

**CASTLEVIEW METROPOLITAN DISTRICT
TOWN OF CASTLE ROCK, STATE OF COLORADO**

ANNUAL REPORT FOR FISCAL YEAR 2013

Pursuant to the Service Plan for Castleview Metropolitan District (the "District"), submission of an annual report is required from the District to the Town of Castle Rock, Colorado (the "Town") which reflects activity and financial events through the preceding December 31, and includes information with regard to the following:

- A. A narrative summary of the progress of the District in implementing its service plan for the report year;
- B. Except when an exemption from audit has been granted for the report year under the Local Government Audit Law, the audited financial statements of the District for the report year including a statement of financial condition (i.e. balance sheet) as of December 31 of the report year and the statement of operations (i.e. revenues and expenditures) for the report year;
- C. Unless disclosed within a separate schedule to the financial statements, a summary of the capital expenditures incurred by the District in development of public facilities in the report year, as well as any capital improvements or projects proposed to be undertaken in the five (5) years following the report year;
- D. Unless disclosed within a separate schedule to the financial statements, a summary of the financial obligations of the District at the end of the report year, including the amount of outstanding indebtedness, the amount and terms of any new District indebtedness or long-term obligations issued in the report year, the amount of payment or retirement of existing indebtedness of the District in the report year, the total assessed valuation of all taxable properties within the District as of January 1 of the report year, and the current mill levy of the District pledged to debt retirement in the report year;
- E. The District's budget for the calendar year in which the annual report is submitted;
- F. A summary of residential and commercial development which has occurred within the District for the report year;
- G. A summary of all fees, charges and assessments imposed by the District as of January 1 of the report year;
- H. Certification of the Board that no action, event or condition enumerated in Section 11.02.060 of the Castle Rock Municipal Code has occurred in the report year; and

I. The name, business address and telephone number of each member of the Board and its chief administrative officer and general counsel, together with the date, place and time of the regular meetings of the Board.

For the year ending December 31, 2013, the District makes the following report:

A. A narrative summary of the progress of the District in implementing its service plan for the report year;

No public improvements were constructed by the District during the reporting period.

B. Except when an exemption from audit has been granted for the report year under the Local Government Audit Law, the audited financial statements of the District for the report year including a statement of financial condition (i.e. balance sheet) as of December 31 of the report year and a statement of operations (i.e. revenues and expenditures) for the report year;

A copy of the District's application for exemption from the 2013 audit is attached as **Exhibit A**.

C. Unless disclosed within a separate schedule to the financial statements, a summary of the capital expenditures incurred by the District in development of public facilities in the report year, as well as any capital improvements or projects proposed to be undertaken in the five (5) years following the report year;

No capital expenditures were incurred by the District in 2013 and none are currently proposed.

D. Unless disclosed within a separate schedule to the financial statements, a summary of the financial obligations of the District at the end of the report year, including the amount of outstanding indebtedness, the amount and terms of any new District indebtedness or long-term obligations issued in the report year, the amount of payment or retirement of existing indebtedness of the District in the report year, the total assessed valuation of all taxable properties within the District as of January 1 of the report year, and the current mill levy of the District pledged to debt retirement in the report year;

No new District indebtedness or long-term obligations were issued in the report year. The total assessed valuation of all taxable properties within the District, as certified by the Douglas County Assessor's Office, was \$102,590. There was no mill levy pledged to debt retirement in the report year.

E. The District's budget for the calendar year in which the annual report is submitted;

A copy of the District's 2014 budget is attached as **Exhibit B**.

F. A summary of residential and commercial development which has occurred within the District for the report year;

No development occurred within the District during the reporting period.

G. A summary of all fees, charges and assessments imposed by the District as of January 1 of the report year;

No fees, charges or assessments were imposed by the District during the reporting period.

H. Certification of the Board that no action, event or condition enumerated in Section 11.02.060 of the Castle Rock Municipal Code has occurred in the report year; and

The Board of Directors of the District hereby certifies that no action, event or condition enumerated in Section 11.02.060 of the Castle Rock Municipal Code occurred in the report year.

I. The name, business address and telephone number of each member of the Board and its chief administrative officer and general counsel, together with the date, place and time of the regular meetings of the Board.

Members of the Board:

Rodney Alpert, President
45418 Coal Creek Drive
Parker, Colorado 80138
PH: (303) 646-3974

Tanya Alpert, Secretary
136 S. Poplar Street
Denver, Colorado 80230
PH: (303) 946-1154

Harvey Alpert, Treasurer
30 Cherry Hills Farm Drive
Englewood, CO 80113
PH: (303) 761-3667

Vacancies (2)

General Counsel:

Jennifer Gruber Tanaka, Esq.
WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law
2154 E. Commons Avenue, Suite 2000
Centennial, CO 80122


Regular Meetings of the Board of Directors:

1st Wednesday of November
2154 E. Commons Avenue, Suite 2000
Centennial, CO 80122
11:00 a.m.

The District hereby certifies that the information provided herein is true and accurate and, as of the date hereof, the District is in full compliance with the District's Service Plan.

Respectfully submitted this 19th day of August, 2014.

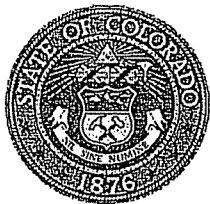
CASTLEVIEW METROPOLITAN DISTRICT



Jennifer Gruber Tanaka, Esq.
General Counsel to the District

EXHIBIT A

Application for Exemption from 2013 Audit



Office of the State Auditor

Dianne E. Ray, CPA
State Auditor

July 17, 2014

Board Of Directors
Castleview Metropolitan District
2154 E. Commons Ave.
Centennial, CO 80122

Suite 2000

RE: 1272.00

Dear Board Of Directors:

We have reviewed the Application for Exemption from Audit of the Castleview Metropolitan District. Based on our review, the 12/31/2013 Application for Exemption from Audit has been approved.

All applications for exemption from audit are subject to review by and approval of the State Auditor in accordance with the Local Government Audit Law, Section 29-1-601 et seq., C.R.S. We strongly advise that you familiarize yourself with all provisions of the Local Government Audit Law, Section 29-1-601 et seq., C.R.S.

If we may be of any assistance to you, please feel free to call us at 303-869-3000. For further resources see our web site at www.state.co.us/auditor.

Sincerely,

Crystal L. Dorsey, CPA
Local Government Audit Manager

CLD:js

cc: Department of Local Affairs
Division of Local Government



We Set the Standard for Good Government

APPLICATION FOR EXEMPTION FROM AUDIT - *SHORT FORM* - FOR GOVERNMENTS WITH REVENUES AND EXPENDITURES OF \$100,000 OR LESS

Name of Government:	Castleview Metropolitan District	For the Fiscal Year Ended December 31, 2013 or fiscal year ended:
Address:	c/o White Bear and Ankele, P.C. 2154 East Commons Avenue, Suite 2000 Centennial, CO 80122	
Contact Person:	Jennifer G Tanaka	
Telephone:	303-858-1800	
Email:	jtanaka@wbapc.com	
Fax:	303-858-1801	

Return to: Office of the State Auditor
Local Government Audit Division
1525 Sherman St., 7th Floor
Denver, CO 80203
Fax: 303-866-4062
Email: OSA.LG@state.co.us
Call (303) 869-3000 if you need help completing this form.

**PLEASE READ THE
ABOVE INSTRUCTIONS
BEFORE SUBMITTING**

Section 29-1-604, C.R.S., outlines the provisions for an exemption from audit. Generally, any local government for which neither revenues nor expenditures exceed \$500,000 in any fiscal year may qualify for an exemption. **If either revenues or expenditures are \$100,000 or greater, but not more than \$500,000, you may NOT use this form. Please use the LONG FORM of this application. If both revenues and expenditures are less than \$100,000 individually, use this short form application for exemption from audit.**

Please review ALL instructions prior to the completion of this form.

Instructions:

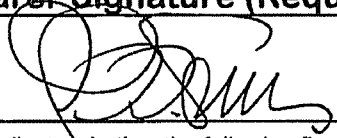
1. Prepare this form completely and accurately. Please note that there are 11 parts to this form, and all questions must be answered for the application to be considered complete.
2. File this form with the Office of the State Auditor within **3 months** after the end of the fiscal year.
For years ended December 31, the form **must** be **received** by the Office of the State Auditor by **March 31**.
3. The form **must** be completed by a person skilled in governmental accounting.
4. The application must be personally reviewed and approved by a majority of the governing body as evidenced by one of the following methods:
 - a. Resolution of the governing body - application may be emailed, faxed, or mailed.
 - b. Original signatures - application must be mailed. Email or fax will NOT be accepted.
5. The **preparer must sign** the application that is submitted in order for it to be accepted.
6. Additional information may be attached to the exemption at the preparer's discretion.

