

**PROMENADE AT CASTLE ROCK METROPOLITAN DISTRICT NOS. 1-3
CERTIFICATE CONCERNING DISTRICT FINANCING**

WHEREAS, Promenade at Castle Rock Metropolitan District Nos. 1-3, in the Town of Castle Rock (the “**Town**”), Douglas County, State of Colorado (collectively, the “**Districts**”), are quasi-municipal corporations and political subdivision of the State of Colorado, duly organized and existing as metropolitan districts under §§ 32-1-101, et seq., C.R.S. and

WHEREAS, the Town Council of the Town (the “**Council**”) approved that certain Amended and Restated Consolidated Service Plan for Promenade at Castle Rock Metropolitan District No. 1, Promenade at Castle Rock Metropolitan District No. 2, and Promenade at Castle Rock Metropolitan District No. 3 (the “**Service Plan**”) at a public hearing held on March 2, 2021, pursuant to Resolution No. _____; and

WHEREAS, Section 11.02.110 of the Town Code states, “A District shall not issue any indebtedness or refinance any outstanding indebtedness without first submitting the proposed financing to the Town for review and comment. The submission shall include the dollar amount of the issue, the interest rate and other financing costs, the type of revenues pledged to repayment, including the amount of the mill levy pledged, and a description of the credit enhancements, together with any preliminary official statement or other prospectus for the debt issue. The submission shall be accompanied by a certification of the Board that the proposed issuance or refinance of indebtedness is authorized by and in compliance with the service plan for the District.”; and

WHEREAS, Promenade at Castle Rock Metropolitan No. 1 intends to issue its limited Tax General Obligation and Special Revenue Refunding and Improvement Loan (the “**Loan**”); and

WHEREAS, the Boards of Directors of the Districts desires to adopt this Certificate Concerning District Financing to state that the Loan is authorized by and in compliance with the Service Plan as required by Section 11.02.110 of the Town Code.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARDS AS FOLLOWS:

1. Certification Statement. The Boards hereby certify, to the best of their actual knowledge, that the proposed issuance of the Loan is authorized by and in compliance with the Service Plan for the Districts.

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APPROVED this 22nd day of February, 2021.

PROMENADE AT CASTLE ROCK
METROPOLITAN DISTRICT NOS. 1-3



Officer of the Districts

ATTEST:

