

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 | Rhys Duggan KSE Elitch Gardens / Revesco / Second City | Representative Name | |
| Address | | Address | |
| City, State, Zip | | City, State, Zip | |
| Telephone | | Telephone | |
| Email | | Email | |
| <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> <p>If the owner is a corporate entity, proof of authorization for an individual to sign on behalf of the organization is required. This can include board resolutions authorizing the signer, bylaws, a Statement of Authority, or other legal documents as approved by the City Attorney's Office.</p> | | | |
| SUBJECT PROPERTY INFORMATION | | | |
| Location (address and/or boundary description): | | | |
| Assessor's Parcel Numbers: | | | |
| Area in Acres or Square Feet: | | | |
| Current Zone District(s): | | | |
| PROPOSAL | | | |
| Proposed Zone District: | | | |

| 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 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. 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 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 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 Rezonings: 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 type="checkbox"/> Since the date of the approval of the existing Zone District, there has been a change to such a degree that the proposed rezoning is in the public interest. Such change may include:</p> <p style="margin-left: 20px;">a. Changed or changing conditions in a particular area, or in the city generally; or</p> <p style="margin-left: 20px;">b. A City adopted plan; or</p> <p style="margin-left: 20px;">c. That the City adopted the Denver Zoning Code and the property retained Former Chapter 59 zoning.</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. Please provide an attachment describing the justifying circumstance.</p> <p><input 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. 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: | |
| <p><input type="checkbox"/> Legal Description (required to be attached in Microsoft Word document format)</p> <p><input type="checkbox"/> Proof of Ownership Document(s)</p> <p><input type="checkbox"/> Review Criteria, as identified above</p> | |
| ADDITIONAL ATTACHMENTS | |
| Please identify any additional attachments provided with this application: | |
| <p><input type="checkbox"/> Written Authorization to Represent Property Owner(s)</p> <p><input type="checkbox"/> Individual Authorization to Sign on Behalf of a Corporate Entity</p> | |
| Please list any additional attachments: | |
| | |



REZONING GUIDE

Rezoning Application Page 3 of 3

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 | 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 | Has the owner authorized a representative in writing? (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</i> <i>Josie Q. Smith</i> | 01/01/12 | (A) | YES |
| Rhys Duggan KSE Elitch Gardens / Revesco / Second City | 5291 Yale Ave Denver, CO 80222 | 100% | <i>Rhys Duggan</i> | 2018-08-21 | B | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

Last updated: May 24, 2018

Return completed form to rezoning@denvergov.org

201 W. Colfax Ave., Dept. 205
Denver, CO 80202
720-865-2974 • rezoning@denvergov.org
September 10, 2018 \$30000 fee pd crk



Colorado
Secretary of State
Wayne W. Williams



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Summary

| Details | | | |
|---|--|-----------------------|---------------------|
| Name | KSE Elitch Gardens/Revesco/Second City Corp. | | |
| Status | Good Standing | Formation date | 01/26/2007 |
| ID number | 20071044535 | Form | Foreign Corporation |
| Periodic report month | June | Jurisdiction | Delaware |
| Principal office street address | 5291 East Yale Avenue, Denver, CO 80222, United States | | |
| Principal office mailing address | n/a | | |

| Registered Agent | |
|------------------------|--|
| Name | Rhys Duggan |
| Street address | 5291 E. Yale Ave., Denver, CO 80222, United States |
| Mailing address | 6428 Silver Mesa Dr., Unit D, Highlands Ranch, CO 80130, United States |

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DESCRIPTION
“THE RIVER MILE ZONE DISTRICT 1”

A PORTION OF “PARCEL ONE” DESCRIBED IN SPECIAL WARRANTY DEED RECORDED AT RECEPTION NO. 2015075788 IN THE OFFICIAL RECORD’S OF THE CLERK AND RECORDER’S OFFICE OF THE CITY AND COUNTY OF DENVER, STATE OF COLORADO AND A PORTION OF ELITCH CIRCLE RIGHT-OF-WAY ALL SITUATED IN THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID CITY, COUNTY AND STATE, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 33;

THENCE NORTH 00°17’33” WEST ALONG THE WESTERLY LINE OF SAID SECTION 33, A DISTANCE OF 1,204.77 FEET;

THENCE NORTH 89°42’27” EAST, A DISTANCE OF 29.09 FEET TO A POINT ON THE EASTERLY BOUNDARY OF THE OFFICIAL CHANNEL OF THE SOUTH PLATTE RIVER;

THENCE ALONG SAID EASTERLY BOUNDARY AND THE EASTERLY BOUNDARY SAID OF “PARCEL ONE” THE FOLLOWING THREE (3) COURSES

1. NORTH 49°18’33” EAST, A DISTANCE OF 35.80;
2. NORTH 49°17’28” EAST, A DISTANCE 51.13 FEET; FEET
3. NORTH 26°03’32” EAST, A DISTANCE OF 102.28 FEET TO THE **POINT OF BEGINNING**;

THENCE CONTINUING ALONG SAID EASTERLY BOUNDARY’S THE FOLLOWING ELEVEN (11) COURSES:

1. NORTH 26°03’32” EAST, A DISTANCE OF 26.07 FEET;
2. NORTH 03°59’21” EAST, A DISTANCE OF 1,368.41 FEET;
3. NORTH 05°09’08” EAST, A DISTANCE OF 197.04 FEET;
4. NORTH 06°45’17” EAST, A DISTANCE OF 207.24 FEET;
5. NORTH 12°44’41” EAST, A DISTANCE OF 172.09 FEET;
6. NORTH 19°57’15” EAST, A DISTANCE OF 84.53 FEET;
7. NORTH 32°48’13” EAST, A DISTANCE OF 74.95 FEET;
8. NORTH 58°08’17” EAST, A DISTANCE OF 61.39 FEET;
9. NORTH 78°06’31” EAST, A DISTANCE OF 63.81 FEET;
10. NORTH 64°51’34” EAST, A DISTANCE OF 70.84 FEET;
11. NORTH 45°54’47” EAST, A DISTANCE OF 1,027.02 FEET TO THE SOUTHERLY BOUNDARY OF DEED RECORDED AT BOOK 2082, PAGE 210 IN SAID OFFICIAL RECORDS;

THENCE ALONG SAID SOUTHERLY BOUNDARY AND THE NORTHERLY BOUNDARY OF SAID “PARCEL ONE” THE FOLLOWING TWO (2) COURSES:

1. SOUTH 72°28’28” EAST, A DISTANCE OF 31.77 FEET;
2. NORTH 81°34’57” EAST, A DISTANCE OF 418.54 FEET TO THE NORTHWESTERLY RIGHT-OF-WAY OF ELITCH CIRCLE;

THENCE DEPARTING SAID NORTHWESTERLY RIGHT-OF-WAY AND SAID NORTHERLY BOUNDARY SOUTH 46°08’32” EAST, A DISTANCE OF 40.00 FEET TO A LINE PARALLEL WITH AND DISTANT 40.00 FEET SOUTHEASTERLY TO THE NORTHWESTERLY RIGHT-OF-WAY OF ELITCH CIRCLE;

THENCE ALONG SAID PARALLEL LINE AND THE SOUTHWESTERLY PROLONGATION THEREOF SOUTH 43°51'28" WEST, A DISTANCE OF 1978.41 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE EASTERLY HAVING A RADIUS OF 70.00 FEET;

THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 90°00'00", AN ARC LENGTH OF 109.96 FEET;

THENCE TANGENT TO SAID CURVE SOUTH 46°08'32" EAST, A DISTANCE OF 214.17 FEET;

THENCE SOUTH 43°51'28" WEST, A DISTANCE OF 35.00 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE EASTERLY HAVING A RADIUS OF 330.00 FEET;

THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 45°42'29", AN ARC LENGTH OF 263.26 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE WESTERLY HAVING A RADIUS OF 330.00 FEET;

THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 27°19'12", AN ARC LENGTH OF 157.35 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE EASTERLY HAVING A RADIUS OF 1,361.20 FEET;

THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 24°04'36", AN ARC LENGTH OF 572.00 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE NORTHWESTERLY HAVING A RADIUS OF 330.00 FEET;

THENCE SOUTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 49°59'56", AN ARC LENGTH OF 287.97 FEET;

THENCE SOUTH 51°23'31" WEST, A DISTANCE OF 35.10 FEET TO THE **POINT OF BEGINNING**.

CONTAINING AN AREA OF 20.762 ACRES, (904,391 SQUARE FEET), MORE OR LESS.

