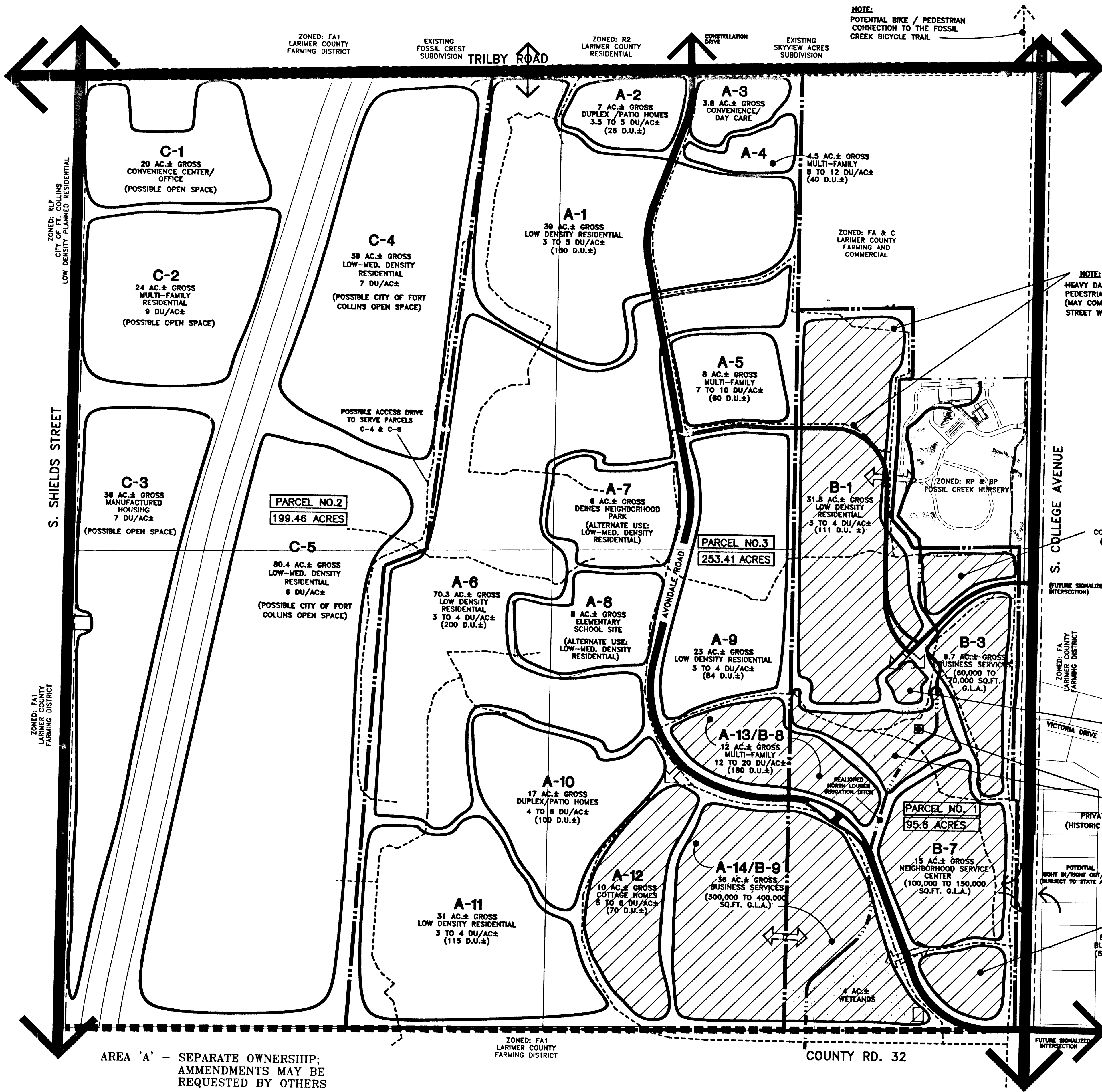


62 M



LEGAL DESCRIPTION

PARCEL NO. 1:
That portion of the East Half of Section 14, Township 8 North, Range 69 West of the 6th P.M., Larimer County, Colorado, described as follows:
Beginning at the East line of the Northeast Quarter of said Section 14 bearing South 00°14'29" East and with all bearings contained herein relative thereto.
Beginning at the Southeast corner of said Section 14, thence along the South line of said Section 14, South 89°20'1" West 25.00 feet; thence along said North line North 27°06'21" West 76.20 feet; thence along said North line North 27°06'21" West 76.20 feet; thence North 42°01'58" West 128.87 feet; thence North 03°39'59" East 226.07 feet; thence North 03°30'38" East 229.03 feet; thence North 07°45'33" East 319.82 feet; thence North 80°30'01" East 70.12 feet; thence North 07°42'29" West 391.50 feet to the North line of the Southeast Quarter of the Northeast Quarter of said Section 14, thence along said North line South 88°33'47" West 665.04 feet to the West line of said Southeast Quarter of said Section 14, thence along said West line South 12°12'53" East 1327.83 feet to the Northeast corner of said East Half of the Southeast Quarter of said Section 14, thence along the West line of said East Half of the Southeast Quarter of said Section 14 South 00°05'31" East 2659.24 feet to the South line of said Section 14, thence along said South line North 89°44'28" East 1288.83 feet to the true Point of Beginning, EXCEPT that certain parcels of land as described in Reception No. 94055306, records of said County, containing 56.867 acres more or less.

PARCEL NO. 2:
That portion of the West Half of Section 14, Township 8 North, Range 69 West of the 6th P.M., Larimer County, Colorado, described as follows:
Beginning at the Southwest Corner of said Section 14, thence along the West line of said Section 14 North 00°30'29" East 5282.45 feet to the Northwest corner of said Section 14; thence along the North line of said Section 14 North 88°54'21" East 300.00 feet to the West boundary line of said County; thence along the West, South and East boundary line of said 2.00 Acre parcel of land the following three (3) courses and distances: (1) South 07°05'39" East 325.16 feet; (2) North 88°54'21" East 295.16 feet; and (3) North 07°05'39" West 295.16 feet to said North line of Section 14; thence continuing along said North line of Section 14 North 88°54'21" East 1848.96 feet; thence South 07°00'06" West 2670.82 feet; thence South 88°08'48" West 248.27 feet; thence South 03°54'17" West 2570.90 feet to the South line of said Section 14, thence along said South line of Section 14 South 89°21'02" West 1561.34 feet to the POINT OF BEGINNING.

PARCEL NO. 3:
That portion of Section 14, Township 8 North, Range 69 West of the P.M., Larimer County, Colorado, described as follows:
Beginning at a point on the West line of the Southwest Quarter, Section 14, Township 8 North, Range 69 West of the P.M., from which the Southwest corner of said Section 14 bears South 00°30'29" West 2255.88 feet; thence North 00°30'29" East 25.00 feet along the West line of the Southwest Quarter of said Section 14; thence South 89°29'31" East 130.00 feet; thence South 00°30'29" West 25.00 feet parallel to the West line of the Southwest Quarter of said Section 14; thence South 00°30'29" West 130.00 feet to the POINT OF BEGINNING. Except the West 30.00 feet being part of the right-of-way of Tolt Avenue.

Also excepting therefrom a strip of land 200,000 feet wide, said strip of land being 100,000 feet on each side of the existing centerline of the Colorado and Southern Railroad.

