

GARY R. WHITE
KRISTEN D. BEAR
WILLIAM P. ANKELE, JR.
JENNIFER GRUBER TANAKA*
K. SEAN ALLEN
GEORGE M. ROWLEY**

WHITE • BEAR • ANKELE
PROFESSIONAL CORPORATION
ATTORNEYS AT LAW

CLINT C. WALDRON
NEIL RUTLEDGE
***Robert G. Rogers

November 17, 2011

Steve Moreno
Weld County Clerk and Recorder
1402 N. 17th Avenue
Greeley, Colorado 80631

Re: Marketplace Metropolitan District

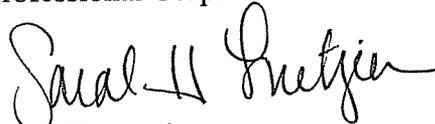
Dear Mr. Moreno

Pursuant to Section 32-1-1604, C.R.S., enclosed are the Notice of Special District Authorization of General Obligation Indebtedness on Form DLG-32 as prescribed by the Division of Local Government. Please record the Notices and its attachment. Enclosed is a check in the amount of \$11.00 as payment of the recordation fees and a self-addressed envelope to be used to return the recorded documents.

Thank you for your assistance in this matter. If you have any questions, please contact our office.

Very truly yours,

WHITE, BEAR & ANKELE
Professional Corporation



Sarah H. Luetjen
Paralegal

/shl

Enclosures

cc: Division of Local Government, w/enc.

STATE OF COLORADO

EXECUTIVE DIRECTORS OFFICE

Department of Local Affairs
1313 Sherman Street, Suite 500
Denver, CO 80203
Phone: (303) 866-4904
FAX: (303) 866-4317
TDD: (303) 866-5300



John W. Hickenlooper
Governor

Reeves Brown
Executive Director

FORM DLG-32
Notice of Special District Authorization or
Issuance of General Obligation Indebtedness
(CRS 32-1-1604)

Name of District:	Marketplace Metropolitan District
Principal Amount:	\$7,800,000 Special Assessment Bond Indebtedness Authorization from November 1, 2011 Election
Average Interest Rate:	N/A
Name of Bond Issue:	N/A
Credit Enhancement:	N/A
Rating and Rating Agency:	N/A
Dated as of:	N/A
Final Maturity Date:	N/A
Name and Address of Underwriter:	N/A
Name and Address of Bond Counsel:	N/A
Name, Address & Phone of District Contact Person:	Jennifer G. Tanaka White, Bear & Ankele, P.C. 2154 E. Commons Ave., Suite 2000 Centennial, CO 80122 (303)858-1800

District to Record with the County Clerk and Recorder within 30 days of Authorization or Issuance of Debt.
Send Copy to: Division of Local Government, 1313 Sherman St., Rm. 521, Denver, CO 80203.

Strengthening Colorado Communities

**JUDGES' CERTIFICATE OF ELECTION RETURNS
FOR MARKETPLACE METROPOLITAN DISTRICT
§1-7-601, C.R.S.**

IT IS HEREBY CERTIFIED by the undersigned, who conducted a mail ballot election for the above named District, on the 1st day of November, 2011, that after qualifying by swearing and subscribing to their Oaths of Office, they opened the approved mail ballot walk-in site at 7:00 a.m., and that they kept the site open continuously until the hour of 7:00 p.m. on said date, after which they counted the ballots.

