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JENNIFER GRUBER TANAKA*
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WHITE • BEAR • ANKELE
PROFESSIONAL CORPORATION
ATTORNEYS AT LAW

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

November 11, 2011

Judy Keiser
Broomfield County Clerk and Recorder
One DesCombes Drive
Broomfield, Colorado 80020

Re: Broomfield Village Metropolitan District No. 2

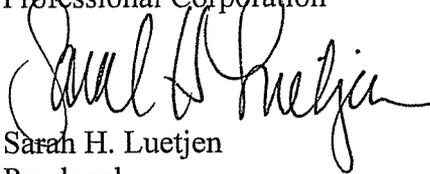
Dear Ms. Keiser

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



Bill Ritter
Governor

Susan Kirkpatrick
Executive Director

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

Name of District:	Broomfield Village Metropolitan District No. 2
Principal Amount:	\$35,000,000 Refunding Authorization Indebtedness 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:	George M. Rowley White, Bear & Ankele Professional Corporation 2154 East Commons Avenue, 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.

(Attach copy of Judges' Certificate of Election Returns)

**JUDGES' CERTIFICATE OF ELECTION RETURNS
FOR BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2
§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
BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2**

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

	YES	NO
Ballot Issue A	<u>2 (Two)</u>	<u>0 (Zero)</u>
	(Numeric & Spelled Out)	

**JUDGES' CERTIFICATE OF ELECTION RETURNS
BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2
(CONTINUED)
§1-7-601(2),C.R.S.**

It is hereby identified and specified that:

Numeric & Spelled Out

Total Ballots Printed: 7 (Seven)

Ballots Issued

Original Mailings:	<u>7 (Seven)</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>5 (Five)</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: 5 (Five)

Total Counted Ballots: 2 (Two)

Total Ballots Voted: 2; all unused ballots, spoiled ballots, and stubs of ballots voted shall be returned with the statement.

Certified by us:

, Election Judge

 (Robert Rogers) Election Judge

November 1, 2011

ATTACH A COPY OF THE JUDGES' ABSTRACT OF RETURNS.

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

For an election held for Broomfield Village Metropolitan District No. 2 on November 1, 2011.

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

BALLOT ISSUE A

SHALL BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2 DEBT BE INCREASED \$35,000,000, WITH A REPAYMENT COST OF \$287,000,000; AND SHALL BROOMFIELD VILLAGE METROPOLITAN DISTRICT NO. 2 TAXES BE INCREASED \$287,000,000 ANNUALLY, OR BY SUCH LESSER ANNUAL AMOUNT AS MAY BE NECESSARY TO PAY THE DISTRICT'S DEBT: SUCH DEBT TO CONSIST OF GENERAL OBLIGATION BONDS OR OTHER OBLIGATIONS ISSUED OR INCURRED FOR THE PURPOSE OF REFUNDING, PAYING, OR DEFEASING, IN WHOLE OR IN PART, BONDS, NOTES, OR OTHER FINANCIAL OBLIGATIONS OF THE DISTRICT; SUCH DEBT TO BEAR INTEREST AT A RATE TO BE DETERMINED BY THE DISTRICT BOARD, WHICH INTEREST RATE MAY BE THE SAME AS OR HIGHER THAN THE INTEREST RATE BORNE BY THE OBLIGATIONS BEING REFUNDED, BUT NOT IN EXCESS OF 18% PER ANNUM; SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES AND WHICH MAY COMPOUND PERIODICALLY AS MAY BE DETERMINED BY THE DISTRICT BOARD, SUCH DEBT TO BE SOLD IN ONE SERIES OR MORE AT A PRICE ABOVE, BELOW, OR EQUAL TO THE PRINCIPAL AMOUNT OF SUCH DEBT AND ON SUCH TERMS AND CONDITIONS AS THE DISTRICT MAY DETERMINE, INCLUDING PROVISIONS FOR REDEMPTION OF THE DEBT PRIOR TO MATURITY WITH OR WITHOUT PAYMENT OF PREMIUM IN AN AMOUNT DETERMINED BY THE DISTRICT BOARD, SUCH DEBT TO BE PAID FROM ANY LEGALLY AVAILABLE MONEYS OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR WITH SUCH LIMITATIONS AS MAY BE DETERMINED BY THE DISTRICT BOARD, AND IN AMOUNTS SUFFICIENT TO PRODUCE THE ANNUAL INCREASE SET FORTH ABOVE OR SUCH LESSER AMOUNT AS MAY BE NECESSARY; TO BE USED SOLELY FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON THE DISTRICT'S DEBT; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE PROCEEDS OF SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT INCOME THEREON, BE COLLECTED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE WITHOUT

REGARD TO ANY SPENDING, 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 DISTRICT?

YES

2

NO

0

By:

[Signature], Canvasser/Designated Election Official
[Signature] Canvasser
[Signature] 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.