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NOTICE OF CANCELLATION OF ELECTION
AND
CERTIFIED STATEMENT OF RESULTS

VENTANA METROPOLITAN DISTRICT,
City of Fountain, County of El Paso, State of Colorado

WHEREAS, pursuant to Section 1-1-111(2) of the Colorado Revised Statutes, the Board of Directors (the "Board") of the Ventana Metropolitan District (the "District") has appointed and authorized the designated election official (the "Designated Election Official") to exercise authority of the Board in conducting an election.

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 sixth-third day before the election, Tuesday, March 2, 2010.

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, BE IT RESOLVED**, pursuant to 1-5-208(1.5), C.R.S. the Designated Election Official **HEREBY** cancels the regular election to be conducted on **May 4, 2010**.

NOTICE IS HEREBY GIVEN, THE ELECTION IS CANCELED BY FORMAL RESOLUTION AND THE FOLLOWING CANDIDATES ARE DECLARED ELECTED FOR THE FOLLOWING TERMS OF OFFICE:

David A. Ditz of 22 Elm Avenue, Colorado Springs, Colorado 80906 to a 4-year term

Joel S. Rosentein of 2615 Elmira Street, Denver, Colorado 80238 to a 4-year term

Effective the 2nd day of March, 2010.

Signed by: Robert Karsted
Robert Karsted
Designated Election Official
1801 California Street, Suite 4300
Denver, CO 80202
Telephone Number: 303/298.1122

THE EL PASO COUNTY ADVERTISER AND NEWS,
FOUNTAIN, COLORADO 80817
STATE OF COLORADO

ss.

COUNTY OF EL PASO

I, Karen M. Johnson, do solemnly swear that I am General Manager of the El Paso County Advertiser and News, that the same is a weekly newspaper printed, in whole or in part, and published in the County of El Paso, state of Colorado, and has a general circulation therein; that said newspaper has been published continuously and uninterruptedly in said county of El Paso for a period of more than 52 weeks next prior to the first publication of the annexed notice and that said newspaper is a weekly newspaper duly qualified for publishing legal notices and advertisements within the meaning of the laws of the State of Colorado.

That copies of each number of said paper in which said notice and list were published were delivered by carriers or transmitted by mail to each of the subscribers of said paper for a period of **1** consecutive insertions, once each week, and on the same day of each week; and that first publication of said notice was in the issue of said newspaper dated **March 3**, A.D. **2010** and that the last publication of said notice was in the issue of said newspaper dated **March 3**, A.D. **2010**.

Karen M. Johnson
General Manager

Subscribed and sworn to before me, a notary public and for the County of El Paso, State of Colorado, th **3rd** day of **March** A.D. **2010**

Marianne McBride
Notary Public
My Commission Expires September 30, 2012

MARIANNE MCBRIDE
NOTARY PUBLIC
STATE OF COLORADO

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Telephone Number: 303/298.1122

Published in the El Paso County Advertiser and News

Publication Date: March 3, 2010

Resolution No. 10-01

RESOLUTION OF THE BOARD OF DIRECTORS OF THE VENTANA METROPOLITAN DISTRICT AUTHORIZING A MAIL BALLOT ELECTION AND APPOINTING A DESIGNATED ELECTION OFFICIAL

Ventana Metropolitan District
City of Fountain, County of El Paso, State of Colorado

THE UNDERSIGNED, being all of the directors (the "Board" or "Board of Directors") of the Ventana Metropolitan District (the "District") do hereby consent to, vote in favor of, adopt and ratify the following resolutions:

WHEREAS, the term of office of Directors David A. Ditz ("D. Ditz"), William W. Ditz ("W. Ditz") and Joel S. Rosenstein ("Rosenstein") shall expire after their successors are elected at the regular special district election to be held on May 4, 2010 (the "Election") and take office; and

WHEREAS, in accordance with the provisions of the Special District Act ("Act") and the Uniform Election Code of 1992 ("Code"), the Election must be conducted to elect three (3) Directors to each serve for a term of four (4) years.

WHEREAS, pursuant to Section 1-7.5-101, et seq., of the Colorado Revised Statutes, the Board desires to authorize the Election to be conducted as a mail ballot election of the electors of the District. A plan for a mail ballot election will be submitted for approval by the Colorado Secretary of State (the "Secretary of State").

