

FIRST AMENDMENT TO
PUBLIC IMPROVEMENTS AGREEMENT
(Founders Village Filing No. 7)

DC99082597

DATE: September 3, 1999.

PARTIES: TOWN OF CASTLE ROCK, a Colorado municipal corporation ("Town"), 680 N. Wilcox Street, Castle Rock, Colorado 80104

RICHMOND AMERICAN HOMES OF COLORADO, INC., a Delaware corporation ("Developer"), 3600 S. Yosemite, Suite 200, Denver, Colorado 80237

RECITALS:

A. Town and Developer are parties to the Public Improvements Agreement (Founders Village Filing No. 7) dated July 24, 1997, recorded on November 7, 1997 at Reception No. 9763448, beginning in Book 1481 at Page 2252 of the public records of Douglas County, Colorado (the "PIA"). Capitalized terms in this Agreement, if not separately defined, shall have the meanings given in the PIA.

B. After approval of the PIA, the Town approved a development plan for the Castlewood Ranch PD and an Amended Service Plan and Intergovernmental Agreement for the Castlewood Metropolitan District ("CRMD") which development has certain infrastructure within Filing 7.

C. It is necessary to amend the PIA to reflect the participation of CRMD in construction of the Regional Improvements, and to address the completion of Mikelson Boulevard, in light of certain field conditions identified subsequent to approval of the PIA.

COVENANTS:

NOW, THEREFORE, in consideration of these mutual promises, the parties agree and covenant as follows:

1. Amendment of Exhibit 1. *Exhibit 1* to the PIA is superseded by the attached *Exhibit 1-A*.
2. Ratification. In all other respects, the PIA shall remain in force and effect.
3. Recordation. This Agreement shall be recorded with the Clerk and Recorder's Office of Douglas County, Colorado.
4. Immunity. Nothing contained in this Agreement constitutes a waiver of the Town's sovereign immunity under any applicable state law.

EXHIBIT "1-A"
to Public Improvements Agreement
Founders Filing No. 7

**Regional Improvements
Constructed by District**

Per the *Master Intergovernmental Agreement ("MIGA")* and the *Service Plan*, both dated May 1, 1995, between the Town and the Villages at Castle Rock Metropolitan Districts No. 1 and No. 4 (the "Districts"), the Districts are obligated to construct certain Regional Improvements as depicted on the *Public Improvements Phasing Plan* for Founders Filing No. 7 and summarized as follows:

Phase I - Prior to the issuance of the first *Certificate of Occupancy* in Filing No. 7 Phase 1, the Districts shall complete the following:

- A. Complete and submit to Town, an update of the Founders Stormwater Masterplan, addressing more particularly, the *Mikelson Boulevard Regional Stormwater Detention Facility*.
- B. Acquire and convey to the Town the fee property or at a minimum a drainage and access easement underlying the Mikelson Boulevard Regional Storm Drainage Facility.

Phase II - Prior to the issuance of the first Building Permit in Filing No. 7 Phase II, Districts shall complete construction and obtain Preliminary Town Acceptance for the following improvements:

- A. Full-width (minor collector) street and drainage improvements to *Lantern Trail* (approximately 600 LF) including grading, curb & gutter, detached sidewalks, and full-depth concrete paving section to be determined by final geotechnical evaluation (includes a 60' storm drainage pipeline, 48" culvert piping at Mitchell Creek and a 16" raw water transmission main). Street lighting on Lantern Trail to be constructed by Subdivider with Subdivider's Phase I and Phase II Local Improvements. Street section shall be consistent with existing Lantern Trail.
- B. Temporary/Emergency access street (24ft. Class 6 Aggregate Base Course) along the existing Right-of-Way for *Mikelson Boulevard* from Lantern Trail intersection west approximately 1150 LF to an opposed intersection with existing Ridge Road (includes minor grading and gravel transitions onto Ridge Road). Class 6 ABC shall be treated with a dust control agent acceptable to the Town biannually, until Mikelson Boulevard is ultimately paved. The temporary access street shall include the acquisition of any required right-of-way or easements.

Phase III - Prior to the issuance of the first Building Permit in Filing No. 7 Phase III and IV, Districts shall complete construction and obtain Preliminary Town Acceptance for the following improvements:

- A. Extension of a *16-inch Ductile Iron Waterline* in Mikelson Boulevard from existing 18" transmission main east approximately 1700 LF to the Public Service easement. The previously required 8-inch waterline interconnect to Filing No. 3 is deleted since CRMD is obligated to extend and loop the 16-inch mainline. The District shall also extend 8-inch distribution stub-outs and a southerly 16-inch mainline, valve and plug to accommodate the future 24-inch and 20-inch transmission mains to be constructed by CRMD.
- B. Half-width (major collector) street, sidewalk and drainage improvements (32 ft. from centerline to north curb flowline, 24 ft. concrete paved section with 8 ft. graveled shoulder to the street centerline) for *Mikelson Boulevard* from the Ridge Road Intersection east approximately 2750 LF to the Public Service Easement and the easterly limits of Founders Filing No. 7 (including right-of-way acquisition and conveyance to Town). Districts shall complete all blasting and roadway earthwork for the northerly (interim) roadway section, however concrete paving shall be deferred until CRMD can complete adjacent blasting and earthwork for the southerly lanes and street median, provided further that if not sooner constructed by CRMD, Districts shall complete such work not later than June 1, 2002. Districts shall be permitted to provide an all-weather, gravel access street (24 ft. Class 6 aggregate base course) from Lantern Trail east to Suffolk Circle until such time that Mikelson Boulevard is paved full-width by District No. 4 and CRMD. A temporary street barricade shall be constructed at the easterly terminus of the street project. In addition, a barricade and sign shall be placed at the intersection of Lantern Trail and Mikelson Boulevard denoting **Emergency Access Only**. Street lighting on Mikelson Boulevard to be constructed by Subdivider with Subdivider's Phase III local improvements. Final paving section to be determined by Final Geotechnical Evaluation and Town staff. Also includes conduit for future traffic signal at Ridge Road.
- C. Districts are not obligated to design or construct street widening, access or paving improvements at the Mikelson Boulevard/Ridge Road intersection. Future Ridge Road improvements are the obligation of the Castlewood Ranch P.U.D. and all plan approvals and access permitting at this intersection shall be issued by Douglas County and coordinated by the Town of Castle Rock. Districts shall provide a temporary, graveled transition from the new concrete pavement to existing Ridge Road until such time that permanent storm drainage and intersection improvements are constructed by Castlewood Ranch.