CERTIFICATION OF PREPARER

I certify that I am skilled in governmental accounting and that the information in the application is complete and accurate, to the best of my

Name:	John W. Simmons
Title:	District Accountant
Firm Name (if applicable):	Simmons & Wheeler, P.C.
Address:	8005 S. Chester Street, Suite 150 Centennial, CO 80112
Telephone Number:	303-689-0833
Date Prepared:	3/25/2014

Preparer Signature (Required): The application will be rejected if not signed by the preparer.



Please indicate whether the following financial information is recorded using Governmental or Proprietary fund types	Governmental	Proprietary
	X	

PART 2 - REVENUE

REVENUE: All revenues for all funds must be reflected in this section, including proceeds from the sale of the government's land, building, and equipment, and proceeds from debt or lease transactions. Financial information will not include fund equity information.

Line#	Description	(Omit cents)
2-1	Taxes: Property	\$ -
2-2	Specific ownership	\$ -
2-3	Sales and use	\$ -
2-4	Other (specify):	\$ -
2-5	Licenses and permits	\$ -
2-6	Intergovernmental: Grants	\$ -
2-7	Conservation Trust Funds (Lottery)	\$ -
2-8	Highway Users Tax Funds (HUTF)	\$ -
2-9	Other (specify):	\$ -
2-10	Charges for services	\$ -
2-11	Fines and forfeits	\$ -
2-12	Special assessments	\$ -
2-13	Investment income	\$ -
2-14	Charges for utility services	\$ -
2-15	Debt proceeds (should agree with line 4-3, column 2)	\$ -
2-16	Lease proceeds	\$ -
2-17	Developer Advances received (should agree with line 4-3)	\$ -
2-18	Proceeds from sale of capital assets	\$ -
2-19	Fire and police pension	\$ -
2-20	Other (specify):	\$ -
2-21		\$ -
2-22		\$ -
2-23		\$ -
2-24	(add lines 2-1 through 2-23) TOTAL REVENUE all sources	\$ -

PART 3 - EXPENDITURES

EXPENDITURES: All expenditures for all funds must be reflected in this section, including the purchase of capital assets and principal and interest payments on long-term debt. Financial information will not include fund equity information.

Line#	Description	(Omit cents)
3-1	Administrative	\$ -
3-2	Salaries	\$ -
3-3	Payroll taxes	\$ -
3-4	Contract services	\$ -
3-5	Employee benefits	\$ -
3-6	Insurance	\$ -
3-7	Accounting and legal fees	\$ -
3-8	Repair and maintenance	\$ -
3-9	Supplies	\$ -
3-10	Utilities and telephone	\$ -
3-11	Fire/Police	\$ -
3-12	Streets and highways	\$ -
3-13	Public health	\$ -
3-14	Culture and recreation	\$ -
3-15	Utility operations	\$ -
3-16	Capital outlay (should agree with line 6-1, column 2)	\$ -
3-17	Debt service principal (should agree with line 4-3, column 2)	\$ -
3-18	Debt service interest	\$ -
3-19	Repayment of Developer Advances (should agree with line 4-3)	\$ -
3-20	Contribution to pension plan (should agree to line 7-2)	\$ -
3-21	Contribution to Fire & Police Pension Assoc. (should agree to line 7-2)	\$ -
3-22	Other (specify):	\$ -
3-23		\$ -
3-24		\$ -
3-25	(add lines 3-1 through 3-24) TOTAL EXPENDITURES all categories	\$ -

Note: If Total Revenue (Line 2-24) or Total Expenditures (Line 3-25) are greater than \$100,000 - STOP. You may not use this form. Please use the "Application for Exemption from Audit - Long Form".

