

CITY OF WOODLAND PARK, COLORADO

RESOLUTION NO. 656

**A RESOLUTION OF THE WOODLAND PARK CITY
COUNCIL APPROVING THE SERVICE PLAN FOR THE
PARADISE OF COLORADO METROPOLITAN DISTRICT**

WHEREAS, pursuant to Section 32-1-204.5, C.R.S., as amended, the Service Plan for the Paradise of Colorado Metropolitan District (the "Service Plan") has been submitted to the City Council; and

WHEREAS, a copy of said Service Plan is attached hereto as Exhibit "A" and is hereby incorporated by reference; and

WHEREAS, the boundaries of the proposed Paradise of Colorado Metropolitan District (the "District") are wholly contained within the boundaries of the City; and

WHEREAS, pursuant to the provisions of Title 32, Article 1, C.R.S., as amended, the City Council held a public hearing on the Service Plan for the District on March 16, 2006; and

WHEREAS, the City Council has considered the Service Plan, and all other testimony and evidence presented at the hearing.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF WOODLAND PARK, COLORADO:

1. That the hearing before the City Council was open to the public; that all interested parties were heard or had the opportunity to be heard; and that all relevant testimony and evidence submitted to the City Council was considered.
2. That evidence satisfactory to the City Council for finding each of the following was presented at the hearing:
 - a. there is sufficient existing and projected need for organized service in the area to be served by the District;
 - b. the existing service in the area to be served by the District is inadequate for present and projected needs;
 - c. the District is capable of providing economical and sufficient service to the area within its proposed boundaries; and

d. the area to be included within the District has, or will have, the financial ability to discharge the proposed indebtedness on a reasonable basis.

3. That the City Council hereby determines that the requirements of Sections 32-1-202(2), C.R.S., relating to the filing of the Service Plan for the District, and the requirements of Section 32-1-204.5, C.R.S., relating to the approval by the City Council have been fulfilled in a timely manner.

4. That the City Council does hereby approve the Service Plan for the District as submitted.

5. That a certified copy of this Resolution shall be filed in the records of the City and the Teller County Clerk and Recorder, and submitted to the petitioners under the Service Plan for the purpose of filing in the District Court of Teller County.

6. That nothing herein limits the City's powers with respect to the District, the property within the District, or the improvements to be constructed by the District.


7. That this Resolution shall go into effect as of the date and time of its approval by the Council.

Adopted this 16th day of March, 2006.




Mayor

ATTEST:



City Clerk

APPROVED AS TO FORM:



City Attorney

SERVICE PLAN
FOR
PARADISE OF COLORADO METROPOLITAN DISTRICT

City of Woodland Park, Colorado

Prepared for Paradise Estates, Inc., a Colorado corporation

By

Grimshaw & Harring, P.C.

Submitted
February 6, 2006

Amended and Resubmitted
February 22, 2006

Amended and Resubmitted
March 15, 2006

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I. INTRODUCTION

A. Overview.

This Service Plan ("Service Plan"), submitted in accordance with Part 2 of the Special District Act (§ 32-1-201, *et seq.*, C.R.S.), sets forth a proposal for the formation of Paradise of Colorado Metropolitan District (the "District") which is intended to serve that area which is coextensive with Paradise of Colorado Phases 1 - 8 ("Paradise of Colorado" or the "Development"). The Development is located entirely within the boundaries of the City of Woodland Park, Colorado (the "City") and will be developed by Paradise Estates, Inc., a Colorado corporation, or its successors and/or assigns (the "Developer"), pursuant to such land and special use submittals approved by the City.

The District will be formed to assist in the funding, integration and coordination of certain metropolitan district services and facilities within and without the boundaries of the District as more fully set forth in Sections III and IV of this Service Plan, including but not limited to funding the design and construction of an approximate 365,000 gallon water tank, other water-service related facilities, drainage improvements, and certain parks or recreation-related facilities or programs within the District (collectively, such facilities and services shall be referred to herein as the "District Improvements").

It is anticipated that, upon completion, certain of the District Improvements, including but not limited to the 365,000 gallon water tank, will benefit the City and other property owners located without the boundaries of the District.

The District will authorize bonded and other indebtedness that will finance a portion of the District Improvements. (See the discussion below in Section VI, Financial Plan, concerning the District's limited debt issuance ability.)

B. Configuration and Boundaries.

The boundaries of the District include approximately 202.6 acres located entirely within the City. A legal description and boundary map of the District is attached hereto as **Exhibit A**.

At build-out, it is anticipated that the District will contain approximately 200 single family units. Projections and phasing for the District are more particularly set forth in **Exhibit B**, the Financial Plan attached to this Service Plan.

The District is currently completely undeveloped, and the current population of the District is zero. At build-out of the 200 units within the District (projected to be completed by 2018), the expected assessed valuation is estimated at approximately thirteen million dollars (\$13,000,000.00).

C. Potential Changes in Boundaries.

It is possible that additional property may be included within the District. This additional property may be under the ownership or control of persons or entities other than the Developer. It is also possible that certain property may be excluded from the boundaries of the District. Changes in boundaries shall be made in compliance with the Special District Act.

D. Existing Services and Districts

There are currently no other entities in existence in the vicinity of the Development which have the ability to undertake the design, financing, construction, operation and maintenance of the District Improvements which are needed for the Development. It is also the Developer's understanding that the City does not consider it feasible or practicable to provide the public improvements necessitated for the Development.

E. General Financial Information and Assumptions

For purposes of this Service Plan, the assessed valuation of all taxable property within the boundaries of the District is assumed to be negligible.

The estimated costs of the District Improvements are set forth in Exhibit C. The District Improvements referenced in Exhibit C are currently anticipated to be constructed in 2006-2007. The District may obtain financing for the District Improvements through the issuance of publicly or privately placed limited tax general obligation debt which may include bonds, notes, debentures, certificates, leases, loan agreements, reimbursement agreements, or other contracts ("Debt"). Debt will be payable from revenues derived from ad valorem property taxes, and from other sources. If the Developer constructs the District Improvements and conveys such District Improvements to the District in return for Debt or proceeds from Debt, prior to issuing the Debt or making such payment the District must receive the report of an independent engineer or accountant confirming that the amount of Debt or payment, as applicable, is reasonable.

The preliminary financial forecasts for the District are contained in the Financial Plan. The Financial Plan demonstrates one method which might be used by the District to finance the cost of the District Improvements. At the time Debt is proposed to be issued, alternative financial plans may be employed and be utilized by the District as long as such alternative financial plans do not result in any material economic deviation or a change in the risk to property owners. However, pursuant to § 32-1-202(2)(b), C.R.S., the Board of Directors of the District shall notify the City Council of the City of Woodland Park, Colorado ("City Council") of any alteration or revision of the proposed schedule of Debt issuance set forth in the Financial Plan.

F. Consultants

The assumptions contained within this Service Plan were derived from a variety of sources. Information regarding the present status of property within the District, as well as the current status and projected future level of services, was obtained from the Developer. Construction cost estimates were assembled by the Developer, with the assistance of JR Engineering Ltd.. Legal advice in the preparation of this Service Plan was provided by Grimshaw and Haring, P.C., which represents numerous special districts.

Consultant Contact Information:

Legal: Grimshaw and Haring, P.C.
1700 Lincoln Street, Suite 3800
Denver, CO 80203
(303) 839-3800
(303) 839-3838 Fax
Attn: Norman F. Kron, Esq.
Marcus A. McAskin, Esq.

Construction Cost Estimates: JR Engineering Ltd.
4310 Arrowswest Drive
Colorado Springs, CO 80907
(719) 593-2593

G. City's Laws and Regulations

Notwithstanding anything contained herein to the contrary, the District shall be subject to and comply with all applicable provisions of the City's Charter, municipal code, rules, regulations, standards and policies (collectively, "City Policy").

H. Dedication of Improvements

The Developer or the District shall, in accordance with City Policy, dedicate, or cause to be dedicated on its behalf, all public improvements customarily dedicated to the City free and clear of all liens and encumbrances.

As set forth in Section IV below, following acceptance of the water system and drainage facilities by the City, the City shall own the water system and drainage facilities and shall provide continuing operation and maintenance of the same. In the event that the City determines that public improvements have been constructed in accordance with City Policy, an initial acceptance letter shall be issued by the City specifying that the public improvements dedicated to the City shall be warranted for a period of one (1) or two (2) calendar years from the date of such dedication, or such other warranty period as may be required by City Policy. Following acceptance of the parks and recreation-related facilities and improvements, the District shall retain responsibility for operation and maintenance of said facilities. Currently, it is not anticipated that the City will assume any duties or obligations related to parks and recreation-related facilities and improvements within the District.

The District Improvements which are to be dedicated to the City shall be designed and constructed in accordance with applicable state and federal laws, regulations and standards, and with City Policy.

II. DESCRIPTION OF PARADISE OF COLORADO DEVELOPMENT

A. General

The overall design theme of Paradise of Colorado is a residential community. At build-out, the District will contain approximately 200 single family residential units. The Development is a large-lot residential community, with lot sizes ranging from 15,000 square feet to 92,000 square feet, and has several strong amenities, including open space, good views, and proximity to the Pike National Forest.

B. Vicinity

The Development is located in the City of Woodland Park, Colorado. The District is bounded on the north by the RE-2 High School and Elementary School (the "School Property") and on the east by the Pike National Forest, and is located east of Skyline Drive and Majestic Parkway and north and east of the Kings Crown / Paradise Valley intersection.

III. DESCRIPTION OF PROPOSED METROPOLITAN DISTRICT SERVICES

A. Need for Metropolitan District

The property contained within the boundaries of the District presently consists of undeveloped land. It is anticipated that such property will see development and construction activity in the near future pursuant to the development standards set forth in the final approved plat.

B. General Service Authority

The District will have the power and authority to provide the District Improvements identified below, all of which shall be constructed, operated and maintained in conformance with City Policy. The specific District Improvements identified as capital construction items will depend on the financial wherewithal of the District, but any one or a number of the District Improvements described below may be constructed by the District, either within or without the District. It is intended, in any event, that the District will operate and maintain the park and recreation facilities as set forth below.

(1) Water.

The design, acquisition, installation, construction, operation and maintenance of a complete water system including but not limited to, water supply and distribution systems for domestic and other public or private purposes, together with all necessary and proper facilities, equipment and appurtenances incident thereto which may include, but shall not be limited to, a storage tank, distribution mains and laterals, land and easements, together with extensions of and improvements to said water system.

(2) Storm Drainage.

The design, acquisition, installation, construction, operation and maintenance of storm drainage improvements, including storm water and detention facilities, together with all necessary, incidental and appurtenant facilities, land and easements, and all necessary extensions of and improvements to said storm drainage improvements. Storm drainage improvements installed or constructed by the District will be dedicated to the City for ownership and maintenance.

(3) Parks and Recreation.

The design, acquisition, installation, construction, operation and maintenance of public park and recreation facilities or programs including but not limited to grading, soil preparation, access to the Pike National Forest, pedestrian trails, picnic areas, common area landscaping and weed control, and other facilities, together with all necessary, incidental and appurtenant facilities, land and easements, and all necessary extensions of and improvements to said facilities or systems. The District shall dedicate all park and recreation facilities and open space improvements to the City. Currently, it is expected that such park and recreation facilities will be operated and maintained by the District, and that the City will not assume any duties or obligations related thereto.

(4) Covenant Enforcement.

The Board of Directors of the District shall have the power to furnish covenant enforcement and design review services within the District, as it is contemplated that the District will be named as the enforcement or design review entity in the declaration, rules and regulations, or any similar document containing the covenants to be enforced for the Development. The District shall have the power to provide covenant enforcement and design review services only if revenues used to provide such services are derived from the area in which the services are furnished.

(5) Legal Powers.

The powers of the District will be exercised by its Board of Directors to the extent necessary to provide the services contemplated in this Service Plan. The District Improvements, will be undertaken in accordance with, and pursuant to, the procedures and conditions contained in the Special District Act, other applicable statutes, and this Service Plan, as any or all of the same may be amended from time to time.

(6) Condemnation.

Absent prior written consent of City Council, the District shall not exercise its statutory power of eminent domain with respect to property outside its boundaries, as those boundaries may be amended from time to time.

(7) Other.

In addition to the powers enumerated above, the Board of Directors of the District shall also have the following authority:

(a) To amend this Service Plan as needed, subject to the appropriate statutory procedures provided that any material modification of this Service Plan shall be made only with the prior approval of the City Council in accordance with § 32-1-207, C.R.S.; and

(b) To forego, reschedule, or restructure the financing and construction of the District Improvements, in order to better accommodate the pace of growth, resource availability, and potential inclusions of property within the District, or if the development of the District Improvements would best be performed by another entity; and

(c) To have and exercise all rights and powers necessary or incidental to or implied from the specific powers granted to the District in this Service Plan.

IV. DESCRIPTION OF FACILITIES AND IMPROVEMENTS

The District will be permitted to exercise its statutory powers and authority as set forth herein to finance, construct, acquire, operate and maintain the District Improvements described in Section III of this Service Plan either directly or by contract. Where appropriate, the District will contract with various public and/or private entities to undertake such functions.

The District Improvements will be constructed in accordance with City Policy and this Service Plan. Detailed information for each type of improvement needed for the District is set forth in the following pages. It is important to note that modifications to the type, configuration, and location of the District Improvements may be necessary as development proceeds. Any such modifications shall be approved in advance by the City Manager. Either the District or the Developer may construct the District Improvements necessary to serve the Development.

The following sections contain general descriptions of the District Improvements which will be financed by the District.

A. General

Construction of the District Improvements will be scheduled to allow for proper sizing and phasing to keep pace with the need for service. Estimated costs associated with the District Improvements are set forth in Exhibit C to this Service Plan.

B. General Design Standards

The District Improvements will be designed and installed by the Developer or the District in conformance with applicable City Policy and any other applicable regulations of other governmental entities.

(1) Water System.

(a) Overall Plan.

The water system will be comprised of a water distribution system consisting of a water storage tank, a pressure reducing valve (PRV) station at Majestic Parkway, a PRV station at Sun Valley Drive, buried water mains, fire hydrants, valves, meters, and related appurtenances located predominately within the District's boundaries. The main components of the water system to be designed and installed by the Developer or District include the water storage tank, the PRV stations and the buried water mains that provide the connection to the Forest Edge Subdivision and a complete water main connection to King's Crown Road. The main components of the water system described above will be completed no later than August 31, 2007. When design is approved by the City and construction finalized, the water system will serve each residential tract from adjacent streets and roads. All major elements of the water system will be designed and installed by the Developer or the District. The District shall, in accordance with City Policy, dedicate the water system to the City. Following acceptance of the water system, the City shall own the water system and shall thereafter provide operation and maintenance services related to said water system.

(b) Design Criteria.

The proposed water system is expected to include pressurized water mains. Water system components will be installed in accordance with City Policy and any other applicable rules and regulations of other governmental entities having jurisdiction over the District. The proposed water system shall also be constructed in compliance with any rules, regulations or standards established by the State. The Drinking Water Design Criteria of the Colorado Department of Health will be followed where applicable. The water system will also be designed based on applicable City Policy related to applicable fire protection requirements.

(2) Storm Drainage.

The District will install or upgrade certain storm drainage improvements, which improvements will be designed to serve the Development and benefit other property located within the City, including but not limited to the School Property. The storm drainage improvements will consist of certain storm water and detention facilities to be operated and maintained in accordance with applicable City Policy and sound engineering judgment. The storm drainage improvements may be designed and installed by the Developer or the District. The storm drainage system shall be conveyed to the City.

(3) Parks and Recreation.

Any park and recreational facilities and/or services that the District determines to undertake will be constructed in accordance with plans and specifications approved by the City. All park and recreational facilities will be constructed in accordance with engineering and design requirements appropriate for the surrounding terrain and shall be compatible with City Policy or the standards of other governmental entities having jurisdiction. The District shall, in accordance with City Policy, dedicate any parks or recreation-related facilities to the City. Following acceptance of the parks or recreation-related facilities, the City shall own the same but the District shall retain sole responsibility for operation and maintenance of parks or recreation-related facilities located within the District. Currently, it is not expected that the City will assume any of these duties or obligations.

C. Estimated Cost of Facilities.

The estimated cost of the District Improvements are set forth in **Exhibit C**. The current estimated costs are approximately \$1,900,000.00, and are based on the anticipated build-out of 200 residential units. The figures provided are in 2006 dollars and represent a preliminary estimate of the actual capital costs associated with the District Improvements. Actual costs, as well as the timing and sequence of construction, may vary from the stated amounts and phasings to reflect fluctuations in general price levels, the pace and scope of improvements within the District, and other contingencies.

V. PROPOSED AND EXISTING AGREEMENTS

The District will be permitted to exercise its statutory powers and respective authority as set forth herein to finance, construct, acquire, operate and maintain the District Improvements either directly or by contract. Where appropriate, the District will contract with various public and/or private entities to undertake such functions. To the extent practicable, the District may enter into additional intergovernmental and other private agreements to better enure long-term provision of the improvements and services and effective management. Agreements may also be executed with other service providers. Such agreements are authorized pursuant to Colorado Constitution, Article XIV, Section 18(2)(a) and Sections 29-1-201, *et seq.*, C.R.S.

VI. FINANCIAL PLAN

The maximum voted interest rate on Debt will be 15%. However, the District shall not issue Debt with an interest rate in excess of 9% without the prior written consent of City Council. The estimated costs of the organization and initial operation of the District through December 31, 2006 including legal, engineering, administrative and financial services, are expected to be approximately \$50,000.00. Organizational costs may be reimbursed to the Developer by the District out of its initial revenue sources including Debt proceeds.

