

**FIRST AMENDMENT  
TO  
AGREEMENT FOR INCLUSION OF PROPERTY  
(Ken-Caryl Ranch Metropolitan District)**

THIS FIRST AMENDMENT TO AGREEMENT FOR INCLUSION OF PROPERTY (the "First Amendment"), is made and entered into by and between the **KEN-CARYL RANCH METROPOLITAN DISTRICT**, a quasi-municipal corporation and a political subdivision of the State of Colorado ("District"), and **NADG KEN-CARYL RANCH LP**, a Delaware limited partnership and **NADG KEN-CARYL RANCH 2 LP**, a Delaware limited partnership (together, "Petitioner") (the District and the Petitioner may each be referred to herein individually as a "Party" or collectively as the "Parties," as the context implies).

**RECITALS**

- A. The Parties previously entered into that certain Agreement for Inclusion of Property effective November 4, 2021 ("Agreement"), a copy of which is attached hereto as Attachment 1.
- B. A scrivener's error has been identified with respect to the terms and conditions of the Agreement set forth in Section 2.1.3 thereof, which the Parties desire to correct.
- C. The Parties further desire to amend Section 7 of the Agreement in order to elaborate on the process for District approval of the Park and Rec Improvements Plans and Specifications.

**AGREEMENT**

NOW THEREFORE, the Parties agree as follows:

1. This First Amendment shall be effective as of the date the last Party signs this First Amendment.
2. Unless otherwise defined in this First Amendment, all capitalized terms used in this First Amendment shall have the meaning set forth in the Agreement.
3. Section 2.1.3. of the Agreement is hereby revised to read as follows:

2.1.3. the final plats for development of Ken Caryl Ranch North Plains Filing 1 (Parcel A) and Ken Caryl Ranch North Plains Filing 2 (Parcel B), and the site development plan for Ken Caryl Ranch North Plains Filing 1 Adjustment 1 (Parcel C), of the Property (collectively referred to as the "Final Plats") are approved by the County and recorded in the public records of the County; and
4. The following new Section 7.6. is added to the Agreement:

7.6. If, notwithstanding the County's and/or District's prior approval thereof, the County requires additional changes to be made to any of the Plans and Specifications of any Park and Rec Improvements following the District's approval pursuant to Section 7.4 above, the District shall be afforded the same opportunity to review, comment on, and approve the revised Plans and Specifications consistent with the procedures set forth in this Section 7 as it was afforded with respect to the original Plans and Specifications. In the event the District is not granted the same opportunity to review, comment on, and approve the revised Plans and Specifications as provided herein, then the terms of Section 9.3 shall apply to the revised Plans and Specifications, notwithstanding that the County has required and approved the same.

5. All other provisions of the Agreement not specifically amended herein shall remain in full force and effect as written and are unaffected by this First Amendment.

*[remainder of page intentionally left blank; signature pages follow]*



**KEN-CARYL RANCH METROPOLITAN DISTRICT**

By: *[Signature]*  
Name: Joe Levy  
Title: President

STATE OF COLORADO )  
 ) ss.  
COUNTY OF Jefferson )

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of May, 2023,  
by Joe Levy, as President of KEN-CARYL  
RANCH METROPOLITAN DISTRICT.

WITNESS my hand and official seal.

My commission expires: 5/27/26

*[Signature]*  
Notary Public

