

C-470 JOINT VENTURE PLANNED DEVELOPMENT

A PARCEL OF LAND LYING WITHIN SECTION 3, TOWNSHIP 6 SOUTH, RANGE 67 WEST OF THE
6th PRINCIPAL MERIDIAN, DOUGLAS COUNTY, STATE OF COLORADO
14.23 Ac. TOTAL

GENERAL PROVISIONS

AUTHORITY

THIS DEVELOPMENT PLAN IS AUTHORIZED BY SECTION 15 PLANNED DEVELOPMENT DISTRICT OF THE CITY OF LONE TREE ZONING ORDINANCE ADOPTED PURSUANT TO THE COLORADO PLANNED UNIT DEVELOPMENT ACT OF 1972.

APPLICABILITY

THE PROVISIONS OF THIS DEVELOPMENT PLAN SHALL RUN WITH THE LAND. THE LANDOWNERS, THEIR SUCCESSORS, HEIRS, OR ASSIGNS SHALL BE BOUND BY THIS DEVELOPMENT PLAN, AS AMENDED AND APPROVED BY THE DIRECTOR OR CITY COUNCIL.

ADOPTION

THE ADOPTION OF THIS DEVELOPMENT PLAN SHALL EVIDENCE THE FINDINGS AND DECISION OF THE CITY OF LONE TREE CITY COUNCIL THAT THIS DEVELOPMENT PLAN FOR C-470 JOINT VENTURE IS IN GENERAL CONFORMITY WITH THE CITY OF LONE TREE COMPREHENSIVE PLAN; IS AUTHORIZED BY THE PROVISION OF SECTION 15 OF THE CITY OF LONE TREE ZONING ORDINANCE; AND THAT SUCH SECTION 15 AND THIS DEVELOPMENT PLAN COMPLY WITH THE COLORADO PLANNED UNIT DEVELOPMENT ACT OF 1972, AS AMENDED.

RELATIONSHIP TO CITY REGULATIONS

THE PROVISIONS OF THIS DEVELOPMENT PLAN SHALL PREVAIL AND GOVERN THE DEVELOPMENT OF C-470 JOINT VENTURE, PROVIDED, HOWEVER, THAT WHERE THE PROVISIONS OF THIS DEVELOPMENT PLAN DO NOT ADDRESS A PARTICULAR SUBJECT, THE RELEVANT PROVISIONS OF THE CITY OF LONE TREE ZONING ORDINANCE, AS AMENDED, OR ANY OTHER APPLICABLE ORDINANCES OR REGULATIONS OF THE CITY OF LONE TREE, SHALL BE APPLICABLE.

ENFORCEMENT

TO FURTHER THE MUTUAL INTEREST OF THE RESIDENTS, OCCUPANTS, AND OWNERS OF THE PLANNED DEVELOPMENT AND OF THE PUBLIC IN THE PRESERVATION OF THE INTEGRITY OF THE PLAN, THE PROVISIONS OF THIS PLAN RELATING TO THE USE OF LAND AND THE LOCATION OF COMMON OPEN SPACE SHALL RUN IN FAVOR OF THE CITY OF LONE TREE AND SHALL BE ENFORCEABLE AT LAW OR IN EQUITY BY THE CITY WITHOUT LIMITATION ON ANY POWER OR REGULATION OTHERWISE GRANTED BY LAW.

CONFLICT

WHERE THERE IS MORE THAN ONE PROVISION WITHIN THE DEVELOPMENT PLAN THAT COVERS THE SAME SUBJECT MATTER, THE PROVISION WHICH IS MOST RESTRICTIVE OR IMPOSES HIGHER STANDARDS OR REQUIREMENTS SHALL GOVERN UNLESS DETERMINED OTHERWISE BY THE DIRECTOR.

MAXIMUM LEVEL OF DEVELOPMENT

THE TOTAL NUMBER OF DWELLINGS OR THE TOTAL COMMERCIAL, BUSINESS, OR INDUSTRIAL INTENSITY APPROVED FOR DEVELOPMENT WITHIN THE PLANNING AREAS IS THE MAXIMUM DEVELOPMENT REQUESTED FOR PLATTING OR CONSTRUCTION (PLUS APPROVED DENSITY TRANSFERS, IF ANY). THE ACTUAL NUMBER OF DWELLINGS OR LEVEL OF DEVELOPMENT FOR COMMERCIAL, BUSINESS, OR INDUSTRIAL PROPERTIES MAY BE LESS DUE TO SUBDIVISION OR SITE IMPROVEMENT PLAN REQUIREMENTS OR OTHER REQUIREMENTS OF THE CITY COUNCIL.

