

DECLARATION OF DISSOLUTION

The Division Director of the Division of Local Government (the "Division"), acting on behalf of the Division pursuant to § 32-1-710, C.R.S. declares as follows:

1. Hillcrest Metropolitan District (the "District") is a quasi-municipal corporation and political subdivision organized pursuant to the provisions of article I of title 32, C.R.S., "Special Districts Act."
2. Colorado law requires the Division to notify a district of the Division's intent to certify the district dissolved if, inter alia, "[t]he district has not provided or attempted to provide any of the services or facilities for which the district was organized for two consecutive years" and "the district has no financial obligations." Section 32-1-710(I)(a)(IV) and (b).
3. The District has not provided or attempted to provide any of the services or facilities for which the District was organized for at least two consecutive years.
4. The Division notified the District by certified mail, return receipt number 7003-3110-0003-1641-9414, of the Division's intent to certify the District dissolved.
5. More than 30 days have passed since the Division notified the District of its intent to certify the District dissolved.
6. Based upon the most current submission of financial statements to the Office of the State Auditor by the District, the District has no outstanding financial obligations.
7. There will be no interruption of services provided by the District.

Pursuant to the authority of the Division of Local Government to dissolve special districts by administrative action pursuant to § 32-1-710, C.R.S., the Division hereby declares Hillcrest Metropolitan District to be dissolved. Furthermore, the Division hereby requests that the Colorado Attorney General file a Petition for Order and Certification of Dissolution of Hillcrest Metropolitan District with the District Court, Douglas County, Colorado, and that the Court enter an Order and Certification of Dissolution if the Court determines the District to be qualified for administrative dissolution, as required by law.

Dated this 8th day of June, 2012.

Director
Division of Local Government
Department of Local Affairs

CERTIFICATE OF SERVICE

I hereby certify that on the day of June 11th, 2012, I served the within
DECLARATION OF DISSOLUTION to the parties herein by depositing a true and
complete copy of same in the United States mail, first-class postage prepaid at Denver,
Colorado, addressed to each of the following:

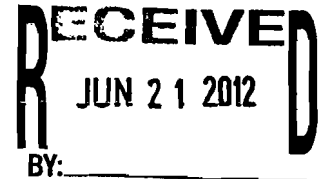
Board of County Commissioners
Douglas County
100 Third St.
Castle Rock, CO 80104

County Clerk and Recorder
Douglas County
301 Wilcox St
Castle Rock, CO 80104

County Assessor
Douglas County
301 Wilcox St
First Floor
Castle Rock, CO 80104

Town of Parker
20120 East Mainstreet
Parker, CO 80138

Hillcrest Metropolitan District
c/o Miller, Gruber & Rosenbluth
700 17th Street, Suite 2200
Denver, CO 80202



A handwritten signature in black ink, appearing to read "Jarrod Biggs", written over a horizontal line.

Jarrod Biggs
Technical Assistance
Division of Local Government
Department of Local Affairs