, 2016,

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

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1127 Sherman St.
Denver, CO 80203

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P.O. Box 181427
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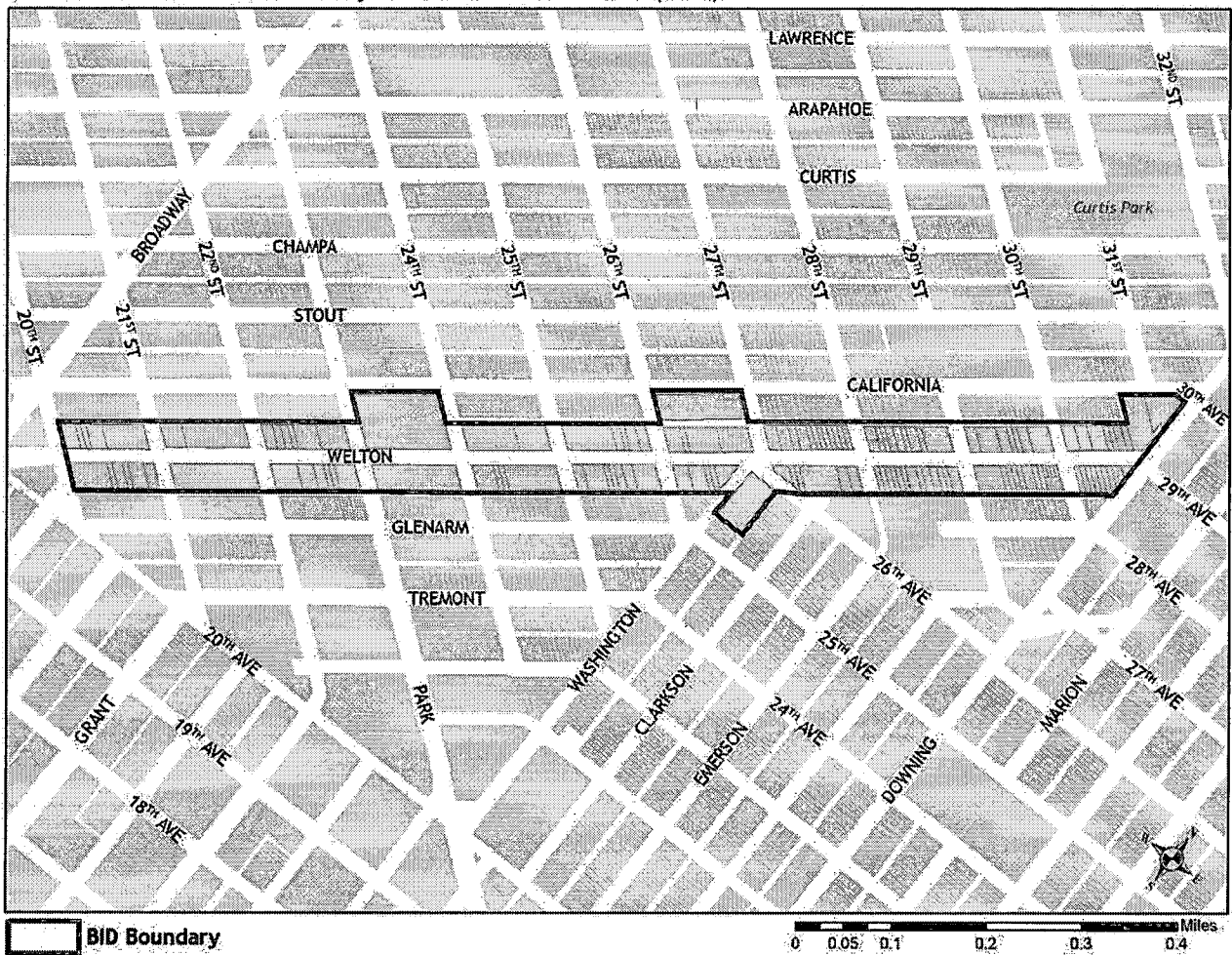
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District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

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Printed Name of
Property Owner/Petitioner:

Paul Books

Authorized Signature:

[Signature]

Date of Signature: 4/14/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

2560 WELTON LLC

2560 WELTON LLC

2536 WELTON ST
DENVER, CO 80205

2560 WELTON ST
DENVER, CO 80205

Parcel # 0234103005000

Parcel # 0234103024000

Denver Colorado in the City and County of Denver, Colorado.

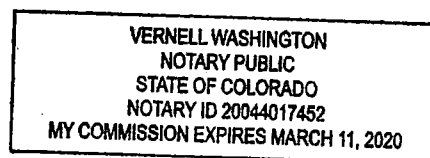
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Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 14th day of April, 2016 by Paul Books as _____ (Name) _____ (Title, if applicable)
of 2560 Welton LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Paul Books (print name) do solemnly swear or affirm that I hold the following office with 2560 Walton LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/14/16 Signature: [Signature]

Office Held: President of Manager of Manager

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Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

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STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

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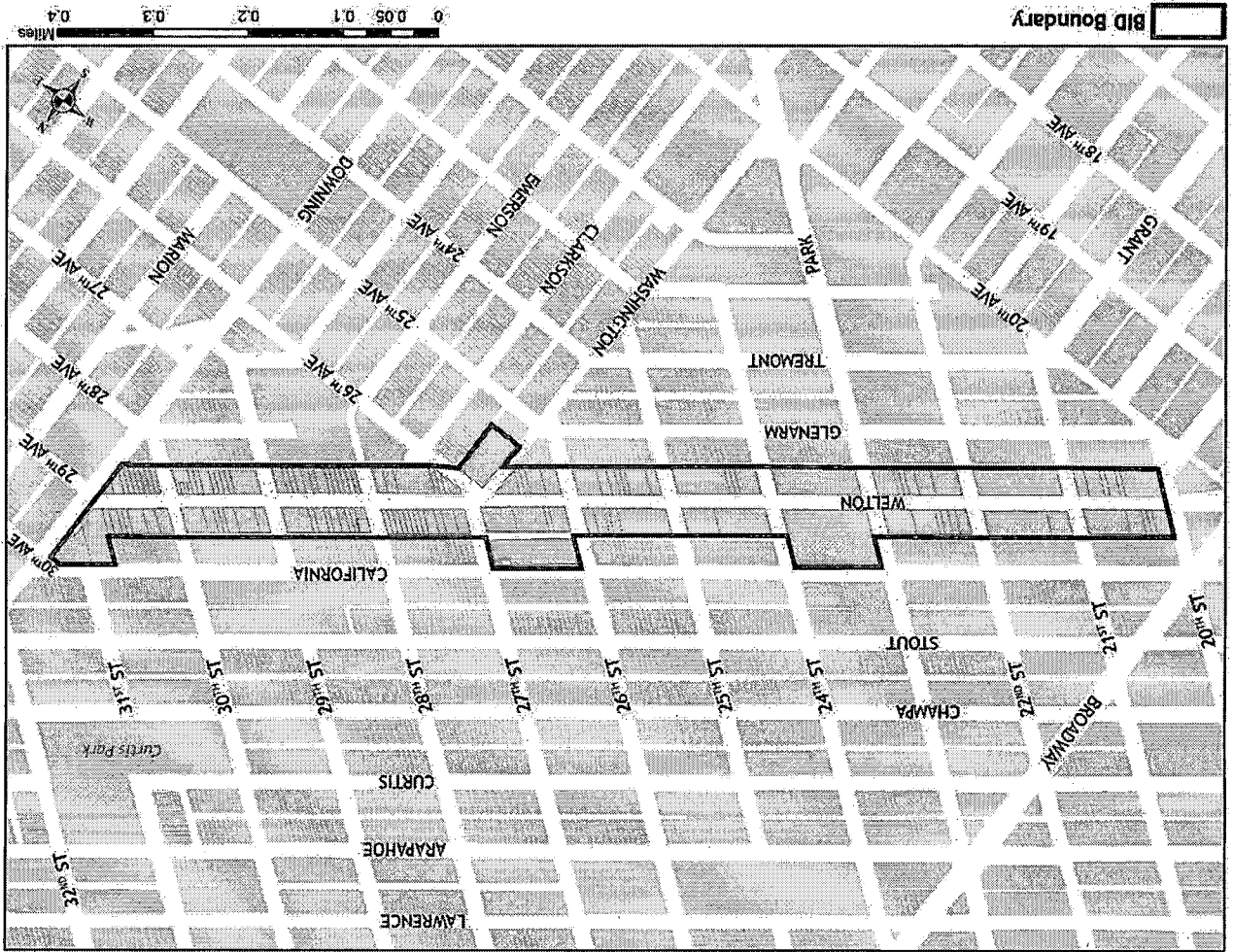
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

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WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

ERIC D. Dennis

Authorized Signature:

Eric D. Dennis

Date of Signature: April 19, 2016

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

2615 WELTON STREET LLC

2615 WELTON ST
DENVER, CO 80205-2911

Parcel # 0227629033000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

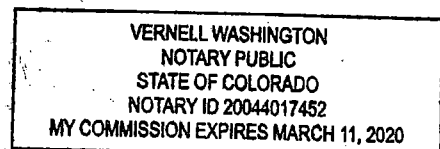
STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this 3rd day of May, 2016 by Eric Dennis as CEO/President
(Name) (Title, if applicable)
of 2615 Welton Street LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

My commission expires: 3-11-2020



AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, ERIC D. DENNIS (print name) do solemnly swear or affirm that I hold the following office with ~~2615~~ 2615 W. 4th Street, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: April 19, 2016 Signature: Eric D. Dennis
Office Held: President / CEO

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____
Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

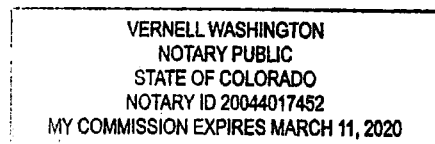
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

3rd day of May, 2016,

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a Petition Circulator

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

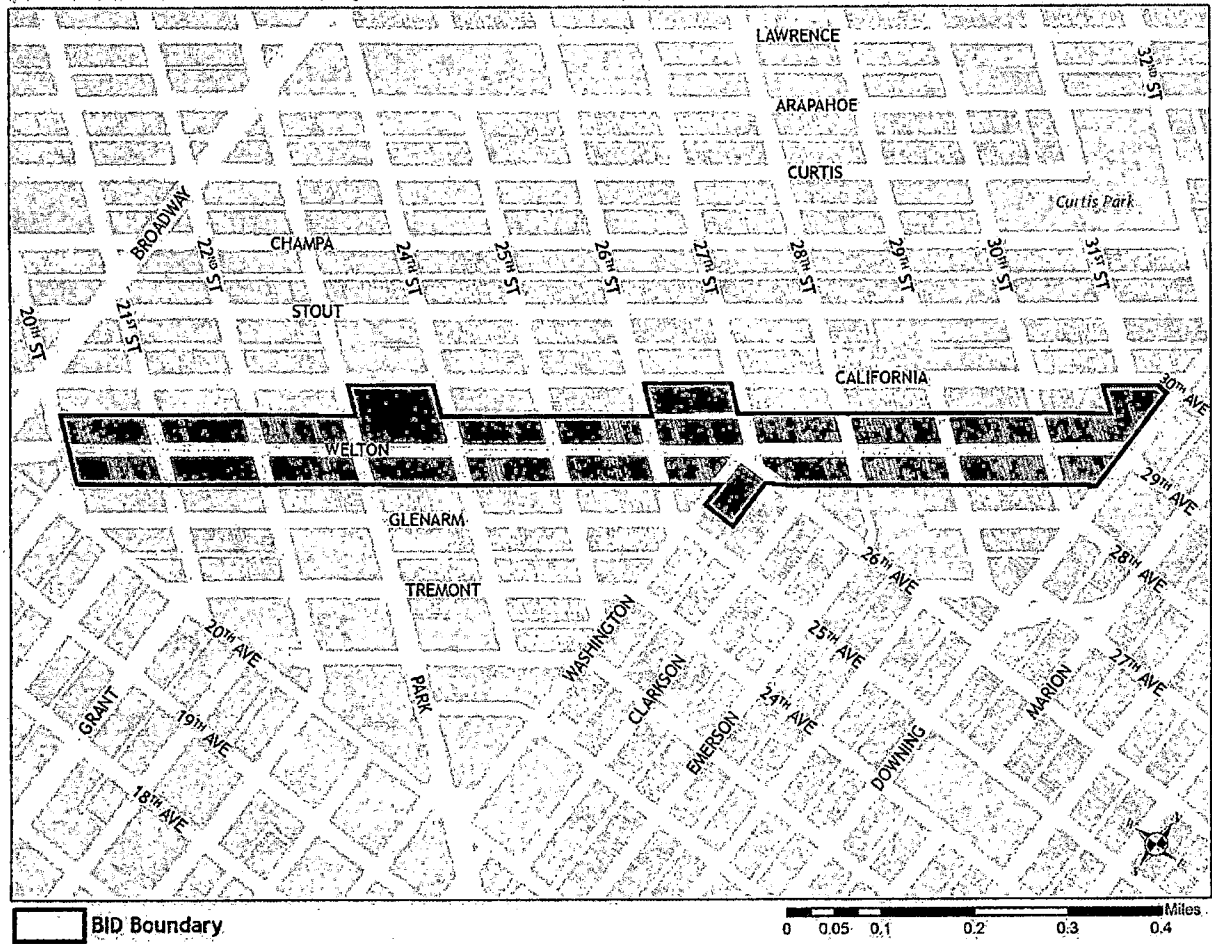
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
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Printed Name of
Property Owner/Petitioner:

Ayre WP, LLC

Authorized Signature:

[Handwritten Signature]

Date of Signature:

4/28/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

AYRE WP LLC

2844 WELTON ST

DENVER, CO 80205-3020

Parcel # 0226409044000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this _____ day of _____, 2016 by _____ as _____
(Name) (Title, if applicable)
of _____
(Name of entity owning property, if applicable)

Notary Public

My commission expires: _____

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Michael Ayre (print name) do solemnly swear or affirm that I hold the following office with managing member, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/28/16 Signature: [Signature]
Office Held: Ayre Wessels LLC

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____
Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

_____ day of _____, 2016,

Notary Public

My commission expires: _____

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.


Signature of Petition Circulator

4/28/16
Date of signature

Please Print

Name of Circulator:

TRACY J. Winchester

Residence Address:

217 South Jackson St. Unit B
(include street name and number, city or town and county)

Denver, Co

Telephone number:

303-832-5000

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

28th day of April, 2016.


Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires:

3-11-2020

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

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THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

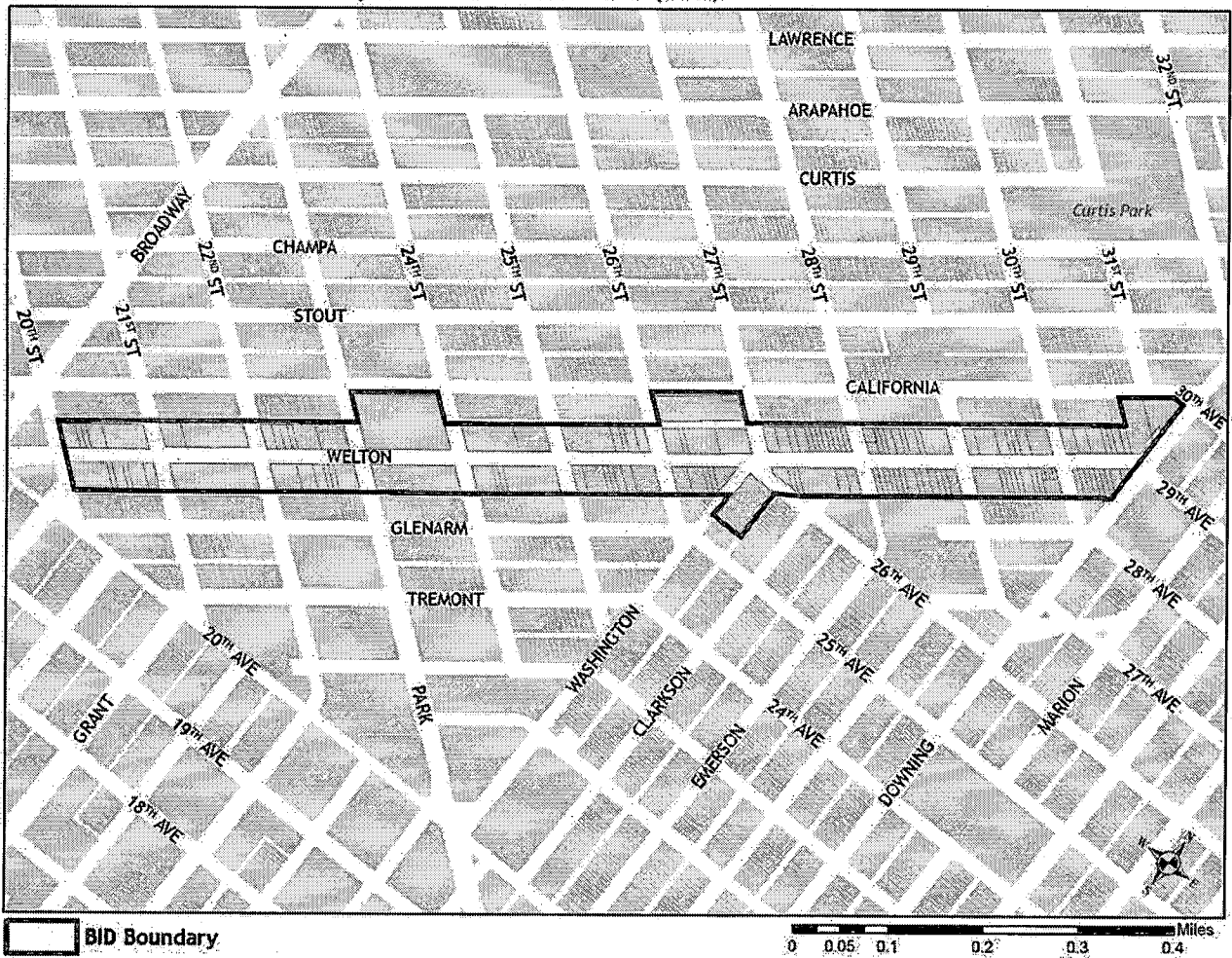
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

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WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of

Property Owner/Petitioner:

Glenda Barry

Authorized Signature:

Glenda Barry

Date of Signature: _____

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

BARRY, GLENDA C

2741 WELTON ST

DENVER, CO 80205-2913

Parcel # 0227628033000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this 12th day of April, 2016 by Glenda Barry as _____
(Name) (Title, if applicable)
of Barry, Glenda C.
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

I, _____ (print name) do solemnly swear or affirm that I hold the following office with _____, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

6

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

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In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

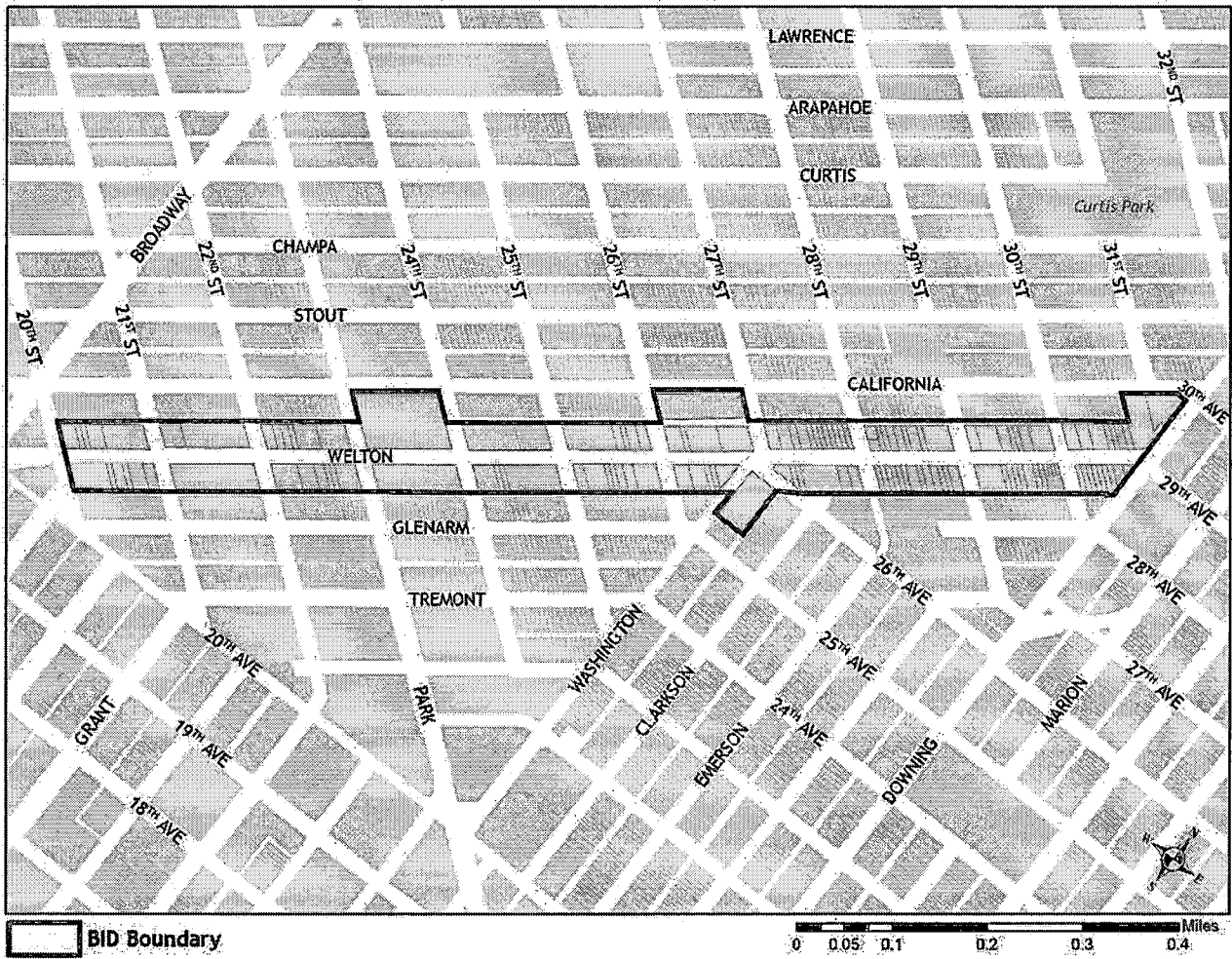
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

CARL BOURGEOIS

Authorized Signature:

[Signature]

Date of Signature: 4-28-16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

BOURGEOIS,CARL
2650 WELTON ST
DENVER, CO 80205-2912
Parcel # 0235233026000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

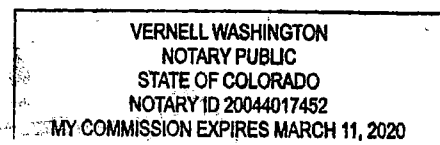
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this 28 day of April, 2016 by Carl Bourgeois as Manager
(Name) (Title, if applicable)
of Bourgeois, Carl
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public



My commission expires: 3-11-2020

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

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4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

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In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

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8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

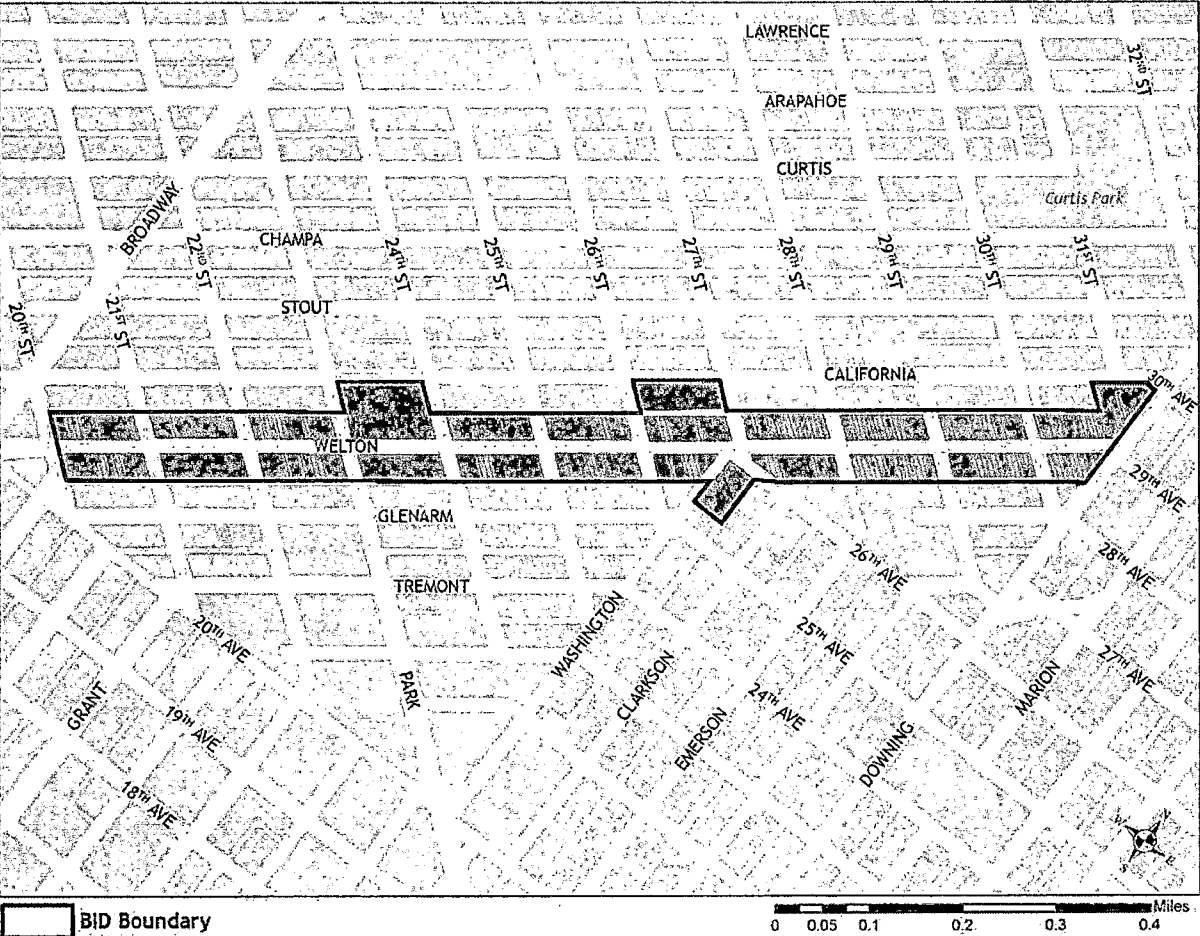
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

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WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

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Printed Name of
Property Owner/Petitioner:

ALBERT J. BRYANT

Authorized Signature:

Albert Bryant - Vollen Bryant POA

Date of Signature:

MAY 5, 2016 Power of Attorney

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

BRYANT, ALBERT J

2217 WELTON ST
DENVER, CO 80205-2810

Parcel # 0234228043000

Denver Colorado in the City and County of Denver, Colorado.

**Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator**

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this 5th day of May, 2016 by Albert Bryant as Owner
(Name) Vollen Bryant POA (Title, if applicable)
of Bryant, Albert J.
(Name of entity owning property, if applicable) Power of Attorney

Vernell Washington
Notary Public

My commission expires: 3-11-2020

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, ALBERT J. BRYANT (print name) do solemnly swear or affirm that I hold the following office with Bryant Albert J., the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: MAY 5, 16

Signature: Albert J. Bryant

Office Held: OWNER

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

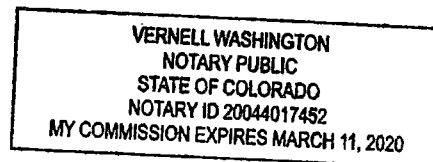
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

5th day of May, 2016,

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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PLEASE NOTE:

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- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

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8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

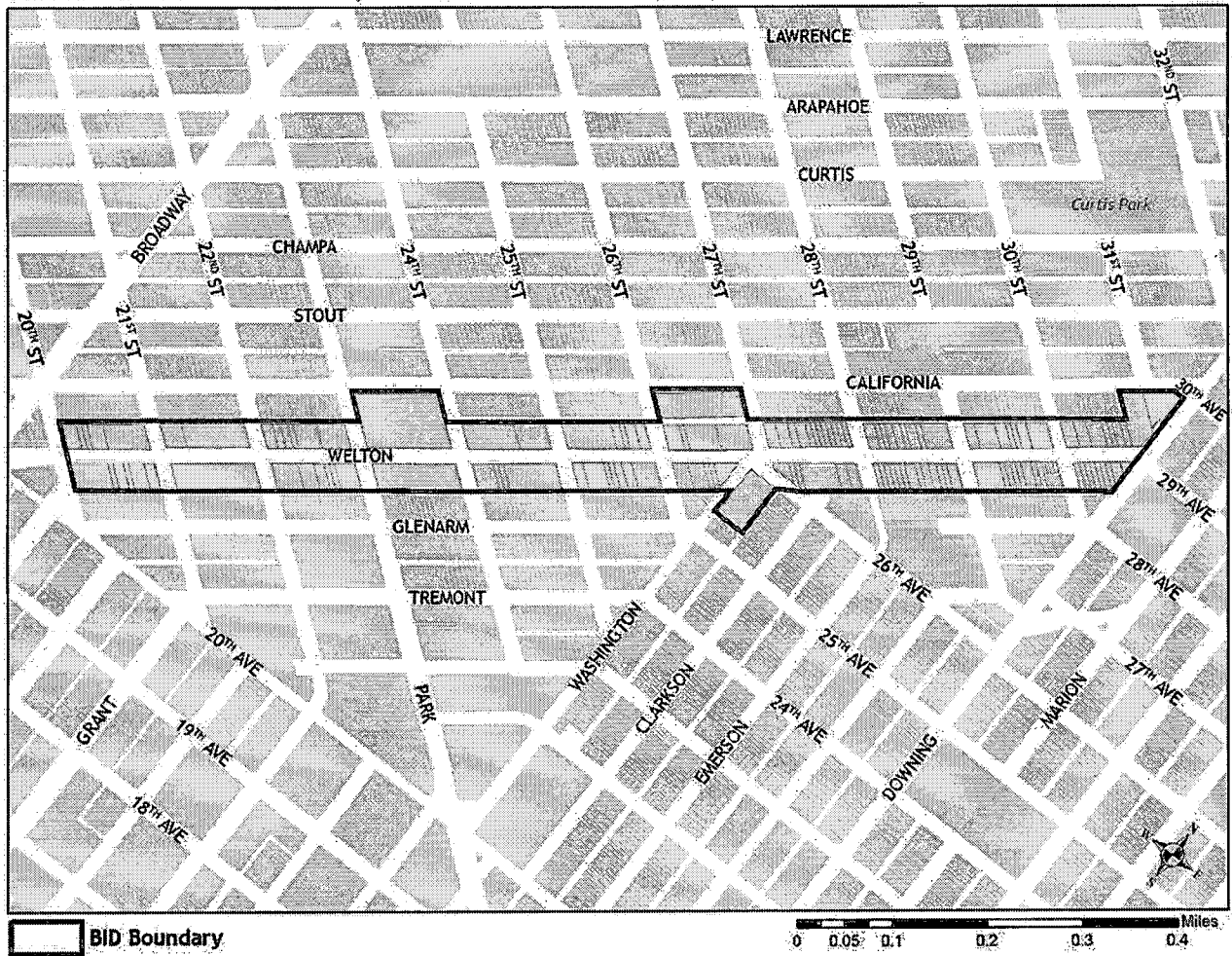
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

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WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

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Printed Name of
Property Owner/Petitioner:

John Pickopf

Authorized Signature:

[Signature]

Date of Signature:

4/4/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

CHAMPA STREET HOLDINGS LLC

2737 WELTON ST

DENVER, CO 80205-2913

Parcel # 0227628016000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this _____ day of _____, 2016 by _____ as _____
(Name) (Title, if applicable)
of _____
(Name of entity owning property, if applicable)

Notary Public

My commission expires: _____

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, John Pirkopf (print name) do solemnly swear or affirm that I hold the following office with Champa Street Holdings, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/4/16

Signature: John Pirkopf

Office Held: Member/Manager

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

_____ day of _____, 2016,

Notary Public

My commission expires: _____

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.


Signature of Petition Circulator

4/4/2016
Date of signature

Please Print:


Name of Circulator: TRACY J. Winchester

Residence Address: 217 South Jackson St. Unit B
(include street name and number, city or town and county) Denver Co 80209

Telephone number: 303-322-0152

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

4th day of April, 2016.


Notary Public

My commission expires: March 11, 2020

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

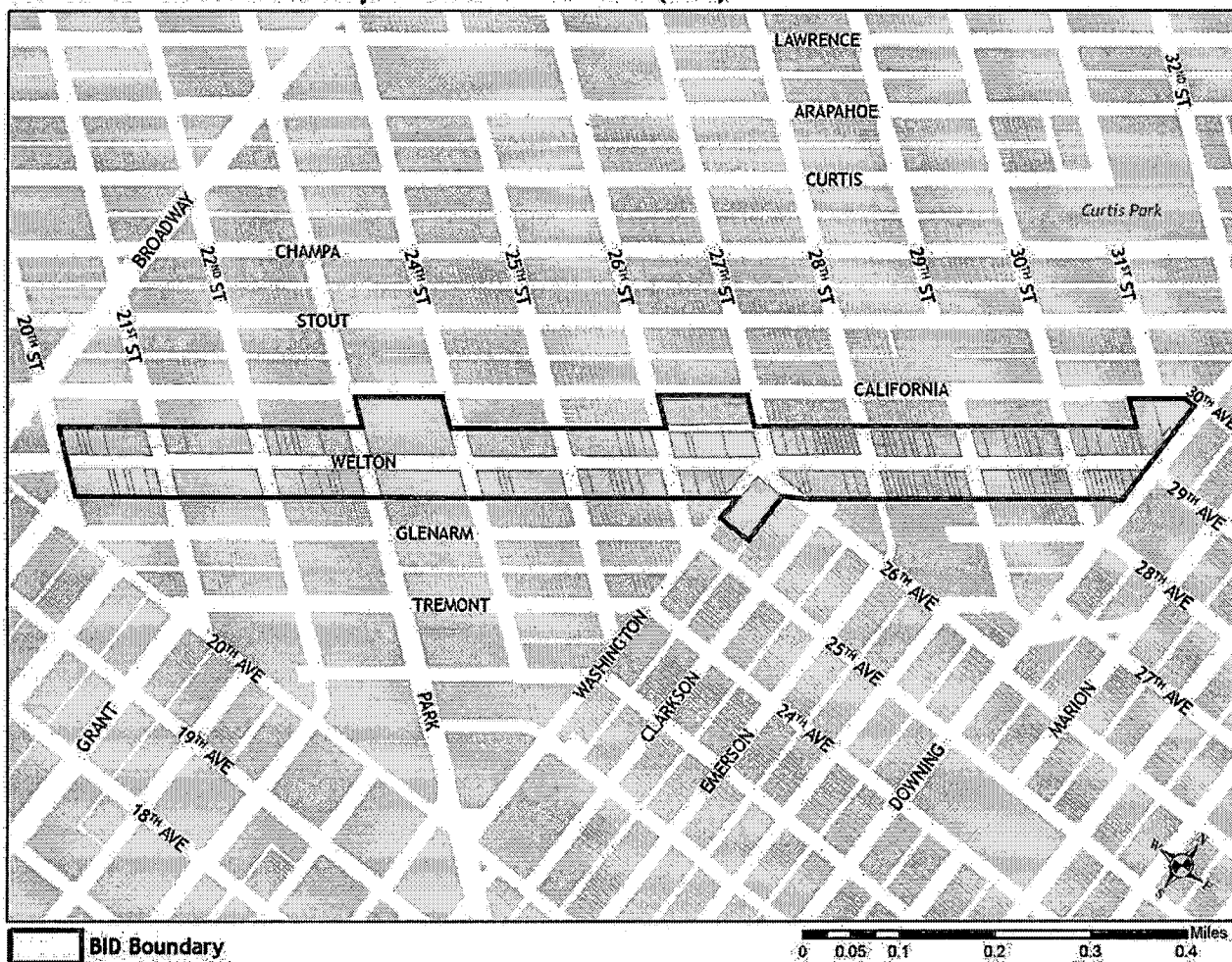
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

ELBERT DEAN BROWN, JR

Authorized Signature:

[Signature]

Date of Signature:

4/4/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

FERN HALL LLC

2713 WELTON ST UNIT -2717
DENVER, CO 80205

Parcel # 0227628050050

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 4th day of April, 2016 by ELBERT DEAN BROWN, JR as INTERIM EXECUTIVE DIR.
(Name) (Title, if applicable)

of FERN HALL LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

VERNELL WASHINGTON NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20044017452 MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: March 11, 2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, ELBERT DEAN BROWN, JR (print name) do solemnly swear or affirm that I hold the following office with Fran Hall, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/4/16 Signature: _____

Office Held: INTERIM EXECUTIVE DIRECTOR

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

4th day of April, 2016,

Vernell Washington
Notary Public

VERNELL WASHINGTON NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20044017452 MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: March 11, 2020

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STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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PLEASE NOTE:

- All required information must be complete.
- Petitioners must sign and print their legal name.
- DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

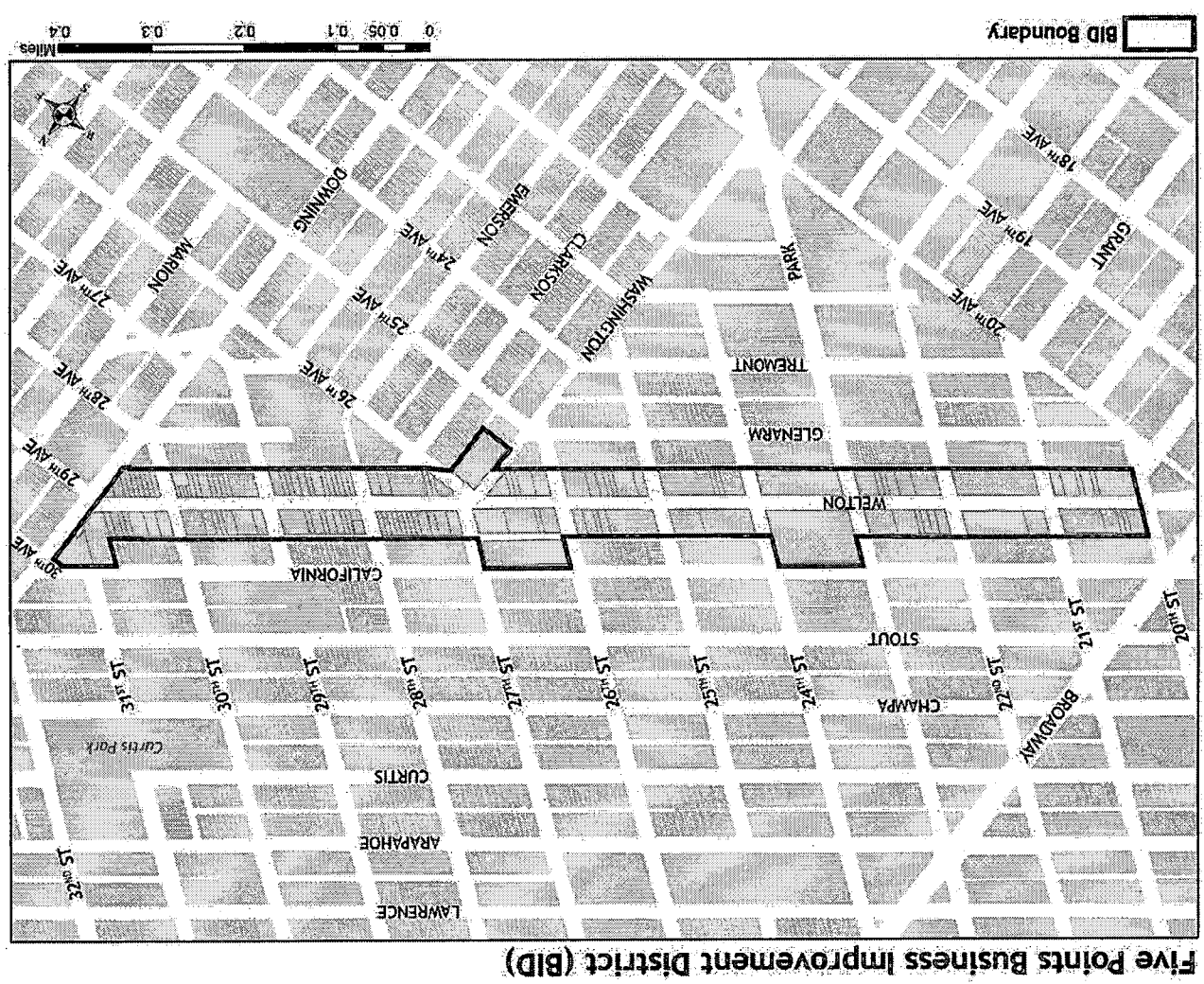
Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.



Five Points Business Improvement District (BID)

**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Aaron Desple

Authorized Signature:

[Signature]

Date of Signature:

4/26/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

FIVE POINTS PLAZA LLC
2736 WELTON ST
DENVER, CO 80205-2900
Parcel # 0226410034000

FIVE POINTS PLAZA LLC
2800 WELTON ST UNIT VCNT
DENVER, CO 80205
Parcel # 0226409033000

FIVE POINTS PLAZA LLC
2804 WELTON ST UNIT VCNT
DENVER, CO 80205
Parcel # 0226409034000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this _____ day of _____, 2016 by _____ as _____
(Name) (Title, if applicable)

of _____
(Name of entity owning property, if applicable)

Notary Public

My commission expires: _____

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Acenlesple (print name) do solemnly swear or affirm that I hold the following office with Five Points Plaza, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/26/16 Signature: [Signature]

Office Held: Member

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

_____ day of _____, 2016,

Notary Public

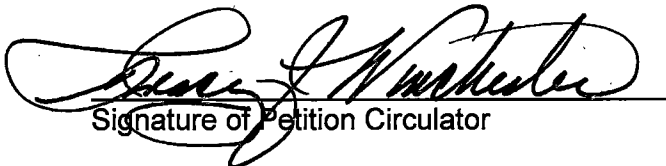
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STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.


Signature of Petition Circulator

April 26, 2016
Date of signature

Please Print:


Name of Circulator: TRACY J. Winchester

Residence Address: 217 S. Jackson St. Unit B
(include street name and number, city or town and county)

Telephone number: 303-832-5000

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

26th day of April, 2016.


Notary Public

My commission expires: March 11, 2020

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

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5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

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Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

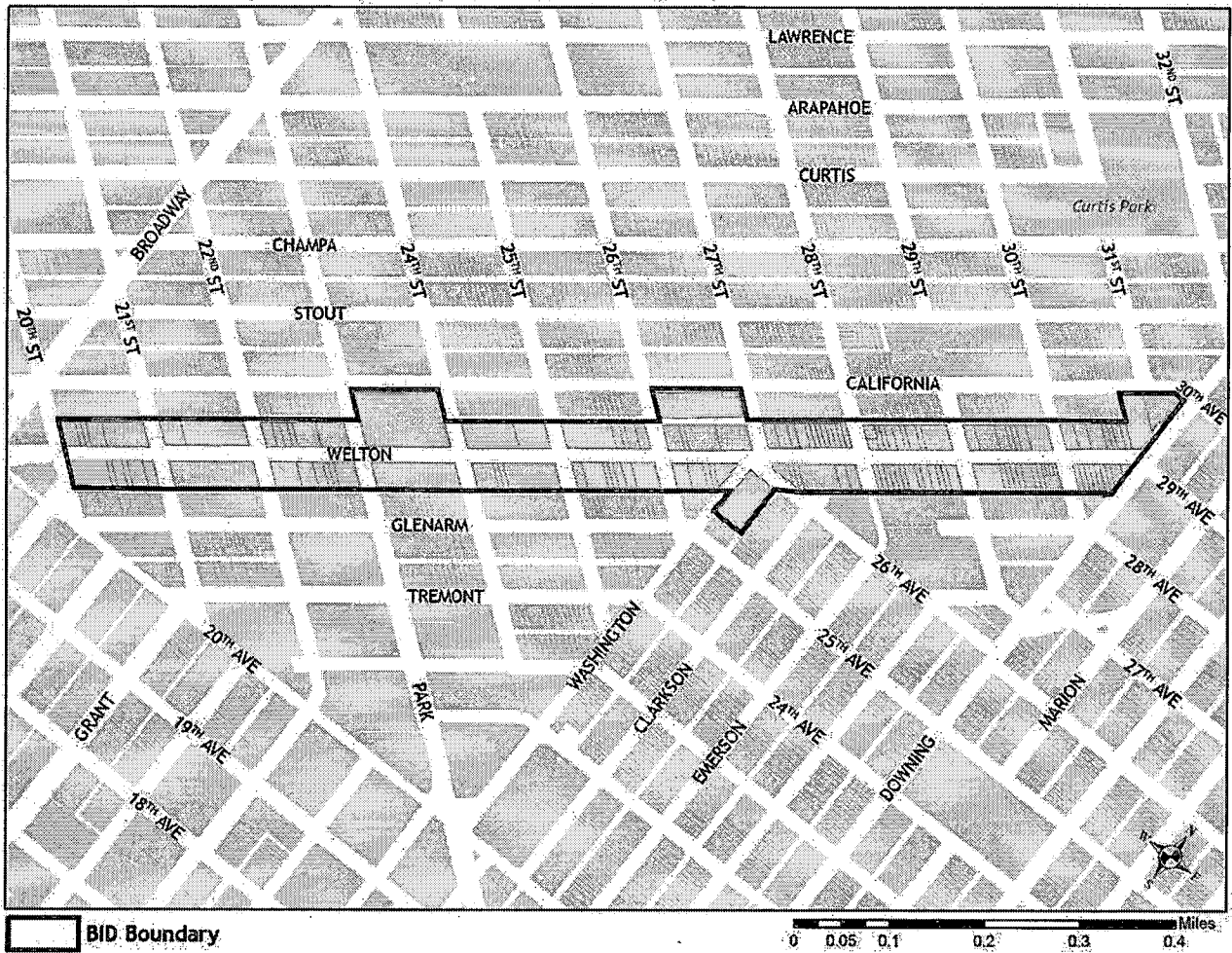
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of

Property Owner/Petitioner:

Odell Barry

Authorized Signature:

[Signature]

Date of Signature:

4/6/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

FIVE POINTS VENTURE LLC

2745 WELTON ST

DENVER, CO 80205-2913

Parcel # 0227628034000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

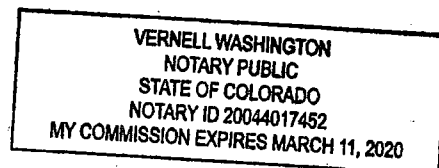
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 6th day of April, 2016 by Odell Barry as _____ (Name) _____ (Title, if applicable)
of Five Points Venture LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

My commission expires: 3-11-2020



AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit.

I, Odell Barry (print name) do solemnly swear or affirm that I hold the following office with _____, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/12/16

Signature: [Signature]

Office Held: President

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

12th day of April, 2016,

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO : }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a Petition Circulator

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

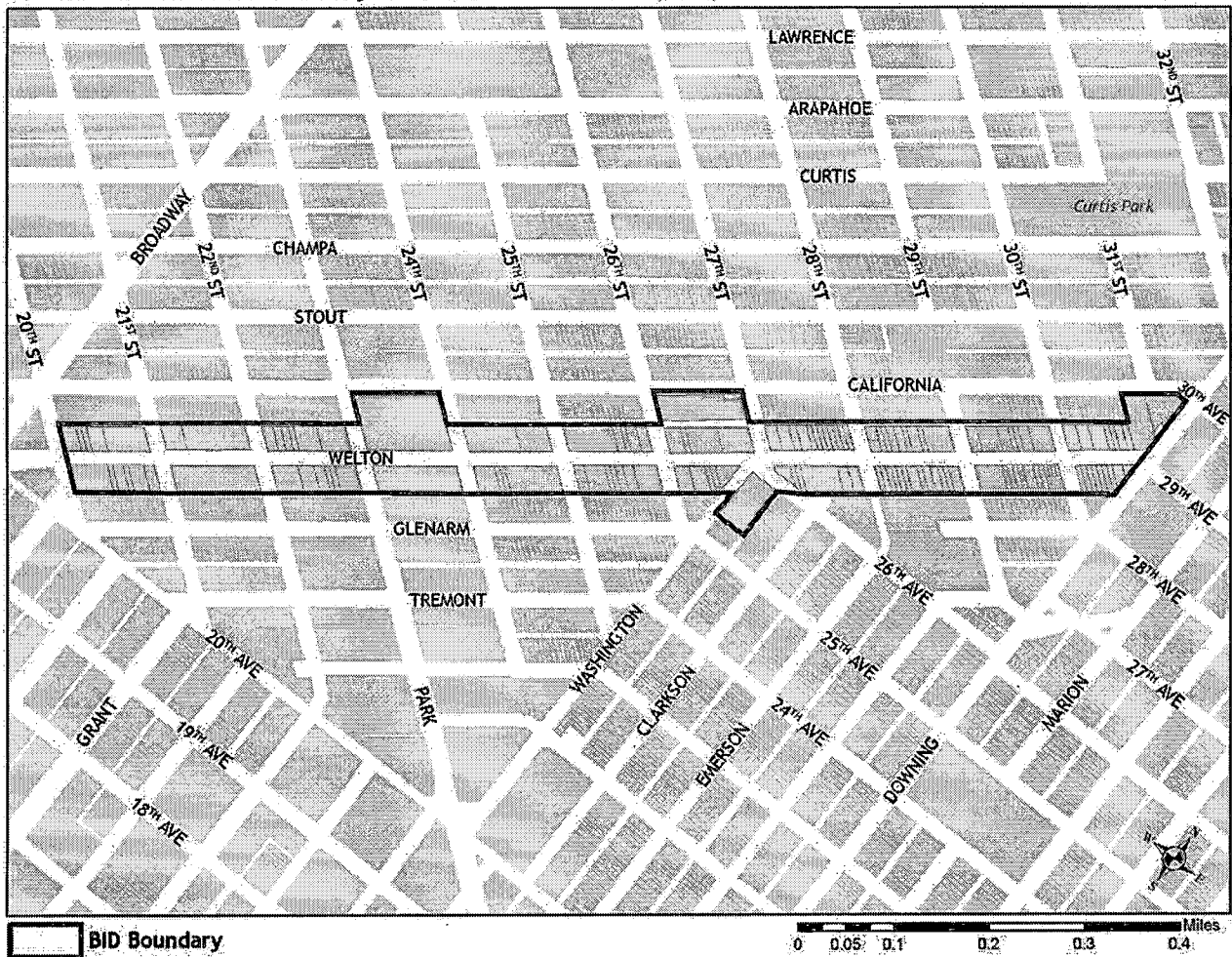
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

GAYLENE V. HARRIS

Authorized Signature:

Gaylene V. Harris

Date of Signature:

4/27/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

HARRIS, GAYLENE V REVOCABLE TRUST

523 26TH ST

DENVER, CO 80205

Parcel # 0235233028000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 27th day of April, 2016 by Gaylene V. Harris as Trustee
(Name) (Title, if applicable)

of Harris, Gaylene V Revocable Trust
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

TRUST

If property owner of record is a ~~Corporation~~ or **Limited Liability Company (LLC)**, complete the following affidavit:

I, GAYLENE V. HARRIS (print name) do solemnly swear or affirm that I hold the following office with REVOCABLE TRUST, GAYLENE V. HARRIS, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/27/16

Signature: Gaylene V. Harris

Office Held: TRUSTEE

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

27th day of April, 2016,

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: March 11, 2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

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Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- All required information must be complete.
- Petitioners must sign and print their legal name.
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

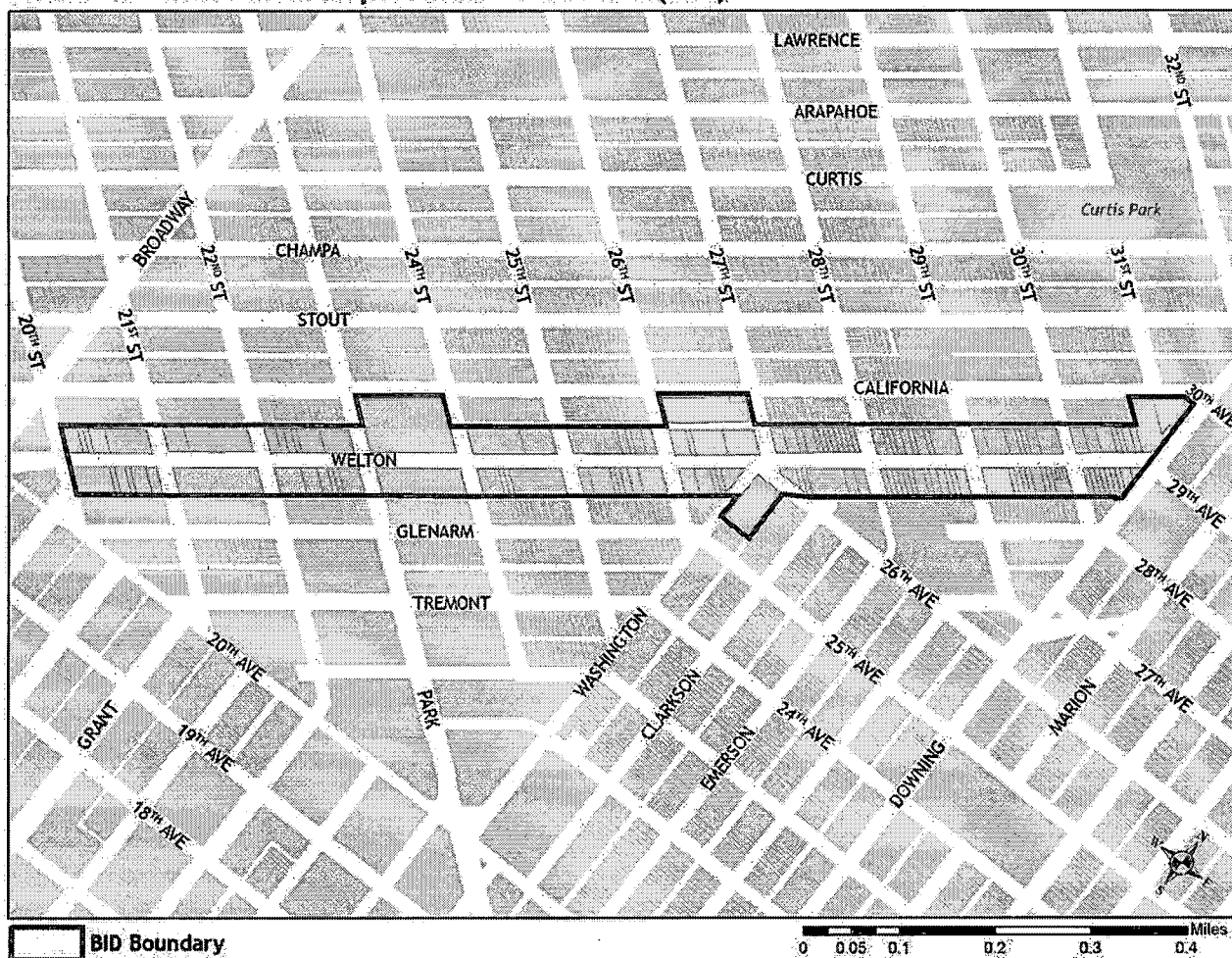
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

HAMID SIMANTOB

Authorized Signature:

[Signature], Manager

Date of Signature:

4/25/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

HMS FAMILY LLC & ~~MASONS DEVELOPMENT LLC~~

2501 WELTON ST
DENVER, CO 80205

Parcel # 0234201037000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 25th day of April, 2016 by Hamid Simantob as _____
(Name) (Title, if applicable)

of HMS Family LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following

HAMID SEMANTOR affidavit:

I, Hamid Semantor (print name) do solemnly swear or affirm that I hold the following office with HMS FAMILY, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/25/16 Signature: [Signature]

Office Held: HMS FAMILY, LLC

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, HAMID SEMANTOR (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/25/16 Signature: [Signature]

Office Held: HMS FAMILY, LLC

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

25th day of April, 2016,

Vernell O. Washington
Notary Public

VERNELL WASHINGTON NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20044017452 MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.



