



TO: Denver City Council
FROM: Curt Upton, Senior City Planner
DATE: February 18, 2016
RE: Official Zoning Map Amendment Application #2015I-00101 18400 E. 64th Ave., 6004-6294 Panasonic Wy., 6006-6106 Salida St., 6007-6208 Telluride Way & 6297 Tower Rd.

From: C-MU-10 with waivers and conditions AIO, C-MU-20 with waivers and conditions AIO, C-MU-30 with waivers and conditions UO-1 AIO

To: S-MX-8 AIO, S-MX-8A AIO, S-MX-12 AIO, C-MX-8 AIO, C-MX-12 AIO, and S-CC-5 AIO

Staff Report and Recommendation

Based on the criteria for review in the Denver Zoning Code, Staff recommends approval for Application #2015I-00101 for a rezoning from C-MU-10 with waivers and conditions AIO, C-MU-20 with waivers and conditions AIO, C-MU-30 with waivers and conditions UO-1 AIO to S-MX-8 AIO, S-MX-8A AIO, S-MX-12 AIO, C-MX-8 AIO, C-MX-12 AIO, and S-CC-5 AIO.

Request for Rezoning

Application:	#2015I-00101
Address:	18400 E. 64th ., 6004-6294 Rifle St., 6006-6106 Salida St., 6007-6208 Telluride Way & 6297 Tower Rd.
Neighborhood/Council District:	Gateway / Council District 11
RNOs:	Denver Neighborhood Association, Inc.; Inter-Neighborhood Cooperation (INC)
Area of Property:	147.3 +/- Acres
Current Zoning:	C-MU-10 with waivers and conditions AIO, C-MU-20 with waivers and conditions AIO, C-MU-30 with waivers and conditions UO-1 AIO
Proposed Zoning:	S-MX-8 AIO, S-MX-8A AIO, S-MX-12 AIO, C-MX-8 AIO, C-MX-12 AIO, S-CC-5 AIO
Property Owner(s):	Rail Stop, LLC; 61st Street Partners, LLLP
Owner Representative:	Mark Throckmorton; Randy M. Schwartz

Summary of Rezoning Request

- The site is located in northeast Denver, in Council District 11, in the Gateway neighborhood, on the east side of the 61st and Peña commuter rail station, approximately 4 miles southwest of Denver International Airport.
- The rezoning area is approximately 147.3 acres of vacant land. The current zoning is a mix of Former Chapter 59 mixed use districts, including C-MU-10, C-MU-20, and C-MU-30. There are existing waivers and conditions which prohibit residential uses north of 62nd Avenue and

prohibit single unit residential between 62nd Avenue and 56th Avenue. In addition, the UO-1 Overlay applies to property zoned C-MU-30 in the area, which allows adult uses.

- All requested Zone Districts will be regulated by the Airport Influence Overlay Zone (AIO) which limits residential uses, prohibits surface parking as a primary use, and requires certain easements and rights of way for passage of aircraft. The following Zone Districts are requested:
 - C-MX-8 and C-MX-12 are requested close to the 61st and Peña station and stand for Urban Center-Mixed Use- 8 stories and 12 stories, respectively. C-MX districts are intended to encourage high intensity, mixed use, pedestrian oriented development and are generally applied to properties with good access to existing or planned multi-modal transportation facilities.
 - S-MX-8 and S-MX-12 are requested further from the 61st and Peña station and stand for Suburban-Mixed Use-8 stories and 12 stories, respectively. S-MX districts are intended to encourage mixed use development with more flexible standards that balance pedestrian and automobile-oriented design. S-MX is generally applied to properties with less access to multi-modal transportation facilities compared to Urban Neighborhood Contexts.
 - S-MX-8A is a hybrid between Suburban and Urban Neighborhood Contexts and allows some automobile oriented design flexibility while requiring pedestrian oriented design along Primary Streets. S-MX-8A is requested for certain properties along 60th and 61st Avenues, which are key pedestrian connections identified in the Station Area Plan.
 - S-CC-5 is requested for properties furthest from the 61st and Peña station near Tower Road, a major arterial street. S-CC-5 stands for Suburban-Commercial Corridor-5 stories. S-CC districts are intended to encourage commercial development with more flexible standards that balance pedestrian and automobile-oriented design. S-CC districts are generally applied to properties with less access to multi-modal transportation facilities and along automobile-dominated corridors.
 - Further details of the zone districts can be found in Articles 3, 7, and 9 of the Denver Zoning Code (DZC).

Existing Context

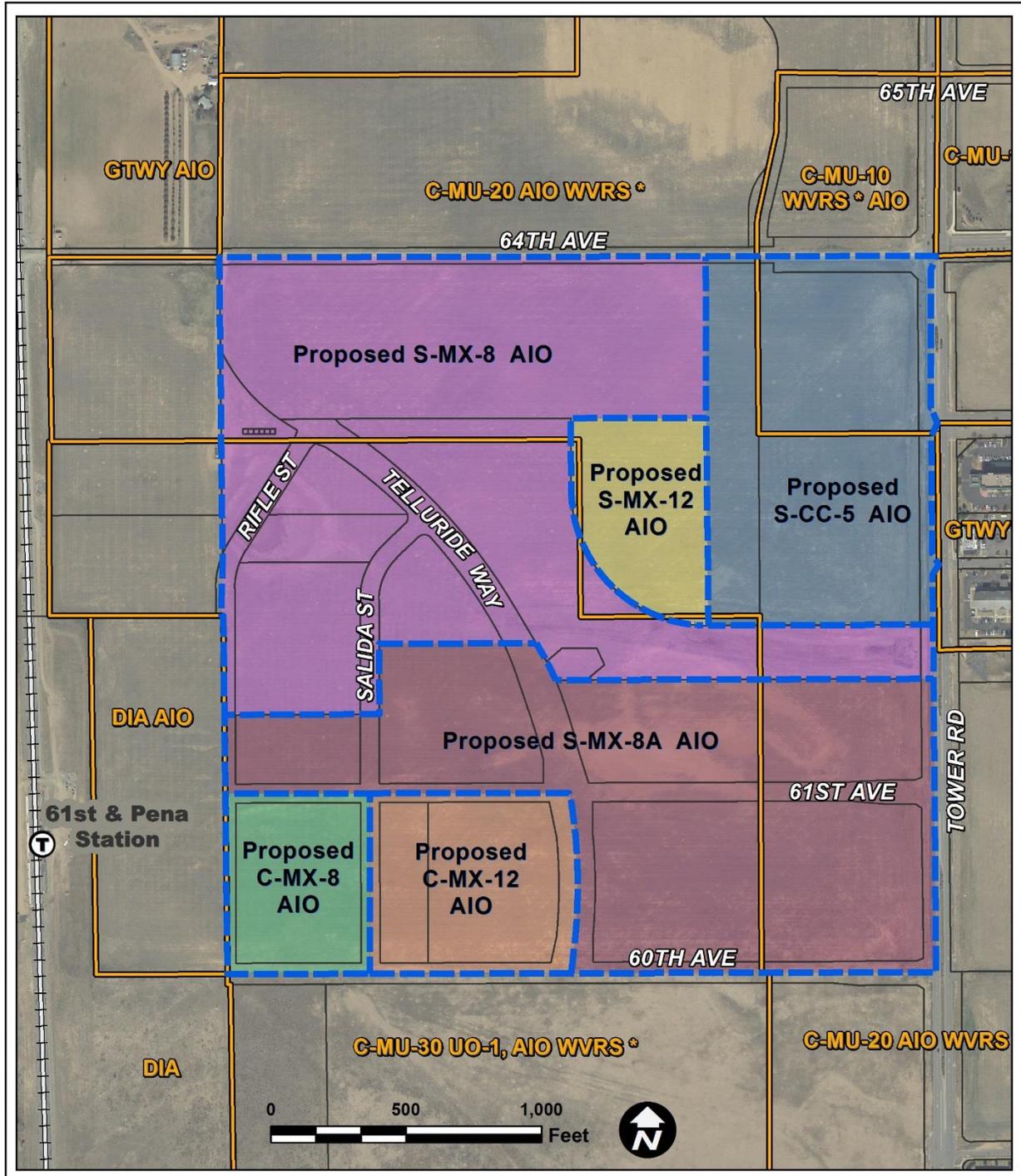
The site is located in a generally undeveloped area of northeast Denver approximately 4 miles southwest of Denver International Airport. The entire site is vacant land as is most of the surrounding area, with the exception of a rural single unit house to the north and a few conventional suburban hotels and a restaurant to the east. The University of Colorado A-Line commuter train is located to the west of the site, running parallel to Peña Blvd. A station is located at the 61st Avenue alignment, providing convenient public transit access when the service begins operating in the spring of this year.

The following table summarizes the existing context proximate to the subject site:

	Existing Zoning	Existing Land Use	Existing Building Form/Scale	Existing Block, Lot, Street Pattern
Site	C-MU-10 WVRS & CONDITIONS, C-MU-20 WVRS &	Vacant Land	Vacant Land	Vacant Land. Rectangular grid

	Existing Zoning	Existing Land Use	Existing Building Form/Scale	Existing Block, Lot, Street Pattern
	CONDITIONS, C-MU-30 WVRS AND CONDITIONS UO-1			developing in surrounding area.
North	C-MU-10, 20 WVRS AND CONDITIONS	Vacant Land, ranch	Vacant Land, 1 story single unit house	
South	C-MU-20, 30 WVRS AND CONDITIONS UO-1	Vacant Land	Vacant Land	
East	C-MU-10, 20, WVRS AND CONDITIONS GTWY	Hotels, restaurant	1-4 story automobile-oriented hotel and retail buildings	
West	DIA, C-MU-30 WVRS AND CONDITIONS UO-1	Vacant Land	Vacant Land	

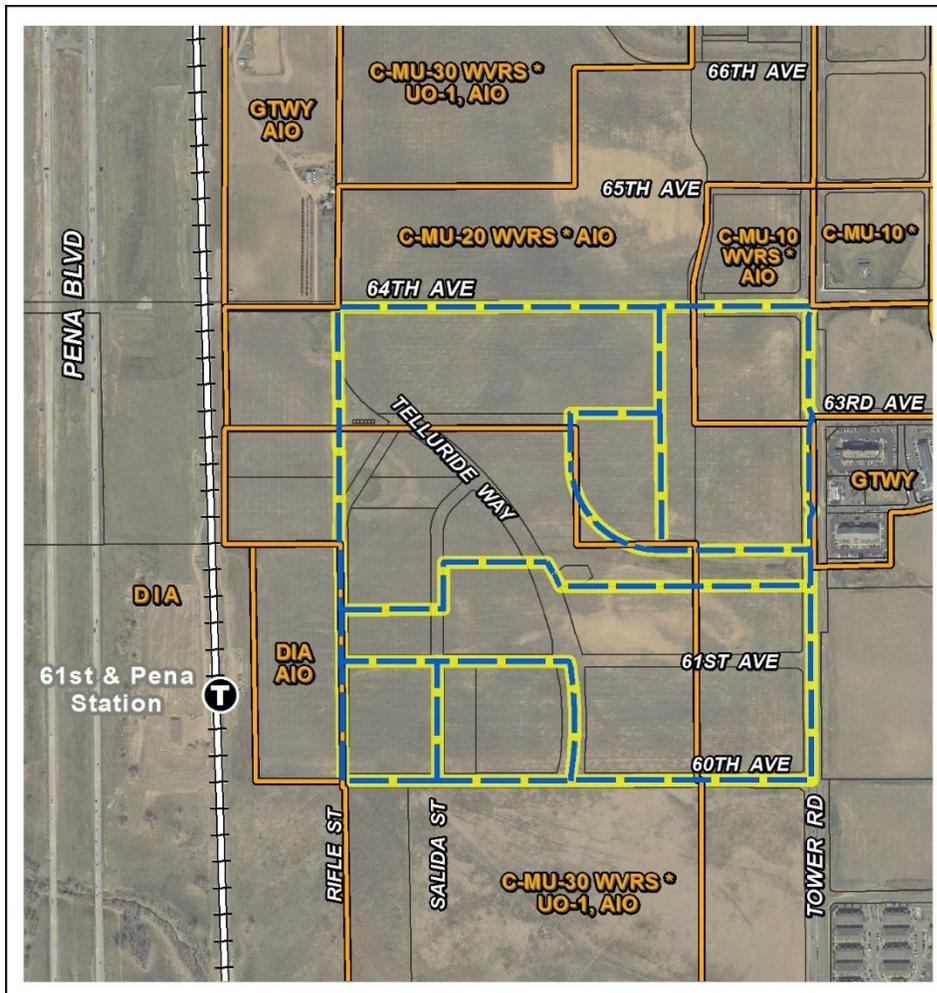
1. Proposed Rezoning



2. GDP

The 61st and Peña General Development Plan was approved in 2014 and provides a framework for infrastructure development, distribution of land uses, and strategies for enhanced urban design, parking management, and construction phasing. A key objective of the plan is to maximize access to the 61st and Peña commuter rail station. Some of the key planned improvements include the development of the Blue Grama Draw and First Creek open space corridors, a transit plaza and park with direct pedestrian and visual connections to the station, and a hierarchical system of connected streets that enable convenient circulation and specify key pedestrian corridors consistent with the Station Area Plan, such as 60th and 61st Avenues and Aviation Place.

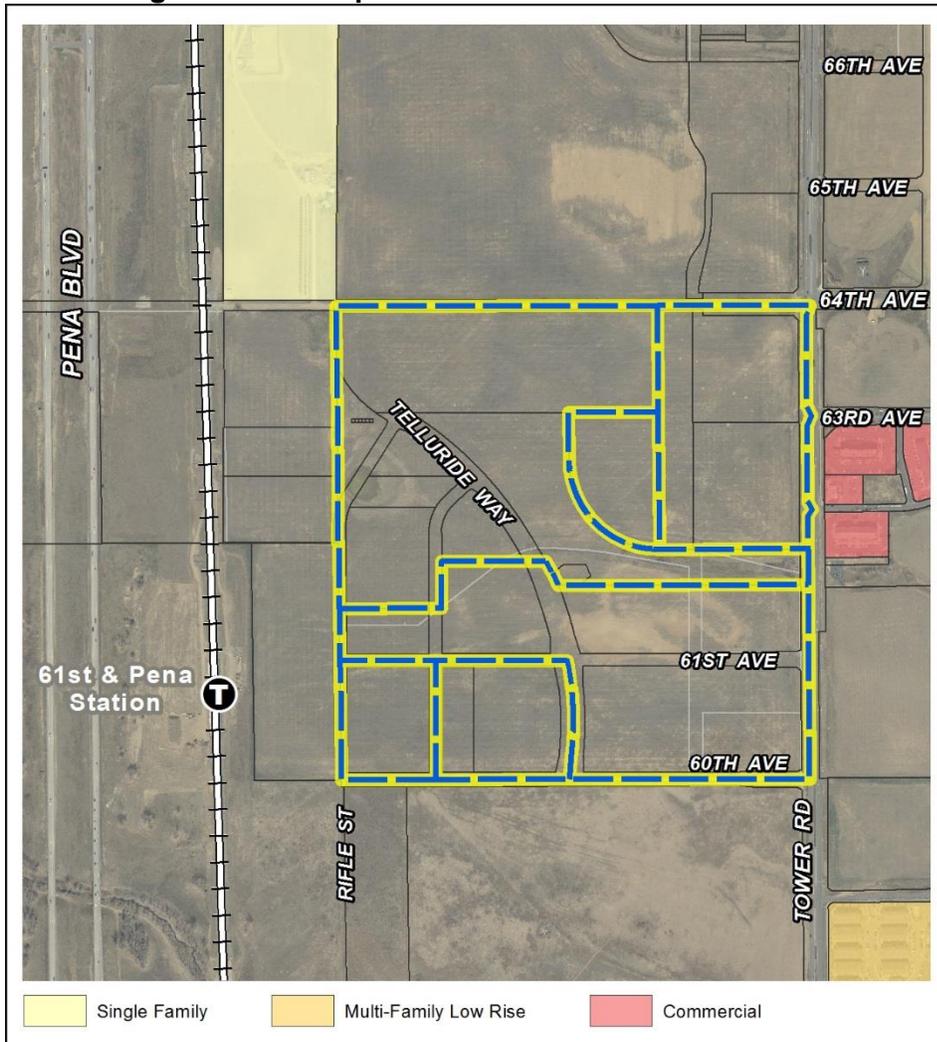
3. Existing Zoning



The site is currently zoned C-MU-10 with waivers and conditions AIO, C-MU-20 with waivers and conditions, and C-MU-30 with waivers and conditions UO-1 AIO. C-MU is a Former Chapter 59 zone district and stands for Commercial Mixed Use. C-MU-10 is intended to encourage more

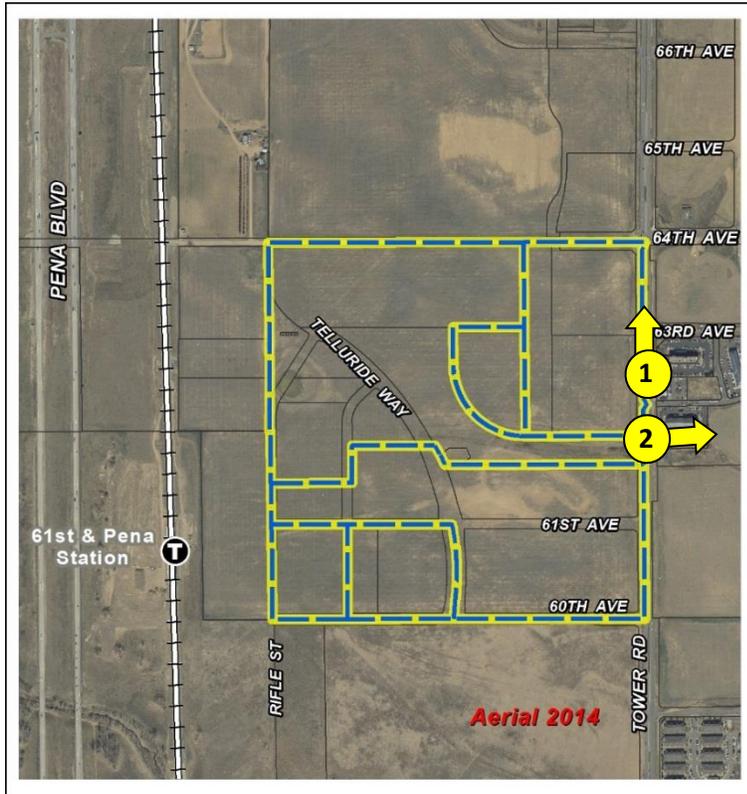
intensive and pedestrian oriented mixed use development compared to C-MU-20 and C-MU-30. C-MU-20 allows additional auto-oriented uses and C-MU-30 allows for an even wider range of uses. C-MU-10 permits a higher density of 2:1 Floor Area Ratio (F.A.R.) compared to 1:1 F.A.R. for the C-MU-20 and C-MU-30 Zone Districts. The waivers and conditions restrict residential uses in each Zone District due to the proximity of Denver International Airport. The UO-1 Overlay applies to the C-MU-30 district and allows adult oriented uses.

4. Existing Land Use Map



Areas with no color are vacant.

5. Existing Building Form and Scale



Summary of City Agency Referral Comments

As part of the DZC review process, the rezoning application is referred to potentially affected city agencies and departments for comment. A summary of agency referral responses follows:

Environmental Health: Approved. Comments: DEH concurs with the proposed zoning change.

General Notes: Most of Colorado is high risk for radon, a naturally occurring radioactive gas. Due to concern for potential radon gas intrusion into buildings, DEH suggests installation of a radon mitigation system in structures planned for human occupation or frequent use. It may be more cost effective to install a radon system during new construction rather than after construction is complete.

Denver's Noise Ordinance (Chapter 36–Noise Control, Denver Revised Municipal Code) identifies allowable levels of noise. Properties undergoing Re-Zoning may change the acoustic environment, but must maintain compliance with the Noise Ordinance. Compliance with the Noise Ordinance is based on the status of the receptor property (for example, adjacent Residential receptors), and not the status of the noise-generating property. Violations of the Noise Ordinance commonly result from, but are not limited to, the operation or improper placement of HV/AC units, generators, and loading docks. Construction noise is exempted from the Noise Ordinance during the following hours, 7am–9pm (Mon–Fri) and 8am–5pm (Sat & Sun). Variances for nighttime work are allowed, but the variance approval process requires 2 to 3 months. For variance requests or questions related to the Noise Ordinance, please contact Paul Riedesel, Denver Environmental Health (720-865-5410).

Scope & Limitations: DEH performed a limited search for information known to DEH regarding environmental conditions at the subject site. This review was not intended to conform to ASTM standard practice for Phase I site assessments, nor was it designed to identify all potential environmental conditions. In addition, the review was not intended to assess environmental conditions for any potential right-of-way or easement conveyance process. The City and County of Denver provides no representations or warranties regarding the accuracy, reliability, or completeness of the information provided.

Asset Management: Approve – No comments.

Parks: Approved

Development Services - Transportation: Approve Rezoning Only - Will require additional information at Site Plan Review

Public Works – City Surveyor: Approved with revised legal description.

Aviation:

1. Fulenwider has previously recorded avigation easements on their property during a prior rezoning effort in the 1990's. The areas covered include all of the land proposed to be rezoned by Fulenwider and Westfield. Because the easements run with the land they do not expire when the property is sold. Therefore, the existing avigation easements encumber all of the property proposed to be rezoned and DEN finds these sufficient for the purposes of the current rezoning effort. However, DEN will be modifying language to avigation easements going forward based

on a recent Colorado Court of Appeals case, Meadow Lake Airport Association v. Johnston Enterprises of Colorado Springs, LLC 12CA2189 (Dec. 3, 2015) to clarify its intent that the aviation easements are broadly intended for the use and benefit of DEN and all members of the general public who may use DIA and all other effects that may reasonably be caused by future development and/or expansion of DIA operations.

2. Due to the adjacency of the proposed development to Pena Boulevard, DIA requests that a traffic impact study be conducted and submitted for review that includes potential impacts to Peña Boulevard. DIA owns, operates and maintains Peña Boulevard as the Airport's primary access road and must ensure a high level of service for Airport passengers, employees and users.
3. The proposed development site is located approximately 19,330 feet from existing Runway 7L/25R. In addition, the proposed development site is located approximately 16,000 ft. southwest of proposed Future Runway 7R/25L centerline at DIA.
4. The proposed development site is located outside of the 65 DNL (or greater) noise contour at full build-out. However, due to its proximity to the airport, the property may be subject to frequent aircraft overflights, and noise levels (less than 65 DNL) associated with aircraft departures on Future Runway 7R/25L.
5. The proposed development underlies the Federal Aviation Administration (FAA)-promulgated 14 CFR part 77 navigable airspace associated with the DIA (see attachment). Any future building/structure to be situated on the subject property will be located within 20,000 ft. of an existing runway at DIA, and may be height restricted. As such, in accordance with 14 CFR Part 77, the Proponent will be required to file notice (via FAA Form 7460-1, *Notice of Proposed Construction or Alteration*) with the FAA for each and every building, structure or other tall objects that may penetrate a 100:1 slope that begins from the runway. See attached FAA Advisory Circular (AC) 70/7460-2K, *Proposed Construction or Alteration of Objects that May Affect the Navigable Airspace*, for further guidance. Should future development meet the notification criteria, this submittal should be made after a development plan has been submitted to the City and County of Denver. This submittal may be made via the FAA's Obstruction Evaluation website: <https://oeaaa.faa.gov>. Should the Proponent have any questions regarding the FAA Notice, please have them contact the DIA Planning Office at 303-342-4498.

