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FIRST AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT

THIS FIRST AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "First Amendment") is entered into as of the 11th day of August, 1999, by and among METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "District"); PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club ("PDB"); and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("SMC").

RECITALS

A. On September 3, 1998, the District, PDB, and SMC entered into that certain Lease and Management Agreement (the "Lease") providing for the construction, construction funding, leasing, maintenance, operation, and management of a new National Football League stadium (the "Stadium").

B. Pursuant to an Assignment and Assumption of Lease and Management Agreement (the "Assignment and Assumption"), dated as of September 3, 1998, PDB has assigned, transferred, conveyed and relinquished to SMC any and all of PDB's right, title, interest and estate in and to the Lease and the Leased Premises described therein, and SMC has assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Lease.

C. The Lease has attached to it, as Exhibit A thereto, a map depicting the real property upon which the Stadium and its attendant facilities will be constructed (the "Stadium Land").

D. Surveys have been completed on, and the District has acquired title to, a portion, but not all of the Stadium Land, specifically that portion of the Stadium Land referred to as Parcel A and Parcel D. The legal description of Parcels A and D is attached hereto as Exhibit A.

E. The District, PDB and SMC desire to record the Lease, the Assignment and Assumption, and this First Amendment with the Clerk and Recorder in and for the City and County of Denver, Colorado against Parcels A and D.

AGREEMENT

NOW, THEREFORE, in consideration of the mutual promises and conditions herein, the District, PDB and SMC agree as follows:

1. Recording. Article 59 of the Lease, prohibiting the recording of the Lease, is hereby deleted from the Lease. The District, PDB and SMC expressly consent to the recording of the Lease.

the Assignment and Assumption, and this First Amendment, and any subsequent amendments to the Lease with the Clerk and Recorder in and for the City and County of Denver, Colorado. The Lease, the Assignment and Assumption, and this First Amendment shall be recorded against Parcels A and D only, at this time, and may be recorded against the balance of the Stadium Land, or portions thereof, at such time or times as title to such land is acquired by the District.

2. **Reaffirmation of Lease Terms.** The terms, covenants and conditions of the Lease shall remain and continue in full force and effect as amended herein. If there is any conflict between the terms and provisions of this First Amendment and the terms and provisions of the Lease, the terms and provisions of this First Amendment shall govern. Except as herein specifically set forth, all of the provisions of the Lease shall remain in full force and effect and be binding upon the parties hereto.

3. **Governing Law.** The governing law of this First Amendment and all provisions hereunder shall be governed by and construed in accordance with the laws of the State of Colorado (but not including the choice of law rules thereof).

4. **Complete Agreement.** This First Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This First Amendment shall inure to the benefit of and be binding upon the parties hereto and their heirs, successors and assigns.

6. **Counterparts.** This First Amendment may be executed in two (2) or more counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same agreement.


7. **Binding Effect.** This First Amendment becomes effective only upon the execution by the District, PDB and SMC.

8. **Definitions.** All capitalized terms used herein, but not defined herein, shall have the same meanings given to such terms in the Lease unless otherwise indicated.

[SIGNATURES ON PAGE 3]

IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this First Amendment to Lease and Management Agreement as of the day and year first above written.


METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado

By: 

Kelly Leid, Director of Operations


PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 

J. Allen Fears, Chief Financial Officer

STADIUM MANAGEMENT COMPANY, a Colorado limited liability company

By: 

J. Allen Fears, Chief Financial Officer

[NOTARIES ON PAGE 4]

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 12th day of August, 1999 by Kelly Laid, Director of Operations of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

My Commission Expires:

Feb. 24, 2003

[Signature]
Notary Public

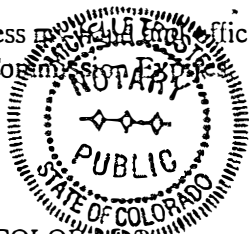
STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 12th day of August, 1999 by J. Allen Fears, Chief Financial Officer of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

My Commission Expires:

03.22.02



[Signature]
Notary Public

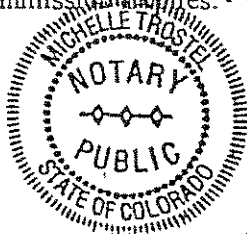
STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 12th day of August, 1999 by J. Allen Fears, Chief Financial Officer of Stadium Management Company, a Colorado limited liability company.

Witness my hand and official seal.

My Commission Expires:

03.22.02



[Signature]
Notary Public

EXHIBIT A

Legal Description of Parcels A and D

LEGAL DESCRIPTION

PARCEL A:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN BEARING NORTH 89 DEGREES 54 MINUTES 23 SECONDS EAST A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNINGS AT THE SOUTHEAST CORNERS OF LOTS 27, BLOCK 3, PLATTE PARK FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER BEARS SOUTH 52 DEGREES 57 MINUTES 09 SECONDS EAST, 1209.13 FEET;
THENCE SOUTH 89 DEGREES 54 MINUTES 25 SECONDS WEST, ALONG THE SOUTH LINE OF LOTS 27 AND 22, BLOCK 3, PLATTE PARK AND LOT 27, BLOCK 2, PLATTE PARK, A DISTANCE OF 466.64 FEET TO THE SOUTHEAST CORNER OF LOT 22, BLOCK 2, PLATTE PARK;

THENCE NORTH 19 DEGREES 30 MINUTES 28 SECONDS WEST, A DISTANCE OF 583.29 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 17TH AVENUE BEING ALSO THE NORTHERLY LINE OF BLOCK 1, PLATTE PARK; THENCE SOUTH 89 DEGREES 55 MINUTES 36 SECONDS WEST, ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID WEST 17TH AVENUE, A DISTANCE OF 212.86 FEET;

THENCE NORTH 00 DEGREES 04 MINUTES 24 SECONDS WEST, A DISTANCE OF 80.00 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF SAID WEST 17TH AVENUE, BEING ALSO THE SOUTHWEST CORNER OF LOT 20, BLOCK 4, TYNON'S ADDITION TO DENVER, SECOND FILING;

THENCE NORTH 14 DEGREES 53 MINUTES 02 SECONDS EAST, A DISTANCE OF 365.12 FEET TO A POINT 7.07 FEET SOUTHERLY OF THE NORTHERLY LINE OF BLOCK 3, TYNON'S ADDITION TO DENVER, SECOND FILING, AS MEASURED BY PERPENDICULAR MEASUREMENT AND 18.21 FEET WESTERLY OF THE WESTERLY LINE OF SAID BLOCK 3 AS MEASURED BY PERPENDICULAR MEASUREMENT; THENCE NORTH 89 DEGREES 53 MINUTES 02 SECONDS EAST, ALONG A LINE 7.07 FEET SOUTHERLY OF AND PARALLEL WITH THE NORTHERLY LINE OF SAID BLOCK 3, A DISTANCE OF 147.12 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE LEFT, THROUGH A CENTRAL ANGLE OF 43 DEGREES 15 MINUTES 25 SECONDS, WITH A RADIUS OF 187.05 FEET AND AN ARC DISTANCE OF 141.22 FEET, AND WHOSE CHORD BEARS NORTH 68 DEGREES 15 MINUTES 21 SECONDS EAST A DISTANCE OF 137.89 FEET TO A POINT OF TANGENCY;

THENCE NORTH 46 DEGREES 37 MINUTES 39 SECONDS EAST, ALONG SAID TANGENT, 52.81 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 18TH AVENUE, VACATED BY ORDINANCE NO. 1947-86, BEING ALSO THE SOUTHEAST CORNER OF LOT 22, BLOCK 2, TYNON'S ADDITION TO DENVER, SECOND FILING; THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG SAID SOUTHERLY LINE OF BLOCK 2, 70.83 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK 2 BEING ALSO THE WESTERLY LINE OF CLAY STREET, VACATED BY ORDINANCE NO. 396-1979;

THENCE NORTH 00 DEGREES 17 MINUTES 53 SECONDS WEST, ALONG THE EASTERLY LINE OF SAID BLOCK 2, AND THE NORTHERLY EXTENSION THEREOF, ALSO BEING THE EASTERLY LINE

LEGAL DESCRIPTION

OF BLOCK 1, TYNON'S ADDITION TO DENVER, SECOND FILING, 800.01 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 1, TYNON'S ADDITION TO DENVER BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 20TH AVENUE;
THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 34.00 FEET TO A POINT ON THE CENTERLINE OF SAID CLAY STREET;
THENCE SOUTH 00 DEGREES 17 MINUTES 53 SECONDS EAST, ALONG THE CENTERLINE OF SAID CLAY STREET, A DISTANCE OF 400.00 FEET TO A POINT OF INTERSECTION WITH THE CENTERLINE OF WEST 19TH AVENUE, AS VACATED IN BOOK 1947 AT PAGE 86 RECORDED DECEMBER 9, 1907; THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG SAID CENTERLINE, A DISTANCE OF 406.00 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF BRYANT STREET;
THENCE SOUTH 00 DEGREES 17 MINUTES 53 SECONDS EAST, ALONG SAID WESTERLY RIGHT-OF-WAY LINE BEING ALSO THE EASTERLY LINE OF BLOCK 11 AND BLOCK 14, RIVER FRONT IN THE TOWN OF HIGHLAND, A DISTANCE OF 840.01 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 17TH AVENUE BEING ALSO THE SOUTHEAST CORNER OF SAID BLOCK 14;
THENCE SOUTH 89 DEGREES 54 MINUTES 25 SECONDS WEST, ALONG SAID NORTHERLY RIGHT-OF-WAY LINE OF WEST 17TH AVENUE, 46.96 FEET TO THE NORTHERLY EXTENSION OF THE EASTERLY LINE OF BLOCK 3, PLATTE PARK ALSO BEING THE EXTENDED WESTERLY RIGHT-OF-WAY LINE OF BRYANT STREET;
THENCE SOUTH 00 DEGREES 04 MINUTES 39 SECONDS EAST, ALONG SAID WESTERLY RIGHT-OF-WAY LINE AND THE EASTERLY LINE OF SAID BLOCK 3, PLATTE PARK, A DISTANCE OF 630.05 FEET TO THE POINT OF BEGINNING.

EXCEPT THAT PORTION OF THE FOLLOWING DEDICATED STREETS:

THE WESTERLY ONE-HALF OF THE NORTHERLY 400.00 FEET OF CLAY STREET ADJACENT TO BLOCK 1, TYNON'S ADDITION TO DENVER, SECOND FILING.

THAT PART OF THE SOUTHERLY ONE-HALF OF WEST 19TH AVENUE LYING EAST OF THAT PORTION OF WEST 19TH AVENUE VACATED BY ORDINANCE 60-1979 RECORDED IN BOOK 1854 AT PAGE 590 AND LYING WEST OF THE WESTERLY RIGHT-OF-WAY LINE OF BRYANT STREET AND LYING SOUTH OF THE CENTERLINE OF SAID 19TH AVENUE.

LEGAL DESCRIPTION

PARCEL D:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF THE NORTHEAST ONE-QUARTER OF SECTION 32 AND ALSO IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, BEARING NORTH 89 DEGREES 54 MINUTES 23 SECONDS EAST, A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)".

BEGINNING AT THE INTERSECTION OF THE CENTERLINE OF BRYANT STREET WITH THE WESTERLY EXTENSION OF THE SOUTHERLY LINE OF LOT 19, BLOCK 4, PLATTE PARK, FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, BEARS SOUTH 49 DEGREES 19 MINUTES 10 SECONDS EAST A DISTANCE OF 1233.13 FEET;

THENCE NORTH 00 DEGREES 04 MINUTES 39 SECONDS WEST, ALONG SAID CENTERLINE, A DISTANCE OF 554.78 FEET TO A POINT ON THE SOUTHERLY LINE OF BLOCK 14, RIVER FRONT IN THE TOWN OF HIGHLAND, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF DICK CONNOR AVENUE (FORMERLY WEST 17TH AVENUE);

THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG THE SOUTHERLY LINE OF SAID BLOCK 14, AND THE EASTERLY EXTENSION OF SAID SOUTHERLY LINE, A DISTANCE OF 50.96 FEET TO THE INTERSECTION WITH THE CENTERLINE OF BRYANT STREET;

THENCE NORTH 00 DEGREES 17 MINUTES 53 SECONDS WEST, ALONG THE CENTERLINE OF BRYANT STREET, A DISTANCE OF 645.00 FEET TO THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 27, BLOCK 12, RIVER FRONT IN THE TOWN OF HIGHLAND;

THENCE NORTH 89 DEGREES 29 MINUTES 49 SECONDS EAST, ALONG SAID WESTERLY EXTENSION AND THE NORTHERLY LINE OF SAID LOT 27, BLOCK 12, A DISTANCE OF 83.82 FEET TO A POINT ON A CURVE, BEING THE WESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 25, ALSO KNOWN AS THE VALLEY HIGHWAY, AS DESCRIBED IN DEED RECORDED IN BOOK 8756 AT PAGES 390 AND 391;

THENCE ALONG SAID WESTERLY RIGHT OF WAY LINE OF INTERSTATE 25, ALONG A NON-TANGENT CURVE TO THE LEFT, HAVING A CENTRAL ANGLE OF 26 DEGREES 39 MINUTES 34 SECONDS, A RADIUS BEARING NORTH 75 DEGREES 49 MINUTES 35 SECONDS EAST, A DISTANCE OF 1528.30 FEET AND AN ARC DISTANCE OF 711.11 FEET, AND WHOSE CHORD BEARS SOUTH 27 DEGREES 30 MINUTES 12 SECONDS EAST A DISTANCE OF 704.71 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 15, RIVER FRONT IN THE TOWN OF HIGHLAND, BEING ALSO THE WESTERLY LINE OF LOT F, RIVER FRONT IN THE TOWN OF HIGHLAND, SAID POINT BEING 20.00 FEET NORTHERLY OF THE SOUTHEAST CORNER OF LOT 24, SAID BLOCK 15;

LEGAL DESCRIPTION

THENCE SOUTH 00 DEGREES 17 MINUTES 53 SECONDS EAST, ALONG THE EASTERLY LINE OF SAID BLOCK 15, AND THE WESTERLY LINE OF SAID LOT F, A DISTANCE OF 20.00 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK 15, AND THE SOUTHWEST CORNER OF SAID LOT F, BEING ALSO ON THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 17TH AVENUE;
THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG THE SOUTHERLY LINE OF SAID LOT F, A DISTANCE OF 15.19 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 25 AS DESCRIBED IN BOOK 8756 AT PAGES 390 AND 391;

THENCE ALONG THE WESTERLY RIGHT OF WAY LINE OF SAID INTERSTATE 25 THE FOLLOWING TWO (2) COURSES:

1. THENCE SOUTH 37 DEGREES 26 MINUTES 25 SECONDS EAST A DISTANCE OF 51.61 FEET TO A POINT ON THE NORTHERLY LINE OF RESERVED LOT A, PLATTE PARK, SAID POINT BEING 95.26 FEET WESTERLY OF THE NORTHEAST CORNER OF SAID LOT A;

2. THENCE SOUTH 38 DEGREES 54 MINUTES 58 SECONDS EAST A DISTANCE OF 152.63 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 5, PLATTE PARK, SAID POINT BEING 4.95 FEET SOUTHERLY OF THE NORTHEAST CORNER OF LOT 45, SAID BLOCK 5;

THENCE SOUTH 00 DEGREES 18 MINUTES 00 SECONDS EAST, ALONG THE EASTERLY LINE OF SAID BLOCK 5, A DISTANCE OF 295.07 FEET TO THE SOUTHEAST CORNER OF LOT 34, OF SAID BLOCK 5;

THENCE SOUTH 89 DEGREES 56 MINUTES 24 SECONDS WEST, ALONG THE SOUTHERLY LINE OF LOTS 34 AND 15, SAID BLOCK 5, AND ALONG THE SOUTHERLY LINE AND THE WESTERLY EXTENSION OF THE SOUTHERLY LINE OF LOT 34, BLOCK 4, PLATTE PARK, A DISTANCE OF 437.64 FEET TO A POINT ON THE CENTERLINE OF A 16.00 FOOT ALLEY IN SAID BLOCK 4;

THENCE SOUTH 00 DEGREES 05 MINUTES 35 SECONDS EAST, ALONG THE CENTERLINE OF THE ALLEY IN SAID BLOCK 4, A DISTANCE OF 100.01 FEET TO A POINT ON THE EASTERLY EXTENSION OF THE SOUTHERLY LINE OF LOT 19, SAID BLOCK 4, PLATTE PARK;

THENCE SOUTH 89 DEGREES 54 MINUTES 25 SECONDS WEST, ALONG THE SOUTHERLY LINE OF SAID LOT 19, AND SAID LINE EXTENDED, A DISTANCE OF 162.73 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE FOLLOWING DEDICATED STREETS AND ALLEYS:

PARCEL 1D:

THAT PART OF BRYANT STREET, LYING NORTHERLY OF THE WESTERLY EXTENSION OF THE SOUTHERLY LINE OF LOT 19, BLOCK 4, PLATTE PARK TO THE EASTERLY LINE OF BLOCK 3, PLATTE PARK AND SOUTHERLY OF A LINE 323.00 FEET SOUTHERLY OF THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 17TH AVENUE, BEING ALSO THE SOUTHERLY LINE OF THAT PORTION OF VACATED BRYANT STREET AS VACATED IN ORDINANCE 491-1999, DATED JUNE 28, 1999;

PARCEL 2D:

LEGAL DESCRIPTION

THAT PART OF BRYANT STREET, LYING NORTHERLY OF THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 18TH AVENUE, BEING ALSO THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF BLOCK 15, RIVER FRONT IN THE TOWN OF HIGHLAND AND SOUTHERLY OF THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 27, BLOCK 12, RIVER FRONT IN THE TOWN OF HIGHLAND TO THE EASTERLY LINE BLOCK 11, RIVER FRONT IN THE TOWN OF HIGHLAND.

AND EXCEPT:

PARCEL 3D:

THOSE PARTS OF LOTS 1 THROUGH 9, BLOCK 4, PLATTE PARK AS RECORDED IN BOOK 1372 AT PAGE 261, DESCRIBED AS FOLLOWS:

A) BEGINNING AT THE SOUTHWEST CORNER OF LOT 9, BLOCK 4, PLATTE PARK;
THENCE NORTHERLY ON THE WESTERLY LINE OF SAID BLOCK 4 TO THE INTERSECTION WITH THE SOUTHWESTERLY LINE OF A PARCEL DESIGNATED AS PARCEL 2 OF LAND, CONVEYED TO THE CITY BY DEED RECORDED IN BOOK 1127 AT PAGE 425 OF THE RECORDS OF THE CLERK AND RECORDER OF THE CITY AND COUNTY OF DENVER;
THENCE SOUTHEASTERLY ON SAID SOUTHWESTERLY LINE BEING A CURVE TO THE RIGHT WITH A RADIUS OF 270.7 FEET, TO A POINT THAT IS 40 FEET EAST OF, BY PERPENDICULAR MEASUREMENT, FROM THE WEST LINE OF SAID BLOCK 4;
THENCE SOUTHWESTERLY TO THE POINT OF BEGINNING.

TOGETHER WITH THE INTEREST IN AND TO ANY PART OF VACATED WEST 17TH AVENUE AND BRYANT STREET ACQUIRED THROUGH VACATION ORDINANCE NO. 491-1999.

ALSO:

B) BEGINNING AT A POINT ON THE NORTH LINE OF BLOCK 4, PLATTE PARK, THAT IS 90.3 FEET WEST OF THE NORTHEAST CORNER OF LOT 1, SAID BLOCK;
THENCE SOUTHEASTERLY ON THE NORTHEASTERLY LINE OF A PARCEL OF LAND, DESIGNATED AS PARCEL 3 OF LAND CONVEYED TO THE CITY BY DEED RECORDED IN BOOK 1127 AT PAGE 425 OF THE RECORDS OF THE CLERK AND RECORDER OF THE CITY AND COUNTY OF DENVER;
THENCE SOUTHEASTERLY ON SAID NORTHEASTERLY LINE, BEING A CURVE TO THE RIGHT WITH A RADIUS OF 383.06 FEET TO A POINT THAT IS 30 FEET SOUTH, BY PERPENDICULAR MEASUREMENT, FROM THE NORTH LINE OF SAID BLOCK 4;
THENCE NORTHEASTERLY TO A POINT ON SAID NORTH LINE THAT IS 35 FEET WEST OF THE NORTHEAST CORNER OF LOT 1, SAID BLOCK 4;
THENCE WESTERLY ON SAID NORTH LINE TO THE POINT OF BEGINNING.

TOGETHER WITH THE INTEREST IN AND TO ANY PART OF VACATED WEST 17TH AVENUE AND BRYANT STREET ACQUIRED THROUGH VACATION ORDINANCE NO. 491-1999.

PARCEL 4D:

THOSE PARTS OF THE SOUTHEAST 1/4 OF SECTION 32, AS RECORDED IN BOOK 1716 AT PAGE 380, DESCRIBED AS FOLLOWS:

LEGAL DESCRIPTION

A) A PARCEL OF LAND LOCATED IN THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, BEING PART OF LOT A RESERVED, LYING NORTH OF AND ADJACENT TO BLOCK 5, PLATTE PARK AND OF VACATED WEST 17TH AVENUE DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 8.67 FEET NORTH OF THE NORTHWEST CORNER OF LOT 48, BLOCK 4, PLATTE PARK, ON THE EXTENDED EAST LINE OF THE ALLEY OF SAID BLOCK 4;

THENCE EAST 30 FEET SOUTH OF AND PARALLEL WITH THE NORTH LINE OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 A DISTANCE OF 54 FEET;

THENCE NORTH AND PARALLEL WITH THE EAST LINE OF SAID BLOCK 4 EXTENDED A DISTANCE OF 10 FEET;

THENCE EAST AND PARALLEL WITH THE NORTH LINE OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 A DISTANCE OF 72 FEET;

THENCE SOUTH AND PARALLEL WITH THE EAST LINE OF SAID BLOCK 4 A DISTANCE OF 10 FEET;

THENCE EAST AND PARALLEL WITH THE NORTH LINE OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 TO A POINT ON THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF THE VALLEY HIGHWAY I-25, SAID POINT BEING 30 FEET SOUTH OF SAID NORTH LINE BY PERPENDICULAR MEASUREMENT;

THENCE NORTHWESTERLY ON SAID SOUTHWESTERLY RIGHT-OF-WAY LINE TO A POINT ON THE SAID NORTH LINE, SAID POINT BEING 95.26 FEET WEST OF THE NORTHEAST CORNER OF SAID LOT A RESERVED AS ORIGINALLY PLATTED;

THENCE WESTERLY ALONG THE SAID NORTH LINE 332.52 FEET, MORE OR LESS, TO A POINT OF INTERSECTION WITH SAID NORTH LINE AND SAID EXTENDED EAST LINE OF ALLEY IN SAID BLOCK 4;

THENCE SOUTHERLY ON SAID EXTENDED EAST LINE OF THE ALLEY 30 FEET TO THE POINT OF BEGINNING.