Exhibit C contains cost estimates for the District Improvements. Notwithstanding the cost allocations set forth in **Exhibit C**, the District shall be permitted to reallocate costs between the District Improvements as it deems necessary in its discretion. The combined total estimated cost of the District Improvements total approximately \$1,900,000.00, inclusive of contingencies. This amount may be adjusted upwards as the needs of the Development evolve, however the District will only finance those costs that can be paid taking into account the Mill Levy Cap (defined below). All cost

estimates contained in **Exhibit C** are estimates only and are subject to modification as engineering, development plans, economics, adherence to City Policy, and construction scheduling may require.

It is currently anticipated that the District will issue Debt in amounts sufficient to permit the District to construct a portion of the District Improvements. Debt will be supported by ad valorem mill levies and other available revenues of the District.

All Debt issued by the District and operations and maintenance expenses may be payable from any and all legally available revenues of the District, including general ad valorem taxes to be imposed upon all taxable property within the District, which will not exceed twenty-five (25) mills except as otherwise allowed by this Service Plan (the "Mill Levy Cap").

The Mill Levy Cap shall be subject to adjustment if the laws of the State change with respect to the assessment of property for taxation purposes, the ratio for determining assessed valuation changes, or other similar changes occur. In any of these events, the mill levy shall be automatically adjusted so that the overall tax liability of property owners neither increases nor decreases as a result of any such changes, thereby maintaining a constant level of tax receipts of the District and overall tax payments from property owners. Any Debt issued by the District must be issued in compliance with the requirements of Colorado law.

The Financial Plan demonstrates one method that might be used by the District to finance the cost of infrastructure, and references a mill levy of fifteen (15) mills dedicated to payment of Debt and five (5) mills dedicated to payment of operations and maintenance. Due to the support expected to be received from the Developer, the Financial Plan demonstrates that costs associated with the District Improvements may be met with reasonable mill levies assuming reasonable increases in assessed valuation and assuming the Development achieves the rate of build-out projected in the Financial Plan.

In addition to revenues from the District's mill levy, the District anticipates revenue from specific ownership taxes, investment income on retained amounts, and other sources, as further set forth and projected in the Financial Plan.

A. Other Financial Information

Upon approval of this Service Plan, the District will continue to develop and refine cost estimates contained herein and prepare for Debt issues. All cost estimates will be inflated to then-current dollars at the time of Debt issuance and construction. All construction cost estimates assume construction to applicable City standards.

In addition to ad valorem property taxes, and in order to offset the expenses of the anticipated construction as well as continued operation and maintenance of certain of the District Improvements, the District will also rely upon various other revenue sources authorized by law. These will include the power to assess fees, rates, tolls, penalties, or charges as provided in § 32-1-1001(1), C.R.S., as amended from time to time.

The Financial Plan does not project any significant accumulation of fund balances which might represent receipt of revenues in excess of expenditures under TABOR. To the extent annual District revenues exceed expenditures in this manner, the District will comply with the provisions of TABOR and either refund the excess or obtain voter approval to retain such amounts. Initial spending and revenue limits of the District, as well as mill levies, will be established by an election which satisfies TABOR requirements. In the discretion of the Board of Directors, the District may set up other qualifying entities to manage, fund, construct and operate facilities, services, and programs. To the

extent allowed by law, any entity created by the District will remain under the control of its Board of Directors.

B. Elections

In order to issue Debt, the District will seek the authorization of its electors to issue \$2,500,000 in Debt, the proceeds of which will provide the District Improvements contemplated by this Service Plan. While the District may be authorized to issue \$2,500,000 in Debt, the District shall not issue in excess of \$1,900,000 in Debt without the prior written approval of City Council.

The District shall call an election on the questions of setting in place the proposed financial structure as required by TABOR. This election will be conducted as provided in the Uniform Election Code of 1992, the Municipal Election Code and TABOR.

The ballot shall deal with the following topics (in several questions, but not necessarily using the exact divisions shown here):

1. Approval of taxes;
2. Approval of a maximum operational mill levy;
3. Approval of bond and other indebtedness limits;
4. Approval of a property tax revenue limit;
5. Approval of a total revenue limit;
6. Approval of fiscal year spending limits; and
7. Elimination of term limits.

C. Additional Bond Limitations.

In addition to the limitations set forth in this Service Plan, all Debt issued by the District shall also be subject to the limitations of State law. In the event of a conflict between the limitations of this Service Plan and State law, the more restrictive provision shall control.

D. Operations.

The District will require operating funds to plan and cause the District Improvements to be constructed. Additional costs to the capital costs indicated herein are expected to include: the operation and maintenance of improvements by the District from the time of their construction to the time of their acceptance by the City or others; the continued operation and maintenance of park and recreation-related improvements; and expenses related to operation of the District, such as reimbursement of legal, engineering, accounting and administrative services, preparation of budgets, audits, map filings, elections, informational filings, and the like. The first year's operating budget is estimated to be \$50,000.00, and will likely be funded through a Developer advance. Future operational revenues will be raised by an operating mill levy subject to the Mill Levy Cap. If necessary, however, the District may supplement operating revenues with additional other revenue sources as allowed by law.

E. Enterprises.

In the discretion of the Board of Directors of the District, using the procedures and criteria provided by TABOR and State law, the District may set up enterprises to manage, fund, and operate such facilities, services, and programs as may qualify for enterprise status. To the extent allowed by law, any enterprise created by the District will remain under the control of the Board of Directors of the District.

F. Conservation Trust Fund.

The District shall claim no entitlement to funds from the Conservation Trust Fund, the Great Outdoor Colorado Fund or any other grant moneys for which the City may be eligible, without the prior written consent of the City Council. Any such funds received by the District without the prior written consent of City Council shall be promptly remitted to the City.

VII. ANNUAL REPORT

The District shall be responsible for submitting an annual report to the City no later than March 1 of each year that the District is in existence. The annual report shall include information as to any of the following significant events that occurred during the preceding calendar year:

- (1) Boundary changes made or proposed.
- (2) Intergovernmental Agreements with other governmental entities entered into or proposed.
- (3) Changes or proposed changes in the District's polices.
- (4) Changes or proposed changes in the District's operations.
- (5) Any changes in the financial status of the District including revenue projections, or operating costs.
- (6) A summary of any litigation which involves the District.
- (7) Proposed plans for the year immediately following the year summarized in the annual report.
- (8) Status of the District's public improvement construction schedule.
- (9) A list of all facilities and improvements constructed by the District that have been dedicated to and accepted by the City.

In addition, the annual report shall include a summary of the following information:

- (1) Total acreage of property within the District.
- (2) The District's current outstanding Debt (stated separately for each class of debt)
- (3) The District's current debt service mill levy (stated separately for each class of debt)
- (4) The District's tax revenue.
- (5) Other revenues of the District.
- (6) Public improvement expenditures of the District.
- (7) The current assessed valuation in the District.
- (8) Other District expenditures.

VIII. DISCLOSURE

The District will use reasonable efforts to assure that all developers of the property located within the District provide written notice to all purchasers of property in the District regarding the Mill Levy Cap, as well as a general description of the District's authority to impose and collect rates, fees, tolls and charges.

IX. MODIFICATION OF THE SERVICE PLAN

Material modifications of this Service Plan, except as otherwise stated herein, shall be subject to approval by City Council in accordance with the provisions of Section 32-1-207, C.R.S.

X. CONCLUSIONS

It is submitted that this Service Plan for Paradise of Colorado Metropolitan District, as required by Section 32-1-203(2), C.R.S., has established that:

(a) There is sufficient existing and projected need for organized service in the area to be served by the District;

(b) The existing service in the area to be served by the District is inadequate for present and projected needs;

(c) The District is capable of providing economical and sufficient service to the area within its boundaries;

(d) The area included in the District does have, and will have, the financial ability to discharge the proposed indebtedness on a reasonable basis;

Therefore, it is requested that the City Council of City of Woodland Park, Colorado, which has jurisdiction to approve this Service Plan by virtue of Section 32-1-204.5, *et seq.*, C.R.S., as amended, adopt a resolution which approves this Service Plan for the Paradise of Colorado Metropolitan District as submitted, a form of which is attached hereto as **Exhibit D**.

XI. LIST OF EXHIBITS

Exhibit A: Legal Description and Boundary Map of the District

Exhibit B: Financial Plan

Exhibit C: Construction Costs

Exhibit D: Form Resolution

Exhibit A
Legal Description and Boundary Map of the District

LEGAL DESCRIPTIONS:

FOR PARADISE OF COLORADO METROPOLITAN DISTRICT

TRACT A

A TRACT OF LAND LOCATED IN SECTION 19 AND SECTION 30, TOWNSHIP 12, SOUTH, RANGE 68 WEST OF THE 6th P.M., IN THE CITY OF WOODLAND PARK, TELLER COUNTY, COLORADO, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF LOT 7, PARADISE ESTATES FILING NO. 9 AS RECORDED UNDER RECEPTION NUMBER 305148 OF THE RECORDS OF THE TELLER COUNTY, COLORADO, CLERK AND RECORDER; THENCE S 58° 34' 23" E ALONG THE NORTHERLY BOUNDARY OF SAID LOT 7, A DISTANCE OF 177.49 FEET TO THE NORTHEAST CORNER THEREOF AND ALSO BEING A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 8 AS RECORDED UNDER RECEPTION NO. 466006 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING THREE COURSES: (1) THENCE N 41° 35' 59" E, A DISTANCE OF 40.15 FEET TO AN ANGLE POINT THEREON; (2) THENCE N 21° 30' 00" E, A DISTANCE OF 296.84 FEET; (3) THENCE S 68° 40' 00" E, A DISTANCE OF 301.49 FEET TO AN ANGLE POINT IN THE BOUNDARY OF PARADISE ESTATES FILING NUMBER 7 AS RECORDED IN PLAT BOOK N AT PAGE 43-46 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING TEN COURSES: (1) THENCE N 17° 17' 14" E, A DISTANCE OF 106.96 FEET; (2) THENCE N 82° 36' 33" E, A DISTANCE OF 88.56 FEET; (3) THENCE S 15° 26' 30" E, A DISTANCE OF 175.53 FEET; (4) THENCE S 60° 00' 00" E, A DISTANCE OF 97.44 FEET; (5) THENCE N 30° 00' 00" E, A DISTANCE OF 20.00 FEET; (6) THENCE S 60° 00' 00" E, A DISTANCE OF 60.00 FEET; (7) THENCE S 30° 00' 00" W, A DISTANCE OF 50.00 FEET; (8) THENCE S 60° 00' 00" E, A DISTANCE OF 140.00 FEET; (9) THENCE S 30° 00' 00" W, A DISTANCE OF 171.82 FEET; (10) THENCE S 40° 30' 00" W, A DISTANCE OF 71.86 FEET TO A POINT ON THE BOUNDARY OF SAID PARADISE ESTATES FILING NO. 8; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING FIVE COURSES: (1) THENCE S 59° 45' 00" E, A DISTANCE OF 147.17 FEET; (2) THENCE S 30° 00' 00" W, A DISTANCE OF 257.60 FEET; (3) THENCE S 54° 00' 00" W, A DISTANCE OF 296.37 FEET; (4) THENCE S 00° 00' 00" W, A DISTANCE OF 102.80 FEET; (5) THENCE S 52° 00' 00" W, A DISTANCE OF 370.15 FEET TO A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 10 AS RECORDED UNDER RECEPTION NUMBER _____; THENCE ALONG SAID BOUNDARY, THE FOLLOWING SIX COURSES: (1) THENCE S 19° 06' 25" E, A DISTANCE OF 144.97 FEET; (2) THENCE S 12° 00' 32" E, A DISTANCE OF 176.17 FEET; (3) THENCE EASTERLY ALONG THE ARC OF A 125.00 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 05° 39' 07" (THE LONG CHORD OF WHICH BEARS N 80° 30' 56" E, A LONG CHORD DISTANCE OF 12.32 FEET), AN ARC LENGTH OF 12.33 FEET; (4) THENCE N 77° 41' 22" E, A DISTANCE OF 33.27 FEET; (5) THENCE S 12° 18' 38" E, A DISTANCE OF 50.00 FEET; (6) THENCE S 02° 29' 28" E, A DISTANCE OF 195.26 FEET TO A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 1 AS RECORDED IN PLAT BOOK H AT PAGE 43-44 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING THREE COURSES: (1) THENCE N 84° 59' 13" E, A DISTANCE OF 207.97 FEET; (2) THENCE N 77° 02' 25" E, A DISTANCE OF 349.95 FEET; (3) THENCE S 90° 00' 00" E, A DISTANCE OF 87.58 FEET TO A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 3 AS RECORDED UNDER RECEPTION NUMBER 305148 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING THREE COURSES: (1) THENCE S 81° 34' 04" E, A DISTANCE OF 151.25 FEET; (2) THENCE S 88° 20' 39" E, A DISTANCE OF 233.85 FEET; (3) THENCE S 75° 00' 00" E, A DISTANCE OF 350.00 FEET TO A POINT ON THE BOUNDARY OF THAT TRACT OF LAND AS DESCRIBED IN INSTRUMENT RECORDED IN BOOK 352 AT PAGE 333 OF SAID COUNTY

RECORDS; THENCE N 90° 00' 00" E ALONG THE BOUNDARY OF SAID TRACT, A DISTANCE OF 190.00 FEET TO A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 4 AS RECORDED UNDER RECEPTION NUMBER 311899 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING FIVE COURSES: (1) THENCE S 00° 00' 00" W, A DISTANCE OF 310.00 FEET; (2) THENCE S 46° 28' 02" E, A DISTANCE OF 188.61 FEET; (3) THENCE S 57° 00' 00" W, A DISTANCE OF 30.00 FEET; (4) THENCE SOUTHWESTERLY ALONG THE ARC OF A 230.00 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 16° 30' 38", (THE LONG CHORD OF WHICH BEARS S 48° 44' 41" W, A LONG CHORD DISTANCE OF 66.05 FEET), AN ARC LENGTH OF 66.28 FEET; (5) THENCE S 40° 29' 22" W, A DISTANCE OF 30.98 FEET TO A POINT ON THE NORTHEASTERLY RIGHT OF WAY LINE OF KINGS CROWN ROAD; THENCE S 49° 30' 38" E ALONG SAID RIGHT OF WAY LINE, A DISTANCE OF 60.00 FEET TO A POINT ON THE BOUNDARY OF LOT 1, PARADISE ESTATES FILING NO. ___ AS RECORDED UNDER RECEPTION NUMBER _____ OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID LOT, THE FOLLOWING FOUR COURSES: (1) THENCE N 40° 29' 22" E, A DISTANCE OF 30.98 FEET; (2) THENCE NORTHEASTERLY ALONG THE ARC OF A 170.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 16° 30' 38", (THE LONG CHORD OF WHICH BEARS N 48° 44' 41" E, A LONG CHORD DISTANCE OF 48.82 FEET), AN ARC LENGTH OF 48.99 FEET; (3) THENCE N 57° 00' 00" E, A DISTANCE OF 40.00 FEET; (4) THENCE S 57° 51' 17" E, A DISTANCE OF 170.62 FEET TO A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 5 AS RECORDED UNDER RECEPTION NUMBER 326400 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING SIX COURSES: (1) THENCE N 31° 00' 00" E, A DISTANCE OF 21.96 FEET; (2) THENCE NORTHEASTERLY ALONG THE ARC OF A 180.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 34° 00' 00", (THE LONG CHORD OF WHICH BEARS N 48° 00' 00" E, A LONG CHORD DISTANCE OF 105.25 FEET), AN ARC LENGTH OF 106.81 FEET; (3) THENCE N 65° 00' 00" E, A DISTANCE OF 212.59 FEET; (4) THENCE EASTERLY ALONG THE ARC OF A 230.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 31° 00' 00", (THE LONG CHORD OF WHICH BEARS N 80° 30' 00" E, A LONG CHORD DISTANCE OF 122.93 FEET), AN ARC LENGTH OF 124.44 FEET; (5) THENCE S 84° 00' 00" E, A DISTANCE OF 142.16 FEET; (6) THENCE SOUTHEASTERLY ALONG THE ARC OF A 230.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 26° 00' 00", (THE LONG CHORD OF WHICH BEARS S 71° 00' 00" E, A LONG CHORD DISTANCE OF 103.48 FEET), AN ARC LENGTH OF 104.37 FEET; THENCE N 32° 00' 00" E, A DISTANCE OF 300.00 FEET; THENCE S 90° 00' 00" E, A DISTANCE OF 609.57 FEET TO A POINT ON THE EAST LINE OF SAID SECTION 19; THENCE N 08° 16' 56" W ALONG SAID EAST LINE, A DISTANCE OF 869.40 FEET TO THE NORTHEAST CORNER OF THE SOUTH ONE-HALF OF THE SOUTHEAST ONE-QUARTER (S1/2 SE1/4) OF SAID SECTION 19; THENCE S 89° 14' 48" W ALONG THE NORTH LINE OF SAID S1/2 SE1/4, A DISTANCE OF 2515.60 FEET TO THE NORTHWEST CORNER THEREOF; THENCE N 00° 27' 34" E ALONG THE WEST LINE OF SAID SE ¼, A DISTANCE OF 324.02 FEET; THENCE N 89° 19' 04" E, A DISTANCE OF 616.58 FEET; THENCE N 01° 43' 16" W, A DISTANCE OF 646.47 FEET; THENCE N 89° 28' 06" E, A DISTANCE OF 295.98 FEET; THENCE N 02° 48' 53" W, A DISTANCE OF 323.02 FEET; THENCE N 02° 46' 19" W, A DISTANCE OF 1299.27 FEET; THENCE N 89° 48' 19" W, A DISTANCE OF 796.26 FEET; THENCE N 00° 28' 10" E, A DISTANCE OF 1307.42 FEET; THENCE S 89° 51' 02" W, A DISTANCE OF 866.71 FEET TO THE NORTHEAST CORNER OF FOREST EDGE PARK THIRD ADDITION AS RECORDED IN PLAT BOOK F AT PAGE 84 OF SAID COUNTY RECORDS; THENCE S 12° 13' 12" E ALONG THE EASTERLY BOUNDARY OF SAID SUBDIVISION, A DISTANCE OF 980.33 FEET TO AN ANGLE POINT IN THE BOUNDARY OF THAT TRACT OF LAND AS DESCRIBED IN BOOK 617 AT PAGE 280 OF SAID COUNTY RECORDS; THENCE S 74° 57' 18" W ALONG THE BOUNDARY OF SAID TRACT, A DISTANCE OF 367.97 FEET TO AN ANGLE POINT THEREON; THENCE S 39° 23' 20" W ALONG SAID BOUNDARY, A DISTANCE OF 198.67 FEET; THENCE S 32° 27' 37" W, A DISTANCE OF 331.46 FEET; THENCE S 46° 22' 20" W, A DISTANCE OF 672.49 FEET; THENCE S 58° 47' 45" W, A DISTANCE OF 123.35 FEET; THENCE S 17° 38' 58" E, A