PROJECT TRACKING

AT THE TIME OF SUBDIVISION FINAL PLAT, THE APPLICANT SHALL PROVIDE A SUMMARY OF THE DEVELOPMENT, TO DATE, ALONG WITH THE FINAL PLAT SUBMITTAL TO THE PLANNING DIVISION, IN ORDER TO ASSURE MAXIMUM DEVELOPMENT LIMITS ARE NOT EXCEEDED.

STATEMENT OF COMMITMENTS

THE STATEMENT OF COMMITMENTS SHALL, IN ALL CASES, DESCRIBE THE DEVELOPMENT COMMITMENTS INCLUDING A METHOD FOR ASSIGNING RESPONSIBILITY TO HEIRS, SUCCESSORS, OR ASSIGNS, AND TIMING OF THE FULFILLMENT OF THESE COMMITMENTS FOR THE FOLLOWING:

Dedication

No land or facilities are to be dedicated. Any standard requirements for Payment in Lieu of Land dedication will be met.

Project Phasing Restrictions

None

On or Off Site Improvements

There are no required off-site improvements. On site improvements will be constructed to the City of Lone Tree standards.

Fire Protection

Fire line pressure and hydrants will be installed per South Metro Fire District Specifications. All construction will comply with applicable fire codes.

Wildlife Preservation Plan

N/A

Payment of Taxes on Land to be Dedicated for Public Use.

There is no public land dedication other than streets.

Wetland/Riparian Preservation Plans

There are no mapped wetland or riparian area within the boundary of this site.

DEVELOPMENT STIPULATIONS

- The residential component of the PD shall be adequately screened and buffered from C-470/1-25, in a manner acceptable to the City. Evaluation of buffering techniques may involve the review of building orientation and design, landscaping, and fencing, to be considered as part of the Site Improvement Plan approval process. Landscape buffering along C-470/1-25 may exceed the City's minimum requirements, as determined by the City.
- The residential component of the PD shall provide appropriate sound attenuation, with the use of innovative building design, suitable building materials, and appropriate construction methods, as provided in the Uniform Building Code as adopted and amended by the City of Lone Tree.
- The residential component of the PD shall comply with school and park dedication requirements, to be determined as part of the Site Improvement Plan approval process.
- Future plats and site plans within this PD shall reflect land dedication and/or easements that may be necessary to accommodate future light rail and/or highway improvements, as required by the City and the Colorado Department of Transportation (CDOT).
- Development of the site is subject to review by the Federal Aviation Administration for potential building height limitations. At the time of each Site Improvement Plan application submittal, the applicant shall notify the Federal Aviation Administration, using Form 7460. Any mitigation measures recommended by the Federal Aviation Administration may be required.
- All perimeter fencing constructed within this plan shall consist of wrought iron with a stone base, or of other materials as approved by the City. Said fencing shall replace the existing chain link fence along the highway right-of-way.
- The residential component of this PD shall utilize permanent-type roofing materials, including tile, slate, or light-weight concrete. This condition may be eliminated or modified if the following items are satisfactorily addressed, as determined by the City: A major visual focal point - such as a tower shall be incorporated into the project; superior project landscaping and recreational amenities are provided, including development of the detention area as an amenity to include landscaping, walkways, and lighting.
- The residential component of this PD shall incorporate a major visual focal point, such as a tower element, which is visible from within the project site and from the surrounding area.
- The detention area shall be developed as an amenity in conjunction with the residential component of this plan, to include approved landscaping, pedestrian walkways, and lighting, as approved by the City.
- The northern existing access point from Park Meadows Drive as depicted on the PD plan is subject to change. The specific location of that access shall be determined prior to Site Improvement Plan approval for this project, or with agreement between the applicant, the adjacent property owner and the City.
- The total number of residential dwelling units permitted within this PD may be increased according to the following density bonus schedule, if the project is developed with mixed-uses, including residential and commercial uses, and as approved by the City at the Site Improvement Plan stage:
 - Up to 300 units - no commercial uses proposed
 - Up to 350 units - minimum 5,000 sf commercial
 - Up to 400 units - minimum 10,000 sf commercial
 - Up to 450 units - minimum 15,000 sf commercial

The precise increase in the total number of units may be proportionate to the amount of commercial square footage provided. In no event shall the maximum number of dwellings exceed 450.