ALSO:

B) A PARCEL OF LAND, 30 FEET IN WIDTH, LOCATED IN THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, BEING PARTS OF BLOCK 5, PLATTE PARK AND LOT A RESERVED, LYING NORTH OF AND ADJACENT TO SAID BLOCK 5, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE EAST LINE OF SAID BLOCK 5, THAT IS 4.95 FEET SOUTH OF THE NORTHEAST CORNER OF LOT 45, SAID BLOCK 5;

THENCE SOUTHERLY ALONG SAID EAST LINE OF BLOCK 5, 47.36 FEET, MORE OR LESS;

THENCE NORTHWESTERLY PARALLEL WITH AND 30 FEET SOUTHWESTERLY FROM, BY PERPENDICULAR MEASUREMENT, THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF THE VALLEY HIGHWAY I-25, 172.36 FEET, MORE OR LESS, TO A POINT 30 FEET SOUTH OF THE NORTH LINE OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 OF SAID SECTION 32;

THENCE EASTERLY, PARALLEL WITH AND 30 FEET SOUTHERLY FROM, BY PERPENDICULAR MEASUREMENT, THE NORTH LINE OF SAID SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 TO THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF THE VALLEY HIGHWAY I-25;

THENCE SOUTHEASTERLY ALONG SAID SOUTHWESTERLY RIGHT-OF-WAY LINE TO THE POINT OF BEGINNING.

12

**SECOND AMENDMENT TO LEASE
AND MANAGEMENT AGREEMENT**

THIS SECOND AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "Second Amendment") is entered into as of October 31, 2001, by and between the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado (the "District") and PDB SPORTS, LTD., a Colorado limited partnership ("PDB") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("SMC").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998 for the construction, construction funding, leasing, maintenance, operation, and management of a new National Football League stadium (the "Original Lease").

B. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement, dated as of August 11, 1999 (the "First Amendment"). The Original Lease, as amended by the First Amendment, shall be referred to herein as the "Lease."

C. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998 (the "Assignment and Assumption"), PDB assigned all of its rights, title, interest and estate in and to the Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Lease.

D. As real property comprising the Stadium Land is conveyed to the District by the City and County of Denver or by third parties, the parties desire to amend the Lease to specifically include such property within the Stadium Land and the Leased Premises as hereinafter set forth.

A G R E E M E N T

In consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** In addition to the real property legally described on Exhibit A to the First Amendment, the parties agree that the Stadium Land and the Leased Premises shall include, but not be limited to, the real property legally described on Exhibit A-1 attached hereto and incorporated herein by this reference. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.

2. **Conflicting Terms.** Wherever the terms and conditions of this Second Amendment and the terms and conditions of the Lease conflict, the terms of this Second Amendment shall be deemed to supersede the conflicting terms of the Lease.

3. **Governing Law.** This Second Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

4. **Complete Agreement.** This Second Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This Second Amendment shall inure to the benefit of and be binding upon the parties hereto and their heirs, successors and assigns.

6. **Binding Effect.** This Second Amendment becomes effective only upon the execution by all parties hereto.

7. **Severability.** If any term or provision of this Second Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Second Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.

8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed thereto in the Lease, unless the context requires otherwise.

[SIGNATURES FOLLOW ON PAGE 3]

IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Second Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado

By: Timothy D. Romani
Name: TIMOTHY D. ROMANI
Title: EXECUTIVE DIRECTOR

PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: J. Allen Fears
J. Allen Fears, Chief Financial Officer

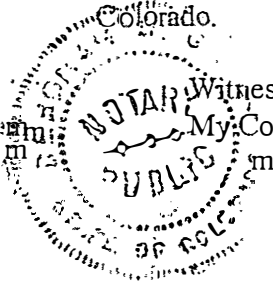
STADIUM MANAGEMENT COMPANY, a Colorado limited liability company

By: J. Allen Fears
J. Allen Fears, Chief Financial Officer

[NOTARIES FOLLOW ON PAGE 4]

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 8th day of November, 2001 by Timothy D Romanim, Executive Director of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.



Witness my hand and official seal.
My Commission Expires:

08-01-02

[Signature]
Notary Public

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 1st day of November, 2001 by J. Allen Fears, Chief Financial Officer of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.



Witness my hand and official seal.
My Commission Expires:

03-22-02 m

[Signature]
Notary Public

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 1st day of November, 2001 by J. Allen Fears, Chief Financial Officer of Stadium Management Company, a Colorado limited liability company.



Witness my hand and official seal.
My Commission Expires:

03-22-02 m

[Signature]
Notary Public

EXHIBIT A-1

PARCEL B9: (OVERALL PARCEL)

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN BEARING NORTH 89 DEGREES 54 MINUTES 23 SECONDS EAST A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)".

BEGINNING AT THE SOUTHEAST CORNER OF LOT 27, BLOCK 3, PLATTE PARK, AS RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS SOUTH 52 DEGREES 57 MINUTES 09 SECONDS EAST, A DISTANCE OF 1209.13 FEET;

THENCE NORTH 00 DEGREES 04 MINUTES 39 SECONDS WEST, ALONG THE EASTERLY LINE OF SAID BLOCK 3, BEING ALSO ON THE WESTERLY RIGHT-OF-WAY LINE OF BRYANT STREET AND ON THE EASTERLY LINE OF PREVIOUSLY DESCRIBED PARCEL "A" AS RECORDED UNDER RECEPTION NO. 9900104416 IN THE CITY AND COUNTY OF DENVER RECORDS, A DISTANCE OF 75.28 FEET TO THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 20, BLOCK 4, PLATTE PARK;

THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG SAID WESTERLY EXTENSION AND THE NORTH LINE OF SAID LOT 20, BEING ALSO THE WESTERLY EXTENSION OF A SOUTHERLY LINE OF PREVIOUSLY DESCRIBED PARCEL "D" AS RECORDED UNDER RECEPTION NO. 9900142500 IN THE CITY AND COUNTY OF DENVER RECORDS AND SAID SOUTHERLY LINE, A DISTANCE OF 192.73 FEET TO A POINT ON THE CENTERLINE OF THE VACATED ALLEY IN SAID BLOCK 4, PLATTE PARK AS VACATED BY ORDINANCE NO. 491-1999;

THENCE SOUTH 00 DEGREES 05 MINUTES 35 SECONDS EAST, ALONG THE CENTERLINE OF SAID VACATED ALLEY, A DISTANCE OF 125.01 FEET TO A POINT OF INTERSECTION WITH THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 16TH AVENUE;

THENCE SOUTH 00 DEGREES 30 MINUTES 38 SECONDS EAST, A DISTANCE OF 60.27 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 16TH AVENUE, SAID POINT BEING THE POINT OF INTERSECTION OF THE EASTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 1, BLOCK 7, PLATTE PARK, AND THE CENTERLINE OF THE ALLEY IN SAID BLOCK 7;

THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG THE SOUTHERLY RIGHT OF WAY LINE OF WEST 16TH AVENUE A DISTANCE OF 385.94 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF THE REGIONAL TRANSPORTATION DISTRICT PROPERTY AS RECORDED UNDER RECEPTION NO. R-92-0017256, DATED FEBRUARY 25, 1992, IN THE CITY AND COUNTY OF DENVER RECORDS;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE THE FOLLOWING SIX (6) COURSES:

1. THENCE SOUTH 16 DEGREES 30 MINUTES 00 SECONDS WEST, A DISTANCE OF 280.60

FEET;

2. THENCESOUTH 13 DEGREES 34 MINUTES 02 SECONDS WEST, A DISTANCE OF 117.94 FEET;

3. THENCE SOUTH 86 DEGREES 56 MINUTES 17 SECONDS WEST, A DISTANCE OF 18.39 FEET;

4. THENCE SOUTH 02 DEGREES 22 MINUTES 50 SECONDS EAST, A DISTANCE OF 12.83 FEET;

5. THENCE SOUTH 04 DEGREES 59 MINUTES 04 SECONDS WEST, A DISTANCE OF 68.03 FEET;

6. THENCE SOUTH 11 DEGREES 29 MINUTES 06 SECONDS WEST, A DISTANCE OF 47.06 FEET TO A POINT ON THE NORTHERLY LINE OF THAT PARCEL DESCRIBED IN BOOK 2751 AT PAGE 13 OF THE CITY AND COUNTY OF DENVER RECORDS;

THENCE NORTH 88 DEGREES 43 MINUTES 31 SECONDS WEST, ALONG THE NORTHERLY LINE OF SAID PARCEL, A DISTANCE OF 236.70 FEET TO THE WESTERLY LINE OF LOT 26, BLOCK 7, PLATTE PARK;

THENCE NORTH 71 DEGREES 16 MINUTES 59 SECONDS WEST, A DISTANCE OF 16.90 FEET TO THE SOUTHEAST CORNER OF LOT 20, SAID BLOCK 7, PLATTE PARK;

THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, ALONG THE SOUTHERLY LINE OF SAID LOT 20, BLOCK 7 BEING THE NORTHERLY LINE OF THAT PARCEL OF LAND DESCRIBED IN BOOK 9678 AT PAGE 122 AND ALONG THE NORTHERLY LINE OF THOSE PARCELS OF LAND DESCRIBED IN BOOK 9637 AT PAGE 179 AND BOOK 9689 AT PAGE 550, SITUATED IN BLOCK 8, PLATTE PARK AND ALONG THE NORTHERLY LINE OF THOSE PARCELS OF LAND DESCRIBED IN BOOK 9961 AT PAGE 227 AND IN BOOK 9829 AT PAGE 374 SITUATED IN BLOCK 9, PLATTE PARK, AND ALONG THE WESTERLY EXTENSION OF SAID NORTHERLY LINE, A DISTANCE OF 836.84 FEET TO THE EASTERLY LINE OF BLOCK 10, PLATTE PARK, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF VACATED DALE COURT AS RECORDED IN ORDINANCE 3-1978;

THENCE NORTH 00 DEGREES 05 MINUTES 35 SECONDS WEST, ALONG THE EASTERLY LINE OF SAID BLOCK 10, A DISTANCE OF 74.01 FEET TO THE SOUTH LINE OF THE NORTH 1.0 FOOT OF LOT 29, BLOCK 10, PLATTE PARK, SAID LINE BEING ALSO THE NORTHERLY LINE OF THOSE PARCELS DESCRIBED IN BOOK 8265 AT PAGE 588 AND BOOK 8265 AT PAGE 82;

THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, ALONG THE SOUTH LINE OF THE NORTH 1.0 FOOT OF LOTS 29 AND 18, SAID BLOCK 10 AND THE WESTERLY EXTENSION OF SAID LINE A DISTANCE OF 330.02 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 18, PLATTE PARK, SAID POINT BEING ALSO ON THE WESTERLY RIGHT-OF-WAY LINE OF DECATUR STREET AS VACATED IN ORDINANCE NO. 3-1978;

THENCE NORTH 00 DEGREES 05 MINUTES 35 SECONDS WEST, A DISTANCE OF 26.00 FEET TO THE NORTHEAST CORNER OF LOT 30, SAID BLOCK 18, PLATTE PARK;

THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, ALONG THE NORTHERLY LINE OF SAID LOT 30, BEING ALSO THE NORTHERLY LINE OF THAT PARCEL DESCRIBED IN BOOK 8256 AT PAGE 176, A DISTANCE OF 18.60 FEET;

THENCE NORTH 56 DEGREES 08 MINUTES 32 SECONDS WEST, ALONG THE NORTHEASTERLY LINE OF THAT PARCEL RECORDED IN BOOK 8303 AT PAGE 342, A DISTANCE OF 134.31 FEET TO THE NORTHWEST CORNER OF LOT 33, SAID BLOCK 18, PLATTE PARK;

THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, A DISTANCE OF 16.00 FEET TO THE SOUTHEAST CORNER OF LOT 13, SAID BLOCK 18, BEING ALSO THE NORTHEASTERLY LINE OF THOSE PARCELS DESCRIBED IN BOOK 8286 AT PAGE 523 AND BOOK 8266 AT PAGE

333;

THENCE NORTH 52 DEGREES 31 MINUTES 25 SECONDS WEST, ALONG SAID NORTHEASTERLY LINE OF THOSE PARCELS RECORDED IN BOOK 8286 AT PAGE 523, AND BOOK 8266 AT PAGE 333, A DISTANCE OF 164.03 FEET TO THE NORTHWEST CORNER OF LOT 10, SAID BLOCK 18, PLATTE PARK, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF ELIOT STREET;

THENCE NORTH 42 DEGREES 31 MINUTES 32 SECONDS WEST, A DISTANCE OF 118.57 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 17, PLATTE PARK, SAID POINT BEING 12.5 FEET SOUTH OF THE NORTHEAST CORNER OF LOT 43, SAID BLOCK 17;

THENCE NORTH 48 DEGREES 07 MINUTES 39 SECONDS WEST, ALONG THE NORTHEASTERLY LINE OF THAT PARCEL DESCRIBED IN BOOK 8286 AT PAGE 529, A DISTANCE OF 183.22 FEET TO A POINT ON THE EASTERLY LINE OF THE 16 FOOT ALLEY IN BLOCK 17, PLATTE PARK, BEING ALSO THE WESTERLY LINE OF LOT 48, SAID BLOCK 17, SAID POINT BEING ALSO 15.00 FEET SOUTH OF THE NORTHWEST CORNER OF SAID LOT 48;

THENCE NORTH 00 DEGREES 11 MINUTES 44 SECONDS WEST, ALONG THE EASTERLY LINE OF THE ALLEY IN SAID BLOCK 17 AND THE EASTERLY LINE OF THE 16 FOOT ALLEY IN BLOCK 15, PLATTE PARK, BEING ALSO THE WESTERLY LINE OF LOTS 25-48, SAID BLOCK 15, A DISTANCE OF 675.35 FEET TO THE NORTHWEST CORNER OF LOT 48, SAID BLOCK 15, BEING ALSO THE SOUTHERLY RIGHT OF WAY LINE OF DICK CONNOR AVENUE, AS DEDICATED IN ORDINANCE NO. 211-1993;

THENCE ALONG THE SOUTHERLY RIGHT OF WAY LINE OF SAID DICK CONNOR AVENUE THE FOLLOWING THREE (3) COURSES:

1. THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG THE NORTHERLY LINE OF LOT 48, SAID BLOCK 15, A DISTANCE OF 137.44 FEET TO THE NORTHEAST CORNER OF SAID LOT 48, BEING ALSO THE NORTHWESTERLY CORNER OF VACATED ELIOT STREET AS VACATED IN ORDINANCE NO. 3-1978;

2. THENCE NORTH 89 DEGREES 55 MINUTES 18 SECONDS EAST, ALONG THE NORTHERLY LINE OF SAID VACATION A DISTANCE OF 80.00 FEET TO THE NORTHWESTERLY CORNER OF LOT 1, BLOCK 16, PLATTE PARK;

3. THENCE NORTH 89 DEGREES 55 MINUTES 36 SECONDS EAST, ALONG THE NORTHERLY LINE OF LOT 1, BLOCK 16, PLATTE PARK, A DISTANCE OF 53.85 FEET TO THE EASTERLY RIGHT OF WAY LINE OF PROPOSED ELIOT STREET;

THENCE NORTH 00 DEGREES 00 MINUTES 10 SECONDS WEST, ALONG THE EASTERLY RIGHT-OF-WAY LINE OF SAID PROPOSED ELIOT STREET, A DISTANCE OF 80.00 FEET, TO THE NORTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE;

THENCE NORTH 89 DEGREES 55 MINUTES 36 SECONDS EAST, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE, A DISTANCE OF 330.35 FEET TO THE SOUTHWEST CORNER OF LOT 20, BLOCK 4, TYNON'S ADDITION TO DENVER, SECOND FILING, AS RECORDED IN PLAT BOOK 6, AT PAGE 7, SAID POINT BEING ON THE WESTERLY LINE OF PREVIOUSLY DESCRIBED PARCEL "A" AS RECORDED UNDER RECEPTION NO. 9900104416 IN THE CITY AND COUNTY OF DENVER RECORDS;

THENCE ALONG A LINE COMMON TO SAID PARCEL "A" THE FOLLOWING FOUR (4) COURSES:

1. THENCE SOUTH 00 DEGREES 04 MINUTES 24 SECONDS EAST, A DISTANCE OF 80.00 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE;

2. THENCE NORTH 89 DEGREES 55 MINUTES 36 SECONDS EAST, ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE, BEING ALSO THE NORTHERLY LINE OF BLOCK 0, PLATTE PARK, A DISTANCE OF 212.86 FEET;
3. THENCE SOUTH 19 DEGREES 30 MINUTES 28 SECONDS EAST, A DISTANCE OF 583.29 FEET TO THE SOUTHEAST CORNER OF LOT 22, BLOCK 2, PLATTE PARK;
4. THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG THE SOUTHERLY LINE OF LOT 27, BLOCK 2 AND ITS WESTERLY EXTENSION, AND LOTS 22 AND 27, BLOCK 3, PLATTE PARK, A DISTANCE OF 466.64 FEET TO THE POINT OF BEGINNING.

EXCEPTING FROM THE OVERALL PARCEL THE FOLLOWING DEDICATED STREETS AND ALLEYS:

A) THAT PART OF BRYANT STREET AS ORIGINALLY PLATTED AS TRACY STREET IN THE SUBDIVISION OF PLATTE PARK, LYING SOUTHERLY OF THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 20, BLOCK 4, PLATTE PARK TO THE EASTERLY LINE OF BLOCK 3, PLATTE PARK AND A LINE FROM THE NORTHWEST CORNER OF THAT PARCEL DESCRIBED IN BOOK 9678 AT PAGE 122, BEING ALSO THE NORTHWEST CORNER OF LOT 21, BLOCK 7, PLATTE PARK, AND THE NORTHEAST CORNER OF THAT PARCEL DESCRIBED IN BOOK 9637 AT PAGE 179, BEING ALSO THE NORTHEAST CORNER OF LOT 26, BLOCK 8, SAID PLATTE PARK.

B) THAT PORTION OF WEST 16TH AVENUE, LYING EAST OF THE EASTERLY RIGHT-OF-WAY LINE OF BRYANT STREET AND WESTERLY OF A LINE BETWEEN THE POINT OF INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 16TH AVENUE AND THE CENTERLINE OF THE ALLEY IN BLOCK 4, PLATTE PARK AND THE POINT OF INTERSECTION OF THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 16TH AVENUE AND THE CENTERLINE OF THE ALLEY IN BLOCK 7, PLATTE PARK.

C) THAT PORTION OF WEST 16TH AVENUE, LYING EAST OF THE WESTERLY RIGHT-OF-WAY LINE OF CLAY STREET AND WEST OF THE WESTERLY RIGHT-OF-WAY LINE OF BRYANT STREET.

D) THAT PORTION OF WEST 16TH AVENUE EASTERLY OF A LINE BETWEEN THE NORTHEAST CORNER OF THE ALLEY IN BLOCK 17, PLATTE PARK AND THE SOUTHEAST CORNER OF THE ALLEY IN BLOCK 15, PLATTE PARK, AND WESTERLY OF THAT PORTION OF WEST 16TH AVENUE VACATED BY ORDINANCE NO. 3-1978, SAID LINE BEING 97.5 FEET WEST OF THE WESTERLY RIGHT-OF-WAY LINE OF ELIOT STREET.

E) THAT PORTION OF CLAY STREET AS ORIGINALLY PLATTED AS GIBSON STREET IN THE SUBDIVISION OF PLATTE PARK, LYING SOUTHERLY OF THE SOUTHERLY RIGHT-OF-WAY LINE OF 16TH AVENUE AND NORTHERLY OF A LINE BETWEEN THE NORTHWEST CORNER OF LOT 21, BLOCK 8, PLATTE PARK AND THE NORTHEAST CORNER OF LOT 26, BLOCK 9, SAID PLATTE PARK.

F) THAT PART OF ELIOT STREET AS ORIGINALLY PLATTED AS LONGFELLOW IN THE SUBDIVISION OF PLATTE PARK, LYING SOUTHERLY OF A LINE 25.00 FEET SOUTH OF AND PARALLEL WITH THE SOUTHERLY LINE OF WEST 16TH AVENUE, BEING ALSO THE SOUTHERLY LINE OF THE PART OF ELIOT STREET PREVIOUSLY VACATED IN ORDINANCE NO. 3-1978, AND NORTHERLY OF THE COLORADO DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY AS ESTABLISHED BY A LINE FROM THE NORTHWESTERLY CORNER OF THAT PARCEL RECORDED IN BOOK 8270 AT PAGE 392, SAID POINT BEING THE NORTHWEST CORNER OF LOT 10, BLOCK

18, PLATTE PARK TO A POINT ON THE EASTERLY LINE OF BLOCK 17, PLATTE PARK, SAID POINT BEING 12.5 FEET SOUTH OF THE NORTHEAST CORNER OF LOT 43, SAID BLOCK 17, PLATTE PARK, BEING ALSO THE NORTHEAST CORNER OF THAT PARCEL DESCRIBED IN BOOK 8286 AT PAGE 531.

EXCEPT FROM THE ABOVE DESCRIBED PARCEL F THAT PORTION OF PROPOSED ELIOT STREET DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF LOT 2, BLOCK 18, PLATTE PARK, SAID POINT BEING ALSO THE SOUTHEAST CORNER OF THAT PART OF ELIOT STREET PREVIOUSLY VACATED BY ORDINANCE NO. 3-1978;

THENCE SOUTH 89 DEGREES 54 MINUTES 25 SECONDS WEST, ALONG THE SOUTHERLY LINE OF SAID PREVIOUS VACATION, A DISTANCE OF 9.23 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF PROPOSED ELIOT STREET;

THENCE ALONG THE WESTERLY RIGHT-OF-WAY LINE OF PROPOSED ELIOT STREET THE FOLLOWING TWO (2) COURSES:

1) THENCE SOUTH 00 DEGREES 00 MINUTES 10 SECONDS EAST, A DISTANCE OF 35.07 FEET TO A POINT OF CURVE;

2) THENCE ALONG THE ARC OF SAID CURVE TO THE LEFT AN ARC DISTANCE OF 84.89 FEET, HAVING A CENTRAL ANGLE OF 12 DEGREES 45 MINUTES 55 SECONDS, A RADIUS OF 381.00 FEET, A CHORD BEARING OF SOUTH 06 DEGREES 23 MINUTES 07 SECONDS EAST AND A CHORD DISTANCE OF 84.71 FEET TO A POINT ON THE WESTERLY LINE OF SAID BLOCK 18, PLATTE PARK;

THENCE NORTH 00 DEGREES 05 MINUTES 35 SECONDS EAST, ALONG THE WESTERLY LINE OF SAID BLOCK 18, PLATTE PARK, A DISTANCE OF 119.27 FEET TO THE POINT OF BEGINNING.

