

**EAST BEND METROPOLITAN DISTRICT  
-SPECIAL BOARD MEETING-**

January 13, 2024 at 2:30 p.m.

via Zoom: <https://us06web.zoom.us/j/86541697210>

Meeting ID: 865 4169 7210

Audio Only: (720) 707-2699

<u>Board of Directors</u>	<u>Term Expires</u>
Jeffrey Kutzer	May 2025
Nicole Manning	May 2027
Michelle Hart	May 2027
Taylor Forsyth*	May 2027
Vacant	May 2025

\*Initially appointed at the December 9, 2024 Board Meeting

**AGENDA**

1. Call to Order
2. Declaration of Quorum/Disclosure Matters/Confirm Meeting Posting/Approval of Agenda
3. Public Comment
4. Administrative Matters
  - a. Appointment of Taylor Forsyth to Board of Directors
5. Consent Agenda
  - a. Approval of Meeting Minutes – December 9, 2024
6. Legal Matters
  - a. Public Improvement Acquisition from Richmond American Homes, Inc.
    - i. Resolution re Acquisition of Public Infrastructure and Acceptance of East Bend Metropolitan District Acquisition Report No. 1
7. Other Business
8. Adjourn

# RECORD OF PROCEEDINGS

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## MINUTES OF THE ANNUAL MEETING OF THE BOARD OF DIRECTORS

OF THE

EAST BEND METROPOLITAN DISTRICT

Held: December 9, 2024 at 2:30 p.m.  
Meeting held via videoconference.

### Attendance

Pursuant to Section 32-1-903(6), C.R.S., the annual meeting of the Board of Directors of the East Bend Metropolitan District was called and held as shown above in accordance with the statutes of the State of Colorado. The following Directors, having confirmed their qualifications to serve on the Board, were in attendance:

Jeffrey Kutzer  
Nicole Manning  
Michelle Hart

Absent: None.

Also in attendance were Jeffrey E. Erb, Esq. Erb Law, LLC; Brittany Barnett and Tracy McDonald, Timberline District Consulting, LLC; Nancy Bach, CliftonLarsonAllen, LLP; Taylor Forsyth and members of the public.

### Call to Order/Declaration of Quorum

A quorum of the Board was present and the Directors confirmed their continuing qualification to serve. The meeting was called to order at 2:34 p.m.

### Disclosure Matters

Conflict of interest disclosures were filed at least 72-hours prior to the meeting. No additional conflicts of interest were disclosed.

### Confirm Posting of Notice and Agenda

The meeting notice and agenda was posted no less than 24-hours prior to the meeting on the District's website.

### Presentation Regarding the Status of Public Infrastructure Projects within the District

All public improvements needed for the District are completed and walkthroughs to create punch-lists are completed. No additional projects are planned at this time.

# RECORD OF PROCEEDINGS

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Presentation Regarding the Districts Outstanding Bonds

A presentation was made regarding the District's 2024 Cash-flow Bonds, including current balance outstanding, current interest rate, a discussion of public improvement costs that were not funded by the bonds, and revenue pledged to the Bonds.

Review of Unaudited Financial Statements

The Board reviewed the District's financials, including revenue and expenses to date compared to budget, the District's balance sheet, general funds, special revenue fund, debt fund, statement of cash position and status of property tax collections.

Public Questions

There were no questions from the public.

Adjournment

There being no further business to come before the Board, and upon motion duly made, seconded and unanimously carried, the meeting was adjourned at 2:42 p.m.

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Secretary for the Meeting

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

EAST BEND METROPOLITAN DISTRICT

Held: December 9, 2023 at 2:30 p.m.  
Meeting held via videoconference.

### Attendance

The special meeting of the Board of Directors of the East Bend Metropolitan District was called and held as shown above in accordance with the statutes of the State of Colorado. The following Directors, having confirmed their qualifications to serve on the Board, were in attendance:

Jeffrey Kutzer  
Nicole Manning  
Michelle Hart

Absent: None.

