

**NOTICE OF JOINT SPECIAL MEETING
NOTICE AS TO PROPOSED 2013 BUDGETS
AND
NOTICE AS TO AMENDED 2012 BUDGETS**

NOTICE IS HEREBY GIVEN that the Boards of Directors (the “Board”) of the CASTLE OAKS METROPOLITAN DISTRICT AND CASTLE OAKS METROPOLITAN DISTRICT NOS. 2 & 3 (collectively the “Districts”), Town of Castle Rock, State of Colorado, will hold a joint special meeting of the Districts at 9800 Mt. Pyramid Court, Ste. 340, Englewood, Colorado, on Friday, October 12, 2012 at 9:00 A.M., for the purpose of conducting such business as may come before the Boards.

NOTICE IS FURTHER GIVEN that proposed budgets have been submitted to the Districts for the year of 2013. A copy of each of the proposed budgets is on file in the office of Simmons and Wheeler, P.C., 8005 S. Chester St., Ste. 150, Centennial, Colorado, where the same are open for public inspection.

NOTICE IS FURTHER GIVEN that amendments to the 2012 budgets have been submitted to the Districts. A copy of each of the proposed amended budgets is on file in the office of Simmons and Wheeler, P.C., 8005 S. Chester St., Ste. 150, Centennial, Colorado, where the same are open for public inspection.

Such proposed budgets and amended budgets will be considered at a special meeting of the Districts to be held at 9800 Mt. Pyramid Court, Ste. 340, Englewood, Colorado, on Friday, October 12, 2012 at 9:00 A.M. Any interested elector of the Districts may inspect the proposed budgets and amended budgets and file or register any objections at any time prior to final adoption of the budgets and amended budgets.

BY ORDER OF THE BOARDS OF DIRECTORS:
CASTLE OAKS METROPOLITAN DISTRICT
CASTLE OAKS METROPOLITAN DISTRICT NOS. 2 & 3