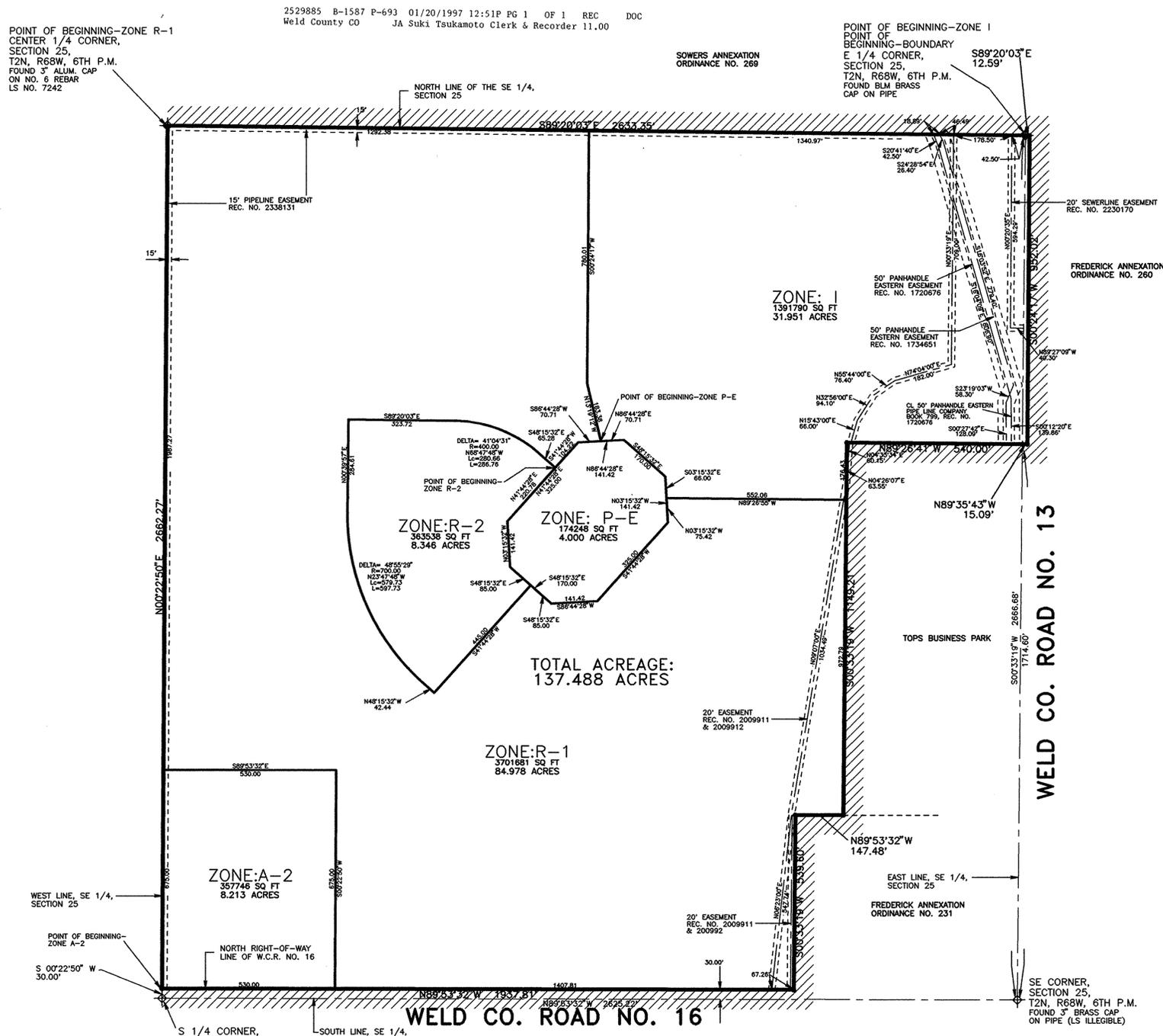


RUSSELL ANNEXATION AND ZONING MAP

A TRACT OF LAND LOCATED IN THE SOUTHEAST QUARTER OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 68 WEST AND THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 30, TOWNSHIP 2 NORTH, RANGE 67 WEST OF THE SIXTH PRINCIPAL MERIDIAN, COUNTY OF WELD, STATE OF COLORADO.



