

**PERMANENT NON-EXCLUSIVE EASEMENT**

[PUD #319, Super Block F]

This Permanent Non-Exclusive Easement ("Easement"), made 6<sup>th</sup> day of July, 2017 between C.P. BEDROCK LLC, a Delaware limited liability company, whose address is 224 12th Avenue, New York, NY 10001 ("Grantor" or "Owner"), and the CITY AND COUNTY OF DENVER, a home rule city and municipal corporation of the State of Colorado, whose address is 1437 Bannock Street, Denver, Colorado 80202 ("City" or "Grantee").

For and in consideration of connection to city wastewater facilities and other good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, the Grantor agrees as follows:

1. The Grantor is the owner of the real property described on **Exhibit A** attached hereto and incorporated herein (the "Property"). The Property will be served by the following privately owned wastewater facilities: storm-water drainage channel and related facilities (collectively the "Facilities").

2. The Grantor is responsible for the maintenance and service of such Facilities to ensure conformance with all applicable plans and standards approved by the City.

3. The Grantor hereby grants and conveys a permanent non-exclusive easement to the City under, in, upon, across and over the land described in **Exhibit B** attached hereto and incorporated herein ("Easement Area"), for the purpose of maintaining, repairing, and servicing the Facilities if required as set forth herein, together with any and all rights of ingress and egress, necessary or convenient to the City to accomplish such purposes.

4. The Grantor shall pay for and be responsible for all costs to construct, reconstruct, repair and maintain the Property, the Easement Area and all Facilities within the Easement Area to ensure conformance with all applicable plans and standards relating to the Facilities approved by the City. The City shall not be responsible for any construction, repairs, maintenance, cleaning, snow removal or any other services on the Property, within the Easement Area or of the Facilities.

5. If, in the sole opinion of the City's Manager of Public Works, the Facilities are not properly maintained, constructed, repaired, serviced or corrected by Grantor, the City shall give written notice to the Grantor and a reasonable opportunity to undertake and complete such required maintenance, construction, repairs, servicing or corrections. If the specified maintenance, construction, repairs, or servicing, or corrections are not made within the time designated in such notice, the City is authorized, but not required, to make or have made maintenance, construction, repairs, servicing or corrections. If the City performs such maintenance, construction, repair, servicing or correction, the City shall charge and collect the cost thereof from the Grantor. However, in cases of emergency, as solely determined by the City's Manager of Public Works, the City may choose to make immediate maintenance, servicing, repairs or corrections and to collect the cost thereof from the Grantor without prior written notice.

6. The Grantor shall in no way consider or hold the City or its personnel liable for trespass in the performance of any of the maintenance, construction, repairing, servicing, correcting or other activities referred to herein. Grantor hereby agree to defend, indemnify, reimburse and hold harmless City, its appointed and elected officials, agents and employees for, from and against all liabilities, claims, judgments, suits or demands for damages to persons or property arising out of, resulting from, or relating to the work performed under this Easement ("Claims"), unless such Claims have been specifically determined by the trier of fact to be the sole negligence or willful misconduct of the City. This indemnity shall be interpreted in the broadest possible manner to indemnify City for any acts or omissions either passive or active, irrespective of fault, including City's concurrent negligence whether active or passive, except for the sole negligence or willful misconduct of City. Grantor's duty to defend and indemnify City shall arise at the time written notice of the Claim is first provided to City regardless of whether claimant has filed suit on the Claim. Grantor's duty to defend and indemnify City shall arise even if City is the only party sued by claimant and/or claimant alleges that City's negligence or willful misconduct was the sole cause of claimant's damages. Grantor will defend any and all Claims which may be brought or threatened against City and will pay on behalf of City any reasonable expenses incurred by reason of such Claims including, but not limited to, court costs and reasonable attorney fees incurred in defending and investigating such Claims or seeking to enforce this indemnity obligation. Such payments on behalf of City shall be in addition to any other legal remedies available to City and shall not be considered City's exclusive remedy. This defense and indemnification obligation shall survive the termination of this Easement.

7. If the Grantor forms an Owners Association or special district to hold title to and/or administer the use, construction, repair, servicing and maintenance of the Facilities, the declaration or any similar instrument for any such Owners Association or special district shall clearly state that the Owners Association or the special district has joint and several financial responsibility for the maintenance and repair of such Facilities, and the indemnity provisions of this Easement.