Public Review Process

- CPD staff provided informational notice of receipt of the rezoning application to affected members of City Council and registered neighborhood organizations on January 20th, 2016.
- The property has been legally posted for a period of 15 days announcing the March 2nd, 2016 Denver Planning Board public hearing, and written notification of the hearing has been sent to all affected registered neighborhood organizations and City Council members.
- Following Planning Board review, the rezoning application will be referred to the Planning and Neighborhoods (PLAN) Committee of the City Council for review at a public meeting. The PLAN Committee meeting is tentatively scheduled for March 16th, 2016.
- Following PLAN committee review, the rezoning application is typically referred to the full City Council for final action at a public hearing.
- As of the date of this staff report, no comments from RNOs or the public have been received regarding this application.

Criteria for Review / Staff Evaluation

The criteria for review of this rezoning application are found in DZC, Sections 12.4.10.7 and 12.4.10.8, as follows:

DZC Section 12.4.10.7

1. Consistency with Adopted Plans
2. Uniformity of District Regulations and Restrictions
3. Public Health, Safety and General Welfare

DZC Section 12.4.10.8

1. Justifying Circumstances
2. Consistency with Neighborhood Context Description, Zone District Purpose and Intent Statements

1. Consistency with Adopted Plans

The following adopted plans apply to this property:

- Denver Comprehensive Plan 2000
- Blueprint Denver (2002)
- 61st and Peña Station Area Plan (2014)

Denver Comprehensive Plan 2000

The proposal is consistent with many Denver Comprehensive Plan strategies, including:

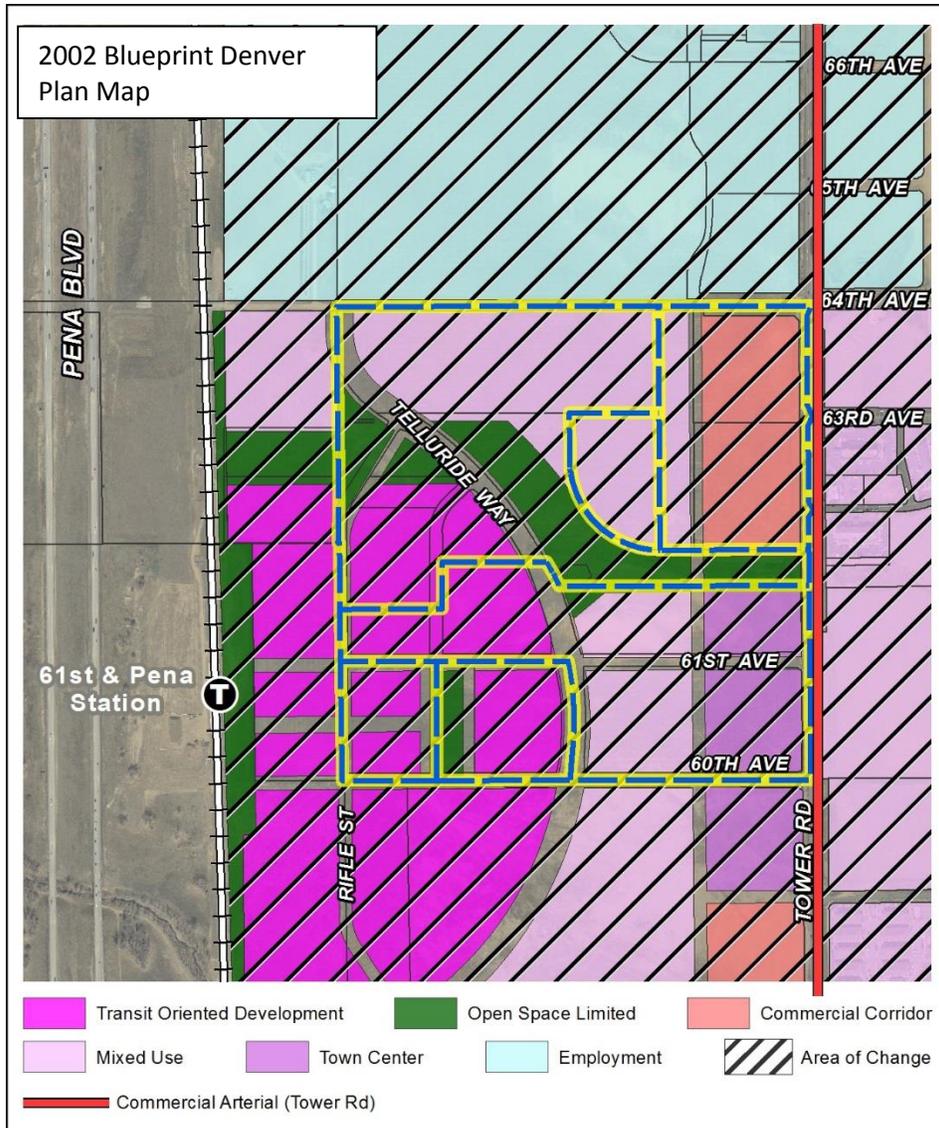
- Environment Strategy 2-B – *Protect and improve air quality Reducing vehicular pollution by expanding the use of transit and other travel alternatives, supporting telecommuting and home-based employment, increasing the mix of uses within neighborhoods, and expanding the use of alternative fuels.*
- Land Use Strategy 4-A – *Encourage mixed-use, transit-oriented development that makes effective use of existing transportation infrastructure, supports transit stations, increases transit patronage, reduces impact on the environment, and encourages vibrant urban centers and neighborhoods*
- Land Use Strategy 4-B – *Ensure that land-use policies and decisions support a variety of mobility choices, including light rail, buses, paratransit, walking and bicycling, as well as convenient access for people with disabilities.*
- Mobility Strategy 3-B – *Promote transit-oriented development (TOD) as an urban design framework for urban centers and development areas. Development at transit stations should provide both higher ridership to the transit system and viability and walkability in the area.*
- Mobility Strategy 4-E – *Continue to promote mixed-use development, which enables people to live near work, retail and services.*

The proposed map amendment will enable higher intensity, transit oriented development close to a commuter rail station, which will facilitate the increased use of public transportation, provide additional

mobility choices, and allow people to live closer to employment and services. As such, the requested rezoning is consistent with these plan recommendations.

Blueprint Denver

According to the 2002 Plan Map adopted in Blueprint Denver, this site has a concept land use of Transit Oriented Development, Open Space, and Mixed Use and is located in an Area of Change.



Future Land Use

Mixed Use areas have “a sizable employment base as well as housing. Intensity is higher in mixed-use areas than in other residential areas. Land uses are not necessarily mixed in each building or development or even within each block. But within the neighborhood, residential and non-residential

uses are within walking distance of one another.” (p.41) Transit Oriented Development provides “A balanced mix of uses (residential, retail, office, entertainment, public facilities and others), compact, mid- to high-density development in close proximity to transit, emphasizing a pedestrian-friendly and attractive pedestrian environment, and attractive, multi-story buildings facing the station and adjacent streets” (p. 44) The requested Zone Districts will encourage medium to high intensity mixed use and commercial development, reduce parking close to the commuter rail station, and contribute to a pedestrian friendly environment, especially along key multi-modal streets and close to the rail station. In addition, all proposed Zone Districts allow Open Space which will be provided in accordance with the approved General Development Plan at the time of Site Development Plan review.

Area of Change

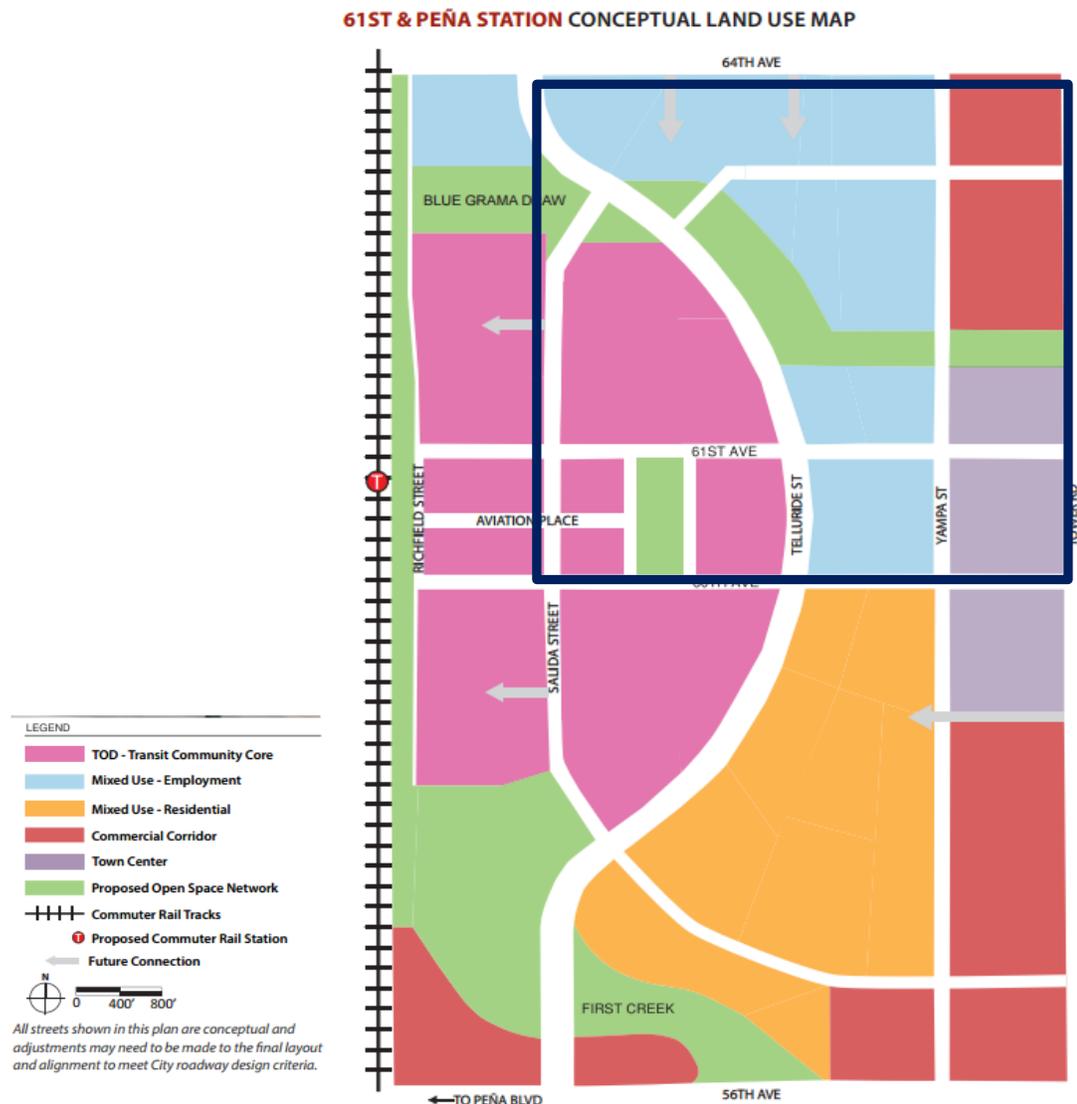
As noted, the site is in an Area of Change. In general, “The goal for Areas of Change is to channel growth where it will be beneficial and can best improve access to jobs, housing and services with fewer and shorter auto trips” (p. 127). The rezoning application is consistent with the Blueprint Denver Area of Change recommendations. Access to jobs, housing, and services can improve in higher intensity, mixed use, and commercial Zone Districts such as those requested. In addition this site has good access to the 61st / Peña University of Colorado A-Line commuter rail station which further warrants the requested high intensity Zone Districts.

Street Classifications

Blueprint Denver classifies Tower Road as a Commercial Arterial. According to Blueprint Denver, “arterials typically serve commercial areas that contain many small retail strip centers with buildings set back behind front parking lots. Because of this, strip commercial arterials have many intersections and driveways that provide access to adjacent businesses.” (p. 58) Consistent with this description, the requested S-MX-8A and S-CC-5 zone districts will facilitate retail and commercial uses and allow for flexible parking configurations along Tower Road.

Small Area Plan: 61st and Peña Station Area Plan

The 61st and Peña Station Area Plan, adopted by City Council in 2014, applies to the subject property. The Plan establishes a long range vision for the development of the station area as a vibrant, walkable, and transit-oriented community. The plan includes recommendations for land use, building heights, urban design, pedestrian and bicycle improvements, open space, and other elements.



Land Use Recommendations (p. 12)

Four Land Use Types are recommended for the requested rezoning area:

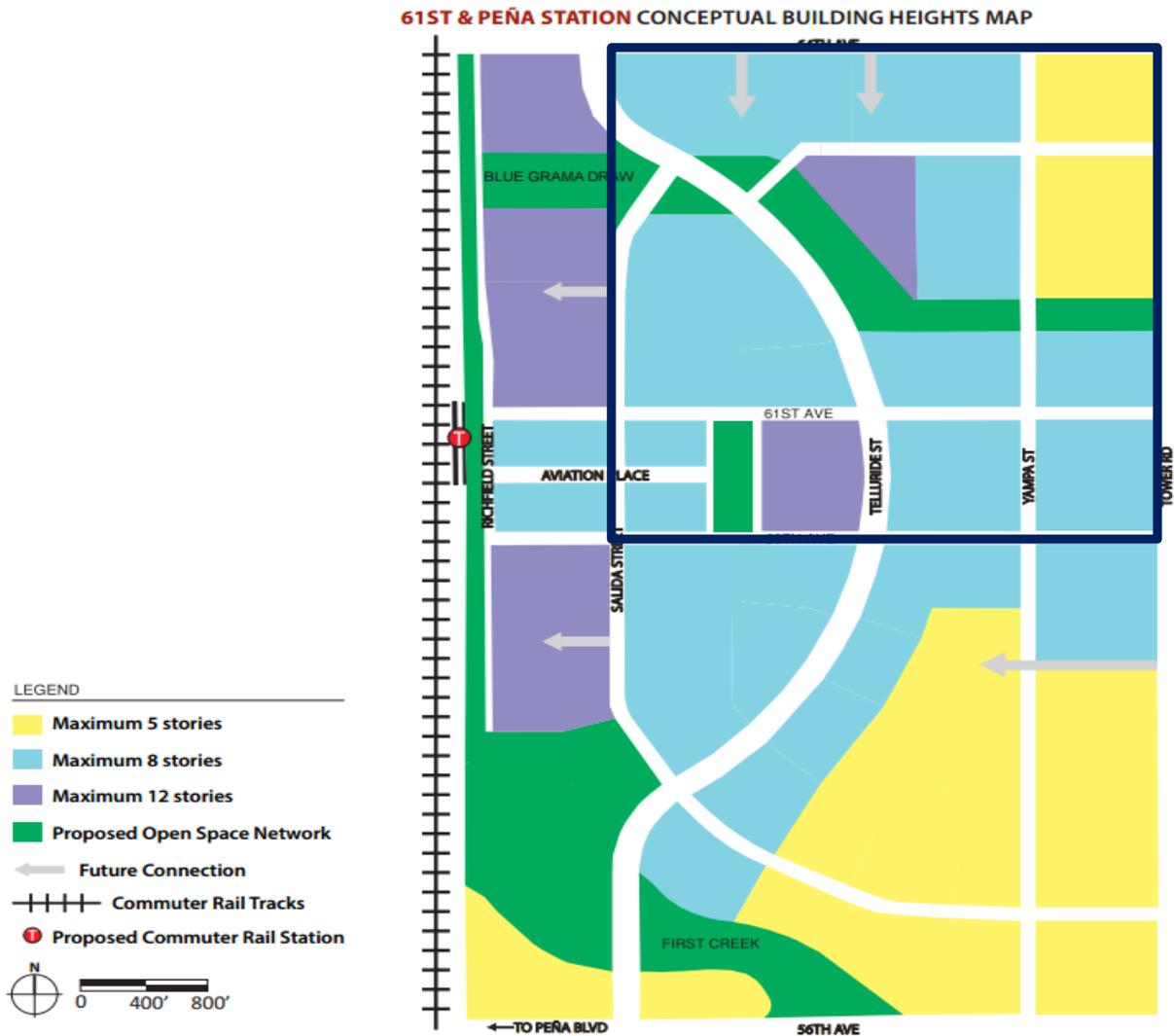
- Transit Community Core: shows the greatest attention to urban design within the station area, providing housing, hospitality services, and employment opportunities for a diverse population in a configuration that facilitates pedestrian and transit access.

The C-MX-8, C-MX-12, S-MX-8A, and S-MX-8 Zone Districts are requested within this Land Use Type and are consistent with the description. Each of these Zone Districts encourages mixed use development, including housing, hospitality, and employment as well as pedestrian oriented design.

- **Mixed-Use – Employment:** predominately office and commercial employment uses with a variety of building forms. The opportunity for compatible multi-family uses with strong station connectivity also exists. The S-MX-12, S-MX-8, and S-MX-8A Zone Districts are requested within this and Use type and are consistent with the description. Each of these Zone Districts encourage mixed use, office, and commercial employment with a variety of building forms.

- **Town Center:** a variety of shopping, entertainment, service, and employment needs provided at a scale that can serve several nearby neighborhoods and should be a focal point of the corridor with design features that identify the area as a gateway to the station area.
The S-MX-8A Zone District is requested within this Land Use Type and is consistent with the description. The Zone District encourages retail, entertainment, service and employment as well as pedestrian oriented frontages that will contribute to the establishment of a gateway entrance to the station area.

- **Commercial Corridor:** is influenced by the presence of one or more major arterials on the boundary of the station area and generally more than one-half mile from the rail platform. Greater flexibility in use and form is expected in the commercial corridor areas, providing visual and physical access to a variety of uses at different scales and accommodating auto traffic, major bus routes, and pedestrian activity.
The S-CC-5 Zone District is requested within this Land Use Type and is consistent with the description. The Zone District is intended to be applied along major arterials and provides greater flexibility to accommodate a higher degree of vehicular traffic.

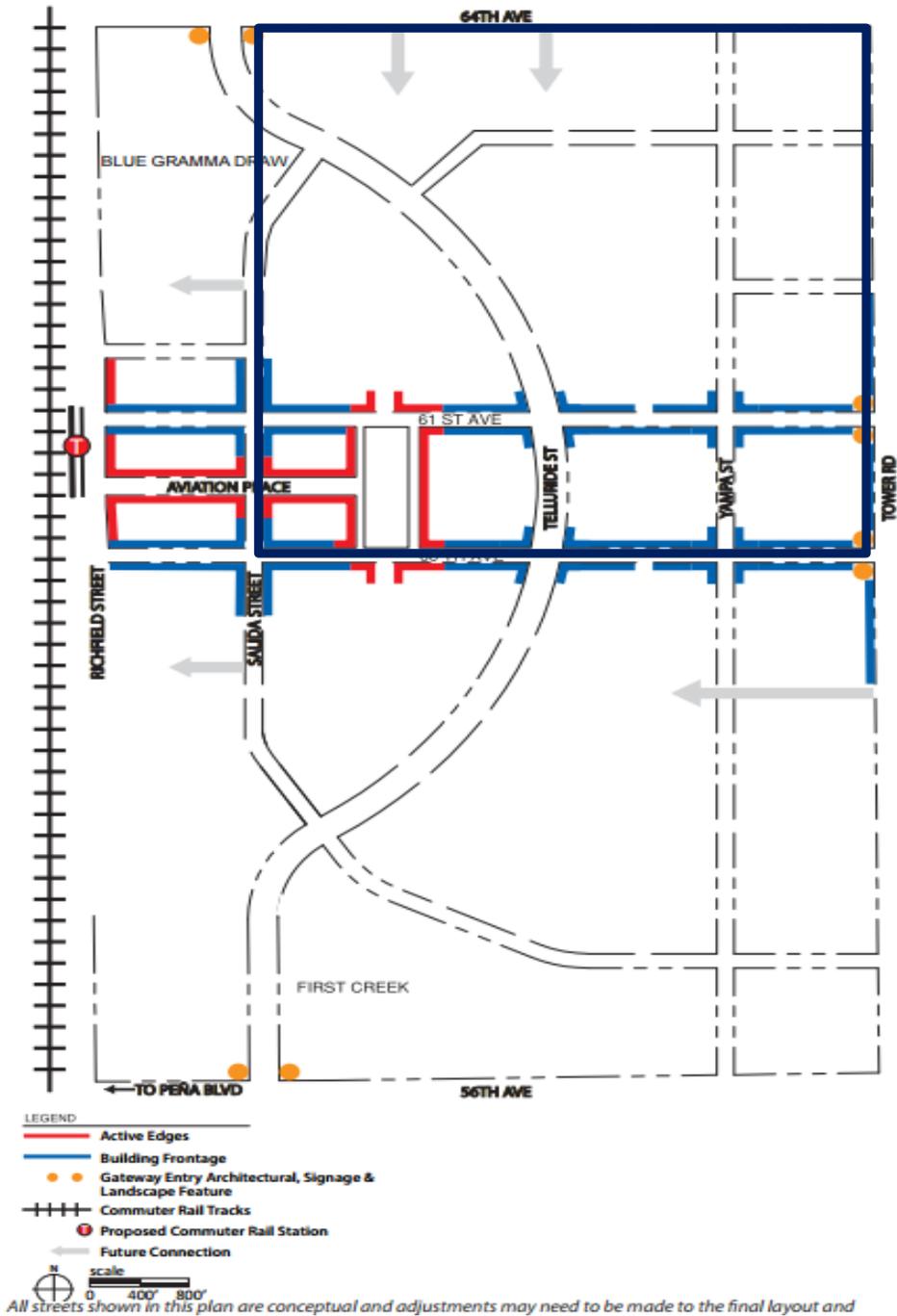


Building Height Recommendations: (p. 13)

- “Allow taller building forms with higher densities and greater emphasis on pedestrian orientation near the station. As development densities decrease further from the station, allow a wider range of building forms in the mixed-use areas.”
- “Promote varied building heights throughout the station area while capitalizing on the best locations to site prominent buildings with greater intensities.”

The C-MX-8, C-MX-12, S-MX-12, S-MX-8, S-MX-8A, and S-CC-5 Zone Districts are consistent with the building height recommendations, as they provide a variety of building heights, require a heightened pedestrian orientation closer to the station, and allow greater flexibility further from the station. The zone districts are also proposed to be mapped consistent with the recommended building heights map in the station area plan.

