

## PETITION FOR ANNEXATION

### Southern Colorado Rail Park Addition No. 1

To the City Council of the City of Colorado Springs

We, Southern Colorado Rail Park LLC, the owner of the real property described as Parcel A on **Exhibit A** attached hereto and made a part of this Petition, and Edw. C. Levy Co., the owner of the real property described as Parcel B on **Exhibit A**, constituting and comprising the owners of 100% of the area (territory) (excluding public streets and alleys) described in **Exhibit A** (the "Described Area"), do hereby petition that the Described Area be annexed to and become part of the City of Colorado Springs and do represent and state:

1. It is desirable and necessary that the Described Area be annexed to the City of Colorado Springs.
2. The requirements of Sections 31-12-104 and 31-12-105, C.R.S. 1973, as amended, exist or have been met as these sections apply to the annexation of the Described Area.
3. That the annexation of the Described Area complies with Section 30 of Article II of the Colorado Constitution.
4. That the undersigned request that the City of Colorado Springs approve the annexation of the Described Area.
5. That the legal description of the land owned by each Petitioner hereto is attached to and made part of this Petition.

**The Petitioner(s) hereto understand and are cognizant of the fact that the City of Colorado Springs ("City") is not legally required to annex the Described Area, and that if the City does annex the Described Area, the annexation shall be upon the conditions and agreement of the Petitioner(s) as set forth in the Annexation Agreement.**

**NOW, THEREFORE, in consideration of the forgoing statement, and in further consideration of the benefits which will accrue to the Petitioner(s) and the obligations resulting to the City if the Described Area is annexed to the City, the Petitioner(s) agree and covenant that if the Described Area is annexed to the City, the Petitioner(s) will comply with all applicable provisions of the Code of the City of Colorado Springs 2001, as amended, and all applicable ordinances, resolutions, and regulations of the City now existing or as hereinafter amended.**

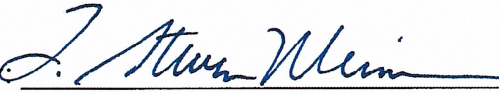
**The covenants and agreements herein above set forth shall run with the land owned by each Petitioner hereto which is subject to this annexation and shall extend to and be binding upon the heirs, assigns, legal representatives and successors to each Petitioner. Each Petitioner expressly accepts the aforesaid covenants and agreements by proceeding with the Petition for Annexation to the City.**

**Until the terms and conditions of an Annexation Agreement have been mutually agreed to by Petitioners and the City, Petitioners reserve the right to withdraw this Petition by written notice to the City.**

**See Legal Description of the Property attached hereto as Exhibit A and incorporated herein by this reference.**

Owner of Parcel A

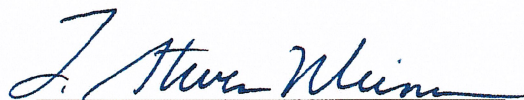
**Southern Colorado Rail Park LLC,**  
a Michigan limited liability company

By:   
L. Steven Weiner, Vice President  
Date: 11-7-2024

Mailing Address:  
8800 Dix Avenue  
Detroit, MI 48209

Owner of Parcel B

**Edw. C. Levy Co.,**  
a Michigan corporation

By:   
L. Steven Weiner, Vice President  
Date: 11-7-2024

Mailing Address:  
8800 Dix Avenue  
Detroit, MI 48209

STATE OF MICHIGAN )

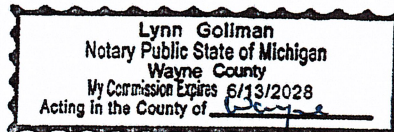
) ss.

COUNTY OF WAYNE )

The foregoing instrument was executed before me this 7<sup>th</sup> day of NOVEMBER, 2024, by L. Steven Weiner, as Vice President of Edw. C. Levy Co, a Michigan corporation.

WITNESS my hand and official seal.

My commission expires 6/13/2028.



[Signature]  
Notary Public



[SEAL]

The notarization signatures above serve as the Affidavit of Circulator acknowledging that each signature herein is the signature of the person it purports to be (C.R.S. § 31-12-107(1)(c)(IX))

STATE OF MICHIGAN )

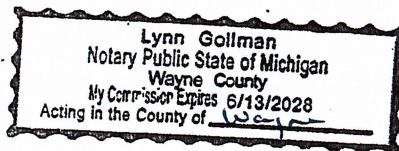
) ss.