8. This Easement shall run with the land and shall be binding upon, jointly and severally, and shall inure to the benefit of, the parties hereto, their heirs, successors, or assigns.

9. This Permanent Non-Exclusive Easement shall be recorded in the Denver County real property records.

10. Notices required hereunder shall be in writing and shall be personally delivered or mailed by registered and certified United States mail, postage prepaid, return receipt requested to the following address, or at such other addresses that may be specified in writing:

If to City:       Manager of Public Works  
                      201 W. Colfax, Department 608  
                      Denver, CO 80202

If to Grantor: C.P. Bedrock LLC  
                      224 12th Avenue  
                      NY, NY 10001  
                      Attn: General Counsel

Upon the conveyance by Grantor of fee title to all or a portion of the Property, the address of Grantor hereunder shall be deemed to be the address of the then-record owner of such portion of the Property.

11. All obligations of the City pursuant to this Easement, if any, are subject to prior appropriation of monies expressly made by the City Council for the purposes of this Easement and paid into the Treasury of the City.

[Signatures follow on next page.]



**SUPERBLOCK "F" – LEGAL DESCRIPTION - EXHIBIT A**

A PARCEL OF LAND SITUATED IN THE NORTHEAST ONE-QUARTER OF SECTION 20, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF SAID SECTION 20, WHENCE THE NORTH ONE-QUARTER CORNER OF SAID SECTION 20 BEARS SOUTH 89°37'19 WEST A DISTANCE OF 2654.03 FEET, SAID LINE BEING THE BASIS OF BEARINGS FOR THIS DESCRIPTION:

THENCE SOUTH 89°37'19" WEST ALONG SAID NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 20 A DISTANCE OF 1001.33 FEET TO A POINT;

THENCE SOUTH 00°22'41" EAST, A DISTANCE OF 83.00 FEET TO THE INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY OF GREEN VALLEY RANCH BOULEVARD AS DESCRIBED AT RECEPTION NO. R-94-00070394 AND THE WESTERLY LINE OF PENA BOULEVARD; SAID WESTERLY LINE ALSO BEING COMMON WITH THE WEST LINE OF THAT CERTAIN PARCEL OF LAND DESCRIBED IN QUITCLAIM DEED RECORDED ON JANUARY 28, 1998 AT RECEPTION NO. 9800013247; SAID POINT ALSO BEING ON AN 8640.00 FOOT RADIUS CURVE TO THE LEFT WHOSE CHORD BEARS SOUTH 00°22'36" WEST, A DISTANCE OF 135.89 FEET; SAID POINT ALSO BEING THE **POINT OF BEGINNING**;

THENCE SOUTHERLY, ALONG SAID CURVE TO THE LEFT HAVING A RADIUS OF 8640.00 FEET, A CENTRAL ANGLE OF 00°54'04", AN ARC LENGTH OF 135.89 FEET TO A POINT OF TANGENCY;

THENCE SOUTH 00°04'03" EAST ALONG SAID WESTERLY LINE OF PENA BOULEVARD, A DISTANCE OF 1370.57 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF BOLLING DRIVE AS SHOWN ON GATEWAY PARK IV-FILING NO. 5 RECORDED AT RECEPTION NO. 2000051305, SAID POINT ALSO BEING ON THE EASTERLY RIGHT-OF-WAY LINE OF AIRPORT WAY ALSO SHOWN ON SAID GATEWAY PARK IV-FILING NO. 5;

THENCE DEPARTING FROM SAID WESTERLY RIGHT-OF-WAY AND CONTINUING SOUTH 89°22'37" WEST ALONG THE SAID NORTHERLY RIGHT-OF-WAY LINE FOR BOLLING DRIVE, A DISTANCE OF 925.19 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY OF MEMPHIS STREET AS SHOWN ON DENVER CONNECTION WEST FILING NO. 1 RECORDED AUGUST 12, 2016 AT RECEPTION NO. 2016106834;

THENCE DEPARTING FROM SAID NORTHERLY RIGHT-OF-WAY AND CONTINUING NORTHERLY ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF MEMPHIS STREET THE FOLLOWING FOUR (4) COURSES;

NORTH 00°22'41" WEST, A DISTANCE OF 1388.21 FEET;

NORTH 12°03'45" EAST, A DISTANCE OF 60.34 FEET;

NORTH 00°22'40" WEST, A DISTANCE OF 48.14 FEET;