DANIEL E. DAVIS, PLS 38256
FOR AND ON BEHALF OF AZTEC CONSULTANTS, INC.
300 E. MINERAL AVE., SUITE 1, LITTLETON, CO 80122
303-713-1898

DESCRIPTION
"THE RIVER MILE ZONE DISTRICT 2"

A PORTION OF "PARCEL ONE" DESCRIBED IN SPECIAL WARRANTY DEED RECORDED AT RECEPTION NO. 2015075788 IN THE OFFICIAL RECORD'S OF THE CLERK AND RECORDER'S OFFICE OF THE CITY AND COUNTY OF DENVER, STATE OF COLORADO AND A PORTION OF ELITCH CIRCLE RIGHT-OF-WAY ALL SITUATED IN THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID CITY, COUNTY AND STATE, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 33;

THENCE NORTH 00°17'33" WEST ALONG THE WESTERLY LINE OF SAID SECTION 33, A DISTANCE OF 1,204.77 FEET;

THENCE NORTH 89°42'27" EAST, A DISTANCE OF 29.09 FEET TO A POINT ON THE EASTERLY BOUNDARY OF THE OFFICIAL CHANNEL OF THE SOUTH PLATTE RIVER;

THENCE ALONG SAID EASTERLY BOUNDARY NORTH 49°18'33" EAST, A DISTANCE OF 35.80 TO THE EASTERLY BOUNDARY SAID OF "PARCEL ONE" AND THE **POINT OF BEGINNING**;

THENCE ALONG SAID LAST DESCRIBED EASTERLY BOUNDARY THE FOLLOWING TWO (2) COURSES

1. NORTH 49°17'28" EAST, A DISTANCE 51.13 FEET;
2. NORTH 26°03'32" EAST, A DISTANCE OF 102.28 FEET;

THENCE DEPARTING SAID EASTERLY BOUNDARY NORTH 51°23'31" EAST, A DISTANCE OF 35.10 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHWESTERLY HAVING A RADIUS OF 330.00 FEET;

THENCE NORTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 49°59'56", AN ARC LENGTH OF 287.97 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE EASTERLY HAVING A RADIUS OF 1361.20 FEET;

THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 24°04'36", AN ARC LENGTH OF 572.00 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE WESTERLY HAVING A RADIUS OF 330.00 FEET;

THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 27°19'12", AN ARC LENGTH OF 157.35 FEET TO THE BEGINNING OF A REVERSE CURVE CONCAVE EASTERLY HAVING A RADIUS OF 330.00 FEET;

THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 45°42'29", AN ARC LENGTH OF 263.26 FEET;

THENCE NORTH 43°51'28" EAST, A DISTANCE OF 35.00 FEET;

THENCE NORTH 46°08'32" WEST, A DISTANCE OF 214.17 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE EASTERLY HAVING A RADIUS OF 70.00 FEET;

THENCE NORTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 90°00'00", AN ARC LENGTH OF 109.96 FEET;

THENCE NORTH 43°51'28" EAST, A DISTANCE OF 1,645.67 FEET TO THE SOUTHWESTERLY RIGHT-OF-WAY OF ELITCH CIRCLE AND A LINE PARALLEL WITH AND DISTANT 40.00 FEET SOUTHEASTERLY TO THE NORTHWESTERLY RIGHT-OF-WAY OF ELITCH CIRCLE;

THENCE ALONG SAID PARALLEL LINE AND THE NORTHEASTERLY PROLONGATION THEREOF NORTH 43°51'28" EAST A DISTANCE OF 715.56 FEET TO THE SOUTHERLY RIGHT-OF-WAY OF SPEER BOULEVARD;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY SOUTH 46°08'32" EAST, A DISTANCE OF 57.65 FEET TO THE MOST NORTHERLY CORNER OF SAID "PARCEL ONE" AND THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 1,123.24 FEET, THE RADIUS POINT OF SAID CURVE BEARS SOUTH 46°50'38" WEST;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY AND THE NORTHERLY BOUNDARY OF SAID "PARCEL ONE" THE FOLLOWING FIVE (5) COURSES:

1. SOUTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 03°56'35", AN ARC LENGTH OF 77.30 FEET;
2. NORTH 50°47'13" EAST, A DISTANCE OF 35.00 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 1,158.24 FEET, THE RADIUS POINT OF SAID CURVE BEARS SOUTH 50°47'13" WEST;
3. SOUTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 11°00'32", AN ARC LENGTH OF 222.55 FEET;
4. SOUTH 28°12'15" EAST, A DISTANCE OF 16.37 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 1388.24 FEET;
5. SOUTHEASTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 11°51'11", AN ARC LENGTH OF 287.19 FEET TO THE WESTERLY RIGHT-OF-WAY OF THE BURLINGTON NORTHERN AND SANTA FE RAILROAD AND THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHEASTERLY HAVING A RADIUS OF 1,671.36 FEET, THE RADIUS POINT OF SAID CURVE BEARS SOUTH 52°17'22" EAST;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY AND THE EASTERLY BOUNDARY OF SAID "PARCEL ONE" THE FOLLOWING FIVE (5) COURSES:

1. SOUTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 06°36'58", AN ARC LENGTH OF 193.00 FEET;
2. SOUTH 31°05'40" WEST, A DISTANCE OF 311.92 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHWESTERLY HAVING A RADIUS OF 1128.08 FEET;
3. SOUTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 28°37'34", AN ARC LENGTH OF 563.61 FEET;
4. SOUTH 59°43'14" WEST, A DISTANCE OF 941.41 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE EASTERLY HAVING A RADIUS OF 1328.70 FEET;
5. THENCE SOUTHERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 91°47'02", AN ARC LENGTH OF 2,128.49 FEET;

THENCE DEPARTING SAID WESTERLY RIGHT-OF-WAY ALONG THE SOUTHERLY AND WESTERLY BOUNDARY OF SAID "PARCEL ONE" THE FOLLOWING SEVEN (7) COURSES:

1. SOUTH 59°29'56" WEST, A DISTANCE OF 58.01 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 256.00 FEET, THE RADIUS POINT OF SAID CURVE BEARS SOUTH 47°07'13" WEST;
2. NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 15°49'36", AN ARC LENGTH OF 70.71 FEET;
3. NORTH 58°42'23" WEST, A DISTANCE OF 247.73 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 193.00 FEET;

4. NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 33°33'38", AN ARC LENGTH OF 113.05 FEET;
5. NORTH 25°08'45" WEST, A DISTANCE OF 48.76 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 134.36 FEET;
6. NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 19°03'05", AN ARC LENGTH OF 44.68 FEET;
7. NORTH 44°11'50" WEST, A DISTANCE OF 47.49 FEET TO THE **POINT OF BEGINNING**.

CONTAINING AN AREA OF 39.716 ACRES, (1,730,041 SQUARE FEET), MORE OR LESS.

DANIEL E. DAVIS, PLS 38256
FOR AND ON BEHALF OF AZTEC CONSULTANTS, INC.
300 E. MINERAL AVE., SUITE 1, LITTLETON, CO 80122
303-713-1898



06/09/2015 01:43 PM
City & County of Denver
Electronically Recorded

R \$66.00

WD

D \$14,000.00

Prepared by and return to:

First American Title Insurance Company
National Commercial Services
420 S. Orange Ave., Suite 250
Orlando, Florida 32801
Attn.: Scott Brown

SPECIAL WARRANTY DEED

THIS SPECIAL WARRANTY DEED, made and executed as of the 5th day of June, 2015 by **CLP ELITCH GARDENS, LLC**, a Delaware limited liability company (f/k/a CNL Income Elitch Gardens, LLC), whose address is c/o CNL Lifestyle Properties, Inc., 450 South Orange Avenue, Orlando, Florida 32801 (hereinafter referred to as the "**Grantor**"), to **KSE ELITCH GARDENS / REVESCO / SECOND CITY, LLLP**, a Colorado limited liability limited partnership, whose address is 5291 E. Yale Avenue, Denver, Colorado, 80222 (hereinafter referred to as the "**Grantee**").

WITNESSETH:

THAT the Grantor, for and in consideration of the sum of TEN DOLLARS (\$10.00) and other valuable considerations, the receipt and sufficiency of which are hereby acknowledged, by these presents does grant, bargain, sell, alien, remise, release, convey, and confirm unto the Grantee those certain parcels of land situated in Denver County, Colorado more particularly described as follows:

See **Exhibit A** attached hereto (the "**Subject Property**");

TOGETHER WITH all tenements, hereditaments, easements and appurtenances thereto belonging or in anywise appertaining;

TO HAVE AND TO HOLD the Subject Property in fee simple forever.

AND the Grantor does hereby covenant with and warrant to the Grantee that the Grantor is lawfully seized of the Subject Property in fee simple; that the Grantor has good right and lawful authority to sell and convey the Subject Property; and that the Grantor fully warrants the title to the Subject Property and will defend the same against the lawful claims of all persons claiming by, through or under the Grantor, but against none other.

THE conveyance made herein, however, is expressly made subject to those items set forth on **Exhibit B** attached hereto, the reference to which shall not operate to reimpose the same.