Also in attendance were Jeffrey E. Erb, Esq. Erb Law, LLC; Brittany Barnett and Traci McDonald, Timberline District Consulting, LLC; Nancy Bach, CliftonLarsonAllen, LLP; Taylor Forsyth and members of the public.

### Call to Order/Declaration of Quorum

A quorum of the Board was present and the Directors confirmed their continuing qualification to serve. The meeting was called to order at 2:43 p.m.

### Disclosure Matters

Conflict of interest disclosures were filed at least 72-hours prior to the meeting. No additional conflicts of interest were disclosed.

### Confirm Posting of Notice and Approval of the Agenda

The meeting notice and agenda was posted no less than 24-hours prior to the meeting on the District's website.

Upon motion made, seconded and unanimously carried, the agenda was approved as presented.

### Public Comment

There was no public comment.

# RECORD OF PROCEEDINGS

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## Administrative Matters

Mr. Erb updated the Board on the appointment process that was completed by the County of Aurora.

Mr. Erb presented the Board with the 2025 Annual Administrative resolution for approval. The Board discussed the regular meeting schedule for 2025 and agreed on the second Monday of March, June, September, and November at 2:30 p.m. The Board then discussed officer positions and determined to have Director Hart as the President, Director Manning as the Treasurer and Director Kutzer as an assistant secretary.

Upon motion made, seconded and unanimously carried, the 2025 Annual Administrative Resolution was approved as revised.

## Consent Agenda

The Board reviewed the consent agenda, which included approval of the minutes of the May 15, 2024 meeting and ratification of actions taken in 2024 by the Board. Upon motion made, seconded and unanimously carried, the consent agenda items were approved.

## Financial Matters

The Board reviewed the claims payable through December 2024. Upon motion made, seconded and unanimously carried, the claims payable presented were approved and ratified.

The Board reviewed the financial report through September 2024. Upon motion made, seconded and unanimously carried, the financial report was accepted as presented.

The Board reviewed the 2024 amended budget and budget amendment resolution.

The public hearing on the 2024 Amended Budget was opened at 3:12 p.m. There being no public comment, the 2024 Amended Budget hearing was closed at 3:13 p.m.

Upon motion made, seconded and unanimously carried, the Board approved the Resolution re Adoption of 2024 Amended Budget.

The Board reviewed the proposed 2025 budget, including final assessed valuations, the general fund, debt service fund, and the payments to the Aurora Regional Transportation Authority. The

# RECORD OF PROCEEDINGS

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Board also discussed the need to fund the district's website, pest control, and covenant control.

The public hearing on the 2025 Budget was opened at 3:28 p.m. Public comment was made regarding the method to contact street sweepers. There being no further public comment, the 2025 Budget hearing was closed at 3:30 p.m.

Upon motion made, seconded and unanimously carried, the Board approved the Resolution re Adoption of 2025 Budget, Appropriation of Funds and Certification of the Mill Levy.

The Board reviewed the statutory requirements for the District's audit and considered the engagement of Haynie & Co. as the District's auditor. Upon motion made, seconded and unanimously carried, the Board approved the engagement of Haynie & Co. as the District's auditor.

The Board then considered the approval of CliftonLarsonAllen's Statement of Work. Upon motion made, seconded and unanimously carried, the Board approved CliftonLarsonAllen's Statement of Work.

## Legal Matters

Mr. Erb presented the 2025 Election resolution to the Board and informed the Board of the need for the 2025 Director Election. Upon motion made, seconded and unanimously carried, the Board approved the 2025 Election resolution.

The Board discussed the withdrawal of letter of interest from Melanie Foster. The Board then considered the appointment of Taylor Forsyth to the Board. Upon motion made, seconded and unanimously carried, the Board appointed Taylor Forsyth to the Board.

## Community Management /Covenant Violations

The Board reviewed the Manager's Report regarding covenant violations, including delinquent accounts. The Board then discussed District Landscaping and the payment from Richmond Homes for sod damage due to drain issues. The Board discussed future landscape improvements, including native grasses, erosion control, and additional mulch. There was discussion regarding IDES needing additional information from Richmond Homes for tract acceptances.

## Other Business

There was no other business.