WHEREAS, pursuant to Sections 1-1-111(2) and 32-1-804(2) of the Colorado Revised Statutes, the Board of the District is authorized to designate an election official (the "Designated Election Official") to exercise the authority of the Board in conducting an election.

WHEREAS, pursuant to Section 1-5-208(1.5) of the Colorado Revised Statutes, the Board can authorize the Designated Election Official to cancel the election upon the occurrence of certain conditions.

WHEREAS, the Board acknowledges that Section 4(a) of the Bylaws of the Ventana Metropolitan District, dated June 29, 2006 ("Bylaws"), provides that "all official business of the Board shall be transacted at a regular or special meeting at which a quorum (i.e., three) of Directors shall be present..." Furthermore, Section 4(b) of the Bylaws provides that "...any action of the Board shall require the affirmative vote of a majority of the Directors present and voting..."

WHEREAS, the presence of Directors D. Ditz, W. Ditz, Rosenstein, Mark Hageman ("Hageman") and Mark Senn ("Senn") at the District's meeting on February 3, 2010 (the "February Meeting") is sufficient to establish a quorum in accordance with the Bylaws.

NOW, THEREFORE, BE IT RESOLVED, the Board hereby authorizes, approves and acknowledges, as the case may be:
(1) that the regular election of eligible electors of the District shall be held on May 4, 2010 between the hours of 7:00 a.m. and 7:00 p.m. pursuant to and in accordance with the Act, Code and other applicable laws. At that time, three (3) Directors will be elected to each serve a four-year term, and

(2) that there is no public location available within the boundaries of the District for a walk-in voting place and that it is necessary to use a private location outside of the District's boundaries located at 1801 California Street, Suite 4300, Denver, CO 80202 as the walk-in voting place. The Secretary of State shall approve the walk-in voting place. The walk-in voting place shall also be the walk-in voting place for disabled electors and for eligible electors not residing within the District, and

(3) that Robert Karsted shall serve as the Designated Election Official for the regular district election scheduled for the May 4, 2010, and he is hereby authorized and directed to proceed with any action necessary or appropriate to effectuate the provisions of this resolution and of the Act, Code, or other applicable laws, and

(4) that Self-Nomination and Acceptance petitions are available at the Designated Election Official's office located at 1801 California Street, Suite 4300, Denver, CO 80202. All candidates must file a Self-Nomination and Acceptance petition with the Designated Election Official no later than 5:00 p.m. on February 26, 2010, and

(5) the Designated Election Official to cancel said election and declare the candidates elected if, at 5:00 p.m. on the sixty-third day before the election (March 2, 2010), there are not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates. The Board further authorizes and directs the Designated Election Official to publish and post notice of the cancellation (as the case may be) in a newspaper of general circulation within the Ventana Metropolitan District, at the walk-in voting (polling) place, at the offices of the Designated Election Official, at the three places in the Ventana Metropolitan District where notices are usually posted, and with the Clerk and Recorder of El Paso County, and to file such notice of cancellation with the Division of Local Government and as may be otherwise required by law. The Designated Election Official shall also notify the candidates that the election was canceled and they were elected by acclamation, and shall take all other action, whether provided by statute or otherwise, to cause the cancellation of the election and to fulfill all duties of the Designated Election Official; and further

RESOLVED, that the Board acknowledges the presence of Directors D. Ditz, W. Ditz, Rosenstein, Hageman and Senn at the February Meeting establishes a quorum pursuant to the Bylaws, thereby enabling the District to conduct official business at this February Meeting.

This resolution of the Board is approved, and shall be effective, as of February 3, 2010. This resolution may be executed in counterparts, in which case all such counterparts will constitute one and the same document. Telecopy or facsimile signature by a Director will be regarded as a valid and binding signature of that Director.

By: _____ Digitally signed by David Ditz
DN: cn=David Ditz, o=DMA, Inc., ou=, email=dditz@developmentmanagement.com, c=US
Reason: I am approving this document
Location: Bend, OR
Date: 2010.02.03 13:51:12 -08'00'

David A. Ditz

By: _____

William W. Ditz

By: _____

Mark H. Hageman

By: _____

Mark A. Senn

By: _____

Joel S. Rosenstein

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By: _____
William W. Ditz

By: _____
Mark H. Hageman

By: _____
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By: _____
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By: _____
David A. Ditz

By: _____
William W. Ditz

By: _____
Mark H. Hageman

By: _____
Mark A. Senn

By: _____
Joel S. Rosenstein