G) THAT PART OF DICK CONNOR AVENUE (FORMERLY KNOWN AS WEST 17TH AVENUE AND ORIGINALLY PLATTED AS ELLSWORTH AVENUE IN THE SUBDIVISION OF PLATTE PARK, AS RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, AND BEING A PART OF BLOCK 10, TYNON'S ADDITION TO DENVER) LYING EASTERLY OF THE EASTERLY RIGHT-OF-WAY LINE OF PROPOSED ELIOT STREET, SAID EASTERLY LINE OF PROPOSED ELIOT STREET BEING FURTHER DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF LOT 1, BLOCK 16, SAID PLATTE PARK, THENCE NORTH 89 DEGREES 55 MINUTES 36 SECONDS EAST, ALONG SAID NORTHERLY BLOCK LINE, A DISTANCE OF 53.85 FEET TO THE POINT OF BEGINNING;

THENCE NORTH 00 DEGREES 00 MINUTES 10 SECONDS WEST A DISTANCE OF 80.00 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE, BEING ALSO THE SOUTHERLY LINE OF PREVIOUSLY VACATED ELIOT STREET AS DESCRIBED IN BOOK 1947 AT PAGE 86;

AND WESTERLY OF A LINE 35.00 FEET EAST OF AND PARALLEL WITH THE EAST LINE PROJECTED NORTHERLY LINE OF PREVIOUSLY VACATED DECATUR STREET, SITUATED BETWEEN BLOCKS 15 AND 16 SAID PLATTE PARK, SAID LINE BEING ALSO THE WESTERLY LINE OF DICK CONNOR AVENUE AS PREVIOUSLY VACATED BY ORDINANCE NO. 491-1999.

H) THAT PART OF THE ALLEY IN BLOCK 7, PLATTE PARK, AS ORIGINALLY PLATTED, AS RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, SITUATED NORTHERLY OF A LINE BETWEEN THE NORTHEAST CORNER OF THAT PARCEL DESCRIBED IN

BOOK 9678 AT PAGE 122, SAID POINT BEING THE NORTHEAST CORNER OF LOT 21, SAID BLOCK 7 AND THE NORTHWEST CORNER OF THAT PARCEL DESCRIBED IN BOOK 2751 AT PAGE 13, SAID POINT BEING 19.55 FEET NORTHERLY OF THE SOUTHWEST CORNER OF LOT 26, SAID BLOCK 7, AS MEASURED ALONG THE WESTERLY LINE OF SAID LOT 26 AND SOUTH OF THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 16TH AVENUE AS ORIGINALLY PLATTED AS CENTRE AVENUE IN THE SUBDIVISION OF SAID PLATTE PARK.

1) THAT PART OF THE ALLEY IN BLOCK 8, PLATTE PARK, AS ORIGINALLY PLATTED, AND RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, SITUATED NORTHERLY OF A LINE FROM THE NORTHEAST CORNER OF LOT 21 AND THE NORTHWEST CORNER OF LOT 26, SAID BLOCK 8 AND SOUTH OF THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 16TH AVENUE AS ORIGINALLY PLATTED AS CENTRE AVENUE IN THE SUBDIVISION OF SAID PLATTE PARK.

EXCEPTING FROM THE OVERALL PARCEL FOR BRYANT STREET:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE NORTHERLY LINE OF THE HEREIN DESCRIBED OVERALL PARCEL, BEING ALSO THE NORTHERLY LINE OF LOT 48, BLOCK 6, PLATTE PARK, SAID POINT BEING 9.38 FEET WESTERLY OF THE NORTHEASTERLY CORNER OF SAID OVERALL PARCEL, FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS SOUTH 32 DEGREES 32 MINUTES 04 SECONDS EAST, A DISTANCE OF 734.69 FEET;

THENCE ALONG A CURVE TO THE RIGHT AN ARC DISTANCE OF 23.43 FEET, HAVING A CENTRAL ANGLE OF 02 DEGREES 03 MINUTES 43 SECONDS, A RADIUS OF 651.00 FEET, A CHORD BEARING OF SOUTH 30 DEGREES 29 MINUTES 09 SECONDS WEST, AND A CHORD DISTANCE OF 23.43 FEET TO A POINT OF TANGENT;

THENCE SOUTH 31 DEGREES 31 MINUTES 01 SECONDS WEST, ALONG SAID TANGENT, A DISTANCE OF 130.91 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE LEFT AN ARC DISTANCE OF 403.81 FEET HAVING A CENTRAL ANGLE OF 23 DEGREES 52 MINUTES 36 SECONDS, A RADIUS OF 969.00 FEET, A CHORD BEARING OF SOUTH 19 DEGREES 34 MINUTES 43 SECONDS WEST, AND A CHORD DISTANCE OF 400.89 FEET TO A POINT ON THE NORTHERLY LINE OF THAT COLORADO DEPARTMENT OF TRANSPORTATION PARCEL DESCRIBED IN BOOK 2751 AT PAGE 13;

THENCE NORTH 88 DEGREES 43 MINUTES 31 SECONDS WEST, ALONG SAID NORTHERLY LINE, A DISTANCE OF 62.36 FEET TO A POINT OF NON-TANGENT CURVE;

THENCE ALONG SAID NON-TANGENT CURVE TO THE RIGHT AN ARC DISTANCE OF 436.56 FEET, HAVING A CENTRAL ANGLE OF 24 DEGREES 15 MINUTES 39 SECONDS, A RADIUS OF 1031.00 FEET, A CHORD BEARING OF NORTH 19 DEGREES 23 MINUTES 11 SECONDS EAST, AND A CHORD DISTANCE OF 433.30 FEET TO A POINT OF TANGENT;

THENCE NORTH 31 DEGREES 31 MINUTES 01 SECONDS EAST, ALONG SAID TANGENT, A DISTANCE OF 116.43 FEET TO A POINT ON THE NORTHERLY LINE OF LOT 1, BLOCK 6, SAID PLATTE PARK, BEING ALSO ON THE NORTHERLY LINE OF SAID OVERALL PARCEL;

THENCE NORTH 89 DEGREES 54 MINUTES 25 SECONDS EAST, ALONG SAID NORTHERLY LINE, A DISTANCE OF 72.31 FEET TO THE POINT OF BEGINNING.

EXCEPTING FROM THE OVERALL PARCEL FOR PROPOSED ELIOT STREET:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTHERLY LINE OF HEREIN DESCRIBED OVERALL PARCEL, BEING ALSO THE SOUTHEAST CORNER OF LOT 27, BLOCK 10, PLATTE PARK, BEING ALSO A POINT ON THE NORTHERLY RIGHT OF WAY LINE OF WEST CABLE AVENUE AS ESTABLISHED BY ORDINANCE NO. 148-1912, AND THE WESTERLY RIGHT-OF-WAY LINE OF VACATED DALE COURT AS RECORDED IN ORDINANCE NO. 3-1978 FROM WHENCE THE SOUTHEAST ONE-QUARTER OF SAID SECTION 32 BEARS SOUTH 85 DEGREES 50 MINUTES 44 SECONDS EAST, A DISTANCE OF 1619.96 FEET;

THENCE ALONG THE EXTERIOR SOUTHERLY BOUNDARY OF SAID OVERALL PARCEL THE FOLLOWING SEVEN (7) COURSES:

1. THENCE NORTH 00 DEGREES 05 MINUTES 35 SECONDS WEST, ALONG THE EASTERLY LINE OF SAID BLOCK 10, A DISTANCE OF 74.01 FEET TO THE SOUTH LINE OF THE NORTH 1.0 FOOT OF LOT 29, BLOCK 10, PLATTE PARK, SAID LINE BEING ALSO THE NORTHERLY LINE OF THOSE PARCELS DESCRIBED IN BOOK 8265 AT PAGE 388 AND BOOK 8265 AT PAGE 382;
2. THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, ALONG THE SOUTH LINE OF THE NORTH 1.0 FOOT OF LOTS 29 AND 18, SAID BLOCK 10 AND THE WESTERLY EXTENSION OF SAID LINE A DISTANCE OF 330.02 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 18, PLATTE PARK, SAID POINT BEING ALSO ON THE WESTERLY RIGHT-OF-WAY LINE OF DECATUR STREET AS VACATED IN ORDINANCE NO. 3-1978;
3. THENCE NORTH 00 DEGREES 05 MINUTES 35 SECONDS WEST, A DISTANCE OF 26.00 FEET TO THE NORTHEAST CORNER OF LOT 30, SAID BLOCK 18, PLATTE PARK;
4. THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, ALONG THE NORTHERLY LINE OF SAID LOT 30, BEING ALSO THE NORTHERLY LINE OF THAT PARCEL DESCRIBED IN BOOK 8256 AT PAGE 176, A DISTANCE OF 18.60 FEET;
5. THENCE NORTH 56 DEGREES 08 MINUTES 32 SECONDS WEST, ALONG THE NORTHEASTERLY LINE OF THAT PARCEL RECORDED IN BOOK 8303 AT PAGE 342, A DISTANCE OF 134.31 FEET TO THE NORTHWEST CORNER OF LOT 33, SAID BLOCK 18, PLATTE PARK;
6. THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, A DISTANCE OF 16.00 FEET TO THE SOUTHEAST CORNER OF LOT 13, SAID BLOCK 18, SAID PLATTE PARK BEING ALSO THE NORTHEASTERLY LINE OF THOSE PARCELS DESCRIBED IN BOOK 8286 AT PAGE 523 AND BOOK 8266 AT PAGE 333;
7. THENCE NORTH 52 DEGREES 31 MINUTES 25 SECONDS WEST, ALONG SAID NORTHEASTERLY LINE OF THAT PARCEL RECORDED IN BOOK 8286 AT PAGE 523, A DISTANCE OF 102.94 FEET TO A POINT ON A NON-TANGENT CURVE;

THENCE ALONG SAID NON-TANGENT CURVE TO THE RIGHT AN ARC DISTANCE OF 213.04 FEET, HAVING A CENTRAL ANGLE OF 32 DEGREES 02 MINUTES 15 SECONDS, A RADIUS OF 381.00 FEET, A CHORD BEARING OF NORTH 16 DEGREES 01 MINUTES 17 SECONDS WEST, AND A CHORD DISTANCE OF 210.27 FEET TO A POINT OF TANGENT;

THENCE NORTH 00 DEGREES 00 MINUTES 10 SECONDS WEST, A DISTANCE OF 715.03 FEET;

THENCE NORTH 56 DEGREES 08 MINUTES 09 SECONDS WEST, A DISTANCE OF 9.63 FEET TO

LEGAL DESCRIPTION

A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF DICK CONNOR AVENUE AS ESTABLISHED IN ORDINANCE NO. 211-1993, SAID POINT BEING ALSO ON THE NORTHERLY LINE OF VACATED ELIOT STREET AS VACATED BY ORDINANCE NO. 3-1978;

THENCE ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE THE FOLLOWING TWO (2) COURSES:

1. THENCE NORTH 89 DEGREES 55 MINUTES 18 SECONDS EAST, A DISTANCE OF 16.15 FEET TO THE NORTHWESTERLY CORNER OF LOT 1, BLOCK 16, PLATTE PARK;
2. THENCE NORTH 89 DEGREES 55 MINUTES 36 SECONDS EAST, ALONG THE NORTHERLY LINE OF LOT 1, BLOCK 16, PLATTE PARK, A DISTANCE OF 53.85 FEET TO THE EASTERLY RIGHT OF WAY LINE OF PROPOSED ELIOT STREET;

THENCE SOUTH 00 DEGREES 00 MINUTES 10 SECONDS EAST, A DISTANCE OF 720.49 FEET TO A POINT OF CURVE;
THENCE ALONG SAID CURVE TO THE LEFT A ARC DISTANCE OF 502.37 FEET, HAVING A CENTRAL ANGLE OF 90 DEGREES 13 MINUTES 51 SECONDS, A RADIUS OF 319.00 FEET, A CHORD BEARING OF SOUTH 45 DEGREES 07 MINUTES 05 SECONDS EAST, AND A CHORD DISTANCE OF 452.04 FEET TO A POINT OF TANGENT;
THENCE NORTH 89 DEGREES 45 MINUTES 59 SECONDS EAST, ALONG SAID TANGENT, A DISTANCE OF 135.10 FEET TO A POINT OF CURVE;
THENCE ALONG SAID CURVE TO THE RIGHT, AN ARC DISTANCE OF 212.57 FEET, HAVING A CENTRAL ANGLE OF 75 DEGREES 38 MINUTES 53 SECONDS, A RADIUS OF 161.00 FEET, A CHORD BEARING OF SOUTH 52 DEGREES 24 MINUTES 34 SECONDS EAST, AND A CHORD DISTANCE OF 197.46 FEET TO A POINT ON THE SOUTHERLY LINE OF HEREIN DESCRIBED OVERALL PARCEL;
THENCE SOUTH 89 DEGREES 54 MINUTES 23 SECONDS WEST, ALONG THE SOUTHERLY LINE OF HEREIN DESCRIBED OVERALL PARCEL, A DISTANCE OF 57.82 FEET TO THE POINT OF BEGINNING.

FOR AND ON BEHALF OF:
KELLY SURVEYING ASSOCIATES, INC.
7330 SOUTH ALTON WAY, SUITE H
ENGLEWOOD, CO 80112
DIANE M. KELLY, PLS 25951

AFTER RECORDING RETURN TO:
John W. O'Dorisio, Jr., Esq.
Robinson Waters & O'Dorisio, P.C.
1099 18th Street, Suite 2600
Denver, CO 80202

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DENVER COUNTY CLERK AND RECORDER 50.00

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**THIRD AMENDMENT TO LEASE
AND MANAGEMENT AGREEMENT**

THIS THIRD AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "Third Amendment") is entered into as of April 5, 2002, by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "District"), PDB SPORTS, LTD., a Colorado limited partnership ("PDB") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("SMC").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of a new National Football League stadium (the "Original Lease").

B. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142504 (the "First Amendment") and that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2001194773. The Original Lease, as amended by the First Amendment and the Second Amendment, shall be referred to herein as the "Lease."

C. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142503 (the "Assignment and Assumption"), PDB assigned all of its rights, title, interest and estate in and to the Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Lease.

D. As real property comprising the Stadium Land is conveyed to the District by the City and County of Denver or by third parties, the parties desire to amend the Lease to specifically include such property within the Stadium Land and the Leased Premises as hereinafter set forth.

AGREEMENT

In consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** In addition to the real property described in the Lease, the parties agree that the Stadium Land and the Leased Premises shall include, but not be limited to, the real property legally described on Exhibit A-1 attached hereto and incorporated herein by this reference. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.

2. **Conflicting Terms.** Wherever the terms and conditions of this Third Amendment and the terms and conditions of the Lease conflict, the terms of this Third Amendment shall be deemed to supersede the conflicting terms of the Lease.

3. **Governing Law.** This Third Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

4. **Complete Agreement.** This Third Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This Third Amendment shall inure to the benefit of and be binding upon the parties hereto and their heirs, successors and assigns.

6. **Binding Effect.** This Third Amendment becomes effective only upon the execution by all parties hereto.

7. **Severability.** If any term or provision of this Third Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Third Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.

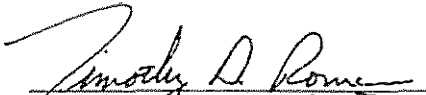
8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed thereto in the Lease, unless the context requires otherwise.

9. **Counterparts.** This Third Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

[SIGNATURES FOLLOW ON PAGE 3]


IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Third Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado


By: 
Name: Timothy D. Romani
Title: EXECUTIVE DIRECTOR

PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 
J. Allen Fears, Chief Financial Officer

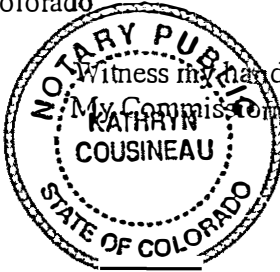
STADIUM MANAGEMENT COMPANY, a Colorado limited liability company

By: 
J. Allen Fears, Chief Financial Officer

[NOTARIES FOLLOW ON PAGE 4]

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 19th day of April, 2002 by Timothy P. Romani, EXECUTIVE DIRECTOR of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado



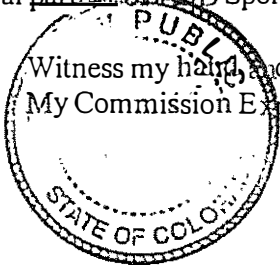
Witness my hand and official seal.
My Commission Expires:

Feb 24, 2003

Kathryn Cousineau
Notary Public

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 11th day of April, 2002 by J. Allen Fears, Chief Financial Officer of Bowlen Sports, Inc., an Arizona corporation, as general partner of FDB Sports, Ltd., a Colorado limited partnership.



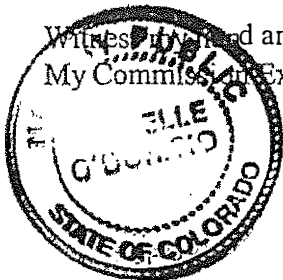
Witness my hand and official seal.
My Commission Expires:

3-22-06

Michelle O'Dorisio
Notary Public

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 11th day of April, 2002 by J. Allen Fears, Chief Financial Officer of Stadium Management Company, a Colorado limited liability company.



Witness my hand and official seal.
My Commission Expires:

03-22-06

Michelle O'Dorisio
Notary Public

EXHIBIT A-1

PARCEL B3R

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT A POINT ON THE WESTERLY LINE OF LOT 1, BLOCK 14, PLATTE PARK, AS ORIGINALLY PLATTED, 25.00 FEET SOUTH OF THE NORTHWEST CORNER OF SAID LOT 1, BEING ALSO ON THE EASTERLY RIGHT-OF-WAY LINE OF BRYANT STREET, FROM WHENCE THE NORTHEAST CORNER OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5 BEARS N89°54'23"E, A DISTANCE OF 903.88 FEET;

THENCE N89°54'23"E, ALONG THE SOUTHERLY LINE OF THE NORTHERLY 25.00 FEET OF LOTS 1-8, AND ALONG THE NORTHERLY LINE OF LOTS 9-12, BLOCK 14, AND ITS EASTERLY EXTENSION, A DISTANCE OF 345.84 FEET TO THE NORTHERLY EXTENSION OF THE WESTERLY LINE OF PARCELS WSL-57, AND 59 AS RECORDED UNDER RECEPTION NO. R-92-0017256;

THENCE S16°20'17"W, ALONG SAID NORTHERLY EXTENSION AND THE WESTERLY LINE OF SAID PARCELS WSL-57 AND 59, A DISTANCE OF 101.55 FEET TO A POINT ON THE NORTHERLY LINE OF PARCEL NO. 2 OF PROJECT NO. BRO M735-004 OF THE COLORADO DEPARTMENT OF TRANSPORTATION;

THENCE N70°02'40"W ALONG THE NORTHERLY LINE OF SAID PARCEL 2, A DISTANCE OF 61.83 FEET TO THE NORTHWESTERLY CORNER OF SAID PARCEL 2;

THENCE S19°57'20"W, ALONG THE WESTERLY LINE OF SAID PARCEL 2 AND ITS SOUTHERLY EXTENSION, A DISTANCE OF 36.68 FEET TO A POINT ON THE SOUTHERLY LINE OF SAID BLOCK 14, PLATTE PARK, SAID POINT BEING ALSO ON THE NORTHERLY RIGHT-OF-WAY LINE OF WEST COLEAX AVENUE;

THENCE N70°07'05"W, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF SAID WEST COLEAX AVENUE AND ALONG THE SOUTHERLY LINE OF SAID BLOCK 14, A DISTANCE OF 43.30 FEET;

THENCE N88°05'05"W, ALONG SAID SOUTHERLY LINE OF BLOCK 14, A DISTANCE OF 165.89 FEET TO A POINT 40.00 FEET EASTERLY OF THE SOUTHWEST CORNER OF LOT 1, SAID BLOCK 14 TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE RIGHT, ALONG THE NORTHEASTERLY LINE OF THAT PARCEL DESCRIBED IN ORDINANCE 447-1982, THROUGH A CENTRAL ANGLE OF 87°59'30", AN ARC LENGTH OF 63.62 FEET, WHOSE RADIUS IS 41.43 FEET AND WHOSE CHORD BEARS N44°05'20"W, A DISTANCE OF 57.56 FEET TO A POINT ON THE WESTERLY LINE OF LOT 1, SAID BLOCK 14, 40.00 FEET NORTH OF THE SOUTHWEST CORNER OF SAID LOT 1, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF BRYANT STREET

THENCE N00°05'35"W, ALONG THE WESTERLY LINE OF SAID LOT 1, BLOCK 14, PLATTE PARK, A DISTANCE OF 48.65 FEET TO THE POINT OF BEGINNING.

THE OVERALL PARCEL CONTAINS 30,464 SQUARE FEET, OR 0.699 ACRES, MORE OR LESS.