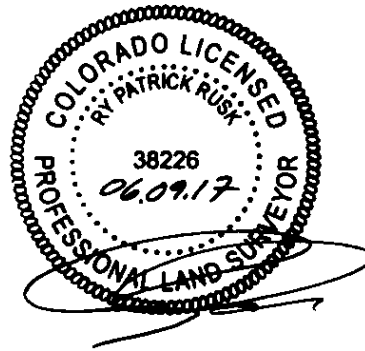
NORTH 44°37'19" EAST, A DISTANCE OF 21.35 FEET TO A POINT ON SAID SOUTHERLY RIGHT-OF-WAY OF GREEN VALLEY RANCH BOULEVARD;

THENCE NORTH 89°37'19" EAST, A DISTANCE OF 906.31 FEET TO THE POINT OF BEGINNING;

SAID PARCEL OF LAND CONTAINING 1,400,388 SQUARE FEET, OR 32.15 ACRES, MORE OR LESS.

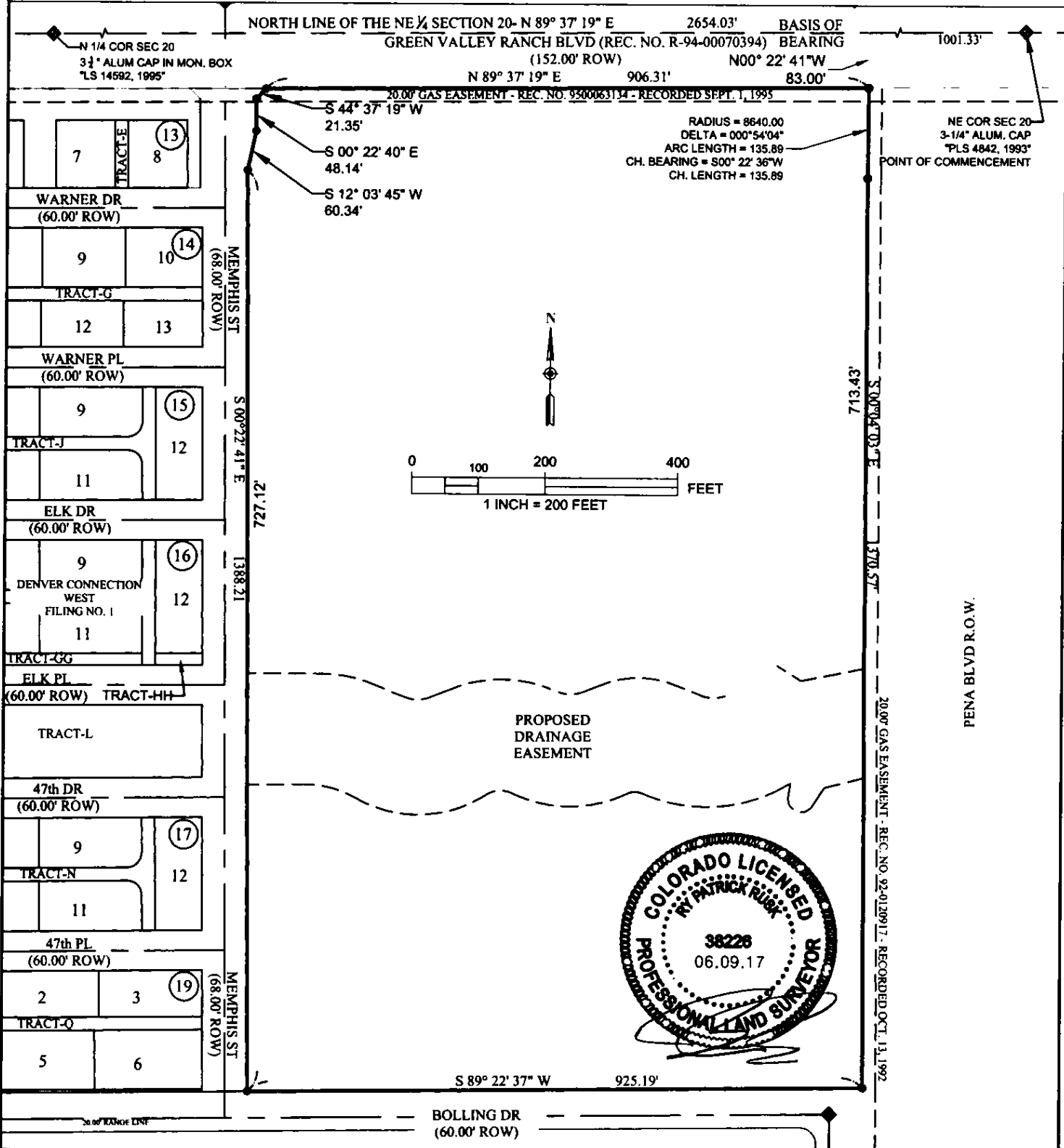
LEGAL DESCRIPTION STATEMENT:

I, RY PATRICK RUSK, A REGISTERED PROFESSIONAL LAND SURVEYOR IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE LEGAL DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF ARE CORRECT.