COUNTY OF WAYNE )

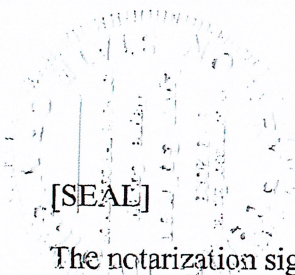
The foregoing instrument was executed before me this 7<sup>th</sup> day of NOVEMBER, 2024, by L. Steven Weiner, as Vice President of Southern Colorado Rail Park LLC, a Michigan corporation.

WITNESS my hand and official seal.

My commission expires 6/13/2028.



[Signature]  
Notary Public



[SEAL]

The notarization signatures above serve as the Affidavit of Circulator acknowledging that each signature herein is the signature of the person it purports to be (C.R.S. § 31-12-107(1)(c)(IX))

**EXHIBIT A  
TO  
PETITION FOR ANNEXATION**

**Legal Description of the Described Area**



212 N Wahsatch Ave, Ste 305  
Colorado Springs, CO 80903  
Mail to: PO Box 1360  
Colorado Springs, CO 80901  
719.955.5485

**LEGAL DESCRIPTION**  
**PARCEL A**  
**SOUTHERN COLORADO RAIL PARK LLC PROPERTIES**

A PARCEL OF LAND BEING THE WEST HALF OF THE SOUTHWEST QUARTER (W1/2 OF SW 1/4) SECTION 19, THE NORTHWEST QUARTER OF THE NORTHWEST QUARTER (NW 1/4 OF NW 1/4) SECTION 30, T16S, R65W, OF THE SIXTH P.M. AND A PORTION OF THE WEST HALF (W 1/2) SECTION 13, THE EAST HALF (E 1/2) SECTION 14, THE EAST HALF (E 1/2) SECTION 23, THE WEST HALF (W 1/2) AND SOUTHEAST QUARTER (SE 1/4) SECTION 24, SECTION 25 AND THE EAST HALF (E 1/2) OF SECTION 26, ALL IN T16S, R66W, OF THE SIXTH P.M., EL PASO COUNTY, COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE QUARTER CORNER COMMON TO SECTION 14 AND SECTION 23, T16S, R66W, SAID POINT BEING A FOUND STONE, FROM WHICH THE QUARTER CORNER COMMON TO SECTIONS 11 AND SECTION 14, T16S, R66W SAID POINT BEING A FOUND 3.25" ALUMINUM CAP STAMPED "R G OBERING, T16S R66W, S11, 1/4 COR, S14, 1999, PE & PLS 13226" ON A NO. 6 REBAR BEARS N01°30'28"W A DISTANCE OF 5,285.06 FEET, BEING THE BASIS OF ALL BEARINGS IN THIS LEGAL DESCRIPTION. (SAID LINE BEING THE NORTH-SOUTH CENTERLINE OF SAID SECTION 14.)

THE FOLLOWING TWO (2) COURSES ARE ALONG THE EASTERLY LINES OF THE FORT CARSON MILITARY RESERVATION:

- 1) THENCE N01°30'28"W ALONG THE AFORESAID NORTH-SOUTH CENTERLINE OF SECTION 14, 5,285.06 FEET TO THE QUARTER CORNER COMMON TO SECTIONS 11 AND SECTION 14, T16S, R66W;
- 2) THENCE N88°40'09"E ALONG THE SOUTH LINE OF SAID SECTION 11 A DISTANCE OF 2,788.00 FEET TO THE SECTION CORNER COMMON TO SECTIONS 11, 12, 13, AND 14, T16S, R66W AND THE WEST LINE OF MINING PERMIT NO. M-1982-155;

THENCE ALONG THE WESTERLY LINES OF SAID MINING PERMIT THE FOLLOWING SEVEN (7) COURSES:

- 1) THENCE S00°29'26"E A DISTANCE OF 1,578.50 FEET;
- 2) THENCE N89°23'39"E A DISTANCE OF 1,458.52 FEET;
- 3) THENCE S28°07'51"E A DISTANCE OF 1,195.30 FEET TO THE EAST-WEST CENTERLINE OF SECTION 13, T16S, R66W;
- 4) THENCE N89°23'39"E ALONG SAID SECTION CENTERLINE 600 FEET TO THE CENTER QUARTER CORNER THEREOF;
- 5) THENCE S00°44'05"E ALONG THE NORTH-SOUTH CENTERLINE OF SAID SECTION, 2,639.25 FEET TO THE QUARTER CORNER COMMON TO SECTIONS SECTION 13 AND 24, T16S, R66W;
- 6) THENCE S00°29'47"E ALONG THE NORTH-SOUTH CENTERLINE OF SAID SECTION 24, A DISTANCE OF 2,607.23 FEET TO THE CENTER QUARTER CORNER OF SAID SECTION 24, T16S, R66W;

- 7) THENCE N89°36'16"E ALONG THE EAST -WEST CENTERLINE OF SAID SECTION 2,636.98 FEET TO THE QUARTER CORNER (1/4 COR) COMMON TO SECTION 24, T16S, R66W AND SECTION 19, T16S, R65W, AND THE SOUTHWEST CORNER OF LOT 1 BLOCK 1 "VALLEY VIEW SUBDIVISION";

THENCE N89°21'33"E ALONG THE SOUTH LINE THEREOF, SAID LINE BEING A PORTION OF EAST-WEST CENTERLINE OF SAID SECTION 19, T16S, R65W 1,171.75 FEET TO THE WEST SIXTEENTH CORNER OF SAID SECTION 19;

THENCE S00°51'32"E A DISTANCE OF 2,637.30 FEET TO THE WEST SIXTEENTH CORNER COMMON TO SAID SECTION 19 AND SECTION 30, T16S, R65W;

THENCE S00°20'16"E A DISTANCE OF 1,320.03 FEET TO THE NORTHWEST SIXTEENTH CORNER OF SAID SECTION 30;

THENCE S89°13'59"W A DISTANCE OF 1,155.32 FEET TO THE NORTH SIXTEENTH CORNER OF THE SECTION LINE COMMON TO SECTION 30, T16S, R65W AND SECTION 25, T16S, R66W;

THENCE S01°04'10"E ALONG SAID SECTION LINE 1,326.55 FEET TO THE QUARTER CORNER COMMON TO SAID SECTIONS;

THENCE S00°39'21"E ALONG SAID SECTION LINE 2,640.17 FEET TO THE SECTION CORNER COMMON TO SECTIONS 30 AND 31, T16S, R65W AND SECTIONS 25 AND 36, T16S, R66W, SAID POINT LYING ON THE AFORESAID EASTERLY LINES OF THE FORT CARSON MILITARY RESERVATION;

THENCE ALONG SAID EASTERLY LINES THE FOLLOWING FOUR (4) COURSES:

- 1) THENCE S89°36'51"W ALONG THE SECTION LINE BETWEEN SAID SECTIONS 25 AND 36 A DISTANCE OF 5,275.28 FEET TO THE SECTION CORNER COMMON TO SECTIONS 25, 26, 35 AND 36, T16S, R66W;
- 2) THENCE S89°07'11"W ALONG THE SECTION LINE COMMON TO SECTIONS 26 AND 35, A DISTANCE OF 2,637.64 FEET TO THE QUARTER CORNER COMMON TO SAID SECTIONS 26 AND 35;
- 3) THENCE N01°34'52"W ALONG THE NORTH SOUTH CENTERLINE OF SAID SECTION 26, 5,263.81 FEET TO THE QUARTER CORNER COMMON TO SECTIONS 23 AND 26, T16S, R66W;
- 4) THENCE N00°25'00"W ALONG THE NORTH SOUTH CENTERLINE OF SAID SECTION 23, 5,230.86 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS A GROSS AREA OF 104,712,225 SQUARE FEET (2,403.862 ACRES MORE OR LESS).