ZONE R-1 LEGAL DESCRIPTION:
A TRACT OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF WELD, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
BEGINNING AT THE CENTER ONE-QUARTER CORNER OF SAID SECTION 25; THENCE ALONG THE NORTH LINE OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 25, SOUTH 89°20'03" EAST 1,292.38 FEET; THENCE SOUTH 00°24'17" WEST 780.01 FEET; THENCE SOUTH 13°19'12" EAST 183.38 FEET; THENCE SOUTH 86°44'28" WEST 70.71 FEET; THENCE SOUTH 41°44'28" WEST 104.22 FEET; THENCE NORTH 48°15'32" WEST 85.28 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT (SAID CURVE HAVING A RADIUS OF 400.00 FEET, A CENTRAL ANGLE OF 41°04'31", AND A CHORD THAT BEARS NORTH 68°47'48" WEST 280.66 FEET) A DISTANCE OF 286.76 FEET; THENCE NORTH 89°20'03" WEST 323.72 FEET; THENCE SOUTH 00°39'57" WEST 284.61 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT (SAID CURVE HAVING A RADIUS OF 700.00 FEET, A CENTRAL ANGLE OF 48°55'29", AND A CHORD THAT BEARS SOUTH 23°47'48" EAST 579.73 FEET) A DISTANCE OF 597.73 FEET; THENCE SOUTH 48°15'32" EAST 42.44 FEET; THENCE NORTH 41°44'28" EAST 445.00 FEET; THENCE SOUTH 48°15'32" EAST 85.00 FEET; THENCE NORTH 86°44'28" EAST 141.42 FEET; THENCE NORTH 41°44'28" EAST 325.00 FEET; THENCE NORTH 03°15'32" WEST 75.42 FEET; THENCE SOUTH 89°26'55" EAST 552.06 FEET TO A POINT ON THE WESTERLY LINE OF TOPS BUSINESS PARK; THENCE ALONG SAID WESTERLY LINE SOUTH 00°33'19" WEST 972.79 FEET; THENCE LEAVING SAID WESTERLY LINE, NORTH 89°53'32" WEST 147.48 FEET; THENCE SOUTH 00°33'19" WEST 539.60 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF WELD COUNTY ROAD 16; THENCE ALONG SAID RIGHT-OF-WAY LINE, NORTH 89°53'32" WEST 1,407.81 FEET; THENCE LEAVING SAID RIGHT-OF-WAY LINE, NORTH 00°22'50" EAST 675.00 FEET; THENCE NORTH 89°53'32" WEST 530.00 FEET TO A POINT ON THE WEST LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 25; THENCE NORTH 00°22'50" EAST 1,987.27 FEET TO THE POINT OF BEGINNING, CONTAINING 84.978 ACRES MORE OR LESS.

ZONE I LEGAL DESCRIPTION:
A TRACT OF LAND LOCATED IN THE SOUTHEAST QUARTER OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 68 WEST AND THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 30, TOWNSHIP 2 NORTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF WELD, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
BEGINNING AT THE EAST ONE-QUARTER CORNER OF SAID SECTION 25; THENCE SOUTH 89°20'03" EAST 12.59 FEET; THENCE SOUTH 00°24'17" WEST 952.02 FEET; THENCE NORTH 89°35'43" WEST 15.09 FEET TO A POINT ON THE EAST LINE OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 25; THENCE NORTH 89°26'41" WEST 540.00 FEET; THENCE SOUTH 00°33'19" WEST 176.43 FEET; THENCE NORTH 89°26'55" WEST 652.06 FEET; THENCE NORTH 03°15'32" WEST 66.00 FEET; THENCE NORTH 48°15'32" WEST 170.00 FEET; THENCE NORTH 86°44'28" WEST 70.71 FEET; THENCE NORTH 13°19'12" WEST 183.38 FEET; THENCE NORTH 00°24'17" EAST 780.01 FEET TO A POINT ON THE NORTH LINE OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 25; THENCE SOUTH 89°20'03" EAST 1,340.97 FEET TO THE POINT OF BEGINNING, CONTAINING 31.951 ACRES MORE OR LESS.