61ST & PEÑA STATION ACTIVE EDGES AND BUILDING FRONTAGES



Urban Design Recommendations: (p. 24)

“Buildings with active edges may include the following elements:

- Prominent, street-facing entries
- Ground floor windows and entrances

- Pedestrian-oriented design emphasizing pedestrian comfort, safety, scale and amenities
- Building entrances that meet the sidewalk
- Entries and active uses in situations where parking is on the ground floor
- Stoops, raised porches, terraces, and small quasi-public open space in lower density residential areas may be appropriate

Building Frontages: A fundamental urban design principle is to have continuous building fronts define the vital public realm. This urban design principle is applicable on key streets throughout the station area and is considered vital to the overall pedestrian experience. As the street grid is extended in the station area, continuous building fronts should be considered on key streets.

Building frontages may contain the following elements:

- Building edges within a build-to zone
- No surface parking between the primary structure and the street
- Scaling elements to break up the appearance of tall buildings and continuous street edges”

The C-MX-8, C-MX-12 and S-MX--A are the requested zone districts adjacent to the identified Active Edge and Building Frontage corridors and are consistent with their recommended design elements. Each Zone District requires pedestrian oriented frontages along the identified corridors.

2. Uniformity of District Regulations and Restrictions

The proposed rezoning to S-MX-8 AIO, S-MX-8A AIO, S-MX-12 AIO, C-MX-8 AIO, C-MX-12 AIO, and S-CC-5 AIO will result in the uniform application of zone district building form, use and design regulations.

3. Public Health, Safety and General Welfare

The proposed official map amendment furthers the public health, safety, and general welfare of the City primarily through implementation of the city’s adopted land use plans.

4. Justifying Circumstance

The application identifies several changed or changing conditions as the Justifying Circumstance under DZC Section 12.4.10.8.A.4, “The land or its surrounding environs has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area or to recognize the changed character of the area.” As discussed above, many adopted plan recommendations state that redevelopment of the area is desired. The recently adopted 61st and Peña Station Area Plan promotes changing conditions, specifically encouraging the conversion of vacant land to intensive transit oriented development. The University of Colorado A-Line commuter rail project connecting Denver International Airport to Denver Union Station is currently under construction and a station will serve the proposed rezoning area. The station will encourage additional changes in the form of more intensive development. This is an appropriate justifying circumstance for the proposed rezoning.

5. Consistency with Neighborhood Context Description, Zone District Purpose and Intent Statements

The requested C-MX-8 and C-MX-5 zone districts are within the Urban Center Neighborhood Context. The Neighborhood Context generally consists of multi-unit residential and mixed-use commercial strips and commercial centers (DZC, Division 7.1). The requested S-MX-12, S-MX-8, S-MX-8A, and S-CC-5 are within the Suburban Neighborhood Context. The neighborhood context generally consists of single and multi-unit residential, commercial strips and centers and office parks (DZC, Division 3.1)

The Urban Center Mixed Use Zone Districts are intended to promote safe, active, and pedestrian-scaled, diverse areas through the use of town house, row house, apartment, and shopfront building forms that clearly define and activate the public street edge. C-MX-8 applies to areas or intersections served primarily by arterial streets where a building scale of 2 to 8 stories is desired. C-MX-12 applies to areas or intersections served primarily by major arterial streets where a building scale of 3 to 12 stories is desired. The requested rezoning is consistent with this intent, as the Zone Districts are intended to provide a mix of uses with a pedestrian oriented design and are requested in locations served by Telluride Road, a major arterial street.

The Suburban Mixed Use Zone Districts are intended to promote safe, active, pedestrian-scaled, diverse areas and enhance the convenience and ease of walking, shopping and public gathering within and around the city's neighborhoods. S-MX-8 applies to areas or intersections served primarily by arterial streets where a building scale of 1 to 8 stories is desired. S-MX-12 applies to areas or intersections served primarily by major arterial streets where a building scale of 1 to 12 stories is desired. The requested rezoning is consistent with this intent, as the Zone Districts are intended to provide a mix of uses with pedestrian oriented design and are requested in locations served by Telluride Way and Tower Road, which are major arterial streets.

The Commercial Corridor Zone Districts are intended to balance the need for safe, active, and pedestrian-scaled, diverse areas with the need for convenient automobile access. S-CC-5 applies primarily to auto-oriented arterial street corridors where a building scale of 1 to 5 stories is desired. The requested rezoning is consistent with this intent, as the Zone District is intended to provide a balance of pedestrian and automobile oriented design and is requested adjacent to Tower Road, an auto dominated arterial street.

Staff Recommendation

Based on the analysis set forth above, CPD staff finds that the application for rezoning the property located at 18400 E. 64th Ave., 6004-6294 Rifle St., 6006-6106 Salida St., 6007-6208 Telluride Way & 6297 Tower Rd. to S-MX-8 AIO, S-MX-8A AIO, S-MX-12 AIO, C-MX-8 AIO, C-MX-12 AIO, and S-CC-5 AIO zone districts meets the requisite review criteria. Accordingly, staff recommends that the Denver Planning Board recommend approval to the Denver City Council.

Planning Board Recommendation

Rezoning Application #2015I-00101

18400 E. 64th ., 6004-6294 Rifle St., 6006-6106 Salida St., 6007-6208 Telluride Way & 6297 Tower Rd.

5/2/16

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Following the public hearing, the Planning Board Voted to recommend that the Denver City Council approve the rezoning application.

Attachments

1. Application
2. Waivers and conditions ordinances

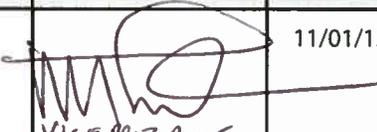
Zone Map Amendment (Rezoning) - Application

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name	Rail Stop, LLC; 61st Street Partners, 	Representative Name	Mark Throckmorton ; Randy M. Schwartz
Address	1125 17th Street Suite 2500; 1800 Larimer	Address	1125 17th Street Suite 2500; 1800 Larimer
City, State, Zip	Denver, CO 80202	City, State, Zip	Denver, CO 80202
Telephone	303-295-3071; 303-260-4321	Telephone	303-295-3071; 303-4321
Email	mark@fulenwider.com; rschwartz@west	Email	mark@fulenwider.com; rschwartz@westf
<p>*If More Than One Property Owner: All standard zone map amendment applications shall be initiated by all the owners of at least 51% of the total area of the zone lots subject to the rezoning application, or their representatives authorized in writing to do so. See page 3.</p>		<p>**Property owner shall provide a written letter authorizing the representative to act on his/her behalf.</p>	
<p>Please attach Proof of Ownership acceptable to the Manager for each property owner signing the application, such as (a) Assessor's Record, (b) Warranty deed or deed of trust, or (c) Title policy or commitment dated no earlier than 60 days prior to application date.</p>			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):	See Attachment		
Assessor's Parcel Numbers:	0009100107000, 0009100146000, 0009100145000, 0009100142000, 0009100141000		
Area in Acres or Square Feet:	147.3 Acres		
Current Zone District(s):	C-MU-10 WVRS & CONDITIONS, C-MU-20 WVRS & CONDITIONS, C-MU-30 WVRS & CONDITIONS		
PROPOSAL			
Proposed Zone District:	S-MX-8 AIO, S-MX-8 -A AIO, S-MX-12 AIO, C-MX-8 AIO, C-MX-12 AIO, S-CC-5 AIO 		
Does the proposal comply with the minimum area requirements specified in DZC Sec. 12.4.10.3:	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	

REVIEW CRITERIA	
<p>General Review Criteria: The proposal must comply with all of the general review criteria DZC Sec. 12.4.10.7</p>	<p><input checked="" type="checkbox"/> Consistency with Adopted Plans: The proposed official map amendment is consistent with the City's adopted plans, or the proposed rezoning is necessary to provide land for a community need that was not anticipated at the time of adoption of the City's Plan.</p> <p>Please provide an attachment describing relevant adopted plans and how proposed map amendment is consistent with those plan recommendations; or, describe how the map amendment is necessary to provide for an unanticipated community need.</p> <p><input checked="" type="checkbox"/> Uniformity of District Regulations and Restrictions: The proposed official map amendment results in regulations and restrictions that are uniform for each kind of building throughout each district having the same classification and bearing the same symbol or designation on the official map, but the regulations in one district may differ from those in other districts.</p> <p><input checked="" type="checkbox"/> Public Health, Safety and General Welfare: The proposed official map amendment furthers the public health, safety, and general welfare of the City.</p>
<p>Additional Review Criteria for Non-Legislative Rezoning: The proposal must comply with both of the additional review criteria DZC Sec. 12.4.10.8</p>	<p>Justifying Circumstances - One of the following circumstances exists:</p> <p><input type="checkbox"/> The existing zoning of the land was the result of an error.</p> <p><input type="checkbox"/> The existing zoning of the land was based on a mistake of fact.</p> <p><input type="checkbox"/> The existing zoning of the land failed to take into account the constraints on development created by the natural characteristics of the land, including, but not limited to, steep slopes, floodplain, unstable soils, and inadequate drainage.</p> <p><input checked="" type="checkbox"/> The land or its surroundings has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area to recognize the changed character of the area.</p> <p><input type="checkbox"/> It is in the public interest to encourage a departure from the existing zoning through application of supplemental zoning regulations that are consistent with the intent and purpose of, and meet the specific criteria stated in, Article 9, Division 9.4 (Overlay Zone Districts), of this Code.</p> <p>Please provide an attachment describing the justifying circumstance.</p> <p><input checked="" type="checkbox"/> The proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the stated purpose and intent of the proposed Zone District.</p> <p>Please provide an attachment describing how the above criterion is met.</p>
REQUIRED ATTACHMENTS	
Please ensure the following required attachments are submitted with this application:	
<input checked="" type="checkbox"/> Legal Description (required to be attached in Microsoft Word document format) <input checked="" type="checkbox"/> Proof of Ownership Document(s) <input checked="" type="checkbox"/> Review Criteria	
ADDITIONAL ATTACHMENTS	
Please identify any additional attachments provided with this application:	
<input type="checkbox"/> Written Authorization to Represent Property Owner(s)	
Please list any additional attachments:	
S-MX-8A is a district in a new proposed series of districts to be approved prior to or concurrently with the mapping; *Ownership Parcel Map; Ownership Signatures	

PROPERTY OWNER OR PROPERTY OWNER(S) REPRESENTATIVE CERTIFICATION/PETITION

We, the undersigned represent that we are the owners of the property described opposite our names, or have the authorization to sign on behalf of the owner as evidenced by a Power of Attorney or other authorization attached, and that we do hereby request initiation of this application. I hereby certify that, to the best of my knowledge and belief, all information supplied with this application is true and accurate. I understand that without such owner consent, the requested official map amendment action cannot lawfully be accomplished.

Property Owner Name(s) (please type or print legibly)	Property Address City, State, Zip Phone Email	Property Owner Interest % of the Area of the Zone Lots to Be Rezoned	Please sign below as an indication of your consent to the above certification statement (must sign in the exact same manner as title to the property is held)	Date	Indicate the type of ownership documentation provided: (A) Assessor's record, (B) warranty deed or deed of trust, (C) title policy or commitment, or (D) other as approved	Property owner representative written authorization? (YES/NO)
EXAMPLE John Alan Smith and Josie Q. Smith	123 Sesame Street Denver, CO 80202 (303) 555-5555 sample@sample.gov	100%	<i>John Alan Smith Josie Q. Smith</i>	01/01/12	(A)	NO
Rail Stop, LLC	1125 17th Street Suite 2500 Denver, CO 80202	100%	 VICE PRESIDENT L.C. FULLENWIDER, INC	11/01/15	(B)	YES
			MANAGER OF RAIL STOP, LLC	11/01/15	(B)	
				11/01/15	(B)	
				11/01/15	(B)	
				11/01/15	(B)	

Last updated: February 4, 2015

 Return completed form to rezoning@denvergov.org

PROPERTY OWNER OR PROPERTY OWNER(S) REPRESENTATIVE CERTIFICATION/PETITION

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EXAMPLE John Alan Smith and Josie Q. Smith	123 Sesame Street Denver, CO 80202 (303) 555-5555 sample@sample.gov	100%	<i>John Alan Smith</i> <i>Josie Q. Smith</i>	01/01/12	(A)	NO
61st Street Partners, LLLP Randy M. Schwartz, Manager	1800 Larimer Street Suite 1800 Denver, CO 80202 (303) 291-1111	100%	<i>Randy M. Schwartz 1/12/10</i>		(B)	YES



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- File a form
- Subscribe to email notification
- Unsubscribe from email notification

- Business Home
- Business Information
- Business Search

FAQs, Glossary and Information

Summary

Details			
Name	Pena Station Development Corporation		
Status	Good Standing	Formation date	02/02/2015
ID number	20151082033	Form	Corporation
Periodic report month	February	Jurisdiction	Colorado
		Term of duration	Perpetual
Principal office street address	1125 Seventeenth Street, Suite 2500, Denver, CO 80202, United States		
Principal office mailing address	n/a		

Registered Agent	
Name	L C Fulenwider
Street address	1125 Seventeenth Street, Suite 2500, Denver, CO 80202, United States
Mailing address	n/a

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- Business Information
- Business Search

- FAQs, Glossary and Information

Summary

Details			
Name	DIBC RESIDENTIAL, LLC		
Status	Good Standing	Formation date	12/26/1996
ID number	19961168243	Form	Limited Liability Company
Periodic report month	December	Jurisdiction	Colorado
		Term of duration	12/26/2026
Principal office street address	1125 Seventeenth Street, Suite 2500, Denver, CO 80202, United States		
Principal office mailing address	n/a		

Registered Agent	
Name	L. C. FULENWIDER III
Street address	1125 Seventeenth Street, Suite 2500, Denver, CO 80202, United States
Mailing address	n/a

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FAQs, Glossary and Information

Summary

Details			
Name	Rail Stop LLC		
Status	Good Standing	Formation date	01/29/2015
ID number	20151071251	Form	Limited Liability Company
Periodic report month	January	Jurisdiction	Colorado
		Term of duration	Perpetual
Principal office street address	1125 17th Street, Suite 2500, Denver, CO 80202, United States		
Principal office mailing address	n/a		

Registered Agent	
Name	John W. O'Dorisio Jr.
Street address	1099 18th Street, Suite 2600, Denver, CO 80202, United States
Mailing address	n/a

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05/26/2015 07:41 AM
City & County of Denver
Electronically Recorded

R \$41.00

WD

D \$1,700.00

WHEN RECORDED RETURN TO:

Robinson Waters & O'Dorisio, P.C.
1099 -18th Street, Suite 2600
Denver, Colorado 80202
Attn: John W. O'Dorisio, Jr.

SPECIAL WARRANTY DEED

[C.R.S. § 38-30-115]

Doc Fee \$1,700.00

FOR THE CONSIDERATION OF Seventeen Million and No/100 Dollars (\$17,000,000.00), and other good and valuable consideration, receipt of which is hereby acknowledged, PENA STATION DEVELOPMENT CORPORATION, a Colorado corporation ("Grantor"), hereby GRANTS, SELLS and CONVEYS to RAIL STOP LLC, a Colorado limited liability company ("Grantee"), whose street address is 1125 -17th Street, Suite 2500, Denver, Colorado 80202, that certain real property located in the City and County of Denver, State of Colorado, and more particularly described in Exhibit A attached hereto and incorporated herein by reference, together with (i) all improvements owned by Grantor and located thereon, (ii) all rights, privileges, easements and appurtenances owned by Grantor appertaining thereto, and (iii) all right, title and interest of Grantor (if any) in, to and under adjoining streets, rights of way and easements (collectively, the "Property"), SUBJECT ONLY TO all covenants, restrictions, easements, encumbrances and other matters of record as of the date hereof, including without limitation, those matters set forth on Exhibit B attached hereto and incorporated herein (collectively, the "Permitted Exceptions");

TO HAVE AND TO HOLD the Property, subject to the Permitted Exceptions, unto Grantee, Grantee's successors and assigns, forever, and Grantor does hereby bind itself, Grantor's successors and assigns, to WARRANT TITLE and FOREVER DEFEND all and singular the Property, subject to the Permitted Exceptions, unto Grantee, Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through or under Grantor, except for the Permitted Exceptions.

[SIGNATURE FOLLOWS ON NEXT PAGE]

WHEN RECORDED RETURN TO:

Robinson Waters & O'Doriso, P.C.
1099 -18th Street, Suite 2600
Denver, Colorado 80202
Attn: John W. O'Doriso, Jr.

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[SIGNATURE FOLLOWS ON NEXT PAGE]

BYLAWS

OF

L. C. FULENWIDER, INC.

ARTICLE I

Office and Corporate Seal

1. Principal Office: The principal office of the Corporation shall be selected by the Board of Directors from time to time, and may be within or without the State of Colorado.

2. Other Offices: The Corporation may have such offices within or without the State of Colorado as the Board of Directors may, from time to time, determine.

3. Registered Office and Registered Agent: The registered office and registered agent of the Corporation shall be as stated in the Articles of Incorporation, subject to such changes thereof as may be made from time to time by the Board of Directors, as provided by law.

4. Seal: The seal of the Corporation shall consist of two concentric circles between which shall appear the name of the Corporation with the word "Colorado". The word "Seal" shall appear in the center of the said concentric circles.

ARTICLE II

Stock and the Transfer Thereof

1. Stock Certificates: The shares of the Corporation's capital stock shall be represented by certificates signed by the President or a Vice-President and by the Treasurer or Assistant Treasurer or by the Secretary or Assistant Secretary of the Corporation, and may be sealed with the seal of the Corporation, or a facsimile thereof. In case any officer who has signed shall have ceased to be such officer before such certificate is issued, it may be issued by the Corporation with the same effect as if he were such officer at the date of its issue.

Every certificate representing shares issued by the Corporation shall state upon the face thereof:

- (a) that the Corporation is organized under the laws of the State of Colorado;
- (b) the name of the person to whom issued;

- (c) the number and class of shares which such certificate represents;
- (d) the par value of the shares represented by such certificate; and
- (e) such other restrictions upon the transfer thereof as the Board of Directors or the shareholders adopt.

No certificate shall be issued for any share until such share is fully paid.

2. Consideration for Shares: Shares, including treasury shares, may be issued or sold for such consideration expressed in dollars, as shall be fixed from time to time by the Board of Directors.

The consideration for the issuance of shares may be paid, in whole or in part, in money, in other property, tangible or intangible, or in labor or services actually performed for the Corporation. The promise of future services shall not constitute payment or part payment for shares of the Corporation.

Neither the promissory note of a subscriber or direct purchaser of shares from the Corporation nor the unsecured or nonnegotiable promissory note of any other person shall constitute payment or part payment for shares of the Corporation.

3. Lost Certificate: The Board of Directors may direct a new certificate or certificates to be issued in place of any certificate or certificates theretofore issued by the Corporation alleged to have been lost or destroyed, upon the making of an affidavit of that fact by the person claiming the certificate of stock to be lost, and the Board of Directors when authorizing the issuance of a new certificate or certificates may, in its discretion, and as a condition precedent to the issuance thereof, require the owner of such lost or destroyed certificate or certificates or his legal representative to advertise the same in such manner as it shall require, and/or give the Corporation a bond in such sum as it may direct, as indemnity against any claim that may be made against the Corporation. Except as hereinabove in this section provided, no new certificate evidencing shares of stock shall be issued unless and until the old certificate or certificates, in lieu of which the new certificate is issued, shall be surrendered for cancellation.

4. Transfer of Stock: Except as otherwise provided by law, shares of stock of the Corporation shall be transferable or assignable only on the books of the Corporation by the holder thereof in person or by his duly authorized attorney upon surrender of the certificate or certificates for such shares duly endorsed or transferred.

The Corporation shall be entitled to treat the holder of record of any share as the holder in fact thereof and accordingly shall not be bound to recognize any equitable or any other claim to or interest in such share on the part of any other person, whether or not it shall have express or other notice thereof, except as may be required by the laws of Colorado.

ARTICLE III

Shareholders and Meetings Thereof

1. Annual Meeting: The annual meeting of the shareholders for the election of directors and the transaction of such other business as may properly come before the meeting shall be held on the second Monday in April of each year, but if such day be a holiday, then on the first day thereafter which is not a holiday. The place of the annual meeting shall be the principal office of the Corporation or such other place within or without the State of Colorado as the Board of Directors may determine.

2. Special Meetings: Special meetings of the shareholders may be called by the President, a Vice-President, the Board of Directors, or the holders of not less than one-tenth of all the shares entitled to vote at the meeting. Special meetings shall be held at the principal office of the Corporation.

3. Notice of Meetings: Written notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) nor more than fifty (50) days before the date of the meeting, either personally or by mail, by or at the direction of the President, the Secretary, or the officer or persons calling the meeting, to each shareholder of record entitled to vote at such meeting; except that (a) if the authorized capital stock is to be increased, or (b) in the case of an annual meeting to be held at a place other than the principal office of the Corporation, then at least thirty (30) days' notice shall be given.

4. Closing of Transfer Books and Fixing Record Date: For the purpose of determining shareholders entitled to

notice of or to vote at any meeting of shareholders or any adjournment thereof, or entitled to receive payment of any dividend, or in order to make determination of shareholders for any other proper purpose, the Board of Directors of the Corporation may provide that the stock transfer books shall be closed for a stated period not to exceed in any case fifty (50) days. If the stock transfer books are closed for the purpose of determining shareholders entitled to notice of or to vote at a meeting of shareholders, such books shall be closed for at least ten (10) days immediately preceding such meeting. In lieu of closing the stock transfer books, the Board of Directors may fix in advance a date as the record date for any such determination of shareholders, such date in any case to be not more than fifty (50) days, and in case of a meeting of shareholders, not less than ten (10) days prior to the date on which the particular action, requiring such determination of shareholders, is to be taken. If the stock transfer books are not closed and no record date is fixed for the determination of shareholders entitled to notice of or to vote at a meeting of shareholders or shareholders entitled to receive payment of a dividend, the date on which notice of the meeting is mailed or the date on which the resolution of the Board of Directors declaring such dividend is adopted, as the case may be, shall be the record date for such determination of shareholders. When a determination of shareholders entitled to vote at any meeting of shareholders has been made as provided in this paragraph, such determination shall apply to any adjournment thereof.

5. Voting Record: The officer or agent having charge of the stock transfer books for shares of the Corporation shall make, at least ten (10) days before each meeting of shareholders, a complete list of the shareholders entitled to vote at such meeting or any adjournment thereof, arranged in alphabetical order, with the address of and the number of shares held by each, which record, for a period of ten (10) days prior to such meeting, shall be kept on file at the principal office of the Corporation, and shall be subject to inspection by any shareholder for any purpose germane to the meeting at any time during usual business hours. Such record shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any shareholder for any purpose germane to the meeting during the whole time of the meeting. The original stock transfer books shall be prima facie evidence as to who are the shareholders entitled to examine such record or transfer books or to vote at any meeting of the shareholders.

6. Quorum: A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a

quorum at any meeting of the shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting entitled to vote on the subject matter shall be the act of the shareholders. If a quorum is not present at a meeting, a majority of the shares so represented may adjourn the meeting from time to time to the same place without further notice; provided, however, that a meeting may be adjourned for a period not to exceed sixty days at any one adjournment. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally scheduled. The shareholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough shareholders to leave less than a quorum.

7. Proxies: At all meetings of shareholders, a shareholder may vote by proxy, executed in writing by the shareholder or by his duly authorized attorney in fact. Such proxy shall be filed with the Secretary of the Corporation before or at the time of the meeting. No proxy shall be valid after eleven months from the date of its execution, unless otherwise provided in the proxy.

8. Voting of Shares: Each outstanding share of common stock shall be entitled to one vote on each matter submitted to vote at a meeting of the shareholders. Cumulative voting of shares of stock in the election of directors is authorized.

9. Voting of Shares by Certain Holders: Neither treasury shares nor shares held by another corporation, if the majority of the shares entitled to vote for the election of directors of such other corporation is held by the Corporation, shall be voted at any meeting or counted in determining the total number of outstanding shares at any given time.

Shares standing in the name of another corporation, domestic or foreign, may be voted by such officer, agent or proxy as the bylaws of such corporation may prescribe, or, in the absence of such provision, as the board of directors of such corporation may determine.

Shares held by an administrator, executor, personal representative, guardian or conservator may be voted by him, either in person or by proxy, without a transfer of such shares into his name. Shares standing in the name of a trustee may be voted by him, either in person or by proxy, but no trustee shall be entitled to vote shares held by him without a transfer of such shares into his name.

Shares standing in the name of a receiver may be voted by such receiver, and shares held by or under the control of a receiver may be voted by such receiver without the transfer thereof into his name if authority so to do be contained in an appropriate order of the court by which such receiver was appointed.

A shareholder whose shares are pledged shall be entitled to vote such shares until the shares have been transferred into the name of the pledgee, and thereafter the pledgee shall be entitled to vote the shares so transferred.

10. Chairman: The President of the Corporation or in his absence the senior Vice-President present shall act as chairman at all meetings of shareholders.

11. Oral Vote: Voting shall be oral, but shall be by written ballot if such vote is demanded by any shareholders present in person or by proxy and entitled to vote.

12. Action by Shareholders Without a Meeting: Any action required to be taken at a meeting of the shareholders or any action which may be taken at a meeting of the shareholders may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the shareholders entitled to vote with respect to the subject matter thereof.

ARTICLE IV

Directors, Powers and Meetings

1. General Powers: The business and affairs of the Corporation shall be managed by a Board of Directors who shall exercise all the powers of the Corporation, except as otherwise provided by the Colorado Corporation Code, the Articles of Incorporation, or these bylaws.

2. Number, Tenure and Qualifications: The number of Directors of the Corporation shall be five. The directors in office as of the date of the adoption of these bylaws shall serve until their respective successors are elected and qualified. The number of directors may be increased or decreased at any time by amendment to these Bylaws or in the manner provided in the Articles of Incorporation or these Bylaws, but no decrease shall have the effect of shortening the term of any incumbent director, provided, however, that notwithstanding anything to the contrary contained herein, the number of directors shall not be less

than three. Directors shall be removable in the manner provided by the statutes of Colorado.

3. Resignations: Any director may resign at any time by mailing or delivering or by transmitting by telegram or cable written notice of his resignation to the Board of Directors of the Corporation at the Corporation's principal office or its registered office; except that in the event of only one director, such director shall elect a successor director prior to resigning. Any such resignation shall take effect at the time specified therein or, if no time be specified, then at the time of receipt thereof.

4. Vacancies: Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors though less than a quorum of the Board of Directors. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by the affirmative vote of a majority of the directors then in office or by an election at an annual meeting or at a special meeting of shareholders called for that purpose. A director chosen to fill a position resulting from an increase in the number of directors shall hold office until the next annual meeting of shareholders.

5. Meetings: Meetings of the Board of Directors may be held at any time and at any place within or without the State of Colorado. Meetings may be called by the Chairman of the Board, by the President, or by any director, and notice of the meeting shall be mailed or telegraphed to the last known address of each director at least five (5) days in the case of mail or three (3) days in the case of telegram prior to the date fixed for the meeting. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

6. Quorum: A majority of the number of directors as determined pursuant to paragraph 2 of this article shall constitute a quorum for the transaction of business. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

7. Compensation: By resolution of the Board of Directors, any director may be paid any one or more of the following: his expenses, if any, of attendance at meetings; a fixed sum for attendance at meetings; or a

stated salary as director. Nothing herein contained shall be construed to preclude any director from serving the Corporation in any capacity as an officer, employee, agent or otherwise, and receiving compensation therefor.

8. Presumption of Assent: A director of the Corporation who is present at a meeting of the Board of Directors at which action on any corporate matters is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the secretary of the meeting before the adjournment thereof, or shall forward such dissent by registered or certified mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a director who voted in favor of such action.

9. Executive Committee: The Board of Directors, by resolution adopted by a majority of the number of directors as determined pursuant to paragraph 2 of this article may designate two or more directors to constitute an executive committee, which committee, to the extent provided in such resolution, shall have and may exercise all of the authority of the Board of Directors in the management of the Corporation; but no such committee shall have the authority of the Board of Directors in reference to amending the Articles of Incorporation, adopting a plan of merger or consolidation, recommending to shareholders the sale, lease, exchange, or other disposition of all or substantially all of the property and assets of the Corporation otherwise than in the usual and regular course of business, recommending to the shareholders a voluntary dissolution of the Corporation or a revocation thereof, or amending the Bylaws. The designation of such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any member thereof, of any responsibility imposed upon it or him by law.

10. Action by Directors or Executive Committee Without Meeting: Any action required to be taken at a meeting of the directors or executive committee of the Corporation, or any action which may be taken at such a meeting, may be taken without a meeting if a consent in writing setting forth the action so taken shall be signed by all of the directors or executive committee entitled to vote with respect to the subject matter thereof.

11. Chairman of the Board: The Chairman of the Board, if such officer shall be chosen by the Board of Directors, shall preside at all meetings of the Board of Directors at which he is present. He shall, subject to the

direction of the Board of Directors, have general oversight over the affairs of the Corporation, and shall, from time to time, consult and advise with the President in the direction and management of the Corporation's business and affairs, and shall also do and perform such other duties as may, from time to time, be assigned to him by the Board of Directors.

12. Bank Accounts: Anything herein to the contrary notwithstanding, the Board of Directors may, except as may otherwise be required by law, authorize any officer or officers, agent or agents, in the name of and on behalf of the Corporation, to sign checks, drafts or other orders for the payment of money or notes or other evidences of indebtedness, to endorse for deposit, deposit to the credit of the Corporation at any bank or trust company or banking institution in which the company may maintain an account or to cash checks, notes, drafts or other bankable securities or instruments, and such authority may be general or confined to specific instances, as the Board of Directors may elect.

ARTICLE V

Officers and Agents

1. Officers: The officers of the Corporation shall consist of a President, such Vice-Presidents as may be elected, if any, a Secretary and a Treasurer, each of whom shall be elected by the Board of Directors. The Board of Directors may elect or appoint such other officers and assistant officers and agents as may be deemed necessary. The Board of Directors shall fix the authority, duties, term of office and salaries of all of the officers of the Corporation. Any two or more offices may be held by the same person, except the offices of President and Secretary. The officers of the Corporation shall be natural persons or eighteen years or older.

2. Removal of Officers: Any officer or agent may be removed by the Board of Directors, or by the Executive Committee, if any, whenever, in its judgment, the best interests of the Corporation will be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the person so removed. Election or appointment of an officer or agent shall not of itself create contract rights.

3. President: The President shall be the chief executive officer of the Corporation; he shall preside at any meeting of the shareholders at which he is present, and in the absence of the Chairman of the Board shall preside

at any meeting of the Board of Directors at which he is present. He shall be ex officio a member of all standing committees. He shall have general and active management of the business of the Corporation and shall see that all orders and resolutions of the Board are carried into effect.

4. Vice-Presidents: The Vice-Presidents, if any be elected, shall, in the order of their seniority and in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such other duties as may, from time to time, be prescribed by the Board of Directors or the President.

5. Secretary: The Secretary shall attend all sessions of the Board of Directors and all meetings of the shareholders and record all votes and the minutes of all proceedings in a book or books to be kept for that purpose, and shall perform like duties for the standing committees when required. He shall cause due notice to be given of all meetings of the shareholders and Board of Directors. He shall keep in safe custody the corporate records and the seal of the Corporation and, when authorized by the Board, shall affix the seal to any instruments requiring it, and when so affixed, it shall be attested by his signature. He shall keep at the principal office of the Corporation a record of the shareholders, giving names and addresses of all shareholders and the number of shares held by each. He shall sign with the President or a Vice-President certificates for shares of the Corporation, the issuance of which shall have been authorized by resolution of the Board of Directors. He shall have general charge of the stock transfer books of the Corporation. He shall, in general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by him by the President or by the Board of Directors.

Assistant Secretaries, if any, shall have the same duties and powers as the Secretary, subject to supervision by the Secretary.

6. Treasurer: The Treasurer shall have custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation, and shall deposit all monies and other valuable effects in the name and to the credit of the Corporation in such depositories as may be designated by the Board of Directors. He shall disburse the funds of the Corporation as may be ordered by the Board, taking proper vouchers for such disbursements and shall render to the President and the Directors whenever they may require it, an account of all his transactions and of the financial

condition of the Corporation. He shall, if required by the Board, give the Corporation a bond in such sums and with such sureties as shall be satisfactory to the Board, conditioned upon the faithful performance of the duties and for the restoration to the Corporation of all books, papers, vouchers, money and other property of whatever kind in his possession, or under his control belonging to the Corporation.

Assistant Treasurers, if any, shall have the same duties and powers as the Treasurer, subject to supervision by the Treasurer.

ARTICLE VI

Indemnification of Officers and Directors

Each director and officer of this Corporation and each person who shall serve at its request as a director or officer of another corporation in which this Corporation owns shares of capital stock, or of which it is a creditor, whether or not then in office, and his personal representatives, shall be indemnified by the Corporation against all costs and expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is involved or in which he is made a party by reason of his being or having been such director or officer, except in relation to matters in which he shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of one or more duties. Such costs and expenses shall include amounts reasonably paid in settlement for the purpose of curtailing the litigation, but only if the Corporation is advised in writing by its counsel that in the opinion of such counsel the person to be indemnified did not commit such negligence or misconduct. The foregoing right of indemnification shall not be exclusive of other rights to which such director or officer may be entitled as a matter of law or by agreement.

ARTICLE VII

Miscellaneous

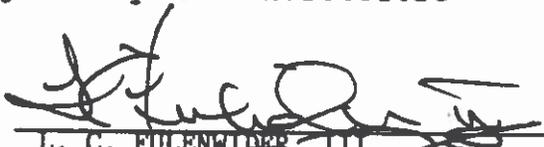
1. Effective Date of Notice and Waiver: Whenever notice is required to be given to any shareholder or director under the provisions of the Colorado Corporation Code or under the provisions of the Articles of Incorporation or these Bylaws, such notice shall be deemed to be delivered when deposited in the United States mail, postage prepaid, addressed to the person entitled to receipt thereof at his address as it appears from the records of the Corporation.

In the case of a shareholder, if the only address for such shareholder is as his address appears on the stock transfer books of the Corporation; and if three successive letters mailed to the last-known address of any such shareholder of record are returned as undeliverable, no further notices to such shareholder shall be necessary, until another address for such shareholder is made known to the Corporation. Whenever such notice is required, a waiver thereof in writing, signed at the time by the person entitled to such notice, shall be equivalent to the giving of such notice. A waiver of notice of any special meeting of shareholders shall state the purpose for which the meeting was called or the business to be transacted thereat.

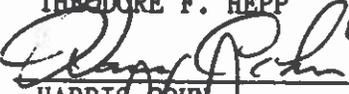
2. Amendment of Bylaws: These Bylaws may be amended from time to time in whole or in part by the affirmative vote of a majority of the Board of Directors at a meeting called for that purpose, or by consent, pursuant to Article IV, Paragraph 10, of these Bylaws.

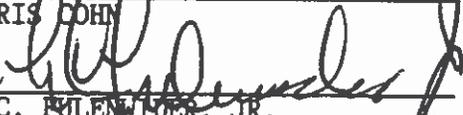
3. If any clause or provision of these Bylaws is illegal, invalid or unenforceable under present or future laws of the State of Colorado, then and in that event, the remainder of these Bylaws shall not be affected or invalidated thereby.

WE, THE UNDERSIGNED, being all of the members of the Board of Directors of L. C. Fulenwider, Inc., a Colorado corporation, hereby confirm that the foregoing Bylaws of said corporation were adopted by unanimous vote of the Board of Directors on the 9th day of November, 1990, thereby replacing and revoking all bylaws theretofore adopted.


L. C. FULENWIDER, III


THEODORE F. HEPP


HARRIS COHN


L. C. FULENWIDER, JR.


KATHERINE F. STRICKLAND

EXHIBIT A

LEGAL DESCRIPTION

THE NORTHEAST QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, EXCEPT THAT PORTION DESCRIBED IN THE DOCUMENT RECORDED UNDER RECEPTION NO. 9600152541 IN THE OFFICES OF THE DENVER COUNTY CLERK AND RECORDER AND EXCEPT THE NORTH 30.00 FEET FOR EAST 64TH AVENUE BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE WEST LINE OF THE NORTHEAST QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN MONUMENTED BY 3 1/4" ALUMINUM CAPS STAMPED LS 20699 AT BOTH ENDS OF SAID LINE, CONSIDERED TO BEAR N00°21'23"W A DISTANCE OF 2649.71 FEET.

BEGINNING AT THE CENTER ONE-QUARTER CORNER OF SAID SECTION 9;

THENCE N00°21'23"W A DISTANCE OF 2619.71 FEET TO A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF 64TH AVENUE;

THENCE ON SAID SOUTH RIGHT-OF-WAY LINE THE FOLLOWING FOUR (4) COURSES:

1) ON A LINE BEING 30.00 FEET SOUTHERLY OF AND PARALLEL WITH THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 9, S89°51'30"E A DISTANCE OF 2048.17 FEET;

2) S00°08'30"W A DISTANCE OF 35.00 FEET;

3) S89°51'30"E A DISTANCE OF 505.27 FEET;

4) S45°01'27"E A DISTANCE OF 35.26 FEET TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF TOWER ROAD;

THENCE ON SAID WEST RIGHT-OF-WAY LINE S00°11'13"E A DISTANCE OF 2559.07 FEET TO A POINT ON THE SOUTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9;

THENCE ON SAID SOUTH LINE N89°52'28"W A DISTANCE OF 2570.35 FEET TO THE POINT OF BEGINNING,

LEGAL DESCRIPTION PREPARED BY:
JR ENGINEERING
7200 S ALTON WAY, SUITE C400,
CENTENNIAL, CO 80112

EXHIBIT B

PERMITTED EXCEPTIONS

1. TAXES AND ASSESSMENTS FOR THE 2015 AND SUBSEQUENT YEARS, A LIEN NOT YET DUE OR PAYABLE.
2. ANY MATTER THAT WOULD BE REFLECTED UPON AN ACCURATE SURVEY OF THE PROPERTY.
3. RIGHTS OF THE PUBLIC AND THE CITY AND COUNTY OF DENVER IN AND TO THOSE PORTIONS OF THE SUBJECT PROPERTY LYING WITHIN THE RIGHTS-OF-WAY OF 64TH AVENUE AND TOWER ROAD AS SHOWN ON THE DENVER COUNTY ASSESSOR'S MAP.
4. A RIGHT-OF-WAY EASEMENT GRANTED TO PHILLIPS PETROLEUM COMPANY, FOR PIPE LINES, APPURTENANCES, AND INCIDENTAL PURPOSES, BY INSTRUMENT RECORDED JUNE 25, 1971, IN BOOK 1708 AT PAGE 93, AS AMENDED BY INSTRUMENT RECORDED JANUARY 26, 1999 UNDER RECEPTION NO. 9900013849, AND AS AMENDED BY INSTRUMENT RECORDED MAY 19, 2015 UNDER RECEPTION NO. 2015064231.
5. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN ORDER OF THE DISTRICT COURT RECORDED JULY 29, 1980 IN BOOK 2477 AT PAGE 159 AND STIPULATION RECORDED SEPTEMBER 4, 1981 IN BOOK 2584 AT PAGE 355.
6. WATER RIGHTS AS CONVEYED TO BEFC BEDROCK, INC. BY THE DEED RECORDED NOVEMBER 14, 1985 IN BOOK 3073 AT PAGE 423.
7. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN INTERGOVERNMENTAL AGREEMENT ON ANNEXATION BY AND BETWEEN THE CITY AND COUNTY OF DENVER AND THE COUNTY OF ADAMS RECORDED MAY 26, 1988 IN BOOK 3450 AT PAGE 751 (ADAMS COUNTY RECORDS) AND RECORDED MAY 26, 1988 UNDER RECEPTION NO. R-88-0270668 (DENVER COUNTY RECORDS).
8. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN INTERGOVERNMENTAL AGREEMENT ON ANNEXATION AND BOUNDARIES RECORDED JANUARY 16, 1990 IN BOOK 3639 AT PAGE 318 (ADAMS COUNTY RECORDS) AND RECORDED FEBRUARY 20, 1990 UNDER RECEPTION NO. 15551 (DENVER COUNTY RECORDS).
9. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN INTERGOVERNMENTAL AGREEMENT ON A NEW AIRPORT RECORDED FEBRUARY 13, 1990 IN BOOK 3647 AT PAGE 699.
10. THOSE PRESCRIPTIVE AND POSSESSORY RIGHTS AS ASSIGNED TO PUBLIC SERVICE COMPANY OF COLORADO BY THE INSTRUMENT RECORDED FEBRUARY 19, 1992 UNDER RECEPTION NO. R-92-0015457.
11. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN AGREEMENT (TOWER ROAD SEWER LINE) RECORDED MARCH 26, 1992 UNDER RECEPTION NO. R-92-0029382.
12. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE GATEWAY REGIONAL METROPOLITAN DISTRICT, AS EVIDENCED BY INSTRUMENT RECORDED MAY 12, 1998, UNDER RECEPTION NO. 9800071386 AND INSTRUMENT RECORDED AUGUST 25, 1998 UNDER RECEPTION NO. 9800141049 AND RECORDED SEPTEMBER 16, 1998

UNDER RECEPTION NO. 9800154977.

13. TERMS, CONDITIONS, PROVISIONS, BURDENS, OBLIGATIONS AND EASEMENTS AS SET FORTH AND GRANTED IN EASEMENT AGREEMENT BY AND BETWEEN DIBC RETAIL, LLC, A COLORADO LIMITED LIABILITY COMPANY AND DENVER INTERNATIONAL BUSINESS CENTER METROPOLITAN DISTRICT NO. 1 RECORDED FEBRUARY 04, 1999 UNDER RECEPTION NO. 9900020320.
14. EASEMENT GRANTED TO THE CITY AND COUNTY OF DENVER, FOR DRAINAGE FACILITIES, AND INCIDENTAL PURPOSES, BY INSTRUMENT RECORDED JUNE 01, 1999, UNDER RECEPTION NO. 9900095672.
15. TERMS, CONDITIONS, PROVISIONS, BURDENS, OBLIGATIONS AND EASEMENTS AS SET FORTH AND GRANTED IN AIR RIGHTS COVENANT AND AVIGATION EASEMENT RECORDED FEBRUARY 03, 2000 UNDER RECEPTION NO. 2000016829.
16. TERMS, CONDITIONS, PROVISIONS, BURDENS, OBLIGATIONS AND EASEMENTS AS SET FORTH AND GRANTED IN AIR RIGHTS COVENANT AND AVIGATION EASEMENT RECORDED FEBRUARY 03, 2000 UNDER RECEPTION NO. 2000016832.
17. TERMS, CONDITIONS, PROVISIONS, BURDENS, OBLIGATIONS AND EASEMENTS AS SET FORTH AND GRANTED IN AIR RIGHTS COVENANT AND AVIGATION EASEMENT RECORDED FEBRUARY 03, 2000 UNDER RECEPTION NO. 2000016834.
18. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN AND IMPOSED BY ZONING ORDINANCE #131, SERIES OF 2000, RECORDED FEBRUARY 25, 2000 UNDER RECEPTION NO. 2000026679.
19. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN AND IMPOSED BY ZONING ORDINANCE #133, SERIES OF 2000, RECORDED FEBRUARY 25, 2000 UNDER RECEPTION NO. 2000026681.
20. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN AND IMPOSED BY ZONING ORDINANCE #134, SERIES OF 2000, RECORDED FEBRUARY 25, 2000 UNDER RECEPTION NO. 2000026682.
21. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN AND IMPOSED BY ZONING ORDINANCE #137, SERIES OF 2000, RECORDED FEBRUARY 25, 2000 UNDER RECEPTION NO. 2000026685.
22. RESTRICTIVE COVENANTS, WHICH DO NOT CONTAIN A FORFEITURE OR REVERTER CLAUSE, BUT OMITTING ANY COVENANTS OR RESTRICTIONS, IF ANY, BASED UPON RACE, COLOR, RELIGION, SEX, SEXUAL ORIENTATION, FAMILIAL STATUS, MARITAL STATUS, DISABILITY, HANDICAP, NATIONAL ORIGIN, ANCESTRY, OR SOURCE OF INCOME, AS SET FORTH IN APPLICABLE STATE OR FEDERAL LAWS, EXCEPT TO THE EXTENT THAT SAID COVENANT OR RESTRICTION IS PERMITTED BY APPLICABLE LAW, AS CONTAINED IN AMENDMENT AND RESTATEMENT IF DECLARATION OF PROTECTIVE COVENANTS OF DENVER INTERNATIONAL BUSINESS CENTER - COMMERCIAL PROPERTY RECORDED APRIL 09, 2002, UNDER RECEPTION NO. 2002066268.

APPLICATION AND CONSENT TO APPLICATION RECORDED APRIL 9, 2002 UNDER RECEPTION NO. 2002066269.
23. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN AND IMPOSED BY ZONING ORDINANCE #453, SERIES OF 1988, RECORDED OCTOBER 23, 2002 UNDER

RECEPTION NO. 2002199305.

24. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN DENVER INTERNATIONAL BUSINESS CENTER GENERAL DEVELOPMENT PLAN NO. 3 RECORDED JANUARY 07, 2003 UNDER RECEPTION NO. 2003004076.
25. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN SURFACE USE AGREEMENT BY AND BETWEEN DIBC RESIDENTIAL, LLC, DIBC RETAIL, LLC, ET AL., AND HILCORP ENERGY I, L.P., A TEXAS LIMITED PARTNERSHIP, AS MEMORIALIZED BY MEMORANDUM OF SURFACE USE AGREEMENT RECORDED AUGUST 08, 2011 UNDER RECEPTION NO. 2011086243.
26. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 1, AS EVIDENCED BY INSTRUMENT RECORDED MAY 29, 2013, UNDER RECEPTION NO. 2013076995.

NOTE: NOTICES CONCERNING AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 1 RECORDED JANUARY 24, 2014 UNDER RECEPTION NO. 2014008286 AND RECORDED DECEMBER 15, 2014 UNDER RECEPTION NO. 2014152695.
27. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 2, AS EVIDENCED BY INSTRUMENT RECORDED MAY 29, 2013, UNDER RECEPTION NO. 2013076996.

NOTE: NOTICES CONCERNING AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 2 RECORDED JANUARY 24, 2014 UNDER RECEPTION NO. 2014008287 AND RECORDED DECEMBER 15, 2014 UNDER RECEPTION NO. 2014152696.
28. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 3, AS EVIDENCED BY INSTRUMENT RECORDED MAY 29, 2013, UNDER RECEPTION NO. 2013076997.

NOTE: NOTICE CONCERNING AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 3 RECORDED JANUARY 24, 2014 UNDER RECEPTION NO. 2014008288 AND RECORDED DECEMBER 15, 2014 UNDER RECEPTION NO. 2014152697.
29. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 4, AS EVIDENCED BY INSTRUMENT RECORDED MAY 29, 2013, UNDER RECEPTION NO. 2013076998.

NOTE: NOTICES CONCERNING AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 4 RECORDED JANUARY 24, 2014 UNDER RECEPTION NO. 2014008289 AND RECORDED DECEMBER 15, 2014 UNDER RECEPTION NO. 2014152698.
30. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 5, AS EVIDENCED BY INSTRUMENT RECORDED MAY 29, 2013, UNDER RECEPTION NO. 2013076999.

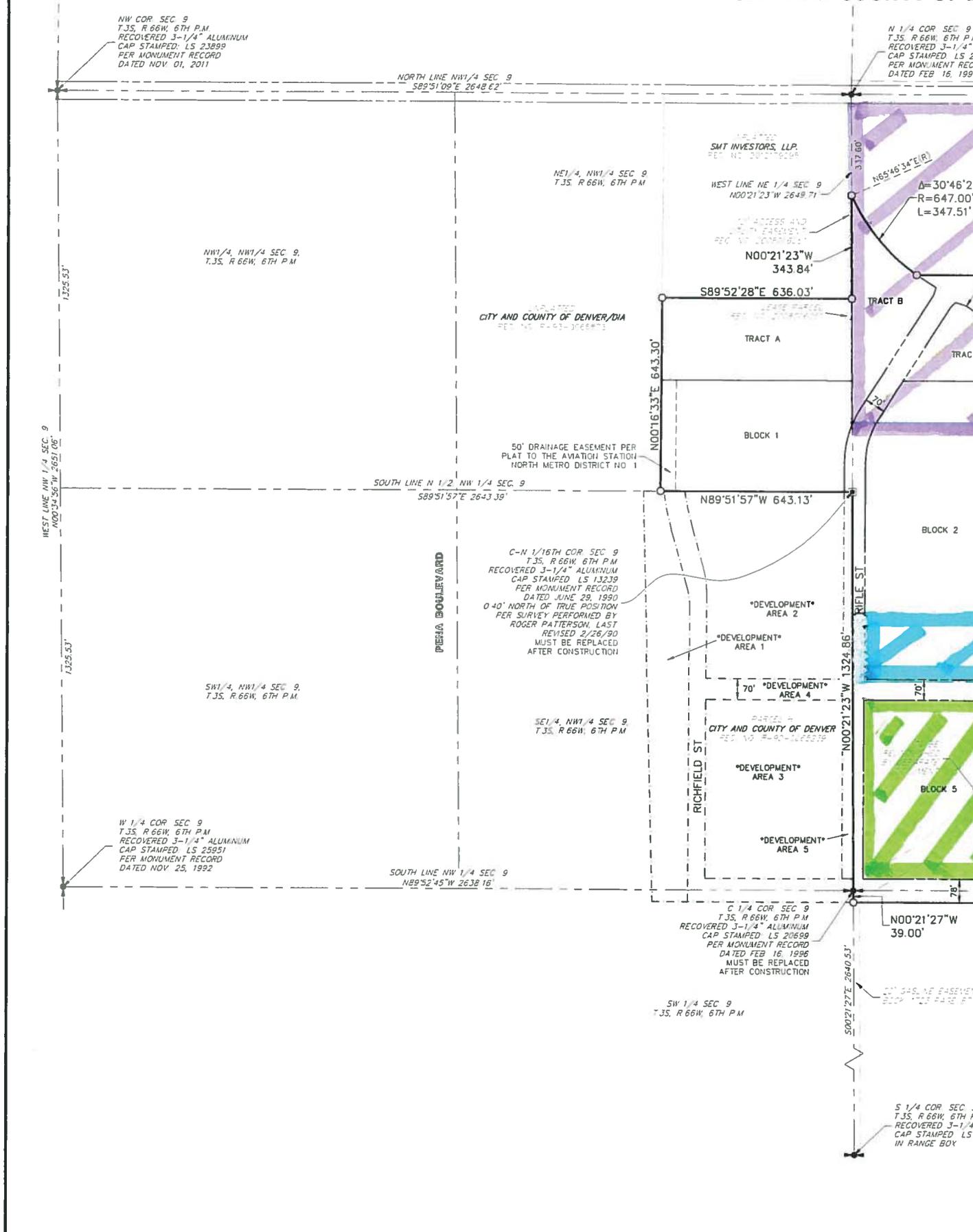
NOTE: NOTICES CONCERNING AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 5 RECORDED JANUARY 24, 2014 UNDER RECEPTION NO. 2014008290 AND RECORDED DECEMBER 15, 2014 UNDER RECEPTION NO. 2014152699.
31. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 6, AS EVIDENCED BY INSTRUMENT RECORDED MAY 29, 2013, UNDER RECEPTION NO. 2013077000.

NOTE: NOTICES CONCERNING AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 6 RECORDED JANUARY 24, 2014 UNDER RECEPTION NO. 2014008291 AND RECORDED DECEMBER 15, 2014 UNDER RECEPTION NO. 2014152700.

32. TERMS, CONDITIONS, PROVISIONS, BURDENS AND OBLIGATIONS AS SET FORTH IN 61ST AND PENA STATION GENERAL DEVELOPMENT PLAN RECORDED JULY 08, 2014 UNDER RECEPTION NO. 2014080968.
33. MORTGAGE GRANTED BY PENA STATION DEVELOPMENT CORPORATION TO DIBC RETAIL, LLC, DATED May 21, 2015, AND RECORDED May 22, 2015 UNDER RECEPTION NO. 2015066247.
34. MORTGAGE GRANTED BY PENA STATION DEVELOPMENT CORPORATION TO DIBC RESIDENTIAL, LLC, DATED May 21, 2015, AND RECORDED May 22, 2015 UNDER RECEPTION NO. 2015066248.

PEÑA STATION

PART OF THE EAST HALF AND THE NORTHWEST QUARTER OF SECTION 9 CITY AND COUNTY OF DENVER





PENA STATION FILING NO. 1-SMX 8A

PROPERTY DESCRIPTION

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST, OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE SOUTH LINE OF THE NORTHEAST ONE- QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN MONUMENTED BY A 3-1/4" ALUMINUM CAP STAMPED "LS 20699" AT THE CENTER ONE-QUARTER CORNER AND A 3" BRASS CAP STAMPED "LS 15244" IN A RANGE BOX AT THE EAST ONE-QUARTER CORNER. BEING ASSUMED TO BEAR S89°52'28"E A DISTANCE OF 2640.35 FEET.

COMMENCING AT THE EAST ONE-QUARTER CORNER OF SAID SECTION 9;

THENCE ON THE EAST LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, N00°11'13"W A DISTANCE OF 50.88 FEET;

THENCE DEPARTING SAID EAST LINE S89°48'47"W A DISTANCE OF 70.00 FEET, TO THE **POINT OF BEGINNING**;

THENCE THE FOLLOWING SEVENTEEN (17) COURSES:

1. S66°14'49"W A DISTANCE OF 25.94 FEET;
2. ON A LINE BEING 40.00 FEET NORTHERLY AND PARALLEL WITH THE SOUTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, N89°52'28"W A DISTANCE OF 217.67 FEET;
3. S89°35'11"W A DISTANCE OF 106.25 FEET;
4. ON A LINE BEING 39.00 FEET NORTHERLY AND PARALLEL WITH SAID SOUTH LINE, N89°52'28"W A DISTANCE OF 871.58 FEET;
5. N00°07'32"E A DISTANCE OF 88.65 FEET, TO A POINT OF CURVE;
6. ON THE ARC OF A NON-TANGENT CURVE TO THE LEFT WHOSE CENTER BEARS N84°21'03"W, HAVING A RADIUS OF 2053.50 FEET, A CENTRAL ANGLE OF 10°49'38" AND AN ARC LENGTH OF 388.05 FEET, TO A POINT OF NON-TANGENT;
7. N00°07'32"E A DISTANCE OF 116.38 FEET;
8. N12°50'25"W A DISTANCE OF 71.83 FEET;
9. N89°52'28"W A DISTANCE OF 1303.28 FEET;
10. N00°07'32"E A DISTANCE OF 255.00 FEET;
11. S89°52'28"E A DISTANCE OF 531.83 FEET;
12. N00°07'32"E A DISTANCE OF 260.30 FEET;
13. S89°52'28"E A DISTANCE OF 580.22 FEET;
14. S30°13'47"E A DISTANCE OF 29.20 FEET, TO A POINT OF CURVE;

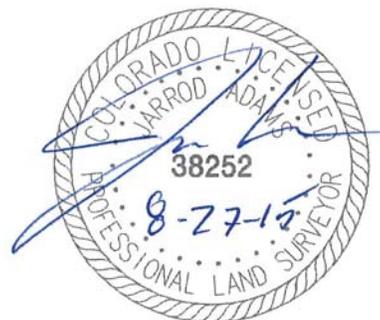
15. ON THE ARC OF A TANGENT CURVE TO THE RIGHT, HAVING A RADIUS OF 1030.00 FEET, A CENTRAL ANGLE OF 06°54'13" AND AN ARC LENGTH OF 124.10 FEET, TO A POINT OF NON-TANGENT;
16. S89°52'28"E A DISTANCE OF 1349.32 FEET, TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF TOWER ROAD;
17. ON SAID WESTERLY RIGHT-OF-WAY LINE, SAID LINE BEING 70.00 FEET WESTERLY AND PARALLEL WITH THE EAST LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, S00°11'13"E A DISTANCE OF 1030.52 FEET TO THE **POINT OF BEGINNING**.

CONTAINING A CALCULATED AREA OF 1,782,657 SQUARE FEET OR 40.9242 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC



8/27/2015

2015I-00101

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SHEET 2 OF 3

January 19, 2016 Fees waived per 12.3.3.4

EXHIBIT

E. LINE NE1/4 SEC. 9
T.3S, R.66W, 6TH P.M.
S00°11'13"E 2648.91'

TOWER ROAD

S00°11'13"E 1030.52'

S89°48'47"W
70.00'

N00°11'13"W
50.88'

POINT OF BEGINNING

S66°14'49"W
25.94'

N89°52'28"W
217.67'

S89°35'11"W
106.25'

N89°52'28"W
871.58'

N00°07'32"E
116.38'

N00°07'32"E
88.65'

N12°50'25"W
71.83'

Δ=10°49'38"
R=2053.50'
L=388.05'

N84°21'03"W(R)

S89°52'28"E
1349.32'

FUTURE
TELLURIDE WAY

Δ=6°54'13"
R=1030.00'
L=124.10'

S30°13'47"E

VENUE

AVENUE

POINT OF COMMENCEMENT
E 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3" BRASS CAP
IN RANGE BOX
STAMPED: LS 15244
PER MON. REC. RECORDED
JULY 19, 2000

SE 1/4 SEC. 9,
T.3S, R.66W, 6TH P.M.

40.35'
SEC. 9
P.M.
INGS

29.20'

S89°52'28"E
580.22'

260.30'

N00°07'32"E

S89°52'28"E
531.83'

1303.28'
N89°52'28"W

255.00'

N00°07'32"E

N00°21'23"W 2649.71'
W. LINE NE1/4 SEC. 9
T.3S, R.66W, 6TH P.M.

FUTURE 61ST A

NE 1/4 SEC.
T.3S, R.66W, 6TH

FUTURE 60TH 7
S89°52'28"E 260.30'
S. LINE NE1/4 SEC. 9
T.3S, R.66W, 6TH P.M.
BASIS OF BEAR

FUTURE SALIDA STREET



FUTURE RIFLE STREET



ORIGINAL SCALE: 1" = 200'

C 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
STAMPED: LS 20699
PER MON. REC. RECORDED
FEB. 16, 1996

NOTE: THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED PROPERTY DESCRIPTION.

PENA STATION FILING NO. 1-SMX 8A
PENA STATION
PROJECT NO.: 15500.01
DATE: 08/26/15

SHEET: 3 OF 3

 **J-R ENGINEERING**
A Westrian Company

Centennial 303-740-9393 • Colorado Springs 719-593-2593
Fort Collins 970-491-9888 • www.jrengineering.com



PENA STATION FILING NO. 1-SMX 8

PROPERTY DESCRIPTION

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST, OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE NORTH LINE OF THE NORTHEAST ONE- QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN MONUMENTED BY A 3-1/4" ALUMINUM CAP STAMPED "LS 20699" AT THE NORTH ONE-QUARTER CORNER AND A 3-1/4" ALUMINUM CAP STAMPED "LS 27278" IN A RANGE BOX AT THE NORTHEAST ONE-QUARTER CORNER. BEING ASSUMED TO BEAR S89°51'30"E A DISTANCE OF 2648.19 FEET.

COMMENCING AT THE NORTH ONE-QUARTER CORNER OF SAID SECTION 9;

THENCE ON THE WEST LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, S00°21'23"E A DISTANCE OF 30.00 FEET, TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF 64TH AVENUE, SAID POINT BEING THE **POINT OF BEGINNING**;

THENCE ON SAID SOUTHERLY RIGHT-OF WAY LINE S89°51'30"E A DISTANCE OF 1795.34 FEET;

THENCE DEPARTING SAID RIGHT-OF-WAY LINE THE FOLLOWING FIVE (5) COURSES:

- THENCE DEPARTING SAID RIGHT-OF-WAY LINE THE FOLLOWING SEVEN (7) COURSES:
1. S00°11'13"E A DISTANCE OF 571.12 FEET;
 2. N89°52'28"W A DISTANCE OF 502.25 FEET;
 3. S00°11'13"E A DISTANCE OF 264.75 FEET, TO A POINT OF CURVE;
 4. ON THE ARC OF A TANGENT CURVE TO THE LEFT, HAVING A RADIUS OF 505.00 FEET, A CENTRAL ANGLE OF 89°41'15" AND AN ARC LENGTH OF 790.50 FEET, TO A POINT OF TANGENT;
 5. S89°52'28"E A DISTANCE OF 782.77 FEET, TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF TOWER ROAD;

THENCE ON SAID WESTERLY RIGHT-OF-WAY LINE S00°11'13"E A DISTANCE OF 200.01 FEET;

THENCE DEPARTING SAID RIGHT-OF-WAY LINE THE FOLLOWING SEVEN (7) COURSES:

1. N89°52'28"W A DISTANCE OF 1349.32 FEET, TO A POINT OF CURVE;
2. ON THE ARC OF A NON-TANGENT CURVE TO THE LEFT WHOSE CENTER BEARS S66°40'26"W, HAVING A RADIUS OF 1030.00 FEET, A CENTRAL ANGLE OF 06°54'13" AND AN ARC LENGTH OF 124.10 FEET, TO A POINT OF TANGENT;
3. N30°13'47"W A DISTANCE OF 27.38 FEET;
4. N89°43'11"W A DISTANCE OF 651.15 FEET;
5. N00°07'32"E A DISTANCE OF 162.55 FEET, TO A POINT OF CURVE;
6. ON THE ARC OF A TANGENT CURVE TO THE RIGHT, HAVING A RADIUS OF 285.00 FEET, A CENTRAL ANGLE OF 29°32'12" AND AN ARC LENGTH OF 146.92 FEET, TO A POINT OF NON-TANGENT;

7. N89°52'28"W A DISTANCE OF 543.86 FEET, TO A POINT ON THE WEST LINE OF THE
NORTHEAST ¼ OF SAID SECTION 9;

THENCE ON SAID WEST LINE, N00°21'23"W A DISTANCE OF 1099.62 FEET, TO **THE POINT OF
BEGINNING.**

CONTAINING A CALCULATED AREA OF 2,267,429 SQUARE FEET OR 52.0530 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO
HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE
PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE,
INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC



11/3/2015

2015I-00101

X:\1550000.al\1550001\Word\Legals\1550001LX-SMX8.doc

SHEET 2 OF 3

January 19, 2016 Fees waived per 12.3.3.4

EXHIBIT

E. LINE NE1/4 SEC. 9
T.3S, R.66W, 6TH P.M.
S00°11'13"E 2648.91'

TOWER ROAD

S00°11'13"E

200.01'

POINT OF COMMENCEMENT
NE COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
IN RANGE BOX
STAMPED: LS 27278
PER MON. REC. RECORDED
SEPT. 30, 2002

64TH AVENUE

E. 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3" BRASS CAP
IN RANGE BOX
STAMPED: LS 15244
PER MON. REC. RECORDED
JULY 19, 2000

SE 1/4 SEC. 4,
S, R.66W, 6TH P.M.

US OF BEARINGS
NE NE1/4 SEC. 9
R.66W, 6TH P.M.
S00°11'30"E 2648.19'

S00°11'13"E 571.12'

502.25'

N89°52'28"W

S00°11'13"E

264.75'

$\Delta=89^{\circ}4'15''$

R=505.00' L=790.50'

S66°40'26" (M/R)

S89°52'28"E 782.77'

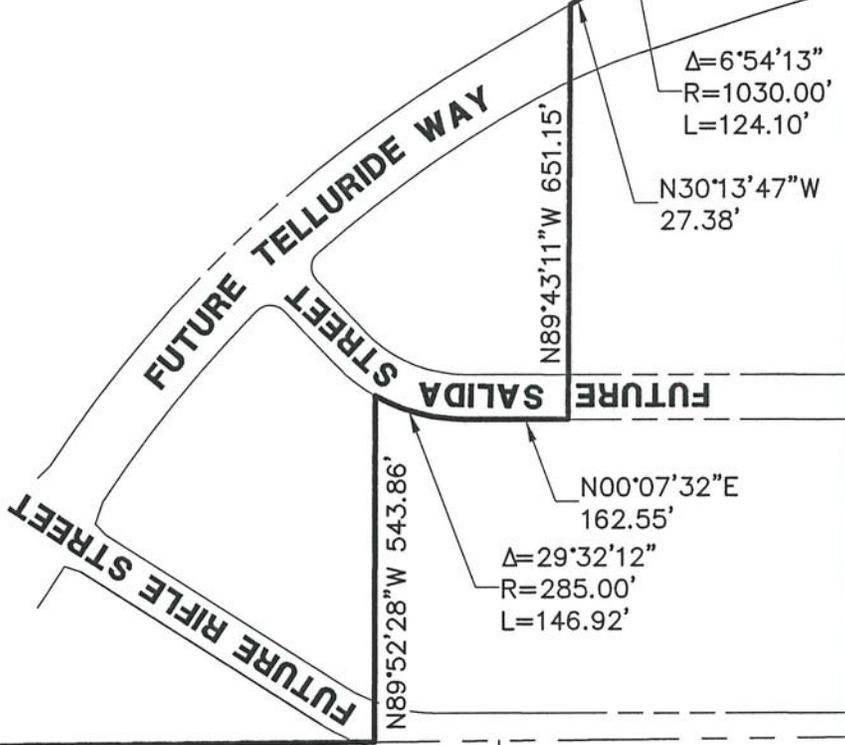
N89°52'28"W 1349.32'

POINT OF COMMENCEMENT
 N 1/4 COR. SEC. 9
 T.3S, R.66W, 6TH P.M.
 RECOVERED 3-1/4" ALUM. CAP
 STAMPED: LS 20699
 PER MON. REC. RECORDED
 FEB. 16, 1996

S89°51'30"E 1795.34'

POINT OF BEGINNING

NE 1/4 SEC. 9,
 T.3S, R.66W, 6TH P.M.



N00°21'23"W 1099.62'
 W. LINE NE1/4 SEC. 9
 T.3S, R.66W, 6TH P.M.

S00°21'23"E
 30.00'



NOTE: THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED PROPERTY DESCRIPTION.

PENA STATION FILING NO. 1-SMX 8
 PENNA STATION
 PROJECT NO.: 15500.01
 DATE: 11/03/15

SHEET: 3 OF 3



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PENA STATION FILING NO. 1-SMX 12

PROPERTY DESCRIPTION

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST, OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE NORTH LINE OF THE NORTHEAST ONE- QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN MONUMENTED BY A 3-1/4" ALUMINUM CAP STAMPED "LS 20699" AT THE NORTH ONE-QUARTER CORNER AND A 3-1/4" ALUMINUM CAP STAMPED "LS 27278" IN A RANGE BOX AT THE NORTHEAST ONE-QUARTER CORNER. BEING ASSUMED TO BEAR S89°51'30"E A DISTANCE OF 2648.19 FEET.

COMMENCING AT THE NORTHEAST ONE-QUARTER CORNER OF SAID SECTION 9;

THENCE ON THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, N89°51'30"W A DISTANCE OF 849.32 FEET;

THENCE DEPARTING SAID NORTH LINE S00°08'30"W A DISTANCE OF 601.11 FEET, TO THE **POINT OF BEGINNING**;

THENCE THE FOLLOWING FOUR (4) COURSES:

1. S00°11'13"E A DISTANCE OF 767.00 FEET, TO A POINT OF CURVE;
2. ON THE ARC OF A NON-TANGENT CURVE TO THE RIGHT WHOSE CENTER BEARS N00°07'32"E, HAVING A RADIUS OF 505.00 FEET, A CENTRAL ANGLE OF 89°41'15" AND AN ARC LENGTH OF 790.50 FEET, TO A POINT OF TANGENT;
3. N00°11'13"W A DISTANCE OF 264.75 FEET;
4. S89°52'28"E A DISTANCE OF 502.25 FEET, TO THE **POINT OF BEGINNING**.

CONTAINING A CALCULATED AREA OF 331,186 SQUARE FEET OR 7.6030 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC



EXHIBIT

N 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
STAMPED: LS 20699
PER MON. REC. RECORDED
FEB. 16, 1996

POINT OF COMMENCEMENT
NE COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
IN RANGE BOX
STAMPED: LS 27278
PER MON. REC. RECORDED
SEPT. 30, 2002

BASIS OF BEARINGS
N. LINE NE1/4 SEC. 9
T.3S, R.66W, 6TH P.M.
S89°51'30"E 2648.19'

NE 1/4 SEC. 9,
T.3S, R.66W, 6TH P.M.

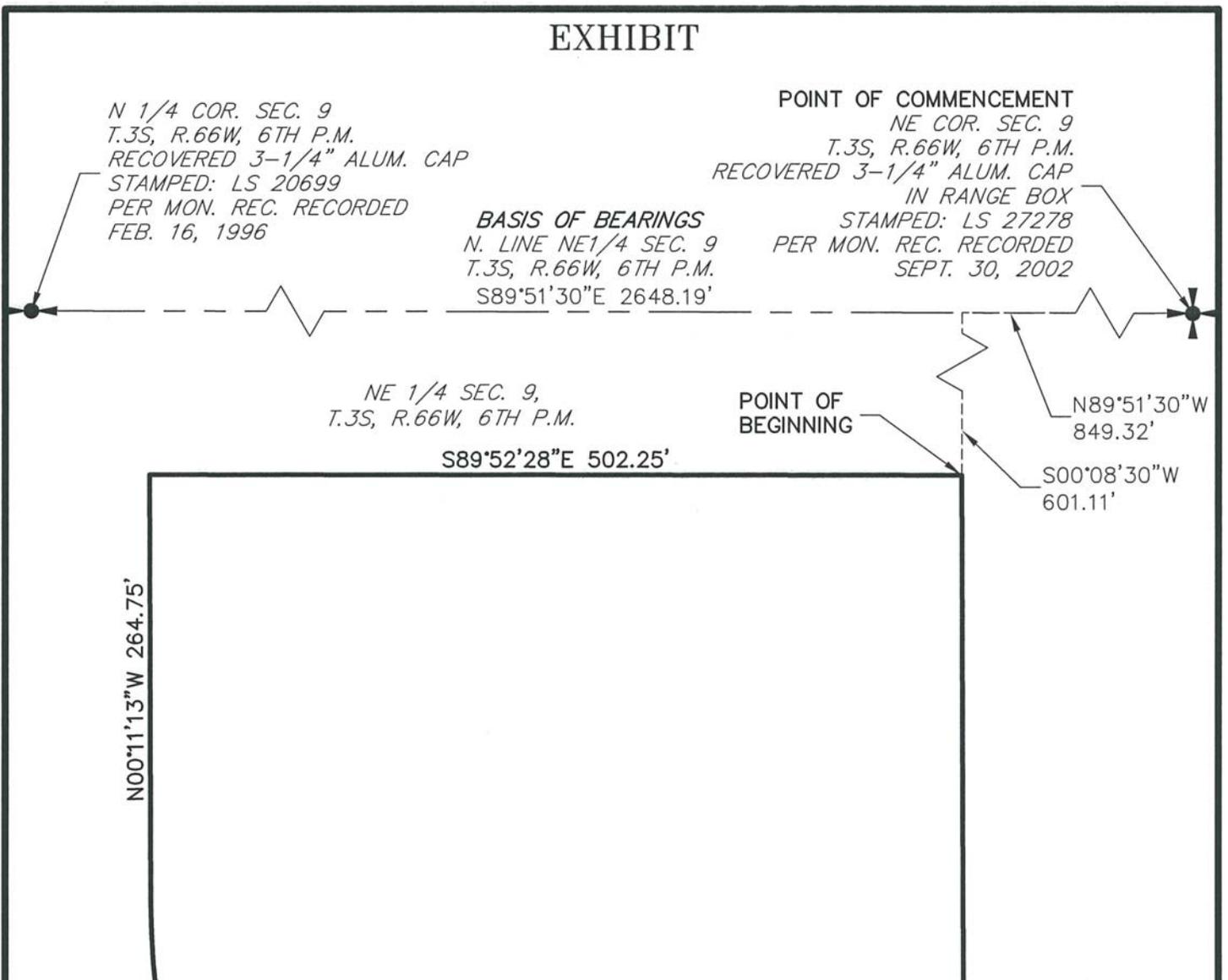
S89°52'28"E 502.25'

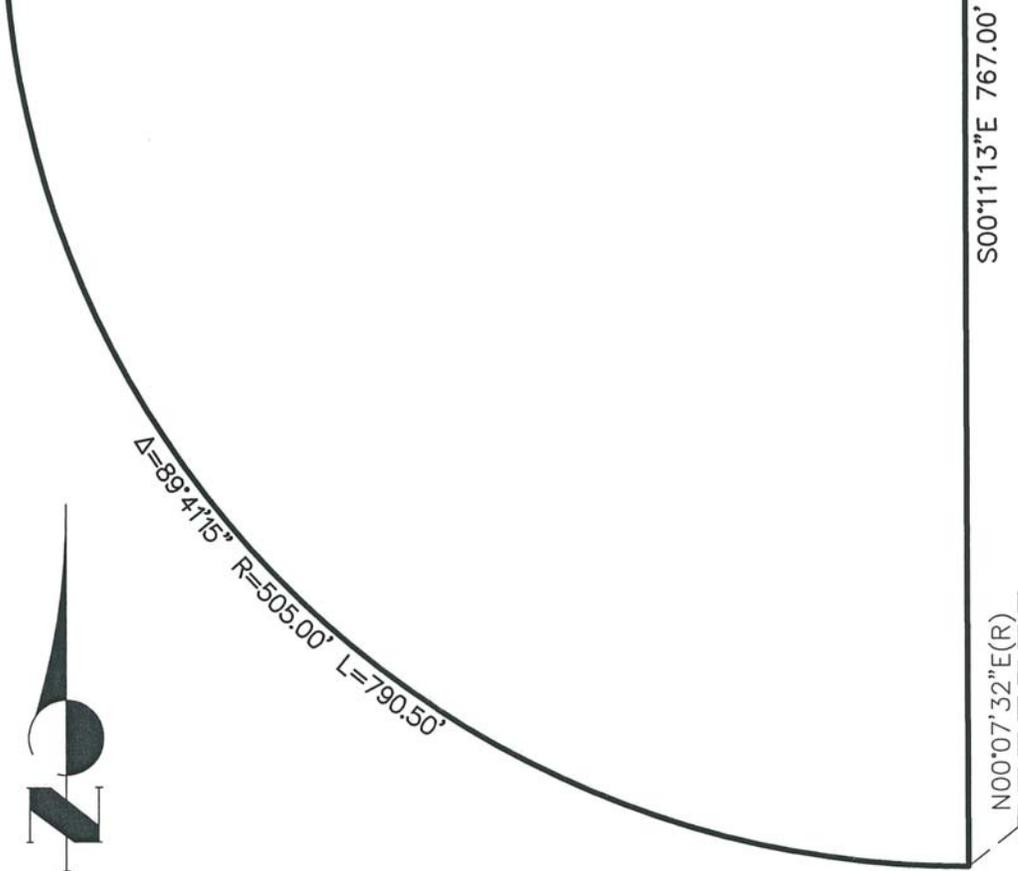
POINT OF
BEGINNING

N89°51'30"W
849.32'

S00°08'30"W
601.11'

N00°11'13"W 264.75'





S00°11'13"E 767.00'

N00°07'32"E(R)

$\Delta=89^{\circ}41'15''$ R=505.00' L=790.50'



ORIGINAL SCALE: 1" = 100'

NOTE: THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED PROPERTY DESCRIPTION.

PENA STATION FILING NO. 1-SMX 12
 PENA STATION
 PROJECT NO.: 15500.01
 DATE: 08/31/15

SHEET: 2 OF 2



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PENA STATION FILING NO. 1-CMX 8

PROPERTY DESCRIPTION

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST, OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE SOUTH LINE OF THE NORTHEAST ONE- QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN MONUMENTED BY A 3-1/4" ALUMINUM CAP STAMPED "LS 20699" AT THE CENTER ONE-QUARTER CORNER AND A 3" BRASS CAP STAMPED "LS 15244" IN A RANGE BOX AT THE EAST ONE-QUARTER CORNER. BEING ASSUMED TO BEAR S89°52'28"E A DISTANCE OF 2640.35 FEET.

COMMENCING AT THE CENTER ONE-QUARTER CORNER OF SAID SECTION 9;

THENCE ON THE SOUTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, S89°52'28"E A DISTANCE OF 32.20 FEET;

THENCE DEPARTING SAID SOUTH LINE N00°07'32"E A DISTANCE OF 39.00 FEET, TO THE **POINT OF BEGINNING**;

THENCE THE FOLLOWING FOUR (4) COURSES:

1. N00°07'32"E A DISTANCE OF 592.50 FEET;
2. S89°52'28"E A DISTANCE OF 461.83 FEET;
3. S00°07'32"W A DISTANCE OF 592.50 FEET;
4. ON A LINE BEING 39.00 FEET NORTHERLY AND PARALLEL WITH THE SOUTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, N89°52'28"W A DISTANCE OF 461.83 FEET, TO THE **POINT OF BEGINNING**.

CONTAINING A CALCULATED AREA OF 273,636 SQUARE FEET OR 6.2818 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC



EXHIBIT

FUTURE 61ST AVENUE

S89°52'28"E 461.83'

FUTURE RIFLE STREET

N00°07'32"E 592.50'

NE 1/4 SEC. 9
R. 66W, 6TH P.M.
'23"W 592.52'

NE 1/4 SEC. 9,
T.3S, R.66W, 6TH P.M.

S00°07'32"W 592.50'

FUTURE SALIDA STREET

W. LINE
T.3S, R.66W
N00°21'

POINT OF BEGINNING

461.83'

FUTURE 60TH AVENUE

N00°07'32"E
39.00'

S89°52'28"E
32.20'

S89°52'28"E 2640.35'
S. LINE NE1/4 SEC. 9
T.3S, R.66W, 6TH P.M.
BASIS OF BEARINGS

POINT OF COMMENCEMENT
C 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
STAMPED: LS 20699
PER MON. REC. RECORDED
FEB. 16, 1996

E 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3" BRASS CAP
IN RANGE BOX
STAMPED: LS 15244
PER MON. REC. RECORDED
JULY 19, 2000

SE 1/4 SEC. 9,
T.3S, R.66W, 6TH P.M.



ORIGINAL SCALE: 1" = 100'

NOTE: THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED PROPERTY DESCRIPTION.

PENA STATION FILING NO. 1-CMX 8
PENA STATION
PROJECT NO.: 15500.01
DATE: 08/27/15

SHEET: 2 OF 2



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A Westrian Company

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PENA STATION FILING NO. 1-CMX 12

PROPERTY DESCRIPTION

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST, OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE SOUTH LINE OF THE NORTHEAST ONE- QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN MONUMENTED BY A 3-1/4" ALUMINUM CAP STAMPED "LS 20699" AT THE CENTER ONE-QUARTER CORNER AND A 3" BRASS CAP STAMPED "LS 15244" IN A RANGE BOX AT THE EAST ONE-QUARTER CORNER. BEING ASSUMED TO BEAR S89°52'28"E A DISTANCE OF 2640.35 FEET.

COMMENCING AT THE CENTER ONE-QUARTER CORNER OF SAID SECTION 9;

THENCE ON THE SOUTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, S89°52'28"E A DISTANCE OF 564.03 FEET;

THENCE DEPARTING SAID SOUTH LINE N00°07'32"E A DISTANCE OF 39.00 FEET, TO THE **POINT OF BEGINNING**;

THENCE THE FOLLOWING SIX (6) COURSES:

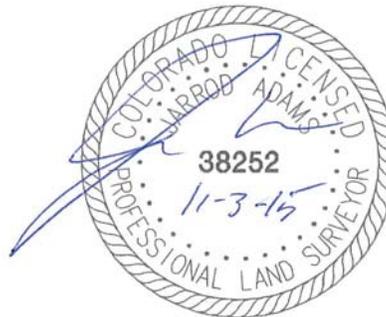
1. N00°07'32"E A DISTANCE OF 592.50 FEET;
2. S89°52'28"E A DISTANCE OF 626.69 FEET;
3. S11°28'31"E A DISTANCE OF 131.55 FEET, TO A POINT OF CURVE;
4. ON THE ARC OF A NON-TANGENT CURVE TO THE RIGHT WHOSE CENTER BEARS S84°49'19"W, HAVING A RADIUS OF 1918.50 FEET, A CENTRAL ANGLE OF 10°49'38" AND AN ARC LENGTH OF 362.54 FEET, TO A POINT OF NON-TANGENT;
5. S12°39'46"W A DISTANCE OF 104.13 FEET;
6. ON A LINE BEING 39.00 FEET NORTHERLY AND PARALLEL WITH THE SOUTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, N89°52'28"W A DISTANCE OF 629.85 FEET, TO THE **POINT OF BEGINNING**.

CONTAINING A CALCULATED AREA OF 386,005 SQUARE FEET OR 8.8615 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC



7200 S. Alton Way, Suite C400, Centennial, CO 80112
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11/3/2015

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SHEET 1 OF 2

2015I-00101

January 19, 2016 Fees waived per 12.3.3.4

EXHIBIT

FUTURE 61ST AVENUE

S89°52'28"E 626.69'

FUTURE SALIDA STREET

N00°07'32"E 592.50'

S11°28'31"E
131.55'

S84°49'19"W(R)

NE 1/4 SEC. 9,
T.3S, R.66W, 6TH P.M.

Δ=10°49'38" R=1918.50' L=362.54'

FUTURE TELLURIDE WAY

POINT OF BEGINNING

629.85'

104.13'
S12°39'46"W

FUTURE 60TH AVENUE

N00°07'32"E
39.00'

S89°52'28"E
564.03'

S89°52'28"E 2640.35'
S. LINE NE1/4 SEC. 9
T.3S, R.66W, 6TH P.M.
BASIS OF BEARINGS

E 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3" BRASS CAP
IN RANGE BOX
STAMPED: LS 15244
PER MON. REC. RECORDED
JULY 19, 2000

POINT OF COMMENCEMENT
C 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
STAMPED: LS 20699
PER MON. REC. RECORDED
FEB. 16, 1996

SE 1/4 SEC. 9,
T.3S, R.66W, 6TH P.M.



100 50 0 100

ORIGINAL SCALE: 1" = 100'

NOTE: THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED PROPERTY DESCRIPTION.

PENA STATION FILING NO. 1-CMX 12
PENA STATION
PROJECT NO.: 15500.01
DATE: 11/03/15

SHEET: 2 OF 2



J-R ENGINEERING

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PENA STATION FILING NO. 1-S-CC-5

PROPERTY DESCRIPTION

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST, OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE NORTH LINE OF THE NORTHEAST ONE- QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN MONUMENTED BY A 3-1/4" ALUMINUM CAP STAMPED "LS 20699" AT THE NORTH ONE-QUARTER CORNER AND A 3-1/4" ALUMINUM CAP STAMPED "LS 27278" IN A RANGE BOX AT THE NORTHEAST ONE-QUARTER CORNER. BEING ASSUMED TO BEAR S89°51'30"E A DISTANCE OF 2648.19 FEET.

COMMENCING AT THE NORTHEAST ONE-QUARTER CORNER OF SAID SECTION 9;

THENCE ON THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 9, N89°51'30"W A DISTANCE OF 144.63 FEET;

THENCE DEPARTING SAID NORTH LINE S00°08'30"W A DISTANCE OF 65.00 FEET, TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF TOWER ROAD, SAID POINT BEING THE **POINT OF BEGINNING**;

THENCE ON SAID WESTERLY RIGHT-OF-WAY LINE THE FOLLOWING FOUR (4) COURSES:

1. S00°11'13"E A DISTANCE OF 1.00 FEET;

2. S53°20'28"E A DISTANCE OF 48.74 FEET;

2. S55°20'28"E A DISTANCE OF 48.74 FEET;
3. S89°51'30"E A DISTANCE OF 36.00 FEET;
4. S00°11'13"E A DISTANCE OF 1272.90 FEET;

THENCE DEPARTING SAID RIGHT-OF-WAY LINE THE FOLLOWING TWO (2) COURSES:

1. N89°52'28"W A DISTANCE OF 782.77 FEET;
2. N00°11'13"W A DISTANCE OF 1338.12 FEET, TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF 64TH AVENUE;

THENCE ON SAID SOUTHERLY RIGHT-OF-WAY LINE THE FOLLOWING THREE (3) COURSES:

1. S89°51'30"E A DISTANCE OF 252.84 FEET;
2. S00°08'30"W A DISTANCE OF 35.00 FEET;
3. S89°51'30"E A DISTANCE OF 455.13 FEET, TO THE **POINT OF BEGINNING**.

CONTAINING A CALCULATED AREA OF 1,027,096 SQUARE FEET OR 23.5789 ACRES.

PROPERTY DESCRIPTION STATEMENT

I, JARROD ADAMS, A PROFESSIONAL LAND SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE PROPERTY DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE, AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF, ARE CORRECT.

JARROD ADAMS, PROFESSIONAL LAND SURVEYOR
COLORADO NO. 38252
FOR AND ON BEHALF OF JR ENGINEERING, LLC



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8/31/2015

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SHEET 1 OF 2

2015I-00101

January 19, 2016 Fees waived per 12.3.3.4

EXHIBIT

N 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
STAMPED: LS 20699
PER MON. REC. RECORDED
FEB. 16, 1996

POINT OF COMMENCEMENT
NE COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3-1/4" ALUM. CAP
IN RANGE BOX
STAMPED: LS 27278
PER MON. REC. RECORDED
SEPT. 30, 2002

SE 1/4 SEC. 4,
T.3S, R.66W, 6TH P.M.

BASIS OF BEARINGS
N. LINE NE 1/4 SEC. 9
T.3S, R.66W, 6TH P.M.
S89°51'30"E 2648.19'

N89°51'30"W
144.63'

S00°08'30"W
65.00'

64TH AVENUE

S89°51'30"E

S89°51'30"E 455.13'

252.84'

POINT OF BEGINNING

S00°08'30"W
35.00'

S00°11'13"E
1.00'

S53°20'28"E
48.74'

S89°51'30"E
36.00'

NE 1/4 SEC. 9,
T.3S, R.66W, 6TH P.M.

338.12'

272.90'

ROAD

648.91'
SEC. 9
TH P.M.

N00°11'13"W 1

S00°11'13"E 1

TOWER R
S00°11'13"E 2
E. LINE NE1/4
T.3S, R.66W, 6

N89°52'28"W 782.77'

E 1/4 COR. SEC. 9
T.3S, R.66W, 6TH P.M.
RECOVERED 3" BRASS CAP
IN RANGE BOX
STAMPED: LS 15244
PER MON. REC. RECORDED
JULY 19, 2000



ORIGINAL SCALE: 1" = 200'

NOTE: THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED PROPERTY DESCRIPTION.

PENA STATION FILING NO. 1-S-CC-5
PENA STATION
PROJECT NO.: 15500.01
DATE: 08/31/15

SHEET: 2 OF 2



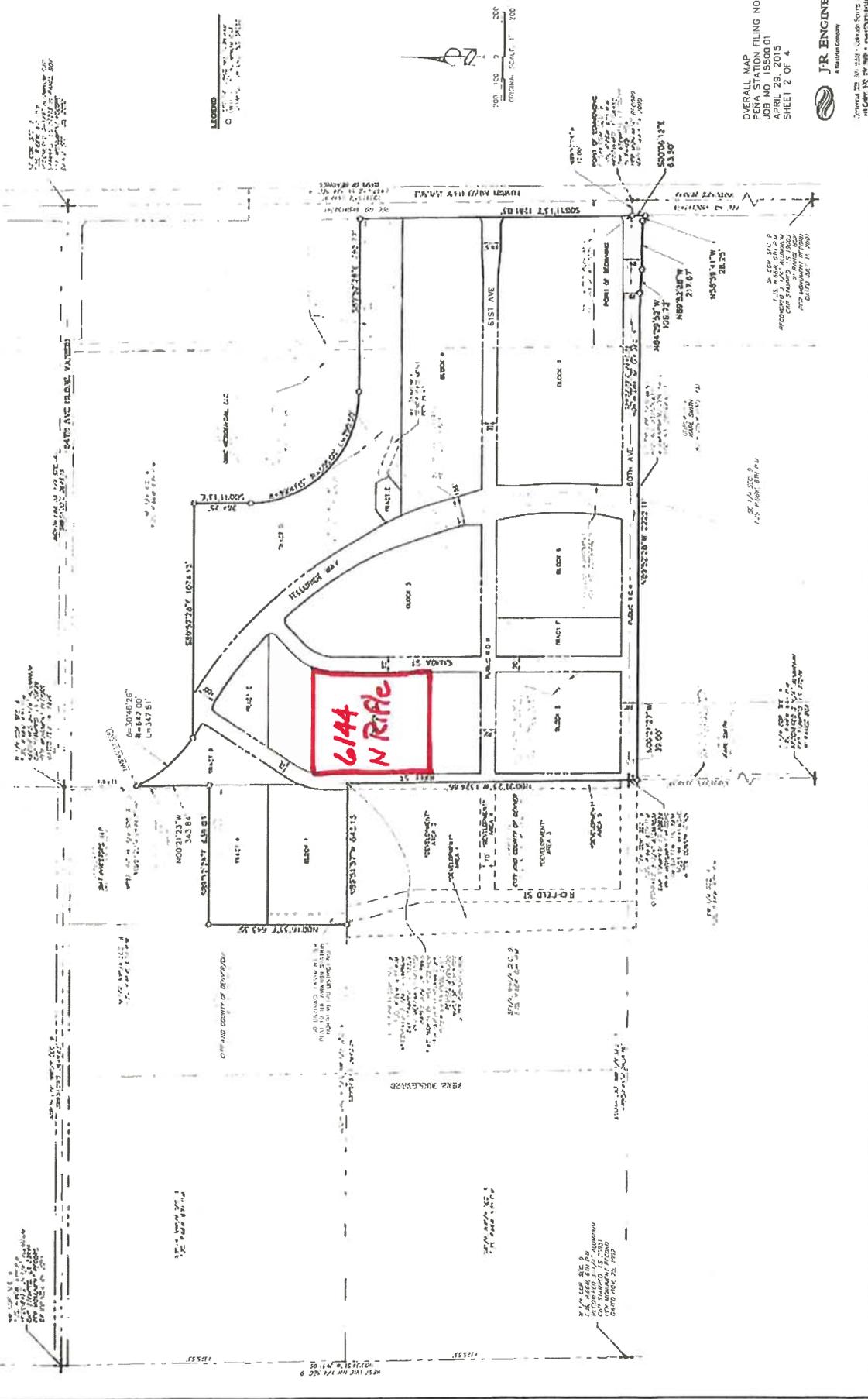
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PENA STATION FILING NO. 1

PART OF THE EAST HALF AND THE NORTHWEST QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO



OVERALL MAP FOR PENASTATION FILING NO. 1 FOR PENASTATION 01 APRIL 29, 2015 SHEET 2 OF 4



Denver, CO 80202
1400 S. University Blvd., Suite 200
Tel: 303.733.8888
www.jr-engineering.com

6144 N Rifle



S-MY-8



PEÑA STATION FILING NO. 1

PROPERTY DESCRIPTION

A PARCEL OF LAND BEING A PORTION OF BLOCK 2, PEÑA STATION FILING NO. 1, RECORDED IN THE RECORDS OF THE DENVER COUNTY CLERK AND RECORDER, SITUATED IN THE NORTHEAST ONE-QUARTER OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BASIS OF BEARINGS: THE WESTERLY LINE OF BLOCK 2, PEÑA STATION FILING NO. 1, RECORDED IN THE RECORDS OF THE DENVER COUNTY CLERK AND RECORDER, BEING ASSUMED TO BEAR N00°07'32"E.