OWNERSHIP CERTIFICATION

C-470 JOINT VENTURE, COLORADO GENERAL PARTNERSHIP

David A. Nottingham
DAVE NOTTINGHAM

STATE OF COLORADO)
COUNTY OF Arapahoe) SS

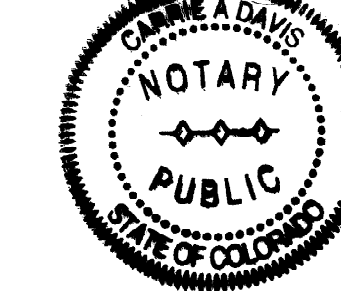
THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 14th DAY OF March, 2000 BY David Nottingham OF C-470 Joint Venture.

NOTARY PUBLIC Carrie A. Juvin WITNESS MY HAND AND SEAL

8000 E. Prentice Ave., Ste. C-1
ADDRESS

Englewood, Colorado
CITY STATE

MY COMMISSION EXPIRES 4-22-02



STARIKA FAMILY PARTNERSHIP, LTD.-L,
A COLORADO LIMITED PARTNERSHIP

BY: J. STAR ONE, LLC, ITS GENERAL PARTNER

Gerald J. Starika
BY: GERALD J. STARIKA, ITS MANAGER

STATE OF COLORADO)
COUNTY OF Arapahoe) SS

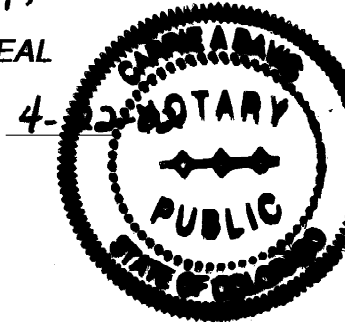
THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 17th DAY OF March, 2000 BY Gerald Starika OF Starika Family Partnership, LTD-L

NOTARY PUBLIC Carrie A. Juvin WITNESS MY HAND AND SEAL

8000 E. Prentice Ave., Ste. C-1
ADDRESS

Englewood, Colorado
CITY STATE

MY COMMISSION EXPIRES 4-22-02



WE Land Title Guarantors A TITLE COMPANY DULY QUALIFIED, INSURED OR LICENSED BY THE STATE OF COLORADO, DO HEREBY CERTIFY THAT WE HAVE EXAMINED THE TITLE OF ALL LANDS DEPICTED AND DESCRIBED HEREON AND THAT TITLE TO SUCH LAND IS OWNED IN FEE SIMPLE BY The Above Signer AT THE TIME OF THIS APPLICATION.

Eric Stearns 3/21/00
NAME OF AUTHORIZED OFFICIAL Eric Stearns (DATE)
NAME OF COMPANY: LAND TITLE GUARANTORS

STATE OF COLORADO)
COUNTY OF Douglas) SS

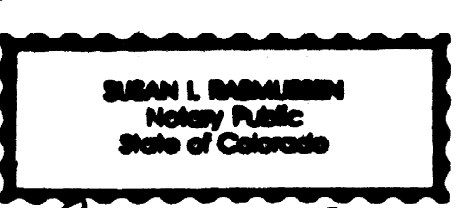
THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 21st DAY OF March, 2000 BY Eric Stearns OF Land Title Guarantors Co

NOTARY PUBLIC Susan L. Ramussen

512 Wilcox St
ADDRESS

Castle Rock Co 80104
CITY STATE

MY COMMISSION EXPIRES 9-1-03



CITY CERTIFICATION

THIS REZONING REQUEST TO PLANNED DEVELOPMENT HAS BEEN REVIEWED AND FOUND TO BE COMPLETE AND IN ACCORDANCE WITH THE ORDINANCE NUMBER 00-03 APPROVING THE PLANNED DEVELOPMENT AND ALL APPLICABLE CITY REGULATIONS.

