

**ELECTION RESOLUTION FOR
BUCKHORN VALLEY METROPOLITAN DISTRICTS NOS. 1 AND 2**

WHEREAS, the proposed Buckhorn Valley Metropolitan Districts Nos. 1 and 2 (the "Districts") are being organized as special districts pursuant to Article 1 of Title 32 and will be located entirely within Eagle County; and

WHEREAS, the Petitioners for the organization of the Districts, in anticipation of the entry of an order of the District Court in and for Eagle County, Colorado, directing that the question of organizing the Districts be submitted at an election, desire to take all actions necessary and proper in anticipation of conducting such election on May 2, 2000; and

WHEREAS, the election must be conducted pursuant to the Special District Act and the Uniform Election Code of 1992 and must also comply with Article X, Section 20 of the Colorado Constitution; and

WHEREAS, it is anticipated that the election will be held for the purpose of submitting the question of organizing the Districts, election of directors, as well as certain other ballot questions and/or issues to the Districts' electors; and

WHEREAS, the proposed Districts may not be obligated for costs for which funds have not been appropriated; and

WHEREAS, the firm of White and Associates Professional Corporation is general counsel to the Petitioners for the organization of the Districts.

NOW, THEREFORE, for the purpose of notifying Eagle County of these preparations and of taking all action necessary and proper in anticipation of conducting the election, the Petitioners state:

1. Pending entry of an appropriate District Court order, the Petitioners for the organization of the Districts hereby state that the Districts shall seek to conduct a mail ballot election on May 2, 2000, for the purpose of (1) submitting the question of organizing the Districts and electing five members to the Boards of Directors, and (2) submitting certain other ballot questions and/or issues to the electorate.

2. In accordance with Section 1-1-111(2), C.R.S., which states that all powers and authority granted to the governing body of a political subdivision may be exercised by a Designated Election Official, the Petitioners hereby designate David Garton, an eligible elector of the Districts, as the Designated Election Official, and K. Sean Allen, of White and Associates Professional Corporation, as the Assistant Designated Election Official. The Assistant Designated Election Official shall act as the primary contact with the County and shall be primarily responsible for assuring the proper conduct of the election.

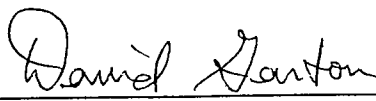
3. Without limiting the foregoing, the following specific determinations are also made:
- a. The Petitioners hereby direct the general counsel to the Districts to review the intergovernmental agreement between the Districts and the County Clerk and Recorder and to make changes, if necessary. Further, the Petitioners authorize the Assistant Designated Election Official to enter into the intergovernmental agreement on behalf of the Districts, for the purpose of coordinating the election and complying with the requirements of Article X, Section 20 of the Colorado Constitution.
 - b. The Petitioners hereby direct the general counsel to the Districts to approve the final form of the questions and/or ballot issues to be submitted to the electors of the Districts and authorize the Assistant Designated Election Official to certify those questions and/or issues to the County Clerk and Recorder.
 - c. The Petitioners hereby direct the general counsel to the Districts to prepare the text of any notice, including the TABOR notice, required to be provided to the said eligible electors and authorize the Assistant Designated Election Official to transmit any such notice to the County Clerk and Recorder as required by law.
 - d. The Petitioners hereby direct general counsel to oversee the general conduct of the election and authorize the Assistant Designated Election Official to take all other action necessary for the proper conduct thereof.

4. Roark Partners, LLLP shall be responsible for the payment of any and all costs associated with the conduct of the election, which costs may be reimbursed as organizational costs associated with the subsequent issuance of bonds should the Districts in fact be organized.

5. David Garton, Roark Partners, LLLP, hereby ratifies all actions taken to date by general counsel in connection with the 2000 Organizational Election.

EXECUTED THIS 12th DAY OF JANUARY, 2000.

David Garton,
Roark Partners, LLLP

By: 
 Name: DAVID GARTON
(Printed Name)
 Title: GENERAL PARTNER
(Title of individual here)

ATTEST:

_____ corporation

By: _____

Name: _____
(Printed Name)

Title: _____
(Title of individual)

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