Tax Parcel ID Nos.: 02335-00-040-000 and 02338-00-019-000

IN WITNESS WHEREOF, the Grantor has caused these presents to be executed in manner and form sufficient to bind it as of the day and year first above written.

Signed, sealed and delivered in the Presence of the following witnesses:

“GRANTOR”

CLP ELITCH GARDENS, LLC, a Delaware limited liability company (f/k/a CNL Income Elitch Gardens, LLC)

Signature of Witness: Jeanne Ball
Printed Name of Witness: Jeanne Ball

By: [Signature]
Name: Tracey B. Bracco
Title: Vice President

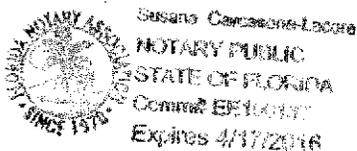
Signature of Witness: [Signature]
Printed Name of Witness: Shamira M. Bartley

STATE OF FLORIDA

COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 3rd day of June, 2015, by Tracey B. Bracco, Vice President of CLP ELITCH GARDENS, LLC, a Delaware limited liability company (f/k/a CNL Income Elitch Gardens, LLC). She is personally known to me or has produced _____ as identification.

(NOTARY SEAL)



[Signature]
Notary Public Signature

SUSANA CARCASONA-LACORE
(Name typed, printed or stamped)
Notary Public, State of FLORIDA
Commission No.: EE190137
My Commission Expires: April 17, 2016

EXHIBIT A**LEGAL DESCRIPTION****Parcel One:**

A parcel of land located in Section 33, Township 3 South, Range 68 West of the Sixth Principal Meridian, City and County of Denver, Colorado, being more particularly described as follows:

Commencing at the Southwest corner of said Section 33; thence N 00°00'00" W along the Westerly line of said Section 33, a distance of 1204.77 feet, whence the Northwest corner of said Section 33 bears N 00°00'00" W, a distance of 4073.68 feet; thence N 90°00'00" E, a distance of 29.09 feet to a point on the Easterly line of said Official Channel of the South Platte River; thence N 49°36'06" E, a distance of 35.80 feet to the Point of Beginning; thence continuing N 49°36'06" E, a distance of 51.12 feet; thence N 26°21'05" E, a distance of 128.35 feet; thence N 04°16'54" E, a distance of 1368.41 feet; thence N 05°26'41" E, a distance of 197.04 feet; thence N 07°02'50" E, a distance of 207.24 feet; thence N 13°02'14" E, a distance of 172.09 feet; thence N 20°14'48" E, a distance of 84.53 feet; thence N 33°05'46" E, a distance of 74.95 feet; thence N 58°25'50" E, a distance of 61.39 feet; thence N 78°24'04" E, a distance of 63.81 feet; thence N 65°09'07" E, a distance of 70.84 feet; thence N 46°12'20" E, a distance of 1027.02 feet; thence along the Southerly line of a parcel of land described in Book 2082 at Page 210 recorded January 4, 1980 in the City and County of Denver Clerk and Recorder's Office, and as found and monumented on the ground, the following two (2) courses:

1. S 72°10'55" E, a distance of 31.77 feet;
2. thence N 81°52'30" E, a distance of 418.54 feet;

thence S 44°09'01" W, a distance of 332.74 feet; thence S 45°50'59" E, a distance of 374.17 feet; thence N 44°09'01" E, a distance of 377.40 feet; thence N 45°50'59" W, a distance of 100.00 feet; thence S 44°09'01" W, a distance of 297.40 feet; thence N 45°50'59" W, a distance of 194.17 feet; thence N 44°09'01" E, a distance of 356.15 feet; thence along said Southerly line of a parcel of land described in Book 2082 at Page 210 recorded January 4, 1980 of the City and County of Denver Clerk and Recorder's Office and as found and monumented on the ground the following two (2) courses:

1. N 81°52'30" E, a distance of 4.26 feet;
2. thence N 47°16'06" E non-tangent with the following described curve, a distance of 276.55 feet;

thence along the Southwesterly line of Parcel No. PE-CC as described at Reception No. R-93-0008661, dated January 21, 1993, recorded in the Clerk and Recorder's Office of the City and County of Denver, Colorado, the following two (2) courses:

1. along the arc of a curve to the right, having a central angle of $03^{\circ}56'35''$, a radius of 1123.24 feet, a chord bearing $S 40^{\circ}53'31'' E$, a distance of 77.28 feet, and an arc distance of 77.30 feet;
2. thence $N 51^{\circ}04'46'' E$ along a line radial to the last and following described curve, a distance of 35.00 feet;

thence, the following three (3) courses along the Southwesterly line of Parcel No. PE-BB Rev. as described in Reception No. R-93-0008661, dated January 21, 1993, recorded in the Clerk and Recorder's Office, City and County of Denver, Colorado:

1. along the arc of a curve to the right, having a central angle of $11^{\circ}00'32''$, a radius of 1158.24 feet, a chord bearing of $S 33^{\circ}24'58'' E$, a distance of 222.20 feet and an arc distance of 222.55 feet;
2. thence $S 27^{\circ}54'42'' E$, tangent with the last and following described curve, a distance of 16.37 feet;
3. thence along the arc of a curve to the left non-tangent with the following described curve, having a central angle of $11^{\circ}51'11''$, a radius of 1388.24 feet, a chord bearing of $S 33^{\circ}50'17'' E$, a distance of 286.68 feet, and an arc distance of 287.19 feet;

thence along the arc of a curve to the left, having a central angle of $06^{\circ}36'58''$, a radius of 1671.36 feet, a chord bearing $S 34^{\circ}41'42'' W$, a distance of 192.89 feet and an arc distance of 193.00 feet; thence $S 31^{\circ}23'13'' W$ along a line tangent with the last and following described curve, a distance of 311.92 feet; thence along the arc of a curve to the right, having a central angle of $28^{\circ}37'34''$, a radius of 1128.08 feet, a chord bearing $S 45^{\circ}42'00'' W$, a distance of 557.77 feet, and an arc distance of 563.61 feet; thence $S 60^{\circ}00'47'' W$, along a line tangent with the last and following described curve, a distance of 941.41 feet; thence along the arc of a curve to the left, having a central angle of $91^{\circ}47'02''$, a radius of 1328.70 feet, a chord bearing $S 14^{\circ}07'16'' W$, a distance of 1908.09 feet and an arc distance of 2128.49 feet; thence $S 59^{\circ}47'29'' W$ non-tangent with the last described curve and along the Northwesterly line of a parcel of land described as Parcel No. E-5, recorded on January 19, 1949 in Book 6495, Page 373, City and County of Denver Clerk and Recorder's Office, a distance of 58.01 feet; thence along the Northeasterly line of Interstate Highway 25, the following six (6) courses:

1. along the arc of a curve to the left, having a central angle of $15^{\circ}49'36''$, a radius of 256.00 feet, a chord bearing $N 50^{\circ}30'02'' W$, a distance of 70.49 feet, and an arc distance of 70.71 feet;
2. thence $N 58^{\circ}24'50'' W$ tangent with the last and following described curve, a distance of 247.73 feet;
3. thence along the arc of a curve to the right, having a central angle of $33^{\circ}33'38''$, a radius of 193.00 feet, a chord bearing $N 41^{\circ}38'01'' W$, a distance of 111.44 feet and an arc distance of 113.04 feet;
4. thence $N 24^{\circ}51'12'' W$ tangent with the last and following described curve, a distance of 48.76 feet;
5. thence along the arc of a curve to the left, having a central angle of $19^{\circ}03'05''$, a radius of 134.36 feet, a chord bearing $N 34^{\circ}22'45'' W$, a distance of 44.47 feet and an arc distance of 44.67 feet;
6. thence $N 43^{\circ}54'17'' W$ tangent with the last described curve, a distance of 47.49 feet to the Point of Beginning,

Less and Except all that real property which lies from and above a horizontal plane drawn at an elevation of 5,190.00 feet above sea level, 1929 U.S.G.S. datum, and which is bounded by and lies within the boundary of the real property described as follows:

Commencing at the Northwest corner of Section 33, whence the Southwest corner of said Section 33 bears S 00°00'00" E, a distance of 5278.45 feet; thence S 60°06'11" E, a distance of 2307.45 feet to Point C as described in the Elitch Circle Fee Property also being the Point of Beginning; thence N 44°09'01" E non-tangent with the following described curve, a distance of 350.69 feet; thence along the arc of a curve to the right, having a central angle of 5°06'21", a radius of 1158.24 feet, a chord bearing S 31°35'21" E, a distance of 103.18 feet, and an arc distance of 103.21 feet; thence S 44°09'01" W non-tangent with the last described curve, a distance of 325.27 feet; thence N 45°50'59" W, a distance of 100.00 feet to the Point of Beginning,

City and County of Denver,
State of Colorado.