MAYOR, CITY COUNCIL (DATE)

DIRECTOR (DATE)

CLERK AND RECORDER CERTIFICATION

STATE OF COLORADO)
CITY OF LONE TREE) SS.
DOUGLAS COUNTY)

I HEREBY CERTIFY THAT THIS PLAN WAS FILED IN MY OFFICE ON _____ OF _____, 20____, A.D. AT _____ O'CLOCK AM/PM, AND WAS RECORDED PER RECEPTION NO. _____.

CLERK AND RECORDER

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C-470 JOINT VENTURE PLANNED DEVELOPMENT

APPLICANT

C-470 Joint Venture, Colorado General Partnership
&
Starika Family Partnership, Ltd.-L,
A Colorado Limited Partnership

APPLICANT'S REPRESENTATIVE

PLAN WEST, INC.
8000 E. Prentice Ave. Suite C-1
Englewood, Colorado 80111
(303) 741-1411
fax - (303) 741-1492

ENGINEER

CARROLL AND LANGE
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Douglas County,
Colorado

job no. 16/99
date 8-23-99
revisions
3-8-00

sheet 1 of 3



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6th PRINCIPAL MERIDIAN, DOUGLAS COUNTY, STATE OF COLORADO
14.23 Ac. TOTAL

LEGAL DESCRIPTION

A PARCEL OF LAND LYING WITHIN SECTION 3, TOWNSHIP 6 SOUTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, DOUGLAS COUNTY, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 3; THENCE NORTH 88°57'42" EAST, 1700.68 FEET ALONG THE SOUTHERLY LINE OF SAID SECTION 3 TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF STATE HIGHWAY C-470 AND THE POINT OF BEGINNING;

THENCE NORTH 21°42'18" WEST, 571.72 FEET, ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE;

THENCE NORTH 17°08'04" WEST, 253.91 FEET, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE;

THENCE NORTH 42°56'35" WEST, 406.83 FEET, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE;

THENCE NORTH 68°37'21" WEST, 718.70 FEET, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE TO A POINT ON THE BOUNDARY LINE OF A PARCEL OF LAND AS RECORDED IN BOOK 403 AT PAGE 1088 OF THE DOUGLAS COUNTY RECORDS;

THENCE SOUTH 15°28'06" EAST, 93.85 FEET, DEPARTING SAID SOUTHERLY RIGHT-OF-WAY LINE AND ALONG THE BOUNDARY LINE OF SAID PARCEL; THENCE SOUTH 50°24'43" WEST, 70.62 FEET, CONTINUING ALONG SAID BOUNDARY LINE TO A POINT OF NON-TANGENT CURVATURE;

THENCE SOUTHEASTERLY, CONTINUING ALONG SAID BOUNDARY LINE AND THE ARC OF A CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 45°35'49" WEST, 640.00 FEET, THRU A CENTRAL ANGLE OF 16°30'31", AN ARC LENGTH OF 184.40 FEET, WHOSE CHORD BEARS SOUTH 36°08'55" EAST, 183.77 FEET, TO A POINT OF TANGENCY;

THENCE SOUTH 27°53'40" EAST, 132.90 FEET, CONTINUING ALONG SAID BOUNDARY LINE TO A POINT OF TANGENT CURVATURE;

THENCE SOUTHEASTERLY, CONTINUING ALONG SAID BOUNDARY LINE AND THE ARC OF A CURVE TO THE LEFT, WHOSE CENTER BEARS NORTH 62°06'20" EAST, 1660.00 FEET, THRU A CENTRAL ANGLE OF 13°20'08", AN ARC LENGTH OF 386.35 FEET, WHOSE CHORD BEARS SOUTH 34°33'43" EAST, 385.47 FEET, TO A POINT OF NON-TANGENCY ON THE NORTHEASTERLY RIGHT-OF-WAY OF PARK MEADOWS DRIVE;

THENCE SOUTHEASTERLY, ALONG SAID RIGHT-OF-WAY LINE AND THE ARC OF A CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 14°10'52" WEST, 645.00 FEET, THRU A CENTRAL ANGLE OF 51°33'05", AN ARC LENGTH OF 580.33 FEET, WHOSE CHORD BEARS SOUTH 50°02'36" EAST, 580.95 FEET, TO A POINT OF NON-TANGENCY ON SAID PARCEL OF LAND RECORDED IN BOOK 403 AT PAGE 1088;