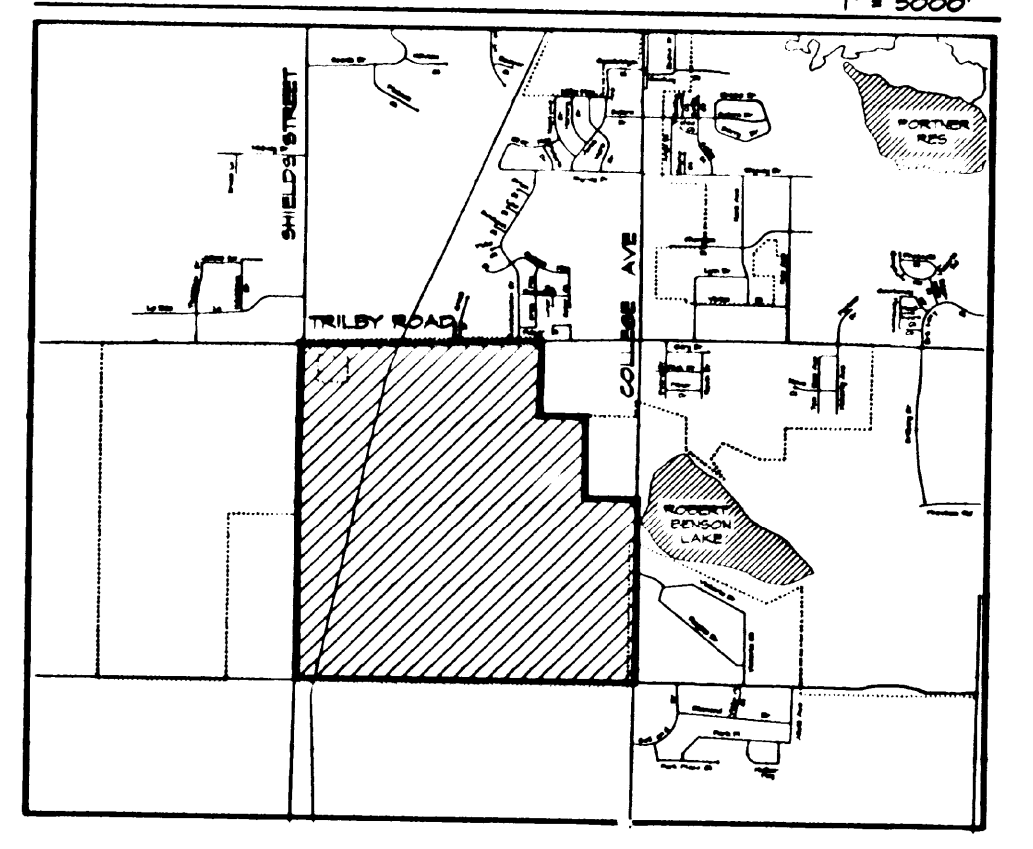
Not area of Parcel No. 2 being 199.48 acres, more or less.

PARCEL NO. 4:
That portion of Section 14, Township 8 North, Range 69 West of the P.M., Larimer County, Colorado, described as follows:
Beginning at the South Quarter corner of said Section 14; thence along the South line of said Section 14 South 00°19'42" East 2659.72 feet; thence North 03°54'17" East 2670.82 feet to the North line of said Section 14; thence along said North line North 88°54'21" East 130.00 feet to the POINT OF BEGINNING.

Containing 253.41 acres, more or less.