Signature of Petition Circulator

4125116

Date of signature

Please Print:

Name of Circulator: HAMID SIMANTOV

Residence Address: 9259 E. LAKE PLACE, Greenwood Village,
(include street name and number, city or town and county) CO, 80111

Telephone number: 303-601-9191

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

- 1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").
- 2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.
- 3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.
- 4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.
- 5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

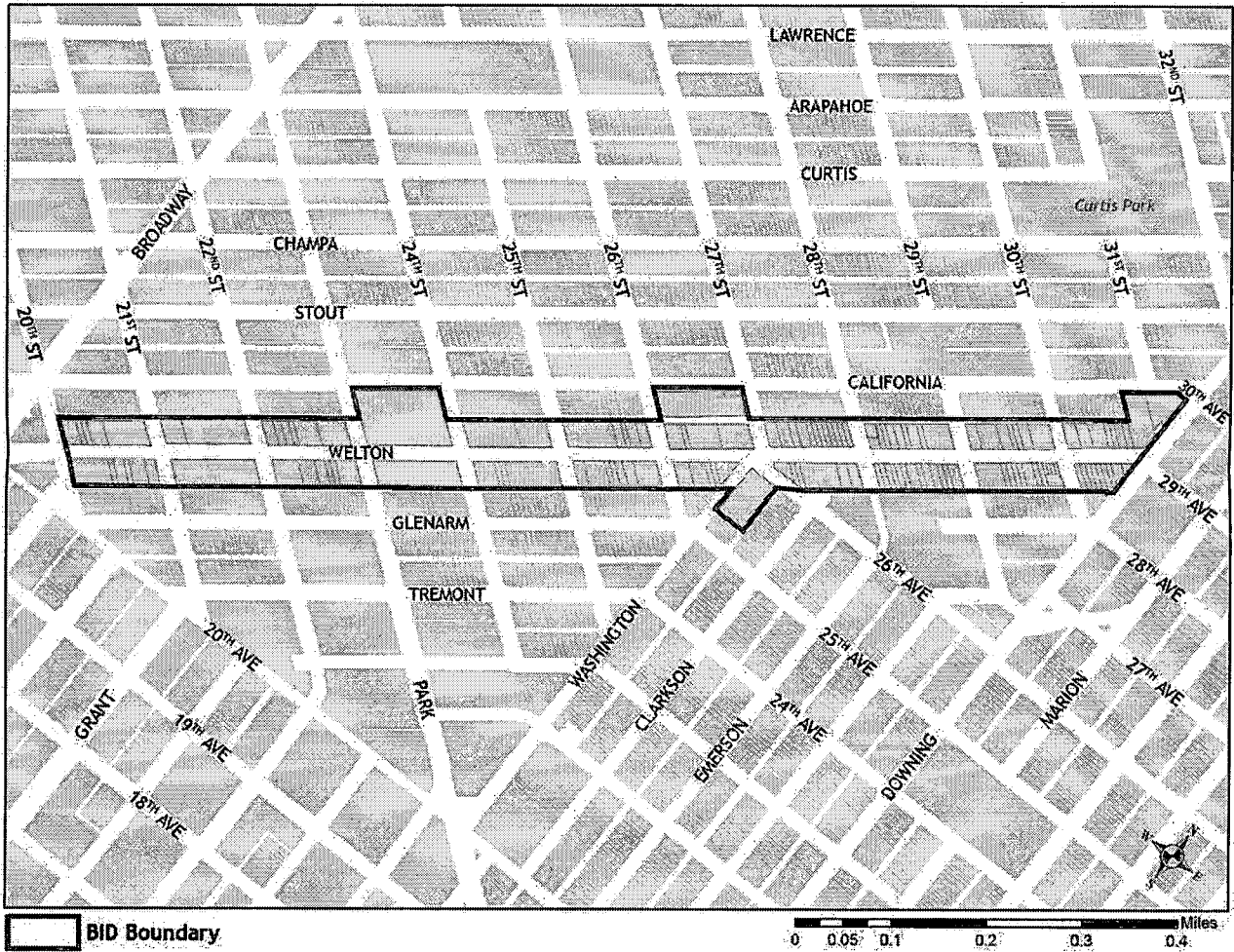
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

DIANE JOHNSON - Lonnie Johnson

Authorized Signature:

DIANE JOHNSON - Lonnie Johnson

Date of Signature: April 20, 2016

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

JOHNSON, DIANE & JOHNSON, LONNIE R

2836 WELTON ST

DENVER, CO 80205-3020

Parcel # 0226409006000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

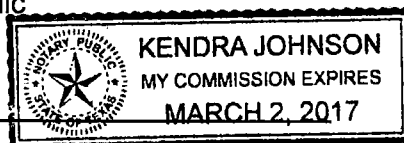
STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 20 day of April, 2016 by DIANE JOHNSON as OWNER
(Name) (Title, if applicable)

of DIANE JOHNSON
(Name of entity owning property, if applicable)

Kendra Johnson
Notary Public

My commission expires:



AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

*If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:*

I, _____ (print name) do solemnly swear or affirm that I hold the following office with _____, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

*If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:*

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

_____ day of _____, 2016,

Notary Public

My commission expires: _____

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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PLEASE NOTE:

- All required information must be complete.
- Petitioners must sign and print their legal name.
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THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

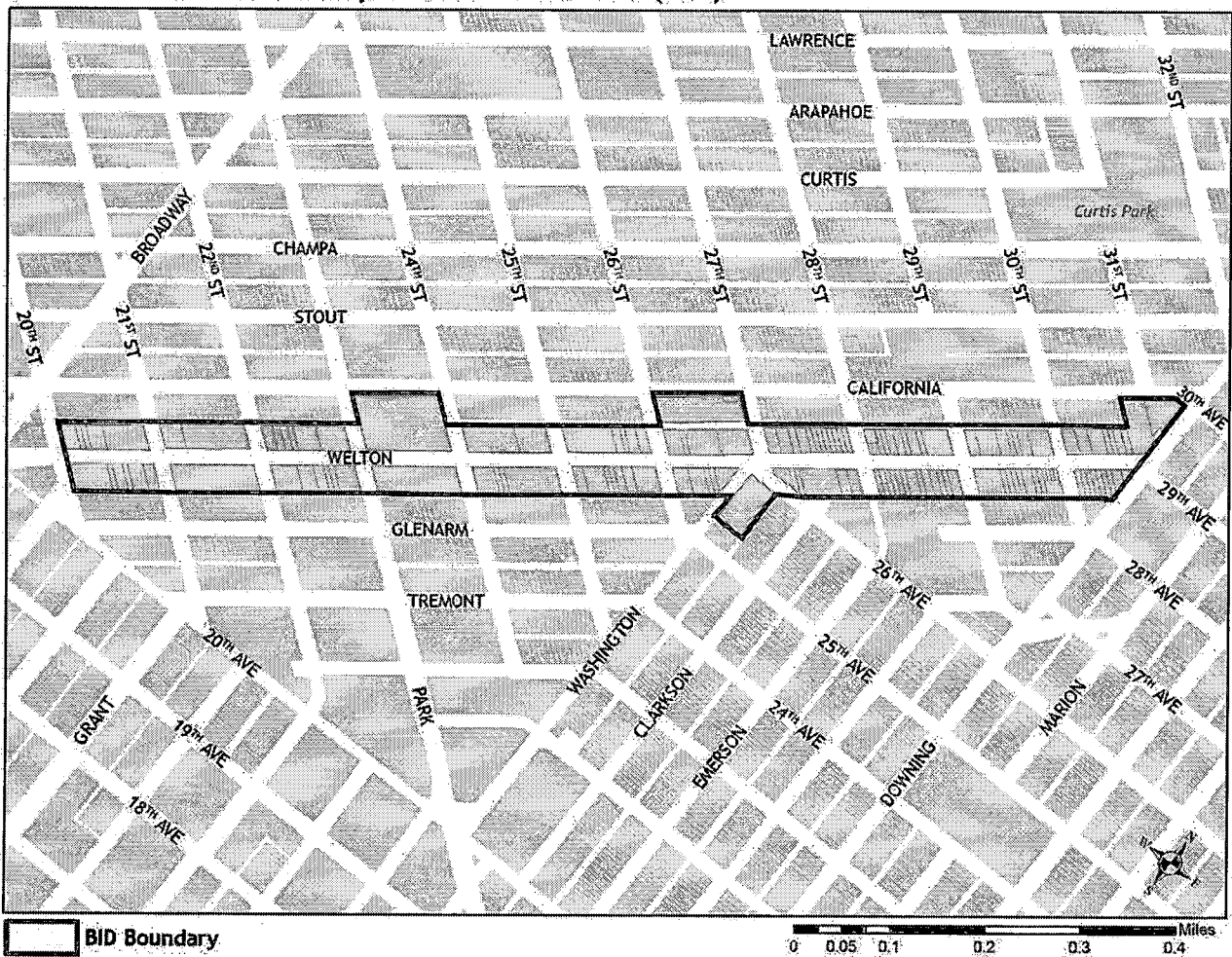
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

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WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Renée A. Cousins King

Authorized Signature:

Renée A. Cousins King

Date of Signature: April 20, 2016

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

KING, RENEE A COUSINS
2526 WELTON ST
DENVER, CO 80205-2910
Parcel # 0234103032000

Denver Colorado in the City and County of Denver, Colorado.

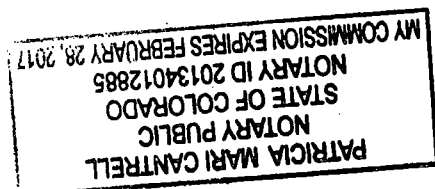
***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 20th day of April, 2016 by Renée A. Cousins King as Member of 2526 Welton LLC
(Name) (Title, if applicable) (Name of entity owning property, if applicable)

[Signature]
Notary Public



My commission expires: February 28, 2017

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Renee A. Cousins King (print name) do solemnly swear or affirm that I hold the following office with 2526 Welton LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: April 22, 2016

Signature: Renee A. Cousins King

Office Held: Member

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

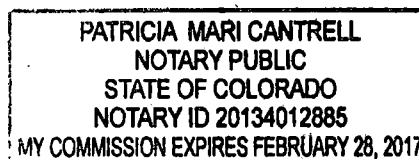
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

22nd day of April, 2016,

[Signature]
Notary Public



My commission expires: February 28, 2017

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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THANK YOU!

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Denver, CO 80205

Paul Books, Palisade Partners
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Denver, CO 80203

Nathan Beal, St. Bernard Properties
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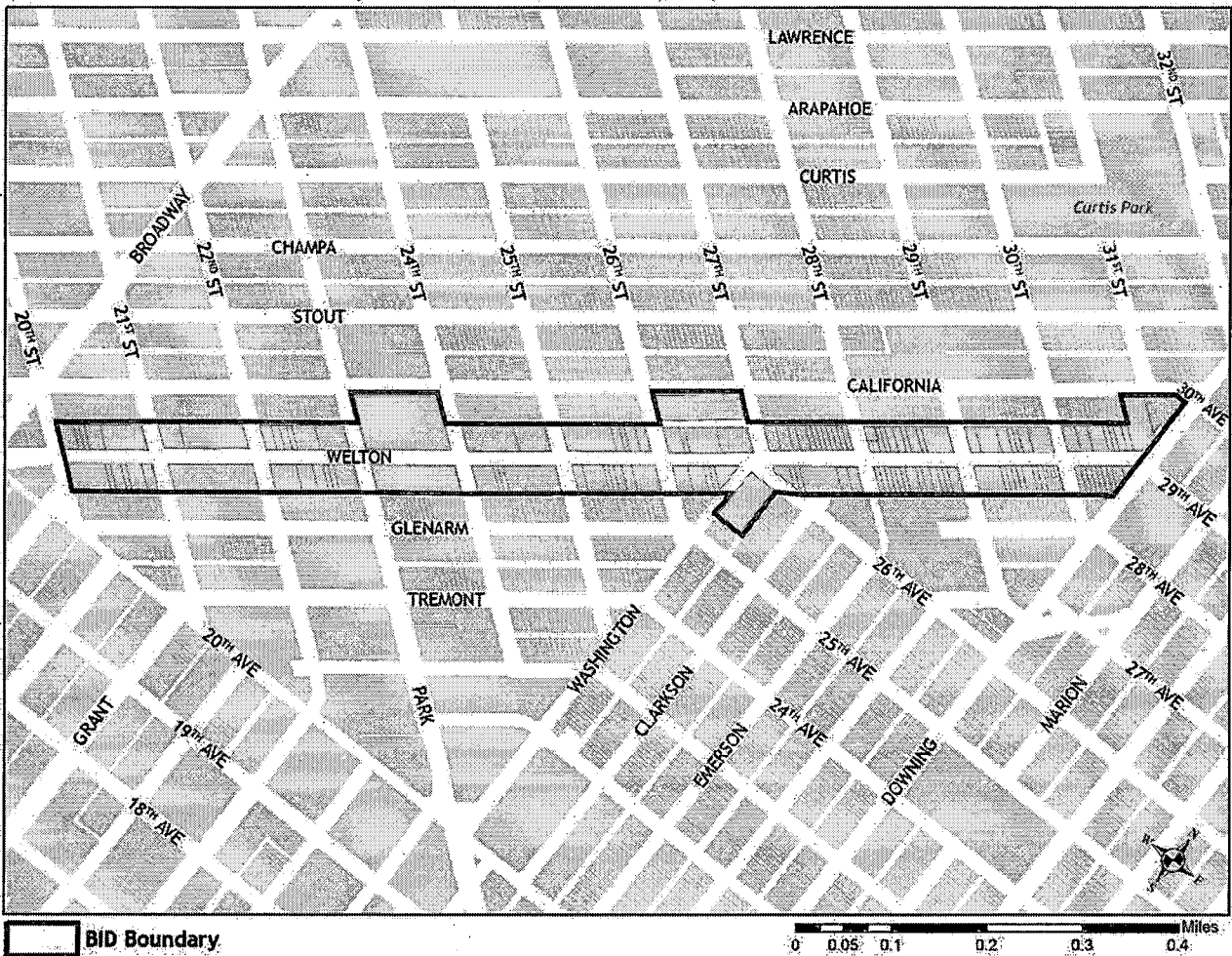
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WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a ^{Trust} ~~Corporation~~ or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Renée Cousins King (print name) do solemnly swear or affirm that I hold the following office with Renée Cousins King Exempt Trust, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: April 22, 2016

Signature: Renée Cousins King

Office Held: Trustee

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

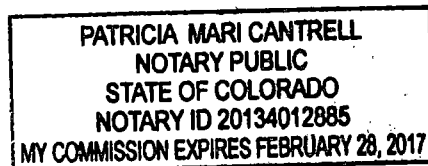
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

22nd day of April, 2016,

[Signature]
Notary Public



My commission expires: February 28, 2017

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

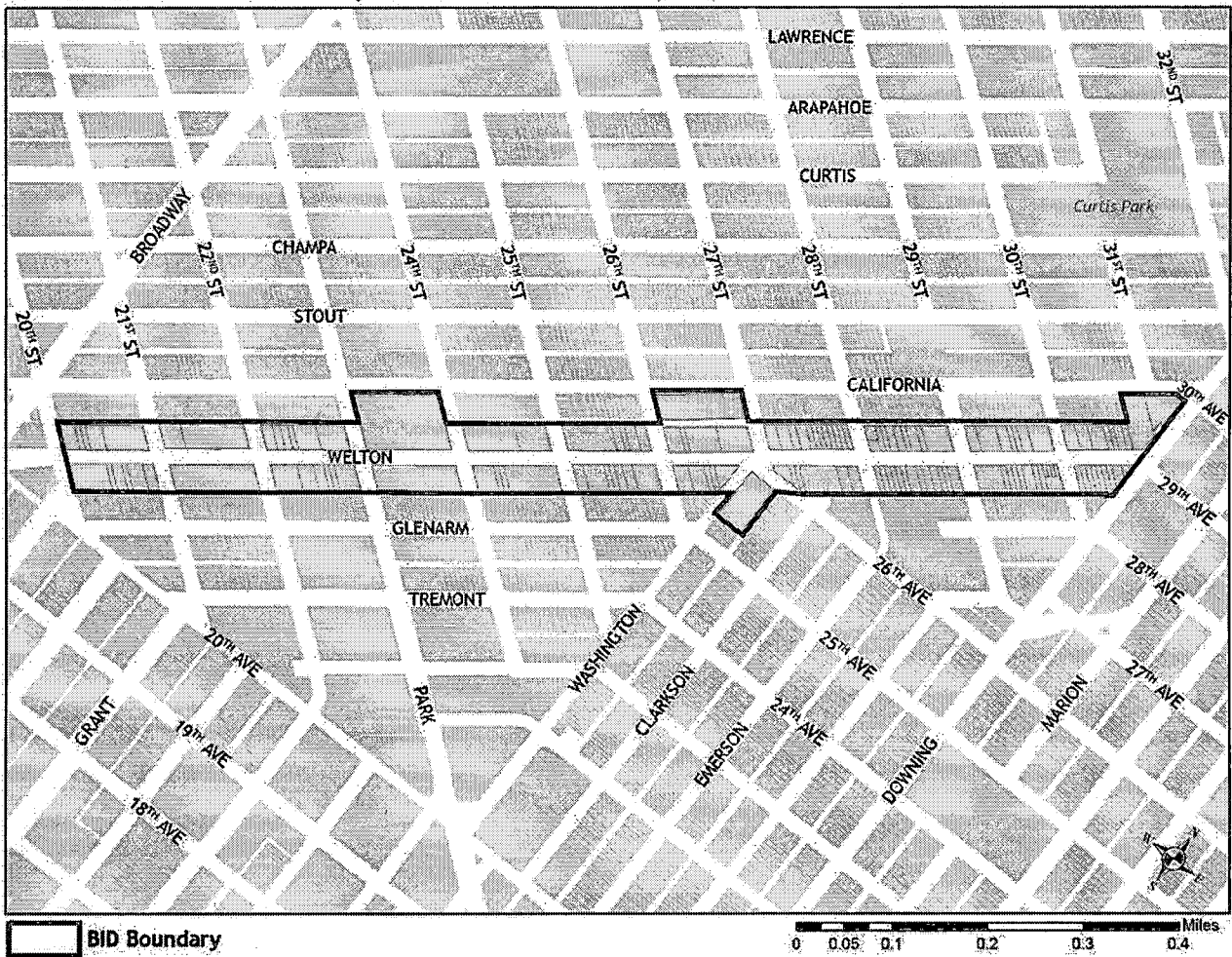
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Renée Cousins King