Parcel Two:
(AKA Parcel A)

A parcel of land located in the SE 1/4 of the SE 1/4 of Section 32, Township 3 South, Range 68 West of the 6th Principal Meridian and also being a part of Block 284, West Denver, City and County of Denver, State of Colorado, being more particularly described as follows:

Beginning at the Southeast corner of said Section 32; thence N 00°00'00" E on an assumed bearing along the East line of said Section 32, a distance of 95.00 feet to the True Point of Beginning; thence N 89°49'00" W parallel with the South line of said Section 32, a distance of 327.56 feet; thence N 16°40'00" E, a distance of 261.87 feet; thence N 90°00'00" E, a distance of 280.42 feet to a point on the Northeasterly line of said Block 284; thence S 30°18'00" E along the Northeasterly line of said Block 284, a distance of 149.60 feet; thence S 00°08'42" W, a distance of 123.08 feet; thence N 89°49'00" W, a distance of 80.80 feet to a point on the Southwesterly line of Lot 3, said Block 284; thence N 30°18'00" W along the Southwesterly line of said Lot 3, a distance of 44.26 feet to a point on the East line of said Section 32; thence S 00°00'00" W along the East line of said Section 32, a distance of 38.15 feet, more or less, to the True Point of Beginning.

A parcel of land being a part of Lots 9 and 10, Block 281, West Denver, City and County of Denver, State of Colorado, being more particularly described as follows:

Beginning at the most Southerly corner of said Block 281; thence N 30°18'00" W on an assumed bearing along the Southwesterly line of said Block 281, a distance of 66.46 feet to the point of intersection of said Southwesterly line and the East line of Section 32, Township 3 South, Range 68 West of the 6th Principal Meridian; thence N 00°00'00" E, along the East line of said Section 32, a distance of 11.51 feet; thence N 59°49'00" E, a distance of 97.02 feet; thence S 27°26' E, a distance of 76.50 feet to a point on the Southeasterly line of said Block 281; thence S 59°49'00"

W along the Southeasterly line of said Block 281, a distance of 99.00 feet, more or less, to the point of beginning,
City and County of Denver,
State of Colorado.

Less and Except any portion of the above property described in the amended Rule, Order, Judgment and Decree recorded May 15, 2003 at Reception No. 2003090417.

Parcel Three:
(AKA Parcel B:)

A parcel of land located in the SE 1/4 of the SE 1/4 of Section 32, Township 3 South, Range 68 West of the 6th Principal Meridian and also being a part of Block 284, West Denver, City and County of Denver, State of Colorado, being more particularly described as follows:

Beginning at the point of intersection of the East line of said Section 32 and the Northwesternly line of said Block 284; thence N 00°00'00" E on an assumed bearing along the East line of said Section 32, a distance of 180.94 feet; thence S 59°49'00" W, a distance of 262.23 feet; thence S 16°40'00" W, a distance of 89.88 feet; thence N 90°00'00" E, a distance of 280.42 feet to a point on the Northeasterly line of said Block 284; thence N 30°18'00" W along the Northeasterly line of said Block 284, a distance of 46.05 feet to the most Northerly corner of said Block 284; thence S 59°49'00" W along the Northwesternly line of said Block 284, a distance of 5.43 feet, more or less, to the point of beginning.
City and County of Denver,
State of Colorado.

(AKA Parcel D:)

A parcel of land being a part of Block 281, West Denver and a part of the Southeast one-quarter of the Southeast one-quarter of Section 32, Township 3 South, Range 68 West of the 6th Principal Meridian, City and County of Denver, State of Colorado, more particularly described as follows:

Beginning at the Southeast corner of said Section 32; thence North 00°00'00" East on an assumed bearing along the East line of said Section 32, a distance of 564.85 feet to the True Point of beginning; thence South 59°49'00" West, a distance of 262.22 feet; thence North 16°40'00" East, a distance of 528.25 feet; thence South 20°48'02" East, a distance of 55.22 feet; thence South 39°29'00" East, a distance of 86.72 feet to a point on the East line of said Section 32; thence South 00°00'00" West along the East line of said Section 32 and along the West line of said Block 281, a distance of 60.64 feet; thence South 30°13'03" East, a distance of 145.12 feet; thence South 27°26'00" East, a distance of 23.50 feet; thence South 59°49'00" West parallel with the South line of said Block 281, a distance of 97.02 feet, more or less, to the True Point of Beginning.

Except for the following two parcels of real property to the extent that all or any portions of the following two parcels lie within the real property described above:

Parcel No. 1:

A tract or parcel of land in Block 281, West Denver, a subdivision lying in the SW 1/4 of Section 33, Township 3 South, Range 68 West, of the 6th Principal Meridian, in the City and County of Denver, Colorado, said tract or parcel being more particularly described as follows:

Beginning at a point on the West line of said Section 33, from which the SW corner of said Section 33, bears S. 00°07'45" E., a distance of 551.12 feet;

1. Thence N. 00°07'45" W., along said West section line, a distance of 205.82 feet, to a point on the Westerly right of way line of State Highway 25 (October 1985);
2. Thence S. 30°28'52" E., along said Westerly right of way line of State Highway 25 (October 1985), a distance of 143.27 feet;
3. Thence S. 27°37'06" E., along said Westerly right of way line of State Highway 25 (October 1985), a distance of 100.11 feet;
4. Thence S. 59°38'38" W., a distance of 99.00 feet;
5. Thence N. 30°28'52" W., a distance of 65.44 feet, more or less, to the point of beginning.

Parcel No. 2:

A tract or parcel of land in the SE 1/4 of Section 32, Township 3 South, Range 68 West, of the 6th Principal Meridian, in the City and County of Denver, Colorado, said tract or parcel being more particularly described as follows:

Beginning at a point on the Westerly property line from which the SE corner of said Section 32 bears S. 04°58'33" E., a distance of 936.36 feet;

1. Thence along the arc of a non-tangent curve to the left whose radius is 165.00 feet, a distance of 38.70 feet (the chord of this arc bears S. 15°17'29" E., a distance of 38.61 feet) to a point of tangency;
2. Thence S. 22°00'40" E., a distance of 145.99 feet to a point of curvature;
3. Thence along the arc of a tangent curve to the right whose radius is 265.00 feet, a distance of 52.35 (the chord of this arc bears S. 16°21'06" E., a distance of 52.27 feet to a point on the Easterly section line of said Section 32;
4. Thence N. 00°07'45" W., along the Easterly section line of said Section 32, a distance of 36.98 feet to a point on the Westerly right of way line of State Highway 25 (October 1985);

5. Thence N. $00^{\circ}07'45''$ W., along the section line and right of way line of State Highway 25 (October 1985), a distance of 73.47 feet;
6. Thence N. $37^{\circ}46'12''$ W., continuing along the right of way line but departing said section line, a distance of 86.72 feet, to a point on the North property line of said parcel;
7. Thence N. $26^{\circ}25'11''$ W., along said property line, a distance of 55.22 feet to the Northwest corner of said parcel;
8. Thence S. $16^{\circ}24'18''$ W., along the West property line of said parcel, a distance of 5.95 feet, more or less, to the point of beginning, and

Except that portion acquired by the State Department of Highways, Division of highways, State of Colorado in Rule and Order recorded May 8, 1989 at Reception No. 89-0040909.
City and County of Denver,
State of Colorado.

EXHIBIT B**PERMITTED EXCEPTIONS**

1. Taxes and assessments for the year 2015, and subsequent years, not yet due and payable.
2. Reservation of utility easements and incidental purposes by the City and County of Denver as set forth in Deed recorded September 18, 1914 in Book 2477 at Page 312.
3. Reservation of utility easements and incidental purposes by the City and County of Denver as set forth in Deed recorded November 12, 1914 in Book 2477 at Page 431.
4. Reservation of easements and rights of way for existing utilities by the City and County of Denver as set forth in Ordinance No. 41, Series of 1945 recorded February 19, 1946 in Book 6005 at Page 555.
5. Reservation of all of the coal, oil, gas and other minerals as set forth in Quit Claim Deed recorded December 3, 1969 in Book 116 at Page 30.
6. Ordinance 132, Series of 1971, for building height restrictions to preserve mountain views, recorded May 18, 1971 in Book 323 at page 608, at Reception No. 68925.
7. An easement for utilities and incidental purposes granted to Public Service Company of Colorado, as set forth in an instrument recorded July 2, 1975 in Book 1080 at Page 254.
8. An easement for right of way purposes and incidental purposes granted to State Department of Highways, Division of Highways, State of Colorado, as set forth in an instrument recorded June 19, 1985 at Reception No. 028997.
9. An easement for construction and maintenance of Eastbound Walnut Viaduct and incidental purposes granted to State Department of Highways, Division of Highways, State of Colorado, as set forth in an instrument recorded May 8, 1989 at Reception No. 89-0040909.
10. Reservation of easement rights for existing utilities by the City and County of Denver as set forth in Ordinance 49, Series of 1993 recorded February 4, 1993 at Reception No. R-93-0014622.
11. An easement for sanitary sewer and perpetual right of way for drainage facilities and incidental purposes granted to City and County of Denver, as set forth in an instrument recorded May 31, 1994 at Reception No. 9400089928.
12. An easement for sanitary sewer and perpetual right of way for drainage facilities and incidental purposes granted to City and County of Denver, as set forth in an instrument recorded May 31, 1994 at Reception No. 9400089929.
13. Terms, conditions, provisions, obligations and agreements as set forth in the Covenants and Permit recorded July 6, 1994 at Reception No. 9400107906.