# RECORD OF PROCEEDINGS

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Adjournment

There being no further business to come before the Board, and upon motion duly made, seconded and unanimously carried, the meeting was adjourned at 4:07 p.m.

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Secretary for the Meeting

DRAFT

**RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE  
EAST BEND METROPOLITAN DISTRICT**

Acquisition of Tracts A-L and Public Improvements  
(East Bend Metropolitan District Infrastructure Acquisition Report #1)

**Recitals**

A. The East Bend Metropolitan District (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado organized pursuant to the Colorado Special District Act, article 1, Title 32, C.R.S.; and

B. The District was organized in 2021 to provide for the planning, design, acquisition, construction, installation, relocation, and redevelopment of public improvements needed for the East Bend community; and

C. The District entered into the 2021-2025 Facilities Funding and Acquisition Agreement with Richmond American Homes of Colorado, Inc., dated December 10, 2021 (the “**Acquisition Agreement**”) regarding, among others, the terms of the acquisition of public improvements from Richmond American Homes of Colorado, Inc. (“**Richmond**”); and

D. The Acquisition Agreement requires the following prior to the acquisition of public improvements (the “**Improvements**”):

- a. Preliminary Acceptance of the Improvements by the City of Aurora; and
- b. Review and approval by the District’s accountant and engineer, as applicable, the following (the “**Acquisition Documents**”):
  - i. As-built drawings for the Improvements to be conveyed by the Developer;
  - ii. Lien waivers and indemnifications from each contractor verifying that all amounts due to contractors, subcontractors, material providers, or suppliers have been paid in full, in a form acceptable to the District;
  - iii. An assignment from the Developer to the District of any warranties associated with the Improvements, in a form acceptable to the District;
  - iv. Copies of all contracts, pay requests, change orders, invoices and evidence of payment of same, the final AIA payment form (or similar form approved by the District), canceled checks, and any other requested documentation to verify the amount of reimbursable Construction Costs requested;
  - v. Such other documentation, records and verifications as may reasonably be required by the District.



E. The District engaged Independent District Engineering Services, Inc., (the “**District Engineer**”) to review and prepare a report regarding the Acquisition Documents and status of the Improvements, which is contained in the East Bend Metropolitan District Infrastructure Acquisition Report #1 dated January 2025 (the “**Acquisition Report**”); and

F. The Acquisition Report states that:

- a. the District Infrastructure has been inspected for compliance with the approved construction plans;
- b. the District Infrastructure has been substantially constructed in accordance with the construction drawings; and
- c. the District Infrastructure is fit for its intended purpose.

G. The Acquisition Report further states that the infrastructure costs reviewed as part of the cost certification report were determined to be reasonable and comparable to similar projects in the Denver Metropolitan Area and that the District Engineer recommends the acquisition of the Improvements via a Bill of Sale or Deed; and

H. The District acknowledges that no additional funds will be paid to Richmond for the Improvements as part of this acquisition; and

I. Note 6 to the East Bend Subdivision Filing No. 1 plat recorded in the Arapahoe County real property records at reception number E1021308 states that “Tracts A, B, C, D, E, F, G, H, I, J, K and L are to be privately owned and maintained by a homeowners association or metropolitan district.”; and

J. There is no homeowners association in the East Bend community; and

K. The District has reviewed the Acquisition Report and has determined that it is in the best interests of the District, its residents, users and property owners to accept the Acquisition Report and the transfer of Tracts A-L and the associated Improvements.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE EAST BEND METROPOLITAN DISTRICT AS FOLLOWS:

1. Acceptance of Acquisition Report. The District accepts the Acquisition Report, and the findings and opinions of the District Engineer contained within the Acquisition Report attached as **Exhibit A**.

2. Satisfaction of Acquisition Agreement. The District determines that the terms and conditions contained in the Acquisition Agreement for the acquisition of the public improvements as set forth in the Acquisition Report have been satisfied.

3. Acceptance of Improvements. The District accepts the transfer Tracts A-L, East Bend Subdivision Filing No. 1 and the attached Improvements via a quitclaim deed in substantially the form attached as **Exhibit B**.