RY PATRICK RUSK  
PLS No. 38226  
FORESIGHT WEST SURVEYING, INC.  
4955 IRIS STREET  
WHEAT RIDGE, CO 80033  
303.901.0479  
JUNE 9, 2017

# EXHIBIT A- SUPERBLOCK F



Revision:0 06.09.17  
 Compiled By:Rusk  
 Checked By:Scott  
 Job Number:20160011

**THIS ILLUSTRATION DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED LEGAL DESCRIPTION.**

**EXHIBIT A  
 SUPERBLOCK "F"  
 NE ¼ OF SECTION 20, TOWNSHIP 3 SOUTH,  
 RANGE 66 WEST OF THE 6TH P.M., CITY  
 AND COUNTY OF DENVER,  
 STATE OF COLORADO**

**FWS FORESIGHT WEST SURVEYING INC.**

4955 Iris Street  
 Wheat Ridge, Colorado 80033  
 303.501.4140

**DRAINAGE EASEMENT – LEGAL DESCRIPTION - EXHIBIT B**

A DRAINAGE EASEMENT SITUATED IN THE NORTHEAST ONE-QUARTER OF SECTION 20, TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

**COMMENCING** AT THE NORTHEAST CORNER OF SAID SECTION 20, WHENCE THE NORTH ONE-QUARTER CORNER OF SAID SECTION 20 BEARS SOUTH 89°37'19" WEST A DISTANCE OF 2654.03 FEET, SAID LINE BEING THE BASIS OF BEARINGS FOR THIS DESCRIPTION:

THENCE SOUTH 89°37'19" WEST ALONG SAID NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 20 A DISTANCE OF 1001.33 FEET TO A POINT;

THENCE SOUTH 00°22'41" EAST, A DISTANCE OF 83.00 FEET TO THE INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY OF GREEN VALLEY RANCH BOULEVARD AS DESCRIBED AT RECEPTION NO. R-94-00070394 AND THE WESTERLY LINE OF PENA BOULEVARD; SAID WESTERLY LINE ALSO BEING COMMON WITH THE WEST LINE OF THAT CERTAIN PARCEL OF LAND DESCRIBED IN QUITCLAIM DEED RECORDED ON JANUARY 28, 1998 AT RECEPTION NO. 9800013247; SAID POINT ALSO BEING ON AN 8640.00 FOOT RADIUS CURVE TO THE LEFT WHOSE CHORD BEARS SOUTH 00°22'36" WEST, A DISTANCE OF 135.89 FEET;

THENCE SOUTHERLY, ALONG SAID CURVE TO THE LEFT HAVING A RADIUS OF 8640.00 FEET, A CENTRAL ANGLE OF 00°54'04", AN ARC LENGTH OF 135.89 FEET TO A POINT OF TANGENCY;

THENCE SOUTH 00°04'03" EAST ALONG SAID WESTERLY LINE OF PENA BOULEVARD, A DISTANCE OF 737.09 FEET TO THE TRUE **POINT OF BEGINNING**;

THENCE CONTINUING ALONG SAID WESTERLY LINE, SOUTH 00°04'03" EAST A DISTANCE OF 165.13 FEET;

THENCE DEPARTING FROM SAID WESTERLY LINE, SOUTH 75°41'52" WEST A DISTANCE OF 61.10 FEET;

THENCE SOUTH 32°51'44" WEST A DISTANCE OF 33.06 FEET;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 19.90 FEET, A CENTRAL ANGLE OF 156°10'02", AN ARC LENGTH OF 54.25 FEET AND HAVING A CHORD THAT BEARS NORTH 69°03'15" WEST A DISTANCE OF 38.95 FEET TO A POINT OF TANGENCY;

THENCE NORTH 09°01'47" EAST A DISTANCE OF 19.95 FEET;