PART 4 - DEBT OUTSTANDING, ISSUED, AND RETIRED						
Please answer the following questions by marking the appropriate boxes.						
4-1	Does the entity have outstanding debt?				Yes	No
	Is the debt repayment schedule attached? If no, please explain:					X
						N/A
4-2	Is the entity current in its debt service payments? If no, please explain:					N/A
4-3	Please complete the following debt schedule, if applicable: (please only include principal amounts)		Outstanding at end of prior year	Issued during fiscal year	Retired during fiscal year	Outstanding at fiscal year-end
	General obligation bonds		\$ -	\$ -	\$ -	\$ -
	Revenue bonds		\$ -	\$ -	\$ -	\$ -
	Notes/Loans		\$ -	\$ -	\$ -	\$ -
	Leases		\$ -	\$ -	\$ -	\$ -
	Developer Advances			\$ -	\$ -	\$ -
	Other (specify):				\$ -	\$ -
	Total:		\$ -	\$ -	\$ -	\$ -
Please answer the following questions by marking the appropriate boxes.						
4-4	Does the entity have any authorized, but unissued, debt?				Yes	No
					X	
If yes:	How much?	\$ 8,670,000.00				
	Date the debt was authorized:	11/7/2006				
4-5	Does the entity intend to issue debt within the next calendar year?					X
If yes:	How much?	\$ -				
Please answer the following questions by marking the appropriate boxes.						
4-6	Does the entity have debt that has been refinanced that it is still responsible for?				Yes	No
						X
If yes:	What is the amount outstanding?	\$ -				
Please answer the following questions by marking the appropriate boxes.						
4-7	Does the entity have any lease agreements?				Yes	No
						X
If yes:	What is being leased?					
	What is the original date of the lease?					
	Number of years of lease?					
	Is the lease subject to annual appropriation?					
	What are the annual lease payments?	\$ -				
4-8	Please use this space to provide any explanations or comments:					
PART 5 - CASH AND INVESTMENTS						
Please provide the entity's cash deposit and investment balances.						
5-1	Checking accounts				Amount	Total
					\$ -	
5-2	Savings accounts				\$ -	
5-3	Certificates of deposit				\$ -	
	Total Cash Deposits					\$ -
	Investments (if investment is a mutual fund, please list underlying investments):					
5-4					\$ -	
5-5					\$ -	
5-6					\$ -	
5-7					\$ -	
	Total Investments					\$ -
	Total Cash and Investments					\$ -
Please answer the following question by marking in the appropriate box						
5-8	Are the entity's deposits in an eligible (Public Deposit Protection Act) public depository (Section 11-10.5-101, et seq. C.R.S.)? If no, please explain:				Yes	No
					X	
5-9	Please use this space to provide any explanations or comments:					

PART 6 - CAPITAL ASSETS

Please answer the following questions by marking in the appropriate boxes.		Yes	No
6-1	Does the entity have capital assets?		X
If yes:	Has the entity performed an annual inventory of capital assets in accordance with Section 29-1-506, C.R.S.,? If no, please explain:	N/A	
	Complete the following table:		
		Balance - beginning of the year	Additions
		Deletions	Year-End Balance
	Land	\$ -	\$ -
	Buildings	\$ -	\$ -
	Machinery and equipment	\$ -	\$ -
	Furniture and fixtures	\$ -	\$ -
	Construction In Progress (CIP)	\$ -	\$ -
	Other (explain):	\$ -	\$ -
	Accumulated Depreciation	\$ -	\$ -
	Total	\$ -	\$ -
6-2	Please use this space to provide any explanations or comments:		

PART 7 - PENSION INFORMATION

Please answer the following questions by marking in the appropriate boxes.		Yes	No
7-1	Does the entity have an "old hire" firemen's pension plan?		X
7-2	Does the entity have a volunteer firemen's pension plan?		X
If yes:	Who administers the plan?		
	Indicate the contributions from:		
	Tax (property, SO, sales, etc.):	\$ -	
	State contribution amount:	\$ -	
	Other (gifts, donations, etc.):	\$ -	
	Total:	\$ -	
	What is the monthly benefit paid for 20 years of service per retiree as of Jan 1?	\$ -	
7-3	Please use this space to provide any explanations or comments:		

PART 8 - BUDGET INFORMATION

Please answer the following questions by marking in the appropriate boxes.		Yes	No
8-1	Did the entity file a 2013 budget with the Department of Local Affairs? If no, please explain:	X	
8-2	Did the entity pass an appropriations resolution? In no, please explain:	X	
If yes:	Please indicate the amount appropriated for each fund for 2013:		
	Fund Name	Budgeted 2013 Expenditures	
	General Fund	\$	50,000
8-3	Please use this space to provide any explanations or comments:		

PART 9 - TAX PAYER'S BILL OF RIGHTS (TABOR)

