



DENVER
THE MILE HIGH CITY

**Community Planning and Development
Planning Services**

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TO: Denver City Council
Land Use, Transportation and Infrastructure Committee
Jeanne Robb, Chair
FROM: Deirdre Oss, AICP, Senior City Planner
Tim Watkins, AICP, Senior City Planner
DATE: March 6, 2013
RE: Official Zoning Map Amendment Application #2012I-00047
13000 East Albrook Drive
Rezoning from B-4 w/wvrs UO-1 and UO-2 to S-MX-2

Staff Report and Recommendation

Based on the criteria for review in the Denver Zoning Code, Staff recommends approval for Application #2012I-00047 for a rezoning from B-4, w/wvrs UO-1 and UO-2 to S-MX-2.

Request for Rezoning

Application: #2012I-00047
Address: 13000 East Albrook Drive
Neighborhood/Council District: Montbello Neighborhood / Council District 11
RNOs: Montbello United Neighbors, Alliance for Justice,
Northern Airport Corridor Association, Montbello 20-20,
Far Northeast Neighbors, Northern Corridor Coalition
Area of Property: 39,239.48 SF or .90 acres
Current Zoning: B-4, w/wvrs UO-1 and UO-2
Proposed Zoning: S-MX-2
Property Owner(s): St. Kieran Organics
Owner Representative: Christopher Willis

Summary of Rezoning Request

The site is located in the southwest corner of the Montbello neighborhood within Council District 11 in Northeast Denver. The property is located mid-block along Albrook Drive between Tulsa Court to the west and Crown Boulevard to the East – at roughly the 46th Avenue alignment. The site is currently a vacant lot that is situated next existing commercial and light industrial uses.



The property owner requests rezoning to S-MX-2 to better fit with surrounding mixed use character, including adjacent commercial and light industrial south of Albrook, and residential development north of Albrook. S-MX-2 applies Denver's current zoning code to the property with an appropriate scale and mix of uses for the area. S-MX-2 allows for Plant Nursery with aquaculture as an accessory use – the applicant's business and intended use.

The requested zone district title 'S-MX-2' is defined as the Suburban Neighborhood Context – Mixed Uses that are served primarily by local or collector streets where a building scale of 1 to 2 stories is desired. Mixed use zone districts are intended to promote safe and active pedestrian areas with diverse uses along corridors, larger sites, and at major intersections. Further details of the zone districts can be found in Article 3.2.4 of the Denver Zoning Code (DZC).

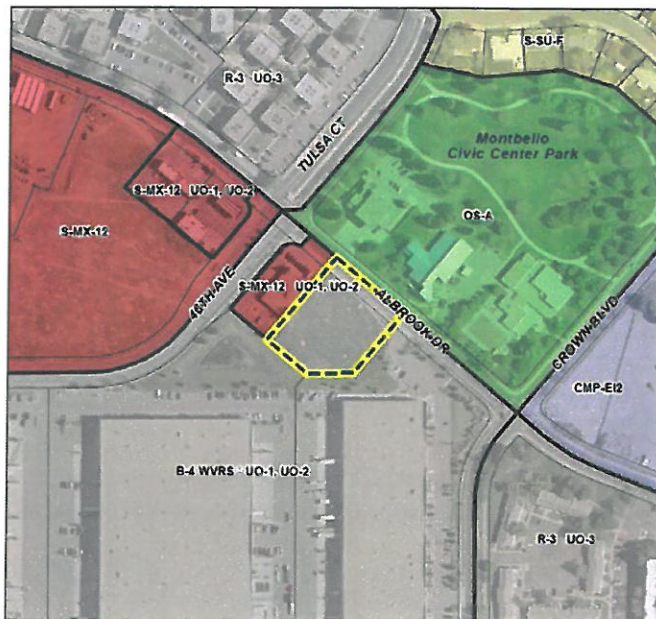
Existing Context

- The Montebello neighborhood is bounded on the north by 56th Avenue where Denver shares a boundary with Adams County. To the south is the I-70 corridor, where light industrial and commercial uses separate much of the residential areas from the freeway. The west neighborhood boundary is Peoria Street, with Chambers Road marking the east boundary.
- The neighborhood is predominantly single unit housing that is laid out in a suburban modified grid street network. A number of parks, schools, neighborhood services and churches are well distributed throughout the neighborhood, including the Montebello High School, Maxwell Elementary School and Montbello Park at the center of the neighborhood.
- About 12% of the neighborhood in the southwest corner is mixed use commercial with flex industrial, commercial and multi-family residential uses south of Albrook Drive. The north side of Albrook Drive is lined by multi-family housing and civic uses, including a fire station, library, community center and McGlone Elementary School. These commercial, civic and multi-family uses serve as a transition zone from the predominant single unit residential use to the north, to commercial / industrial uses fronting the I-70 corridor.
- The RTD Montbello Park-n-Ride is located at 12300 Albrook Drive within a quarter mile of the proposed rezoning site. Connecting bus routes include 43, 44, 45, 47X, 54, 121 and 153 .
- The existing building forms are one and two story commercial although much higher density is allowed via current zoning at the corner entry to the west of the site.