EXCEPTING THEREFROM THE FOLLOWING TWO (2) EXCEPTIONS:

EXCEPTION 'A':

THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER (SW 1/4 SW 1/4 SW 1/4) AND THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER (SE 1/4 SW 1/4 SW 1/4) OF SECTION 13 AS DESCRIBED IN QUITCLAIM DEED RECORDED UNDER RECEPTION NO. 209137369;

AND

THE SOUTH HALF OF THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER (S 1/2 NE 1/4 SW 1/4 SW 1/4) OF SAID SECTION 13 AS DESCRIBED IN WARRANTY DEED RECORDED IN BOOK 5826 AT PAGE 208, EXCEPTING THEREFROM THE EASTERLY 30 FEET OF THAT 60 FEET WIDE INGESS/EGRESS EASEMENT DESCRIBED IN DESIGNATION OF RIGHTS OF WAY RECORDED IN BOOK 2395 AT PAGE 377;

AND

THE NORTH HALF OF THE NORTHEAST QUARTER OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER (N 1/2 NE 1/4 SW 1/4 SW 1/4) OF SAID SECTION 13 DESCRIBED AS "PARCEL B" IN WARRANTY DEED UNDER RECORDED RECEPTION NO. 210059631, EXCEPTING THEREFROM THE EASTERLY 30 FEET OF THAT 60 FEET WIDE INGESS/EGRESS EASEMENT DESCRIBED IN DESIGNATION OF RIGHTS OF WAY RECORDED IN BOOK 2395 AT PAGE

377;

ALL DOCUMENTS FOUND IN THE RECORDS OF EL PASO COUNTY, COLORADO, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SECTION CORNER COMMON TO SECTIONS 13, 14, 23, AND 24;  
THENCE N00°30'22"W ALONG THE SECTION LINE COMMON TO SAID SECTIONS 13 AND 14, 659.62 FEET TO A BENT NO. 5 REBAR WITHOUT CAP;  
THENCE N88°36'20"E A DISTANCE OF 688.97 FEET TO A NO. 3 REBAR WITH RED PLASTIC CAP STAMPED "LS 1593";  
THENCE N01°25'18"W A DISTANCE OF 662.08 FEET TO A NO. 3 REBAR WITH RED PLASTIC CAP STAMPED "LS 1593";  
THENCE N88°48'15"E A DISTANCE OF 638.67 FEET TO A NO. 3 REBAR WITH RED PLASTIC CAP STAMPED "LS 1593";  
THENCE S00°31'35"E A DISTANCE OF 1,320.88 FEET TO A NO. 3 REBAR WITH RED PLASTIC CAP STAMPED "LS 1593";  
THENCE S88°39'48"W A DISTANCE OF 1,317.54 FEET TO THE POINT OF BEGINNING.

SAID PARCELS CONTAINING A COMBINED AREA OF 1,288,513 SQUARE FEET (29.580 ACRES MORE OR LESS).

EXCEPTION 'B':

A PORTION OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13, T16S, R66W AS DESCRIBED IN WARRANTY DEED RECORDED UNDER RECEPTION NO. 219082791, EXCEPTING THEREFROM THE EASTERLY 30 FEET OF THAT 60 FEET WIDE INGESS/EGRESS EASEMENT DESCRIBED IN DESIGNATION OF RIGHTS OF WAY RECORDED IN BOOK 2395 AT PAGE 377;

AND

A PORTION OF THE NORTHEAST QUARTER OF THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 13, T16S, R66W AS DESCRIBED AS "PARCEL A" IN WARRANTY DEED RECORDED UNDER RECEPTION NO. 210059631, EXCEPTING THEREFROM THE EASTERLY 30 FEET OF THAT 60 FEET WIDE INGESS/EGRESS EASEMENT DESCRIBED IN DESIGNATION OF RIGHTS OF WAY RECORDED IN BOOK 2395 AT PAGE 377;

ALL DOCUMENTS FOUND IN THE RECORDS OF EL PASO COUNTY, COLORADO, AND MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE QUARTER CORNER COMMON TO SECTIONS 13 AND 14;  
THENCE N88°15'39"E A DISTANCE OF 688.45 FEET TO THE EAST LINE OF AFORESAID 60 FEET WIDE INGESS/EGRESS EASEMENT AND THE POINT OF BEGINNING;

THENCE N89°06'26"E A DISTANCE OF 631.01 FEET;  
THENCE S00°05'37"E A DISTANCE OF 328.97 FEET TO A NO. 2 REBAR WITHOUT CAP;  
THENCE S00°24'52"E A DISTANCE OF 330.21 FEET TO A 60d NAIL;  
THENCE S88°44'16"W A DISTANCE OF 627.71 FEET TO A 60d NAIL;  
THENCE N00°32'41"W A DISTANCE OF 663.20 FEET TO THE POINT OF BEGINNING.