**JUDGES CERTIFICATE OF ELECTION RETURNS
MARKETPLACE METROPOLITAN DISTRICT**

That the votes cast for and against each ballot issue and ballot question submitted were as follows:

	YES	NO
Ballot Issue A	<u>5 (Five)</u>	<u>0 (Zero)</u>
	(Numeric & Spelled Out)	

**JUDGES' CERTIFICATE OF ELECTION RETURNS
 MARKETPLACE METROPOLITAN DISTRICT
 (CONTINUED)
 §1-7-601(2), C.R.S.**

It is hereby identified and specified that:

Numeric & Spelled Out

Total Ballots Printed:

6 (Six)

Ballots Issued

Original Mailings:	<u>6 (Six)</u>
Emergency Ballots:	<u>0 (Zero)</u>
Replacement Ballots:	<u>0 (Zero)</u>

Ballots Not Counted

Unused Ballots:	<u>0 (Zero)</u>
Spoiled Ballots:	<u>0 (Zero)</u>
Unreturned Ballots:	<u>1 (one)</u>
Ballots returned by Post Office:	<u>0 (Zero)</u>
Challenged Ballots:	<u>0 (Zero)</u>
Rejected for insufficient information:	<u>0 (Zero)</u>

Total Not Counted:

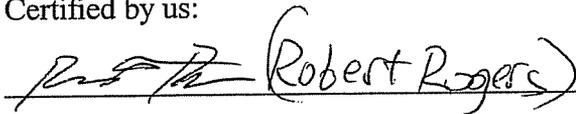
1 (one)

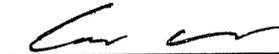
Total Counted Ballots:

5 (Five)

Total Ballots Voted: 5; all unused ballots, spoiled ballots, and stubs of ballots voted shall be returned with the statement.

Certified by us:

 (Robert Rogers), Election Judge

, Election Judge

November 1, 2011

ATTACH A COPY OF THE JUDGES' ABSTRACT OF RETURNS.

JUDGES' ABSTRACT OF RETURNS

§1-7-602, C.R.S.

For an election held for **Marketplace Metropolitan District** on November 1, 2011:

Ballots counted for and against each ballot issue and question as follows:

BALLOT ISSUE A (Special Assessment Bond)

SHALL MARKETPLACE METROPOLITAN DISTRICT DEBT BE INCREASED BY THE AMOUNT OF \$7,800,000, WITH A REPAYMENT COST OF \$63,960,000; AND SHALL MARKETPLACE METROPOLITAN DISTRICT TAXES BE INCREASED \$9,204,000 ANNUALLY OR BY SUCH LESSER ANNUAL AMOUNT AS MAY BE NECESSARY TO PAY THE AFOREMENTIONED DEBT, BY IMPOSING SPECIAL ASSESSMENTS UPON PROPERTY IN THE MARKETPLACE SPECIAL ASSESSMENT DISTRICT, WHICH ASSESSMENTS ARE SUBJECT TO PREPAYMENT AT THE OPTION OF THE PROPERTY OWNER: SUCH DEBT TO CONSIST OF SPECIAL ASSESSMENT BONDS OR OTHER FINANCIAL OBLIGATIONS BEARING INTEREST AT A NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18%; SUCH SPECIAL ASSESSMENT BONDS OR OTHER FINANCIAL OBLIGATIONS SHALL BE ISSUED TO PAY THE COSTS OF PROVIDING CERTAIN LOCAL IMPROVEMENTS IN SUCH DISTRICT, TO BE REPAYED FROM THE PROCEEDS OF SPECIAL ASSESSMENTS TO BE IMPOSED UPON THE PROPERTY INCLUDED WITHIN SUCH DISTRICT; SUCH TAXES TO CONSIST OF THE AFOREMENTIONED SPECIAL ASSESSMENTS IMPOSED UPON THE PROPERTY IN THE DISTRICT BENEFITED BY THE LOCAL IMPROVEMENTS; AND SHALL THE PROCEEDS OF SUCH BONDS OR OTHER FINANCIAL OBLIGATIONS AND THE PROCEEDS OF SUCH ASSESSMENTS, AND INVESTMENT INCOME THEREON CONSTITUTE VOTER-APPROVED REVENUE CHANGES AND BE COLLECTED AND SPENT BY THE MARKETPLACE METROPOLITAN DISTRICT WITHOUT REGARD TO ANY EXPENDITURE, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED AND SPENT BY THE MARKETPLACE METROPOLITAN DISTRICT

YES

NO

5

0

By:

Robert Rogers (Robert Rogers) Election Judge

Carver Election Judge

This abstract shall be made by the election judges and posted in a conspicuous within the mail ballot walk-in site. This abstract is to be posted immediately upon completion of the counting and may be removed at any time after forty-eight hours following the election.