Please answer the following question by marking in the appropriate box		Yes	No
9-1	Is the entity in compliance with all the provisions of TABOR [State Constitution, Article X, Section 20(5)]?	X	
Note: An election to exempt the government from the spending limitations of TABOR does not exempt the government from the 3 percent emergency reserve requirement. All governments should determine if they meet this requirement of TABOR.			
9-2	Please use this space to provide any explanations or comments:		

PART 10 - GENERAL INFORMATION

Please answer the following questions by marking in the appropriate boxes.		Yes	No
10-1	Is this application for a newly formed governmental entity?		X
If yes:	Date of formation:		
10-2	Has the entity changed its name in the past or current year?		X
If Yes:	Please list the NEW name & PRIOR name:		
10-3	Is the entity a metropolitan district?	X	
10-4	Please indicate what services the entity provides: streets, traffic and safety, water, sewer, park & recreation		
10-5	Does the entity have an agreement with another government to provide services?		X
If yes:	List the name of the other governmental entity and the services provided:		
10-6	Has the district filed a <i>Title 32, Article 1 Special District Notice of Inactive Status</i> during the year? [Applicable to Title 32 special districts only, pursuant to Sections 32-1-103 (9.3) and 32-1-104 (3), C.R.S.]		X
If yes:	Date Filed:		
10-7	Please use this space to provide any explanations or comments:		

PART 11 - GOVERNING BODY APPROVAL

Below is the certification and approval of the governing board. By signing the board member is certifying they are a duly elected or appointed officer of the local government. Governing board members may be verified. Also by signing, the board member certifies that this Application for Exemption from Audit has been prepared consistent with Section 29-1-604, C.R.S., which states that a governmental agency with revenue and expenditures of \$100,000 or less must have an application prepared by a person skilled in governmental accounting; completed to the best of their knowledge and is accurate and true. Use additional pages if needed.

Print the names of all current		A MAJORITY of the governing board members must complete and sign in the column
Board Member 1	Print Board Members Name	I _____, attest I am a duly elected or appointed board member and I have reviewed and approve the application for exemption from audit. Signed _____ Date: 3-26-14 My term Expires: _____
	Harvey Alpert	
Board Member 2	Print Board Members Name	I <u>Rodney Alpert</u> , attest I am a duly elected or appointed board member and I have reviewed and approve the application for exemption from audit. Signed <u>[Signature]</u> Date: 3-26-14 My term Expires: <u>5/16</u>
	Rodney Alpert	
Board Member 3	Print Board Members Name	I <u>Tanya Alpert</u> , attest I am a duly elected or appointed board member and I have reviewed and approve the application for exemption from audit. Signed <u>[Signature]</u> Date: 3-26-14 My term Expires: <u>5/16</u>
	Tanya Alpert	
Board Member 4	Print Board Members Name	I _____, attest I am a duly elected or appointed board member and I have reviewed and approve the application for exemption from audit. Signed _____ Date: _____ My term Expires: _____
	VACANT	
Board Member 5	Print Board Members Name	I _____, attest I am a duly elected or appointed board member and I have reviewed and approve the application for exemption from audit. Signed _____ Date: _____ My term Expires: _____
	VACANT	
Board Member 6	Print Board Members Name	I _____, attest I am a duly elected or appointed board member and I have reviewed and approve the application for exemption from audit. Signed _____ Date: _____ My term Expires: _____
Board Member 7	Print Board Members Name	I _____, attest I am a duly elected or appointed board member and I have reviewed and approve the application for exemption from audit. Signed _____ Date: _____ My term Expires: _____

EXHIBIT B

2014 Budget

BUDGET RESOLUTION
(2014)

CERTIFIED COPY OF RESOLUTION

STATE OF COLORADO)
) ss.
COUNTY OF DOUGLAS)

The Board of Directors of Castleview Metropolitan District, County of Douglas, Colorado (the “District”) held a special meeting at 6800 South Liverpool Street, Suite A, Aurora, Colorado, on Thursday, November 14, 2013, at the hour of 1:30 P.M.

The following members of the Board of Directors (the “Board”) were present:

Rodney Alpert
Tanya Alpert

Also present were: Jennifer Gruber Tanaka, Esq., and Brent E. Butzin, P.E., Esq., White, Bear & Ankele, P.C.; and John Simmons, Simmons & Wheeler, P.C.

Prior to the meeting, each of the directors was notified of the date, time and place of the budget meeting and the purpose for which it was called and a notice of the meeting was posted or published in accordance with §29-1-106 C.R.S.