ADOPTED AND APPROVED this 13<sup>th</sup> day of January, 2025.

EAST BEND METROPOLITAN DISTRICT

By: \_\_\_\_\_  
President, Board of Directors

ATTEST:

By: \_\_\_\_\_  
Secretary, Board of Directors

## **EXHIBIT A**

East Bend Metropolitan District Infrastructure Acquisition Report #1 – January 2025

**EXHIBIT B**

Form Deed

# East Bend Metropolitan District Infrastructure Acquisition



**Report #1**  
**January 2025**



Independent District Engineering Services, LLC  
1626 Cole Blvd, Suite 125  
Lakewood, CO 80401  
www.idesllc.com

# East Bend Metropolitan District Infrastructure Acquisition Report #1

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January 9, 2025

East Bend Metropolitan District  
c/o McGeady Becher P.C.  
450 E. 17th Avenue, Suite 400  
Denver CO, 80203

## **EAST BEND METROPOLITAN DISTRICT INFRASTRUCTURE ACQUISITION REPORT #1**

### **INTRODUCTION**

Independent District Engineering Services, LLC (the “Engineer”) was hired by the East Bend Metropolitan District (the “District”) to provide recommendation of infrastructure acquisition based on the documents required by the Facilities Funding and Acquisition Agreement. The improvements are for the East Bend development located in the City of Aurora, Colorado. This infrastructure acquisition report summarizes the Engineer’s approach and recommendations for the project.

The infrastructure proposed for District acquisition were constructed by Richmond American Homes of Colorado, Inc. (the “Developer”). The infrastructure proposed for acquisition includes:

- Tract A Right of Way Improvements
- Tract B Right of Way Improvements
- Tract C Right of Way Improvements
- Tract D Storm Pond Improvements
- Tract E Concrete Trail Improvements, Landscape Improvements
- Tract F Park Drain Improvement, Park Amenity Improvements
- Tract G Landscape Improvements
- Tract H Landscape Improvements
- Tract I Concrete Trail Improvements
- Tract J Concrete Trail Improvements
- Tract K Concrete Trail Improvements
- Tract L Landscape and Park Amenity Improvements

A map generally depicting the infrastructure is included as Attachment A.

### **REFERENCE DOCUMENTS**

The following documents were used in determining recommendations for this report:

- Service Plan for East Bend Metropolitan District, City of Aurora, Colorado, Prepared by McGeady Becher P.C., approved August 9, 2021.
- 2021-2025 Facilities Funding and Acquisition Agreement, by and between East Bend Metropolitan District and Richmond American Homes of Colorado, Inc., dated December 10, 2021.

### **APPLICATION FOR ACQUISITION OF DISTRICT INFRASTRUCTURE REVIEW**

The Engineer reviewed the documents submitted by the Developer as part of the Facilities Funding and Acquisition Agreement. The documents reviewed will be provided to the District via a downloadable link and the Engineer’s findings are summarized below.



**Article III Section 3.4.(a) – As Built**

- The Developer has provided all applicable as-builts for the Storm Pond Improvements and landscape irrigation.

**Article III Section 3.4.(b) – Lien Waivers and Indemnification**

- Lien waivers from each contractor verifying that all amounts due to contractors, subcontractors, material providers, or suppliers have been paid in full.
  - Lien waivers were provided with the invoices that were reviewed for Cost Certification 1.
  - Landscape contract proof of payment was provided by Richmond American Homes.

**Article III Section 3.4.(c) – Assignment of Warranties**

- The Developer has not assigned all warranties associated with the Improvements in the form of a warranty agreement.
  - The developer has confirmed there are no outstanding warranties.

**Article III Section 3.4.(d) – Contracts, Pay Requests, Change Orders, and Evidence of Payment**

- IDES acquired pay requests, invoices and proof of payment for the paving and utility work certified in Cost Certification #1.
  - The Developer has provided applicable contracts.
    - Alpine Civil Construction – Paving
    - Esco Construction – Utilities
    - Clear Creek Civil - Landscape

**Article III Section 3.4.(e) – Bill of Sale**

- According to the Arapahoe County Assessor records, the infrastructure is currently owned by Richmond American Homes (Developer)
  - Recommend the execution of a bill of sale and or Deed as appropriate.