Authorized Signature:

Renée Cousins King

Date of Signature: April 22, 2016

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

KING, RENEE COUSINS EXEMPT TRUST

2545 WELTON ST
DENVER, CO 80205-2909

Parcel # 0234201035000

KING, RENEE COUSINS EXEMPT TRUST

2549 WELTON ST
DENVER, CO 80205-2909

Parcel # 0234201019000

KING, RENEE COUSINS EXEMPT TRUST

2559 WELTON ST
DENVER, CO 80205-2909

Parcel # 0234201020000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

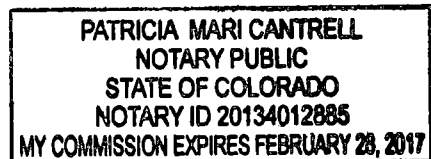
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 22nd day of April, 2016 by Renée Cousins King as Trustee
(Name) (Title, if applicable)

of Renée Cousins King Exempt Trust
(Name of entity owning property, if applicable)

[Signature]
Notary Public



My commission expires: February 28, 2017

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a ^{Trust}~~Corporation~~ or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Renée Cousins King (print name) do solemnly swear or affirm that I hold the following office with Renée Cousins King Exempt Trust, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: April 22, 2016

Signature: Renée Cousins King

Office Held: Trustee

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

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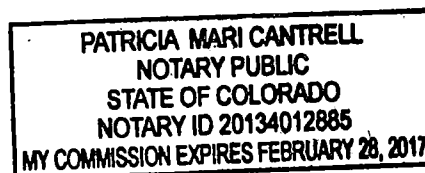
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[Signature]
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STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

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based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

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8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

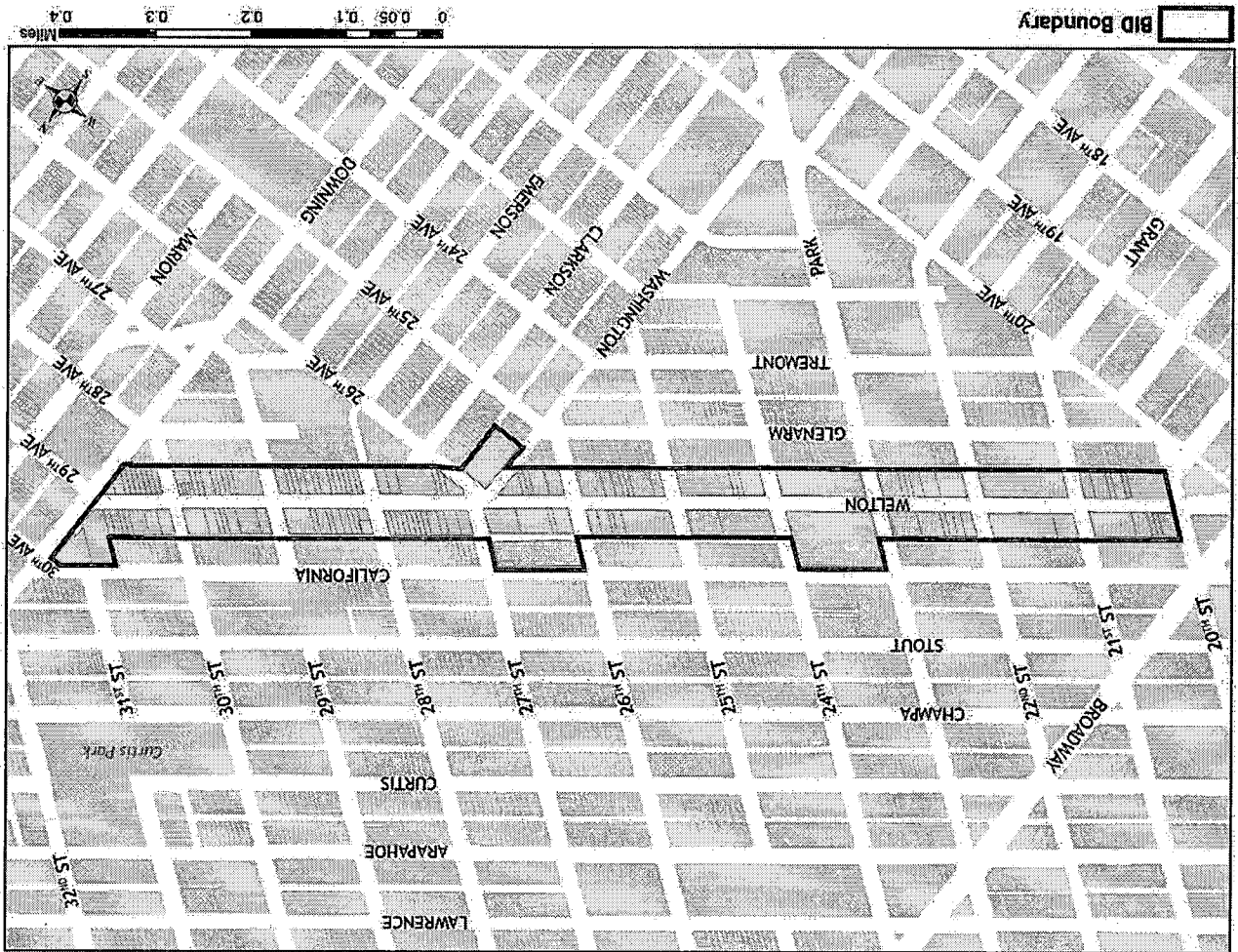
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

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WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of

Property Owner/Petitioner:

Renee Cousins King Renee Cousins King

Authorized Signature:

Renee Cousins King

Date of Signature:

April 22, 2016

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

KING, RENEE COUSINS NONEXEMPT TRUST

725 E 26TH AVE

DENVER, CO 80205-3119

Parcel # 0226410043000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this 22nd day of April, 2016 by Renee Cousins King as Trustee

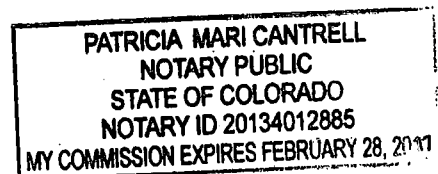
(Name)

(Title, if applicable)

of Renee Cousins King Non Exempt Trust
(Name of entity owning property, if applicable)

[Signature]

Notary Public



My commission expires: February 28, 2017

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a ^{Trust}~~Corporation~~ or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Renee Cousins King (print name) do solemnly swear or affirm that I hold the following office with Renee Cousins King Non Exempt Trust the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: April 22, 2016

Signature: Renee Cousins King

Office Held: Trustee

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

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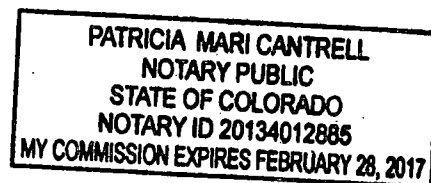
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STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

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Notary Public

My commission expires:_____

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- 1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").
- 2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.
- 3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.
- 4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.
- 5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

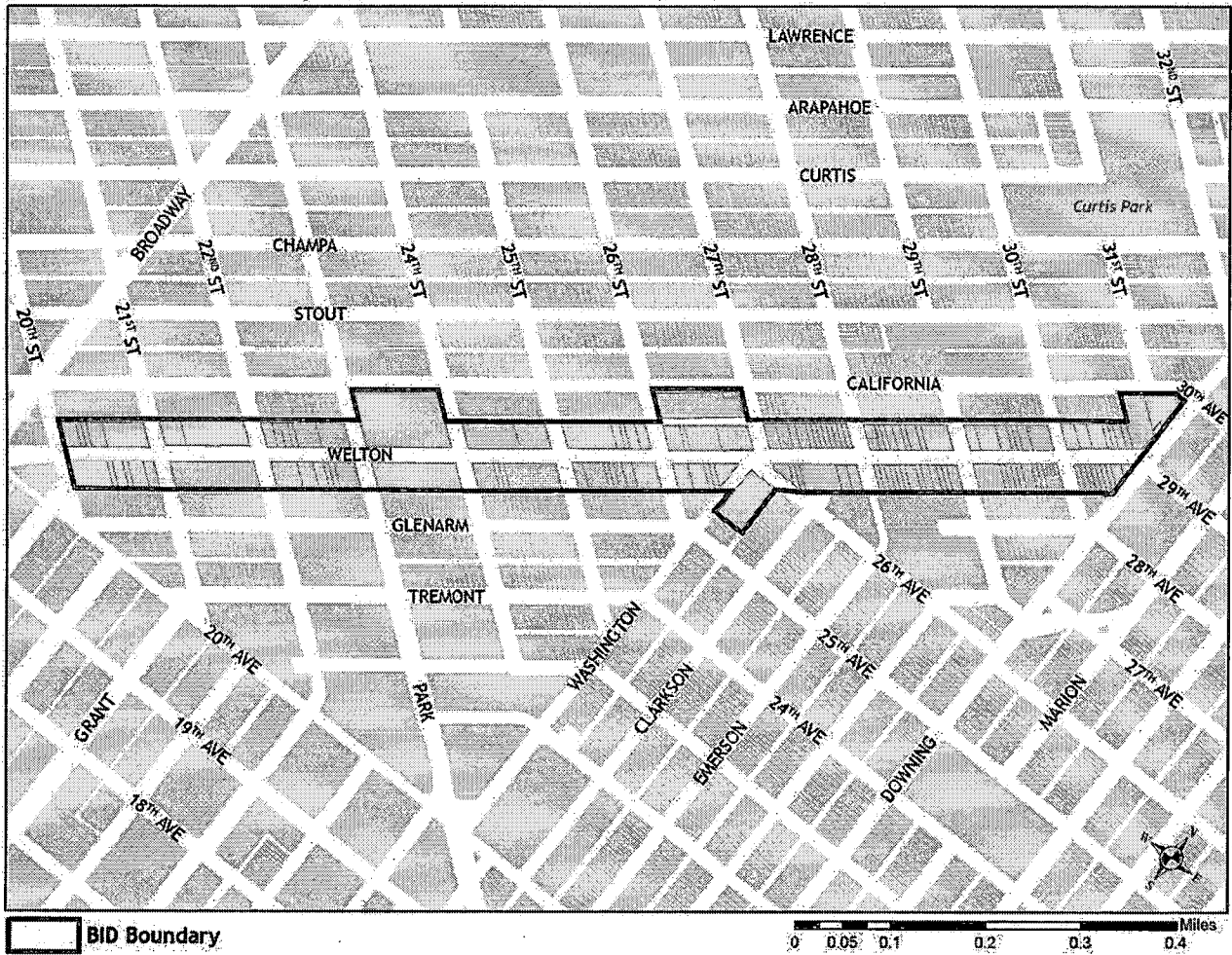
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO and by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

ELBERT DEAN BROWN, JR

Authorized Signature:

Date of Signature:

4/4/2016

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

MINUTE SPOT LLC

2550 WASHINGTON ST UNIT 101
DENVER, CO 80205-3176

Parcel # 0235208084084

MINUTE SPOT LLC

2550 WASHINGTON ST UNIT 102
DENVER, CO 80205-3176

Parcel # 0235208085085

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 4th day of April, 2016 by ELBERT DEAN BROWN, JR as INTERIM EXEC. DIRECTOR
(Name) (Title, if applicable)

of MINUTE SPOT, LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

My commission expires: March 11, 2020

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, ELBERT DEAN BROWN, JR (print name) do solemnly swear or affirm that I hold the following office with MINUTE SPOT, LLC the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/4/2016

Signature: _____

Office Held: INTERIM EXECUTIVE DIRECTOR

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

4th day of April, 2016,

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: March 11, 2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

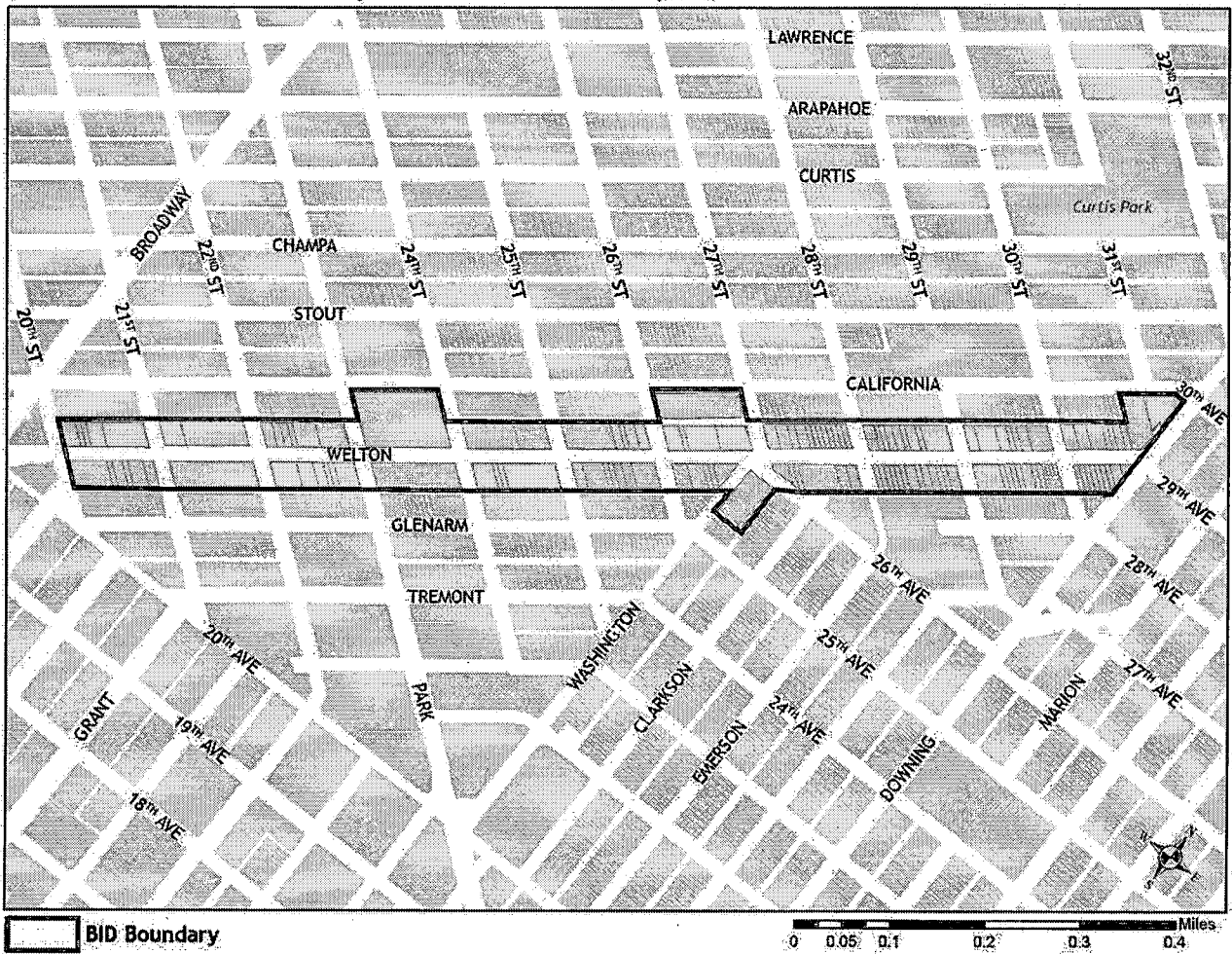
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District; to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

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Printed Name of
Property Owner/Petitioner:

Saint Bernard Properties, LLC, Nathan Beal

Authorized Signature:

[Signature]

Date of Signature: 4-12-16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

SAINT BERNARD PROPERTIES LLC

2850 WELTON ST
DENVER, CO 80205-3020

Parcel # 0226409004000

SAINT BERNARD PROPERTIES LLC

2950 WELTON ST
DENVER, CO 80205

Parcel # 0226403045000

SAINT BERNARD PROPERTIES LLC

2952 WELTON ST
DENVER, CO 80205-3022

Parcel # 0226403040000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

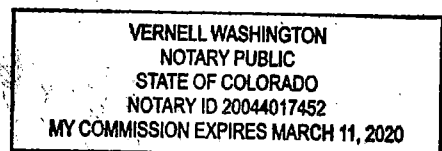
STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 12th day of

April, 2016 by Nathan Beal as Member
(Name) (Title, if applicable)

of Saint Bernard Properties, LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Michael B. [Signature] (print name) do solemnly swear or affirm that I hold the following office with Saint Bernard Properties, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4-12-16

Signature: [Signature]

Office Held: Member

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

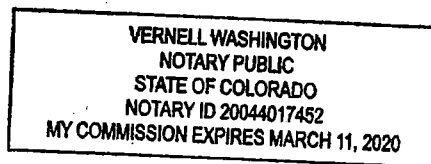
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

12th day of April, 2016,

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

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PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

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The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

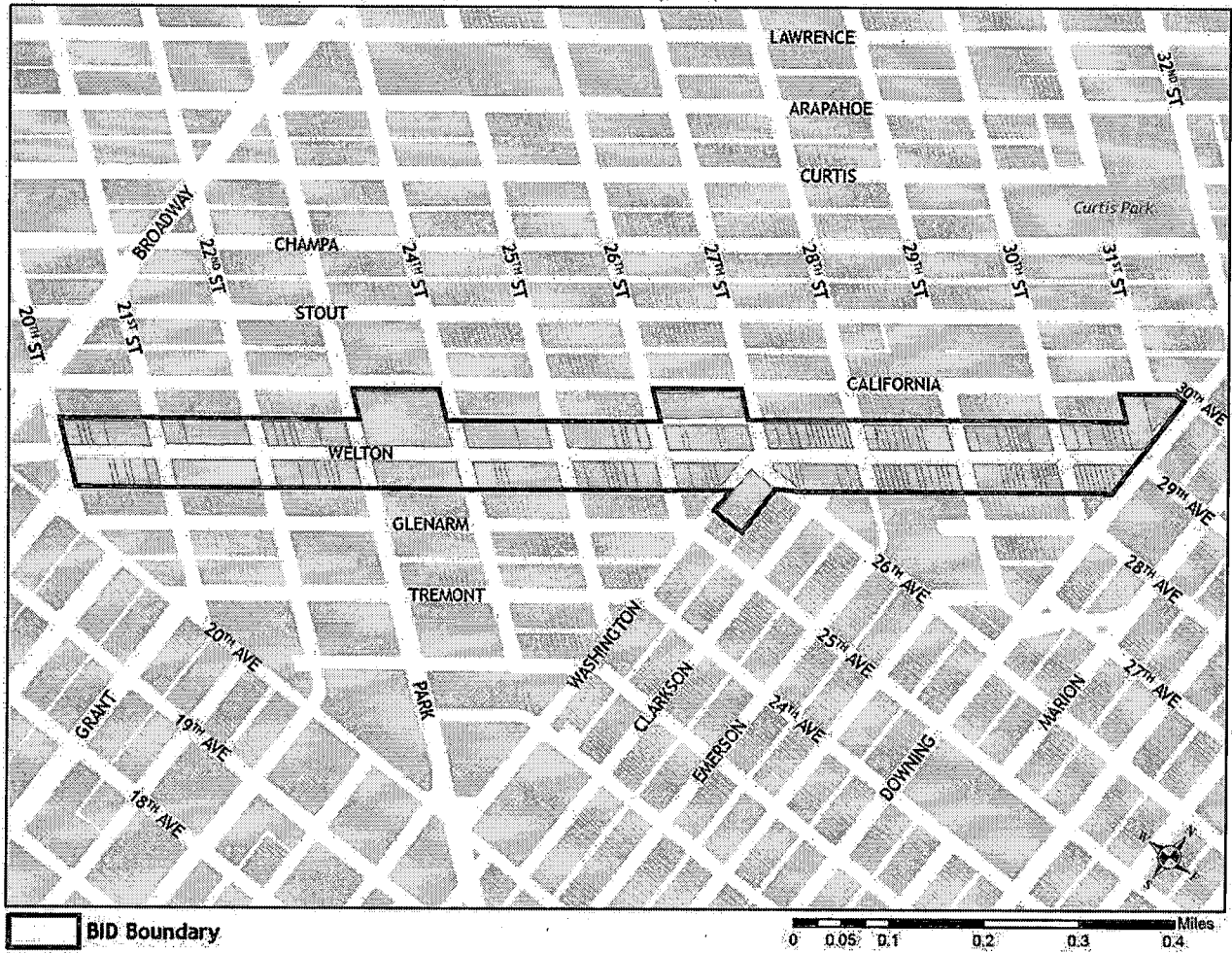
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

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Printed Name of

Property Owner/Petitioner:

Saint Bernard Properties LLC Nathan Beal

Authorized Signature:

[Signature]

Date of Signature:

4-12-16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

SAINT BERNARD PROPERTIES LLC

2954 WELTON ST
DENVER, CO 80205

Parcel # 0226403041000

SAINT BERNARD PROPERTIES LLC

2958 WELTON ST
DENVER, CO 80205

Parcel # 0226403042000

SAINT BERNARD PROPERTIES LLC

2962 WELTON ST
DENVER, CO 80205-3022

Parcel # 0226403043000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }

ss.

