

GRIMSHAW & HARRING
A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW
SUITE 3800
WELLS FARGO CENTER
1700 LINCOLN STREET
DENVER, COLORADO 80203-4538

TELEPHONE (303) 839-3800
TELECOPIER (303) 839-3838
WWW.GRIMSHAWHARRING.COM



Mary L. Carter
303-839-3871

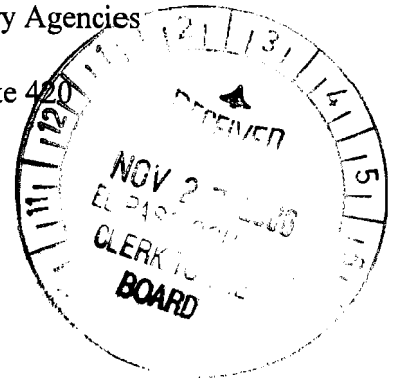
mcarter@grimshawharring.com
www.grimshawharring.com

November 21, 2006

El Paso County
Board of County Commissioners
27 E. Vermijo Avenue
Colorado Springs, CO 80903

City Clerk
City of Colorado Springs
107 N. Nevada, Suite 205
Colorado Springs, CO 80901

David Swafford
Department of Regulatory Agencies
Division of Securities
1580 Lincoln Street, Suite 420
Denver, Colorado 80203



Re: First and Main Business Improvement District

To Whom it May Concern:

Pursuant to Section 32-1-1101.5(1), C.R.S., I am enclosing a copy of the Certificate of Election Results in which the Board of Canvassers certifies the results of the special election of the First and Main Business Improvement District held November 7, 2006. Please place it in the district's file.

If you have any questions or need any additional information, please contact either Rick Kron at (303) 839-3704 or me at (303) 839-3871. Thank you

Sincerely,

GRIMSHAW & HARRING,
A Professional Corporation

Mary L. Carter
Mary L. Carter

14015/1900
CERTIFIED/RETURN RECEIPT REQUESTED

**BOARD OF CANVASSERS
CERTIFICATE OF ELECTION RESULTS**

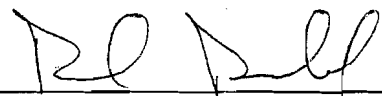
**FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT
CITY OF COLORADO SPRINGS, EL PASO COUNTY, COLORADO
NOVEMBER 7, 2006 SPECIAL ELECTION**

It is hereby certified by the undersigned members of the Canvass Board that the following is a true and correct statement of the results of the special election for the First and Main Business Improvement District held November 7, 2006, at which time eligible electors of the District voted as indicated on the Judges' Certificate of Election Returns attached hereto and made a part hereof.

	Number of Votes For	Number of Votes Against
BALLOT ISSUE NO. 5A	5	0
BALLOT ISSUE NO. 5B	5	0
BALLOT ISSUE NO. 5C	5	0
BALLOT ISSUE NO. 5D	5	0
BALLOT ISSUE NO. 5E	5	0
BALLOT ISSUE NO. 5F	5	0
BALLOT ISSUE NO. 502	5	0
BALLOT ISSUE NO. 503	5	0

WITNESS WHEREOF, we have hereunto set our hands this 8th day of November, 2006.

By:



Member of Canvass Board



Member of Canvass Board



Designated Election Official

Contact Person for
the Election:

Business Address:

Telephone Number:

Norman F. Kron, Jr.
c/o Grimshaw & Harring, PC
1700 Lincoln Street, Suite 3800
Denver, Colorado 80203
(303) 839-3800

Send a copy to the Division of Local Government within 30 days after the election.

**JUDGES' CERTIFICATE OF ELECTION RETURNS AND STATEMENT
FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT
CITY OF COLORADO SPRINGS, EL PASO COUNTY, COLORADO
NOVEMBER 7, 2006 SPECIAL ELECTION**

IT IS HEREBY CERTIFIED by the undersigned who conducted the election held by the First and Main Business Improvement District on Tuesday, the 7th day of November, 2006, by mail ballot, that, after subscribing and swearing to the oath of office, they opened the ballot depository/walk-in voting location at 1700 Lincoln Street, Suite 3800, Denver, Colorado, at 8:30 a.m. on October 13, 2006, and kept said ballot depository/walk-in voting location open between 8:30 a.m. and 5:00 p.m. every business day through and including November 7, 2006, election day, and extended the hours to 7:00 p.m. on election day for receipt of ballots and walk-in voting, after which time they counted the ballots cast; and

That the votes cast on ballot issues to implement the provisions of Section 20 of Article X of the Colorado Constitution as applied to the District were as follows:

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 5A:

"SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT TAXES BE INCREASED \$25,000 ANNUALLY OR SUCH LESSER AMOUNT AS NECESSARY TO PAY THE DISTRICT'S ADMINISTRATION AND OPERATIONS AND MAINTENANCE EXPENSES, BY THE IMPOSITION OF AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, AT A RATE NOT TO EXCEED ONE MILL PER ONE THOUSAND DOLLARS OF VALUATION FOR ASSESSMENT TO PAY SUCH EXPENSES AND SHALL THE PROCEEDS OF SUCH TAXES AND ANY INVESTMENT INCOME THEREON BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT IN FISCAL YEAR 2007 AND IN EACH FISCAL YEAR THEREAFTER FOR AS LONG AS THE DISTRICT CONTINUES IN EXISTENCE, SUCH AUTHORIZATION TO CONSTITUTE A VOTER-APPROVED REVENUE CHANGE WHICH MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED IN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, ALL WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?" YES/NO

BALLOT ISSUE 5A	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	3 <i>Three</i>	0 <i>Zero</i>	3 <i>Three</i>
NO	0 <i>Zero</i>	0 <i>Zero</i>	0 <i>Zero</i>

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 5B:

"SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT DEBT BE INCREASED \$19,000,000 WITH A REPAYMENT COST OF \$66,500,000 OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, AND SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT TAXES BE INCREASED \$21,280,000 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, STREET IMPROVEMENTS, INCLUDING BUT NOT LIMITED TO CURBS, GUTTERS, CULVERTS, AND OTHER DRAINAGE FACILITIES, UNDERGROUND CONDUITS, SIDEWALKS, TRAILS, PUBLIC PARKING LOTS, STRUCTURES AND FACILITIES, PAVING, LIGHTING, GRADING, LANDSCAPING, BIKE PATHS AND PEDESTRIAN WAYS, PEDESTRIAN OVERPASSES, RETAINING WALLS, FENCING, ENTRY MONUMENTATION, STREETSCAPING, BRIDGES, OVERPASSES, UNDERPASSES, INTERCHANGES, MEDIAN ISLANDS, IRRIGATION, AND A SAFETY PROTECTION SYSTEM THROUGH TRAFFIC AND SAFETY CONTROLS AND DEVICES ON STREETS AND HIGHWAYS AND AT RAILROAD CROSSINGS, SIGNALIZATION, SIGNING AND STRIPING, AREA IDENTIFICATION, DRIVER INFORMATION AND DIRECTIONAL ASSISTANCE SIGNS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND AND EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 12% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR AMOUNT OR WITH SUCH LIMITATIONS, ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?" YES/NO

BALLOT ISSUE 5B	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	5	0	5
	Five	Zero	Five
NO	0	0	0
	Zero	Zero	Zero

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 5C:

"SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT DEBT BE INCREASED \$3,000,000 WITH A REPAYMENT COST OF \$10,500,000 OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, AND SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT TAXES BE INCREASED \$3,600,000 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, LEASING, FINANCING OR REIMBURSING ALL OR ANY PART OF THE COSTS OF DESIGNING, ACQUIRING, CONSTRUCTING, RELOCATING, INSTALLING, COMPLETING AND OTHERWISE PROVIDING, WITHIN OR WITHOUT THE BOUNDARIES OF THE DISTRICT, PARKS AND RECREATION FACILITIES, IMPROVEMENTS AND PROGRAMS, INCLUDING BUT NOT LIMITED TO COMMUNITY PARKS, BIKE PATHS AND PEDESTRIAN WAYS, FENCING, TRAILS, REGIONAL TRAILS, FIELDS, TOT LOTS, OPEN SPACE, CULTURAL ACTIVITIES, COMMON AREAS, COMMUNITY RECREATION CENTERS, TENNIS COURTS, OUTDOOR LIGHTING, EVENT FACILITIES, IRRIGATION FACILITIES, LAKES, WATER BODIES, SWIMMING POOLS, PUBLIC FOUNTAINS AND SCULPTURES, ART, GARDENS, LANDSCAPING, WEED CONTROL, AND OTHER ACTIVE AND PASSIVE RECREATIONAL FACILITIES, IMPROVEMENTS AND PROGRAMS, TOGETHER WITH ALL NECESSARY, INCIDENTAL, AND APPURTENANT FACILITIES, EQUIPMENT, LAND, EASEMENTS AND EXTENSIONS OF AND IMPROVEMENTS TO SUCH FACILITIES, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 12% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR AMOUNT OR WITH SUCH LIMITATIONS, ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?" YES/NO

BALLOT ISSUE 5C	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	5	0	5
	Five	zero	Five
NO	0	0	0
	zero	zero	zero

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 5D:

"SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT DEBT BE INCREASED \$250,000 WITH A REPAYMENT COST OF \$875,000 OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, AND SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT TAXES BE INCREASED \$280,000 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF PAYING, REIMBURSING, FINANCING OR REFINANCING ALL OR ANY PART OF THE DISTRICT'S OPERATING AND MAINTENANCE EXPENSES, OR ADVANCES OF OPERATING AND MAINTENANCE EXPENSES MADE TO THE DISTRICT, SUCH DEBT TO BEAR INTEREST AT A MAXIMUM NET EFFECTIVE INTEREST RATE NOT TO EXCEED 12% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, SUCH DEBT TO BE INCURRED AT ONE TIME OR FROM TIME TO TIME AND TO MATURE, BE SUBJECT TO REDEMPTION, WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, AND TO CONTAIN SUCH TERMS, NOT INCONSISTENT HERewith, AND BE MADE PAYABLE FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING WITHOUT LIMITATION AD VALOREM PROPERTY TAXES LEVIED IN ANY YEAR, WITHOUT LIMITATION AS TO RATE AND IN AN AMOUNT SUFFICIENT TO PAY THE PRINCIPAL OF, PREMIUM, IF ANY, AND INTEREST ON THE DEBT WHEN DUE, ALL OF THE ABOVE AS DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, AND SHALL THE PROCEEDS OF THE DEBT, THE REVENUES FROM SUCH TAXES, ANY OTHER REVENUES USED TO PAY THE DEBT, AND ANY EARNINGS FROM THE INVESTMENT OF SUCH PROCEEDS AND REVENUES BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?" YES/NO

BALLOT ISSUE 5D	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	5	0	5
	Five	Zero	Five
NO	0	0	0
	Zero	Zero	Zero

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 5E:

"SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT DEBT BE INCREASED \$22,000,000 WITH A REPAYMENT COST OF \$77,000,000 OR SUCH LESSER AMOUNT AS MAY BE NECESSARY, AND SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT TAXES BE INCREASED \$26,400,000 ANNUALLY OR SUCH LESSER AMOUNT AS MAY BE NECESSARY FOR THE PAYMENT OF SUCH DEBT AND ANY REFUNDINGS THEREOF, AT AN INTEREST RATE THAT IS EQUAL TO, LOWER OR HIGHER THAN THE INTEREST RATE ON THE REFUNDED DEBT, FOR THE PURPOSE OF REFUNDING, REFINANCING OR DEFEASING ANY OR ALL OF THE DISTRICT'S DEBT, BUT NOT TO EXCEED THE MAXIMUM NET EFFECTIVE INTEREST RATE OF 12% PER ANNUM, SUCH INTEREST TO BE PAYABLE AT SUCH TIME OR TIMES, AND WHICH MAY COMPOUND ANNUALLY OR SEMIANNUALLY, AND SUCH DEBT TO MATURE, BE SUBJECT TO REDEMPTION WITH OR WITHOUT PREMIUM, AND BE ISSUED AND SOLD AT, ABOVE OR BELOW PAR, SUCH DEBT TO BE ISSUED OR INCURRED AT ONE TIME OR FROM TIME TO TIME, TO BE PAID FROM ANY LEGALLY AVAILABLE REVENUES OF THE DISTRICT, INCLUDING THE PROCEEDS OF AD VALOREM PROPERTY TAXES; SUCH TAXES TO CONSIST OF AN AD VALOREM MILL LEVY IMPOSED ON ALL TAXABLE PROPERTY OF THE DISTRICT, WITHOUT LIMITATION OF RATE OR AMOUNT OR WITH SUCH LIMITATIONS, ALL OF THE ABOVE AS MAY BE DETERMINED BY THE DISTRICT BOARD OF DIRECTORS, TO BE USED FOR THE PURPOSE OF PAYING THE PRINCIPAL OF, PREMIUM IF ANY, AND INTEREST ON SUCH DEBT; AND SHALL THE PROCEEDS OF ANY SUCH DEBT AND THE REVENUE FROM SUCH TAXES, ANY OTHER REVENUE USED TO PAY SUCH DEBT, AND INVESTMENT EARNINGS THEREON, BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT AS A VOTER-APPROVED REVENUE CHANGE, WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?" YES/NO

BALLOT ISSUE 5E	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	5	0	5
	Five	zero	
NO	0	0	0
	zero	zero	zero

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 5F:

"SHALL FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BE AUTHORIZED TO COLLECT, RETAIN, AND SPEND THE FULL AMOUNT OF ALL TAXES, TAX INCREMENT REVENUES, TAP FEES, PARK FEES, FACILITY FEES, SERVICE CHARGES, INSPECTION CHARGES, ADMINISTRATIVE CHARGES, GRANTS OR ANY OTHER FEE, RATE TOLL, PENALTY, OR CHARGE AUTHORIZED BY LAW OR CONTRACT TO BE IMPOSED, COLLECTED OR RECEIVED BY THE DISTRICT DURING 2006 AND EACH FISCAL YEAR THEREAFTER, SUCH AMOUNTS TO CONSTITUTE A VOTER-APPROVED REVENUE CHANGE AND BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT WITHOUT REGARD TO ANY SPENDING, REVENUE-RAISING, OR OTHER LIMITATION CONTAINED WITHIN ARTICLE X, SECTION 20 OF THE COLORADO CONSTITUTION, THE LIMITS IMPOSED ON INCREASES IN PROPERTY TAXATION BY SECTION 29-1-301, C.R.S. IN ANY SUBSEQUENT YEAR, OR ANY OTHER LAW WHICH PURPORTS TO LIMIT THE DISTRICT'S REVENUES OR EXPENDITURES AS IT CURRENTLY EXISTS OR AS IT MAY BE AMENDED IN THE FUTURE, AND WITHOUT LIMITING IN ANY YEAR THE AMOUNT OF OTHER REVENUES THAT MAY BE COLLECTED, RETAINED AND SPENT BY THE DISTRICT?" YES/NO

BALLOT ISSUE 5F	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	5	0	5
	Five	Zero	Five
NO	0	0	0
	Zero	Zero	Zero

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 502:

"Shall members of the board of directors of First and Main Business Improvement District be authorized to serve without limitation on their terms of office pursuant to the right granted to the voters of the District in Article XVIII, Section 11 of the Colorado Constitution to lengthen, shorten, or eliminate the limitations on the terms of office imposed by such section?" YES/NO

BALLOT ISSUE 502	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	5	0	5
	Five	Zero	Five
NO	0	0	0
	Zero	Zero	Zero

FIRST AND MAIN BUSINESS IMPROVEMENT DISTRICT BALLOT ISSUE NO. 503:

"Shall First and Main Business Improvement District be allowed to engage, offer to engage or contract with a private provider to engage in the provision of cable television service, telecommunications service, or advanced service to subscribers within the District's Service area, as such services are defined in Article 27 of Title 29, C.R.S.?" YES/NO

BALLOT ISSUE 503	NUMBER OF VOTES CAST (NUMERIC AND <u>SPELLED OUT</u>)		
	mail ballot	absentee ballot	TOTAL
YES	5	0	5
	Five	zero	Five
NO	0	0	0
	zero	zero	zero

It is hereby identified and specified that:

	Numeric	Spelled Out
Number of ballots sent out:	5	Five
Number of ballots returned:	5	Five
Number of undeliverable ballots: (returned by the Post Office)	0	Zero
Number of replacement ballots issued: (a ballot requested by an eligible elector if the ballot was destroyed, spoiled, lost or for some reason not received)	0	Zero
Number of replacement ballots returned:	0	Zero
Number of absent voter ballots issued:	0	Zero
Number of absent voter ballots returned:	0	Zero
Number of return envelopes in non- compliance:	0	Zero
Number of spoiled ballots returned:	0	Zero
Number of unused ballots:	0	Zero
Number of defective ballots:	0	Zero
Number of first time voter ballots returned without adequate identification	0	Zero

(Special District Language)

That all of said ballots counted were cast at said election by those eligible electors of the special district who were eligible to vote at general elections in this State pursuant to the Uniform Election Code of 1992, as amended, and who either had been a resident of the special district for not less than thirty days, or who or whose spouse own taxable real or personal property within the boundaries of the special district, whether said person resides within the special district or not, and that no person possessing proper qualifications was refused the privilege of voting at said election.

(Business Improvement District Language)

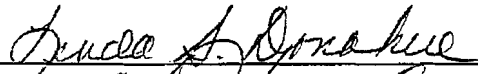
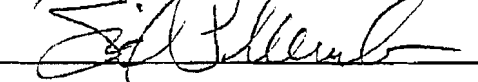
That all of said ballots counted were cast at said election by those eligible electors of the business improvement district who are natural persons who are citizens of the United States and residents of the State of Colorado, who were eighteen years of age or older, and who: (1) make his/her primary dwelling place in the business improvement district; (2) own taxable real or personal property within the boundaries of the business improvement district; (3) hold a leasehold interest in taxable real or personal property within the

boundaries of the business improvement district; or (4) are natural persons designated by an owner or lessee of taxable real or personal property in the business improvement district, which is not a natural person, to vote for such owner or lessee, and that no person possessing proper qualifications was refused the privilege of voting at said election.

(General Improvement District Language)

That all of said ballots counted were cast at said election by those eligible electors of the general improvement district who are natural persons who are citizens of the United States and residents of the State of Colorado, who were eighteen years of age or older, and who: (I) has been a resident of the general improvement district for not less than thirty days; or (II) owns or whose spouse owns, taxable real or personal property within the general improvement district, whether the person resides within the general improvement district or not; or (III) is the natural person designated by an owner of taxable real or personal property in the general improvement district (which is not a natural person) to vote for such owner.

IN WITNESS WHEREOF, we have hereunto set our hands this 7th day of November, 2006.


_____)

_____) Judges of Election

All unused ballots, spoiled ballots, and stubs of ballots voted shall be returned with the statement.