THENCE SOUTH 61°14'03" WEST A DISTANCE OF 12.63 FEET;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 241.39 FEET, A CENTRAL ANGLE OF 052°07'58", AN ARC LENGTH OF 219.64 FEET AND HAVING A CHORD THAT BEARS SOUTH 87°18'02" WEST A DISTANCE OF 212.14 FEET TO A POINT OF REVERSE CURVATURE;



THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 27.09 FEET, A CENTRAL ANGLE OF 049°14'53", AN ARC LENGTH OF 23.29 FEET AND HAVING A CHORD THAT BEARS SOUTH 88°44'35" WEST A DISTANCE OF 22.58 FEET TO A POINT OF REVERSE CURVATURE;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 199.64 FEET, A CENTRAL ANGLE OF 051°21'28", AN ARC LENGTH OF 178.95 FEET AND HAVING A CHORD THAT BEARS SOUTH 89°52'35" WEST A DISTANCE OF 173.02 FEET TO A POINT OF REVERSE CURVATURE;

THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 39.42 FEET, A CENTRAL ANGLE OF 058°39'24", AN ARC LENGTH OF 40.35 FEET AND HAVING A CHORD THAT BEARS SOUTH 86°18'19" WEST A DISTANCE OF 38.61 FEET TO A POINT OF REVERSE CURVATURE;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 190.00 FEET, A CENTRAL ANGLE OF 062°29'15", AN ARC LENGTH OF 207.22 FEET AND HAVING A CHORD THAT BEARS SOUTH 88°13'15" WEST A DISTANCE OF 197.10 FEET TO A POINT OF REVERSE CURVATURE;

THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 154.44 FEET, A CENTRAL ANGLE OF 030°08'09", AN ARC LENGTH OF 81.23 FEET AND HAVING A CHORD THAT BEARS NORTH 75°36'12" WEST A DISTANCE OF 80.30 FEET TO A POINT OF TANGENCY;

THENCE SOUTH 89°19'44" WEST, A DISTANCE OF 85.36 FEET TO A POINT ON THE EAST LINE OF MEMPHIS STREET AS RECORDED UNDER RECEPTION NO. 2016106834;

THENCE ALONG SAID EAST LINE, NORTH 00°22'41" WEST A DISTANCE OF 168.18 FEET;

THENCE DEPARTING FROM SAID EAST LINE, NORTH 00°00'00" EAST A DISTANCE OF 112.70 FEET TO A POINT OF CURVATURE;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 200.00 FEET, A CENTRAL ANGLE OF 021°43'55", AN ARC LENGTH OF 75.86 FEET AND HAVING A CHORD THAT BEARS SOUTH 79°08'03" EAST A DISTANCE OF 75.40 FEET TO A POINT OF TANGENCY;

THENCE SOUTH 68°16'05" EAST A DISTANCE OF 55.21 FEET TO A POINT OF CURVATURE;