CANVASSERS
ABSTRACT OF RETURNS
§1-10-203, C.R.S.

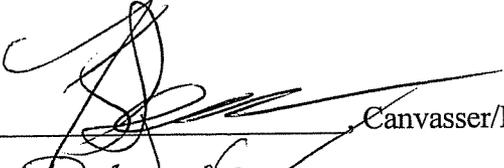
For an election held for Marketplace Metropolitan District on November 1, 2011

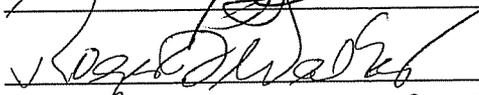
Ballots counted for and against each ballot issue and question as follows:

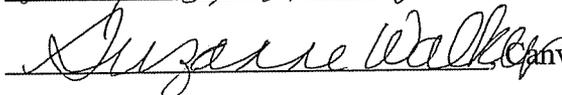
BALLOT ISSUE A (Special Assessment Bond)

SHALL MARKETPLACE METROPOLITAN DISTRICT DEBT BE INCREASED BY THE AMOUNT OF \$7,800,000, WITH A REPAYMENT COST OF \$63,960,000; AND SHALL MARKETPLACE METROPOLITAN DISTRICT TAXES BE INCREASED \$9,204,000 ANNUALLY OR BY SUCH LESSER ANNUAL AMOUNT AS MAY BE NECESSARY TO PAY THE AFOREMENTIONED DEBT, BY IMPOSING SPECIAL ASSESSMENTS UPON PROPERTY IN THE MARKETPLACE SPECIAL ASSESSMENT DISTRICT, WHICH ASSESSMENTS ARE SUBJECT TO PREPAYMENT AT THE OPTION OF THE PROPERTY OWNER: SUCH DEBT TO CONSIST OF SPECIAL ASSESSMENT BONDS OR OTHER FINANCIAL OBLIGATIONS BEARING INTEREST AT A NET EFFECTIVE INTEREST RATE NOT TO EXCEED 18%; SUCH SPECIAL ASSESSMENT BONDS OR OTHER FINANCIAL OBLIGATIONS SHALL BE ISSUED TO PAY THE COSTS OF PROVIDING CERTAIN LOCAL IMPROVEMENTS IN SUCH DISTRICT, TO BE REPAID FROM THE PROCEEDS OF SPECIAL ASSESSMENTS TO BE IMPOSED UPON THE PROPERTY INCLUDED WITHIN SUCH DISTRICT; SUCH TAXES TO CONSIST OF THE AFOREMENTIONED SPECIAL ASSESSMENTS IMPOSED UPON THE PROPERTY IN THE DISTRICT BENEFITED BY THE LOCAL IMPROVEMENTS; AND SHALL THE PROCEEDS OF SUCH BONDS OR OTHER FINANCIAL OBLIGATIONS AND THE PROCEEDS OF SUCH ASSESSMENTS, AND INVESTMENT INCOME THEREON CONSTITUTE VOTER-APPROVED REVENUE CHANGES AND BE COLLECTED AND SPENT BY THE MARKETPLACE METROPOLITAN DISTRICT WITHOUT REGARD TO ANY EXPENDITURE, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED AND SPENT BY THE MARKETPLACE METROPOLITAN DISTRICT?

YES	NO
<u>5</u>	<u>0</u>

By: 
_____, Canvasser/Designated Election Official


_____, Canvasser


_____, Canvasser

No later than seventeen days after the election, the canvassers shall survey the returns, issue a certified statement of results, and make out this abstract of votes for each office. The purpose of this canvass is to verify the returns. DO NOT RECOUNT THE BALLOTS.