

CERTIFICATE OF ELECTION RESULTS

1-10-203(2), 1-11-103 and 32-1-104(1), C.R.S.

**STERLING HILLS METROPOLITAN DISTRICT
ARAPAHOE COUNTY, COLORADO**

Sandy Thomas, the Designated Election Official for the Sterling Hills Metropolitan District certifies that 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 May 4, 2010 regular election was canceled pursuant to § 1-5-208, (1.5) C.R.S. The following is a true and correct statement of the names of eligible electors elected to office as Directors by acclamation:

NO NAMES WERE SUBMITTED BY THE ELIGIBLE ELECTORS OF THE DISTRICT AS CANDIDATES FOR THE DIRECTOR POSITIONS.



Designated Election Official

Contact Person for District:

Barbara T. Vander Wall, Esq.

Business Address:

c/o SETER & VANDER WALL, P.C.
7400 East Orchard Road, Suite 3300
Greenwood Village, CO 80111

Telephone Number:

(303) 770-2700

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**RESOLUTION
CANCELLATION OF ELECTION
DECLARATION DEEMING CANDIDATES ELECTED**

Sterling Hills Metropolitan District
Arapahoe County, Colorado

WHEREAS, the Designated Election Official of the District has been duly authorized by the Board of Directors to cancel and declare candidates elected at the close of business on the sixty-third day before the election to be conducted on May 4, 2010; and

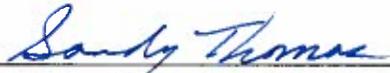
WHEREAS, there were not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates.

NOW THEREFORE, pursuant to § 1-5-208(1.5), C.R.S., the Designated Election Official HEREBY cancels the regular election to be conducted on the 4th day of May, 2010.

THE ELECTION IS CANCELLED BY FORMAL RESOLUTION AND THE FOLLOWING CANDIDATES ARE DECLARED ELECTED FOR THE FOLLOWING TERMS OF OFFICE:

No candidates applied for positions of Director for the District.

Signed by:



Designated Election Official
Sterling Hills Metropolitan District

Dated: March 15, 2010