THENCE SOUTHEASTERLY, CONTINUING ALONG SAID BOUNDARY LINE AND THE ARC OF A CURVE TO THE RIGHT, WHOSE CENTER BEARS SOUTH 43°10'41" WEST, 340.00 FEET, THRU A CENTRAL ANGLE OF 44°58'37" AN ARC LENGTH OF 266.90 FEET, WHOSE CHORD BEARS SOUTH 24°20'00" EAST, 260.10 FEET, TO A POINT OF TANGENCY;

THENCE SOUTH 01°50'42" EAST, 23.71 FEET, CONTINUING ALONG SAID BOUNDARY LINE TO A POINT ON SAID SOUTHERLY LINE OF SECTION 3;

THENCE NORTH 88°57'42" EAST, 334.93 FEET, ALONG SAID SOUTHERLY LINE TO THE POINT OF BEGINNING.

CONTAINING 14.2317 ACRES, OR 619931 SQUARE FEET, MORE OR LESS.

| PERMITTED USES | |
|---------------------|--|
| COMMERCIAL | Bank, Financial Institution w/Drive-Thru Bar, Lounge, Restaurant Including Fast Food Drive-Thru Bowling Alley General merchandise-Retail Gift/Souvenir Shop Health Club-Private Home Improvement Center-Retail Hotel/Motel Office-general, medical, dental, professional Office Showroom Parking, Public Printing, Copy Service-Retail Recreation-Private (Indoor, Outdoor) Service Retail Theatre (indoor) Veterinary Clinic/Hospital Other commercial uses similar in character to those listed above. |
| RESIDENTIAL | Multi-family |
| INDUSTRIAL | General merchandise-Wholesale Home Improvement Center-Wholesale Office Warehouse, Warehouse Printing Plants Research and Development Facility |
| PUBLIC/QUASI PUBLIC | Cultural facility Government offices and service facilities Health and recreation facility-public Hospital-public Open space Parks and playgrounds School, college, university and related facilities RTD transit corridor RTD Park and Ride Utility service facility Other public and quasi-public uses similar in character to those listed above. |

| PERMITTED USES | |
|---------------------------|---|
| USES BY SPECIAL REVIEW | Automobile Service Stations w/Fuel Dispensers Boat Sales Car Sales Heliport Telecommunications Facility Utility-Major Facility Assembly and Light Manufacturing Industrial Plants Product Distribution and Storage Facilities Other assembly, manufacturing, warehouses and wholesale establishments similar in character to those listed above. Any use exceeding 50 feet in height. No use shall exceed 75 feet in height. |
| TEMPORARY USES | Sales Office Construction office Seasonal uses |
| ACCESSORY USES/STRUCTURES | Uses and Structures Clearly Accessory and Incidental to the Primary Permitted Uses Satellite Dishes Related to the principal Uses |

| BULK & SPACE CONTROLS | | | |
|--------------------------|-----------------------------------|--|---------------------|
| Building Coverage (max.) | 45 % | *The height of the tower/focal point element constructed as part of the residential component of this plan may vary from this height restriction, upon approval of the City. | |
| Parking & Drives | 40 % | | |
| Open Space | 15 % | | |
| Building Heights (max.) | 50 feet * (75 feet USR) | | |
| Minimum Lot Area | .5 AC | | |
| Setbacks (min) | Abutting a Dedicated Right of Way | C-470, I-25 | 75' |
| | | Park Meadows Blvd. | 25' |
| | Interior Setbacks | Side | 0' |
| | | Min. separation between buildings | 10' |
| | | Adjacent Property lines | 15' |
| | Parking Lots | Side | 0' |
| Side-Shared Parking Lots | | 0' | |
| C-470, I-25 | | 0' | |
| Park Meadows Blvd. | | 15' | |
| Density | Residential | See Development Stipulations on sheet 1 | |
| | | Non-Residential | 310,000 SF / .5 FAR |

