

EXHIBIT A

A TRACT OF LAND IN THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 24, TOWNSHIP 2 NORTH, RANGE 70 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF BOULDER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHEAST CORNER OF THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SAID SECTION 24; THENCE WEST, 559.00 FEET ALONG THE SOUTH LINE OF SAID SECTION 24; THENCE NORTH 27 DEGREES 33 MINUTES 40 SECONDS EAST, 108.06 FEET; THENCE NORTH 83 DEGREES 09 MINUTES 26 SECONDS EAST, 50.36 FEET; THENCE SOUTH 80 DEGREES 54 MINUTES 35 SECONDS EAST, 50.64 FEET; THENCE SOUTH 63 DEGREES 38 MINUTES 05 SECONDS EAST, 128.35 FEET; THENCE EAST, 35.00 FEET; THENCE NORTH 78 DEGREES 41 MINUTES 24 SECONDS EAST, 50.99 FEET; THENCE NORTH 48 DEGREES 00 MINUTES 46 SECONDS EAST, 67.37 FEET; THENCE NORTH 45 DEGREES 00 MINUTES 00 SECONDS EAST, 70.71 FEET; THENCE EAST, 109.00 FEET TO A POINT ON THE EAST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 24; THENCE SOUTH 141.80 FEET TO THE POINT OF BEGINNING.

EXHIBIT B

1. ANY FACTS, RIGHTS, INTERESTS, OR CLAIMS THEREOF, NOT SHOWN BY THE PUBLIC RECORDS BUT THAT COULD BE ASCERTAINED BY AN INSPECTION OF THE LAND OR THAT MAY BE ASSERTED BY PERSONS IN POSSESSION OF THE LAND.
2. EASEMENTS, LIENS OR ENCUMBRANCES, OR CLAIMS THEREOF, NOT SHOWN BY THE PUBLIC RECORDS.
3. ANY ENCROACHMENT, ENCUMBRANCE, VIOLATION, VARIATION, OR ADVERSE CIRCUMSTANCE AFFECTING THE TITLE THAT WOULD BE DISCLOSED BY AN ACCURATE AND COMPLETE LAND SURVEY OF THE LAND AND NOT SHOWN BY THE PUBLIC RECORDS.
4. (A) UNPATENTED MINING CLAIMS; (B) RESERVATIONS OR EXCEPTIONS IN PATENTS OR IN ACTS AUTHORIZING THE ISSUANCE THEREOF; (C) WATER RIGHTS, CLAIMS OR TITLE TO WATER.
5. EASEMENT AND RIGHT OF WAY FOR WATER PIPELINE PURPOSES AS GRANTED TO FOOTHILLS WATER USERS ASSN. RECORDED JUNE 05, 1967 IN BOOK 1232 AT PAGE 178.
6. TERMS, CONDITIONS AND PROVISIONS OF FINDINGS AND RULING OF THE REFEREE AND DECREE OF THE WATER COURT RECORDED DECEMBER 16, 2003 AT RECEPTION NO. 2539369.
7. ANY TAX, LIEN, FEE, OR ASSESSMENT BY REASON OF INCLUSION OF SUBJECT PROPERTY IN THE NORTHERN COLORADO WATER CONSERVANCY DISTRICT, AS EVIDENCED BY INSTRUMENT RECORDED SEPTEMBER 30, 2010, UNDER RECEPTION NO. 3102102.

EXHIBIT C

RESTRICTIVE COVENANT RUNNING WITH LAND

THIS RESTRICTIVE COVENANT RUNNING WITH LAND is entered into by and between Darilyce J. Grabow, personally, and as Trustee of the Elwood C. Grabow Trust ("Sellers"), and the **County of Boulder**, a body corporate and politic ("County").

RECITALS

Pursuant to that certain warranty deed dated December 15, 2016, to which this Exhibit C is attached, and recorded in the real property records of Boulder County, Colorado (the "Deed"), the Sellers conveyed to the County that certain real property described on Exhibit 1 attached hereto and incorporated herein by reference (the "Property");

The County received assistance towards the purchase of the Property from a United States Department of Housing and Urban Development Community Development Block Grant for Disaster Recovery, which funds were allocated to the State of Colorado, which, in turn, granted funds to the County as part of a flood buyout program ("Buyout Program");

Conditions of the Buyout Program, pursuant to 78 Fed. Reg. 14,329 (March 5, 2013), require that real property purchased with Buyout Program proceeds must be used as open space, recreational, or wetland management purposes in perpetuity ("Program Requirements"); and

Sellers and County each desire to restrict the future use of the Property in accordance with the Program Requirements.

AGREEMENT

NOW, THEREFORE, in consideration of the recitals, promises, covenants, and undertakings described above and hereinafter set forth, Sellers and the County agree as follows:

1. The use of the Property shall be limited to uses that are compatible with the Program Requirements.
2. No new structures or improvements may be erected on the Property other than: (a) a public facility that is open on all sides and is functionally related to a designated open space or recreational use; (b) a public rest room; (c) flood control measures; or (d) a structure that the local floodplain manager approves in writing before the commencement of construction of the structure.

The restrictions contained herein shall run with and burden the Property, shall bind all future owners of the Property, and shall be enforceable by Sellers against the County and any successor in interest.

Exhibit 1

A TRACT OF LAND IN THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 24, TOWNSHIP 2 NORTH, RANGE 70 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF BOULDER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

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