EXCEPTING THEREFROM THE FOLLOWING PORTION OF PROPOSED BRYANT STREET:

COMMENCING AT A POINT ON THE WESTERLY LINE OF LOT 1, BLOCK 14, PLATTE PARK, AS ORIGINALLY PLATTED, 25.00 FEET SOUTH OF THE NORTHWEST CORNER OF SAID LOT 1, BEING ALSO ON THE EASTERLY RIGHT-OF-WAY LINE OF BRYANT STREET, FROM WHENCE THE NORTHEAST CORNER OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5 BEARS N89°54'23"E, A DISTANCE OF 903.88 FEET;

THENCE ALONG THE NORTHERLY LINE OF ABOVE DESCRIBED PARCEL B3 THE FOLLOWING TWO (2) COURSES:

1. THENCE N89°54'23"E, ALONG THE SOUTHERLY LINE OF THE NORTHERLY 25.00 FEET OF LOTS 1-8, AND ALONG THE NORTHERLY LINE OF LOT 9, A DISTANCE OF 217.44 FEET TO THE POINT OF BEGINNING;
2. THENCE N89°54'23"E, ALONG THE NORTHERLY LINE OF LOTS 9-12, A DISTANCE OF 65.65 FEET TO A POINT OF NON-TANGENT CURVE;

THENCE ALONG SAID NON-TANGENT CURVE TO THE RIGHT AN ARC DISTANCE OF 42.91 FEET, HAVING A CENTRAL ANGLE OF 20°18'59", A RADIUS OF 121.00 FEET, A CHORD BEARING OF S23°13'44"W, AND A CHORD DISTANCE OF 42.68 FEET TO A POINT OF NON-TANGENCY;

THENCE S00°05'05"E, A DISTANCE OF 39.63 FEET TO A POINT ON THE NORTHERLY LINE OF PARCEL 2 OF THE COLORADO DEPARTMENT OF TRANSPORTATION PROJECT NO. BRO M735-004, SAID POINT BEING ALSO A POINT ON THE SOUTHERLY LINE OF ABOVE DESCRIBED PARCEL B3;

THENCE ALONG THE SOUTHERLY LINE OF SAID PARCEL B3 THE FOLLOWING FIVE (5) COURSES:

1. THENCE N70°02'40"W, A DISTANCE OF 7.62 FEET;
2. THENCE S19°57'20"W, A DISTANCE OF 36.68 FEET;
3. THENCE N70°07'15"W, A DISTANCE OF 43.30 FEET;
4. THENCE N88°05'05"W, A DISTANCE OF 165.89 FEET TO A POINT OF CURVE;
5. THENCE ALONG SAID CURVE TO THE RIGHT AN ARC DISTANCE OF 11.32 FEET, HAVING A CENTRAL ANGLE OF 15°39'19", A RADIUS OF 41.43 FEET, A CHORD BEARING OF N80°15'26"W AND A CHORD DISTANCE OF 11.29 FEET TO A POINT OF NON-TANGENT CURVE;

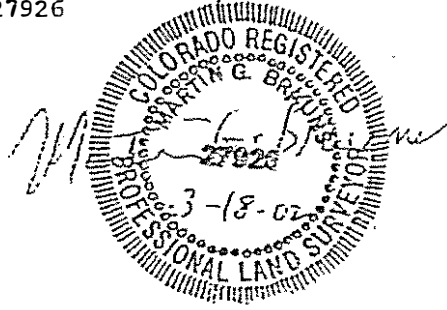
THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT AN ARC DISTANCE OF 120.16 FEET, HAVING A CENTRAL ANGLE OF 26°34'58", A RADIUS OF 259.00 FEET, A CHORD BEARING OF N73°04'47"E AND A CHORD DISTANCE OF 119.09 FEET TO A POINT OF TANGENT;

THENCE N59°47'18"E, A DISTANCE OF 60.15 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE LEFT AN ARC DISTANCE OF 32.99 FEET, HAVING A CENTRAL ANGLE OF 32°02'14", A RADIUS OF 59.00 FEET, A CHORD BEARING OF N43°46'11"E AND A CHORD DISTANCE OF 32.56 FEET TO THE POINT OF BEGINNING.

SAID REMAINDER PARCEL CONTAINS 18,695 SQUARE FEET OR 0.429 ACRE, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MARCH 18, 2002
KSDGL JOB NO. 1532C
MARTINIG. BRAUNS, ELS 27926



PARCEL B4E

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, AND IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING $N89^{\circ}54'23''E$ A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHEAST CORNER OF LOT 11, BLOCK 13, PLATTE PARK, AS ORIGINALLY PLATTED, FROM WHENCE THE NORTHEAST CORNER OF THE NORTHEAST ONE-QUARTER OF SECTION 5 BEARS $N84^{\circ}46'130''E$, A DISTANCE OF 967.36 FEET;

THENCE $N88^{\circ}04'28''W$, ALONG THE SOUTHERLY LINE OF SAID BLOCK 13, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST COLEFAX AVENUE, A DISTANCE OF 266.18 FEET TO THE SOUTHWEST CORNER OF SAID BLOCK 13;

THENCE $N00^{\circ}05'135''W$, ALONG THE WESTERLY LINE OF SAID BLOCK 13, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF CLAY STREET, A DISTANCE OF 99.14 FEET TO A POINT 3.00 FEET SOUTHERLY OF THE NORTHWEST CORNER OF SAID BLOCK 13, PLATTE PARK, AS ORIGINALLY PLATTED, SAID POINT ALSO BEING ON THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST CABLE PLACE AS ESTABLISHED BY ORDINANCE NO. 148-1912;

THENCE $N89^{\circ}54'23''E$, ALONG A LINE 3.00 FEET SOUTH OF AND PARALLEL WITH THE NORTHERLY LINE OF SAID BLOCK 13, PLATTE PARK, AS ORIGINALLY PLATTED, A DISTANCE OF 266.02 FEET TO THE EASTERLY LINE OF SAID BLOCK 13;

THENCE $S00^{\circ}05'35''E$, ALONG THE EASTERLY LINE OF SAID BLOCK 13, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF BRYANT STREET, A DISTANCE OF 108.52 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 27,620 SQUARE FEET OR 0.634 ACRES, MORE OR LESS AND IS SUBJECT TO ALL EXISTING EASEMENTS AND RIGHTS OF WAY.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MARCH 18, 2002
KSDGL JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926



PARCEL B5:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, AND THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E. A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDQH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHWEST CORNER OF LOT 1, BLOCK 12, PLATTE PARK, AS ORIGINALLY PLATTED, FROM WHENCE THE NORTHWEST CORNER OF THE NORTHEAST ONE-QUARTER OF SECTION 5 BEARS N85°53'34"W, A DISTANCE OF 1085.25 FEET;

THENCE N00°05'35"W, ALONG THE WESTERLY LINE OF SAID BLOCK 12, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF DALE COURT, A DISTANCE OF 101.50 FEET TO A POINT ON THE SOUTHERLY LINE OF WEST CABLE PLACE AS ESTABLISHED BY ORDINANCE NO. 148-1912;

THENCE N89°54'23"E, ALONG THE SOUTHERLY LINE OF SAID WEST CABLE PLACE, A DISTANCE OF 100.00 FEET TO THE EASTERLY LINE OF LOT 4 SAID BLOCK 12;

THENCE S00°05'35"E, ALONG THE EASTERLY LINE OF SAID LOT 4, A DISTANCE OF 95.44 FEET TO THE SOUTHEAST CORNER OF SAID LOT 4, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST COLEAX AVENUE;

THENCE S86°26'17"W, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF COLEAX AVENUE BEING ALSO THE SOUTHERLY LINE OF BLOCK 12, A DISTANCE OF 100.18 FEET TO THE POINT OF BEGINNING.

THE OVERALL PARCEL CONTAINS 9,847 SQUARE FEET, OR 0.266 ACRE, MORE OR LESS.

EXCEPTING THEREFROM THE FOLLOWING PORTION OF PROPOSED ELIOT STREET:

BEGINNING AT THE SOUTHWEST CORNER OF LOT 1, BLOCK 12, PLATTE PARK, AS ORIGINALLY PLATTED, FROM WHENCE THE NORTHWEST CORNER OF THE NORTHEAST ONE-QUARTER OF SECTION 5 BEARS N85°53'34"W, A DISTANCE OF 1085.25 FEET;

THENCE N00°05'35"W, ALONG THE WESTERLY LINE OF SAID BLOCK 12, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF DALE COURT, A DISTANCE OF 101.50 FEET TO A POINT ON THE SOUTHERLY LINE OF WEST CABLE PLACE AS ESTABLISHED BY ORDINANCE NO. 148-1912;

THENCE N89°54'23"E, ALONG THE SOUTHERLY LINE OF SAID WEST CABLE PLACE, A DISTANCE OF 3.43 FEET;

THENCE S00°34'20"E, A DISTANCE OF 53.06 FEET;

THENCE S38°41'12"E, A DISTANCE OF 58.83 FEET TO A POINT ON THE SOUTHERLY LINE OF SAID BLOCK 12, PLATTE PARK, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST COLEAX AVENUE;

THENCE S86°26'17"W, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF COLEFAX AVENUE BEING ALSO THE SOUTHERLY LINE OF BLOCK 12, A DISTANCE OF 40.65 FEET TO THE POINT OF BEGINNING.

SAID REMAINDER PARCEL CONTAINS 8,581 SQUARE FEET OR 0.197 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MARCH 18, 2002
KSA JOB NO. 1532
MARTIN G. BRAUNS, PLS 27926



12

FOURTH AMENDMENT TO LEASE
AND MANAGEMENT AGREEMENT

THIS FOURTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "**Fourth Amendment**") is entered into as of May 31, 2002, by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "**District**"), PDB SPORTS, LTD., a Colorado limited partnership ("**PDB**") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("**SMC**").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of the stadium now commonly known as INVESCO Field at Mile High (the "**Original Lease**").

B. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142503 (the "**Assignment and Assumption**"), PDB assigned all of its rights, title, interest and estate in and to the Original Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Original Lease.

C. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142504 (the "**First Amendment**"), that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2001194773 (the "**Second Amendment**"), that certain Third Amendment to Lease and Management Agreement dated as of April 5, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002075102 (the "**Third Amendment**"). The Original Lease, as amended by the First Amendment, the Second Amendment and the Third Amendment, shall be referred to herein as the "**Lease**".

D. As real property is conveyed to the District by the City and County of Denver, the parties desire to amend the Lease to specifically include such property within the Stadium Land and the Leased Premises as hereinafter set forth.

A G R E E M E N T

In consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** In addition to the real property described in the Lease, the parties agree that the Stadium Land and the Leased Premises shall include, but not be limited to, the real property legally described on Exhibit A attached hereto and incorporated herein by this reference. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.

2. **Conflicting Terms.** Wherever the terms and conditions of this Fourth Amendment and the terms and conditions of the Lease conflict, the terms of this Fourth Amendment shall be deemed to supersede the conflicting terms of the Lease.

3. **Governing Law.** This Fourth Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

4. **Complete Agreement.** This Fourth Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This Fourth Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

6. **Binding Effect.** This Fourth Amendment becomes effective only upon the execution by all parties hereto.

7. **Severability.** If any term or provision of this Fourth Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Fourth Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.

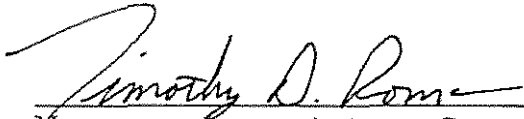
8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Lease, unless the context requires otherwise.

9. **Counterparts.** This Fourth Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

[SIGNATURES FOLLOW ON PAGE 3]


IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Fourth Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado


By: 
Name: TIMOTHY D. ROMANI
Title: EXECUTIVE DIRECTOR

PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 
J. Allen Fears, Chief Financial Officer

STADIUM MANAGEMENT COMPANY, a Colorado limited liability company

By: 
J. Allen Fears, Chief Financial Officer

[NOTARIES FOLLOW ON PAGE 4]

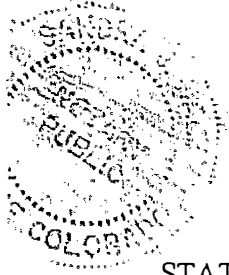
STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 12th day of June, 2002, by Timothy D. R... Executive Director of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

My Commission Expires: 12/21/03

Sandra J. Hale
Notary Public



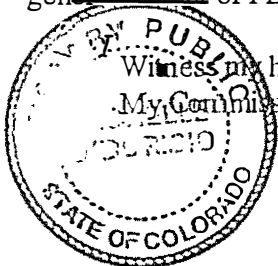
STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 11th day of June, 2002, by J. Allen Fears, Chief Financial Officer of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

My Commission Expires: 03.22.06

Michelle O'Dorisio
Notary Public



STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 11th day of June, 2002, by J. Allen Fears, Chief Financial Officer of Stadium Management Company, a Colorado limited liability company.

Witness my hand and official seal.

My Commission Expires: 03.22.06

Michelle O'Dorisio
Notary Public

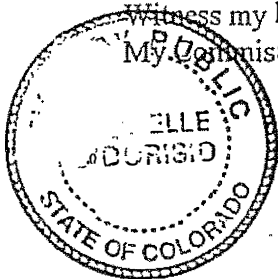


EXHIBIT A

BRONCO STADIUM
JOB NOI 1532C
CEO PARCEL 99238004

OVERLAY PARCEL B6:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THESE DESCRIPTIONS, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT A POINT ON THE NORTHERLY LINE OF LOT 1, JACOB'S ADDITION TO HIGHLAND, AS RECORDED IN PLAT BOOK 1 AT PAGE 31 OF THE CITY AND COUNTY OF DENVER RECORDS, 1.40 FEET EASTERLY OF THE NORTHWEST CORNER OF SAID LOT 1, FROM WHENCE THE NORTHWEST CORNER OF THE NORTHEAST ONE-QUARTER OF SECTION 5 BEARS N83°45'09"W, A DISTANCE OF 1202.24 FEET;

THENCE S03°04'13"E, ALONG A LINE 1.40 FEET EASTERLY OF AND PARALLEL WITH THE WESTERLY LINE OF SAID LOT 1, A DISTANCE OF 107.91 FEET TO THE SOUTHEASTERLY LINE OF SAID LOT 1;

THENCE S41°16'32"W, ALONG THE SOUTHEASTERLY LINE OF LOTS 1, 2, 19 AND 18, JACOB'S ADDITION TO HIGHLAND, BEING ALSO THE NORTHWESTERLY RIGHT-OF-WAY LINE OF MORRISON ROAD, AS SHOWN ON THE MAP OF OFFICIAL CITY SURVEY ON FILE IN BOOK 25 AT PAGE 6, IN THE CITY ENGINEER'S OFFICE, A DISTANCE OF 281.00 FEET;

THENCE S21°29'17"W, CONTINUING ALONG THE SOUTHEASTERLY LINE OF SAID LOT 18, A DISTANCE OF 9.75 FEET TO THE NORTHERLY LINE OF WEST 14TH AVENUE, (ORIGINALLY PLATTED AS HOWARD STREET) AS SHOWN ON JACOB'S ADDITION TO HIGHLAND AND AS SHOWN ON SAID MAP OF THE OFFICIAL CITY SURVEY;

THENCE S86°26'17"W, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 14TH AVENUE A DISTANCE OF 138.11 FEET TO THE INTERSECTION WITH THE NORTHERLY EXTENSION OF THE EASTERLY LINE OF THE WEST 52.00 FEET OF LOT 24, JACOB'S ADDITION TO HIGHLAND;

THENCE S03°33'43"E, ALONG SAID NORTHERLY EXTENSION, THE EASTERLY LINE OF THE WEST 52.00 FEET OF SAID LOT 24, AND THE SOUTHERLY EXTENSION OF SAID EASTERLY LINE, A DISTANCE OF 218.00 FEET TO A POINT 8.00 FEET SOUTHERLY OF THE SOUTH LINE OF LOT 24, JACOB'S ADDITION TO HIGHLAND, SAID POINT BEING ON THE SOUTHERLY LINE OF THAT ALLEY, SHOWN AS 8.00 FEET EITHER SIDE OF THE SOUTHERLY LINE OF LOTS 24-26, JACOB'S ADDITION TO HIGHLAND ON SAID MAP OF OFFICIAL CITY SURVEY;

THENCE N86°26'16"E, ALONG THE SOUTHERLY LINE OF SAID ALLEY, A DISTANCE OF 44.45 FEET;

THENCE S00°32'43"E, ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF MORRISON ROAD, A DISTANCE OF 14.58 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 86°33'19", AN ARC LENGTH OF 75.53 FEET, WHOSE RADIUS IS 50.00 FEET, AND WHOSE CHORD BEARS

S42°43'57"W, A DISTANCE OF 68155 FEET TO A POINT OF TANGENCY ON THE NORTHERLY LINE OF PROPOSED WEST HOWARD PLACE;

THENCE ALONG THE NORTHERLY LINE OF SAID PROPOSED WEST HOWARD PLACE THE FOLLOWING FOUR (4) COURSES:

1. THENCE S86°00'36"W, A DISTANCE OF 704.33 FEET;
2. THENCE S41°00'36"W, A DISTANCE OF 4.24 FEET;
3. THENCE S86°00'36"W, A DISTANCE OF 30.49 FEET TO A POINT OF CURVE;
4. THENCE ALONG SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 93°50'14", AN ARC LENGTH OF 90.08 FEET, WHOSE RADIUS IS 55.00 FEET, AND WHOSE CHORD BEARS N47°04'17"W, A DISTANCE OF 80.34 FEET TO A POINT OF TANGENCY;

THENCE N00°09'10"W, A DISTANCE OF 20.21 FEET TO A POINT ON THE SOUTHERLY LINE OF LOT 30, JACOB'S ADDITION TO HIGHLAND, AS ORIGINALLY PLATTED;

THENCE N86°26'17"E, ALONG THE SOUTHERLY LINE OF SAID LOT 30, A DISTANCE OF 28.96 FEET THE WESTERLY RIGHT-OF-WAY LINE OF ELIOT STREET AS ESTABLISHED BY ORDINANCE NO. 376-1966;

THENCE ALONG THE WESTERLY RIGHT-OF-WAY LINE OF SAID ELIOT STREET THE FOLLOWING THREE (3) COURSES:

1. THENCE N05°28'00"E, A DISTANCE OF 0.80 FEET;
2. THENCE N35°52'30"E, A DISTANCE OF 245.30 FEET;
3. THENCE N60°09'59"E, A DISTANCE OF 44.63 FEET TO SAID NORTHERLY RIGHT-OF-WAY LINE OF WEST 14TH AVENUE, BEING ALSO THE SOUTHWEST CORNER OF LOT 13, JACOB'S ADDITION TO HIGHLAND AND THE SOUTHWEST CORNER OF THAT PARCEL OF LAND DESCRIBED IN BOOK 8228 AT PAGE 404;

THENCE N37°37'59"E, ALONG THE SOUTHEASTERLY LINE OF THOSE PARCELS DESCRIBED IN BOOK 8228 AT PAGE 404, BOOK 8236 AT PAGE 516, BOOK 8255 AT PAGE 92 AND BOOK 8255 AT PAGE 98, A DISTANCE OF 199.34 FEET TO THE NORTHWEST CORNER OF LOT 14, JACOB'S ADDITION TO HIGHLAND;

THENCE N86°26'17"E, ALONG THE SOUTHERLY LINE OF THE 16 FOOT EAST-WEST ALLEY, AS SHOWN ON SAID JACOB'S ADDITION TO HIGHLAND, A DISTANCE OF 90.01 FEET TO THE SOUTHERLY EXTENSION OF THE WESTERLY LINE OF LOT 20, ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10 JACOB'S ADDITION TO HIGHLAND;

THENCE N03°04'13"W, ALONG SAID SOUTHERLY EXTENSION AND THE WESTERLY LINE OF SAID LOT 20, A DISTANCE OF 46.00 FEET TO THE NORTHWESTERLY LINE OF PARCEL 1 AS RECORDED UNDER RECEPTION NO. 060404 IN THE CITY AND COUNTY OF DENVER RECORDS; THENCE N40°27'57"E, ALONG SAID NORTHWESTERLY LINE, A DISTANCE OF 166.90 FEET TO THE NORTHERLY LINE OF ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOB'S ADDITION TO HIGHLAND;

THENCE N86°26'17"E, ALONG THE NORTHERLY LINE OF ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOB'S ADDITION TO HIGHLAND AND THE NORTHERLY LINE OF JACOB'S ADDITION TO HIGHLAND, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST COLFAX AVENUE, A DISTANCE OF 576.45 FEET TO THE POINT OF BEGINNING.

THE OVERALL PARCEL CONTAINS 416,70½ SQUARE FEET OR 9.5662 ACRES, MORE OR LESS.

EXCEPTING THEREFROM THOSE PORTIONS OF THE FOLLOWING DESCRIBED RIGHTS OF WAY LYING WITHIN THE OVERALL PARCEL B6:

A) THAT PART OF DECATUR STREET SITUATED IN JACOB'S ADDITION TO HIGHLAND LYING SOUTHERLY OF WEST COLFAX AVENUE AS ORIGINALLY PLATTED AS GOLDEN AVENUE IN THE SUBDIVISION OF PLATTE PARK, AS RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, AND NORTHERLY OF HOWARD AVENUE AS ORIGINALLY PLATTED IN JACOB'S ADDITION TO HIGHLAND AND CURRENTLY KNOWN AS WEST 14TH AVENUE, SAID DECATUR STREET BEING COMPRISED OF THE FOLLOWING SIX (6) PARCELS:

ALL OF LOTS 27 AND 28 ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOB'S ADDITION TO HIGHLAND, AND

THE EASTERLY 49.0 FEET OF THE WESTERLY 55.0 FEET OF LOT 16, JACOB'S ADDITION TO HIGHLAND.

TOGETHER WITH THAT PART OF THE ALLEY AS ORIGINALLY PLATTED IN JACOB'S ADDITION TO HIGHLAND SITUATED BETWEEN SAID LOTS 27 AND 28 SAID ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOB'S ADDITION TO HIGHLAND AND THE EASTERLY 49.0 FEET OF THE WESTERLY 55.0 FEET OF LOT 16, JACOB'S ADDITION TO HIGHLAND.

B) THAT PART OF THE ALLEY AS ORIGINALLY PLATTED IN JACOBS ADDITION TO HIGHLAND SITUATED EASTERLY OF THE WESTERLY LINE OF LOT 20, ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOBS ADDITION TO HIGHLAND, EXTENDED SOUTHERLY TO THE SOUTHERLY LINE OF SAID ALLEY, BEING ALSO THE NORTHERLY LINE OF LOT 14, JACOB'S ADDITION TO HIGHLAND, AND WESTERLY OF THE WESTERLY RIGHT-OF-WAY LINE OF DECATUR STREET. SAID WESTERLY LINE OF DECATUR STREET BEING THE WESTERLY LINE OF LOT 27, ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOBS ADDITION TO HIGHLAND EXTENDED SOUTHERLY TO THE NORTHWESTERLY CORNER OF THE EASTERLY 49.0 FEET OF THE WESTERLY MOST 55.0 FEET OF LOT 16, JACOB'S ADDITION TO HIGHLAND.