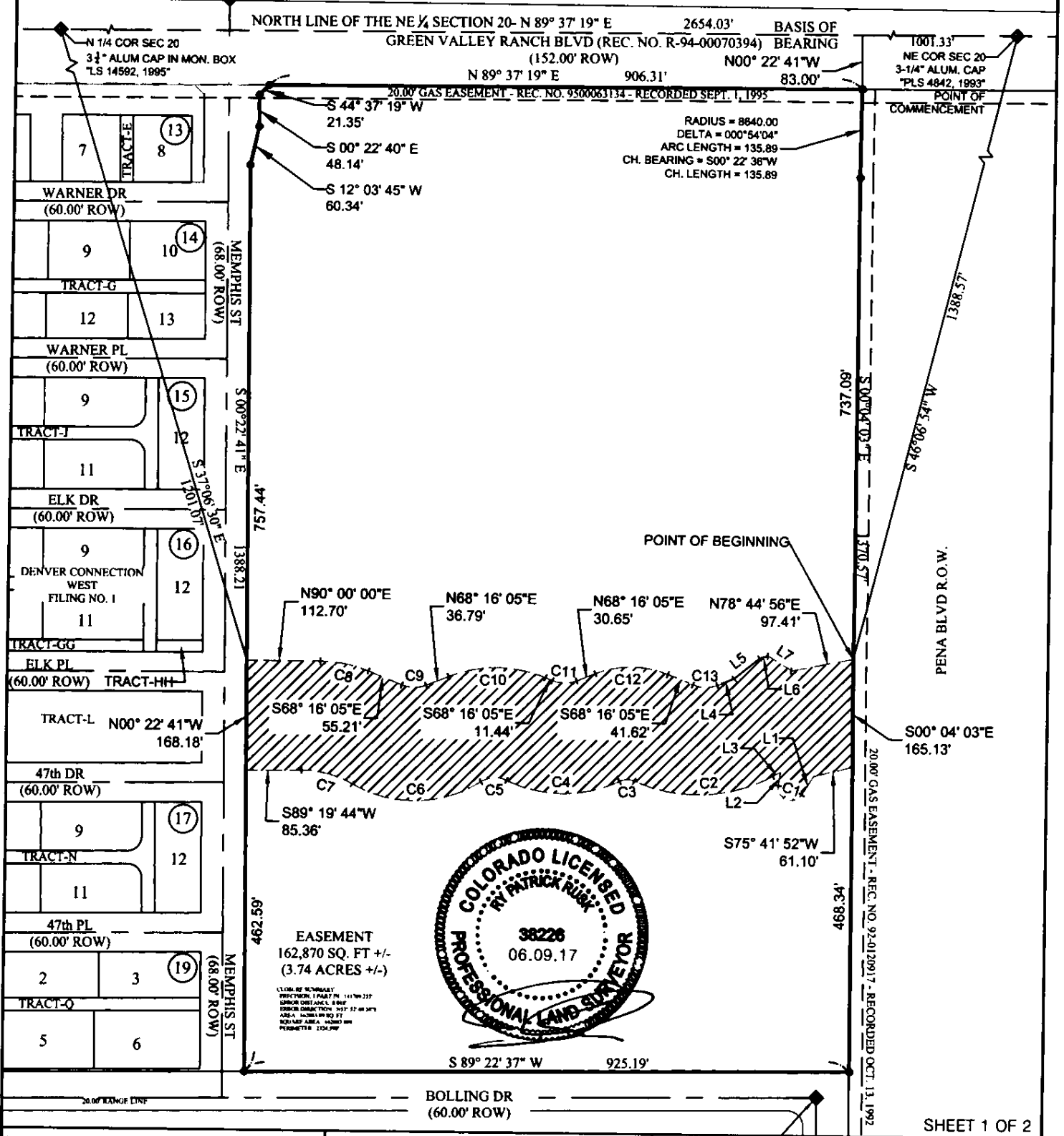
THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 50.00 FEET, A CENTRAL ANGLE OF 043°27'50", AN ARC LENGTH OF 37.93 FEET AND HAVING A CHORD THAT BEARS NORTH 90°00'00" EAST A DISTANCE OF 37.03 FEET TO A POINT OF TANGENCY;

THENCE NORTH 68°16'05" EAST A DISTANCE OF 36.79 FEET TO A POINT OF CURVATURE;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 200.00 FEET, A CENTRAL ANGLE OF 043°27'50", AN ARC LENGTH OF 151.72 FEET AND HAVING A CHORD THAT BEARS NORTH 90°00'00" EAST A DISTANCE OF 148.11 FEET TO A POINT OF TANGENCY;

THENCE SOUTH 68°16'05" EAST A DISTANCE OF 11.44 FEET TO A POINT OF CURVATURE;

# EXHIBIT B- EASEMENT



Revision:0 06.09.17  
 Compiled By:Rusk  
 Checked By:Scott  
 Job Number:20160011

THIS ILLUSTRATION DOES NOT REPRESENT A MONUMENTED SURVEY. IT IS INTENDED ONLY TO DEPICT THE ATTACHED LEGAL DESCRIPTION.

**EXHIBIT B**  
 EASEMENT OVER SUPERBLOCK "F"  
 NE ¼ OF SECTION 20, TOWNSHIP 3 SOUTH,  
 RANGE 66 WEST OF THE 6TH P.M., CITY  
 AND COUNTY OF DENVER,  
 STATE OF COLORADO

**FWS FORESIGHT WEST SURVEYING INC.**

4955 Iris Street  
 Wheat Ridge, Colorado 80033  
 303.501.4140

THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 50.00 FEET, A CENTRAL ANGLE OF 043°27'50", AN ARC LENGTH OF 37.93 FEET AND HAVING A CHORD THAT BEARS NORTH 90°00'00" EAST A DISTANCE OF 37.03 FEET TO A POINT OF TANGENCY;