COMMENCING AT THE SOUTHWESTERLY CORNER OF BLOCK 2, PEÑA STATION FILING NO. 1, RECORDED IN THE RECORDS OF THE DENVER COUNTY CLERK AND RECORDER;

THENCE ON THE WESTERLY LINE OF BLOCK 2, PEÑA STATION FILING NO. 1, N00°07'32"E A DISTANCE OF 255.00 FEET, TO THE **POINT OF BEGINNING**;

THENCE CONTINUING ON SAID WESTERLY LINE OF BLOCK 2, THE FOLLOWING TWO (2) COURSES:

1. N00°07'32"E A DISTANCE OF 466.53 FEET, TO A POINT OF CURVE;
2. ON THE ARC OF A TANGENT CURVE TO THE RIGHT, HAVING A RADIUS OF 265.00 FEET, A CENTRAL ANGLE OF 21°28'27" AND AN ARC LENGTH OF 99.32 FEET, TO A POINT OF NON-TANGENT;

THENCE DEPARTING SAID WESTERLY LINE, S89°52'28"E A DISTANCE OF 480.48 FEET, TO A POINT OF NON-TANGENT CURVE ON THE EASTERLY LINE OF SAID BLOCK 2;

THENCE ON SAID EASTERLY LINE, THE FOLLOWING TWO (2) COURSES:

1. ON THE ARC OF A NON-TANGENT CURVE TO THE LEFT WHOSE CENTER BEARS S60°20'16"E, HAVING A RADIUS OF 285.00 FEET, A CENTRAL ANGLE OF 29°32'12" AND AN ARC LENGTH OF 146.92 FEET, TO A POINT OF TANGENT;
2. S00°07'32"W A DISTANCE OF 423.04 FEET;

THENCE DEPARTING SAID EASTERLY LINE, N89°52'28"W A DISTANCE OF 461.83 FEET, TO THE **POINT OF BEGINNING**.

CONTAINING A CALCULATED AREA OF 261,361 SQUARE FEET OR 6.0000 ACRES.

S-MX-8

Community Planning and Development

Rezoning Map Application #2105I-00101 – 61st and Pena Boulevard

November 16, 2015

Current Zoning

Current zoning on the properties in this map application are pursuant to former Chapter 59 with waivers and conditions and new Denver Zoning Code UO-1 and AIO overlays are not applicable until underlying zoning is changed per 9.4.4.4 and 9.5.3.2

This is a proposed rezoning from the old chapter 59 code to the new Denver zone code. It will help City facilitate future zoning reviews under one code instead of two codes.

Review Criteria

Please provide an attachment describing relevant adopted plans and how the proposed map amendment is consistent with those plan recommendations.

Relevant Adopted Plans

Comprehensive Plan 2000

This map application is consistent with the comprehensive plan goals including:

- Managing growth and change through effective land use policies to sustain Denver's high quality of life
- Anticipating and meeting the expanding mobility needs of residents, businesses and visitors
- Expanding housing options for Denver's changing population
- Enhancing opportunities for people in need to work and participate fully in community life
- The 61st and Pena Station GDP conforms to several key Comprehensive Plan strategies such as:
 - Promote the development of sustainable communities
 - Promote transit-oriented development (TOD)
 - Provide safe and convenient pedestrian and bicycle facilities
 - Invest in public infrastructure and amenities strategically
 - Preserve, enhance and extend the pattern and character of the primary street system, including the prevailing grid, interconnected parkways, detached sidewalks and tree lawns
 - Integrate sufficient open space and recreational amenities
 - Support mixed-se
 - Identify and capitalize on opportunities to develop housing along transit lines

- Support a variety of housing opportunities for Denver's current and future workforce, including the expected future needs of the Aerotropolis

Blueprint Denver 2002: A Land Use and Transportation Plan

Located in an Area of Change, the new rail station under construction at 61st and Pena Boulevard has changed conditions surrounding this agricultural neighborhood. This map application is consistent with Blue Print Denver's goals and objectives including:

- Multimodal streets
- Pedestrian and transit supportive design
- Development of vacant and underused properties
- Street grid/connectivity
- Transit service and access
- Adequate parks and open space

61st and Pena Station Area Plan

This map application is consistent with the principles in the GDP and help to implement the Station Area Plan vision of:

1. **Transit Community** – lot and block prioritization near station
2. **Connected** – Multimodal connections, bicycle lane locations, and street grid considerations
3. **Vibrant** – Local and regional publicly accessible open space integrated into the development
4. **Catalyze** – Provides building height ranges, land use flexibility, and supports new mixed-use zoning

61st and Pena General Development Plan

This map application is consistent with the following **GDP Guiding Principles**

- Neighborhood links to the commuter rail station
- Organized around existing natural features
- Interconnected open space system
- Mix of land uses and priority to TOD location
- Alternatives for live , work and play
- Environmental protection though climate-adaptive landscaping, preservation of and enhancement of natural drainage ways
- Phase development over time to respond to the market

- Parking strategies for short-mid, and long term parking needs

Please provide an attachment describing the Justifying Circumstance

The land and its surroundings has changed or is changing to such a degree that it is in the public interest to encourage a redevelopment of the area of change to recognize the changed character of the area.

With the opening of the rail station platform at 61st and Pena Boulevard Station anticipated for April of 2016, the land and its surroundings have clearly changed in a most positive manner. With the development of this area conforming to the Comprehensive Plan, Blueprint Denver, 61st and Pena Station Area Plan and the 61st and Pena Station GDP, the only remaining element necessary to implement the vision for this area of change is to change the existing zoning so it is consistent with the vision for 61st and Pena Station Transit Oriented Development. By rezoning from the old Chapter 59 code to the new Denver Zone Code, the new zoning will facilitate the densities, the types and mixes of commercial, residential and retail uses, the build-to street frontages and all the sustainable elements necessary for a successful TOD community at Pena Station.

Provide an attachment describing how the above criterion is met.

The proposed official map amendment is consistent with the description of the applicable neighborhood context, and with the stated purpose and intent of the proposed zone district(s)

The proposed zone districts in this map amendment conform to the stated purpose and intent of the Station Area Plan and GDP (“Plans”) within the Pena Station development area conforming to the Plans’ zone district locations, densities, building heights, mix of uses, build-to’s, primary streets, transit connectivity, responsible phasing, pedestrian connectivity and sustainability components.

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BY AUTHORITY

ORDINANCE NO. *131*
SERIES OF 2000

COUNCIL BILL NO. *48*
COMMITTEE OF REFERENCE:
LAND USE

A BILL

FOR AN ORDINANCE RELATING TO ZONING, CHANGING THE ZONING CLASSIFICATION FOR A SPECIFICALLY DESCRIBED AREA, GENERALLY BOUNDED BY EAST 56TH AVENUE, YAMPA STREET, EAST 54TH AVENUE, WACO STREET, EAST 55TH AVENUE, URAVAN STREET, EAST 57TH AVENUE, WACO STREET, EAST 58TH AVENUE, YAMPA STREET, EAST 62ND AVENUE, WACO STREET, EAST 63RD AVENUE, PENA BOULEVARD, EAST 65TH AVENUE, WACO STREET, EAST 66TH AVENUE, YAMPA STREET, EAST 70TH AVENUE, WACO STREET, PENA BOULEVARD, YAMPA STREET, EAST 72ND AVENUE, ARGONNE STREET, PENA BOULEVARD, BISCAY STREET, EAST 69TH AVENUE, ARGONNE STREET, EAST 66TH AVENUE, BISCAY STREET, EAST 65TH AVENUE, DUNKIRK STREET, EAST 63RD AVENUE, BISCAY STREET, EAST 62ND AVENUE, ARGONNE STREET, EAST 58TH AVENUE, BISCAY STREET, EAST 57TH AVENUE, AND *SW* DUNKIRK STREET (GATEWAY AREA), RECITING CERTAIN WAIVERS PROPOSED BY THE OWNERS FOR THE ZONING CLASSIFICATION, RECITING CERTAIN REASONABLE CONDITIONS APPROVED BY THE OWNERS FOR THE ZONING CLASSIFICATION AND PROVIDING FOR A RECORDATION OF THIS ORDINANCE.

BE IT ENACTED BY THE COUNCIL OF THE CITY AND COUNTY OF DENVER:

Section 1. That upon consideration of a change in the zoning classification of the land area hereinafter described, Council finds:

1. That the land area hereinafter described is presently classified as part of the Gateway District;
2. That the owners propose that the land area hereinafter described be changed to C-MU-20 with reasonable waivers and with reasonable conditions they have approved;
3. That in its application the owners have represented that if the zoning classification is changed pursuant to their application, the owners will and hereby do:
 - (i) waive the right to use or occupy the land or to use, occupy, construct, erect, alter or maintain a structure north of East 62nd Avenue for the following uses enumerated in Section 59-430.03(1) of the Revised Municipal Code for the C-MU-20 zone district:
 - (a) Residential uses:
 1. Artist Studio;

2. Abbey, Convent, Monastery, Priory or other similar residence for clergy;
3. Fraternity or Sorority House;
4. Live/Work Residential;
5. Multiple Unit Dwelling;
6. Residence for Older Persons;
7. Rooming and/or Boarding House; and
8. Single Unit Dwelling.

(ii) waive the right to use or occupy the land or to use, occupy, construct, erect, alter or maintain a structure north of East 56th Avenue for a Single Unit Dwelling as enumerated in Section 59-430.03(1)(a)8. of the Revised Municipal Code for the C-MU-20 zone district;

(iii) waive the right to use or occupy the land or to use, occupy, construct, erect, alter or maintain the Parking of Vehicles as a permitted use as enumerated in Section 59-430.03(1)(c)41. of the Revised Municipal Code for the C-MU-20 zone district, unless such use is completely enclosed within a parking garage or parking structure.

4. That the owners approve and agree, as reasonable conditions to the requested change in zoning classifications related to the development, operation and maintenance of the land area hereinafter described:

(i) for zone lots located between East 56th Avenue and East 62nd Avenue, any portion of a structure occupied as an artist studio, abbey, convent, monastery, priory or other similar residence for clergy, fraternity or sorority house, live/work residential, multiple unit dwelling and/or rooming and/or boarding house shall comply with all construction standards relating to noise mitigations, said standards shall be promulgated by the Director of Planning as rules and regulations;

(ii) for zone lots located north of East 56th Avenue, prior to February 11, 2000, the owners shall execute, record and deliver to the Department of Zoning Administration a true copy of an Air Rights Covenant and Avigation Easement, in a form acceptable to the City Attorney, that shall run with the land whereby the owners and their successors and assigns waive any rights and causes of action they may have in the future against the City and County of Denver and others due to noise resulting from aircraft landing at, taking off from, or operating at Denver International Airport and grant an avigation easement.

Section 2. That the zoning classification of the land area in the City and County of Denver described as follows or included within the following boundaries shall be and hereby is changed from

1 Gateway to C-MU-20 with certain waivers which waivers are set forth in Subsection 3 of Section 1
2 hereof and with certain reasonable conditions approved by the owners which reasonable conditions
3 are set forth in Subsection 4 of Section 1 hereof:

PARCEL 1

A PART OF SECTIONS 3, 4, 9, 10, 15 AND 16, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF THE NORTHEAST QUARTER OF SECTION 16 BEING THE CENTERLINE INTERSECTION OF 52ND AVENUE AND TOWER ROAD;

THENCE S89°56'19"W, 659.33 FEET ALONG THE CENTERLINE OF 52ND AVENUE TO THE CENTERLINE OF YAMPA STREET;

THENCE N0°02'40"E, 1,330.06 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 54TH AVENUE;

THENCE S89°59'30"W, 658.21 FEET ALONG THE CENTERLINE OF 54TH AVENUE TO THE CENTERLINE OF WACO STREET;

THENCE N0°05'32"E, 665.33 FEET ALONG THE CENTERLINE OF WACO STREET TO THE CENTERLINE OF 55TH AVENUE;

THENCE N89°58'55"W, 657.65 FEET ALONG THE CENTERLINE OF 55TH AVENUE TO THE CENTERLINE OF URAVAN STREET;

THENCE N0°08'23"E, 665.64 FEET ALONG THE CENTERLINE OF URAVAN STREET TO THE CENTERLINE OF 56TH AVENUE;

THENCE N0°08'58"W, 659.48 FEET ALONG THE CENTERLINE OF URAVAN STREET TO THE CENTERLINE OF 57TH AVENUE;

THENCE S89°53'52"E, 657.85 FEET ALONG THE CENTERLINE OF 57TH AVENUE TO THE CENTERLINE OF WACO STREET;

THENCE N0°05'03"W, 658.82 FEET ALONG THE CENTERLINE OF WACO STREET TO THE CENTERLINE OF 58TH AVENUE;

THENCE S89°50'24"E, 658.61 FEET ALONG THE CENTERLINE OF 58TH AVENUE TO THE CENTERLINE OF YAMPA STREET;

THENCE N0°01'07"W, 1,316.31 FEET ALONG THE CENTERLINE OF YAMPA

STREET TO THE CENTERLINE OF 60TH AVENUE;

THENCE N0°05'00"W, 1,324.54 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 62ND AVENUE;

THENCE N89°43'04"W, 661.10 FEET ALONG THE CENTERLINE OF 62ND AVENUE TO THE CENTERLINE OF WACO STREET;

THENCE N0°07'32"W, 662.32 FEET ALONG THE CENTERLINE OF WACO STREET TO THE CENTERLINE OF 63RD AVENUE;

THENCE N89°42'50"W, 1,323.18 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF TELLURIDE STREET;

THENCE N89°50'45"W, 635.79 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE EASTERLY RIGHT-OF-WAY LINE OF PENA BOULEVARD;

THENCE N0°25'22"E, 661.53 FEET ALONG SAID RIGHT-OF-WAY TO THE CENTERLINE OF 64TH AVENUE;

THENCE S89°55'34"E 628.47 FEET ALONG THE CENTERLINE OF 64TH AVENUE TO THE CENTERLINE OF TELLURIDE STREET;

THENCE N0°52'21"E, 661.19 FEET ALONG THE CENTERLINE OF TELLURIDE STREET TO THE CENTERLINE OF 65TH AVENUE;

THENCE S89°44'13"E, 1,323.83 FEET ALONG THE CENTERLINE OF 65TH AVENUE TO THE CENTERLINE OF WACO STREET;

THENCE N0°50'36"E, 661.81 FEET ALONG THE CENTERLINE OF WACO STREET TO THE CENTERLINE OF 66TH AVENUE ;

THENCE S89°45'50"E, 673.30 FEET ALONG THE CENTERLINE OF 66TH AVENUE TO THE CENTERLINE OF YAMPA STREET;

THENCE ALONG THE CENTERLINE OF YAMPA STREET ALONG A NON-TANGENT CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 4°52'15", A RADIUS OF 3,200.00 FEET, A CHORD BEARING N1°36'25"W, 271.95 FEET, AN ARC LENGTH OF 272.03 TO A POINT OF TANGENT;

THENCE N0°49'42"E, 1,052.42 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 68TH AVENUE;

THENCE N0°49'45"E, 1,313.54 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 70TH AVENUE;

THENCE N89°56'30"W, 661.08 FEET ALONG THE CENTERLINE OF 70TH AVENUE TO THE CENTERLINE OF WACO STREET;

THENCE N0°50'39"E, 884.65 FEET ALONG THE CENTERLINE OF WACO STREET TO THE RIGHT-OF-WAY OF PENA BOULEVARD;

THENCE N56°30'00"E, 775.74 FEET ALONG SAID RIGHT-OF-WAY;

THENCE N89°56'04"E, 20.16 FEET ALONG SAID RIGHT-OF-WAY TO THE CENTERLINE OF YAMPA STREET;

THENCE S0°49'42"W, 656.77 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 71ST AVENUE;

THENCE N89°59'47"E, 660.91 FEET ALONG THE CENTERLINE OF 71ST AVENUE TO THE CENTERLINE OF TOWER ROAD;

THENCE N89°56'24"E, 661.17 FEET ALONG THE CENTERLINE OF 71ST AVENUE TO THE CENTERLINE OF ARGONNE STREET;

THENCE N0°46'21"E, 655.88 FEET ALONG THE CENTERLINE OF ARGONNE STREET TO THE SOUTH RIGHT-OF-WAY LINE OF PENA BOULEVARD;

THENCE S89°55'17"E, 490.00 FEET ALONG THE RIGHT-OF-WAY OF PENA BOULEVARD TO THE APPROXIMATE CENTERLINE OF WEST FORK SECOND CREEK;

THENCE ALONG THE APPROXIMATE CENTERLINE OF SAID WEST FORK SECOND CREEK, THE FOLLOWING FIVE (5) COURSES:

1. S04°11'07"W, 335.38 FEET;
2. S32°31'47"W, 380.00 FEET;
3. S6°40'01"E, 926.79 FEET;
4. S59°18'04"E, 313.69 FEET;
5. S00°43'55"W, 220.25 FEET TO THE CENTERLINE OF 69TH AVENUE;

THENCE S89°34'15"W, 662.17 FEET ALONG THE CENTERLINE OF 69TH AVENUE TO THE CENTERLINE OF ARGONNE STREET;

THENCE S0°46'21"W, 661.93 FEET ALONG THE CENTERLINE OF ARGONNE STREET TO THE CENTERLINE OF 68TH AVENUE;

THENCE S0°46'23"W, 1,324.17 FEET ALONG THE CENTERLINE OF ARGONNE STREET TO THE CENTERLINE OF 66TH AVENUE;

THENCE N89°28'03"E, 663.61 FEET ALONG THE CENTERLINE OF 66TH

AVENUE TO THE CENTERLINE OF BISCAY STREET;

THENCE $S0^{\circ}43'55''W$, 661.74 FEET ALONG THE CENTERLINE OF BISCAY STREET TO THE CENTERLINE OF 65TH AVENUE;

THENCE $N89^{\circ}26'19''E$, 1,328.18 FEET ALONG THE CENTERLINE OF 65TH AVENUE TO THE CENTERLINE OF DUNKIRK STREET;

THENCE $S0^{\circ}39'00''W$, 661.05 FEET ALONG THE CENTERLINE OF DUNKIRK STREET TO THE CENTERLINE OF 64TH AVENUE;

THENCE $S0^{\circ}05'36''W$, 662.94 FEET ALONG THE CENTERLINE OF DUNKIRK STREET TO THE CENTERLINE OF 63RD AVENUE;

THENCE $S89^{\circ}25'28''W$, 1,328.36 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF BISCAY STREET;

THENCE $S0^{\circ}01'35''W$, 662.58 FEET ALONG THE CENTERLINE OF BISCAY STREET TO THE CENTERLINE OF 62ND AVENUE;

THENCE $S89^{\circ}26'23''W$, 487.58 FEET ALONG THE CENTERLINE OF 62ND AVENUE TO THE CENTERLINE OF ARGONNE STREET;

THENCE $S0^{\circ}02'24''E$, 1,324.89 FEET ALONG THE CENTERLINE OF ARGONNE STREET TO THE CENTERLINE OF 60TH AVENUE;

THENCE $S0^{\circ}02'49''W$, 1,316.65 FEET TO THE CENTERLINE OF 58TH AVENUE;

THENCE $N89^{\circ}34'59''E$, 485.49 FEET ALONG THE CENTERLINE OF 58TH STREET TO THE CENTERLINE OF BISCAY STREET;

THENCE $S0^{\circ}04'13''W$, 658.81 FEET ALONG THE CENTERLINE OF BISCAY STREET TO THE CENTERLINE OF 57TH AVENUE;

THENCE $N89^{\circ}38'23''E$, 1,325.20 FEET ALONG THE CENTERLINE OF 57TH AVENUE TO THE CENTERLINE OF DUNKIRK STREET;

THENCE $S0^{\circ}05'36''W$, 660.12 FEET ALONG THE CENTERLINE OF DUNKIRK STREET TO THE CENTERLINE OF 56TH AVENUE;

THENCE $S0^{\circ}04'56''W$, 2,660.98 FEET ALONG THE CENTERLINE OF DUNKIRK STREET TO THE CENTERLINE OF 52ND AVENUE;

THENCE $S89^{\circ}44'28''W$, 2,645.84 FEET ALONG THE CENTERLINE OF 52ND AVENUE TO THE POINT OF BEGINNING. CONTAINING 35,709,079 SQUARE

FEET OR 819.768 ACRES MORE OR LESS. EXCEPTING LOT 2, BLOCK 1 OF DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 1 AS RECORDED IN BOOK 30, PAGES 99-100 AT RECEPTION NO. 9500058523; LOT 1, BLOCK 1 OF DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 2, AS RECORDED IN BOOK 31 AT PAGE 49; LOT 1, BLOCK 1 OF SUNRISE GATEWAY FILING NO. 1 AS RECORDED IN RECEPTION NO. 9700049232; BLOCK 1 OF SUNRISE GATEWAY FILING NO. 2 AS RECORDED IN BOOK 31, PAGES 107-108 AT RECEPTION NO. 9700164986; TRACT B AND LOT 1, BLOCK 1 OF DENVER GATEWAY CENTER FILING NO. 1 AS RECORDED IN BOOK 31 AT PAGE 12; TRACTS C, F AND E AND LOTS 1 AND 2, BLOCK 1 OF DENVER GATEWAY CENTER FILING NO. 2 AS RECORDED IN BOOK 31, PAGES 89-90 AT RECEPTION NO. 9700113371; AND DENVER GATEWAY CENTER FILING NO. 3.

AND EXCEPTING A-PARCEL 2;

A PART OF THE SOUTHWEST QUARTER OF SECTION 3, THE SOUTHEAST QUARTER OF SECTION 4, THE NORTHEAST QUARTER OF SECTION 9 AND THE NORTHWEST QUARTER OF SECTION 10, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION 10, BEING THE CENTERLINE INTERSECTION OF THOWER ROAD AND 64TH AVENUE; THENCE $N0^{\circ}48'50''E$, 662.43 FEET ALONG THE CENTERLINE OF TOWER ROAD TO THE CENTERLINE OF 65TH AVENUE AND THE POINT OF BEGINNING;

THENCE $N89^{\circ}26'19''E$, 664.09 FEET ALONG THE CENTERLINE OF 65TH AVENUE TO THE CENTERLINE OF ARGONNE STREET;

THENCE $S0^{\circ}46'21''W$, 662.09 FEET ALONG THE CENTERLINE OF ARGONNE STREET TO THE CENTERLINE OF 64TH AVENUE;

THENCE ALONG THE CENTERLINE OF ARGONNE STREET, THE FOLLOWING FOUR (4) COURSES:

1. $S00^{\circ}02'27''E$, 82.82 FEET TO A POINT OF CURVE;
2. ALONG A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF $41^{\circ}27'45''$, A RADIUS OF 350.00 FEET, AN ARC LENGTH OF 253.28 FEET TO A POINT OF REVERSE CURVE;
3. ALONG A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF $41^{\circ}27'45''$, A RADIUS OF 350.00 FEET, AN ARC LENGTH OF 253.28 FEET;
4. $S0^{\circ}02'24''E$, 83.98 FEET TO THE CENTERLINE OF 63RD AVENUE;

THENCE S89°24'34"W, 840.02 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF TOWER ROAD;

THENCE N89°42'35"W, 661.62 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF YAMPA STREET;

THENCE N0°05'00"W, 634.97 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 64TH AVENUE;

THENCE ALONG THE CENTERLINE OF YAMPA STREET THE FOLLOWING FIVE (5) COURSES:

1. N0°49'43"E, 85.95 FEET TO A POINT OF CURVE;
2. ALONG A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 12°10'09", A RADIUS OF 400.00 FEET, AN ARC LENGTH OF 84.96 FEET TO A POINT OF TANGENT;
3. THENCE N12°59'52"E, 209.24 FEET TO A POINT OF CURVE;
4. ALONG A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 12°48'52", A RADIUS OF 500.00 FEET, AN ARC LENGTH OF 111.83 FEET TO A POINT OF TANGENT;
5. N0°11'00"E, 176.91 FEET ALONG SAID TANGENT TO THE CENTERLINE OF 65TH AVENUE;

THENCE S89°44'13"E, 599.62 FEET ALONG THE CENTERLINE OF 65TH AVENUE TO THE CENTERLINE OF TOWER ROAD AND THE POINT OF BEGINNING CONTAINING 1,751,475 SQUARE FEET OR 40.208 ACRES MORE OR LESS.