NOTE: TOTAL OVERALL DEVELOPMENT PLAN AREA = 548.537 ACRES

VICINITY MAP



GENERAL NOTES

1. THE SHENANDOAH ODP IS PROPOSED TO BE A MIXED USE DEVELOPMENT PROVIDING NEIGHBORHOOD AND/OR CONVENIENCE RETAIL, BUSINESS SERVICE, OFFICE, RECREATION, RESIDENTIAL, HUMAN SERVICE, AND RECREATION USES. THE LAND USE MIX REPRESENTED ON THIS MASTER PLAN IS A BEST ESTIMATE OF DEVELOPMENT POTENTIAL AT THIS TIME. AS CHANGES OCCUR IN THE MARKET PLACE, AS REQUIRED PUBLIC IMPROVEMENTS ARE DETERMINED, AND AS DEVELOPMENT OF THE PROJECT CONTINUES, ADDITIONAL CHANGES TO THE LAND USE PROGRAM MAY BE REQUESTED.
2. All public streets will be designed to meet or exceed City standards, unless otherwise granted by a variance or reduction in City standards.
3. Common open space areas are to be maintained by owners associations, or other appropriate vehicles determined at the time of approval of adjacent development.
4. Drainage improvements to be designed at the time of development are to be consistent with any adopted basin studies affecting the subject properties.
5. Parcels designated for non-residential land use categories indicated may include, but are not limited to the following uses:
 - Luthier Services
 - Neighborhood Convenience Uses
 - Auto Repair and Roadside Commercial Uses (subject to specific P&Z review)
 - Neighborhood Shopping Center-Uses
 - Grocery Stores
 - Discount Stores
 - Drug Stores
 - Retail Stores
 - Offices
 - Indoor Theaters
 - Standalone Post Food Restaurants
 - Health Clubs
 - Medical Offices and/or Clinics
 - All uses permitted in the B.U. Limited Business Zone except:
 - Auto sales and repair
 - Outdoor storage
 - Commercial auto parking lots
 - Adult amusement establishments
 - Pinball arcades and/or electronic game centers
 - Similar Uses
6. Single family or multi-family Residential Uses, Churches, Schools, and Public or Private Community Services, including Day Care Centers, are to be allowed as alternative and uses in all parcels as Shenandoah, as approved by the Planning & Zoning Board with specific P&Z's.
7. The proposed land uses and densities shown on this plan are estimates of development potential. Approval of this Master Plan by the City does not constitute final approval of these land uses, design of densities. Neither any further land uses may be approved according to the procedures, processes and criteria of the planned unit development regulations, rezoning, or other relevant City policies and standards.
8. No building may exceed 40' in height except by specific review through the LDOS.
9. Existing zoning to rip.

LAND USE BREAKDOWN

PARCEL	GROSS ACRES	LAND USE	NO. OF UNITS OR FLOOR AREA	RESIDENTIAL DENSITY
A-1	39.0 AC	LOW DENSITY RESIDENTIAL	150 D.U.±	3 TO 5 DU/AC
A-2	7.0 AC	DUPLEX / PATIO HOMES	26 D.U.±	3.5 TO 5.0 DU/AC
A-3	3.8 AC	CONVENIENCE / DAY CARE	8 D.U.±	8 TO 12 DU/AC
A-4	4.5 AC	MULTI-FAMILY	40 D.U.±	7 TO 10 DU/AC
A-5	8.0 AC	MULTI-FAMILY	60 D.U.±	3 TO 4 DU/AC
A-6	70.3 AC	LOW DENSITY RESIDENTIAL	200 D.U.±	---
A-7	6.0 AC	NEIGHBORHOOD PARK	---	---
A-8	8.0 AC	SCHOOL SITE	---	---
A-9	23.0 AC	LOW DENSITY RESIDENTIAL	84 D.U.±	3 TO 4 DU/AC
A-10	17.0 AC	DUPLEX / PATIO HOMES	100 D.U.±	4 TO 6 DU/AC
A-11	31.0 AC	LOW DENSITY RESIDENTIAL	115 D.U.±	3 TO 4 DU/AC
A-12	10.0 AC	COTTAGE HOMES	70 D.U.±	5 TO 8 DU/AC
A-13 (B-8)	17.0 AC	MULTI-FAMILY	180 D.U.±	12 TO 20 DU/AC
A-14 (B-9)	18.0 AC	BUSINESS SERVICES	300-400,000 S.F.	---
TOTAL	253.4 AC			
B-1	31.8 AC	LOW DENSITY RESIDENTIAL	111 D.U.±	3 TO 4 DU/AC
B-2	3.8 AC	BUSINESS SERVICES	60-100,000 S.F.	---
B-3	9.3 AC	NEIGHBORHOOD CONVENIENCE CENTER	10-15,000 S.F.	---
B-4	1.2 AC	DAY CARE	5-7,000 S.F.	---
B-5	6.6 AC	PRIVATE PARK / OPEN SPACE	---	---
B-6	5.3 AC	MULTI-FAMILY	50-70,000 S.F.	---
B-7	15.0 AC	BUSINESS SERVICES	100-150,000 S.F.	---
B-8 (A-13)	17.0 AC	NEIGHBORHOOD SERVICE CENTER	180 D.U.±	12 TO 20 DU/AC
B-9 (A-14)	5.2 AC	BUSINESS SERVICES	300-400,000 S.F.	---
TOTAL	85.6 AC			
C-1	20.0 AC	CONVENIENCE CENTER / OFFICE	216 D.U.±	9 DU/AC
C-2	24.0 AC	MULTI-FAMILY	292 D.U.±	7 DU/AC
C-3	38.0 AC	MANUFACTURED HOUSING	273 D.U.±	7 DU/AC
C-4	39.0 AC	LOW-MED. DENSITY RESIDENTIAL	840 D.U.±	6 DU/AC
TOTAL	199.4 AC			

OWNER'S CERTIFICATION

THE UNDERSIGNED HEREBY CERTIFY THAT I AM THE LANDOWNER OF REAL PROPERTY DESCRIBED IN THIS PLAN AND DO HEREBY CERTIFY THAT I ACCEPT THE CONDITIONS AND RESTRICTIONS SET FORTH IN THIS PLAN.

BY: SHENANDOAH LAND LIMITED LIABILITY COMPANY, A COLORADO LIMITED LIABILITY COMPANY.
 JAMES R. MCGUIRE, MANAGER

STATE OF COLORADO)
 COUNTY OF LARIMER) ss.

THE FOREGOING INSTRUMENT HAS ACKNOWLEDGED BEFORE ME THIS DAY OF 3/16, A.D. 2010, BY _____

MY NOTARIAL COMMISSION EXPIRES 3/14/2011

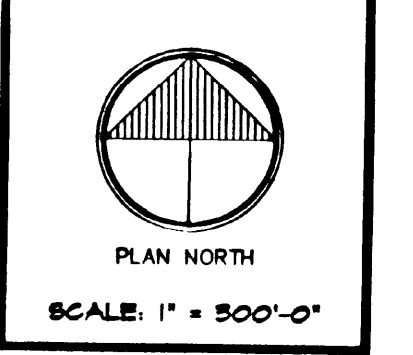
NOTARY PUBLIC
 ADDRESS: 1175 Buckmeadow Drive #555
 CITY: FORT COLLINS, CO 80521

AN AMENDMENT TO THE Ridgewood Hills O.D.P



OVERALL DEVELOPMENT PLAN

DATE	10 / 16 / 05
JOB NO.	45-51
DRAWN	CM
CHECKED	IV
REVISED	12 / 1 / 05 3 / 21 / 06



- AREA 'A' - SEPARATE OWNERSHIP; AMMENDMENTS MAY BE REQUESTED BY OTHERS
- AREA 'B' - SHENANDOAH; AREA PROPOSED BY THIS APPLICATION
- AREA 'C' - SEPARATE OWNERSHIP; AMMENDMENTS MAY BE REQUESTED BY OTHERS

NOTE:
 HATCHED AREA INDICATES PORTION OF O.D.P. AFFECTED BY THIS AMENDMENT.

PLANNING AND ZONING BOARD APPROVAL

APPROVED BY THE PLANNING AND ZONING BOARD OF THE CITY OF FORT COLLINS, COLORADO ON THIS DAY OF 3/16, 2010.

Walter R. Rasmussen
 SECRETARY OF PLANNING AND ZONING BOARD