14. An easement for water pipelines and incidental purposes granted to City and County of Denver, as set forth in an instrument recorded July 25, 1994 at Reception No. 9400117058.

NOTE: Release of Easement in connection therewith recorded May 22, 1997 at Reception No. 9700065384 and Partial Release recorded January 25, 2002 at Reception No. 2002017191.

15. An easement for drainage facilities and incidental purposes granted to City and County of Denver, as set forth in an instrument recorded August 5, 1994 at Reception No. 9400123423.

16. Deed of Development Rights from New Elitch Gardens, Ltd. to the City and County of Denver recorded May 10, 1995 at Reception No. 9500053684.

17. An easement for water pipelines and incidental purposes granted to City and County of Denver, as set forth in an instrument recorded May 31, 1995 at Reception Nos. 9500062240, 9500062241, 9500062242 and 9500062243.

NOTE: Release of Easement in connection therewith recorded May 22, 1997 at Reception No. 9700065383 and Partial Release of Easements recorded January 25, 2002 at Reception No. 2002017191.

18. An easement for bridge structure, abutments and street known as Elitch Circle and incidental purposes granted to City and County of Denver, as set forth in an instrument recorded June 7, 1995 at Reception No. 9500065518.

19. Lease by and between Gerald R. Stafford, as lessor, and Onecomm Corporation, as lessee, as evidenced by Memorandum of Assignment of Lease recorded February 28, 1997 at Reception No. 9700024448.

NOTE: Assignment and Assumption of Lease or Other Agreements in connection therewith recorded April 10, 2008 at Reception No. 2008048678.

20. An easement for water pipelines and incidental purposes granted to City and County of Denver acting by and through its Board of Water Commissioners, as set forth in an instrument recorded May 14, 1997 at Reception No. 9700061200.

21. An easement for water pipelines and incidental purposes granted to City and County of Denver acting by and through its Board of Water Commissioners, as set forth in an instrument recorded May 14, 1997 at Reception No. 9700061201.

22. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Easement Agreement recorded April 19, 1999 at Reception No. 9900068789.

23. An easement for utilities and incidental purposes granted to Public Service Company of Colorado, as set forth in an instrument recorded June 7, 1999 at Reception No. 9900100569.

24. Terms, conditions and provisions of that certain Bridge, Parking and Reciprocal Easement Agreement recorded 9/24/1999 at Reception No. 9900167686 as supplemented

pursuant to that certain Supplement To Bridge, Parking and Reciprocal Easement Agreement recorded 12/1/1999 at Reception No. 9900202667.

25. Terms, conditions, provisions, obligations and agreements as set forth in the Covenant and Permit recorded September 21, 2005 at Reception No. 2005159481.

26. An easement for utilities and incidental purposes granted to Public Service Company of Colorado, as set forth in an instrument recorded April 8, 2010 at Reception No. 2010037788.

27. Any rights, interests, or claims which may exist or arise by reason of the following facts shown on the ALTA/ACSM Land Title Survey dated 2/16/2015, prepared by Alta Surveying Inc., as Survey Drawing Number 21001-006 (the "Survey"):

A Building over property line by 30.4' & 33.8' (shown on sheet 3 of survey); B. Concrete curb and parking over property line by 3.6' & 3.7' (shown on sheet 3 of survey); C. Concrete curb and parking over property line by 4.8' (shown on sheet 3 of survey); D. INTENTIONALLY DELETED; E. Building over setback line by 8.1' (shown of sheet 3 on survey); F. Railroad fence over property line by 8.6' (shown on sheet 3 of survey); G. Building over easement by 9.8 feet (shown on sheet 5 of survey); H. Building over property line by 0.8' & 1.0' (shown on sheet 10 of survey); I. Building over easement by 7.4' (shown on sheet 10 of survey); J. Building over easement by 1.2' (shown on sheet 3 of survey); K. Building over easement by 3.1' (shown on sheet 5 of survey); L. Building over easement (as shown on sheet 6 of survey); M. Building over easement (as shown on sheet 4 of survey); N. Railroad fence over property line by 11.6' (as shown on sheet 8 of survey); O. Parking area into right of way by 8.9' (as shown on sheet 9 of survey); P. Fenceline into right of way by 11.4' (as shown on sheet 9 of survey); Q. Pavement and gate into right of way by 17.8' (as shown on sheet 3 of survey); R. Bridge support column out of airspace easement (as shown on sheet 9 of survey); S. Building over easement by 3.0' (as shown on sheet 6 of survey); T. Building over easement by 0.4' (as shown on sheet 4 of survey); U. INTENTIONALLY DELETED; V. One story wood building and wood gazebo encroaching over setback lines (as shown on sheet 3 of survey); W. Wood structure and covered concrete game encroaching onto easement (as shown on sheet 5 of survey); X. Wood structure, Pikes Peak Climb, game and lattice over deck encroaching onto easement (as shown on sheet 5 of survey); Y. INTENTIONALLY DELETED; Z. Covered staging area for ride encroaching onto easement (as shown on sheet 6 of survey); AA. Wood structures, ride, brick, concrete and overhang encroaching onto easement (as shown on sheet 6 of survey); BB. Elevator structure and Ped. platform and steps encroaching onto setback line (as shown on sheet 7 of survey); CC. Generators, covered area and conc. encroaching onto easement (as shown on sheet 9 of survey); DD. Brick wall planters encroaching onto easement (as shown on sheet 11 of survey); EE. Intentionally Deleted

28. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Easement Deed by Court Order in Settlement of Landowner Action recorded March 19, 2013 at Reception No. 2013038643.

29. Terms, conditions, provisions, obligations, easements and agreements as set forth in the Easement Deed by Court Order in Settlement of Landowner Action recorded June 6, 2013 at Reception No. 2013081425.

30. Terms, conditions and provisions of that certain Easement Grant and Agreement dated January 8, 2002 and recorded at Reception No. 2002004444.
31. The effect of Special Plan for the Location of Off-Street Parking recorded September 11, 2002 at Reception No. 2002158783.
32. Declaration of Use Covenants for Elitch Gardens Amusement Park (Continuing Use Covenants) by and between New Elitch Gardens, Ltd., a Colorado limited partnership and the Denver Urban Renewal Authority recorded June 15, 1994 at Reception No. 94-00098091, First Modification recorded April 28, 1995 at Reception No. 95-00047881.
33. Covenant contained in that certain Covenant and Permit, by and between the City and County of Denver, a municipal corporation and the New Elitch Gardens, Ltd., a Colorado limited partnership, relating to construction ownership and maintenance of private sanitary sewers and storm sewers and drain lines recorded July 6, 1994 at Reception No. 9400107906, First Modification to Covenant and Permit recorded April 28, 1995 at Reception No. 9500047869.
34. An easement for right of way and incidental purposes granted to State Department of Highways, Division of Highways, State of Colorado by the instrument recorded April 7, 1983 in Book 2784 at Page 108 and as shown on ALTA/ACSM Survey prepared by Merrick Engineers & Architects, dated December 19, 2006, last revised February 21, 2007, Job No. 50012585-01.
35. Easements and notes contained in the ALTA/ACSM Land Title Survey recorded April 25, 2006 at Reception No. 2006064061.

GENERAL REVIEW CRITERIA

CONSISTENCY WITH ADOPTED PLANS:

The map amendment is consistent with adopted plans for the area including Comprehensive Plan 2000, Blueprint Denver, and the recently adopted Downtown Area Plan Amendment.

Specific recommendations of the Downtown Area Plan Amendment include "A renewed focus on the river with new pedestrian access points, bridges, and paths, as well as development that activates the riverfront (Downtown Area Plan Amendment, p9)", " The Platte Valley

is again becoming a dynamic example of both urban environmental protection and sustainable economic development. (Comp. Plan 2000, p14)", "Plan Strategy: Direct Growth to Areas of Change. There are 26 Areas of Change that serve as the basis of the Blueprint Denver

concept. Certain features may characterize an Area of Change, such as: Underutilized land near downtown and along the South Platte River (Blueprint Denver p19)". "Downtown... More so than anywhere else in the region, downtown development strongly

links residents and employees to transportation. The downtown is the area best served by transit and is one of the most pedestrian-friendly areas in the region, with many downtown streets having a good human-scale environment.

... New patterns are emerging in and around downtown that complement the plan's objectives. (Blueprint Denver p20.)"