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	B-4	Vacant lot	N/A	The site is located on a large commercial block on the south side of Albrook Drive. Albrook Drive divides a suburban modified street grid to the north, and larger suburban commercial / industrial blocks to the south.
North	OS-A	Civic (fire station, library, civic center)	1 – 2 story	
South	B-4 w/wvrs	Light industrial	2 story flex space	
East	B-4 w/wvrs	Light industrial	2 story flex space	
West	S-MX-12/UO-1, UO-2	Daycare	1 story commercial	

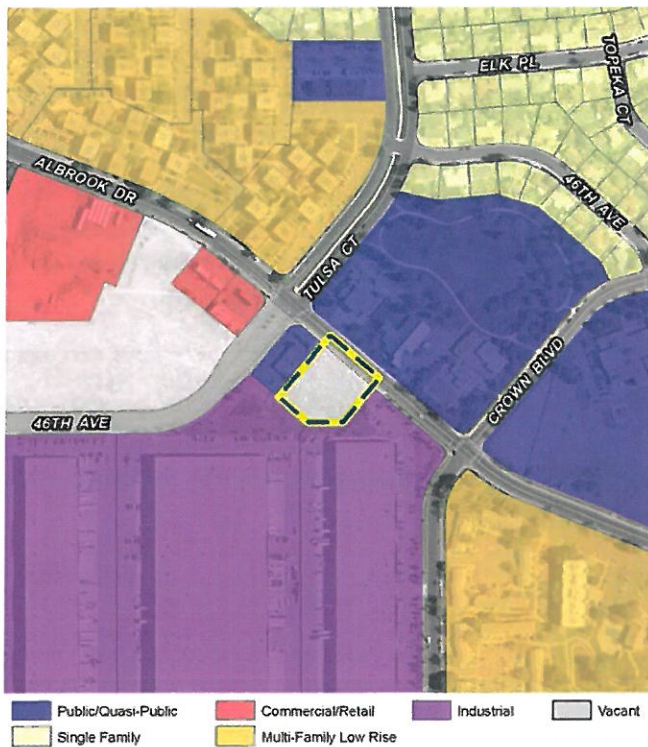
Existing Zoning



The B-4 district allows for a wide variety of consumer and business services and retail establishments. A moderate intensity of use and concentration is allowed for a wide variety of uses permitted in the district. However, the site’s B-4 zoning includes waivers that eliminated

multiple individual uses that were typical of the B-4 zoning (mirror silvering or other uniquely called out industrial uses, for example), automotive uses, all adult uses, and residential development. Since there is no billboard on the site at this time, and adding one is not encouraged, the UO-2 Billboard overlay can be eliminated. Since the original zoning ordinance 1990-546 for this parcel includes waivers that prohibit adult business on this site, the UO-1 Adult Uses Overlay is also recommended to be eliminated.

Existing Land Use Map



1. 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:

Asset Management: Approved

Denver Fire Department: No Comments

Development Services – Wastewater: No Comments

Development Services – Transportation: No Comments

Public Works – City Surveyor: Approved Legal Description

Parks and Recreation – Approved: No Comment

Public Review Process

Planning Board Notification Process

The property was legally posted for a period of 15 days announcing the March 6, 2013 Denver Planning Board public hearing, and written notification of the hearing has been sent to all affected registered neighborhood organizations and City Council members.

Registered Neighborhood Organizations (RNOs)

RNOs as listed at the top of this staff report have been advised of this application. The Denver Planning Board received public comment from Montbello 20-20, a registered neighborhood group interested in ensuring the future zoning would allow uses compatible with keeping the neighborhood safe.

Criteria for Review / Staff Evaluation

The criteria for review of this rezoning application are found in DZC, Sections 12.4.10.13 and 12.4.10.14, as follows:

DZC Section 12.4.10.13

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

DZC Section 12.4.10.14

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

1. Consistency with Adopted Plans

The applicable adopted plans for this site are Comprehensive Plan 2000, Blueprint Denver, and the 1991 Montbello/Green Valley Ranch Neighborhood Plan.

