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Karp.Neu.Hanlon PC
ATTORNEYS AT LAW

Sander N. Karp
James S. Neu
Karl J. Hanlon
Michael J. Sawyer
James F. Fosnaught

Anna S. Itenberg
Cassia R. Furman
Jennifer M. Smith
T. Damien Zumbrennen
Jeffrey J. Conklin

201 14TH Street, Suite 200
P. O. Drawer 2030
Glenwood Springs, CO 81602
Telephone: (970) 945-2261
Facsimile: (970) 945-7336
www.mountainlawfirm.com

Karl J. Hanlon
kjh@mountainlawfirm.com

March 12, 2010

Division of Local Government
1313 Sherman Street, Suite 521
Denver, CO 80203

Re: Airport Commerce Center Metropolitan District;
Eagle County, Colorado

Dear Division:

Please be advised that the regular election of the Board of Directors of the Airport Commerce Center Metropolitan District scheduled for May 4, 2010, was cancelled. Enclosed is a copy of the Notice of Cancellation that was published and posted as required by statute. Also enclosed are copies of the Oaths of Office for Directors Gerald Flynn and Sandra L. Heelan. If you have any questions, please feel free to contact me.

Very truly yours,

KARP NEU HANLON, P.C.

Karl J. Hanlon

KJH:eg
Enclosure
cc: Glenn Heelan

I:\Clients\Heelan - Eagle Airport Commerce Center, LLC-3785\Metro District\DOLG-ltr-3.wpd

NOTICE OF CANCELLATION

NOTICE IS HEREBY GIVEN by the AIRPORT COMMERCE CENTER METROPOLITAN DISTRICT, Eagle County, Colorado, that at the close of business on the sixty-third day before the election, there were not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates; therefore the election to be held on May 4, 2010, is hereby canceled pursuant to C.R.S. §1-5-208(1.5).

The following candidates are hereby declared elected:

Sandra L. Heelan for a four-year term until May 2014
Gerald Flynn for a four-year term until May 2014

AIRPORT COMMERCE CENTER
METROPOLITAN DISTRICT

/s/ Karl J. Hanlon
Designated Election Official

Contact Person for the District:	Glenn M. Heelan
Telephone Number of the District:	(970) 328-3456
Address of the District:	P. O. Box 2227, Eagle, CO 81631
District Facsimile Numbr:	(970) 328-7575
District E-Mail:	gmheelan@aol.com

BOARD OF DIRECTOR
OATH OF OFFICE

AIRPORT COMMERCE CENTER METROPOLITAN DISTRICT
STATE OF COLORADO
COUNTY OF EAGLE

I, Gerald Flynn, will faithfully support the Constitution of the United States and of the State of Colorado, and the laws made pursuant thereto, and will faithfully perform the duties of the office of Director of the Airport Commerce Center Metropolitan District upon which I am about to enter.

Gerald Flynn

STATE OF COLORADO)
) ss
COUNTY OF EAGLE)

Subscribed and sworn to before me this 8 day of March, 2010, by Gerald Flynn.

My Commission Expires: 2/4/14

Sandra D Anderson
Notary Public

BOARD OF DIRECTOR
OATH OF OFFICE

AIRPORT COMMERCE CENTER METROPOLITAN DISTRICT
STATE OF COLORADO
COUNTY OF EAGLE

I, Sandra L. Heelan, will faithfully support the Constitution of the United States and of the State of Colorado, and the laws made pursuant thereto, and will faithfully perform the duties of the office of Director of the Airport Commerce Center Metropolitan District upon which I am about to enter.

Sandra L. Heelan

STATE OF COLORADO)
) ss
COUNTY OF EAGLE)

Subscribed and sworn to before me this 8TH day of March, 2010, by Sandra L. Heelan.

My Commission Expires: 2/4/14

Sandra D Anderson
Notary Public