D-CPV-R applies these goals of accommodating a growing downtown while also applying specific responses to the South Platte River edges including setbacks and porosity. D-CPV-C responds to the growing downtown by placing higher intensity use further in from the River while also providing greater design control than the existing downtown zoning districts. The two zones are being applied in accordance with the geographic recommendations of the Downtown Area Plan Amendment.

UNIFORMITY OF DISTRICT REGULATIONS AND RESTRICTIONS:

The proposed map amendment uniformly applies the D-CPV sections specifically written for this area to the entirety of the subject area.

PUBLIC HEALTH, SAFETY, AND GENERAL WELFARE:

The amendment applies a mixed-use zoning to the area that will establish a vibrant neighborhood to the benefit of the city as a whole. An urban neighborhood here will activate the river edge year-round, as well as providing extensive recreational, walking, and biking amenities for neighborhood and city residents.

ADDITIONAL REVIEW CRITERIA

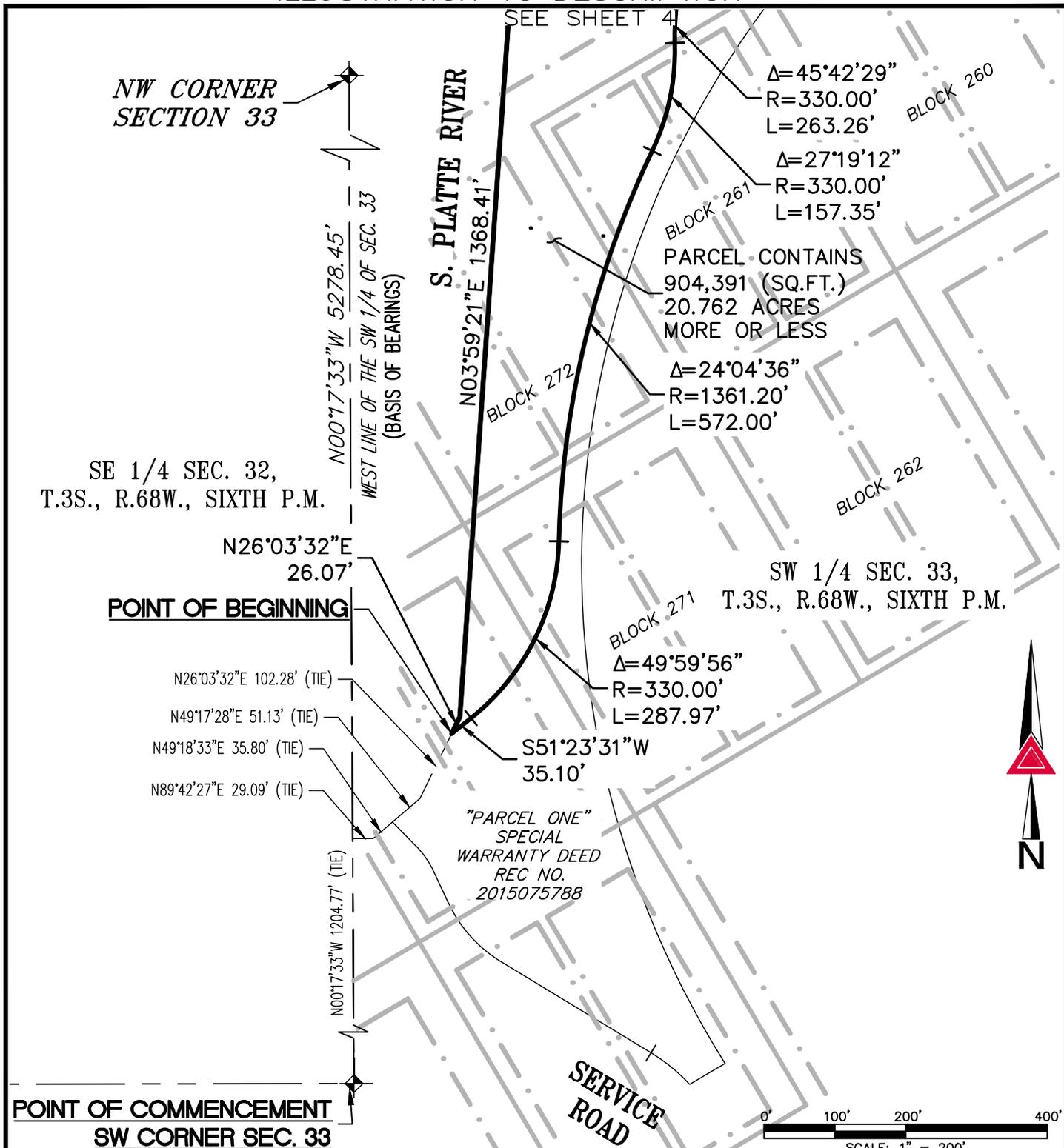
JUSTIFYING CIRCUMSTANCES:

Since the date of the approval of the existing Zone District, the City has adopted the Downtown Area Plan Amendment that provides specific plan guidance for this area of the Central Platte Valley - Auraria district. It is in the public interest for this property to be rezoned to the D-CPV-R and D-CPV-C districts to more fully implement the recommendations of the Plan Amendment than is possible under the existing zoning. In addition, the overall conditions of the city related to growth, development, and housing continue to evolve and increase rapidly. As more residents and businesses move towards growth centers such as Downtown, the proposed rezoning contributes to the expansion of Denver's dense, vibrant, mixed use urban core.

THE PROPOSED MAP AMENDMENT IS CONSISTENT WITH THE DESCRIPTION OF THE APPLICABLE NEIGHBORHOOD CONTEXT, AND WITH THE STATED PURPOSE AND INTENT OF THE PROPOSED ZONE DISTRICT:

The map amendment applies D-CPV-R along the South Platte River edge of the property, as the intent of that Zone District. The map amendment also applies D-CPV-C to the interior zone of the property along the railroad as is intended for the higher intensity district and in compliance with the Downtown Area Plan. The proposed map amendment is consistent with the stated purpose and intent of the D-CPV-R and D-CPV-C zone districts. The D-CPV-R district is intended to allow for an overall lower intensity district with active South Platte Riverfront that is accessible to the public and allows a range of uses from passive recreation to residential to eating and drinking establishments. It is appropriately located within 1-1.5 blocks from the edge of the South Platte River. The D-CPV-C district is intended to have the highest intensity of the CPV-Auraria districts and is focused on the flexibility to accommodate the greatest variety of employment, commercial, entertainment, and residential uses. It is appropriately located within 2-3 blocks from two existing transit stations and the Consolidated Main Line.

ILLUSTRATION TO DESCRIPTION



POINT OF COMMENCEMENT
SW CORNER SEC. 33

NOTE: THIS DRAWING DOES NOT REPRESENT A MONUMENTED LAND SURVEY AND IS ONLY INTENDED TO DEPICT THE ATTACHED LEGAL DESCRIPTION.