ZONE P-E LEGAL DESCRIPTION:
A TRACT OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF WELD, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCING AT THE CENTER ONE-QUARTER CORNER OF SAID SECTION 25; THENCE ALONG THE NORTH LINE OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 25, SOUTH 89°20'03" EAST 1,292.38 FEET; THENCE SOUTH 00°24'17" WEST 780.01 FEET; THENCE SOUTH 13°19'12" EAST 183.38 FEET TO THE TRUE POINT OF BEGINNING; THENCE NORTH 86°44'28" EAST 70.71 FEET; THENCE SOUTH 48°15'32" EAST 170.00 FEET; THENCE SOUTH 03°15'32" EAST 141.42 FEET; THENCE NORTH 41°44'28" WEST 325.00 FEET; THENCE NORTH 86°44'28" WEST 141.42 FEET; THENCE NORTH 48°15'32" WEST 170.00 FEET; THENCE NORTH 03°15'32" WEST 141.42 FEET; THENCE NORTH 41°44'28" EAST 325.00 FEET; THENCE NORTH 86°44'28" EAST 70.71 FEET TO THE TRUE POINT OF BEGINNING, CONTAINING 4.000 ACRES MORE OR LESS.

ZONE A-2 LEGAL DESCRIPTION:
A TRACT OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF WELD, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
BEGINNING AT A POINT ON THE WEST LINE OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 25, WHEN THE SOUTH ONE-QUARTER THEREOF BEARS SOUTH 00°22'50" WEST 30.00 FEET, SAID POINT BEING ON THE NORTHERLY RIGHT-OF-WAY LINE OF WELD COUNTY ROAD 16; THENCE ALONG SAID WEST LINE OF THE SOUTHEAST ONE-QUARTER, NORTH 00°22'50" EAST 675.00 FEET; THENCE PARALLEL WITH THE SOUTH LINE OF SAID SOUTHEAST ONE-QUARTER, SOUTH 89°53'32" EAST 530.00 FEET; THENCE PARALLEL WITH THE WEST LINE OF SAID SOUTHEAST ONE-QUARTER, SOUTH 00°22'50" WEST 675.00 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF WELD COUNTY ROAD 16; THENCE ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, NORTH 89°53'32" WEST 530.00 FEET TO THE POINT OF BEGINNING, CONTAINING 8.213 ACRES MORE OR LESS.

ZONE R-2 LEGAL DESCRIPTION:
A TRACT OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF WELD, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCING AT THE CENTER ONE-QUARTER CORNER OF SAID SECTION 25; THENCE ALONG THE NORTH LINE OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 25, SOUTH 89°20'03" EAST 1,292.38 FEET; THENCE SOUTH 00°24'17" WEST 780.01 FEET; THENCE SOUTH 13°19'12" EAST 183.38 FEET; THENCE SOUTH 86°44'28" WEST 70.71 FEET; THENCE SOUTH 41°44'28" WEST 104.22 FEET TO THE TRUE POINT OF BEGINNING; THENCE CONTINUING SOUTH 41°44'28" WEST 220.78 FEET; THENCE SOUTH 03°15'32" EAST 141.42 FEET; THENCE SOUTH 48°15'32" EAST 85.00 FEET; THENCE SOUTH 41°44'28" WEST 445.00 FEET; THENCE NORTH 48°15'32" WEST 42.44 FEET; THENCE ALONG THE ARC OF A CURVE TO THE RIGHT (SAID CURVE HAVING A RADIUS OF 700.00 FEET, A CENTRAL ANGLE OF 41°04'31", AND A CHORD THAT BEARS NORTH 23°47'48" WEST 579.73 FEET) A DISTANCE OF 597.73 FEET; THENCE NORTH 00°39'57" EAST 284.61 FEET; THENCE SOUTH 89°20'03" EAST 323.72 FEET; THENCE ALONG THE ARC OF A CURVE TO THE RIGHT (SAID CURVE HAVING A RADIUS OF 400.00 FEET, A CENTRAL ANGLE OF 41°04'31", AND A CHORD THAT BEARS SOUTH 68°47'48" EAST 280.66 FEET) A DISTANCE OF 286.76 FEET; THENCE SOUTH 48°15'32" EAST 65.28 FEET TO THE TRUE POINT OF BEGINNING, CONTAINING 8.346 ACRES MORE OR LESS.