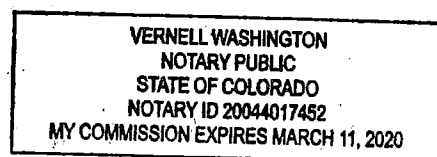
CITY AND COUNTY OF DENVER. }

The foregoing petition signature was subscribed or acknowledged before me this 12th day of

April, 2016 by Nathan Beal as Member

(Name) (Title, if applicable)
of Saint Bernard Properties LLC
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Maureen Beal (print name) do solemnly swear or affirm that I hold the following office with Saint Bernard Properties, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4-12-16 Signature: [Signature]
Office Held: Member

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____
Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

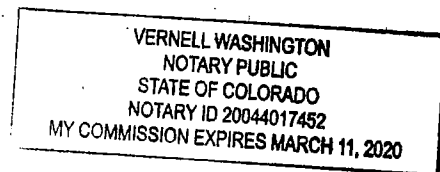
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

12th day of April, 2016,

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

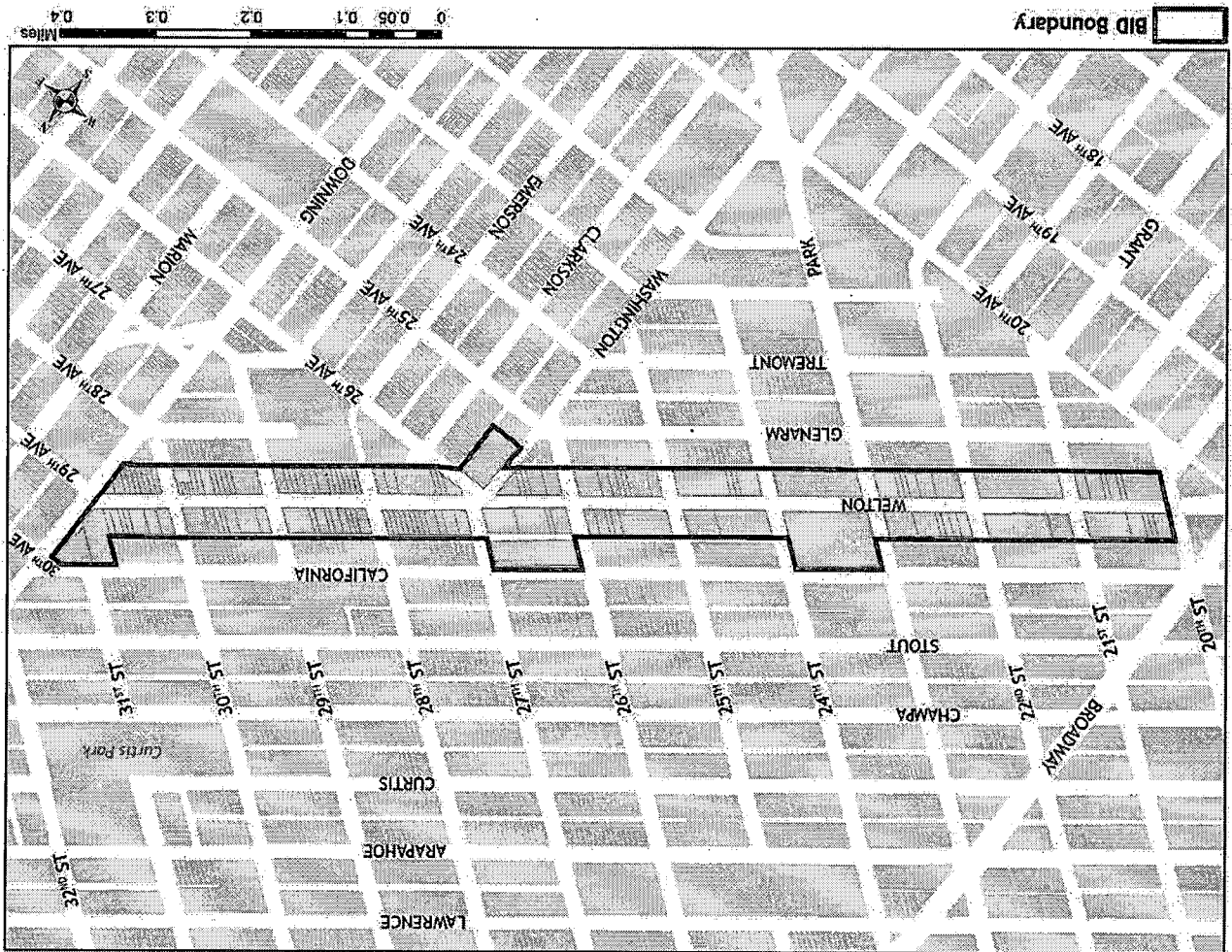
Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

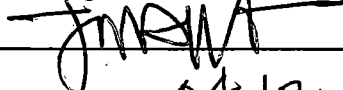
For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of

Property Owner/Petitioner:

SID, LLC JOSEPH MONTALBANO

Authorized Signature:



Date of Signature:

04.12.16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

SID LLC

2942 WELTON ST

DENVER, CO 80205-3022

Parcel # 0226403036000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }

ss.

CITY AND COUNTY OF DENVER }

The foregoing petition signature was subscribed or acknowledged before me this 12th day of


April, 2016 by Joseph Montalbano as Member

(Name)

(Title, if applicable)

of SID, LLC

(Name of entity owning property, if applicable)


Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, JOSEPH MONTALBANO (print name) do solemnly swear or affirm that I hold the following office with SID, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 04.12.16

Signature: [Signature]

Office Held: MEMBER

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

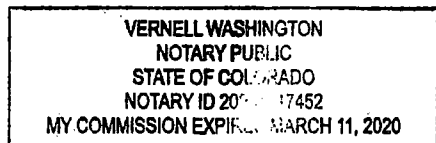
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

12th day of April, 2016,

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

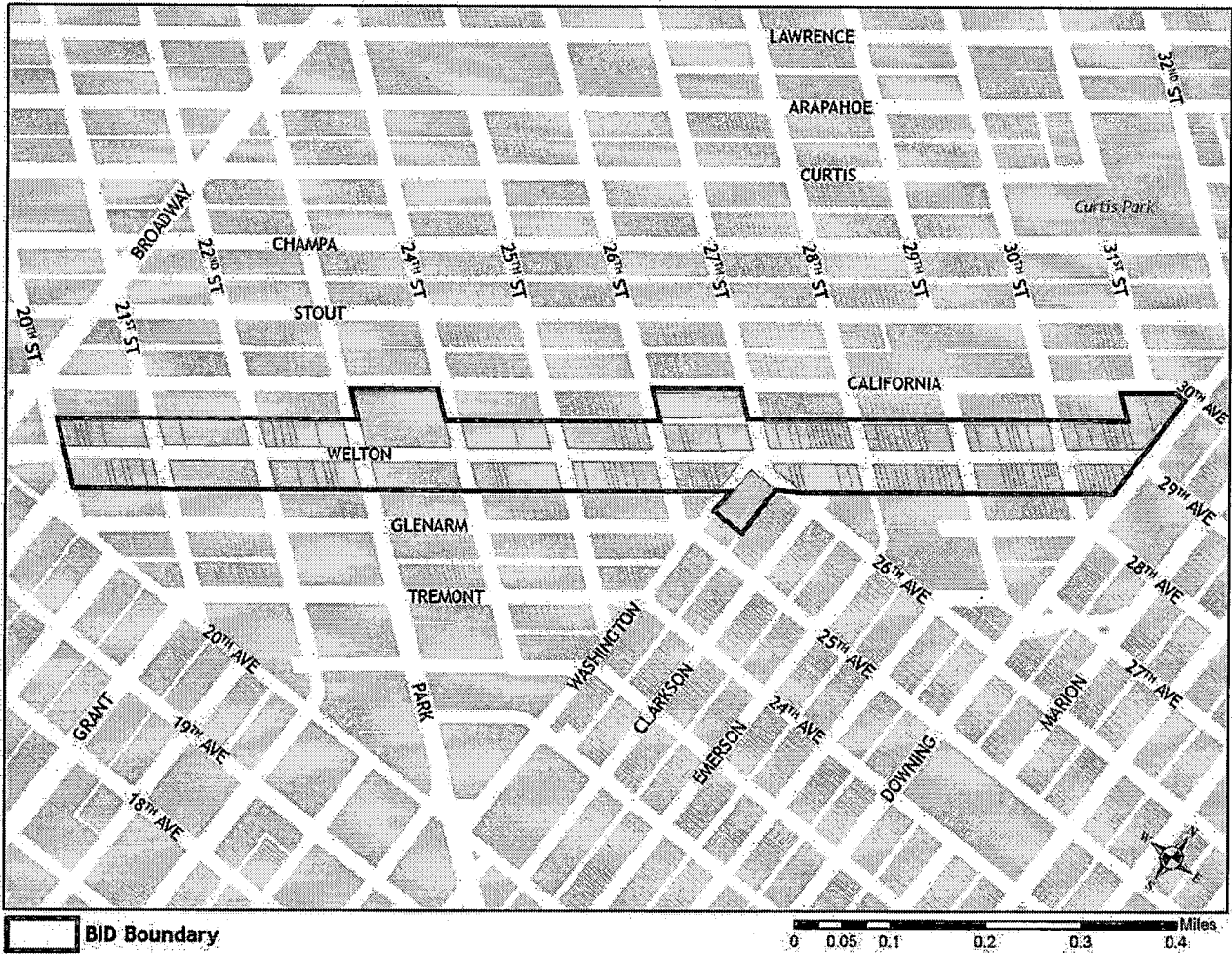
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Kellie Slater

Authorized Signature:

Kellie Slater

Date of Signature: 5/3/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

SMP 2801 WELTON LLC

2801 WELTON ST

DENVER, CO 80205-3019

Parcel # 0227615028000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO } ss.
CITY AND COUNTY OF DENVER }

The foregoing petition signature was subscribed or acknowledged before me this 3rd day of May, 2016 by Kellie Slater as Manager of SMP 2801 Welton LLC
(Name) (Title, if applicable)
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Keillie Slater (print name) do solemnly swear or affirm that I hold the following office with SMP 2801 Welton LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 5/3/16 Signature: Km Slater

Office Held: Manager

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

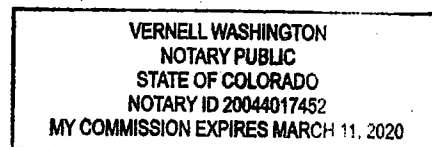
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

3rd day of May, 2016,

Vernell Washington
Notary Public



My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

 day of , 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

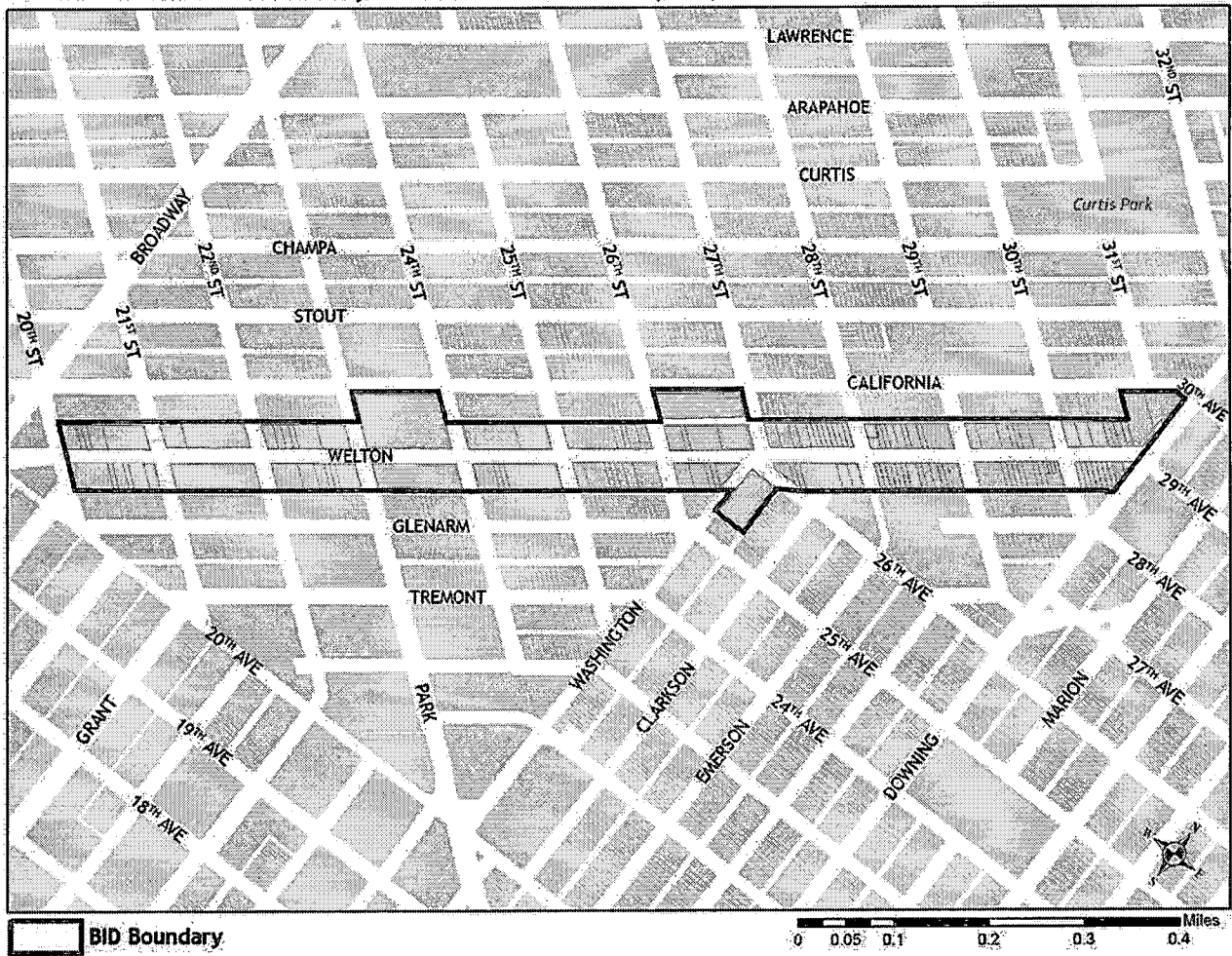
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID:

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of

Property Owner/Petitioner:

FSP 1999 Broadway LLC, a Delaware limited liability company
By: FSP Property Management LLC, its asset manager

Authorized Signature:

[Signature]

Date of Signature: April 27, 2016

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

FSP 1999 BROADWAY LLC

2099 WELTON ST

DENVER, CO 80205-2806

Parcel # 0234242026000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this _____ day of _____, 2016 by _____ as _____
(Name) (Title, if applicable)

of _____
(Name of entity owning property, if applicable)

Notary Public

My commission expires: _____


AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, William S. Friend, Jr. (print name) do solemnly swear or affirm that I hold the following office with FSP Property Management LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: April 27, 2016

Signature: 

Office Held: Vice President - Regional Director

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

_____ day of _____, 2016,

Notary Public

My commission expires: _____

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

Notary:

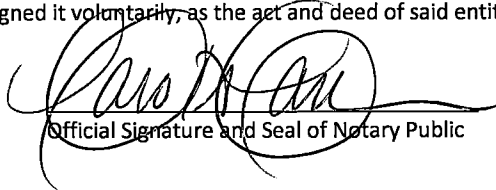
COMMONWEALTH OF MASSACHUSETTS

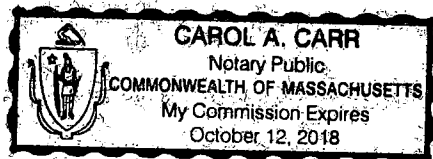
: SS

COUNTY OF MIDDLESEX

:

On this 28th day of April, 2016, before me, the undersigned notary public, personally appeared William Friend, Vice President-Regional Director of FSP Property Management LLC, which is the duly appointed Asset Manager of FSP 1999 Broadway LLC, a Delaware limited liability company, proved to me through satisfactory evidence of identification, which was personal knowledge of identity, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily, as the act and deed of said entity for its stated purpose.