AND EXCEPTING A-PARCEL 3;

A PART OF THE SE ¼ OF SECTION 9, SW ¼ OF SECTION 10, NW ¼ OF SECTION 15 AND NE ¼ OF SECTION 16, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SE CORNER OF SAID SECTION 9, BEING THE CENTERLINE INTERSECTION OF TOWER ROAD AND 56TH AVENUE;

THENCE N0°02'49"E, 657.50 FEET ALONG THE CENTERLINE OF TOWER ROAD TO THE CENTERLINE OF 57TH AVENUE AND THE POINT OF BEGINNING;

THENCE S89°57'11"E, 839.95 FEET ALONG THE CENTERLINE OF 57TH

AVENUE TO THE CENTERLINE OF ARGONNE STREET;

THENCE ALONG THE CENTERLINE OF ARGONNE STREET THE FOLLOWING FOUR (4) COURSES:

1. $S0^{\circ}02'49''W$, 76.85 FEET TO A POINT OF CURVE;
2. ALONG A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF $42^{\circ}01'09''$, A RADIUS OF 350.00 FEET, AN ARC LENGTH OF 256.68 FEET TO A POINT OF REVERSE CURVE;
3. ALONG A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF $42^{\circ}01'09''$, A RADIUS OF 350.00 FEET, AN ARC LENGTH OF 256.68 FEET TO A POINT OF TANGENT;
4. THENCE $S0^{\circ}02'49''W$, 108.05 FEET TO THE CENTERLINE OF 56TH AVENUE;

THENCE $N89^{\circ}41'47''E$, 2.45 FEET ALONG THE CENTERLINE OF 56TH AVENUE TO THE CENTERLINE OF ARGONNE STREET;

THENCE $S0^{\circ}01'04''W$, 664.85 FEET ALONG THE CENTERLINE OF ARGONNE STREET TO THE CENTERLINE OF 55TH AVENUE;

THENCE $S89^{\circ}42'27''W$, 662.21 FEET ALONG THE CENTERLINE OF 55TH AVENUE TO THE CENTERLINE OF TOWER ROAD;

THENCE $N89^{\circ}58'55''W$, 657.65 FEET ALONG THE CENTERLINE OF 55TH AVENUE TO THE CENTERLINE OF YAMPA STREET;

THENCE $N0^{\circ}02'40''E$, 665.03 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 56TH AVENUE;

THENCE $N0^{\circ}01'08''W$, 658.16 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 57TH AVENUE;

THENCE $S89^{\circ}53'54''E$, 657.85 FEET ALONG THE CENTERLINE OF 57TH AVENUE TO THE CENTERLINE OF TOWER ROAD AND THE POINT OF BEGINNING CONTAINING 1,798,486 SQUARE FEET OR 41.288 ACRES MORE OR LESS.

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2 in addition thereto those portions of all abutting public rights-of-way, but only to the centerline
3 thereof, which are immediately adjacent to the aforesaid specifically described area.

4 **Section 3.** That the foregoing change in zoning classification is based upon the representations by
5 the owners that they will waive those certain rights available to them, and, in lieu thereof, agree to
6 certain limitations which limitations are set forth in Subsections 3 of Section 1 hereof, and is also
7 based upon the reasonable conditions approved by the said owners which reasonable conditions are
8 set forth in Subsection 4 of Section 1 hereof; and no permit shall be issued except in strict
9 compliance with the aforesaid waivers and the aforesaid reasonable conditions. Said waivers and
10 said reasonable conditions shall be binding upon all successors and assigns of said owners, who
11 along with said owners shall be deemed to have waived all objections as to the constitutionality of
12 the aforesaid waivers and the aforesaid reasonable conditions.

13 **Section 4.** That this ordinance shall be recorded by the Department of Zoning Administration
14 among the records of the Clerk and Recorder of the City and County of Denver.

15 PASSED BY THE COUNCIL February 22 2000

16 Henry Hayes - PRESIDENT

17 APPROVED: Will E. Smith - MAYOR Feb 23 2000

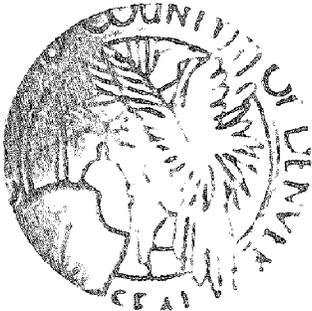
18 ATTEST: Quinn E. Smith - CLERK AND RECORDER,
19 EX-OFFICIO CLERK OF THE
20 CITY AND COUNTY OF DENVER

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22 PUBLISHED IN THE DEN. ROCKY MTN NEWS Jan. 28, 2000 Feb. 25, 2000

23
24 PREPARED BY: KAREN A. AVILES, ASSISTANT CITY ATTORNEY 1/18/00

25 REVIEWED BY: Thomas Big L Asst - CITY ATTORNEY January 20, 2000

26 SPONSORED BY COUNCIL MEMBER(S) _____



BY AUTHORITY

ORDINANCE NO. *134*
SERIES OF 2000

COUNCIL BILL NO. *51*
COMMITTEE OF REFERENCE:

LAND USE

A BILL

FOR AN ORDINANCE RELATING TO ZONING, CHANGING THE ZONING CLASSIFICATION FOR A SPECIFICALLY DESCRIBED AREA, GENERALLY BOUNDED BY YAMPA STREET, EAST 63RD AVENUE, ARGONNE STREET AND EAST 65TH AVENUE (GATEWAY AREA), RECITING CERTAIN WAIVER PROPOSED BY THE OWNERS FOR THE ZONING CLASSIFICATION, RECITING CERTAIN REASONABLE CONDITION APPROVED BY THE OWNERS FOR THE ZONING CLASSIFICATION AND PROVIDING FOR A RECORDATION OF THIS ORDINANCE.

BE IT ENACTED BY THE COUNCIL OF THE CITY AND COUNTY OF DENVER:

Section 1. That upon consideration of a change in the zoning classification of the land area hereinafter described, Council finds:

1. That the land area hereinafter described is presently classified as part of the Gateway District;

2. That the owners propose that the land area hereinafter described be changed to C-MU-10 with reasonable waiver and with reasonable condition they have approved;

3. That in its application the owners have represented that if the zoning classification is changed pursuant to their application, the owners will and hereby do:

(i) waive the right to use or occupy the land or to use, occupy, construct, erect, alter or maintain a structure for the following uses enumerated in Section 59-430.03(1) of the Revised Municipal Code for the C-MU-10 zone district:

(a) Residential uses:

1. Artist Studio;
2. Abbey, Convent, Monastery, Priory or other similar residence for clergy;
3. Fraternity or Sorority House;
4. Live/Work Residential;
5. Multiple Unit Dwelling;
6. Residence for Older Persons; and
7. Rooming and/or Boarding House.

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4. That the owners approve and agree, as reasonable condition to the requested change in zoning classifications related to the development, operation and maintenance of the land area hereinafter described:

(i) prior to February 11, 2000, the owners shall execute, record and deliver to the Department of Zoning Administration a true copy of an Air Rights Covenant and Avigation Easement, in a form acceptable to the City Attorney, that shall run with the land whereby the owners and their successors and assigns waive any rights and causes of action they may have in the future against the City and County of Denver and others due to noise resulting from aircraft landing at, taking off from, or operating at Denver International Airport and grant an avigation easement.

Section 2. That the zoning classification of the land area in the City and County of Denver described as follows or included within the following boundaries shall be and hereby is changed from Gateway to C-MU-10 with certain waiver which waiver is set forth in Subsection 3 of Section 1 hereof and with certain reasonable condition approved by the owners which reasonable condition is set forth in Subsection 4 of Section 1 hereof:

A PART OF THE SW ¼ OF SECTION 3, THE SE ¼ OF SECTION 4, THE NE ¼ OF SECTION 9 AND THE NW ¼ OF SECTION 10, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NW CORNER OF SAID SECTION 10, BEING THE CENTERLINE INTERSECTION OF TOWER ROAD AND 64TH AVENUE; THENCE N0°48'50"E, 662.43 FEET ALONG THE CENTERLINE OF TOWER ROAD TO THE CENTERLINE OF 65TH AVENUE AND THE POINT OF BEGINNING;

THENCE N89°26'19"E, 664.09 FEET ALONG THE CENTERLINE OF 65TH AVENUE TO THE CENTERLINE OF ARGONNE STREET;

THENCE S0°46'21"W, 662.09 FEET ALONG THE CENTERLINE OF ARGONNE STREET TO THE CENTERLINE OF 64TH AVENUE;

THENCE ALONG THE CENTERLINE OF ARGONNE STREET, THE FOLLOWING FOUR (4) COURSES:

- 1) S0° 02'27"E, 85.82 FEET TO A POINT OF CURVE;
- 2) ALONG A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 41°27'45", A RADIUS OF 350.00 FEET, AN ARC LENGTH OF 253.28 FEET TO A POINT OF REVERSE CURVE;
- 3) ALONG A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 41°27'45", A RADIUS OF 350.00 FEET, AN ARC LENGTH OF 253.28 FEET;
- 4) S0°02'24"E, 83.98 FEET TO THE CENTERLINE OF 63RD AVENUE;

THENCE S89°24'34"W, 840.02 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF TOWER ROAD;

THENCE N89°42'35"W, 661.62 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF YAMPA STREET;

THENCE N0°05'00"W, 634.97 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 64TH AVENUE;

THENCE ALONG THE CENTERLINE OF YAMPA STREET THE FOLLOWING FIVE (5) COURSES:

- 1) N0°49'43"E, 85.95 FEET TO A POINT OF CURVE;
- 2) ALONG A CURVE TO THE RIGHT HAVING A CENTRAL ANGLE OF 12°10'09", A RADIUS OF 400.00 FEET, AN ARC LENGTH OF 84.96 FEET TO A POINT OF TANGENT;
- 3) THENCE N12°59'52"E, 209.24 FEET TO A POINT OF CURVE;
- 4) ALONG A CURVE TO THE LEFT HAVING A CENTRAL ANGLE OF 12°48'52", A RADIUS OF 500.00 FEET, AN ARC LENGTH OF 111.83 FEET TO A POINT OF TANGENT;
- 5) N0°11'00"E, 176.91 FEET ALONG SAID TANGENT TO THE CENTERLINE OF 65TH AVENUE;

THENCE S89°44'13"E, 599.62 FEET ALONG THE CENTERLINE OF 65TH AVENUE TO THE CENTERLINE OF TOWER ROAD AND THE POINT OF BEGINNING CONTAINING 1,751,475 SQUARE FEET OR 40.208 ACRES MORE OR LESS.

1 in addition thereto those portions of all abutting public rights-of-way, but only to the centerline
2 thereof, which are immediately adjacent to the aforesaid specifically described area.

3 **Section 3.** That the foregoing change in zoning classification is based upon the representations by
4 the owners that they will waive those certain rights available to them, and, in lieu thereof, agree to
5 certain limitations which limitations are set forth in Subsections 3 of Section 1 hereof, and is also
6 based upon the reasonable condition approved by the said owners which reasonable condition is set
7 forth in Subsection 4 of Section 1 hereof; and no permit shall be issued except in strict compliance
8 with the aforesaid waiver and the aforesaid reasonable condition. Said waiver and said reasonable
9 condition shall be binding upon all successors and assigns of said owners, who along with said
10 owners shall be deemed to have waived all objections as to the constitutionality of the aforesaid
11 waiver and the aforesaid reasonable condition.

12 **Section 4.** That this ordinance shall be recorded by the Department of Zoning Administration
13 among the records of the Clerk and Recorder of the City and County of Denver.

14 PASSED BY THE COUNCIL February 22 2000

15 Happy Hays - PRESIDENT

16 APPROVED: Walter E. Scott - MAYOR Feb 23 2000

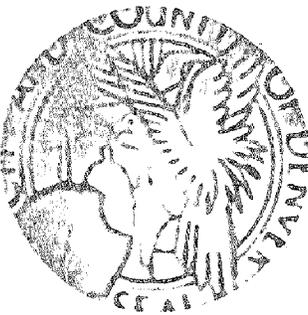
17 ATTEST: Johnnie J. Boy - CLERK AND RECORDER,
18 EX-OFFICIO CLERK OF THE
19 CITY AND COUNTY OF DENVER

20
21 PUBLISHED IN THE DEN. ROCKY MTN NEWS Jan. 28, 2000 Feb. 25, 2000

22
23 PREPARED BY: KAREN A. AVILES, ASSISTANT CITY ATTORNEY 1/18/00

24 REVIEWED BY: Thomas Sigl Asst - CITY ATTORNEY Jan 20, 2000

25 SPONSORED BY COUNCIL MEMBER(S) _____



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BY AUTHORITY

ORDINANCE NO. *137*
SERIES OF 2000

COUNCIL BILL NO. *54*
COMMITTEE OF REFERENCE:

LAND USE

A BILL

FOR AN ORDINANCE RELATING TO ZONING, CHANGING THE ZONING CLASSIFICATION FOR A SPECIFICALLY DESCRIBED AREA, LYING EAST OF PENA BOULEVARD BETWEEN EAST 57TH AVENUE AND EAST 63RD AVENUE (GATEWAY AREA), RECITING CERTAIN WAIVERS PROPOSED BY THE OWNERS FOR THE ZONING CLASSIFICATION, RECITING CERTAIN REASONABLE CONDITIONS APPROVED BY THE OWNERS FOR THE ZONING CLASSIFICATION AND PROVIDING FOR A RECORDATION OF THIS ORDINANCE.

BE IT ENACTED BY THE COUNCIL OF THE CITY AND COUNTY OF DENVER:

Section 1. That upon consideration of a change in the zoning classification of the land area hereinafter described, Council finds:

- 1. That the land area hereinafter described is presently classified as part of the Gateway District;
- 2. That the owners propose that the land area hereinafter described be changed to C-MU-30 with reasonable waivers and with reasonable conditions they have approved;
- 3. That in its application the owners have represented that if the zoning classification is changed pursuant to their application, the owners will and hereby do:
 - (i) waive the right to use or occupy the land or to use, occupy, construct, erect, alter or maintain a structure north of East 62nd Avenue for the following uses enumerated in Section 59-430.03(1) of the Revised Municipal Code for the C-MU-30 zone district:
 - (a) Residential uses:
 - 1. Artist Studio;
 - 2. Abbey, Convent, Monastery, Priory or other similar residence for clergy;
 - 3. Fraternity or Sorority House;
 - 4. Live/Work Residential;
 - 5. Multiple Unit Dwelling;
 - 6. Residence for Older Persons;
 - 7. Rooming and/or Boarding House; and

1 8. Single Unit Dwelling.

2 (ii) waive the right to use or occupy the land or to use, occupy, construct, erect, alter
3 or maintain a structure for a Single Unit Dwelling as enumerated in Section 59-430.03(1)(a)8. of
4 the Revised Municipal Code for the C-MU-30 zone district;

5 (iii) waive the right to use or occupy the land or to use, occupy, construct, erect, alter
6 or maintain a structure for the following uses listed in Section 59-430.03(1) of the Revised
7 Municipal Code for the C-MU-30 zone district:

8 (c) Commercial Uses

9 8. Automobile, Motorcycle, or Light Truck Sales, Leasing or Rental.

10 (d) Industrial Uses

11 2. Aircraft Maintenance and Repair Facility;

12 3. Asphalt and Concrete Plant and Contractors;

13 4. Automobile Parts Recycling;

14 5. Building Contractors, Heavy;

15 6. Commercial Services;

16 7. Concrete, Asphalt and Rock Crushing Facility;

17 9. Manufacturing, Fabrication, and Assembly, Heavy;

18 12. Recycling Plant; and

19 13. Recycling Center.

20 (iv) waive the right to use or occupy the land or to use, occupy, construct, erect, alter
21 or maintain a structure for the following uses listed in Section 59-430.03(1) of the Revised
22 Municipal Code for the C-MU-30 zone district unless approved by Special Review as identified in
23 Section 59-430.04 of the Revised Municipal Code;

24 (c) Commercial Uses

25 54. Trailer or Recreational Vehicle Sales, Leasing or Rental.

26 (d) Industrial Uses

27 15. Terminal, Freight; and

28 16. Truck or Equipment Sales, Leasing or Rental.

29 (v) waive the right to use or occupy the land or to use, occupy, construct, erect, alter
30 or maintain the Parking of Vehicles as a permitted use as enumerated in Section 59-
31 430.03(1)(c)41. of the Revised Municipal Code for the C-MU-30 zone district, unless such use is
32 completely enclosed within a parking garage or parking structure.

1 4. That the owners approve and agree, as reasonable conditions to the requested change in
2 zoning classifications related to the development, operation and maintenance of the land area
3 hereinafter described:

4 (i) for zone lots located south of East 62nd Avenue, any portion of a structure occupied
5 as an artist studio, abbey, convent, monastery, priory or other similar residence for clergy, fraternity
6 or sorority house, live/work residential, multiple unit dwelling and/or rooming and/or boarding house
7 shall comply with all construction standards relating to noise mitigations, said standards shall be
8 promulgated by the Director of Planning as rules and regulations;

9 (ii) prior to February 11, 2000, the owners shall execute, record and deliver to the
10 Department of Zoning Administration a true copy of an Air Rights Covenant and Avigation Easement,
11 in a form acceptable to the City Attorney, that shall run with the land whereby the owners and their
12 successors and assigns waive any rights and causes of action they may have in the future against
13 the City and County of Denver and others due to noise resulting from aircraft landing at, taking off
14 from, or operating at Denver International Airport and grant an avigation easement.

15 **Section 2.** That the zoning classification of the land area in the City and County of Denver
16 described as follows or included within the following boundaries shall be and hereby is changed from
17 Gateway to C-MU-30 with certain waivers which waivers are set forth in Subsection 3 of Section 1
18 hereof and with certain reasonable conditions approved by the owners which reasonable conditions
19 are set forth in Subsection 4 of Section 1 hereof:

A PART OF SECTION 9, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER OF SAID SECTION 9, BEING ON THE EASTERLY RIGHT-OF-WAY LINE OF PENA BOULEVARD;

THENCE N0°12'38"W, 1,324.83 FEET ALONG SAID RIGHT-OF-WAY;

THENCE N89°46'03"W, 643.11 FEET ALONG SAID RIGHT-OF-WAY;

THENCE N0°25'22"E, 661.53 FEET ALONG SAID RIGHT-OF-WAY TO THE CENTERLINE OF 63RD AVENUE;

THENCE S89°50'45"E, 635.79 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF TULLURIDE STREET;

THENCE S89°42'50"E, 1,323.18 FEET ALONG THE CENTERLINE OF 63RD AVENUE TO THE CENTERLINE OF WACO STREET;

THENCE S0°07'32"E, 662.32 FEET ALONG THE CENTERLINE OF WACO STREET TO THE CENTERLINE OF 62ND AVENUE;

THENCE S89°43'04"E, 661.10 FEET ALONG THE CENTERLINE OF 62ND AVENUE TO THE CENTERLINE OF YAMPA STREET;

THENCE S0°05'00"E, 1,324.54 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 60TH AVENUE;

THENCE S0°01'07"E, 1,316.31 FEET ALONG THE CENTERLINE OF YAMPA STREET TO THE CENTERLINE OF 58TH AVENUE;

THENCE N89°50'24"W, 658.61 FEET ALONG THE CENTERLINE OF 58TH AVENUE TO THE CENTERLINE OF WACO STREET;

THENCE S0°05'03"E, 658.82 FEET ALONG THE CENTERLINE OF WACO STREET TO THE CENTERLINE OF 57TH AVENUE;

THENCE N89°53'52"W, 1,315.71 FEET ALONG THE CENTERLINE OF 57TH AVENUE TO SAID EASTERLY RIGHT-OF-WAY LINE OF PENA BOULEVARD;

THENCE N0°12'53"W, 1,980.44 FEET ALONG SAID RIGHT-OF-WAY LINE TO THE POINT OF BEGINNING CONTAINING 7,400,499 SQUARE FEET OR 169.891 ACRES MORE OR LESS.

1 in addition thereto those portions of all abutting public rights-of-way, but only to the
2 centerline thereof, which are immediately adjacent to the aforesaid specifically
3 described area.

4 **Section 3.** That the foregoing change in zoning classification is based upon the representations by
5 the owners that they will waive those certain rights available to them, and, in lieu thereof, agree to
6 certain limitations which limitations are set forth in Subsections 3 of Section 1 hereof, and is also
7 based upon the reasonable conditions approved by the said owners which reasonable conditions are
8 set forth in Subsection 4 of Section 1 hereof; and no permit shall be issued except in strict
9 compliance with the aforesaid waivers and the aforesaid reasonable conditions. Said waivers and
10 said reasonable conditions shall be binding upon all successors and assigns of said owners, who
11 along with said owners shall be deemed to have waived all objections as to the constitutionality of
12 the aforesaid waivers and the aforesaid reasonable conditions.

13 **Section 4.** That this ordinance shall be recorded by the Department of Zoning Administration
14 among the records of the Clerk and Recorder of the City and County of Denver.

15 PASSED BY THE COUNCIL February 22 2000

16 Happy Haynes - PRESIDENT

17 APPROVED: Walter E. Scott - MAYOR Feb 23 2000

18 ATTEST: Granny G. Ross - CLERK AND RECORDER,
19 EX-OFFICIO CLERK OF THE
20 CITY AND COUNTY OF DENVER

21
22 PUBLISHED IN THE DEN. ROCKY MTN NEWS Jan. 28, 2000 Feb. 25, 2000

23
24 PREPARED BY: KAREN A. AVILES, ASSISTANT CITY ATTORNEY 1/18/00

25 REVIEWED BY: Thomas Bigler - CITY ATTORNEY January 20, 2000

26 SPONSORED BY COUNCIL MEMBER(S) _____