DISTANCE OF 81.23 FEET; THENCE S 81° 41' 04" E, A DISTANCE OF 231.39 FEET; THENCE S 02° 41' 40" E, A DISTANCE OF 359.31 FEET; THENCE S 49° 41' 51" W, A DISTANCE OF 166.96 FEET; THENCE S 20° 58' 50" E, A DISTANCE OF 180.00 FEET TO AN ANGLE POINT ON THE BOUNDARY OF THUNDERBIRD ESTATES FILING NO. 1 AS RECORDED UNDER RECEPTION NUMBER 486522 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING FIVE COURSES: (1) THENCE S 15° 58' 36" E, A DISTANCE OF 190.40 FEET; (2) THENCE N 63° 41' 16" E, A DISTANCE OF 16.54 FEET; (3) THENCE NORTHEASTERLY ALONG THE ARC OF A 400.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 09° 32' 18", (THE LONG CHORD OF WHICH BEARS N 68° 27' 25" E, A LONG CHORD DISTANCE OF 66.51 FEET), AN ARC LENGTH OF 66.59 FEET; (4) THENCE S 16° 46' 26" E, A DISTANCE OF 50.00 FEET; (5) THENCE S 31° 55' 50" E, A DISTANCE OF 172.71 FEET TO AN ANGLE POINT IN THE BOUNDARY OF SAID PARADISE ESTATES FILING NO. 9; THENCE ALONG SAID BOUNDARY, THE FOLLOWING TWO COURSES: (1) THENCE N 69° 01' 01" E, A DISTANCE OF 266.50 FEET; (2) THENCE N 31° 40' 10" E, A DISTANCE OF 169.66 FEET TO THE POINT OF BEGINNING. SAID TRACT CONTAINS 191.3 ACRES, MORE OR LESS.

PREPARED BY:
CHRISTOPHER THOMPSON, COLORADO P.L.S. NO 19625
FOR AND ON BEHALF OF ROCKY MOUNTAIN LAND SERVICES
1623 SOUTH TEJON STREET
COLORADO SPRINGS, COLORADO 80906
719-630-0559

TRACT B

A TRACT OF LAND LOCATED IN SECTION 19 AND SECTION 30, TOWNSHIP 12, SOUTH, RANGE 68 WEST OF THE 6th P.M., IN THE CITY OF WOODLAND PARK, TELLER COUNTY, COLORADO, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

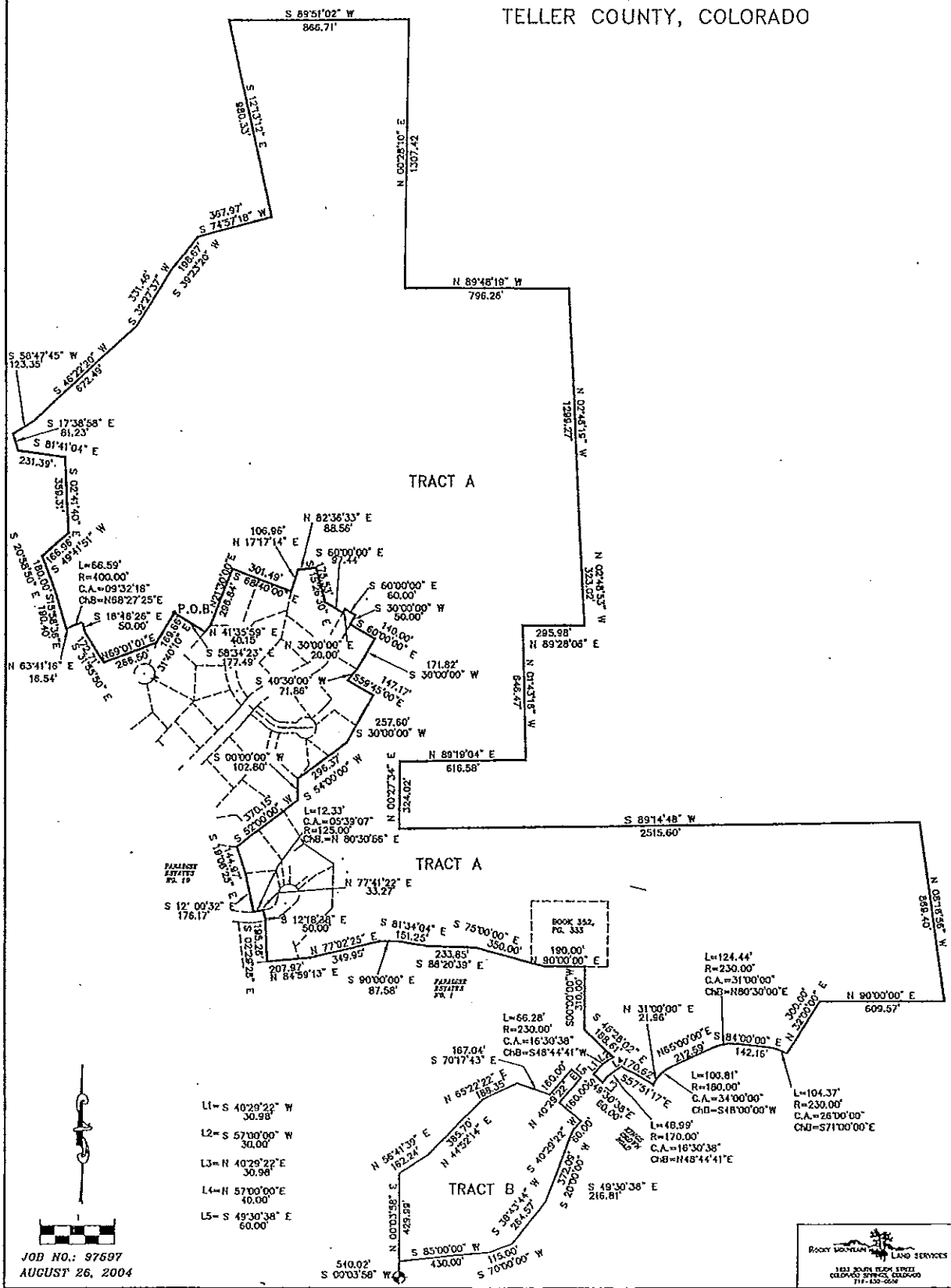
COMMENCING AT THE SOUTHWEST CORNER OF THE NORTHWEST ONE-QUARTER OF THE NORTHEAST ONE-QUARTER (NW ¼ NE ¼) OF SAID SECTION 30; THENCE N 00° 03' 58" E ALONG THE WEST LINE OF SAID NW ¼ NE ¼, A DISTANCE OF 540.02 FEET TO THE POINT OF BEGINNING OF THE TRACT HEREIN DESCRIBED;

THENCE CONTINUING N 00° 03' 58" E ALONG THE WEST LINE OF SAID NW ¼ NE ¼, A DISTANCE OF 429.99 FEET TO A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 3 AS RECORDED UNDER RECEPTION NUMBER 305148 OF THE RECORDS OF THE TELLER COUNTY, COLORADO, CLERK AND RECORDER; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING THREE COURSES: (1) THENCE N 56° 41' 39" E, A DISTANCE OF 162.24 FEET; (2) THENCE N 44° 52' 14" E, A DISTANCE OF 385.70 FEET; (3) THENCE N 65° 22' 22" E, A DISTANCE OF 188.35 FEET TO A POINT ON THE BOUNDARY OF PARADISE ESTATES FILING NO. 4 AS RECORDED UNDER RECEPTION NUMBER 311899 OF SAID COUNTY RECORDS; THENCE ALONG THE BOUNDARY OF SAID SUBDIVISION, THE FOLLOWING TEN COURSES: (1) THENCE S 70° 17' 43" E, A DISTANCE OF 167.04 FEET; (2) THENCE N 40° 29' 22" E, A DISTANCE OF 160.00 FEET TO A POINT ON THE SOUTHERLY BOUNDARY OF KINGS CROWN ROAD; (3) THENCE S 49° 30' 38" E ALONG SAID LINE, A DISTANCE OF 60.00 FEET; (4) THENCE S 40° 29' 22" W, A DISTANCE OF 160.00 FEET; (5) THENCE S 49° 30' 38" E, A DISTANCE OF 136.80 FEET; (6) THENCE S 40° 29' 22" W, A DISTANCE OF 60.00 FEET; (7) THENCE S 20° 00' 00" W, A DISTANCE OF 372.09 FEET; (8) THENCE S 38° 43' 44" W, A DISTANCE OF 264.57 FEET; (9) THENCE S 70° 00' 00" W, A DISTANCE OF 115.00 FEET; (10) THENCE S 85° 00' 00" W, A DISTANCE OF 430.00 FEET TO THE POINT OF BEGINNING. SAID TRACT CONTAINS 11.3.ACRES, MORE OR LESS.