Comprehensive Plan 2000

- **Land Use Strategy 3-B** – Encourage quality infill development that is consistent with the character of the surrounding neighborhood; that offers opportunities for increased density and more amenities; and that broadens the variety of compatible uses.
- **Economic Activity, Objective 3, Strategy 3-B** - expanding economic opportunity and the City's economic base with focused efforts to retain and expand existing businesses and to attract new businesses, especially in target industries including small business and manufacturing.
- **Economic Activity, Objective 4, Strategy 4-B** - Denver's business centers to be competitive regionally, nationally and internationally, and to solidify the business identity for the Northeast Quadrant as a new, high-quality, high-technology business location, to be linked to the identity of Lowry, Stapleton, Gateway and the I-70 Corridor.

The site is at an infill location where services and infrastructure are already in place. The S-MX zone districts broaden the variety of uses currently allowed on the site. The proposed map amendment will also enable establishment of a new plant nursery business that will expand economic opportunity and the City's economic base by producing fresh vegetables year for commercial resale in the region. The rezoning is consistent with these plan recommendations.

Blueprint Denver

The Blueprint Denver plan map recommends a concept land use of *Town Center* for the site and adjacent properties on the block. Town centers are intended to meet a large variety of shopping, entertainment, service and employment needs for several neighborhoods. The site is located in an Area of Stability, and is a vacant parcel adjacent to existing industrial, commercial and multifamily residential uses where infill development compatible with the intent of Blueprint Denver classifies Albrook Drive as a mixed-use collector, a street typology indicating a mixture of access and mobility needs along the street for residential and commercial development.

The S-MX-2 zoning proposed for the site allows for a diversity of commercial and residential uses consistent with the existing mix of commercial, civic and residential uses along Albrook Drive in the Town Center.

Future Land Use



Street Classifications

Blueprint Denver classifies Albrook Drive as a residential collector, a street typology indicating a mixture of access needs along the street for residential and commercial development. Mixed use streets are located in high-intensity mixed use commercial, retail and residential areas with substantial pedestrian activity, and emphasize a variety of travel choices such as pedestrian, bicycle and transit use. The proposed rezoning to S-MX-2 is consistent with the intensity and mix of neighborhood serving retail and business uses that are intended for a multi-modal mixed-use collector street.

Montbello Neighborhood Plan (1991)

This neighborhood plan encourages retail, business and hotel development within the area that is now designated as Town Center in Blueprint Denver. Encourage retail development at neighborhood entrance at Albrook and 46th (currently zoned S-MX-12 for this reason). The Plan specifically notes a recommendation that this corner is a major entry point into neighborhood, and to encourage neighborhood serving retail shops and attractive landscaping along Albrook Drive street frontage. The Plan further encourages office and hotel, wholesale retail/warehouse uses at interior locations. S-MX-2, broadens the commercial and residential

use options for this site compared to the existing B-4 zoning, and brings the zoning more in line with a Town Center typology as expressed in Blueprint.

2. Uniformity of District Regulations and Restrictions

The proposed rezoning to S-MX-2 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 plan.

4. Justifying Circumstance

The application identifies several changed or changing conditions as the Justifying Circumstance under DZC Section 12.4.10.14.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, adopted plan recommendations state that commercial development in the area is desired. The site is vacant, and rezoning will allow for establishment of a new business that increases economic activity in the Montbello town center.

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

The Montbello neighborhood character is suburban, with a modified grid street network that serves a preponderance of single unit residential, and an emerging town center at southwest corner of the neighborhood along Albrook Drive. Albrook Drive is a mixed use arterial that generally separates residential and civic uses to the north, from commercial and mixed uses to the south. Building heights are between one and two stories, with commercial and light industrial south of Albrook Drive serving as to buffer the sound and visibility of I-70 from residential uses to the north. The proposed rezoning to S-MX-2 is consistent with the neighborhood context description.

According to the zone district intent stated in the Denver Zoning Code, the S-MX-2 district "applies to areas or intersections served primarily by local or collector streets where a building scale of 1 to 2 stories is desired" (DZC Section 3.2.4.2). The site is fronted by Albrook Drive - a mixed use collector with a high level of bus service that serves existing commercial, civic and multi-family residential uses. The street classifications and desired building heights in this area are consistent with the zone district purpose and intent statements.