ANNEXATION BOUNDARY LEGAL DESCRIPTION:
A TRACT OF LAND LOCATED IN THE SOUTHEAST QUARTER OF SECTION 25, TOWNSHIP 2 NORTH, RANGE 68 WEST AND THE NORTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 30, TOWNSHIP 2 NORTH, RANGE 67 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF WELD, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:
BEGINNING AT THE EAST ONE-QUARTER CORNER OF SAID SECTION 25, WHEN THE SOUTHEAST CORNER OF SAID SECTION 25 BEARS SOUTH 00°33'19" WEST 2,666.88 FEET; THENCE SOUTH 89°20'03" EAST 12.59 FEET TO A POINT ON THE WEST LINE OF FREDERICK ANNEXATION ORDINANCE NO. 260; THENCE ALONG SAID WEST LINE, SOUTH 00°24'17" WEST 952.02 FEET; THENCE NORTH 89°35'43" WEST 15.09 FEET TO A POINT ON THE EAST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 25 AND THE NORTHEAST CORNER OF TOPS BUSINESS PARK; THENCE ALONG THE NORTH LINE OF TOPS BUSINESS PARK, NORTH 89°26'41" WEST 540.00 FEET; THENCE ALONG THE WEST LINE OF TOPS BUSINESS PARK, SOUTH 00°33'19" WEST 1,149.21 FEET TO A POINT ON THE NORTH LINE OF FREDERICK ANNEXATION ORDINANCE NO. 231; THENCE ALONG SAID NORTH LINE, NORTH 89°53'32" WEST 147.48 FEET; THENCE ALONG THE WEST LINE OF FREDERICK ANNEXATION ORDINANCE NO. 231, SOUTH 00°33'19" WEST 539.60 FEET TO A POINT ON THE NORTH RIGHT-OF-WAY LINE OF WELD COUNTY ROAD 16; THENCE ALONG SAID NORTH RIGHT-OF-WAY LINE, NORTH 89°53'32" WEST 1,937.81 FEET TO A POINT ON THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 25, WHEN THE SOUTH ONE-QUARTER CORNER OF SAID SECTION 25 BEARS SOUTH 00°22'50" WEST 30.00 FEET; THENCE ALONG SAID WEST LINE, NORTH 00°22'50" EAST 2,662.27 FEET TO THE CENTER ONE-QUARTER CORNER OF SAID SECTION 25, SOUTH 89°20'03" EAST 2,633.35 FEET TO THE EAST ONE-QUARTER CORNER OF SAID SECTION 25 AND THE POINT OF BEGINNING, CONTAINING 137.488 ACRES MORE OR LESS.

OWNERS:
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LONGMONT, COLORADO 80504
(303) 833-4687

BY: Tom L. Russell, Manager
Tom L. Russell, Manager
Bennett L. Russell
STATE OF COLORADO) SS
COUNTY OF WELD) SS
THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 15th DAY OF January, 1999 BY TOM L. RUSSELL, MANAGER OF RUSSELL PARTNERSHIP, LLP AND BENNETT L. RUSSELL.
MY COMMISSION EXPIRES: 1-6-2001
WITNESS MY HAND AND OFFICIAL SEAL.
Notary Public

BASIS OF BEARINGS:
THE EAST LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 25 AS BEARING SOUTH 00°33'19" WEST (ASSUMED) AND BEING MONUMENTED AS SHOWN.

TOTAL ACREAGE: 137.488
TOTAL BOUNDARY: 10,589.42'

EXISTING ZONING: WELD COUNTY-AGRICULTURAL
PROPOSED ZONING: I, P-E, R-1, R-2 AND A-2

BOUNDARY CONTIGUOUS WITH TOWN OF FREDERICK: 7927.15 FEET

NOTICE:
ACCORDING TO COLORADO LAW YOU MUST COMMENCE ANY LEGAL ACTION BASED UPON ANY DEFECT IN THIS SURVEY WITHIN THREE YEARS AFTER YOU FIRST DISCOVER SUCH DEFECT. IN NO EVENT, MAY ANY ACTION BASED UPON ANY DEFECT IN THIS SURVEY BE COMMENCED MORE THAN TEN YEARS FROM THE DATE OF THE CERTIFICATION SHOWN HEREON.