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Douglas County,
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job no. 16/00
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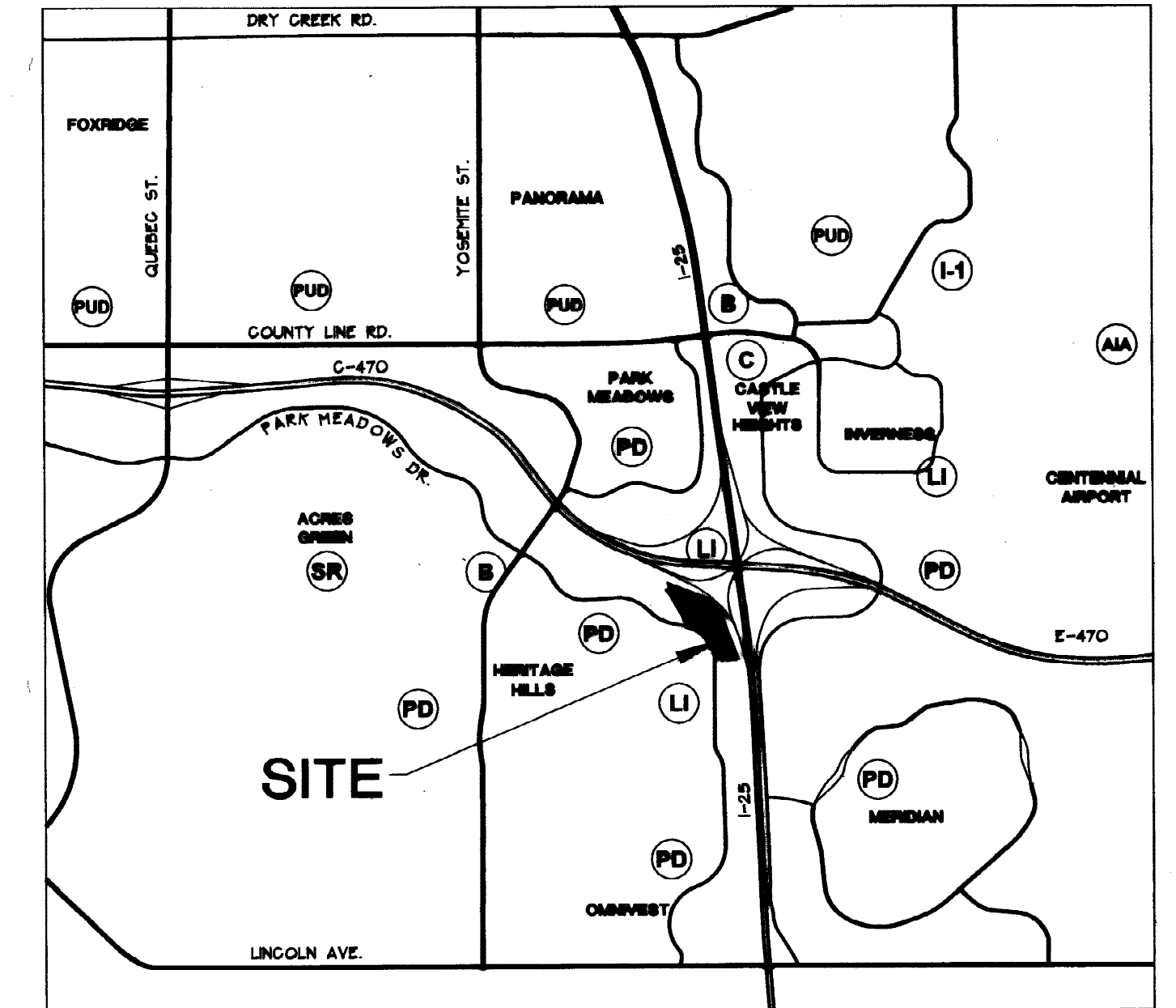
PD