Staff Recommendation

Based on the analysis set forth above, CPD staff finds that the application for rezoning the property located at 13000 East Albrook Drive to an S-MX-2 zone district meets the requisite review criteria. Accordingly, staff recommends *approval of this application*.

Planning Board Recommendation

Denver Planning Board heard this application on March 6, 2013. Following the public hearing, Planning Board unanimously approved the application, finding the proposed S-MX-2 zone district is consistent with the Denver Comprehensive Plan and applicable supplements.

Attachments

1. Application

Zone Map Amendment (Rezoning) - Application

1/26/12

PROPERTY OWNER INFORMATION*		PROPERTY OWNER(S) REPRESENTATIVE**	
<input type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION		<input checked="" type="checkbox"/> CHECK IF POINT OF CONTACT FOR APPLICATION	
Property Owner Name	St. Kieran Organics	Representative Name	Christopher Willis
Address	13000 E. Albrook Dr.	Address	1456 Clermont St.
City, State, Zip	Denver, CO 80239	City, State, Zip	Denver, CO 80220
Telephone	303.847.7679	Telephone	303.847.7679
Email	cmwillis@stkieranorganics.com	Email	cmwillis@stkieranorganics.com
<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>	
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.			
SUBJECT PROPERTY INFORMATION			
Location (address and/or boundary description):	13000 e. Albrook Dr.		
Assessor's Parcel Numbers:	162745738		
Legal Description: (Can be submitted as an attachment. If metes & bounds, a map is required.)	Koll Peoria Center FLG #1 B1 L4		
Area in Acres or Square Feet:	.90 acres		
Current Zone District(s):	B4 w/wvrs UO1 & UO2		
PROPOSAL			
Proposed Zone District:	S-MX-2		



REVIEW CRITERIA	
<p>General Review Criteria: The proposal must comply with all of the general review criteria DZC Sec. 12.4.10.13</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. 12.4.10.14</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 rezoning 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>
ATTACHMENTS	
Please check any attachments provided with this application:	
<input checked="" type="checkbox"/> Authorization for Representative <input checked="" type="checkbox"/> Proof of Ownership Document(s) <input checked="" type="checkbox"/> Legal Description <input checked="" type="checkbox"/> Review Criteria	
Please list any additional attachments:	



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
St. Kieran Organic	13000 E. Albrook Dr. Denver, CO 80239 303.847.7679 cmwillis@stkieranorga	100%	<i>Joshua J. Ferguson</i>	2/13/12	A	Yes

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St. Kieran Organics

DZC Sec. 12.4.10.13

The addition of urban greenhouses will enhance the local economy of the neighborhood surrounding the installations, bring public attention to the area and implement job creation.

The proposed rezoning is in uniformity of District Regulations and Restrictions. The proposed structures do not exceed size limitations, do not disrupt neighboring businesses and will add no waste or traffic to the area.

The general welfare and public safety will be enhanced through organic production and the availability of locally grown food items.

DZC Sec. 12.4.10.14

The proposed zone change will comply with the Denver Blue Book and Green Book. The proposed zone change will allow for a growing industry the flexibility to expand into the Montbello area. The Montbello Town Center is an area dedicated to commercial and industrial business supporting manufacturing and retail. The proposed zone change will allow for St. Kieran Organics to build a greenhouse installation dedicated to growing organic produce.

Please note St. Kieran Organics does not intend to keep the UO-1 Adult use or UO-2 Billboard overlay zone districts as St. Kieran Organics will have no need for either and do not benefit the community nor our business model.

EXHIBIT 1
LIMITED LIABILITY COMPANY OPERATING AGREEMENT
FOR
St. Kieran Organics LLC
LISTING OF MANAGERS

By a majority vote of the Members the following Managers were elected to operate the Company pursuant to ARTICLE 4 of the Agreement:

Grace Patricia S Harris
Chief Executive Manager
745 San Bruno Place
Colorado Springs, CO 80906

Christopher M Willis
Chief Marketing Manager
1456 South Clermont Street
Denver, CO 80220

Nicholas A Martinez
Chief Operating Officer, Manager
5632 South York Court
Littleton, CO 80127

The above listed Manager(s) will serve in their capacities until they are removed for any reason by a majority vote of the Members as defined by ARTICLE 4 or upon their voluntary resignation.

Signed and Agreed this 31st day of October, 2012.