Official Signature and Seal of Notary Public



Notary:

COMMONWEALTH OF MASSACHUSETTS

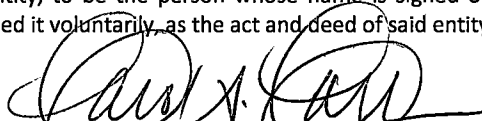
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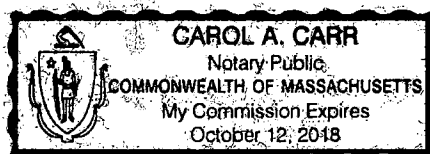
: SS

COUNTY OF MIDDLESEX

:

On this 28th day of April, 2016, before me, the undersigned notary public, personally appeared William Friend, Vice President-Regional Director of FSP Property Management LLC, which is the duly appointed Asset Manager of FSP 1999 Broadway LLC, a Delaware limited liability company, proved to me through satisfactory evidence of identification, which was personal knowledge of identity, to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily, as the act and deed of said entity for its stated purpose.


Official Signature and Seal of Notary Public



PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

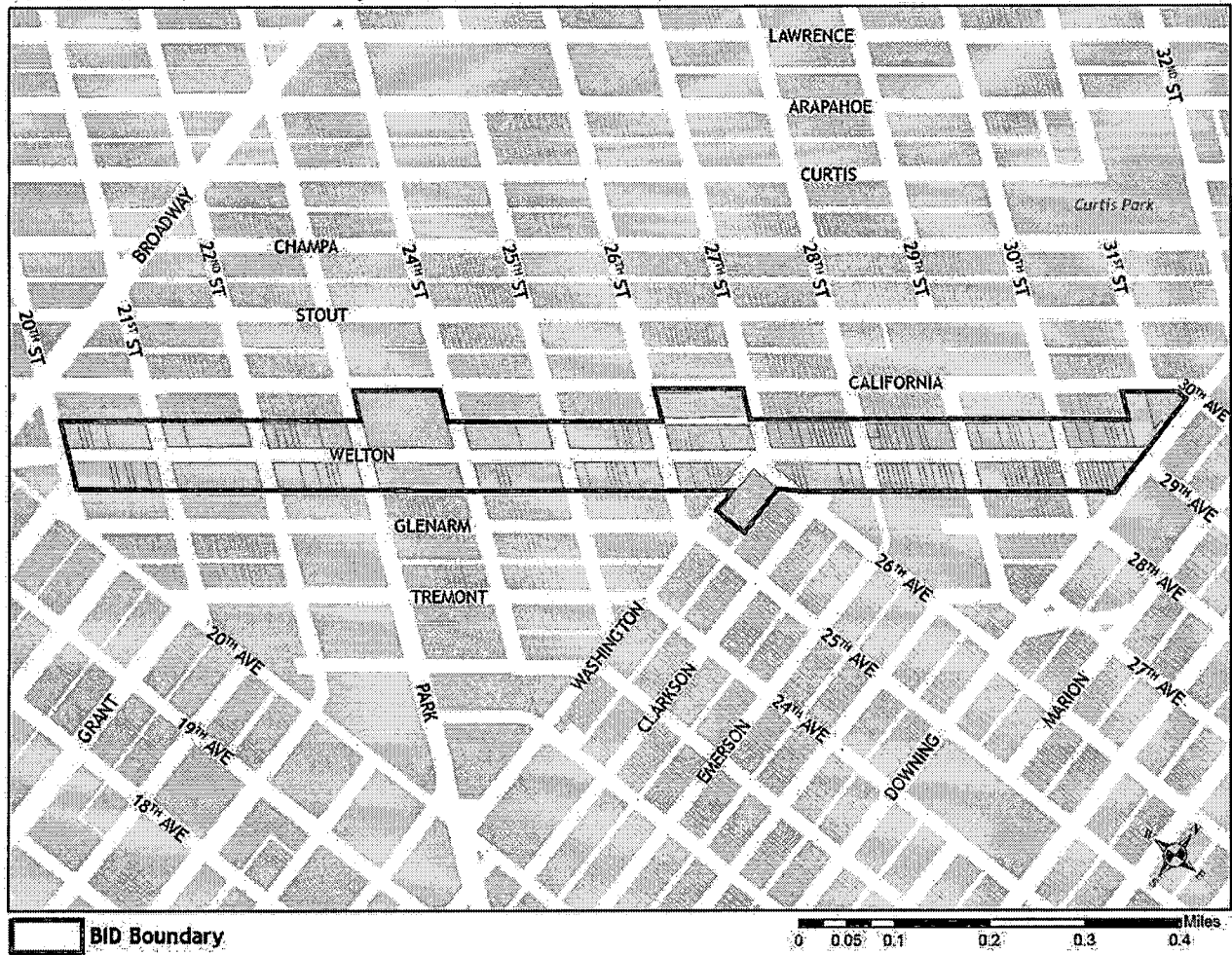
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of

Property Owner/Petitioner:

ELVIN R CALDWELL, JR

Authorized Signature:

Elvin R Caldwell Jr

Date of Signature:

4/18/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

THOMAS W BEAN FOUNDATION

2622 WELTON ST

DENVER, CO 80205-2912

Parcel # 0235233006000

THOMAS W BEAN FOUNDATION

2637 WELTON ST

DENVER, CO 80205-2911

Parcel # 0227629034000

THOMAS W BEAN FOUNDATION

2701 WELTON ST

DENVER, CO 80205-2913

Parcel # 0227628041000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }

ss.

CITY AND COUNTY OF DENVER }

The foregoing petition signature was subscribed or acknowledged before me this 18th day of

April, 2016 by Elvin R. Caldwell President

(Name)

(Title, if applicable)

of Thomas Bean Foundation

(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, ELWIN R CALDWELL, JR (print name) do solemnly swear or affirm that I hold the following office with THOMAS W. BEAN FOUNDATION, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/18/16 Signature: Elwin R Caldwell Jr
Office Held: PRESIDENT

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____
Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

18th day of April, 2016,
Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires: _____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

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The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

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Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

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PLEASE NOTE:

- All required information must be complete.
- Petitioners must sign and print their legal name.
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THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

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4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

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based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

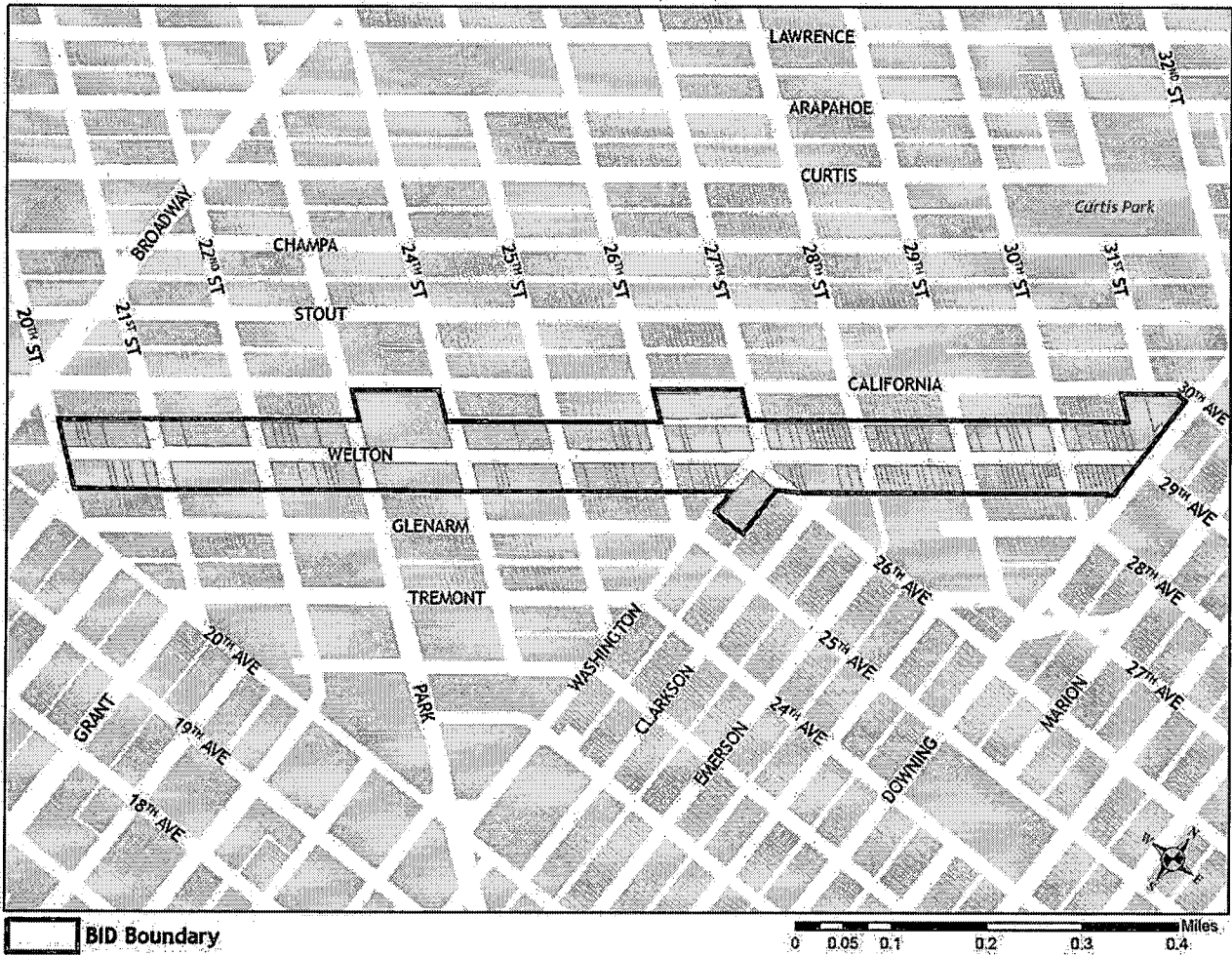
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of

Property Owner/Petitioner:

ELVIN R CALDWELL, JR

Authorized Signature:

Elvin R Caldwell Jr

Date of Signature: 4/18/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

THOMAS W BEAN FOUNDATION

2721 WELTON ST
DENVER, CO 80205-2913

Parcel # 0227628013000

THOMAS W BEAN FOUNDATION

701 E 26TH AVE UNIT -715
DENVER, CO 80205

Parcel # 0226410012000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 18th day of April, 2016 by Elvin R. Caldwell as President
(Name) (Title, if applicable)
of Thomas W. Bean Foundation
(Name of entity owning property, if applicable)

Vernell Washington
Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

non profit Foundation

If property owner of record is a ~~Corporation~~ or **Limited Liability Company (LLC)**, complete the following affidavit:

I, ELVIN R CALDWELL, JR (print name) do solemnly swear or affirm that I hold the following office with THOMAS W. BEN FOUNDATION, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/18/16 Signature: *Elvin R Caldwell Jr*
Office Held: PRESIDENT

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____
Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

18th day of April, 2016,
Vernell Washington
Notary Public

VERNELL WASHINGTON NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20044017452 MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires: 3-11-2020

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a Petition Circulator

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

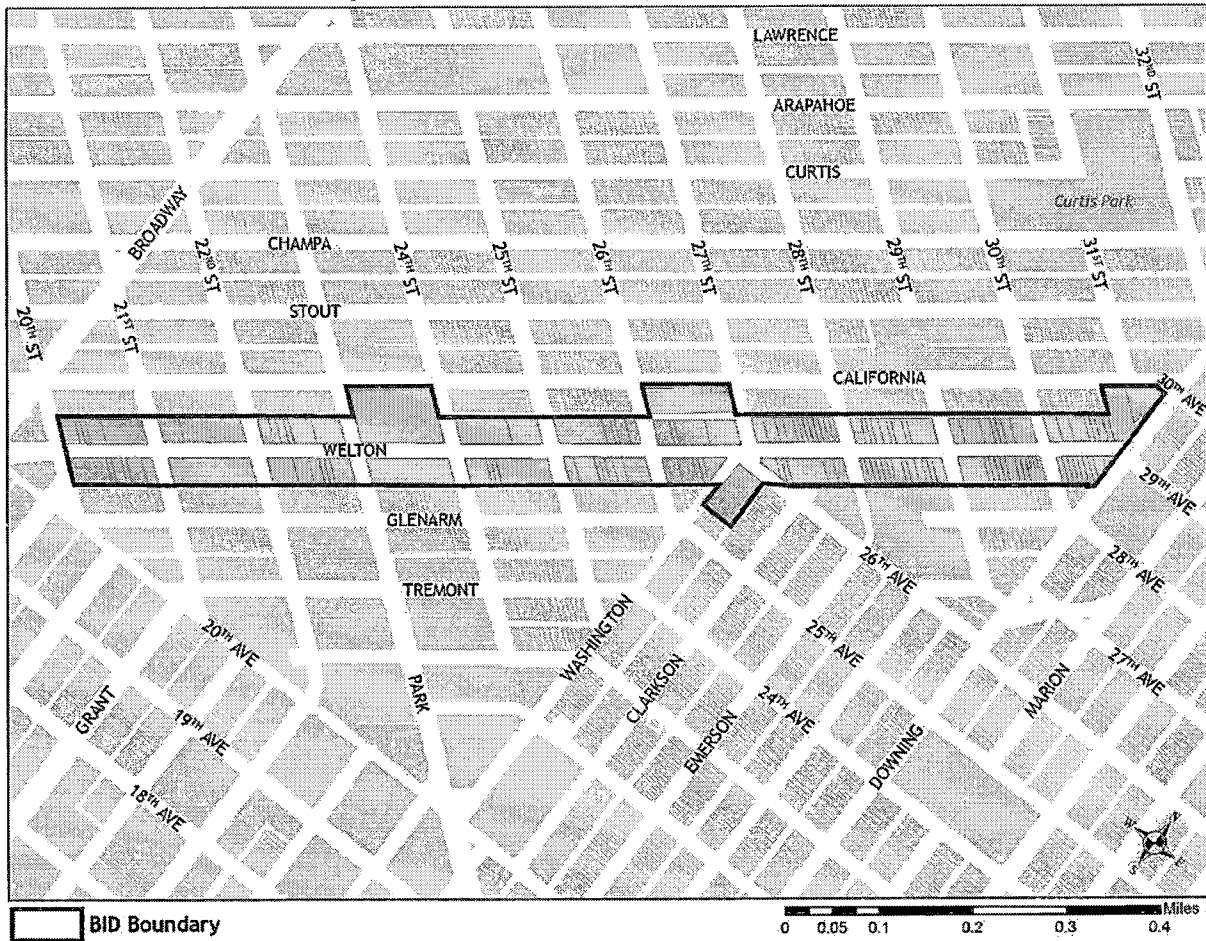
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

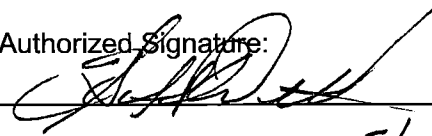
**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Welton Parcel B. LLC.

Authorized Signature:

b/  manager.

Date of Signature:

5/5/16

WELTON PARCEL B LLC

2244 WELTON ST UNIT VCNT
DENVER, CO 80205

Parcel # 0234115003000

WELTON PARCEL B LLC

2250 WELTON ST
DENVER, CO 80205

Parcel # 0234115022000

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

WELTON PARCEL B LLC	WELTON PARCEL B LLC	WELTON PARCEL B LLC	WELTON PARCEL B LLC
2200 WELTON ST DENVER, CO 80205	2224 WELTON ST UNIT -2228 DENVER, CO 80205	2236 WELTON ST DENVER, CO 80205	2240 WELTON ST DENVER, CO 80205
Parcel # 0234115034000	Parcel # 0234115006000	Parcel # 0234115005000	Parcel # 0234115004000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER }

ss.

The foregoing petition signature was subscribed or acknowledged before me this _____ day of _____, 2016 by _____ as _____
(Name) (Title, if applicable)
of _____
(Name of entity owning property, if applicable)

Notary Public

My commission expires: _____

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Howard P. WILKIN (print name) do solemnly swear or affirm that I hold the following office with ~~MANAGER~~ Welton Parcel B LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 5/5/16

Signature: 

Office Held: MANAGER

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____

Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

_____ day of _____, 2016,

Notary Public

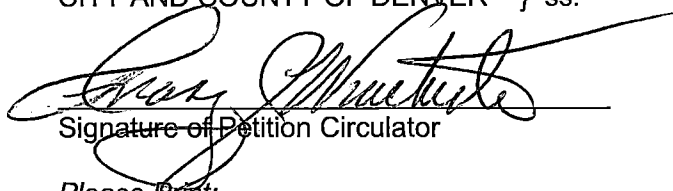
My commission expires: _____

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.


Signature of Petition Circulator

May 5, 2016
Date of signature

Please Print:

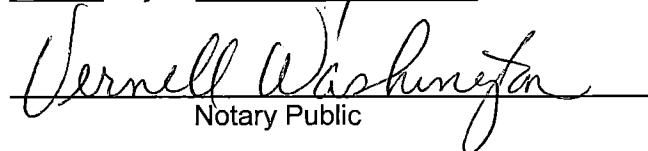
Name of Circulator: Tracy J. Winchester

Residence Address: 217 South Jackson St. Denver, CO 80209
(include street name and number, city or town and county)

Telephone number: 303-832-5000

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

5th day of May, 2016.