C) THAT PART OF HOWARD STREET AS ORIGINALLY PLATTED IN JACOB'S ADDITION TO HIGHLAND, AND CURRENTLY KNOWN AS WEST 14TH AVENUE LYING EASTERLY OF AND ADJACENT TO ELIOT STREET AS ESTABLISHED BY ORDINANCE NO. 376 SERIES 1966, AND WESTERLY OF THE WESTERLY LINE OF MORRISON ROAD SAID WESTERLY LINE BEING DEFINED BY A LINE EXTENDED FROM THE MOST EASTERLY CORNER OF THE SOUTH LINE OF LOT 18, TO THE MOST EASTERLY CORNER ON THE NORTH LINE OF LOT 23, ALL IN SAID JACOB'S ADDITION TO HIGHLAND AS SHOWN ON THE MAP OF OFFICIAL CITY SURVEY RECORDED IN PLAT BOOK 25 AT PAGE 6, CITY AND COUNTY OF DENVER SURVEY RECORDS

D) THAT PART OF THE NORTH/SOUTH ALLEY SITUATED OVER THE EASTERLY 3.0 FEET OF LOT 27, JACOB'S ADDITION TO HIGHLAND AS ESTABLISHED IN ORDINANCE 93 SERIES 1916 AND THE WESTERLY 13.0 FEET OF LOT 26, JACOB'S ADDITION TO HIGHLAND AS SHOWN ON THE MAP OF OFFICIAL CITY SURVEY, RECORDED IN PLAT BOOK 25 AT PAGE 6, CITY AND COUNTY OF DENVER SURVEY RECORDS;

AND THE EAST/WEST ALLEY LYING 8.0 FEET EITHER SIDE OF THE SOUTHERLY LINE OF LOTS 24 THROUGH 26, JACOB'S ADDITION TO HIGHLAND, THE EASTERLY LINE OF SAID ALLEY BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF MORRISON ROAD, SAID WESTERLY LINE BEING THE SOUTHWESTERLY EXTENSION OF THE EASTERLY LINE OF LOT 24, SAID JACOB'S ADDITION TO HIGHLAND, TO THE INTERSECTION OF THE SOUTHERLY LINE OF SAID EAST/WEST ALLEY AS SHOWN ON THE MAP OF OFFICIAL CITY SURVEY, RECORDED IN PLAT BOOK 25 AT PAGE 6, CITY AND COUNTY OF DENVER SURVEY RECORDS.

E) ALL THAT PART OF ELIOT STREET WITHIN THE ABOVE DESCRIBED PARCEL B6, AS ESTABLISHED BY ORDINANCE NO. 376 OF SERIES 1966, AND A PORTION OF WEST 14TH AVENUE (ORIGINALLY PLATTED AS HOWARD STREET) AS SHOWN ON THE PLAT OF JACOB'S ADDITION TO HIGHLAND, AS RECORDED IN PLAT BOOK 1 AT PAGE 31 OF THE CITY AND COUNTY OF DENVER RECORDS, ALL SITUATED WITHIN THE NE1/4 OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE 6TH P.M., DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF LOT 29, JACOB'S ADDITION TO HIGHLAND, FROM WHENCE THE NORTHWEST CORNER OF SAID NORTHEAST ONE-QUARTER BEARS N28°36'17"W, A DISTANCE OF 641.10 FEET;

THENCE ALONG THE EASTERLY LINE OF SAID ELIOT STREET THE FOLLOWING TWO (2) COURSES:

1. THENCE S37°21'09"W, A DISTANCE OF 198.49 FEET TO THE SOUTHWEST CORNER OF SAID LOT 29, SAID POINT BEING ALSO THE SOUTHERLY LINE OF SAID JACOB'S ADDITION TO HIGHLAND;
2. THENCE S03°33'43"E, A DISTANCE OF 108.14 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST HOWARD PLACE AS RECORDED IN BOOK 3458, AT PAGE 268 OF THE CITY AND COUNTY OF DENVER RECORDS;

THENCE S86°26'17"W, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF SAID WEST HOWARD PLACE, A DISTANCE OF 84.00 FEET;

THENCE ALONG THE WESTERLY LINE OF SAID ELIOT STREET THE FOLLOWING TWO (2) COURSES:

THENCE N05°28'00"E, A DISTANCE OF 110.30 FEET;

THENCE N35°52'30"E, A DISTANCE OF 245.30 FEET;

THENCE N60°09'59"E, DEPARTING SAID WESTERLY LINE OF ELIOT STREET, A DISTANCE OF 44.63 FEET TO THE SOUTHWEST CORNER OF LOT 13, JACOB'S ADDITION TO HIGHLAND, SAID POINT BEING ALSO ON THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 14TH AVENUE;

THENCE N86°26'17"E, ALONG SAID NORTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 2.05 FEET TO THE NORTHEASTERLY CORNER OF SAID ELIOT STREET;

THENCE S02°25'17"E, A DISTANCE OF 60.01 FEET TO THE POINT OF BEGINNING.

THE ABOVE PARCELS CONTAIN 79,070 SQUARE FEET, OR 1.8152 ACRES, MORE OR LESS.

AND EXCEPT THAT PORTION FOR PROPOSED MILE HIGH STADIUM WEST CIRCLE:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST COLFAX AVENUE, BEING ALSO THE NORTHERLY LINE OF HEREON DESCRIBED PARCEL B6, SAID POINT BEING 38.64 FEET WESTERLY OF THE NORTHEAST CORNER OF LOT 3, JACOB'S ADDITION TO HIGHLAND, FROM WHENCE THE NORTHWEST CORNER OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5, BEARS N82°08'55"W, A DISTANCE OF 1035.09 FEET;

THENCE N86°26'17"E, ALONG THE NORTHERLY LINE OF SAID PARCEL B6, A DISTANCE OF 119.20 FEET TO A POINT ON THE EASTERLY LINE OF PROPOSED MILE HIGH STADIUM WEST CIRCLE;

THENCE ALONG THE EASTERLY LINE OF PROPOSED MILE HIGH STADIUM WEST CIRCLE THE FOLLOWING TWO (2) COURSES:

1. THENCE S42°53'12"W, A DISTANCE OF 81.81 FEET;
2. THENCE S02°47'43"E, A DISTANCE OF 163.59 FEET TO A POINT ON THE NORTHWESTERLY RIGHT-OF-WAY LINE OF MORRISON ROAD;

THENCE S41°16'32"W, ALONG SAID NORTHWESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 123101 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF PROPOSED MILE HIGH STADIUM WEST CIRCLE;

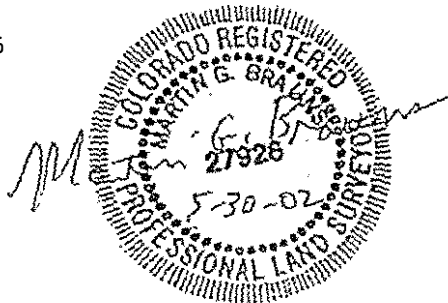
THENCE ALONG THE WESTERLY RIGHT-OF-WAY LINE OF PROPOSED MILE HIGH STADIUM WEST CIRCLE THE FOLLOWING THREE (3) COURSES:

1. THENCE N21°18'58"E, A DISTANCE OF 57.66 FEET;
2. THENCE N02°47'43"W, A DISTANCE OF 220.35 FEET;
3. THENCE N00°34'20"W, A DISTANCE OF 34.57 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 17,558 SQUARE FEET OR 0.4031 ACRES, MORE OR LESS.

THE REMAINDER PARCEL CONTAINS 320,075 SQUARE FEET, OR 7.3479 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MAY 30, 2002
KSA JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926



BRONCO STADIUM
JOB NO. 1532C
CEO PARCEL 99238005

PARCEL B7E

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHWEST CORNER OF LOT 25, BLOCK 4, FAIRVIEW, AS RECORDED IN BOOK 1 AT PAGE 42, IN THE CITY AND COUNTY OF DENVER RECORDS, FROM WHENCE THE NORTHEAST CORNER OF SECTION 5 BEARS N49°39'35"E, A DISTANCE OF 2125.00 FEET;

THENCE N00°34'11"W, ALONG THE WESTERLY LINE OF SAID BLOCK 4, THE WESTERLY LINE OF THAT PORTION OF WEST MYRTLE PLACE AS VACATED BY ORDINANCE NO. 197-1981, AND THE WESTERLY LINE OF BLOCK 1, FAIRVIEW, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF DECATUR STREET, A DISTANCE OF 551.79 FEET TO THE SOUTHWEST CORNER OF THAT PARCEL RECORDED UNDER RECEPTION NO. 880344438 IN THE CITY AND COUNTY OF DENVER RECORDS;

THENCE N75°52'13"E, ALONG THE SOUTHERLY LINE OF SAID PARCEL, A DISTANCE OF 51.46 FEET TO THE NORTHEAST CORNER OF LOT 23, BLOCK 1, FAIRVIEW;

THENCE N89°21'16"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 1, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST HOWARD PLACE, A DISTANCE OF 250.14 FEET TO THE NORTHEAST CORNER OF LOT 13, BLOCK 1, FAIRVIEW;

THENCE S00°33'01"E, ALONG THE EASTERLY LINES OF LOTS 13 AND 36 OF SAID BLOCK 1, THE EASTERLY LINE OF THAT PORTION OF WEST MYRTLE PLACE AS VACATED BY ORDINANCE NO. 197-1981, AND THE EASTERLY LINE OF LOTS 13 AND 36, BLOCK 4, FAIRVIEW, A DISTANCE OF 563.78 FEET TO THE SOUTHEAST CORNER OF SAID LOT 36;

THENCE S89°21'09"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 4, FAIRVIEW, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 13TH AVENUE, A DISTANCE OF 299.98 FEET TO THE POINT OF BEGINNING.

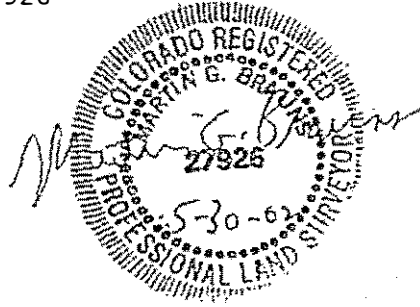
THE OVERALL PARCEL CONTAINS 168,879 SQUARE FEET OR 3.8769 ACRES, MORE OR LESS.

EXCEPTING THEREFROM THAT PART OF THE ALLEY IN BLOCK 4, FAIRVIEW, AS ORIGINALLY PLATTED, ADJACENT TO LOTS 13 THROUGH 24 AND LOTS 25 THROUGH 36 LYING EASTERLY OF DECATUR AND WESTERLY OF THAT PART OF SAID ALLEY IN BLOCK 4, FAIRVIEW PREVIOUSLY VACATED IN ORDINANCE NO. 197 SERIES 1981.

SAID PARCEL CONTAINS .3,000 SQUARE FEET OR 0.0689 ACRE, MORE OR LESS.

THE REMAINDER PARCEL CONTAINS 165,879 SQUARE FEET OR 3.8081 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MAY 30, 2002
KSA JOB NO. 1532C
MARTINIG. BRAUNS, PLS 27926



BRONCO STADIUM
JOB NO. 1532
CEO PARCEL 99238006

PARCEL B8:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHEAST CORNER OF LOT 24, BLOCK 15, RIVER FRONT IN THE TOWN OF HIGHLAND, AS RECORDED IN BOOK 2 AT PAGE 89 IN THE CITY AND COUNTY OF DENVER RECORDS, FROM WHENCE THE SOUTHEAST CORNER OF SECTION 32 BEARS S19°24'33"E, A DISTANCE OF 1441.23 FEET;

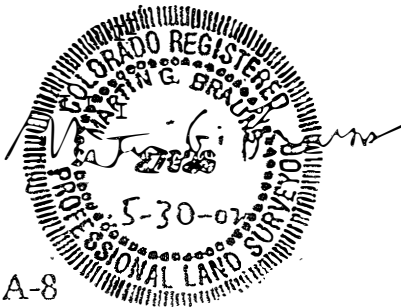
THENCE N89°54'25"E, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 17TH AVENUE, BEING ALSO THE SOUTHERLY LINE OF LOT F, RIVER FRONT IN THE TOWN OF HIGHLAND, AS RECORDED IN BOOK 2 AT PAGE 89 OF THE CITY AND COUNTY OF DENVER RECORDS, AND A NORTHERLY LINE OF PREVIOUSLY DESCRIBED PARCEL "D" AS RECORDED UNDER RECEPTION NO. 9900142500 OF THE CITY AND COUNTY OF DENVER RECORDS, A DISTANCE OF 15.19 FEET TO THE WESTERLY LINE OF INTERSTATE 25, ALSO KNOWN AS THE VALLEY HIGHWAY, AS DESCRIBED IN DEED RECORDED IN BOOK 8756 AT PAGE 390 AND 391;

THENCE N37°26'25"W, ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 25, A DISTANCE OF 25.16 FEET TO A POINT ON THE WESTERLY LINE OF SAID LOT F, BEING ALSO THE EASTERLY LINE OF LOT 24, BLOCK 15, RIVER FRONT IN THE TOWN OF HIGHLAND AND AN EASTERLY LINE OF SAID PARCEL "D";

THENCE S00°17'53"E, ALONG THE EASTERLY LINE OF SAID LOT 24, BLOCK 15, BEING ALSO AN EASTERLY LINE OF SAID PARCEL "D", A DISTANCE OF 20.00 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 152 SQUARE FEET OR 0.004 ACRES, MORE OR LESS

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MAY 31, 2002
KSA JOB NO. 1532C
MARTINIG. BRAUNS, PLS 27926



AFTER RECORDING RETURN TO:
John W. O'Dorizio, Jr., Esq.
Robinson Waters & O'Dorizio, P.C.
1099 18th Street, Suite 2600
Denver, CO 80202

2002136470 2002/08/05 16:30:38 1/ 7 AGR
DENVER COUNTY CLERK AND RECORDER 35.00

.00 SMP

7

FIFTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT

THIS FIFTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "Fifth Amendment") is entered into as of July 24, 2002, by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "District"), PDB SPORTS, LTD., a Colorado limited partnership ("PDB") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("SMC").

..

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of the stadium now commonly known as INVESCO Field at Mile High (the "Original Lease").

B. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142503 (the "Assignment and Assumption"), PDB assigned all of its rights, title, interest and estate in and to the Original Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Original Lease.

C. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142504 (the "First Amendment"), that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2001194773 (the "Second Amendment"), that certain Third Amendment to Lease and Management Agreement dated as of April 5, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002075102 (the "Third Amendment"), and that certain Fourth Amendment to Lease and Management Agreement dated as of May 31, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002110441 (the "Fourth Amendment"). The Original Lease, the First Amendment, the Second Amendment, the Third Amendment and the Fourth Amendment shall be collectively referred to herein as the "Lease".

D. As real property is conveyed to the District by the City and County of Denver, the parties desire to amend the Lease to specifically include such property within the Stadium Land and the Leased Premises as hereinafter set forth.

AGREEMENT

In consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** In addition to the real property described in the Lease, the parties agree that the Stadium Land and the Leased Premises shall include, but not be limited to, the real property legally described on Exhibit A attached hereto and incorporated herein by this reference. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.

2. **Conflicting Terms.** Whenever the terms and conditions of this Fifth Amendment and the terms and conditions of the Lease conflict, the terms of this Fifth Amendment shall be deemed to supersede the conflicting terms of the Lease.

3. **Governing Law.** This Fifth Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

4. **Complete Agreement.** This Fifth Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This Fifth Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

6. **Binding Effect.** This Fifth Amendment becomes effective only upon the execution by all parties hereto.

7. **Severability.** If any term or provision of this Fifth Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Fifth Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.

8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Lease, unless the context requires otherwise.


9. **Counterparts.** This Fifth Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

[SIGNATURES FOLLOW ON PAGE 3]

IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Fifth Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado

By:


Name: Raymond T. Baker
Title: Chairman

PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 
J. Allen Fears, Chief Financial Officer

STADIUM MANAGEMENT COMPANY, LLC a Colorado limited liability company

By: 
J. Allen Fears, Chief Financial Officer

[NOTARIES FOLLOW ON PAGE 4]

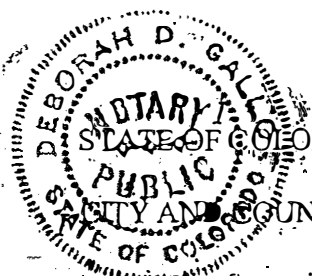
STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 30th day of July, 2002, by Raymond T. Baker, Chairman of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

My Commission Expires: 08-01-06

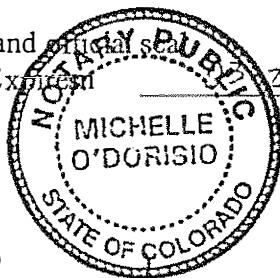
Deborah D. Galt
Notary Public



STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 24th day of July, 2002, by J. Allen Fears, Chief Financial Officer of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.
My Commission Expires



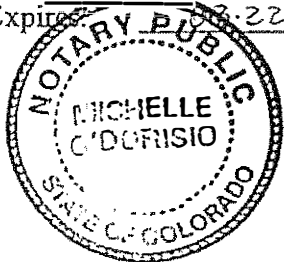
Michelle O'Dorisio
Notary Public

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 24th day of July, 2002, by J. Allen Fears, Chief Financial Officer of Stadium Management Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.

My Commission Expires 08-22-06



Michelle O'Dorisio
Notary Public

EXHIBIT A

BRONCO STADIUM
JOB NO. 1532C
CEO PARCEL 99238007

PARCEL B1R

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)." ."

BEGINNING AT THE SOUTHEAST CORNER OF BLOCK 8, TYNON'S ADDITION TO DENVER, SECOND FILING, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S12°44'40"W, A DISTANCE OF 1846.27 FEET;

THENCE S89°51'49"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 8, A DISTANCE OF 232.50 FEET TO THE CENTERLINE OF THE MOST WESTERLY NORTH-SOUTH ALLEY VACATED BY ORDINANCE NO. 300-1983;

THENCE N00°17'53"W, ALONG SAID CENTERLINE, A DISTANCE OF 140.18 FEET TO THE EASTERLY EXTENSION OF THE SOUTH LINE OF THE NORTH 15.00 FEET OF LOT 9, SAID BLOCK 8;

THENCE S89°54'25"W, ALONG SAID EASTERLY EXTENSION AND SAID SOUTH LINE, A DISTANCE OF 134.13 FEET TO THE WESTERLY LINE OF SAID BLOCK 8, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF FEDERAL BOULEVARD;

THENCE N00°18'27"W, ALONG THE WESTERLY LINE OF SAID BLOCK 8, A DISTANCE OF 220.00 FEET TO THE NORTHWEST CORNER OF SAID BLOCK 8;

THENCE N89°54'25"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 8, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 19TH AVENUE, A DISTANCE OF 366.66 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 8, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF ELIOT STREET;

THENCE S00°17'53"E, ALONG THE EASTERLY LINE OF SAID BLOCK 8, AND ALONG THE WESTERLY RIGHT-OF-WAY LINE OF ELIOT STREET, A DISTANCE OF 360.00 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 113,232 SQUARE FEET OR 2.599 ACRES, MORE OR LESS AND IS SUBJECT TO ALL EXISTING EASEMENTS OR RIGHTS OF WAY.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED JUNE 28, 2002
KSA JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926



PARCEL B2R

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHWEST CORNER OF BLOCK 4, RATHBONE HEIGHTS, BEING A RESUBDIVISION OF THE WEST ONE HALF OF BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S09°56'18"W A DISTANCE OF 2724.98 FEET;

THENCE N00°17'59"W, ALONG THE WESTERLY LINE OF SAID BLOCK 4, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF ELIOT STREET, A DISTANCE OF 153.26 FEET;

THENCE N89°54'25"E, ALONG A LINE 153.26 FEET NORTH OF AND PARALLEL WITH THE SOUTHERLY LINE OF SAID BLOCK 4, A DISTANCE OF 143.33 FEET TO A POINT 5.00 FEET EASTERLY OF THE ALLEY SITUATED BETWEEN LOTS 1-14 AND LOTS 15 AND 34 IN SAID BLOCK 4, RATHBONE HEIGHTS;

THENCE N00°17'59"W, ALONG A LINE 5.00 FEET EAST OF AND PARALLEL WITH THE EASTERLY LINE OF THE ALLEY SITUATED BETWEEN LOTS 1-14 AND LOTS 15 AND 34, SAID BLOCK 4, A DISTANCE OF 209.97 FEET TO THE NORTHERLY LINE OF SAID BLOCK 4;

THENCE N89°35'11"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 4, RATHBONE HEIGHTS AND THE NORTHERLY LINE OF BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 21ST AVENUE, A DISTANCE OF 223.33 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND;

THENCE S00°17'59"E, ALONG THE EASTERLY LINE OF SAID BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF DECATUR STREET, A DISTANCE OF 364.48 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK 4;

THENCE S89°54'25"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, AND THE SOUTHERLY LINE OF SAID BLOCK 4, RATHBONE HEIGHTS, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 20TH AVENUE, A DISTANCE OF 366.66 FEET TO THE POINT OF BEGINNING.

EXCEPTING THEREFROM THE FOLLOWING ALLEYS:

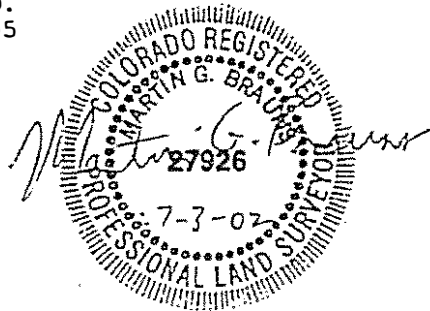
THE ALLEY SITUATED BETWEEN THE EAST LINE OF THE WEST ONE-HALF OF BLOCK 4, CRANE'S ADDITION TO HIGHLAND AND LOTS 13 TO 24 SAID BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND;

AND THE ALLEY WITHIN RATHBONE HEIGHTS SITUATED SOUTHERLY OF A LINE 153.26 FEET
NORTHERLY OF AND PARALLEL WITH THE SOUTHERLY LINE OF BLOCK 4, SAID RATHBONE
HEIGHTSI

TOGETHER WITH THAT PORTION OF THE ALLEY WITHIN BLOCK 4 OF RATHBONE HEIGHTS,
LYING EAST OF A LINE DESCRIBED AS BEING 5.00 FEET EAST OF AND PARALLEL WITH
THE EASTERLY LINE OF THE ALLEY SITUATED BETWEEN LOTS 1-14 AND LOT 15 AND 34,
SAID BLOCK 4.

SAID PARCEL CONTAINS 96,229 SQUARE FEET OR 2.2091 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED JULY 3, 2002
KSA JOB NO. 1532C
MARTINIG. BRAUNS, PLS 27926



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AFTER RECORDING RETURN TO:

John W. O'Dorisio, Jr., Esq.
Robinson Waters & O'Dorisio, P.C
1099 18th Street, Suite 2600
Denver, Colorado 80202

**SIXTH AMENDMENT TO LEASE
AND MANAGEMENT AGREEMENT**

THIS SIXTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "Sixth Amendment") is entered into as of December 20, 2002, by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "District"), PDB SPORTS, LTD., a Colorado limited partnership ("PDB") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("SMC").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of the stadium now commonly known as INVESCO Field at Mile High (the "Original Lease").

B. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142503 (the "Assignment and Assumption"), PDB assigned all of its rights, title, interest and estate in and to the Original Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Original Lease.

C. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142504 (the "First Amendment"), that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2001194773 (the "Second Amendment"), that certain Third Amendment to Lease and Management Agreement dated as of April 5, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002075102 (the "Third Amendment"), that certain Fourth Amendment to

Lease and Management Agreement dated as of May 31, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002110441 (the "**Fourth Amendment**"), and that certain Fifth Amendment to Lease and Management Agreement dated as of July 24, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002136470 (the "**Fifth Amendment**"). The Original Lease, the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment and the Fifth Amendment shall be collectively referred to herein as the "**Lease**".

D. As real property is conveyed to the District by the City and County of Denver, the parties desire to amend the Lease to specifically include such property within the Stadium Land and the Leased Premises as hereinafter set forth.

A G R E E M E N T

In consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** In addition to the real property described in the Lease, the parties agree that the Stadium Land and the Leased Premises shall include, but not be limited to, the real property legally described on Exhibit A attached hereto and incorporated herein by this reference. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.
2. **Conflicting Terms.** Wherever the terms and conditions of this Sixth Amendment and the terms and conditions of the Lease conflict, the terms of this Sixth Amendment shall be deemed to supersede the conflicting terms of the Lease.
3. **Governing Law.** This Sixth Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.
4. **Complete Agreement.** This Sixth Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.
5. **Benefit.** This Sixth Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.
6. **Binding Effect.** This Sixth Amendment becomes effective only upon the execution by all parties hereto.
7. **Severability.** If any term or provision of this Sixth Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Sixth Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.




8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Lease, unless the context requires otherwise.

9. **Counterparts.** This Sixth Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Sixth Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado

By: 
Name: TIMOTHY D. ROMANI
Title: EXECUTIVE DIRECTOR

PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 
J. Allen Fears, Chief Financial Officer

STADIUM MANAGEMENT COMPANY, LLC a Colorado limited liability company

By: 
J. Allen Fears, Chief Financial Officer

[NOTARIES FOLLOW ON PAGE 4]



STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 14th day of January, 2003, by Timothy D. Romozi, Executive Director of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

My Commission Expires: 08-01-06

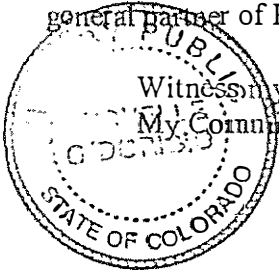
[Signature]
Notary Public

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 10th day of January, 2003, by J. Allen Fears, Chief Financial Officer of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

My Commission Expires: 03-20-06



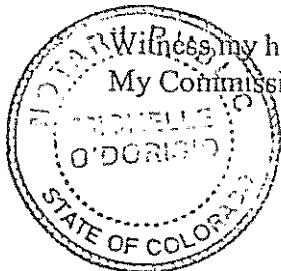
[Signature]
Notary Public

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 10th day of January, 2003, by J. Allen Fears, Chief Financial Officer of Stadium Management Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.

My Commission Expires: 03-22-06



[Signature]
Notary Public

EXHIBIT A

Legal Description of Parcel C



2003017559
Page: 5 of 8
01/31/2003 11:31A
City & County of Denver RMD R41.00 D0.00

EXHIBIT A

BRONCO STADIUM
JOB NO. 1532
CE099238009

OVERALL PARCEL C:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."†

BEGINNING AT THE NORTHWEST CORNER OF LOT 1, BLOCK 6, TYNON'S ADDITION TO DENVER, SECOND FILING, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S10°16'02"W A DISTANCE OF 2643.22 FEET;

THENCE N89°54'25"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 6, THE NORTHERLY END OF THAT PORTION OF DECATUR STREET DESCRIBED IN VACATION DEED RECORDED DECEMBER 9, 1907, IN BOOK 1947, AT PAGE 86, AND ALONG THE NORTHERLY LINE OF BLOCK 1, TYNON'S ADDITION TO DENVER, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE (FORMERLY WEST 20TH AVENUE), A DISTANCE OF 801.33 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 1;

THENCE ALONG A LINE COMMON TO PARCEL "A" AS DESCRIBED IN A DEED RECORDED AT RECEPTION NO. 9900104416, THE FOLLOWING SIX (6) COURSES:

1. THENCE S00°17'53"E, ALONG THE EASTERLY LINE OF SAID BLOCK 1, THE EASTERLY END OF THAT PORTION OF WEST 19TH AVENUE AS DESCRIBED IN SAID VACATION DEED AND ALONG THE EASTERLY LINE OF BLOCK 2, TYNON'S ADDITION TO DENVER, SECOND FILING, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF CLAY STREET, A PORTION OF WHICH WAS VACATED BY CITY ORDINANCE NO. 396 OF SERIES 1979, A DISTANCE OF 800.01 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK 2;
2. THENCE S89°54'25"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 2, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 18TH AVENUE, AS DESCRIBED IN SAID VACATION DEED, A DISTANCE OF 70.83 FEET TO THE SOUTHWEST CORNER OF LOT 21, SAID BLOCK 2;
3. THENCE S46°37'139"W, A DISTANCE OF 52.81 FEET TO A POINT OF CURVATURE;
4. THENCE ALONG SAID CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 43°15'25", HAVING AN ARC LENGTH OF 141.22 FEET, AND A RADIUS OF 187.05 FEET, AND WHOSE CHORD BEARS S68°15'21"W, A DISTANCE OF 137.89 FEET TO A POINT OF TANGENCY, BEING ON A LINE 7.07 FEET SOUTHERLY OF AND PARALLEL WITH THE NORTH LINE OF BLOCK 3, TYNON'S ADDITION TO DENVER, SECOND FILING;
5. THENCE S89°53'10.2"W, ALONG A LINE 7.07 FEET SOUTH OF AND PARALLEL WITH THE NORTHERLY LINE OF SAID BLOCK 3 AND THE WESTERLY EXTENSION THEREOF A DISTANCE OF 147.12 FEET TO A POINT 18.21 FEET WESTERLY OF THE WESTERLY LINE OF SAID BLOCK 3;

6. THENCE S14°53'02"W, A DISTANCE OF 365.12 FEET TO THE SOUTHEAST CORNER OF LOT 21, BLOCK 4, TYNON'S ADDITION TO DENVER, SECOND FILING;

THENCE S89°55'36"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 4 AND THE WESTERLY EXTENSION THEREOF, A DISTANCE OF 354.83 FEET TO THE CENTERLINE OF ELIOT STREET, AS DESCRIBED IN SAID VACATION DEED;

THENCE N00°17'53"W, ALONG SAID CENTERLINE, A DISTANCE OF 359.74 FEET TO THE INTERSECTION OF SAID CENTERLINE AND THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF BLOCK 4, TYNON'S ADDITION TO DENVER, SECOND FILING;

THENCE N89°54'25"E, ALONG THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF SAID BLOCK 4, A DISTANCE OF 34.00 FEET TO THE NORTHWEST CORNER OF SAID BLOCK 4;

THENCE N00°17'53"W, ALONG THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE (FORMERLY ELIOT STREET)‡, BEING ALSO THE WESTERLY END OF THAT PORTION OF WEST 18TH AVENUE AS DESCRIBED IN SAID VACATION DEED, THE WESTERLY LINE OF BLOCK 5, TYNON'S ADDITION TO DENVER, SECOND FILING, THE WESTERLY END OF THAT PORTION OF WEST 19TH AVENUE AS DESCRIBED IN SAID VACATION DEED AND THE WESTERLY LINE OF SAID BLOCK 6, TYNON'S ADDITION TO DENVER, SECOND FILING, A DISTANCE OF 880.01 FEET TO THE POINT OF BEGINNING.

THE OVERALL PARCEL CONTAINS 842,233 SQUARE FEET OR 19.335 ACRES, MORE OR LESS.

EXCEPT THAT PORTION OF PROPOSED MILE HIGH STADIUM WEST CIRCLE DESCRIBED AS FOLLOWS:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHWEST CORNER OF LOT 1, BLOCK 6, TYNON'S ADDITION TO DENVER, SECOND FILING, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S10°16'02"W A DISTANCE OF 2643.22 FEET;

THENCE N89°54'25"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 6, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE (FORMERLY WEST 20TH AVENUE), A DISTANCE OF 107.03 FEET TO A POINT OF NON-TANGENT CURVE;

THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT AN ARC DISTANCE OF 29.22 FEET, HAVING A CENTRAL ANGLE OF 14°04'15", A RADIUS OF 119.00 FEET, A CHORD BEARING OF S52°02'33"W, AND A CHORD DISTANCE OF 29.15 FEET TO A POINT OF TANGENT;

THENCE S44°53'51"W, ALONG SAID TANGENT, A DISTANCE OF 74.33 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE LEFT AN ARC DISTANCE OF 63.23 FEET, HAVING A CENTRAL ANGLE OF 30°26'31", A RADIUS OF 119.00 FEET, A CHORD BEARING OF S29°40'35"W, AND A CHORD DISTANCE OF 62.49 FEET TO A POINT ON THE WESTERLY LINE OF SAID BLOCK 6, SAID POINT BEING ALSO ON THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE (FORMERLY KNOWN AS ELIOT STREET)‡

THENCE N00°17'53"W, ALONG SAID EASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 124.70 FEET TO THE POINT OF BEGINNING

SAID PARCEL CONTAINS 5390 SQUARE FEET OR 0.124 ACRES, MORE OR LESS.



AND EXCEPT THAT PORTION OF PROPOSED MILE HIGH STADIUM WEST CIRCLE DESCRIBED AS FOLLOWS:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 8 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:
COMMENCING AT THE SOUTHWEST CORNER OF LOT 33, BLOCK 4 TYNON'S ADDITION TO DENVER, SECOND FILING, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 32, BEARS S19°20'03"W, A DISTANCE OF 1442.51 FEET;

THENCE S89°155'36"W, ALONG THE WESTERLY EXTENSION OF THE SOUTHERLY LINE OF SAID LOT 33, BLOCK 4 BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE AND THE SOUTHERLY LINE OF ELIOT STREET AS DESCRIBED IN VACATION DEED RECORDED DECEMBER 9, 1907, IN BOOK 1947, AT PAGE 86, A DISTANCE OF 9.52 FEET TO THE POINT OF BEGINNING;

THENCE CONTINUING S89°155'36"W, ALONG SAID WESTERLY EXTENSION, A DISTANCE OF 24.49 FEET TO THE CENTERLINE OF SAID ELIOT STREET;

THENCE N00°17'53"W, ALONG SAID CENTERLINE, A DISTANCE OF 359.74 FEET TO THE INTERSECTION OF SAID CENTERLINE AND THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF BLOCK 4, TYNON'S ADDITION TO DENVER, SECOND FILING;

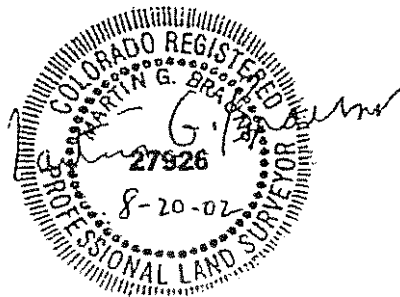
THENCE N89°54'125"E, ALONG THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF SAID BLOCK 4, A DISTANCE OF 26.34 FEET TO THE PROPOSED EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE (FORMERLY KNOWN AS ELIOT STREET)±

THENCE S00°100'10"E, ALONG SAID PROPOSED EASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 359.75 FEET TO THE POINT OF BEGINNING;

SAID PARCEL CONTAINS 9,142 SQUARE FEET OR 0.210 ACRE, MORE OR LESS.

THE REMAINDER PARCEL CONTAINS 827,701 SQUARE FEET OR 19.001 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, INC.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED AUGUST 20, 2002
KSD JOB NO. 1532C
MARTINIG. BRAUNS, PLS 27926



AFTER RECORDING RETURN TO:

John W. O'Dorisio, Jr., Esq.
Robinson Waters & O'Dorisio, P.C
1099 18th Street, Suite 2600
Denver, Colorado 80202



**SEVENTH AMENDMENT TO LEASE
AND MANAGEMENT AGREEMENT**

THIS SEVENTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "Seventh Amendment") is entered into as of June 14, 2004, by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "District"), PDB SPORTS, LTD., a Colorado limited partnership ("PDB") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("SMC").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of the stadium now commonly known as INVESCO Field at Mile High (the "Original Lease").

B. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142503 (the "Assignment and Assumption"), PDB assigned all of its rights, title, interest and estate in and to the Original Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Original Lease.

C. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142504 (the "First Amendment"), that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2001194773 (the "Second Amendment"), that certain Third Amendment to Lease and Management Agreement dated as of April 5, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002075102 (the "Third Amendment"), that certain Fourth Amendment to

Lease and Management Agreement dated as of May 31, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002140441 (the "**Fourth Amendment**"), that certain Fifth Amendment to Lease and Management Agreement dated as of July 24, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002136470 (the "**Fifth Amendment**") and that certain Sixth Amendment to Lease and Management Agreement dated as of December 20, 2002 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2003017559 (the "**Sixth Amendment**"). The Original Lease, the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment and the Sixth Amendment shall be collectively referred to herein as the "Lease".

D. As real property is conveyed to the District, the parties desire to amend the Lease to specifically include such property within the Stadium Land and the Leased Premises as hereinafter set forth.

A G R E E M E N T

In consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** In addition to the real property described in the Lease, the parties agree that the Stadium Land and the Leased Premises shall include, but not be limited to, the real property legally described on Exhibit A attached hereto and incorporated herein by this reference. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.

2. **Conflicting Terms.** Wherever the terms and conditions of this Seventh Amendment and the terms and conditions of the Lease conflict, the terms of this Seventh Amendment shall be deemed to supersede the conflicting terms of the Lease.

3. **Governing Law.** This Seventh Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

4. **Complete Agreement.** This Seventh Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This Seventh Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

6. **Binding Effect.** This Seventh Amendment becomes effective only upon the execution by all parties hereto.

7. **Severability.** If any term or provision of this Seventh Amendment proves to be


invalid or unenforceable, all of the other terms and provisions of this Seventh Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.

8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Lease, unless the context requires otherwise.

9. **Counterparts.** This Seventh Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

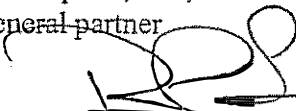
IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Seventh Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado

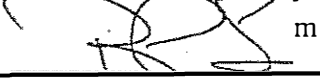
By: 
Name: RAYMOND BAKER
Title: CHAIRMAN

PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: m Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 
Name: RICHARD P. SLIVKA
Title: General Counsel/Senior Vice President of Administration

STADIUM MANAGEMENT COMPANY, LLC a Colorado limited liability company

m  m
By: _____

President of Administration

[NOTARIES FOLLOW ON PAGE 4]

STATE OF COLORADO)
) ss
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 20th day of August, 2004, by RAYMOND BAKER, as CHAIRMAN of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

My Commission Expires: August 1, 2006

[Signature]
Notary Public

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this 22 day of July, 2004, by Richard P. Slivka as General Counsel / Senior Vice President of Administration of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

My Commission Expires: _____

B. DIANE NELSON
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires Jan. 13, 2005

[Signature]
Notary Public

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this 22 day of July, 2004, by Richard P. Slivka as General Counsel / Senior Vice President of Administration of Stadium Management Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.

My Commission Expires: _____

B. DIANE NELSON
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires Jan. 13, 2005

[Signature]
Notary Public

EXHIBIT A

Legal Description of Real Property

PARCEL 2:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF THE NORTHEAST ONE-QUARTER OF SECTION 32 AND ALSO IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE 6TH PRINCIPAL MERIDIAN, BEARING NORTH 89 DEGREES 54 MINUTES 23 SECONDS EAST, A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE INTERSECTION OF THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 33, BLOCK 4, PLATTE PARK, AS ORIGINALLY PLATTED, WITH THE CENTERLINE OF THE ALLEY IN SAID BLOCK 4, VACATED BY ORDINANCE NO. 491-1999, SAID POINT BEING ALSO ON A SOUTHERLY LINE OF PREVIOUSLY DESCRIBED PARCEL "D" AS RECORDED UNDER RECEPTION NO. 9900142500 IN THE CITY AND COUNTY OF DENVER RECORDS, FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARS S40°30'56"E A DISTANCE OF 1189.22 FEET;
THENCE N89°56'24"E, ALONG SAID WESTERLY EXTENSION AND ALONG SAID NORTHERLY LINE OF LOT 33, SAID BLOCK 4, A DISTANCE OF 65.00 FEET;
THENCE S44°55'24"W, A DISTANCE OF 91.90 FEET TO A POINT ON THE CENTERLINE OF SAID VACATED ALLEY IN SAID BLOCK 4;
THENCE N00°05'35"W, ALONG THE CENTERLINE OF SAID VACATED ALLEY IN BLOCK 4, BEING ALSO AN EASTERLY LINE OF SAID PARCEL "D," A DISTANCE OF 65.00 FEET TO THE POINT OF BEGINNING.

After Recording Return To:
Robinson Waters & O'Dorisio, P.C.
1099 -18th Street, Suite 2600
Denver, Colorado 80202
Attention: John W. O'Dorisio, Jr.

**EIGHTH AMENDMENT TO LEASE
AND MANAGEMENT AGREEMENT**

THIS EIGHTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "**Eighth Amendment**") is entered into as of April 1, 2011, by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "**District**"), PDB SPORTS, LTD., a Colorado limited partnership ("**PDB**") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("**SMC**").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of the stadium now commonly known as INVESCO Field at Mile High (the "**Original Lease**").

B. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142503 (the "**Assignment and Assumption**"), PDB assigned all of its rights, title, interest and estate in and to the Original Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Original Lease.

C. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142504 (the "**First Amendment**"), that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2001104773 (the "**Second Amendment**"), that certain Third Amendment to Lease and Management Agreement dated as of April 5, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002075102 (the "**Third Amendment**"), that certain Fourth Amendment to Lease and Management Agreement dated as of May 31, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002110441 (the "**Fourth Amendment**"), that certain Fifth Amendment to Lease and Management Agreement

dated as of July 24, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002136470 (the "**Fifth Amendment**"), that certain Sixth Amendment to Lease and Management Agreement dated as of December 20, 2002 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2003017559 (the "**Sixth Amendment**"), and that certain Seventh Amendment to Lease and Management Agreement dated as of June 14, 2004 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2004210878 (the "**Seventh Amendment**"). The First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment and Seventh Amendment are hereinafter collectively referred to as the "**Amendments**". Portions of the real property subject to the Original Lease, as amended, have been released pursuant to that certain Partial Release of Lease and Management Agreement, dated as of July 31, 2006 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2007101402 (the "**First Partial Release**"), and that certain Second Partial Release of Lease and Management Agreement dated as of August 18, 2010 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2010094240 (the "**Second Partial Release**"; together with the First Partial Release, the "**Partial Releases**"). The Original Lease, as amended by the Amendments, and as partially released by the Partial Releases, shall be hereinafter referred to as the "**Lease**".

D. The District, PDB and SMC have executed that certain Confirmation of Legal Description dated as of November 22, 2010 and recorded the same in the real property records for the County of Denver, State of Colorado at Reception Number 2010152258, pursuant to which the legal descriptions of the various parcels, which together constitute the Stadium Land (as defined in the Lease), were confirmed after giving effect to certain transactions, vacations, corrections, modifications and amplifications, all as more fully described therein, and that certain Correction to Confirmation of Legal Description dated as of March 28, 2011 and recorded the same in the real property records for the County of Denver, State of Colorado at Reception Number 2011041635 (collectively, the "**Confirmation of Legal Description**").

E. The parties desire to amend the Lease to confirm that the Stadium Land described therein conforms to the updated legal descriptions set forth in the Confirmation of Legal Description, all as hereinafter set forth.

· A G R E E M E N T

In consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** The parties agree that "Exhibit A" attached to the Lease is hereby amended and restated in its entirety with Exhibit A attached hereto and incorporated herein by this reference. The parties acknowledge and agree that the real property legally described on Exhibit A attached hereto is the same as the real property legally described in Exhibit A to the Confirmation of Legal Description. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.

2. **Conflicting Terms.** Wherever the terms and conditions of this Eighth Amendment and the terms and conditions of the Lease conflict, the terms of this Eighth Amendment shall be deemed to supersede the conflicting terms of the Lease.

3. **Governing Law.** This Eighth Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

4. **Complete Agreement.** This Eighth Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This Eighth Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

6. **Binding Effect.** This Eighth Amendment becomes effective only upon the execution by all parties hereto.

7. **Severability.** If any term or provision of this Eighth Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Eighth Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.

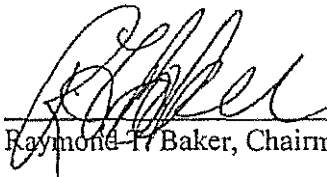
8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Lease, unless the context requires otherwise.

9. **Counterparts.** This Eighth Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

[SIGNATURES FOLLOW ON NEXT PAGE]

IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Eighth Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM
DISTRICT, a body corporate and politic and a
political subdivision of the State of Colorado

By: 
Raymond T. Baker, Chairman

PDB SPORTS, LTD., a Colorado limited
partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation,
its general partner

By: _____
Richard P. Slivka, General Counsel
and Executive Vice President

STADIUM MANAGEMENT COMPANY, LLC
a Colorado limited liability company

By: _____
Richard P. Slivka, General Counsel and
Executive Vice President

[NOTARY ACKNOWLEDGEMENTS FOLLOW ON NEXT PAGE]


IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Eighth Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado

By: _____
Raymond T. Baker, Chairman


PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 

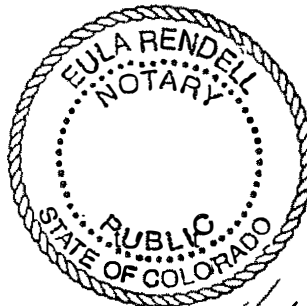
Richard P. Slivka, General Counsel and Executive Vice President

STADIUM MANAGEMENT COMPANY, LLC
a Colorado limited liability company

By: 

Richard P. Slivka, General Counsel and Executive Vice President

[NOTARY ACKNOWLEDGEMENTS FOLLOW ON NEXT PAGE]



STATE OF COLORADO)
) ss
COUNTY OF Wapahoe)

My Commission Expires 04/04/2014

The foregoing instrument was acknowledged before me this 28th day of March, 2011, by Raymond T. Baker, as Chairman of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

Eula Rendell
Notary Public
My Commission Expires: 04/04/2014

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this ___ day of _____, 2011, by Richard P. Slivka, as General Counsel and Executive Vice President of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

Notary Public
My Commission Expires: _____

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this ___ day of _____, 2011, by Richard P. Slivka, as General Counsel and Executive Vice President of Stadium Management Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.