PREPARED BY:
CHRISTOPHER THOMPSON, COLORADO P.L.S. NO 19625
FOR AND ON BEHALF OF ROCKY MOUNTAIN LAND SERVICES
1623 SOUTH TEJON STREET
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719-630-0559

EXHIBIT FOR LEGAL DESCRIPTION

PARADISE OF COLORADO METROPOLITAN DISTRICT, CITY OF WOODLAND PARK TELLER COUNTY, COLORADO



- L1 = S 40°29'22" W 30.98'
- L2 = S 57°00'00" W 30.00'
- L3 = N 40°28'22" E 30.98'
- L4 = N 57°00'00" E 40.00'
- L5 = S 49°30'38" E 60.00'

JOB NO.: 97697
AUGUST 26, 2004

Exhibit B
Financial Plan

Paradise of Colorado Metropolitan District Cash Flow Projections Input Variables

Assessment Ratios		
Residential		7.96%
Non-Residential		29.00%
Property Tax Mill Levy		
District 1 Debt Service		15.000
District 1 O&M		5.000
Average Annual Appreciation Rate		1.00%
Average Property Market Values		
Single Family Detached	\$	950,000.00 ea
Unplatted Acreage	\$	6,750.00 acre
Undeveloped Platted Lots	\$	150,000.00 ea
Development Fee		
Single Family Detached	\$	- ea
Debt Service Interest Rate (Assumed)		6.00%
Capital Costs	\$	1,900,000

Model Assumptions/Notes:

1. Market valuation of properties based upon information provided by Paradise Estates, Inc.
2. Predicted absorption of residential property based upon information provided by Paradise Estates, Inc.
3. Capital project expenditures based upon opinion of probable construction costs provided by Paradise Estates, Inc.
4. The cash flow projections made herein are based solely upon the best information available at the time of completion. Variations in the projections are expected and projections may change drastically.

Cash Flow Projections - District 1
Paradise of Colorado Metropolitan District

Year	Debt Service Revenues		Developer Reimbursement				
	District 1	Total Revenues	Capital Construction Costs - Principal	Beginning Balance Debt Instrument	Interest on Debt Instrument	Principal and Interest Payment	Ending Balance Debt Instrument
2005	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2006	\$ -	\$ -	\$ 1,900,000	\$ 1,900,000	\$ 57,000	\$ -	\$ 1,957,000
2007	\$ 5,741	\$ 5,741	\$ -	\$ 1,957,000	\$ 117,420	\$ 5,741	\$ 2,068,679
2008	\$ 8,197	\$ 8,197	\$ -	\$ 2,068,679	\$ 124,121	\$ 8,197	\$ 2,184,603
2009	\$ 20,998	\$ 20,998	\$ -	\$ 2,184,603	\$ 131,076	\$ 20,998	\$ 2,294,681
2010	\$ 56,342	\$ 56,342	\$ -	\$ 2,294,681	\$ 137,681	\$ 56,342	\$ 2,376,019
2011	\$ 73,446	\$ 73,446	\$ -	\$ 2,376,019	\$ 142,581	\$ 73,446	\$ 2,445,135
2012	\$ 91,310	\$ 91,310	\$ -	\$ 2,445,135	\$ 146,708	\$ 91,310	\$ 2,500,533
2013	\$ 109,369	\$ 109,369	\$ -	\$ 2,500,533	\$ 150,032	\$ 109,369	\$ 2,541,195
2014	\$ 127,627	\$ 127,627	\$ -	\$ 2,541,195	\$ 152,472	\$ 127,627	\$ 2,566,041
2015	\$ 144,855	\$ 144,855	\$ -	\$ 2,566,041	\$ 153,962	\$ 144,855	\$ 2,575,148
2016	\$ 162,285	\$ 162,285	\$ -	\$ 2,575,148	\$ 154,509	\$ 162,285	\$ 2,567,372
2017	\$ 179,919	\$ 179,919	\$ -	\$ 2,567,372	\$ 154,042	\$ 179,919	\$ 2,541,496
2018	\$ 197,757	\$ 197,757	\$ -	\$ 2,541,496	\$ 152,490	\$ 197,757	\$ 2,496,228
2019	\$ 215,804	\$ 215,804	\$ -	\$ 2,496,228	\$ 149,774	\$ 215,804	\$ 2,430,197
2020	\$ 234,060	\$ 234,060	\$ -	\$ 2,430,197	\$ 145,812	\$ 234,060	\$ 2,341,949
2021	\$ 252,528	\$ 252,528	\$ -	\$ 2,341,949	\$ 140,517	\$ 252,528	\$ 2,229,938
2022	\$ 252,528	\$ 252,528	\$ -	\$ 2,229,938	\$ 133,796	\$ 252,528	\$ 2,111,207
2023	\$ 257,604	\$ 257,604	\$ -	\$ 2,111,207	\$ 126,672	\$ 257,604	\$ 1,980,276
2024	\$ 257,604	\$ 257,604	\$ -	\$ 1,980,276	\$ 118,817	\$ 257,604	\$ 1,841,489
2025	\$ 262,781	\$ 262,781	\$ -	\$ 1,841,489	\$ 110,489	\$ 262,781	\$ 1,689,196
2026	\$ 262,781	\$ 262,781	\$ -	\$ 1,689,196	\$ 101,352	\$ 262,781	\$ 1,527,767
2027	\$ 268,063	\$ 268,063	\$ -	\$ 1,527,767	\$ 91,666	\$ 268,063	\$ 1,351,369
2028	\$ 268,063	\$ 268,063	\$ -	\$ 1,351,369	\$ 81,082	\$ 268,063	\$ 1,164,388
2029	\$ 273,451	\$ 273,451	\$ -	\$ 1,164,388	\$ 69,863	\$ 273,451	\$ 960,800
2030	\$ 273,451	\$ 273,451	\$ -	\$ 960,800	\$ 57,648	\$ 273,451	\$ 744,996
2031	\$ 278,948	\$ 278,948	\$ -	\$ 744,996	\$ 44,700	\$ 278,948	\$ 510,748
2032	\$ 278,948	\$ 278,948	\$ -	\$ 510,748	\$ 30,645	\$ 278,948	\$ 262,445
2033	\$ 284,555	\$ 284,555	\$ -	\$ 262,445	\$ 15,747	\$ 278,192	\$ -
Totals	\$ 5,099,016	\$ 5,099,016	\$ 1,900,000		\$ 3,192,654	\$ 5,092,654	