THENCE NORTH 68°16'05" EAST A DISTANCE OF 30.65 FEET TO A POINT OF CURVATURE;

THENCE ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 150.00 FEET, A CENTRAL ANGLE OF 043°27'50", AN ARC LENGTH OF 113.79 FEET AND HAVING A CHORD THAT BEARS NORTH 90°00'00" EAST A DISTANCE OF 111.08 FEET TO A POINT OF TANGENCY;

THENCE SOUTH 68°16'05" EAST A DISTANCE OF 41.62 FEET TO A POINT OF CURVATURE;

THENCE ALONG A CURVE TO THE LEFT HAVING A RADIUS OF 50.00 FEET, A CENTRAL ANGLE OF 043°27'50", AN ARC LENGTH OF 37.93 FEET AND HAVING A CHORD THAT BEARS NORTH 90°00'00" EAST A DISTANCE OF 37.03 FEET TO A POINT OF TANGENCY;

THENCE NORTH 68°16'05" EAST A DISTANCE OF 27.95 FEET;

THENCE NORTH 50°40'33" EAST A DISTANCE OF 50.16 FEET;

THENCE NORTH 72°33'20" EAST A DISTANCE OF 12.50 FEET;

THENCE SOUTH 57°44'01" EAST A DISTANCE OF 42.66 FEET;

THENCE NORTH 78°44'56" EAST A DISTANCE OF 97.41 FEET TO THE POINT OF BEGINNING;

SAID PARCEL OF LAND CONTAINING 162,870 SQUARE FEET, OR 3.74 ACRES, MORE OR LESS.

LEGAL DESCRIPTION STATEMENT:

I, RY PATRICK RUSK, A REGISTERED PROFESSIONAL LAND SURVEYOR IN THE STATE OF COLORADO, DO HEREBY STATE THAT THE ABOVE LEGAL DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED UNDER MY RESPONSIBLE CHARGE AND ON THE BASIS OF MY KNOWLEDGE, INFORMATION AND BELIEF ARE CORRECT.

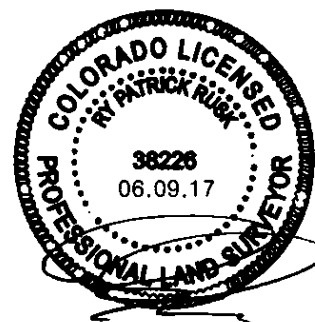
RY PATRICK RUSK  
PLS No. 38226  
FORESIGHT WEST SURVEYING, INC.  
4955 IRIS STREET  
WHEAT RIDGE, CO 80033  
303.901.0479  
JUNE 9, 2017



# EXHIBIT B- EASEMENT

Curve Table					
Curve #	Length	Radius	Delta	CHORD LENGH	CHORD BEARING
C1	54.25'	19.90'	156°10'02"	38.95'	N69° 03' 15"W
C2	219.64'	241.39'	052°07'58"	212.14'	S87° 18' 02"W
C3	23.29'	27.09'	049°14'53"	22.58'	S88° 44' 35"W
C4	178.95'	199.64'	051°21'28"	173.02'	S89° 52' 35"W
C5	40.35'	39.42'	058°39'24"	38.61'	S86° 18' 19"W
C6	207.22'	190.00'	062°29'15"	197.10'	S88° 13' 15"W
C7	81.23'	154.44'	030°08'09"	80.30'	N75° 36' 12"W
C8	75.86'	200.00'	021°43'55"	75.40'	S79° 08' 03"E
C9	37.93'	50.00'	043°27'50"	37.03'	N90° 00' 00"E
C10	151.72'	200.00'	043°27'50"	148.11'	N90° 00' 00"E
C11	37.93'	50.00'	043°27'50"	37.03'	N90° 00' 00"E
C12	113.79'	150.00'	043°27'50"	111.08'	N90° 00' 00"E
C13	37.93'	50.00'	043°27'50"	37.03'	N90° 00' 00"E

Line Table		
Line #	Length	Direction
L1	33.06'	S32° 51' 44"W
L2	19.95'	N09° 01' 47"E
L3	12.63'	S61° 14' 03"W
L4	27.95'	N68° 16' 05"E
L5	50.16'	N50° 40' 33"E
L6	12.50'	N72° 33' 20"E
L7	42.66'	S57° 44' 01"E



SHEET 2 OF 2

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