Notary Public
My Commission Expires: _____

STATE OF COLORADO)
) ss
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2011, by Raymond T. Baker, as Chairman of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

Notary Public
My Commission Expires: m

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this 14 day of April, 2011, by Richard P. Slivka, as General Counsel and Executive Vice President of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

LISA WILLIAMS
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires 08/20/2014

Lisa Williams

Notary Public
My Commission Expires: 8/20/2014

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this 14 day of April, 2011, by Richard P. Slivka, as General Counsel and Executive Vice President of Stadium Management Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.

LISA WILLIAMS
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires 08/20/2014

Lisa Williams

Notary Public
My Commission Expires: 8/20/2014

EXHIBIT A

Legal Description of Stadium Land
(Stadium Parcels A, B1, B2, B3, B4, B5, B6, B7, B9, C and D)

(see attached)

BRONCO STADIUM

PARCEL A

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE),"

BEGINNING AT THE SOUTHEAST CORNER OF LOT 27, BLOCK 3, PLATTE PARK FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 32 BEARS S52°57'09"E, A DISTANCE OF 1209.13 FEET;

THENCE S89°54'25"W, ALONG THE SOUTH LINE OF LOTS 27 AND 22, BLOCK 3, PLATTE PARK AND LOT 27, BLOCK 2, PLATTE PARK, A DISTANCE OF 466.64 FEET TO THE SOUTHEAST CORNER OF LOT 22, BLOCK 2, PLATTE PARK;

THENCE N19°30'28"W, A DISTANCE OF 625.71 FEET TO A POINT ON THE CENTERLINE OF DICK CONNOR AVENUE, FORMERLY KNOWN AS WEST 17TH AVENUE, AS VACATED BY ORDINANCE NO. 491-1899;

THENCE S89°55'36"W, ALONG SAID CENTERLINE OF SAID VACATED DICK CONNOR AVENUE, A DISTANCE OF 198.75 FEET;

THENCE N00°04'24"W, A DISTANCE OF 40.00 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF SAID VACATED DICK CONNOR AVENUE, BEING ALSO THE SOUTHWEST CORNER OF LOT 20, BLOCK 4, TYNON'S ADDITION TO DENVER, SECOND FILING;

THENCE N14°53'02"E, A DISTANCE OF 365.12 FEET TO A POINT 7.07 FEET SOUTHERLY OF THE NORTHERLY LINE OF BLOCK 3, TYNON'S ADDITION TO DENVER, SECOND FILING, AS MEASURED BY PERPENDICULAR MEASUREMENT AND 18.21 FEET WESTERLY OF THE WESTERLY LINE OF SAID BLOCK 3 AS MEASURED BY PERPENDICULAR MEASUREMENT;

THENCE N89°53'02"E, ALONG A LINE 7.07 FEET SOUTHERLY OF AND PARALLEL WITH THE NORTHERLY LINE OF SAID BLOCK 3, A DISTANCE OF 147.12 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE LEFT, THROUGH A CENTRAL ANGLE OF 43°5'25", WITH A RADIUS OF 187.05 FEET AND AN ARC DISTANCE OF 141.22 FEET, AND WHOSE CHORD BEARS N68°5'21"E, A DISTANCE OF 137.89 FEET TO A POINT OF TANGENCY;

THENCE N46°37'39"E, ALONG SAID TANGENT, A DISTANCE OF 52.81 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 18TH AVENUE, AS VACATED IN BOOK 1947 AT PAGE 86, AND BY ORDINANCE NO. 618-2006, BEING ALSO THE SOUTHEAST CORNER OF LOT 22, BLOCK 2, TYNON'S ADDITION TO DENVER, SECOND FILING;

THENCE N89°54'25"E, ALONG SAID SOUTHERLY LINE OF SAID BLOCK 2, A DISTANCE OF 70.83 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK 2, BEING ALSO THE WESTERLY LINE OF CLAY STREET, AS VACATED BY ORDINANCE NO. 396-1979 AND BY ORDINANCE NO. 618-2005;

THENCE N00°17'53"W, ALONG THE EASTERLY LINE OF SAID BLOCK 2, AND THE NORTHERLY EXTENSION THEREOF, ALSO BEING THE EASTERLY LINE OF BLOCK 1, TYNON'S ADDITION TO DENVER, SECOND FILING, A DISTANCE OF 800.01 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 1, TYNON'S ADDITION TO DENVER BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 20TH AVENUE;

THENCE N89°54'25"E, ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 34.00 FEET TO A POINT ON THE CENTERLINE OF SAID VACATED CLAY STREET;

THENCE S00°17'53"E, ALONG THE CENTERLINE OF SAID VACATED CLAY STREET, A DISTANCE OF 400.00 FEET TO A POINT OF INTERSECTION WITH THE CENTERLINE OF WEST 19TH AVENUE, AS VACATED BY ORDINANCE NO. 60-1979 AND BY ORDINANCE NO. 618-2005;

THENCE N89°54'25"E, ALONG SAID CENTERLINE, A DISTANCE OF 406.00 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF BRYANT STREET, ALSO KNOWN AS MILE HIGH STADIUM CIRCLE;

THENCE S00°17'53"E, ALONG SAID WESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 280.93 FEET TO THE INTERSECTION WITH THE SOUTHERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE, SAID POINT ALSO BEING THE NORTHWESTERLY CORNER OF THAT PORTION OF BRYANT STREET VACATED BY ORDINANCE NO. 618-2006;

THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE THE FOLLOWING TWO (2) COURSES:

1. THENCE N00°00'00"E, A DISTANCE OF 22.27 FEET TO A POINT OF NON-TANGENT CURVE;
2. THENCE ALONG SAID CURVE TO THE LEFT, THROUGH A CENTRAL ANGLE OF 04°34'28", WITH A RADIUS OF 406.00 FEET AND AN ARC DISTANCE OF 32.41 FEET, AND WHOSE CHORD BEARS S20°32'46"E A DISTANCE OF 32.41 FEET TO A POINT OF NON-TANGENCY, SAID POINT BEING ALSO ON THE CENTERLINE OF SAID VACATED BRYANT STREET;

THENCE S00°17'53"E, ALONG SAID CENTERLINE OF VACATED BRYANT STREET AS VACATED BY ORDINANCE NO. 618-2006 AND BY ORDINANCE 491-1999, A DISTANCE OF 568.73 FEET, MORE OR LESS, TO THE CENTERLINE OF VACATED WEST 17TH AVENUE AS VACATED BY ORDINANCE NO. 491-1999;

THENCE S89°52'54"W, ALONG THE CENTERLINE OF SAID VACATED WEST 17TH AVENUE, A DISTANCE OF 51.12 FEET TO THE CENTERLINE OF SAID VACATED BRYANT STREET;

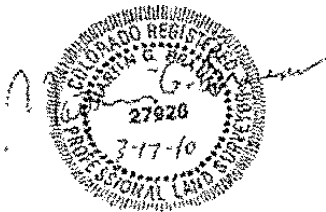
THENCE S00°04'39"E, ALONG SAID CENTERLINE OF VACATED BRYANT STREET AS VACATED BY ORDINANCE NO. 491-1999 AND BY ORDINANCE NO. 618-2006, A DISTANCE OF 569.98 FEET;

THENCE S89°54'25"W, A DISTANCE OF 30.00 FEET TO THE POINT OF BEGINNING.

PARCEL CONTAINS 958,294 SQUARE FEET, OR 21.9994 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
(303) 792-5257
KSDG JOB NO. 1532C
DATE: MARCH 17, 2010

BY: MARTING. BRAUNS, PLS 27926



BRONCO STADIUM

PARCEL B1:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHEAST CORNER OF BLOCK 8, TYNON'S ADDITION TO DENVER, SECOND FILING, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S12°44'40"W, A DISTANCE OF 1846.27 FEET;

THENCE S89°51'49"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 8, A DISTANCE OF 232.50 FEET TO THE CENTERLINE OF THE MOST WESTERLY NORTH-SOUTH ALLEY VACATED BY ORDINANCE NO. 300-1983;

THENCE N00°17'53"W, ALONG SAID CENTERLINE, A DISTANCE OF 140.18 FEET TO THE EASTERLY EXTENSION OF THE SOUTH LINE OF THE NORTH 15.00 FEET OF LOT 9, SAID BLOCK 8;

THENCE S89°54'25"W, ALONG SAID EASTERLY EXTENSION AND SAID SOUTH LINE, A DISTANCE OF 134.13 FEET TO THE WESTERLY LINE OF SAID BLOCK 8, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF FEDERAL BOULEVARD;

THENCE N00°18'27"W, ALONG THE WESTERLY LINE OF SAID BLOCK 8, A DISTANCE OF 220.00 FEET TO THE NORTHWEST CORNER OF SAID BLOCK 8;

THENCE N89°54'25"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 8, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 19TH AVENUE, A DISTANCE OF 366.66 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 8, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE (FORMERLY KNOWN AS ELIOT STREET) AS ESTABLISHED BY ORDINANCE 257-2002;

THENCE S00°17'53"E, ALONG THE EASTERLY LINE OF SAID BLOCK 8, AND ALONG THE WESTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE (FORMERLY KNOWN AS ELIOT STREET), A DISTANCE OF 360.00 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 113,232 SQUARE FEET OR 2.599 ACRES, MORE OR LESS AND IS SUBJECT TO ALL EXISTING EASEMENTS OR RIGHTS OF WAY.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED JUNE 9, 2009
KSD JOB NO. 1532C
MARTIN E. BRAUNS, PLS 27926



BRONCO STADIUM

PARCEL B2:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHWEST CORNER OF BLOCK 4, RATHBONE HEIGHTS, BEING A RESUBDIVISION OF THE WEST ONE HALF OF BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S09°56'16"W A DISTANCE OF 2724.98 FEET;

THENCE N00°17'59"W, ALONG THE WESTERLY LINE OF SAID BLOCK 4, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF ELIOT STREET, A DISTANCE OF 4.19 FEET TO A POINT OF NON-TANGENT CURVE;

THENCE ALONG THE ARC OF SAID CURVE TO THE LEFT, THROUGH A CENTRAL ANGLE OF 145°51'54", AN ARC DISTANCE OF 132.38, HAVING A RADIUS OF 52.00 FEET, AND A CHORD BEARING OF N00°58'51"E, A DISTANCE OF 99.42 FEET TO A POINT OF REVERSE CURVE;

THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 11°55'53", AN ARC DISTANCE OF 4.37 FEET, HAVING A RADIUS OF 21.80 FEET, AND A CHORD BEARING OF N64°59'30"W, A DISTANCE OF 4.37 FEET TO A POINT OF NON-TANGENCY ON THE WESTERLY LINE OF SAID BLOCK 4, RATHBONE HEIGHTS, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF ELIOT STREET;

THENCE N00°17'59"W, ALONG THE WESTERLY LINE OF SAID BLOCK 4, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF ELIOT STREET, A DISTANCE OF 47.87 FEET TO A POINT 153.26 FEET NORTH OF THE SOUTH LINE OF SAID BLOCK 4;

THENCE N89°54'25"E, ALONG A LINE 153.26 FEET NORTH OF AND PARALLEL WITH THE SOUTHERLY LINE OF SAID BLOCK 4, A DISTANCE OF 143.33 FEET TO A POINT 5.00 FEET EASTERLY OF THE ALLEY SITUATED BETWEEN LOTS 1-14 AND LOTS 15 AND 34 IN SAID BLOCK 4, RATHBONE HEIGHTS, A PORTION OF WHICH WAS VACATED BY ORDINANCE 618-2005;

THENCE N00°17'59"W, ALONG A LINE 5.00 FEET EAST OF AND PARALLEL WITH THE EASTERLY LINE OF SAID ALLEY SITUATED BETWEEN LOTS 1-14 AND LOTS 15 AND 34, SAID BLOCK 4, A DISTANCE OF 209.97 FEET TO THE NORTHERLY LINE OF SAID BLOCK 4;

THENCE N89°35'11"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 4, RATHBONE HEIGHTS AND THE NORTHERLY LINE OF BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 21ST AVENUE, A DISTANCE OF 223.33 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND;

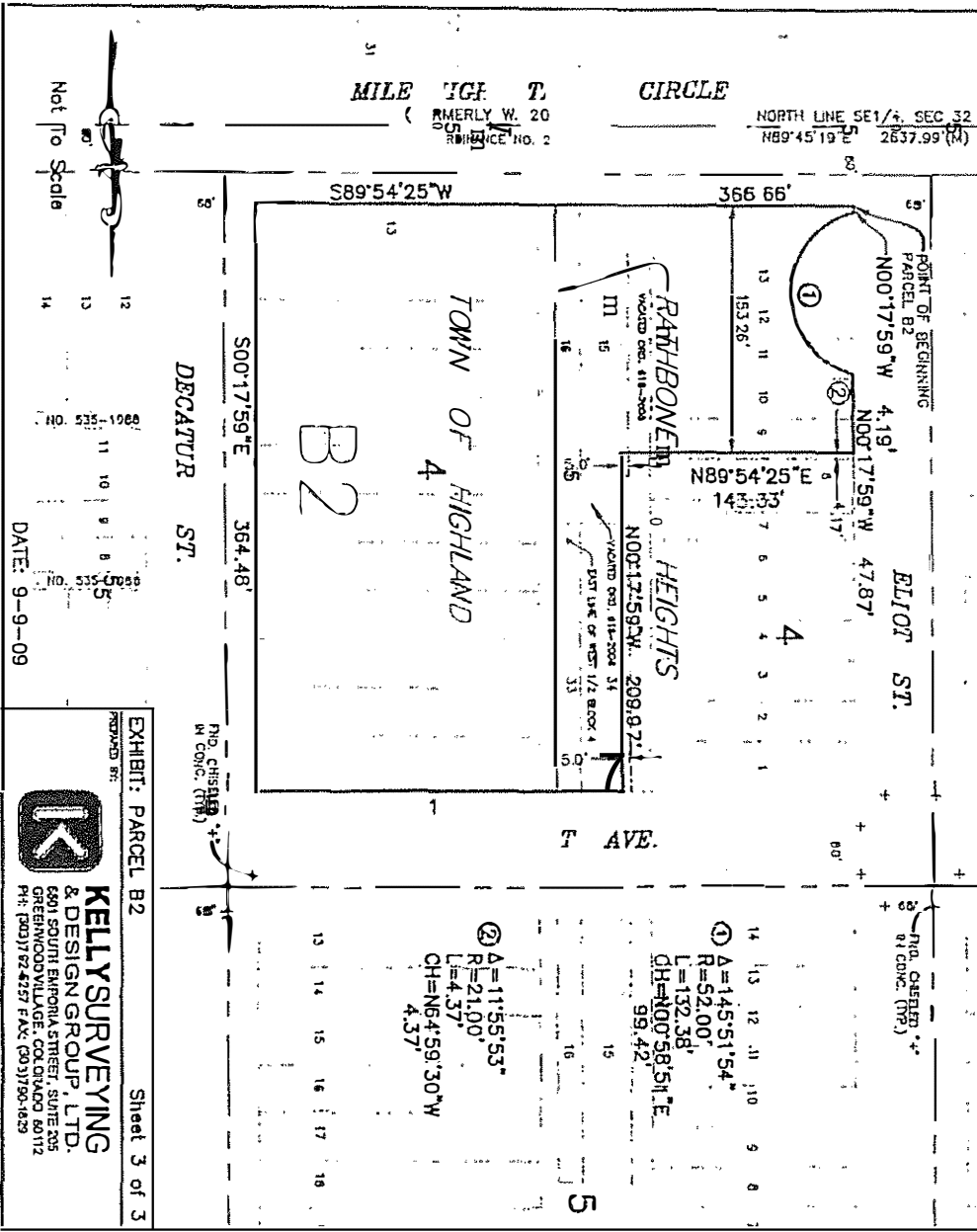
THENCE S00°17'59"E, ALONG THE EASTERLY LINE OF SAID BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF DECATUR STREET, A DISTANCE OF 364.48 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK 4;

THENCE S89°54'25"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 4, CRANE'S ADDITION TO THE TOWN OF HIGHLAND, AND THE SOUTHERLY LINE OF SAID BLOCK 4, RATHBONE HEIGHTS, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE (FORMERLY KNOWN AS WEST 20TH AVENUE), AS ESTABLISHED BY ORDINANCE 267-2002, A DISTANCE OF 366.66 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 100,344 SQUARE FEET OR 2.3036 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6601 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED SEPTEMBER 8, 2009
KSD JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926





BRONCO STADIUM
JOB NO. 1532C
PARCEL B3

PARCEL B3-WEST:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, AND IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY. LS (UNREADABLE)."

BEGINNING AT A POINT ON THE NORTHERLY LINE OF WEST COLFAX AVENUE, SAID POINT BEING ALSO THE INTERSECTION OF THE CENTERLINE OF BRYANT STREET, AS VACATED BY ORDINANCE NO. 618-2006, AND THE SOUTHERLY LINE OF THAT PORTION OF SAID VACATED BRYANT STREET, FROM WHENCE THE NORTHEAST CORNER OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5 BEARS N84°33'23"E, A DISTANCE OF 937.97 FEET;

THENCE N00°05'35"W, ALONG SAID CENTERLINE, A DISTANCE OF 145.95 FEET TO A POINT ON THE CENTERLINE OF WEST CABLE PLACE, AS VACATED BY ORDINANCE NO. 529-2009 AND AMENDED BY ORDINANCE NO. 35-2010;

THENCE N89°54'23"E, ALONG SAID CENTERLINE, A DISTANCE OF 256.43 FEET TO A POINT OF NON-TANGENT CURVE ON THE WESTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE AS ESTABLISHED BY ORDINANCE NO. 106-2008;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE THE FOLLOWING FIVE (5) COURSES:

- BEARING OF S03
TANGENT;
1. THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT AN ARC DISTANCE OF 13.27 FEET, HAVING A CENTRAL ANGLE OF 00°43'37", A RADIUS OF 1031.00 FEET, A CHORD OF S03 E52 55W AN DISTANCE OF 13.08 FEET TO A POINT OF
 2. THENCE S03°31'07"W, ALONG SAID TANGENT, A DISTANCE OF 21.65 FEET TO A POINT OF CURVE;
 3. THENCE ALONG SAID CURVE TO THE RIGHT AN ARC DISTANCE OF 57.94 FEET, HAVING A CENTRAL ANGLE OF 56°16'11", A RADIUS OF 59.00 FEET, A CHORD BEARING OF S31°39'12"W AND A CHORD DISTANCE OF 55.64 FEET TO A POINT OF TANGENT;
 4. THENCE S59°47'18"W, ALONG SAID TANGENT, A DISTANCE OF 60.15 FEET TO A POINT OF CURVE;

5. THENCE ALONG SAID CURVE TO THE RIGHT AN ARC DISTANCE OF 143.93 FEET, HAVING A CENTRAL ANGLE OF 31°50'26", A RADIUS OF 259.00 FEET, A CHORD BEARING OF S75°42'31"W, AND A CHORD DISTANCE OF 142.09 FEET TO A POINT OF NON-TANGENCY ON THE SOUTHERLY LINE OF THAT PORTION OF BRYANT STREET, AS VACATED BY ORDINANCE NO. 618-2006;

THENCE N88°27'17"W, A DISTANCE OF 35.12 FEET TO THE POINT OF BEGINNING.

THE ABOVE OVERALL PARCEL B3-WEST CONTAINS 30,994 SQUARE FEET, OR 0.7115 ACRE, MORE OR LESS.

EXCEPTING THEREFROM CDOT PARCELS 7 AND 8 DESCRIBED BELOW AND THAT PART OF CDOT PARCEL 9 DESCRIBED BELOW LYING WITHIN THE BOUNDARIES OF SUCH PARCEL B-3 WEST (WEST OF MILE HIGH STADIUM CIRCLE)

SAID EXCEPTIONS CONTAIN 4,873 SQUARE FEET, OR 0.1119 ACRE, MORE OR LESS.

SAID REMAINDER PARCEL B3-WEST CONTAINS 26,121 SQUARE FEET, OR 0.5997 ACRE, MORE OR LESS.

PARCEL B3-EAST:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, AND IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, BOTH IN RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHWEST CORNER OF LOT E RESERVED, IN BLOCK 6, PLATTE PARK, AS ORIGINALLY PLATTED, SAID POINT BEING ALSO THE SOUTHEAST CORNER OF THAT PART OF WEST CABLE PLACE AS VACATED BY ORDINANCE NO. 618-2006, AND BEING ALSO A POINT ON THE NORTHERLY LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5, FROM WHENCE THE NORTHEAST CORNER OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5 BEARS N89°54'23"E, A DISTANCE OF 577.52 FEET;

THENCE N89°54'23"E, ALONG THE SOUTHERLY LINE OF SAID LOT E RESERVED, AND ALONG THE NORTHERLY LINE OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5, A DISTANCE OF 19.48 FEET TO THE NORTHERLY EXTENSION OF THE WESTERLY LINE OF PARCELS WSL-57, AND 59 AS RECORDED UNDER RECEPTION NO. R-92-0017256;

THENCE S16°20'17"W, ALONG SAID NORTHERLY EXTENSION AND THE WESTERLY LINE OF SAID PARCELS WSL-57 AND 59, A DISTANCE OF 101.65 FEET TO A POINT ON THE NORTHERLY LINE OF PARCEL NO. 2 OF PROJECT NO. BRO M735-004 OF THE COLORADO DEPARTMENT OF TRANSPORTATION;

THENCE N70°02'40"W ALONG THE NORTHERLY LINE OF SAID PARCEL 2, A DISTANCE OF 54.21 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE AS ESTABLISHED BY ORDINANCE NO. 106-2008;

THENCE ALONG THE EASTERLY RIGHT-OF-WAY LINE OF SAID MILE HIGH STADIUM CIRCLE THE FOLLOWING FOUR (4) COURSES:

1. THENCE N00°05'05"E, A DISTANCE OF 39.63 FEET TO A POINT OF NON-TANGENT CURVE;
2. THENCE ALONG THE ARC OF SAID NON-TANGENT CURVE TO THE LEFT AN ARC DISTANCE OF 63.08 FEET, HAVING A CENTRAL ANGLE OF 29°52'08", A RADIUS OF 121.00 FEET, A CHORD BEARING OF N16°27'10"E, AND A CHORD DISTANCE OF 62.37 FEET TO A POINT OF TANGENCY;
3. THENCE N03°31'07"E, ALONG SAID TANGENT, A DISTANCE OF 21.65 FEET TO A POINT OF CURVE;
4. THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT AN ARC DISTANCE OF 17.00 FEET, HAVING A CENTRAL ANGLE OF 01°00'19", A RADIUS OF 968.93 FEET, A CHORD BEARING N04°01'16"E, AND A CHORD DISTANCE OF 17.00 FEET TO A POINT ON THE CENTERLINE OF SAID VACATED WEST CABLE PLACE;

THENCE S89°E54'23"E ALONG SAID CENTERLINE, A DISTANCE OF 37.75 FEET TO THE EASTERLY LINE OF SAID VACATED WEST CABLE PLACE;
THENCE S00°05'25"E, ALONG SAID EASTERLY LINE, A DISTANCE OF 58.50 FEET TO THE POINT OF BEGINNING.