Notary Public

My commission expires: 3-11-2020

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

- **All required information must be complete.**
- **Petitioners must sign and print their legal name.**
- **DO NOT TAKE THE PETITION APART – YOU MUST NOT REMOVE THE STAPLE – YOU CANNOT ADD SHEETS TO THE PETITION.**

THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

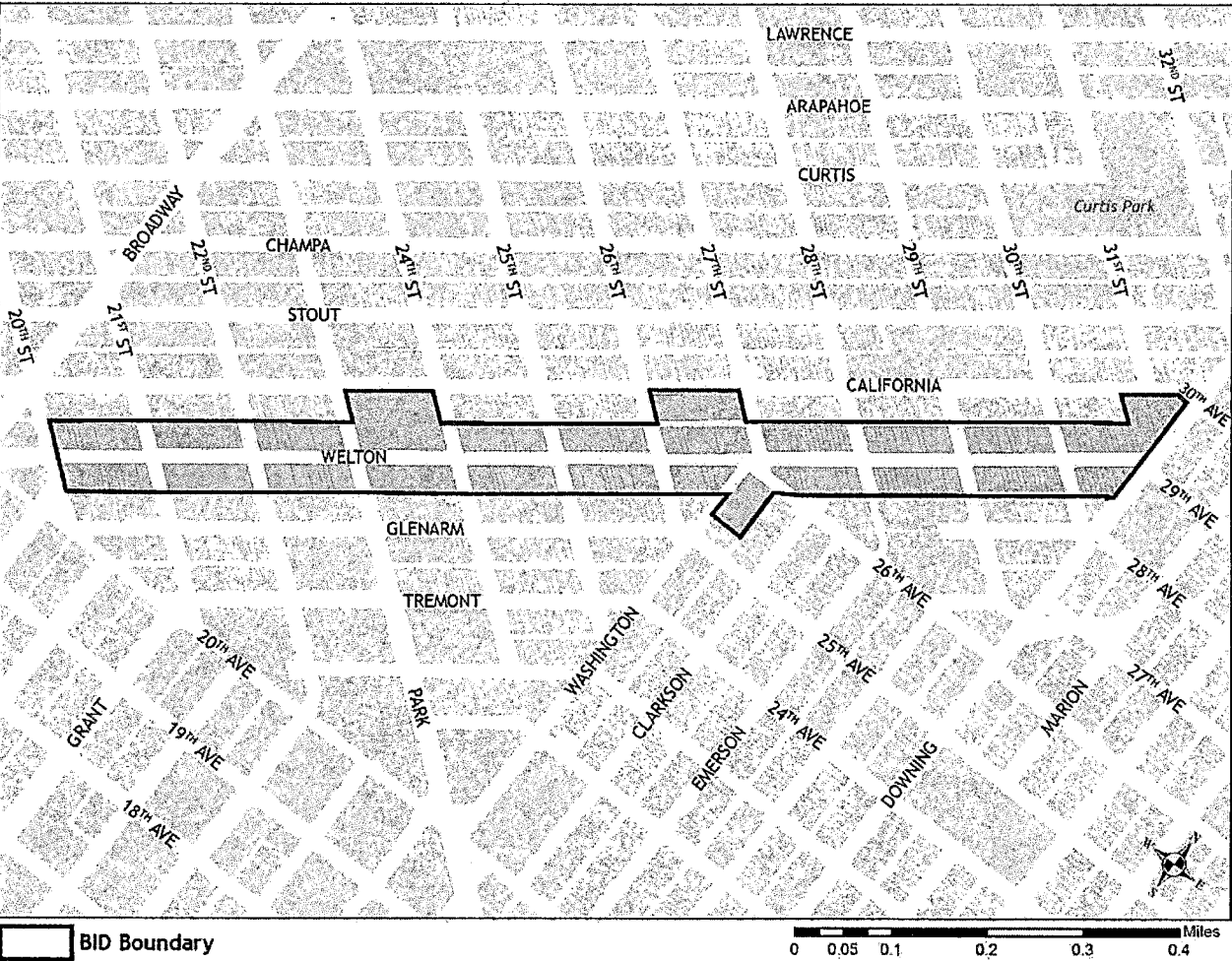
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Michael Markel

Authorized Signature:

[Signature]

Date of Signature: 4-29-16

WELTON PROPERTY INVESTMENTS LLC

2843 WELTON ST
DENVER, CO 80205-3019

Parcel # 0227615020000

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

WELTON PROPERTY INVESTMENTS LLC

2823 WELTON ST
DENVER, CO 80205-3019

Parcel # 0227615017000

WELTON PROPERTY INVESTMENTS LLC

2831 WELTON ST
DENVER, CO 80205-3019

Parcel # 0227615018000

WELTON PROPERTY INVESTMENTS LLC

2835 WELTON ST
DENVER, CO 80205-3019

Parcel # 0227615019000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

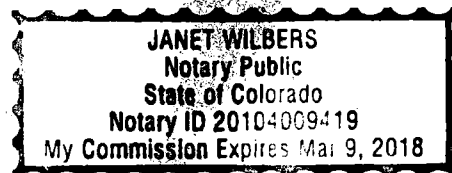
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this 29 day of April, 2016 by Michael Markel as Property Owner
(Name) (Title, if applicable)

of _____
(Name of entity owning property, if applicable)

Janet Wilbers
Notary Public



My commission expires: 3/9/18

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Michael Markel (print name) do solemnly swear or affirm that I hold the following office with Welton Property Investments LLC (the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4-29-16 Signature: [Signature]

Office Held: Managing Member

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

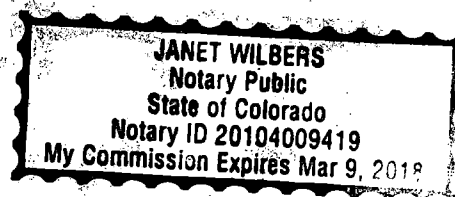
Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

29 day of April, 2016,

[Signature]
Notary Public



My commission expires: 3/9/18

AFFIDAVIT OF CIRCULATOR

The undersigned, being a resident of Colorado and a citizen of the U.S. and first duly sworn upon oath, hereby affirms and states:

I have read and understand the laws governing the circulation of petitions; I circulated the foregoing Petition section for the organization of the Five Points Business Improvement District; each signature on said Petition section was affixed in my presence; each signature on said Petition section is the signature of the person whose name it purports to be; I was eighteen years of age or older at the time the Petition was circulated for signature and signed by the petitioners; I have not paid and will not in the future pay and I believe that no other person has paid or will pay, directly or indirectly, any money or other thing of value to any signer for the purpose of inducing or causing such signer to affix the signer's signature to the Petition; and I reside at the address set forth below.

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

Signature of Petition Circulator

Date of signature

Please Print:

Name of Circulator: _____

Residence Address: _____
(include street name and number, city or town and county)

Telephone number: _____

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

_____ day of _____, 2016.

Notary Public

My commission expires:_____

INSTRUCTIONS TO PETITION CIRCULATOR PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT

ANYONE who is a U.S. citizen and is eighteen years of age or older may act as a **Petition Circulator**

The responsibility of the Circulator is simply to affirm that the signature(s) the Petition packet was affixed in your presence and that the signature is, to the best of your knowledge and belief, the signature of the person whose name it purports to be.

The Petition Circulator is required to complete the AFFIDAVIT OF CIRCULATOR of the Petition packet and have it notarized. A properly witnessed and notarized AFFIDAVIT OF CIRCULATOR must be attached to Petition packet. The date of the notarization the Affidavit of Circulator must be the same or later date than the date of the signatures that were witnessed by the circulator.

Special Note to Corporations, LLCs, Partnerships, and LLPs re AFFIDAVIT OF AUTHORITY:

Persons who are signing the Petition as the representative of a *Corporation or Limited Liability Company* are to complete the **top section** of the supplementary form titled **AFFIDAVIT OF AUTHORITY**, which accompanies the Petition packet. **This form requires notarization unless signed in the presence of a Petition Circulator.**

Persons signing on behalf of a *Partnership or Limited Liability Partnership* are to complete the supplemental AFFIDAVIT OF AUTHORITY form, using the **center section** pertaining to Partnerships and LLPs. As noted previously, **this form requires notarization unless it is signed in front of a Petition Circulator.**

PLEASE NOTE:

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THANK YOU!

PETITION FOR THE ORGANIZATION OF THE FIVE POINTS BUSINESS IMPROVEMENT DISTRICT (BID)

The undersigned persons, owners of taxable real property in the service area of the proposed Five Points Business Improvement District or "BID", hereby petition the Mayor and the City Council of the City and County of Denver ("City Council") for the organization of said district in accordance with the provisions of the "Business Improvement District Act," Part 12 of Article 25 of Title 31, Colorado Revised Statutes.

In support of this petition, petitioners state:

1) The name of the proposed district shall be the Five Points Business Improvement District ("BID" or "proposed district").

2) The service area of the BID will include all parcels along Welton Street beginning at the north side of 20th Street going northeast along Welton Street terminating at Downing Street and 30th Avenue. The parcel located adjacent to Welton Street on the southeast corner at Washington Street and 26th Avenue is included as part of the Five Points Business District. The parcels located on the southeast side of California Street between 26th and 27th Streets are also included. *A map of the proposed BID boundary is attached hereto and incorporated herein.* The boundaries of the BID include all real properties within the service area perimeter which are classified as commercial property as defined in the Business Improvement District Act, Section 31-25-1203(2), C.R.S. No personal property is included in the boundary of the BID.

3) The services and improvements to be provided include any services and improvements authorized by the Business Improvement District Act together with all duties and functions authorized by said Act. The initial services and improvements to be furnished by the proposed district may include: Enhanced Maintenance (to maintain the historical character and ambience along the Welton corridor), Marketing and Events (to attract more visitors, customers and patrons to the Welton corridor), Physical Improvements (to create a more attractive and appealing environment), Safety (to ensure a safe environment by collaborating with neighborhood organizations, residents and businesses), and Advocacy on behalf of property owners to promote the BID and its businesses including economic development, planning efforts, and promoting policies that positively affect the District.

4) The services, facilities, and improvements to be provided by the BID are not intended to duplicate or supplant the services, facilities and improvements provided by the City and County of Denver within the proposed district boundaries. The BID is being created to provide enhanced and otherwise unavailable services and improvements within its boundaries.

5) The initial services and improvements to be provided by the BID will be funded by a mill levy on commercial property. By law, any property that is within the BID boundary that is classified by the county assessor for property tax purposes as residential, agricultural or exempt is not subject to the revenue raising powers of the BID and will not be assessed by the BID. The maximum mill levy, if approved by the eligible electors of the BID in an election conforming to Article X, Section 20 of the State Constitution and other laws on November 8, 2016 or a subsequent election, will be

based upon a 10 mill levy on commercial property in the proposed district, until such time, if ever, as the eligible electors vote to change the rate of assessment.

6) If approved, the mill levy will be collected by the Denver Treasurer or other appropriate entity in a timely fashion in order for BID programs to be funded and operational beginning as early as January 2017.

In order to provide adequate funding for the costs of providing its services and improvements in the future without an additional election, the BID shall be authorized to increase its revenues each year, not to exceed the percentage of inflation plus local growth or five per cent per year, whichever is greater.

The BID may utilize other revenue sources authorized by law in the future, including rates, fees, charges, or differing forms of special assessments as provided by law.

7) As allowed by law, the BID may issue bonds or other multiple year financial obligations only if the BID is authorized to do so by its voters in a future election and its operating plan and budget. The election must comply with all applicable state requirements, including the TABOR Amendment, and the election would limit the amount of debt that may be issued to the amount that is approved by the BID voters.

8) Three persons who represent the petitioners and who have power to enter into agreements relating to the organization of the BID:

Dr. Renee Cousins King, Cousins and King Properties
3535 E. 26th Ave.
Denver, CO 80205

Paul Books, Palisade Partners
1127 Sherman St.
Denver, CO 80203

Nathan Beal, St. Bernard Properties
P.O. Box 181427
Denver, CO 80218

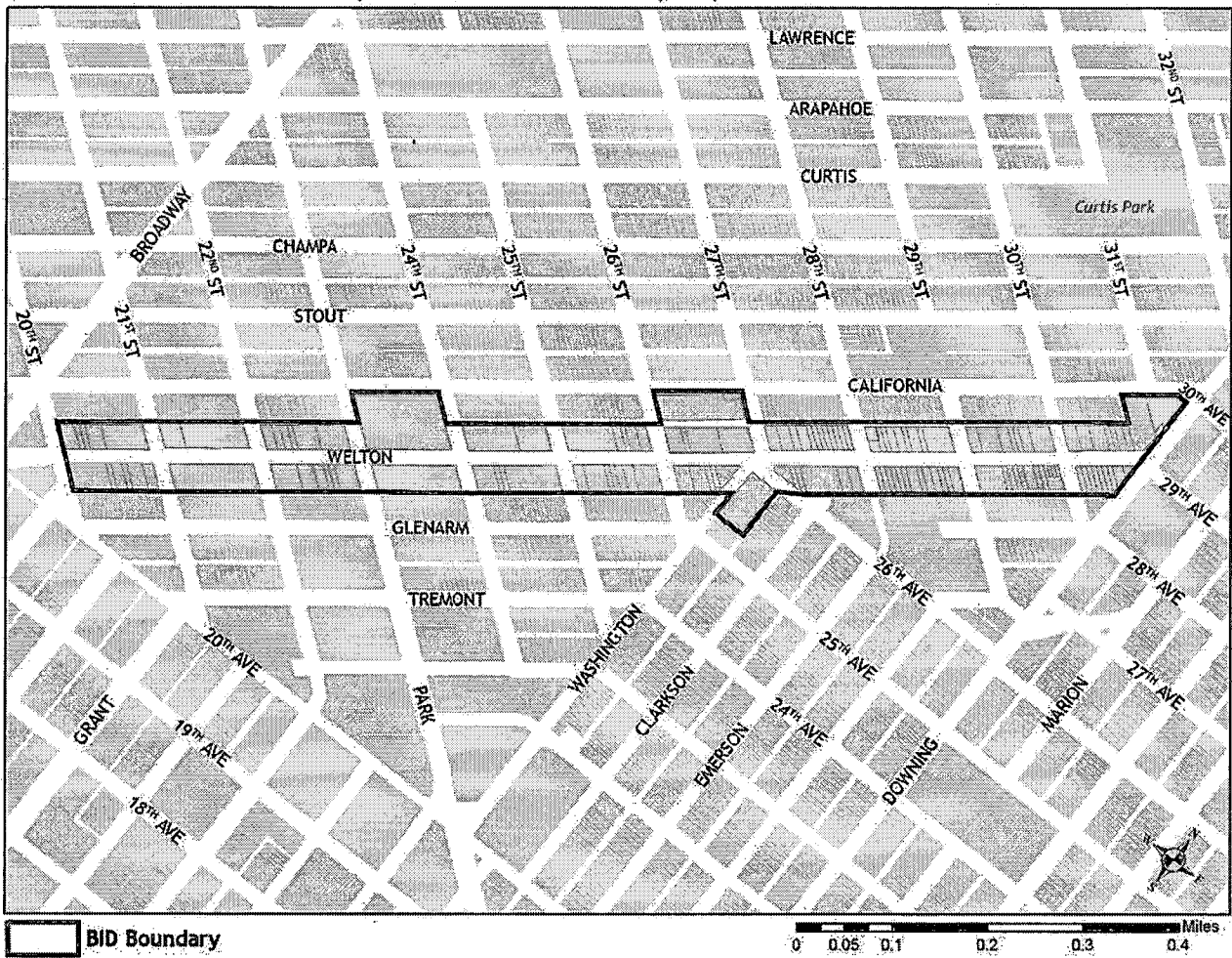
9) This petition is signed by persons owning commercial real property in the service area of the proposed district having a valuation for assessment of not less than fifty percent of the total valuation for assessment of real property in the service area as shown on the tax rolls of the City and County of Denver, CO *and* by persons owning at least fifty percent of the acreage in the proposed district. Personal property is not included in the boundary of the BID.

10) This petition is filed with a bond or a cash deposit in an amount sufficient, as determined by City Council, to cover all municipal expenses connected with organizational proceedings in case the organization of the proposed district is not effected. If at any time during the organizational process City Council determines that the amount of the initial bond or cash deposit is not sufficient to cover such costs, it may require the execution of an additional bond or the deposit of additional cash, in an amount determined by City Council. Petitioners acknowledge that failure to file such additional bond or deposit within the time fixed, which shall not be less than ten days, will result in dismissal of the petition.

WHEREFORE, petitioners respectfully request the City Council to approve the organization of the Five Points Business Improvement District, to approve the Operating Plan and Budget for the said proposed district submitted with this Petition, to appoint the initial five members of the board of directors of the proposed district, and to take such other and further actions as may be necessary to effectuate the organization of said district in accordance with the laws of the State of Colorado.

District map follows on the next page.

Five Points Business Improvement District (BID)



**FIVE POINTS BUSINESS IMPROVEMENT DISTRICT
PETITION**

**WARNING-
IT IS AGAINST THE LAW:**

For anyone to sign this petition with any name other than one's own or to knowingly sign one's name more than once for the same measure or to knowingly sign the petition when not eligible to do so. Do not sign this petition unless you (or the entity you are signing for) own real property in the proposed district. Do not sign this petition unless you have read or have had read to you the petition in its entirety and understand its meaning.

Printed Name of
Property Owner/Petitioner:

Aaron Westphal

Authorized Signature:

[Signature]

Date of Signature: 4/26/16

Street address and/or description of taxable real property located in the proposed Business Improvement District represented by the above signature:

WELTON 2748 LLC

2748 WELTON ST UNIT -2754

DENVER, CO 80205

Parcel # 0226410002000

Denver Colorado in the City and County of Denver, Colorado.

***Your signature must be witnessed by a Notary Public unless you sign in front of a
Petition Circulator***

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing petition signature was subscribed or acknowledged before me this _____ day of _____, 2016 by _____ as _____
(Name) (Title, if applicable)

of _____
(Name of entity owning property, if applicable)

Notary Public

My commission expires: _____

AFFIDAVIT OF AUTHORITY

Required if record title to property is held by a Corporation, Partnership, LLC, LLP or any other entity that is not a natural person

If property owner of record is a **Corporation** or **Limited Liability Company (LLC)**, complete the following affidavit:

I, Averly Phelps (print name) do solemnly swear or affirm that I hold the following office with Wetlan 2748, LLC, the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the owner of said property, and that I am authorized to sign the Petition on behalf of the said owner.

Date: 4/26/16 Signature: [Signature]

Office Held: Manager

If property owner of record is a **Partnership** or **Limited Liability Partnership (LLP)**, complete the following affidavit:

I, _____ (print name) do solemnly swear or affirm that I am a general partner in the partnership which is the record owner of the property within the service area of the proposed Five Points Business Improvement District represented by and described on the foregoing Petition, that I signed the Petition for the formation of said district on behalf of the said owner, and that I am authorized to sign the Petition on behalf of the said owner.

Date: _____ Signature: _____

Office Held: _____

Your signature must be notarized by a Notary Public unless you sign this petition before a petition circulator.

Notarization:

STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.

The foregoing affidavit was subscribed and affirmed, or sworn to, before me this

_____ day of _____, 2016,

Notary Public

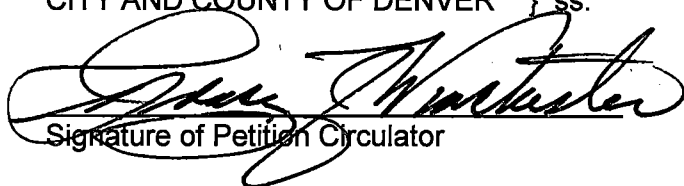
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STATE OF COLORADO }
CITY AND COUNTY OF DENVER } ss.


Signature of Petition Circulator

April 26, 2016
Date of signature

Please Print:

Name of Circulator:

TRACY J. WINCHESTER

Residence Address:

217 South Jackson St. Unit B
(include street name and number, city or town and county)

Telephone number:

303-832-5000

The foregoing affidavit was subscribed and affirmed, or sworn to, before me in this

26th day of April, 2016.


Notary Public

VERNELL WASHINGTON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20044017452
MY COMMISSION EXPIRES MARCH 11, 2020

My commission expires:

March 11, 2020

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THANK YOU!