Signature of Member

Printed Name Grace Patricia S Harris



Signature of Member

Printed Name Nicholas A Martinez

EXHIBIT 2

LIMITED LIABILITY COMPANY OPERATING
AGREEMENT

FOR

St. Kieran Organics LLC

LISTING OF MEMBERS

As of the 31st day of October, 2012 the following is a list of Members of the Company:

Name Grace Patricia S Harris

Percent 50%

Name Nicholas A Martinez

Percent 50%

Authorized by Member(s) to provide Member Listing as of this 31st day of October, 2012.



Signature of Member



Signature of Member

On April 9, 2009, Colorado enacted the Uniform Power of Attorney Act, C.R.S. §§ 15-14-701, *et seq.*, effective January 1, 2010. The Act significantly changes the laws concerning the use of powers of attorney in Colorado. This form is the statutory form under C.R.S. § 15-14-741 (minor stylistic changes have been made to the statutory form). The Orange Book Forms Committee is preparing a new power of attorney form, which will include optional language for custom drafting. We expect a new power of attorney form to appear in the 2011 Supplement to *Orange Book Forms*.

Because of the significant changes to Colorado's power of attorney statutes, the Orange Book Forms Committee strongly encourages all practitioners to read the new statutes in detail and become familiar with them *prior to* drafting any powers of attorney, including the new statutory form, after January 1, 2010.

STATE OF COLORADO
STATUTORY FORM POWER OF ATTORNEY

IMPORTANT INFORMATION

This power of attorney authorizes another person (your agent) to make decisions concerning your property for you (the principal). Your agent will be able to make decisions and act with respect to your property (including your money) whether or not you are able to act for yourself. The meaning of authority over subjects listed on this form is explained in the "Uniform Power of Attorney Act," Part 7 of Article 14 of Title 15, Colorado Revised Statutes.

This power of attorney does not authorize the agent to make health care decisions for you.

You should select someone you trust to serve as your agent. Unless you specify otherwise, generally the agent's authority will continue until you die, revoke the power of attorney, the agent resigns, or the agent is unable to act for you.

Your agent is entitled to reasonable compensation unless you state otherwise in the special instructions.

This form provides for designation of one agent. If you wish to name more than one agent you may name a coagent in the special instructions. Coagents are not required to act together unless you include that requirement in the special instructions.

If your agent is unable or unwilling to act for you, your power of attorney will end unless you have named a successor agent. You may also name a second successor agent.

This power of attorney becomes effective immediately unless you state otherwise in the special instructions.

If you have questions about the power of attorney or the authority you are granting to your agent, you should seek legal advice before signing this form.

DESIGNATION OF AGENT

I, Patricia S Harris DBA St Kieran Organics LLC , name the following person as my agent:

Name of agent: Christopher M Willis, Jr

Agent's address: 1456 Clermont St Denver CO 80220

Agent's telephone number: 303-847-7679

GRANT OF GENERAL AUTHORITY

I grant my agent and any successor agent general authority to act for me with respect to the following subjects as defined in the "Uniform Power of Attorney Act," Part 7 of Article 14 of Title 15, Colorado Revised Statutes:

(INITIAL each subject you want to include in the agent's general authority. If you wish to grant general authority over all of the subjects you may initial "All preceding subjects" instead of initialing each subject.)

- (XX) Real property
- (__) Tangible personal property
- () Stocks and bonds
- (__) Commodities and options
- (XX) Banks and other financial institutions
- (XX) Operation of entity or business
- (XX) Insurance and annuities
- (__) Estates, trusts, and other beneficial interests
- (XX) Claims and litigation
- (__) Personal and family maintenance
- () Benefits from governmental programs or civil or military service
- (__) Retirement plans
- () Taxes

GRANT OF SPECIFIC AUTHORITY (OPTIONAL)

My agent MAY NOT do any of the following specific acts for me UNLESS I have INITIALED the specific authority listed below:

(CAUTION: Granting any of the following will give your agent the authority to take actions that could significantly reduce your property or change how your property is distributed at your death. INITIAL ONLY the specific authority you WANT to give your agent.)