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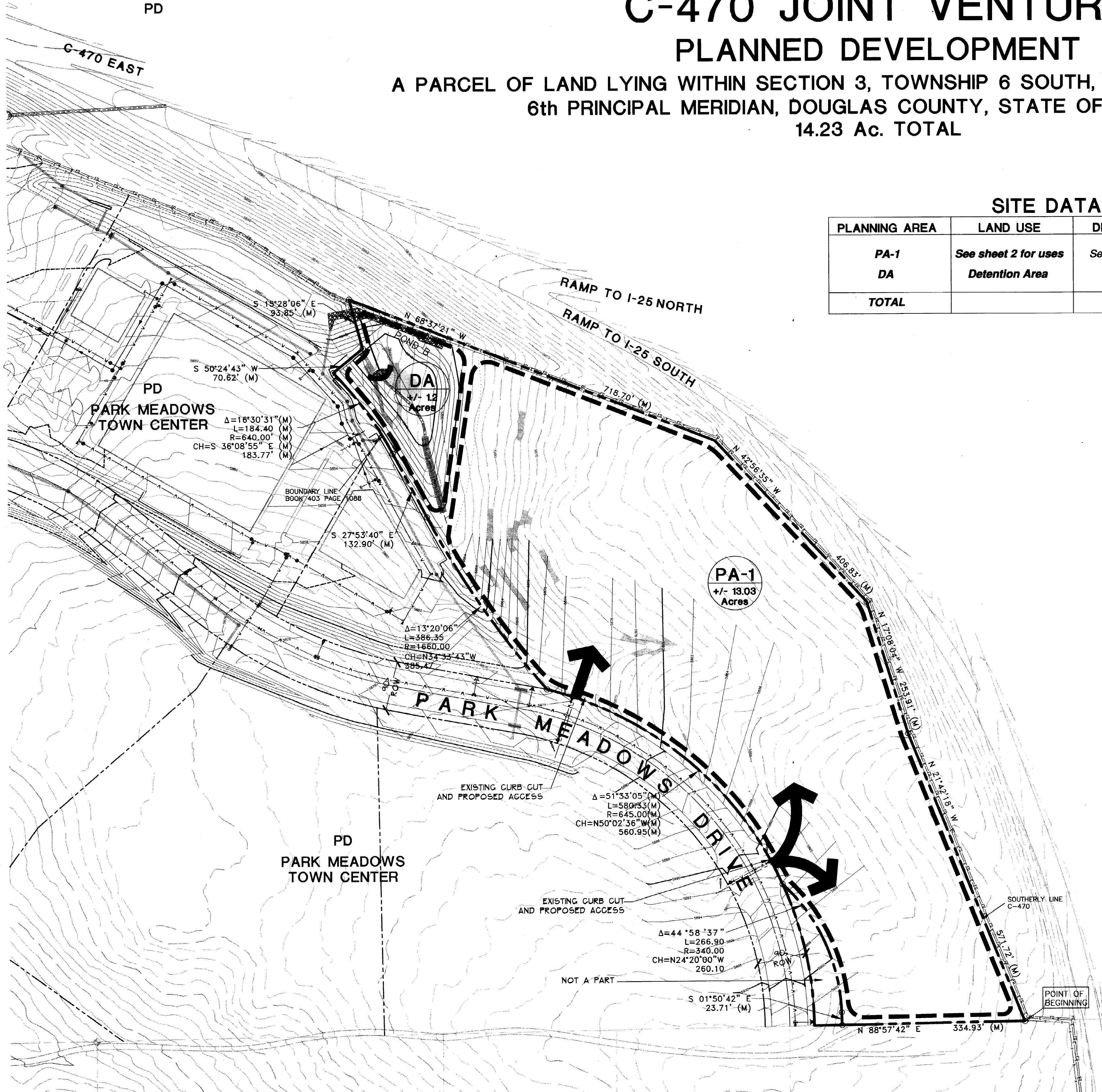
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14.23 Ac. TOTAL

SITE DATA

| PLANNING AREA | LAND USE | DENSITY | SIZE | % |
|---------------|----------------------|-------------|------------------|-------------|
| PA-1 | See sheet 2 for uses | See sheet 2 | +/- 13.03 Ac. | 92% |
| DA | Detention Area | | +/- 1.20 Ac. | 8% |
| TOTAL | | | 14.23 Ac. | 100% |



VICINITY MAP - 1 1/2 MILE



LEGEND

- PLANNING AREA
- PROPOSED ACCESS
- EXISTING 10' CONTOURS
- EXISTING 2' CONTOURS
- 20% OR GREATER SLOPE

PD
MERIDIAN
BUSINESS
CENTER

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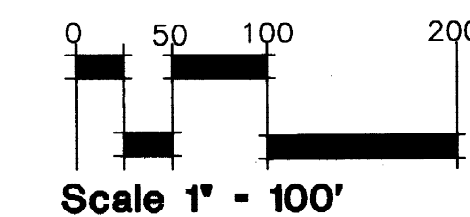
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