NOTICE AS TO PROPOSED 2014 BUDGET

**NOTICE OF SPECIAL MEETING
NOTICE AS TO PROPOSED 2014 BUDGET
AND
NOTICE AS TO AMENDED 2013 BUDGET**

NOTICE IS HEREBY GIVEN that the Board of Directors (the "Board") of the CASTLEVIEW METROPOLITAN DISTRICT (the "District"), Town of Castle Rock, County of Douglas, State of Colorado, will hold a special meeting of the District at 6800 South Liverpool Street, Suite A, Aurora, Colorado, on Thursday, November 14, 2013 at 1:30 P.M., for the purpose of conducting such business as may come before the Board.

NOTICE IS FURTHER GIVEN that a proposed budget has been submitted to the District for the year of 2014. A copy of the proposed budget is on file in the office of Simmons & Wheeler, P.C., 8005 S. Chester Street, Suite 150, Centennial, Colorado, where the same is open for public inspection.

NOTICE IS FURTHER GIVEN that an amendment to the 2013 budget has been submitted to the District. A copy of the proposed amended budget is on file in the office of Simmons & Wheeler, P.C., 8005 S. Chester Street, Suite 150, Centennial, Colorado, where the same is open for public inspection.

Such proposed budget and amended budget will be considered at a special meeting of the District to be held at 6800 South Liverpool Street, Suite A, Aurora, Colorado, on Thursday, November 14, 2013 at 1:30 P.M. Any interested elector of the District may inspect the proposed budget and amended budget and file or register any objections at any time prior to final adoption of the budget and amended budget.

BY ORDER OF THE BOARD OF DIRECTORS:
CASTLEVIEW METROPOLITAN DISTRICT

Thereupon, Director Rodney Alpert introduced and moved the adoption of the following Resolution:

RESOLUTION

A RESOLUTION SUMMARIZING EXPENDITURES AND REVENUES FOR EACH FUND AND ADOPTING A BUDGET AND APPROPRIATING SUMS OF MONEY TO EACH FUND IN THE AMOUNTS AND FOR THE PURPOSES SET FORTH HEREIN FOR THE DISTRICT FOR THE CALENDAR YEAR BEGINNING ON THE FIRST DAY OF JANUARY 2014 AND ENDING ON THE LAST DAY OF DECEMBER 2014.

WHEREAS, the Board has authorized its treasurer, accountant and/or legal counsel to prepare and submit a proposed budget to the Board in accordance with Colorado law; and

WHEREAS, the proposed budget has been submitted to the Board for its review and consideration; and

WHEREAS, upon due and proper notice, provided in accordance with Colorado law, said proposed budget was open for inspection by the public at a designated place, a public hearing was held on November 14, 2013, and interested electors were given the opportunity to file or register any objections to said proposed budget; and

WHEREAS, the budget being adopted by the Board has been prepared based on the best information available to the Board regarding the effects of § 29-1-101, *et seq.*, C.R.S., as applicable, and Article X, § 20 of the Colorado Constitution.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:

Section 1. Summary of 2014 Revenues and 2014 Expenditures. The estimated revenues and expenditures for each fund for fiscal year 2014, as more specifically set forth in the budget attached hereto, are accepted and approved.

Section 2. Adoption of Budget. The budget as submitted, amended, attached hereto and incorporated herein is approved and adopted as the budget of the District fiscal year 2014. In the event of recertification of values by the County Assessor's Office after the date of

adoption hereof, staff is hereby directed to modify and/or adjust the budget and certification to reflect the recertification without the need for additional Board authorization. Any such modification to the budget or certification as contemplated by this Section 2 shall be deemed ratified by the Board.

Section 3. 2014 Levy for General Operating Expenses. For the purpose of meeting all general operating expenses of the District during the 2014 budget year, there is hereby levied a tax of zero (0.000) mills upon each dollar of the total valuation of assessment of all taxable property within the District.

Section 4. 2014 Levy for Debt Service Obligations. For the purposes of meeting all debt service obligations of the District during the 2014 budget year, there is hereby levied a tax of zero (0.000) mills upon each dollar of the total valuation of assessment of all taxable property within the District.

Section 5. 2014 Levy for Contractual Obligation Expenses. For the purposes of meeting all contractual obligations of the District during the 2013 budget year, there is hereby levied a tax of zero (0.000) mills upon each dollar of the total valuation of assessment of all taxable property within the District.