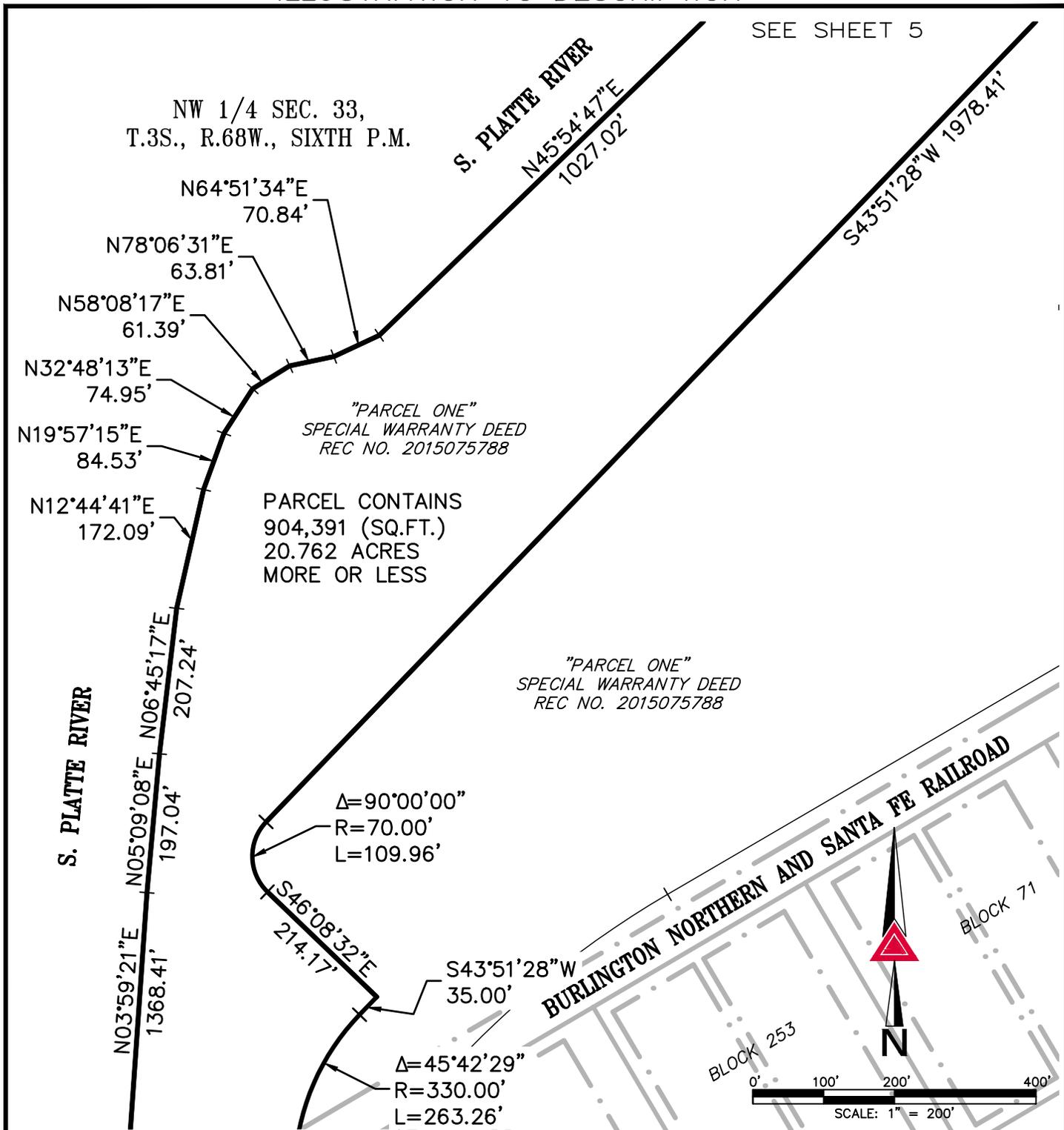
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 DWG: DED CHK: DED
 DATE: 8/10/2018
 SCALE: 1" = 200'

AZTEC
 CONSULTANTS, INC.

300 East Mineral Ave,
 Suite 1
 Littleton, Colorado 80122
 Phone: (303)713-1898
 Fax: (303)713-1897
www.aztecconsultants.com

EXHIBIT
 SW 1/4 SEC. 33, T3S, R68W, 6TH P.M.
 CITY AND COUNTY OF DENVER, CO
 JOB NUMBER 23418-17 3 OF 5 SHEETS

ILLUSTRATION TO DESCRIPTION



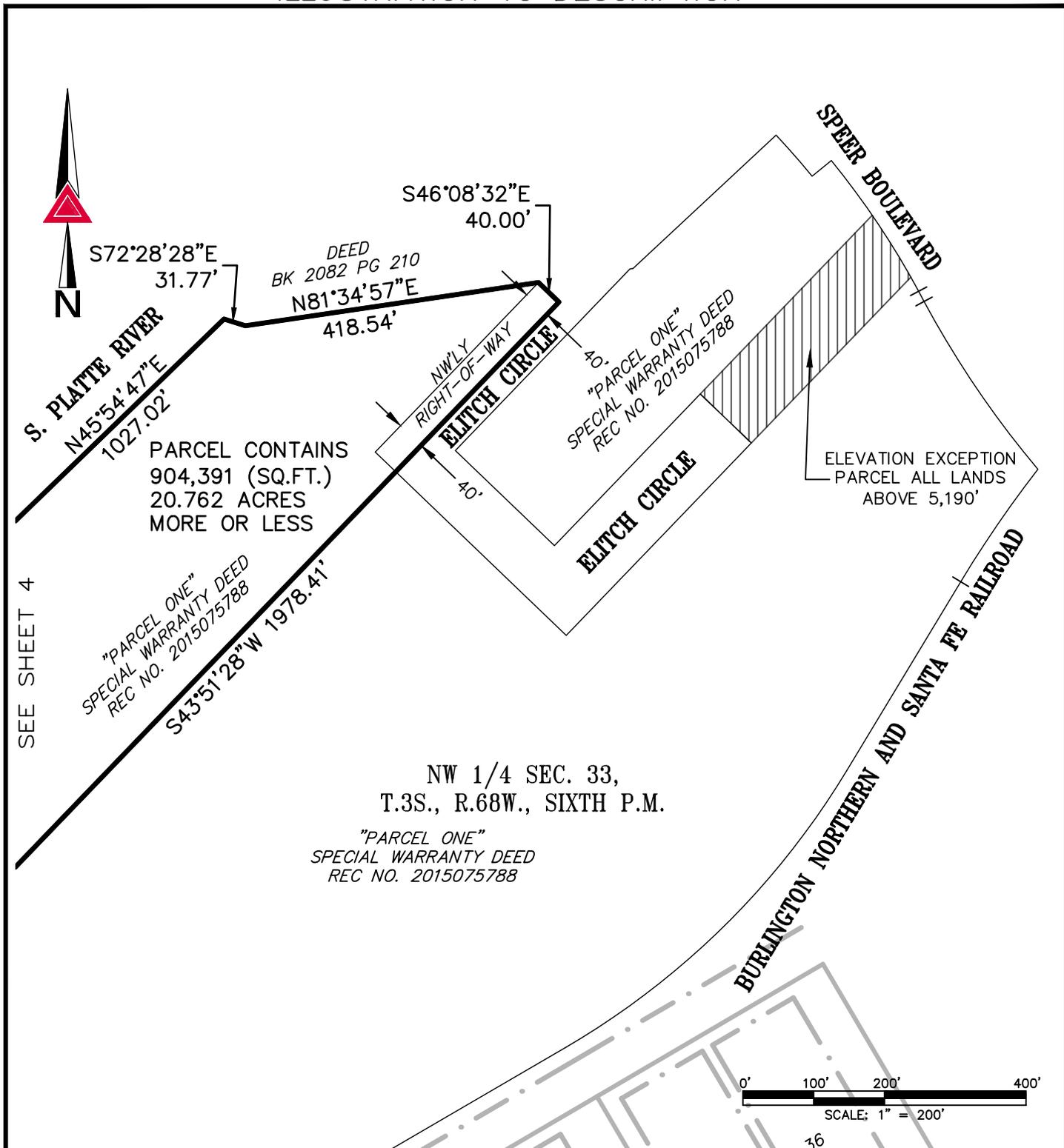
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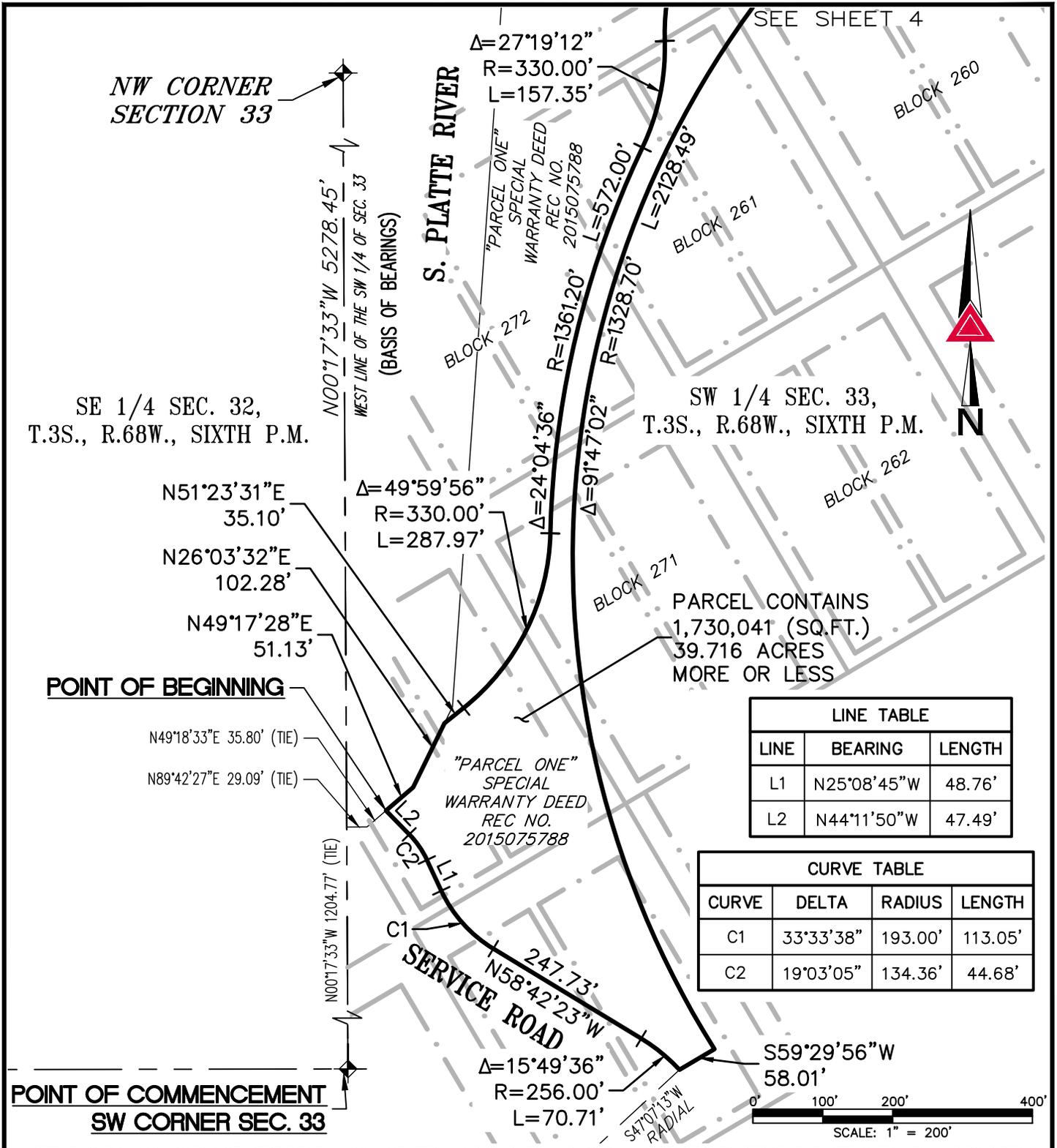
EXHIBIT

