



March 24, 2017

**VIA EMAIL**

City Council  
City of Colorado Springs  
City Hall  
107 N. Nevada Avenue  
Colorado Springs CO 80903

Re: Colorado Crossing Metropolitan District No. 2  
Proposed Limited Property Tax Supported Revenue Bonds, Series 2017

Ladies and Gentlemen:

We act as general counsel to Colorado Crossing Metropolitan District No. 2 (the “**District**”). The District is in the process of preparing to issue its Limited Property Tax Supported Revenue Bonds, Series 2017, which will be issued to the public in the current anticipated principal amount of \$14,573,000<sup>1</sup> (the “**Bonds**”). This letter is being provided to the City Council for the City of Colorado Springs (the “**City**”) in accordance with the Consolidated Service Plan for the District, Colorado Crossing Metropolitan District No. 1 (“**District No. 1**”) and Colorado Crossing Metropolitan District No. 3 (“**District No. 3**” and, collectively with the District and District No. 1, the “**Districts**”) (as amended by a First Amendment dated October 25, 2016, collectively the “**Consolidated Service Plan**”). Substantially final forms of the Bond Resolution, Indenture and Capital Pledge Agreement (“**Bond Documents**”) among the Districts have been provided concurrent with this letter and/or will be provided promptly following delivery, and all statements made herein concerning the Bonds assume that the Bonds are issued and documents executed in substantially the form submitted to the City Council. In providing this letter, we also assume the City Council for the City will approve the issuance of the Bonds by an approving vote of at least two-thirds of the City Council members.

Based on and assuming the foregoing, the issuance by the District of the Bonds, and the participation of District No. 1 and District No. 3 relative to pledging certain revenues to the Bonds pursuant to the Bond Documents, is in compliance with the provisions of the Consolidated Service Plan.

---

<sup>1</sup> This is an estimated amount which will be finalized upon the pricing and sale of the Bonds and ultimately be more or less than the estimate stated in this letter.

City Council  
City of Colorado Springs  
March 24, 2017  
Page 2

This letter is provided to the City Council as of the date hereof solely for the purpose of evaluating the appropriateness of the City Council's consent to the issuance of the Bonds.

Very truly yours,

MCGEADY BECHER P.C.



Megan Becher

c: Boards of Directors,  
Colorado Crossing Metropolitan District Nos. 1, 2 and 3