Cash Flow Projections - District 1
Paradise of Colorado Metropolitan District

Year	Assessed Valuation		Revenues					Total Revenues
	Developed Property	Unimproved Platted Lots and Raw Acreage	New Construction (Debt Service Mill Levy of 15 Mills)	Unimproved Platted Lots and Raw Acreage	Teller County Treasurer's Fees @ 1.5%	Development Fee	Specific Ownership Taxes (4% of Property Tax Collections)	
2005	\$ -	\$ 388,564	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2006	\$ -	\$ 554,792	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2007	\$ 771,400	\$ 618,479	\$ -	\$ 5,828	\$ (87)	\$ -	\$ -	\$ 5,741
2008	\$ 1,940,070	\$ 1,794,495	\$ -	\$ 8,322	\$ (125)	\$ -	\$ -	\$ 8,197
2009	\$ 3,120,427	\$ 1,723,795	\$ 11,571	\$ 9,277	\$ (313)	\$ -	\$ 463	\$ 20,998
2010	\$ 4,392,065	\$ 1,609,596	\$ 29,101	\$ 26,917	\$ (840)	\$ -	\$ 1,164	\$ 56,342
2011	\$ 5,676,420	\$ 1,495,396	\$ 46,806	\$ 25,857	\$ (1,090)	\$ -	\$ 1,872	\$ 73,446
2012	\$ 6,973,618	\$ 1,381,197	\$ 65,881	\$ 24,144	\$ (1,350)	\$ -	\$ 2,635	\$ 91,310
2013	\$ 8,283,788	\$ 1,183,883	\$ 85,146	\$ 22,431	\$ (1,614)	\$ -	\$ 3,406	\$ 109,369
2014	\$ 9,607,059	\$ 986,569	\$ 104,604	\$ 20,718	\$ (1,880)	\$ -	\$ 4,184	\$ 127,627
2015	\$ 10,943,564	\$ 789,255	\$ 124,257	\$ 17,758	\$ (2,130)	\$ -	\$ 4,970	\$ 144,855
2016	\$ 12,293,433	\$ 591,941	\$ 144,106	\$ 14,799	\$ (2,384)	\$ -	\$ 5,764	\$ 162,285
2017	\$ 13,656,801	\$ 394,628	\$ 164,153	\$ 11,839	\$ (2,640)	\$ -	\$ 6,566	\$ 179,919
2018	\$ 15,033,803	\$ 197,314	\$ 184,401	\$ 8,879	\$ (2,899)	\$ -	\$ 7,376	\$ 197,757
2019	\$ 16,424,575	\$ -	\$ 204,852	\$ 5,919	\$ (3,162)	\$ -	\$ 8,194	\$ 215,804
2020	\$ 16,424,575	\$ -	\$ 225,507	\$ 2,960	\$ (3,427)	\$ -	\$ 9,020	\$ 234,060
2021	\$ 16,754,709	\$ -	\$ 246,369	\$ -	\$ (3,696)	\$ -	\$ 9,855	\$ 252,528
2022	\$ 16,754,709	\$ -	\$ 246,369	\$ -	\$ (3,696)	\$ -	\$ 9,855	\$ 252,528
2023	\$ 17,091,479	\$ -	\$ 251,321	\$ -	\$ (3,770)	\$ -	\$ 10,053	\$ 257,604
2024	\$ 17,091,479	\$ -	\$ 251,321	\$ -	\$ (3,770)	\$ -	\$ 10,053	\$ 257,604
2025	\$ 17,435,017	\$ -	\$ 256,372	\$ -	\$ (3,846)	\$ -	\$ 10,255	\$ 262,781
2026	\$ 17,435,017	\$ -	\$ 256,372	\$ -	\$ (3,846)	\$ -	\$ 10,255	\$ 262,781
2027	\$ 17,785,461	\$ -	\$ 261,525	\$ -	\$ (3,923)	\$ -	\$ 10,461	\$ 268,063
2028	\$ 17,785,461	\$ -	\$ 261,525	\$ -	\$ (3,923)	\$ -	\$ 10,461	\$ 268,063
2029	\$ 18,142,949	\$ -	\$ 266,782	\$ -	\$ (4,002)	\$ -	\$ 10,671	\$ 273,451
2030	\$ 18,142,949	\$ -	\$ 266,782	\$ -	\$ (4,002)	\$ -	\$ 10,671	\$ 273,451
2031	\$ 18,507,622	\$ -	\$ 272,144	\$ -	\$ (4,082)	\$ -	\$ 10,886	\$ 278,948
2032	\$ 18,507,622	\$ -	\$ 272,144	\$ -	\$ (4,082)	\$ -	\$ 10,886	\$ 278,948
2033	\$ 18,879,625	\$ -	\$ 277,614	\$ -	\$ (4,164)	\$ -	\$ 11,105	\$ 284,555
Totals			\$ 4,777,027	\$ 205,649	\$ (74,740)	\$ -	\$ 191,081	\$ 5,099,016

Cash Flow Projections - District 1
Paradise of Colorado Metropolitan District - O&M

Year	Assessed Valuation		Revenues			
	Developed Property	Unimproved Platted Lots and Raw Acreage	New Construction (O&M Mill Levy of 5 Mills)	Unimproved Platted Lots and Raw Acreage	Teller County Treasurer's Fees @ 1.5%	Total Revenues
2005	\$ -	\$ 388,564	\$ -	\$ -	\$ -	\$ -
2006	\$ -	\$ 554,792	\$ -	\$ -	\$ -	\$ -
2007	\$ 771,400	\$ 618,479	\$ -	\$ 1,943	\$ (29)	\$ 1,914
2008	\$ 1,940,070	\$ 1,794,495	\$ -	\$ 2,774	\$ (42)	\$ 2,732
2009	\$ 3,120,427	\$ 1,723,795	\$ 3,857	\$ 3,092	\$ (104)	\$ 6,845
2010	\$ 4,392,065	\$ 1,609,596	\$ 9,700	\$ 8,972	\$ (280)	\$ 18,393
2011	\$ 5,676,420	\$ 1,495,396	\$ 15,602	\$ 8,619	\$ (363)	\$ 23,858
2012	\$ 6,973,618	\$ 1,381,197	\$ 21,960	\$ 8,048	\$ (450)	\$ 29,558
2013	\$ 8,283,788	\$ 1,183,883	\$ 28,382	\$ 7,477	\$ (538)	\$ 35,321
2014	\$ 9,607,059	\$ 986,569	\$ 34,868	\$ 6,906	\$ (627)	\$ 41,147
2015	\$ 10,943,564	\$ 789,255	\$ 41,419	\$ 5,919	\$ (710)	\$ 46,628
2016	\$ 12,293,433	\$ 591,941	\$ 48,035	\$ 4,933	\$ (795)	\$ 52,174
2017	\$ 13,656,801	\$ 394,628	\$ 54,718	\$ 3,946	\$ (880)	\$ 57,784
2018	\$ 15,033,803	\$ 197,314	\$ 61,467	\$ 2,960	\$ (966)	\$ 63,460
2019	\$ 16,424,575	\$ -	\$ 68,284	\$ 1,973	\$ (1,054)	\$ 69,203
2020	\$ 16,424,575	\$ -	\$ 75,169	\$ 987	\$ (1,142)	\$ 75,013
2021	\$ 16,754,709	\$ -	\$ 82,123	\$ -	\$ (1,232)	\$ 80,891
2022	\$ 16,754,709	\$ -	\$ 82,123	\$ -	\$ (1,232)	\$ 80,891
2023	\$ 17,091,479	\$ -	\$ 83,774	\$ -	\$ (1,257)	\$ 82,517
2024	\$ 17,091,479	\$ -	\$ 83,774	\$ -	\$ (1,257)	\$ 82,517
2025	\$ 17,435,017	\$ -	\$ 85,457	\$ -	\$ (1,282)	\$ 84,176
2026	\$ 17,435,017	\$ -	\$ 85,457	\$ -	\$ (1,282)	\$ 84,176
2027	\$ 17,785,461	\$ -	\$ 87,175	\$ -	\$ (1,308)	\$ 85,867
2028	\$ 17,785,461	\$ -	\$ 87,175	\$ -	\$ (1,308)	\$ 85,867
2029	\$ 18,142,949	\$ -	\$ 88,927	\$ -	\$ (1,334)	\$ 87,593
2030	\$ 18,142,949	\$ -	\$ 88,927	\$ -	\$ (1,334)	\$ 87,593
2031	\$ 18,507,622	\$ -	\$ 90,715	\$ -	\$ (1,361)	\$ 89,354
2032	\$ 18,507,622	\$ -	\$ 90,715	\$ -	\$ (1,361)	\$ 89,354
2033	\$ 18,879,625	\$ -	\$ 92,538	\$ -	\$ (1,388)	\$ 91,150
2034	\$ 18,879,625	\$ -	\$ 92,538	\$ -	\$ (1,388)	\$ 91,150
2035	\$ 19,259,106	\$ -	\$ 94,398	\$ -	\$ (1,416)	\$ 92,982
2036	\$ 19,259,106	\$ -	\$ 94,398	\$ -	\$ (1,416)	\$ 92,982
2037	\$ 19,646,214	\$ -	\$ 96,296	\$ -	\$ (1,444)	\$ 94,851
2038	\$ 19,646,214	\$ -	\$ 96,296	\$ -	\$ (1,444)	\$ 94,851
2039	\$ 20,041,103	\$ -	\$ 98,231	\$ -	\$ (1,473)	\$ 96,758
2040	\$ 20,041,103	\$ -	\$ 98,231	\$ -	\$ (1,473)	\$ 96,758
2041	\$ 20,443,929	\$ -	\$ 100,206	\$ -	\$ (1,503)	\$ 98,702
2042	\$ 20,443,929	\$ -	\$ 100,206	\$ -	\$ (1,503)	\$ 98,702
2043	\$ 20,854,852	\$ -	\$ 102,220	\$ -	\$ (1,533)	\$ 100,686
2044	\$ 20,854,852	\$ -	\$ 102,220	\$ -	\$ (1,533)	\$ 100,686
2045	\$ 21,274,035	\$ -	\$ 104,274	\$ -	\$ (1,564)	\$ 102,710
2046	\$ 21,274,035	\$ -	\$ 104,274	\$ -	\$ (1,564)	\$ 102,710
2047	\$ 21,701,643	\$ -	\$ 106,370	\$ -	\$ (1,596)	\$ 104,775
2048	\$ 21,701,643	\$ -	\$ 106,370	\$ -	\$ (1,596)	\$ 104,775
2049	\$ 22,137,846	\$ -	\$ 108,508	\$ -	\$ (1,628)	\$ 106,881
2050	\$ 22,137,846	\$ -	\$ 108,508	\$ -	\$ (1,628)	\$ 106,881
Totals			\$ 3,305,885	\$ 68,550	\$ (50,617)	\$ 3,323,818

