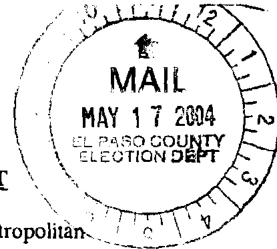


**Upper Cottonwood Creek Metropolitan District
Cancelled Election
May 4, 2004**

CANCELLATION OF ELECTION AND
DECLARATION DEEMING CANDIDATES ELECTED FOR
UPPER COTTONWOOD CREEK METROPOLITAN DISTRICT



The Designated Election Official of the Upper Cottonwood Creek Metropolitan District has been duly authorized by the Board of Directors to cancel and declare candidates elected if, at the close of business on the sixty-third (63rd) day before the election, there are not more candidates than offices to be filled at the election to be conducted on May 4, 2004; and


As of the close of business on March 2, 2004, there were not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates.

Pursuant to Section 1-5-208(1.5), C.R.S., the Designated Election Official hereby cancels the regular election to be conducted on May 4, 2004.

THE ELECTION IS CANCELLED AND THE FOLLOWING CANDIDATES ARE DECLARED ELECTED FOR THE FOLLOWING TERMS:

<u>Name</u>	<u>Address</u>	<u>Term</u>
Carolyn S. Jenkins	111 Fairview Manitou Springs, CO 80829	4 year (2008)
Kent Petre	20 Peachtree Circle Castle Rock, CO 80104	4 year (2008)

Dated this 3rd day of March, 2004.



Designated Election Official