SAID PROPERTIES COMBINED CONTAINING AN AREA OF 415,791 SQUARE FEET (9.545 ACRES MORE OR LESS).

GROSS AREA 104,712,225 SQUARE FEET (2,403.862 ACRES MORE OR LESS),  
LESS EXCEPTION 'A' AREA OF 1,288,513 SQUARE FEET (29.580 ACRES, MORE OR LESS)  
LESS EXCEPTION 'B' AREA OF 415,791 SQUARE FEET (9.545 ACRES, MORE OR LESS)

NET AREA 103,007,921 SQUARE FEET (2,364.736 ACRES MORE OR LESS).

PREPARED BY:

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VERNON P. TAYLOR, COLORADO P.L.S. NO. 25966      DATE  
FOR AND ON BEHALF OF M&S CIVIL CONSULTANTS, INC





212 N Wahsatch Ave, Ste 305  
Colorado Springs, CO 80903  
Mail to: PO Box 1360  
Colorado Springs, CO 80901  
719.955.5485

**LEGAL DESCRIPTION**  
**PARCEL B**  
**EDW. C. LEVY CO. PROPERTIES**

A PARCEL OF LAND IN THE SOUTH HALF OF THE SOUTH HALF OF SECTION 12 (S1/2 OF S1/2 SEC12), AND THE NORTH HALF AND THE SOUTHEAST QUARTER OF SECTION 13 (N1/2 AND SE1/4 SEC13), AND THE NORTHEAST QUARTER OF SECTION 24(NE1/4 SEC24), BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE CENTER QUARTER CORNER OF SAID SECTION 24, SAID POINT BEING A FOUND NO. 6 REBAR AND ALUMINUM CAP STAMPED "ROLAND G OBERING, T16S R66W, C1/4 S24, OF THE 6TH PM, PE&PLS 13226"; THENCE N00°29'47"W ALONG THE CENTERLINE OF SAID SECTION 24 A DISTANCE OF 2,607.23 FEET TO THE QUARTER CORNER COMMON TO SECTIONS 13 AND 24 BEING A FOUND NO. 6 REBAR AND ALUMINUM CAP STAMPED "ROLAND G OBERING, T16S R66W, S13, S24, OF THE 6TH PM, PE&PLS 13226"; THENCE N00°44'05"W ALONG THE CENTERLINE OF SAID SECTION 13 A DISTANCE OF 2,639.25 FEET TO THE CENTER QUARTER CORNER THEREOF;  
THENCE S89°23'39"W ALONG THE CENTERLINE OF SAID SECTION 13 A DISTANCE OF 600.00 FEET;  
THENCE N28°07'51"W A DISTANCE OF 1,195.30 FEET;  
THENCE S89°23'39"W A DISTANCE OF 1,458.52 FEET TO THE SECTION LINE COMMON TO SECTIONS 13 AND 14, SAID POINT BEING THE END OF PROJECT, "BOUNDARY RETRACEMENT SURVEY – FORT CARSON, EL PASO COUNTY, COLORADO" RECORDED UNDER RECEPTION NO. 212900048 OF THE RECORDS OF EL PASO COUNTY, COLORADO;

THENCE ALONG SAID FORT CARSON BOUNDARY THE FOLLOWING TWO (2) COURSES:

- 1) THENCE N00°39'18"W ALONG THE SECTION LINE COMMON TO SECTIONS 11 AND 12 A DISTANCE OF 1,312.70 FEET;
- 2) THENCE N89°11'58"E A DISTANCE OF 1,197.78 FEET TO THE WESTERLY RIGHT-OF-WAY OF CHARTER OAKS RANCH ROAD AS SHOWN ON AFORESAID "BOUNDARY RETRACEMENT SURVEY";

THENCE ALONG THE WESTERLY LINES THEREOF THE FOLLOWING THREE (3) COURSES:

- 1) THENCE 38.00 FEET ALONG THE ARC OF A NON-TANGENT CURVE TO THE LEFT, SAID CURVE HAVING A RADIUS OF 160.00 FEET, A CENTRAL ANGLE OF 13°36'22", THE CHORD OF 37.91 FEET WHICH BEARS S28°08'29"W TO A POINT OF TANGENT;
- 2) THENCE S21°20'19"W A DISTANCE OF 355.09 FEET;
- 3) THENCE S68°39'41"E A DISTANCE OF 70.00 FEET TO THE SOUTHERLY LINE OF THAT PARCEL DESCRIBED BY SPECIAL WARRANTY DEED RECORDED UNDER RECEPTION NO. 219042943 OF THE RECORDS OF EL PASO COUNTY, COLORADO;

THENCE ALONG THE SOUTHERLY LINES THEREOF THE FOLLOWING THREE (3) COURSES:

- 1) THENCE 646.18 FEET ALONG THE ARC OF A NON-TANGENT CURVE TO THE RIGHT, SAID CURVE HAVING A RADIUS OF 540.00 FEET, A CENTRAL ANGLE OF 68°33'42", THE CHORD OF 608.31 FEET WHICH BEARS N55°37'10"E TO A POINT OF TANGENT;
- 2) THENCE N89°54'02"E A DISTANCE OF 356.58 FEET;
- 3) THENCE N88°26'46"E A DISTANCE OF 623.16 FEET TO THE SOUTHWEST CORNER OF THAT PARCEL DESCRIBED BY SPECIAL WARRANTY DEED RECORDED UNDER RECEPTION NO. 219042944 OF THE RECORDS OF EL PASO COUNTY, COLORADO;

THENCE ALONG THE SOUTHERLY LINES THEREOF THE FOLLOWING SIX (6) COURSES:

- 1) THENCE CONTINUING N88°26'46"E A DISTANCE OF 224.24 FEET;
- 2) THENCE N89°38'21"E A DISTANCE OF 293.10 FEET;
- 3) THENCE N89°04'51"E A DISTANCE OF 753.88 FEET;
- 4) THENCE N86°07'34"E A DISTANCE OF 381.70 FEET;
- 5) THENCE N86°06'37"E A DISTANCE OF 476.16 FEET;
- 6) THENCE N86°06'40"E A DISTANCE OF 471.02 FEET TO THE WESTERLY LINE OF LOT 1 BLOCK 1 "VALLEY VIEW SUBDIVISION" AS RECORDED IN PLAT BOOK O-3 AT PAGE 57 IN THE RECORDS OF EL PASO COUNTY, COLORADO;

THENCE ALONG SAID WESTERLY LINE THE FOLLOWING FIVE (5) COURSES:

- 1) THENCE S00°57'56"E A DISTANCE OF 25.58 FEET TO THE SOUTH SIXTEENTH CORNER COMMON TO SECTION 7 T16S, R65W AND SECTION 12, T16S, R66W;
- 2) THENCE CONTINUING S00°57'56"E A DISTANCE OF 1,329.72 FEET TO THE SECTION CORNER COMMON TO SECTIONS 7 AND 18, T16S, R65W AND SECTIONS 12 AND 13, T16S, R66W;
- 3) THENCE S00°59'15"E A DISTANCE OF 2,639.23 FEET TO THE QUARTER CORNER (1/4 COR) COMMON TO SECTION 18, T16S, R65W AND SECTION 13, T16S, R66W;
- 4) THENCE S00°59'25"E A DISTANCE OF 2,639.15 FEET TO THE SECTION CORNER COMMON TO SECTIONS 18 AND 19, T16S, R65W AND SECTIONS 13 AND 24, T16S, R66W;
- 5) THENCE S00°46'56"E A DISTANCE OF 2,617.07 FEET TO THE QUARTER CORNER (1/4 COR) COMMON TO SECTION 24, T16S, R66W AND SECTION 19, T16S, R65W AND THE SOUTHWEST CORNER OF SAID LOT 1 BLOCK 1 "VALLEY VIEW SUBDIVISION";

THENCE S89°36'16"W ALONG THE EAST-WEST CENTERLINE OF SAID SECTION 24 A DISTANCE OF 2,636.98 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 32,372,283 SQUARE FEET (743.165 ACRES, MORE OR LESS).

PREPARED BY:

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VERNON P. TAYLOR, COLORADO P.L.S. NO. 25966                      DATE  
 FOR AND ON BEHALF OF M&S CIVIL CONSULTANTS, INC