**Article III Section 3.4.(f) – Other Documents**

- The Engineer requests that the Developer provide other documents not listed in the Facilities Funding and Acquisition Agreement.
  - Paving material test reports have been provided.

**IMPROVEMENT OBSERVATION**

IDES performed a site observation for the right of way improvements on April 9, 2024, and prepared a punch list of the defective work related to the Right of Way and Storm Pond Improvements identified during the site observation. The Developer notified IDES on October 2, 2024, that punch list item corrections had been completed and provided photo documentation of the repairs. On October 11, 2024, IDES performed a site observation to confirm corrections were completed in conformance with District standards. At this time additional items of concern were noted and later observed with the Developer. On December 6, 2024, the Developer provided photographs of the repairs which were reviewed by IDES and deemed acceptable.

Landscape improvements were reviewed by the Designer of Record, Terracina Designs on October 23, 2023, and again on April 9, 2024. A punch list was provided. On June 13, 2024, representatives from Timberline District Consulting on behalf of the East Bend Metropolitan District and representatives from Richmond American Homes met to review Terracina Desings punch list report. A separate punch list report was agreed on by the parties and is attached as Exhibit B. As stated in Exhibit B, Timberline reviewed the status of the punch list items and confirmed all corrections had been made to the satisfaction of the District.



## RECOMMENDATION

Subject to the level of analysis noted in this report it is in the Engineers professional opinion that the District Infrastructure has been inspected for compliance with the approved construction plans; the District Infrastructure has been substantially constructed in accordance with the construction drawings; and the District Infrastructure is fit for its intended purpose. The infrastructure costs reviewed as part of the cost certification report were determined to be reasonable and comparable to similar projects in the Denver Metropolitan Area.

The Engineer recommends acquisition of the District Infrastructure subject to the following:

1. Execution of a Bill of Sale and or Deed as appropriate.

Should you have any questions or require further information please feel free to contact us.

Respectfully Submitted,  
Independent District Engineering Services, LLC



Brandon Collins, PE

Attachments

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# Attachment A

## Site Map





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# Attachment B

## Landscape

## Certification





January 9, 2025

Richmond American Homes  
4350 S. Monaco Street  
Denver, CO 80237

The following punch list items were walked for completion.

EAST BEND METROPOLITAN DISTRICT  
AGREED UPON PUNCH LIST ITEMS  
FOR RICHMOND AMERICAN HOMES TO ACHIEVE COMMON AREA FINAL ACCEPTANCE

On June 13, 2024, representatives from Timberline District Consulting on behalf of East Bend Metropolitan District and representatives from Richmond American Homes met to review final acceptance reports from Terracina Design and Independent District Engineering Services regarding, respectively, landscape and concrete. Below is the agreed upon punch list between East Bend Metropolitan District and Richmond American Homes of items to be done by Richmond American Homes and, upon completion verified by Timberline District Consulting, the expectation is that a recommendation to the District Board for full and final acceptance of all common areas will be made at the next regularly held District Board meeting.

Punch list Items for Richmond from IDES report:

1. Tract A – Richmond to seal cracks noted in curb and gutter. Crack seal if cosmetic and R&R if structural.
2. Tracts B & C – Richmond to raise manhole and valve covers to match pavement elevation. Richmond notes that they are required by the City to be  $\frac{3}{4}$  inch below finish for snow removal, so this cannot be corrected. Control joints exceeding tolerances will be filled with backing rod and sealed over with proper sealant.
3. Tract D – Richmond to install signage as required, backfill retaining wall fence columns to grade.
4. Tracts E & I – Cracks will be sealed in walkways. Richmond will rout and seal cracks and R&R if structural.
5. Tracts K & J – For the walk that is not ADA compliant, that was installed as per plan. Richmond will install a “Not Handicap Accessible” sign since the elevations can’t be changed and it was built to City approved plans.
6. General – street sign posts and signs will be straightened or replaced as needed (also mentioned in Terracina report but listed only here on the punch list), evidence of TRM installation at pond overflow will be provided, as built for sewer system will be provided, pond operation and maintenance manual. Richmond has not had to previously produce an operation and maintenance manual as ponds must be maintained to plans and requests the District approve as the City has released the permit certifying it is constructed to plans.

Punch list items for Richmond from Terracina Report:

1. District and Richmond agree to walk plant material in early fall with Richmond to replace any dead plant material in common areas.
2. Richmond to have approximately 3–4-foot mulch tree rings installed around all trees not already in mulch areas.
3. Edging throughout will be pounded in as best as possible and any exposed corners of edging will be bent or ground for safety. Edger that has kinks or out of place curves will be straightened out as best as possible.
4. All missing or broken valve boxes and covers will be replaced.
5. Utility pedestals will be straightened throughout
6. Exposed orange conduit/sleeving will be cut at ground level.
7. Trash and construction material left throughout the site will be cleared.
8. Borders of rock and organic mulch in common areas that have intermixed will be straightened out.
9. Lot drainage swales in many areas between buildings has washed out the organic mulch. Richmond will install 3-inch cobblestone to replace the missing mulch as well as in those that are not washed out to create consistency.
10. ADA accessible ramp at play pit will be installed to match the plans.
11. Curb around play pit will have cracks in concrete sealed and boulders will be installed in common area outside of the curbing. Richmond to certify compaction of soils under curb per the plans was met.
12. Richmond to provide video of drain in play pit is connected to storm sewer.
13. Richmond to replace shim under ping pong table pedestal with metal shim.
14. Richmond to provide documentation on area of tree lawn on S. Andes Cir. required the trees to be relocated because they could not be installed over the sewer lines under the tree lawn.

On September 4, 2024, Timberline reviewed the status of these punch list items on site. Based on the site visit, all above punch list items have been completed, and the landscape and irrigation have been built according to plan. Timberline District Consulting recommends the transfer of Tracts A-K to East Bend Metropolitan District.

Thank you,

*Brittany Barnett*

Brittany Barnett  
President

## QUITCLAIM DEED

THIS DEED is made as of this \_\_\_ day of January, 2025, by and between RICHMOND AMERICAN HOMES OF COLORADO, INC., a Delaware corporation whose address is 4350 S. Monaco Street, Denver, CO 80237 (the “**Grantor**”) and the EAST BEND METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado whose address is c/o Erb Law, LLC, 8480 E. Orchard Road, Suite 3650, Greenwood Village, CO 80111 (the “**Grantee**”).

WITNESSETH, that the Grantor, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, has remised, released, sold and quitclaimed, and by these presents does remise, release, sell and quitclaim unto the Grantee, its successors and assigns, forever, all the right, title, interest, claim and demand which the Grantor has in and to the real property, together with improvements, if any, situate, lying and being in the County of Arapahoe and State of Colorado, as more particularly described in **Exhibit A**, attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the same, together with all and singular the appurtenances and privileges thereunto belonging or in anywise thereunto appertaining, and all the estate, right, title, interest and claim whatsoever, of the Grantor, either in law or equity, to the only proper use, benefit and behoof of the Grantee and its successors and assigns forever.

IN WITNESS WHEREOF, the Grantor has executed this Deed as of the date set forth above.

**[SIGNATURE PAGES TO FOLLOW]**

GRANTOR:

RICHMOND AMERICAN HOMES OF  
COLORADO, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

STATE OF COLORADO )  
 ) ss.  
COUNTY OF \_\_\_\_\_ )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_, 2025, by \_\_\_\_\_ as the \_\_\_\_\_ of Richmond American Homes of Colorado, Inc.

Witness my hand and official seal.

My commission expires: \_\_\_\_\_

\_\_\_\_\_  
Notary Public



## **EXHIBIT A**

Tracts A, B, C, D, E, F, G, H, I, J, K and L of the East Bend Subdivision Filing No. 1, City of Aurora, County of Arapahoe, State of Colorado as recorded in the real property records of Arapahoe County, Colorado at Reception No. E1021308.

DRAFT