- Create, amend, revoke, or terminate an *inter vivos* trust
- Make a gift, subject to the limitations of the "Uniform Power of Attorney Act" set forth in ___ C.R.S. § 15-14-740, and any special instructions in this power of attorney
- Create or change rights of survivorship
- Create or change a beneficiary designation
- Authorize another person to exercise the authority granted under this power of attorney
- Waive the principal's right to be a beneficiary of a joint and survivor annuity, including a survivor benefit under a retirement plan
- Exercise fiduciary powers that the principal has authority to delegate
- Disclaim, refuse, or release an interest in property or a power of appointment
- Exercise a power of appointment other than: (1) The exercise of a general power of appointment for the benefit of the principal which may, if the subject of estates, trusts, and other beneficial interests is authorized above, be exercised as provided under the subject of estates, trusts, and other beneficial interests; or (2) the exercise of a general power of appointment for the benefit of persons other than the principal which may, if the making of a gift is specifically authorized above, be exercised under the specific authorization to make gifts
- Exercise powers, rights, or authority as a partner, member, or manager of a partnership, ___ limited liability company, or other entity that the principal may exercise on behalf of the

entity and has authority to delegate excluding the exercise of such powers, rights, and authority with respect to an entity owned solely by the principal which may, if operation of entity or business is authorized above, be exercised as provided under the subject of operation of the entity or business

LIMITATION ON AGENT'S AUTHORITY

An agent that is not my ancestor, spouse, or descendant MAY NOT use my property to benefit the agent or a person to whom the agent owes an obligation of support unless I have included that authority in the special instructions.

EFFECTIVE DATE December 11, 2012

This power of attorney is effective immediately unless I have stated otherwise in the special instructions.

Any person, including my agent, may rely upon the validity of this power of attorney or a copy of it unless that person knows it has terminated or is invalid.

SIGNATURE AND ACKNOWLEDGMENT

Your signature

Date

G. Patricia S Harris

12/11/12

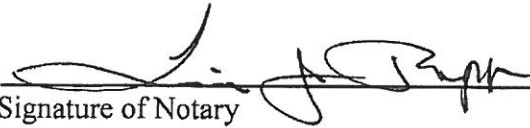
Your name printed Patricia S Harris

Your address 745 San Bruno Place Colorado Springs, Co 80906

Your telephone number 720-985-5141

State of Colorado)
) ss.
County of El Paso)

This document was acknowledged before me on 11th December 2012 (Date), by G.
Patricia Harris (Name of principal).


Signature of Notary

(Seal, if any)



My commission expires: 12/27/2015 #19994035640

This document was prepared by:

G. Patricia S. Harris



State Documentary Fee
Date: November 19, 2012
\$ 4.00

Special Warranty Deed
(Pursuant to 38-30-115 C.R.S.)

THIS DEED, made on November 19, 2012 by WESTERRA CREDIT UNION Grantor(s), of the CITY AND County of DENVER and State of COLORADO for the consideration of (\$40,000.00) *** Forty Thousand and 00/100 *** dollars in hand paid, hereby sells and conveys to ST. KIERAN ORGANICS, A COLORADO LIMITED LIABILITY COMPANY Grantee(s), whose street address is 13000 EAST ALBROOK DRIVE DENVER, CO 80239, CITY AND County of DENVER, and State of COLORADO, the following real property in the CITY AND County of Denver, and State of Colorado, to wit:

LOT 4, BLOCK 1, KOLL PEORIA CENTER FILING NO. 1, CITY AND COUNTY OF DENVER, STATE OF COLORADO.
also known by street and number as: 13000 E ALBROOK DR DENVER CO 80239

with all its appurtenances and warrants the title against all persons claiming under the Grantor(s), subject to general taxes for the year 2012 and those specific Exceptions described by reference to recorded documents as reflected in the Title Documents accepted by Grantee(s) in accordance with Record Title Matter (Section 8.1) of the Contract to Buy and Sell Real Estate relating to the above described real property; distribution utility easements, (including cable TV); those specifically described rights of third parties not shown by the public records of which Grantee(s) has actual knowledge and which were accepted by Grantee(s) in accordance with Off-Record Title Matters (Section 8.2) and Current Survey Review (Section 9) of the Contract to Buy and Sell Real Estate relating to the above described real property; inclusion of the Property within any special tax district; and other

WESTERRA CREDIT UNION

JOHN MCCLOY, CHIEF CREDIT AND ADMINISTRATIVE OFFICER

State of COLORADO)
) ss.
City and County of DENVER)

The foregoing instrument was acknowledged before me on this day of November 19, 2012 by JOHN MCCLOY, CHIEF CREDIT AND ADMINISTRATIVE OFFICER FOR WESTERRA CREDIT UNION

Witness my hand and official seal.
My commission expires 10/29/15

Notary Public

When Recorded Return to: ST. KIERAN ORGANICS, A COLORADO LIMITED LIABILITY COMPANY
13000 EAST ALBROOK DRIVE DENVER, CO 80239



My Commission Expires 10/29/2015