Development Schedule - District 1
Paradise of Colorado Metropolitan District

A. Market/Assessed Valuation - Residential Units on Platted Lots

Year	Residential Units on Platted Lots	Market Value Residential	Market Value (Cumulative)	Assessed Value (Cumulative)
2005	0	\$ -	\$ -	\$ -
2006	0	\$ -	\$ -	\$ -
2007	10	\$ 9,690,950	\$ 9,690,950	\$ 771,400
2008	15	\$ 14,681,789	\$ 24,372,739	\$ 1,940,070
2009	15	\$ 14,828,607	\$ 39,201,346	\$ 3,120,427
2010	16	\$ 15,975,353	\$ 55,176,699	\$ 4,392,065
2011	16	\$ 16,135,106	\$ 71,311,805	\$ 5,676,420
2012	16	\$ 16,296,457	\$ 87,608,263	\$ 6,973,618
2013	16	\$ 16,459,422	\$ 104,067,685	\$ 8,283,788
2014	16	\$ 16,624,016	\$ 120,691,701	\$ 9,607,059
2015	16	\$ 16,790,256	\$ 137,481,957	\$ 10,943,564
2016	16	\$ 16,958,159	\$ 154,440,116	\$ 12,293,433
2017	16	\$ 17,127,740	\$ 171,567,856	\$ 13,656,801
2018	16	\$ 17,299,018	\$ 188,866,874	\$ 15,033,803
2019	16	\$ 17,472,008	\$ 206,338,882	\$ 16,424,575
Total	200	\$ 206,338,882		

B. Market/Assessed Valuation - Platted Lots without Residential Units

Year	Platted Lots	Platted Lots (Cumulative)	Residential Units (Cumulative)	Market Value Unimproved Platted Lots	Assessed Value
2005	0	0	0	\$ -	\$ -
2006	4	4	0	\$ 600,000	\$ 174,000
2007	12	16	10	\$ 900,000	\$ 261,000
2008	44	60	25	\$ 5,250,000	\$ 1,522,500
2009	14	74	40	\$ 5,100,000	\$ 1,479,000
2010	14	88	56	\$ 4,800,000	\$ 1,392,000
2011	14	102	72	\$ 4,500,000	\$ 1,305,000
2012	14	116	88	\$ 4,200,000	\$ 1,218,000
2013	12	128	104	\$ 3,600,000	\$ 1,044,000
2014	12	140	120	\$ 3,000,000	\$ 870,000
2015	12	152	136	\$ 2,400,000	\$ 696,000
2016	12	164	152	\$ 1,800,000	\$ 522,000
2017	12	176	168	\$ 1,200,000	\$ 348,000
2018	12	188	184	\$ 600,000	\$ 174,000
2019	12	200	200	\$ -	\$ -
Total	200				

Development Schedule - District 1
Paradise of Colorado Metropolitan District

C. Market/Assessed Valuation - Unplatted Acreage

Year	Unplatted Acreage	Market Value Unplatted Acreage	Assessed Value
2005	198.50	\$ 1,339,875	\$ 388,564
2006	194.53	\$ 1,313,078	\$ 380,792
2007	182.62	\$ 1,232,685	\$ 357,479
2008	138.95	\$ 937,913	\$ 271,995
2009	125.06	\$ 844,121	\$ 244,795
2010	111.16	\$ 750,330	\$ 217,596
2011	97.27	\$ 656,539	\$ 190,396
2012	83.37	\$ 562,748	\$ 163,197
2013	71.46	\$ 482,355	\$ 139,883
2014	59.55	\$ 401,963	\$ 116,569
2015	47.64	\$ 321,570	\$ 93,255
2016	35.73	\$ 241,178	\$ 69,941
2017	23.82	\$ 160,785	\$ 46,628
2018	11.91	\$ 80,393	\$ 23,314
2019	0.00	\$ 0	\$ 0

Exhibit C
Construction Costs

Opinion of Probable Capital Construction Costs
Paradise of Colorado Metropolitan District

Trunk Domestic Water System - 8"

Item Description	Unit	Quantity	Unit Price	Cost
8" Gate Valves	EA	22	\$ 1,250.00	\$ 27,500.00
8" Tees	EA	9	\$ 560.00	\$ 5,040.00
11.25 Degree Bends	EA	7	\$ 350.00	\$ 2,450.00
22.5 Degree Bends	EA	9	\$ 350.00	\$ 3,150.00
6" Fire Hydrant Assembly	EA	7	\$ 4,500.00	\$ 31,500.00
8" PVC Water Main	LF	2952	\$ 34.00	\$ 100,368.00
Total 8" Trunk Domestic Water Improvements				\$ 170,008.00

Trunk Domestic Water System - 12"

Item Description	Unit	Quantity	Unit Price	Cost
12" Gate Valves	EA	24	\$ 2,200.00	\$ 52,800.00
12" Tees	EA	7	\$ 1,200.00	\$ 8,400.00
11.25 Degree Bends	EA	15	\$ 560.00	\$ 8,400.00
22.5 Degree Bends	EA	24	\$ 560.00	\$ 13,440.00
45 Degree Bends	EA	4	\$ 870.00	\$ 3,480.00
6" Fire Hydrant Assembly	EA	9	\$ 4,500.00	\$ 40,500.00
12" PVC Water Main	LF	7512	\$ 47.00	\$ 353,064.00
Total 12" Trunk Domestic Water Improvements				\$ 480,084.00

Other Trunk Infrastructure

Item Description	Unit	Quantity	Unit Price	Cost
Pressure Reducing Valve (PRV) Stations	EA	2	\$ 41,500.00	\$ 83,000.00
Water Reservoir Tank	LS	1	\$ 580,000.00	\$ 580,000.00
Stormwater Detention Ponds	LS	1	\$ 97,000.00	\$ 97,000.00
Park Improvements	LS	1	\$ 81,000.00	\$ 81,000.00
Total Other Trunk Infrastructure				\$ 841,000.00

Total Capital Construction Costs - Trunk Infrastructure \$ 1,491,092.00

Soft Costs

Item Description	Unit	Quantity	Unit Price	Cost
Engineering and Planning	LS	1	\$ 84,000.00	\$ 84,000.00
Legal	LS	1	\$ 76,000.00	\$ 76,000.00
Construction/General Management	LS	1	\$ 160,000.00	\$ 160,000.00
Total Soft Costs				\$ 320,000.00

Contingency (5%) \$ 89,465.52

Grand Total \$ 1,900,557.52

Exhibit D
Form Resolution

RESOLUTION # _____

**A RESOLUTION OF THE WOODLAND PARK CITY
COUNCIL APPROVING THE SERVICE PLAN FOR THE
PARADISE OF COLORADO METROPOLITAN DISTRICT**

WHEREAS, pursuant to Section 32-1-204.5 C.R.S., as amended, the Service Plan for the Paradise of Colorado Metropolitan District (the "Service Plan") has been submitted to the City Council; and

WHEREAS, a copy of said Service Plan is attached hereto as Exhibit "A" and is hereby incorporated by reference; and

WHEREAS, the boundaries of the proposed Paradise of Colorado Metropolitan District (the "District") are wholly contained within the boundaries of the City; and

WHEREAS, pursuant to the provisions of Title 32, Article 1, C.R.S., as amended, the City Council held a public hearing on the Service Plan for the District on March 16, 2006; and

WHEREAS, the City Council has considered the Service Plan, and all other testimony and evidence presented at the hearing.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF WOODLAND PARK, COLORADO:

1. That the hearing before the City Council was open to the public; that all interested parties were heard or had the opportunity to be heard; and that all relevant testimony and evidence submitted to the City Council was considered.

2. That evidence satisfactory to the City Council for finding each of the following was presented at the hearing:

a. there is sufficient existing and projected need for organized service in the area to be served by the District;

b. the existing service in the area to be served by the District is inadequate for present and projected needs;

c. the District is capable of providing economical and sufficient service to the area within its proposed boundaries;

d. the area to be included within the District has, or will have, the financial ability to discharge the proposed indebtedness on a reasonable basis;

3. That the City Council hereby determines that the requirements of Sections 32-1-202(2), C.R.S., relating to the filing of the Service Plan for the District, and the requirements of Section 32-1-204.5 C.R.S., relating to the approval by the City Council have been fulfilled in a timely manner.

4. That the City Council does hereby approve the Service Plan for the District as submitted.

5. That a certified copy of this Resolution shall be filed in the records of the City and the Teller County Clerk and Recorder, and submitted to the petitioners under the Service Plan for the purpose of filing in the District Court of Teller County.

6. That nothing herein limits the City's powers with respect to the District, the property within the District, or the improvements to be constructed by the District.

7. That this Resolution shall go into effect as of the date and time of its approval by the Council.

Adopted this 16th day of March, 2006.

Mayor

ATTEST:

City Clerk

APPROVED AS TO FORM:

City Attorney