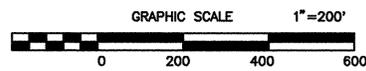
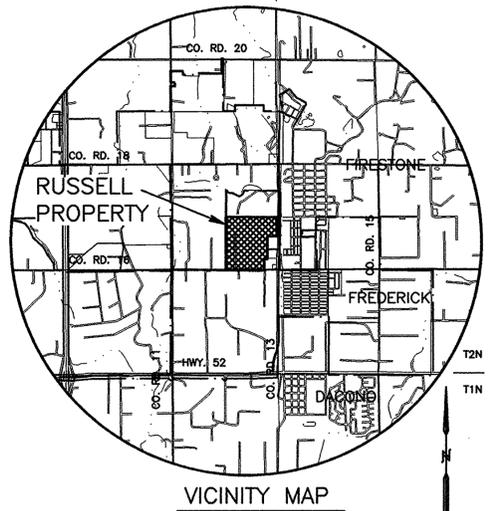
NOTE:
THIS MAP IS PREPARED EXCLUSIVELY FOR ANNEXATION AND ZONING PURPOSES, AND IS NOT TO BE USED FOR ANY OTHER PURPOSE AND SHOULD NOT BE CONSTRUED AS A LAND SURVEY PLAT.

SURVEYOR'S CERTIFICATE:
I, PETER A. BRYANT, A REGISTERED LAND SURVEYOR IN THE STATE OF COLORADO, DO HEREBY CERTIFY THAT THE MAP SHOWN HEREON IS A CORRECT DELINEATION OF THE ABOVE DESCRIBED PARCEL OF LAND AND THAT AT LEAST ONE SIXTH (1/6) OF THE PERIPHERAL BOUNDARY OF SAID TRACT IS CONTIGUOUS TO THE PRESENT BOUNDARY OF THE TOWN OF FREDERICK, COUNTY OF WELD, STATE OF COLORADO.

CLERK AND RECORDER'S CERTIFICATE:
STATE OF COLORADO) SS
COUNTY OF WELD) SS
I HEREBY CERTIFY THAT THIS INSTRUMENT WAS FILED IN MY OFFICE AT _____ O'CLOCK _____ A.M., THIS _____ DAY OF _____ A.D., 19____, AND IS RECORDED IN PLAT BOOK NO. _____, FILM NO. _____, RECEPTION NO. _____

DEPUTY _____ RECORDER _____
FEES _____

RMC ROCKY MOUNTAIN CONSULTANTS, INC.
825 DELAWARE AVENUE, SUITE 500
LONGMONT, COLORADO 80501
PHONE: (303) 772-5282 METRO: (303) 665-6283
RUSSELL ANNEXATION 80-3052.0010 1 OF 1



DATE PREPARED: AUG. 30, 1996
DATE REVISED: SEPTEMBER 23, 1996
DATE REVISED: DECEMBER 12, 1996

LEGEND:
EXISTING CITY LIMITS

NOTE:
THE RUSSELL ANNEXATION IS LOCATED IN THE NORTHERN COLORADO WATER CONSERVANCY DISTRICT, CENTRAL WELD COUNTY WATER DISTRICT TRI-AREA SANITATION DISTRICT, FREDERICK AREA FIRE DISTRICT, ST. VRAIN VALLEY SCHOOL DISTRICT RE1J AND CARBON VALLEY RECREATION DISTRICT.

FLOOD PLAIN INFORMATION:
ACCORDING TO FLOOD INSURANCE RATE MAP COMMUNITY PANEL NO. 080266 0063 C MAP PREPARED BY THE FEDERAL EMERGENCY MANAGEMENT AGENCY, REVISED SEPTEMBER 28, 1982, THE SITE DOES NOT LIE WITHIN THE 100 YEAR FLOOD ZONE.

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NW#4383
MM
The Jan 14 14:23:54 1997 0:30:02 001:RUSSMINN.FRD