Section 6. Certification to County Commissioners. The Board directs its legal counsel, manager, accountant or other designee to certify to the Board of County Commissioners of Douglas County, Colorado the mill levies for the District as set forth herein. Such certification shall be in compliance with the requirements of Colorado law.

Section 7. Appropriations. The amounts set forth as expenditures and balances remaining, as specifically allocated in the budget attached hereto and incorporated herein, are hereby appropriated for the purposes thereof and no other.

Section 8. Filing of Budget and Budget Message. The Board hereby directs its legal counsel, manager or other designee to file a certified copy of the adopted budget and budget message with the Division of Local Government by January 30 of the ensuing year.

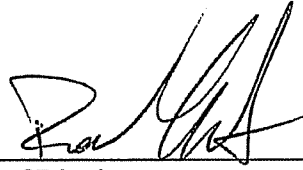
Section 9. Budget Certification. The budget shall be certified by a member of the District, or a person appointed by the District, and made a part of the public records of the District.

The foregoing Resolution was seconded by Director Tanya Alpert.

[Remainder of page intentionally left blank].

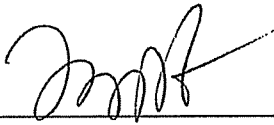
RESOLUTION APPROVED AND ADOPTED THIS 14TH DAY OF NOVEMBER
2013.

CASTLEVIEW METROPOLITAN DISTRICT



Officer of District

ATTEST:



STATE OF COLORADO
COUNTY OF DOUGLAS
CASTLEVIEW METROPOLITAN DISTRICT

I hereby certify that the foregoing resolution constitutes a true and correct copy of the record of proceedings of the Board adopted at a District meeting held on Thursday, November 14, 2013, at 6800 South Liverpool Street, Suite A, Aurora, Colorado, as recorded in the official record of the proceedings of the District.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 14th day of November 2013.

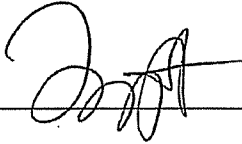


EXHIBIT A
BUDGET DOCUMENT
BUDGET MESSAGE

**CASTLEVIEW METROPOLITAN DISTRICT
2014
BUDGET MESSAGE**

Attached please find a copy of the adopted 2014 budget for the Castleview Metropolitan District.

The Castleview Metropolitan District has adopted one fund, a General Fund to provide for the payment of operating expenditures.

The District's accountants have utilized the modified accrual basis of accounting and the budget has been adopted after proper postings, publications and public hearing.

The primary source of revenues for the District in 2014 will be developer advances. The District does not intend to impose a mill levy on property within the District for 2014.

**Castleview Metropolitan District
 Adopted Budget
 General Fund
 For the Year ended December 31, 2014**

	Actual <u>2012</u>	Adopted Budget <u>2013</u>	Actual <u>6/30/2013</u>	Estimate <u>2013</u>	Adopted Budget <u>2014</u>
Beginning fund balance	\$ -	\$ -	\$ -	\$ -	\$ -
Revenues:					
Property taxes	-	-	-	-	-
Specific ownership taxes	-	-	-	-	-
Developer advances	-	50,000	-	-	50,000
Interest income	-	-	-	-	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total revenues	<u>-</u>	<u>50,000</u>	<u>-</u>	<u>-</u>	<u>50,000</u>
Total funds available	<u>-</u>	<u>50,000</u>	<u>-</u>	<u>-</u>	<u>50,000</u>
Expenditures:					
Accounting / audit	-	5,000	-	-	5,000
Insurance	-	3,000	-	-	3,000
Election expense	-	-	-	-	3,000
Legal	-	20,000	-	-	20,000
Miscellaneous	-	10,000	-	-	10,000
Directors fees	-	-	-	-	-
Treasurer fees	-	-	-	-	-
Contingency	-	10,860	-	-	7,770
Emergency reserve (3%)	-	1,140	-	-	1,230
	<u>-</u>	<u>50,000</u>	<u>-</u>	<u>-</u>	<u>50,000</u>
Total expenditures	<u>-</u>	<u>50,000</u>	<u>-</u>	<u>-</u>	<u>50,000</u>
Ending fund balance	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Assessed valuation	<u>\$ 102,400</u>	<u>\$ 102,400</u>			<u>\$ 102,590</u>
Mill Levy	<u>0.000</u>	<u>0.000</u>			<u>0.000</u>