SW 1/4 SEC. 33, T3S, R68W, 6TH P.M.
 CITY AND COUNTY OF DENVER, CO

JOB NUMBER 23418-17

5 OF 5 SHEETS

ILLUSTRATION TO DESCRIPTION



NOTE: THIS DRAWING DOES NOT REPRESENT A MONUMENTED LAND SURVEY AND IS ONLY INTENDED TO DEPICT THE ATTACHED LEGAL DESCRIPTION.

PATH: Q:\23418-17\DWG\EXHIBITS
 DWG NAME: The River Mile Zone Dist 1
 DWG: DED CHK: DED
 DATE: 8/10/2018
 SCALE: 1" = 200'

300 East Mineral Ave,
 Suite 1
 Littleton, Colorado 80122
 Phone: (303)713-1898
 Fax: (303)713-1897
www.aztecconsultants.com

EXHIBIT
 SW 1/4 SEC. 33, T3S, R68W, 6TH P.M.
 CITY AND COUNTY OF DENVER, CO
 JOB NUMBER 23418-17 3 OF 5 SHEETS

ILLUSTRATION TO DESCRIPTION

NW 1/4 SEC. 33,
T.3S., R.68W., SIXTH P.M.

S. PLATTE RIVER

N43°51'28"E 1645.67'

"PARCEL ONE"
SPECIAL WARRANTY DEED
REC NO. 2015075788

PARCEL CONTAINS
1,730,041 (SQ.FT.)
39.716 ACRES
MORE OR LESS

SEE SHEET 5

S. PLATTE RIVER

"PARCEL ONE"
SPECIAL WARRANTY DEED
REC NO. 2015075788

$\Delta=90^{\circ}00'00''$

R=70.00'

L=109.96'

N46°08'32"W

214.17'

N43°51'28"E

35.00'

$\Delta=45^{\circ}42'29''$

R=330.00'

L=263.26'

941.41'

S59°43'14"W

BURLINGTON NORTHERN AND SANTA FE RAILROAD

BLOCK 71

BLOCK 253

$\Delta=91^{\circ}47'02''$

R=1328.70'

L=2128.49'



SEE SHEET 3

NOTE: THIS DRAWING DOES NOT REPRESENT A MONUMENTED LAND SURVEY AND IS ONLY INTENDED TO DEPICT THE ATTACHED LEGAL DESCRIPTION.

PATH: Q:\23418-17\Dwg\EXHIBITS
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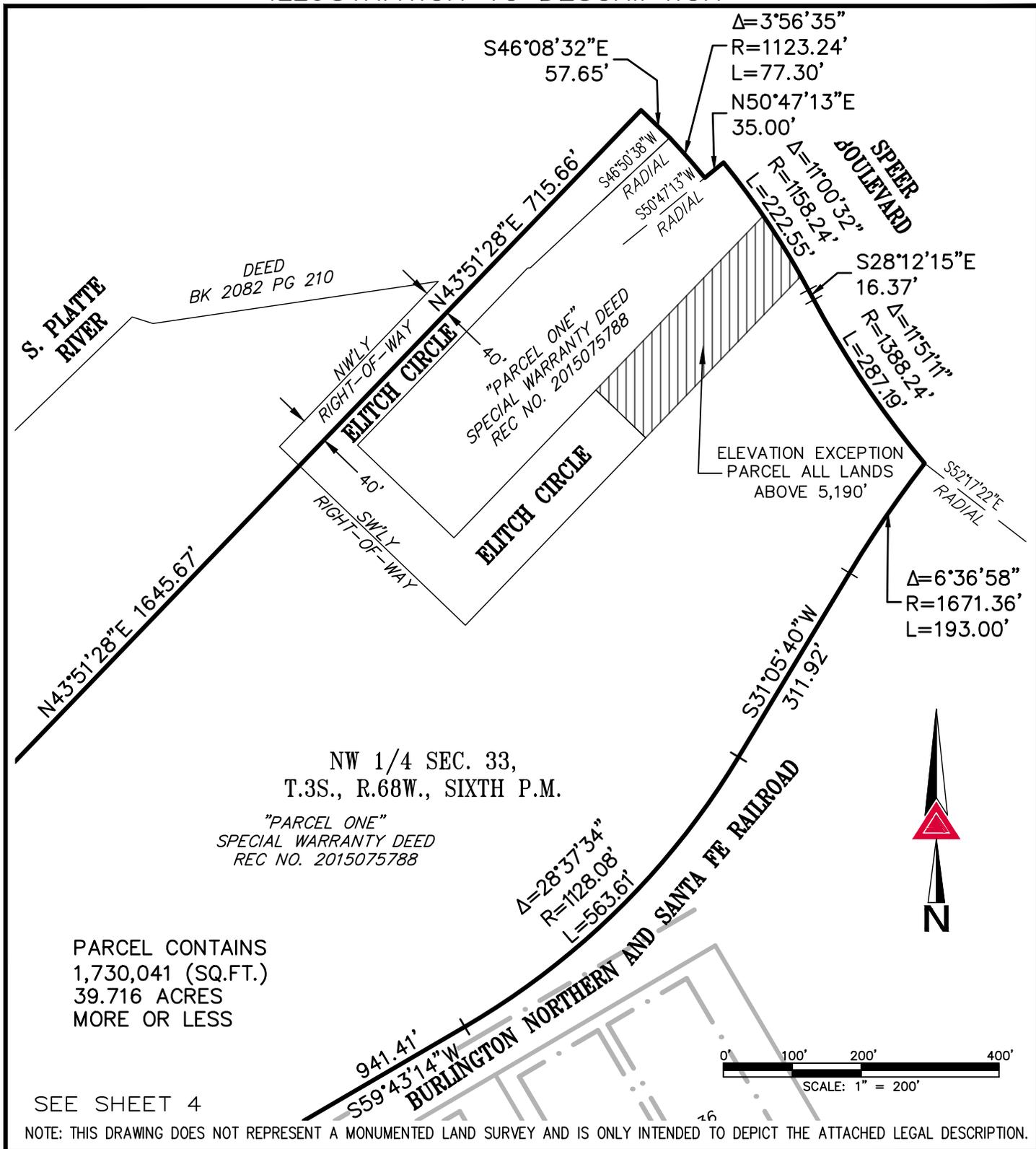
EXHIBIT

SW 1/4 SEC. 33, T3S, R68W, 6TH P.M.
CITY AND COUNTY OF DENVER, CO

JOB NUMBER 23418-17

4 OF 5 SHEETS

ILLUSTRATION TO DESCRIPTION



NW 1/4 SEC. 33,
T.3S., R.68W., SIXTH P.M.
"PARCEL ONE"
SPECIAL WARRANTY DEED
REC NO. 2015075788

PARCEL CONTAINS
1,730,041 (SQ.FT.)
39.716 ACRES
MORE OR LESS

SEE SHEET 4
NOTE: THIS DRAWING DOES NOT REPRESENT A MONUMENTED LAND SURVEY AND IS ONLY INTENDED TO DEPICT THE ATTACHED LEGAL DESCRIPTION.

| | |
|-----------|----------------------------|
| PATH: | Q:\23418-17\Dwg\EXHIBITS |
| DWG NAME: | The River Mile Zone Dist 1 |
| DWG: | DED CHK: DED |
| DATE: | 8/10/2018 |
| SCALE: | 1" = 200' |

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EXHIBIT
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CITY AND COUNTY OF DENVER, CO
JOB NUMBER 23418-17 5 OF 5 SHEETS