SAID PARCEL B3-EAST CONTAINS 7,836 SQUARE FEET OR 0.1799 ACRE, MORE OR LESS.

PARCEL B3 - CDOT LEASED PARCELS

THOSE PARCELS OF LAND LEASED FROM THE COLORADO DEPARTMENT OF TRANSPORTATION PURSUANT TO ENCROACHMENT LEASE AND LICENSE AGREEMENT RECORDED JANUARY 26, 2007 AT RECEPTION NO. 2007012647 AND DESCRIBED AS FOLLOWS:

CDOT PARCEL 7 (PER DEED RECORDED IN BOOK 9673 AT PAGE 368)

A TRACT OR PARCEL OF LAND NO. 6 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO, PROJECT NO. U005-4(12), CONTAINING 1,100 SQ. FT., MORE OR LESS, IN LOTS 1 AND 2, BLOCK 14, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32 AND THE NE1/4 OF SECTION 5, TOWNSHIPS 3 AND 4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THE SOUTH 22.0 FEET OF THE NORTH 25.0 FEET OF LOTS 1 AND 2, BLOCK 14, PLATTE PARK

CDOT PARCEL 8 (PER DEED RECORDED IN BOOK 9649 AT PAGE 93)

A TRACT OR PARCEL OF LAND NO. 7 OF THE DEPARTMENT OF HIGHWAYS, STATE OF

COLORADO, PROJECT NO. U 005-4(12), CONTAINING 3,102 SQ. FT., MORE OR LESS, IN LOTS 3-8T BLOCK 14, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32 AND THE NE1/4 OF SECTION 5, TOWNSHIPS 3 AND 4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THE SOUTH 22.0 FEET OF THE NORTH 25.0 FEET OF LOTS 3 THROUGH 8, BLOCK 14, PLATTE PARK.

CDOT PARCEL 9 (PER DEED RECORDED IN BOOK 9830AT PAGE 338)

A TRACT OR PARCEL OF LAND NO. 8 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO, PROJECT NO. U 005-4(12), CONTAINING 1,650 SQ. FT., MORE OR LESS, IN LOTS M AND L AND K, BLOCK 14, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32 AND THE NE1/4 OF SECTION 5, TOWNSHIPS 3 AND 4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

THE SOUTH 22 FEET OF LOTS M, L AND K, BLOCK 14, PLATTE PARK EXCEPT THAT PART THEREOF LYING IN MILE HIGH STADIUM CIRCLE

SAID EXCEPTION CONTAINS 993 SQUARE FEET, OR 0.0226 ACRE, MORE OR LESS.

SAID OVERALL PARCEL B3 CONTAINS 33,957 SQUARE FEET, OR 0.7795 ACRE, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MARCH 4, 2010
KSD JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926



BRONCO STADIUM
JOB NO. 1532

PARCEL B4:

A PARCELOF LANO LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, AND IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHEAST CORNER OF LOT 11, BLOCK 13, PLATTE PARK, AS ORIGINALLY PLATTED, FROM WHENCE THE NORTHEAST CORNER OF THE NORTHEAST ONE-QUARTER OF SECTION 5 BEARS N84°46'30"E, A DISTANCE OF 96 7.76 FEET;

THENCE N88°04'28"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 13, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST COLFAX AVENUE, A DISTANCE OF 265.78 FEET TO THE SOUTHWEST CORNER OF SAID BLOCK 13;

THENCE N00°05'35"W, ALONG THE WESTERLY LINE OF SAID BLOCK 13, AND ALONG THE NORTHERLY EXTENSION OF SAID WESTERLY LINE, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF CLAY STREET, A DISTANCE OF 135.67 FEET TO A POINT ON THE CENTERLINE OF WEST CABLE PLACE AS ESTABLISHED BY ORDINANCE NO. 148-1912 AND AS VACATED BY ORDINANCE NO. 529-2009, AMENDED BY ORDINANCE NO. 35-2010;

THENCE N89°54'23"E, ALONG SAID CENTERLINE, A DISTANCE OF 295.62 FEET TO THE CENTERLINE OF BRYANT STREET AS VACATED BY ORDINANCE NO. 618-2006;

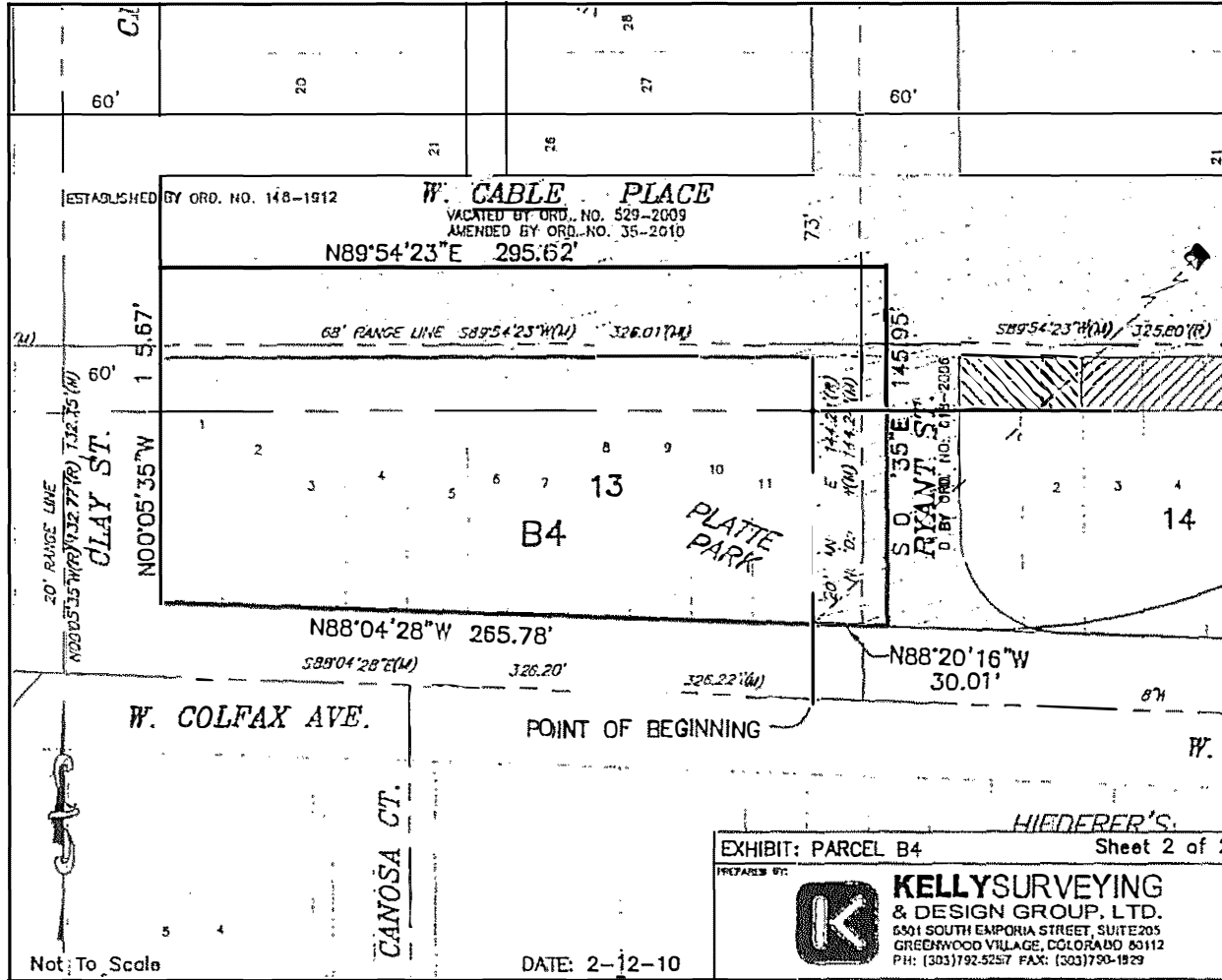
THENCE S00°05'35"E, ALONG SAID CENTERLINE, A DISTANCE OF 145.95 FEET TO THE SOUTHERLY LINE OF SAID VACATED BRYANT STREET;

THENCE N88°20'16"W, ALONG THE SOUTHERLY LINE OF SAID VACATED BRYANT STREET, A DISTANCE OF 30.01 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 41644 SQUARE FEET OR 0.9560 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 60112
REVISED FEBRUARY 12, 2010
KSD JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926





BRONCO STADIUM
JOB NO. 1532C

PARCEL B5:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, AND THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHEAST CORNER OF LOT 4, BLOCK 12, PLATTE PARK, AS ORIGINALLY PLATTED, FROM WHENCE THE NORTHWEST CORNER OF THE NORTHEAST ONE-QUARTER OF SECTION 5 BEARS N86°32'22"W, A DISTANCE OF 1184.62 FEET;

THENCE S86°26'17"W, ALONG THE NORTHERLY RIGHT-OF-WAY LINE OF COLFAX AVENUE BEING ALSO THE SOUTHERLY LINE OF BLOCK 12, A DISTANCE OF 59.53 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE AS DEDICATED BY RESOLUTION NO. 95-2008;

THENCE ALONG THE EASTERLY LINE OF SAID MILE HIGH STADIUM WEST CIRCLE THE FOLLOWING TWO (2) COURSES:

1. THENCE N38°41'12"W, A DISTANCE OF 58.83 FEET;
2. THENCE N00°34'20"W, A DISTANCE OF 53.05 FEET TO A POINT ON THE SOUTHERLY LINE OF WEST CABLE PLACE AS ESTABLISHED BY ORDINANCE NO. 148-1912, SAID POINT BEING 3.43 FEET EAST OF THE NORTHWEST CORNER OF LOT 1, SAID BLOCK 12, PLATTE PARK;

THENCE N89°54'23"E, ALONG THE SOUTHERLY LINE OF SAID WEST CABLE PLACE, A DISTANCE OF 96.57 FEET TO THE EASTERLY LINE OF LOT 4 SAID BLOCK 12;

THENCE S00°05'35"E, ALONG THE EASTERLY LINE OF SAID LOT 4, A DISTANCE OF 95.44 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 8,581 SQUARE FEET OR 0.1970 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED FEBRUARY 12, 2010
KSD JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926



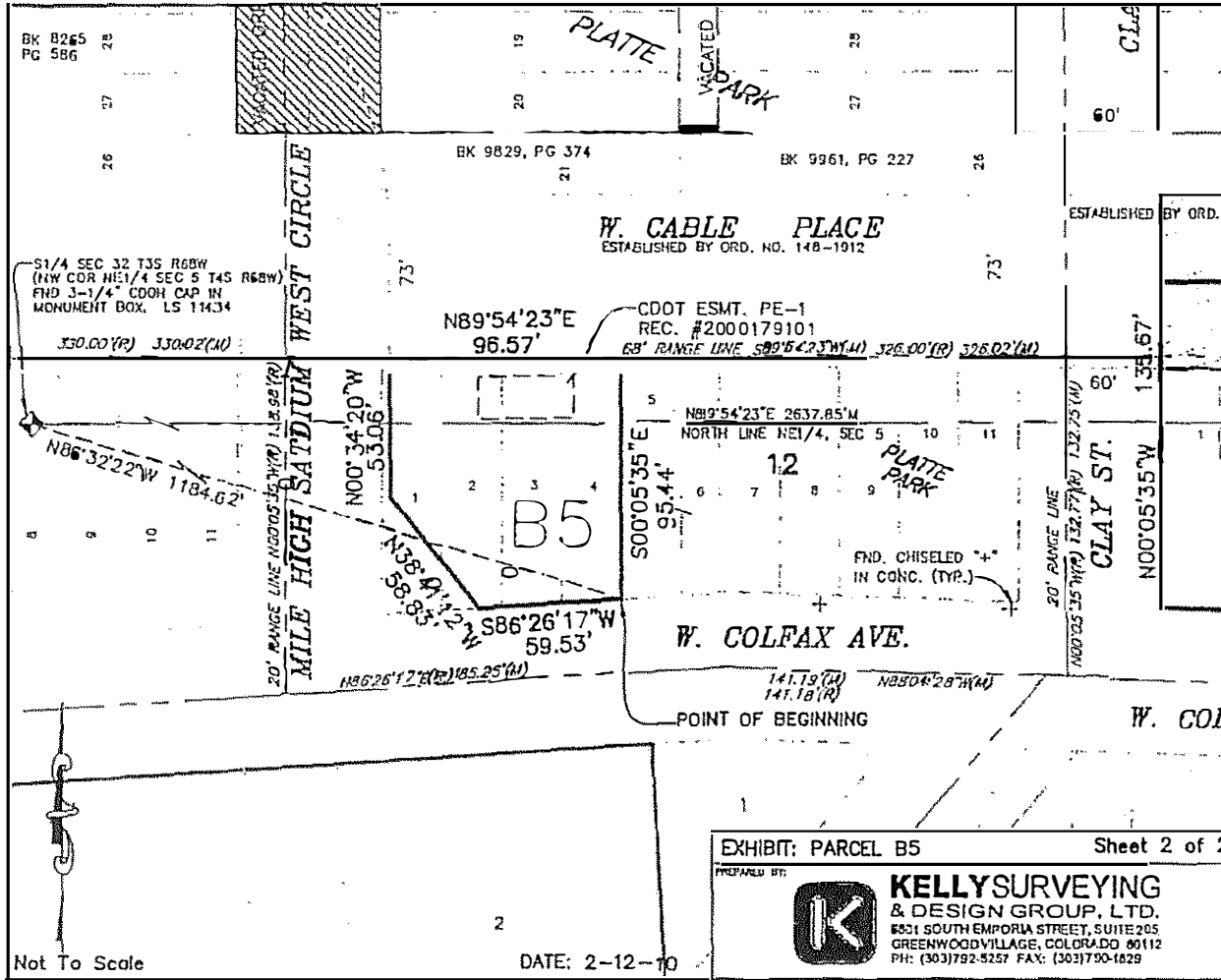


EXHIBIT: PARCEL B5 Sheet 2 of 2

PREPARED BY:



KELLY SURVEYING
 & DESIGN GROUP, LTD.
 6521 SOUTH EMPORIA STREET, SUITE 205
 GREENWOOD VILLAGE, COLORADO 80112
 PH: (303)792-5257 FAX: (303)790-1829

BRONCO STADIUM
JOB NO. 1532C
PARCEL B6

PARCEL B6-EAST:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THESE DESCRIPTIONS, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT A POINT ON THE NORTHERLY LINE OF LOT 1, JACOB'S ADDITION TO HIGHLAND, AS RECORDED IN PLAT BOOK 1 AT PAGE 31 OF THE CITY AND COUNTY OF DENVER RECORDS, 1.40 FEET EASTERLY OF THE NORTHWEST CORNER OF SAID LOT 1, FROM WHENCE THE NORTHWEST CORNER OF THE NORTHEAST ONE-QUARTER OF SECTION 5 BEARS N83°45'09"W, A DISTANCE OF 1202.24 FEET;

THENCE S03°04'13"E, ALONG A LINE 1.40 FEET EASTERLY OF AND PARALLEL WITH THE WESTERLY LINE OF SAID LOT 1, A DISTANCE OF 107.91 FEET TO THE SOUTHEASTERLY LINE OF SAID LOT 1;

THENCE S41°16'32"W, ALONG THE SOUTHEASTERLY LINE OF LOTS 1, 2, 19 AND 18, JACOB'S ADDITION TO HIGHLAND, BEING ALSO THE NORTHWESTERLY RIGHT-OF-WAY LINE OF MORRISON ROAD, AS SHOWN ON THE MAP OF OFFICIAL CITY SURVEY ON FILE IN BOOK 25 AT PAGE 6, IN THE CITY ENGINEER'S OFFICE, A DISTANCE OF 158.00 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE AS ESTABLISHED BY RESOLUTION NO. 95-2005 OF THE CITY AND COUNTY OF DENVER RECORDS;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE THE FOLLOWING TWO (2) COURSES:

1. THENCE N02°47'43"W, A DISTANCE OF 163.59 FEET;
2. THENCE N42°53'12"E, A DISTANCE OF 81.81 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST COLFAX AVENUE;

THENCE N86°25'17"E, ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, A DISTANCE OF 50.84 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 16,341 SQUARE FEET, OR 0.3751 ACRE, MORE OR LESS.

PARCEL B6-WEST:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST COLFAX AVENUE, BEING ALSO ON THE WESTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE AS ESTABLISHED BY RESOLUTION NO. 95-2006 OF THE CITY AND COUNTY OF DENVER RECORDS, SAID POINT BEING 38.64 FEET WESTERLY OF THE NORTHEAST CORNER OF LOT 3, JACOB'S ADDITION TO HIGHLAND, FROM WHENCE THE NORTHWEST CORNER OF THE NORTHEAST ONE-QUARTER OF SAID SECTION 5 BEARS N82°08'58"W, A DISTANCE OF 1035.09 FEET;

THENCE ALONG THE WESTERLY RIGHT-OF-WAY LINE OF SAID MILE HIGH STADIUM WEST CIRCLE THE FOLLOWING TWO (2) COURSES:

1. THENCE S00°34'20"E, A DISTANCE OF 34.57 FEET;
2. THENCE S02°47'43"E, A DISTANCE OF 118.39 FEET;

THENCE S08°20'01"W, A DISTANCE OF 98.20 FEET;

THENCE S24°34'40"W, A DISTANCE OF 110.00 FEET TO A POINT ON THE CENTERLINE OF WEST 14TH AVENUE AS VACATED BY ORDINANCE NO. 300-2006;

THENCE S86°26'17"W, ALONG SAID CENTERLINE OF VACATED WEST 14TH AVENUE A DISTANCE OF 95.74 FEET TO THE INTERSECTION WITH THE NORTHERLY EXTENSION OF THE EASTERLY LINE OF THE WEST 52.00 FEET OF LOT 24, JACOB'S ADDITION TO HIGHLAND;

THENCE S03°33'43"E, ALONG SAID NORTHERLY EXTENSION, THE EASTERLY LINE OF THE WEST 52.00 FEET OF SAID LOT 24, AND THE SOUTHERLY EXTENSION OF SAID EASTERLY LINE, A DISTANCE OF 185.53 FEET;

THENCE S72°56'29"W, A DISTANCE OF 174.67 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 10°38'43", AN ARC LENGTH OF 177.24 FEET, WHOSE RADIUS IS 954.00 FEET, AND WHOSE CHORD BEARS S78°13'54"W, A DISTANCE OF 176.99 FEET, MORE OR LESS, TO A POINT OF NON-TANGENCY ON THE NORTHERLY RIGHT-OF-WAY LINE OF WEST HOWARD PLACE AS ESTABLISHED BY RESOLUTION NO. 62-2006;

THENCE ALONG THE NORTHERLY LINE OF SAID WEST HOWARD PLACE THE FOLLOWING FOUR (4) COURSES:

1. THENCE S85°00'36"W, A DISTANCE OF 365.16 FEET TO A POINT ON THE SOUTHERLY LINE OF THAT DEED RECORDED UNDER RECEPTION NO. 2007012648;
2. THENCE S41°00'36"W, ALONG SAID SOUTHERLY LINE, A DISTANCE OF 4.24 FEET;
3. THENCE S86°00'36"W, ALONG SAID SOUTHERLY LINE, A DISTANCE OF 30.49 FEET TO A POINT OF CURVE;

4. THENCE ALONG SAID SOUTHERLY LINE AND ALONG SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 40°12'08", AN ARC LENGTH OF 38.59 FEET, WHOSE RADIUS IS 55.00 FEET, AND WHOSE CHORD BEARS N73°53'20"W, A DISTANCE OF 37.80 FEET TO A POINT OF NON-TANGENCY, SAID POINT BEING ON THE WESTERLY RIGHT-OF-WAY LINE OF ELIOT STREET AS VACATED BY ORDINANCE NO. 300-2006;

THENCE ALONG THE WESTERLY RIGHT-OF-WAY LINE OF SAID VACATED ELIOT STREET, SAID LINE BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF SAID DEED RECORDED UNDER RECEPTION NO. 2007012648, THE FOLLOWING THREE (3) COURSES:

1. THENCE N05°28'00"E, A DISTANCE OF 67.34 FEET;
2. THENCE N35°52'30"E, A DISTANCE OF 245.30 FEET;
3. THENCE N60°09'59"E, A DISTANCE OF 44.63 FEET TO SAID NORTHERLY RIGHT OF-WAY LINE OF SAID VACATED WEST 14TH AVENUE, BEING ALSO THE SOUTHWEST CORNER OF LOT 13, JACOB'S ADDITION TO HIGHLAND AND THE SOUTHWEST CORNER OF THAT PARCELOF LAND DESCRIBED IN BOOK 8228 AT PAGE 404;

THENCE N37°37'59"E, ALONG THE SOUTHEASTERLY LINE OF THOSE PARCELS DESCRIBED IN BOOK 8228 AT PAGE 404, BOOK 8236 AT PAGE 516, BOOK 8255 AT PAGE 92 AND BOOK 8255 AT PAGE 98, A DISTANCE OF 193.34 FEET TO THE NORTHWEST CORNER OF LOT 14, JACOB'S ADDITION TO HIGHLAND;

THENCE N86°26'17"E, ALONG THE SOUTHERLY LINE OF THE VACATED 16 FOOT EAST-WEST ALLEY, AS SHOWN ON SAID JACOB'S ADDITION TO HIGHLAND, A DISTANCE OF 90.01 FEET TO THE SOUTHERLY EXTENSION OF THE WESTERLY LINE OF LOT 20, ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10 JACOB'S ADDITION TO HIGHLAND;

THENCE N03°04'13"W, ALONG SAID SOUTHERLY EXTENSION AND THE WESTERLY LINE OF SAID LOT 20, A DISTANCE OF 46.00 FEET TO THE NORTHWESTERLY LINE OF PARCEL 1 AS RECORDED UNDER RECEPTION NO. 060404 IN THE CITY AND COUNTY OF DENVER RECORDS;

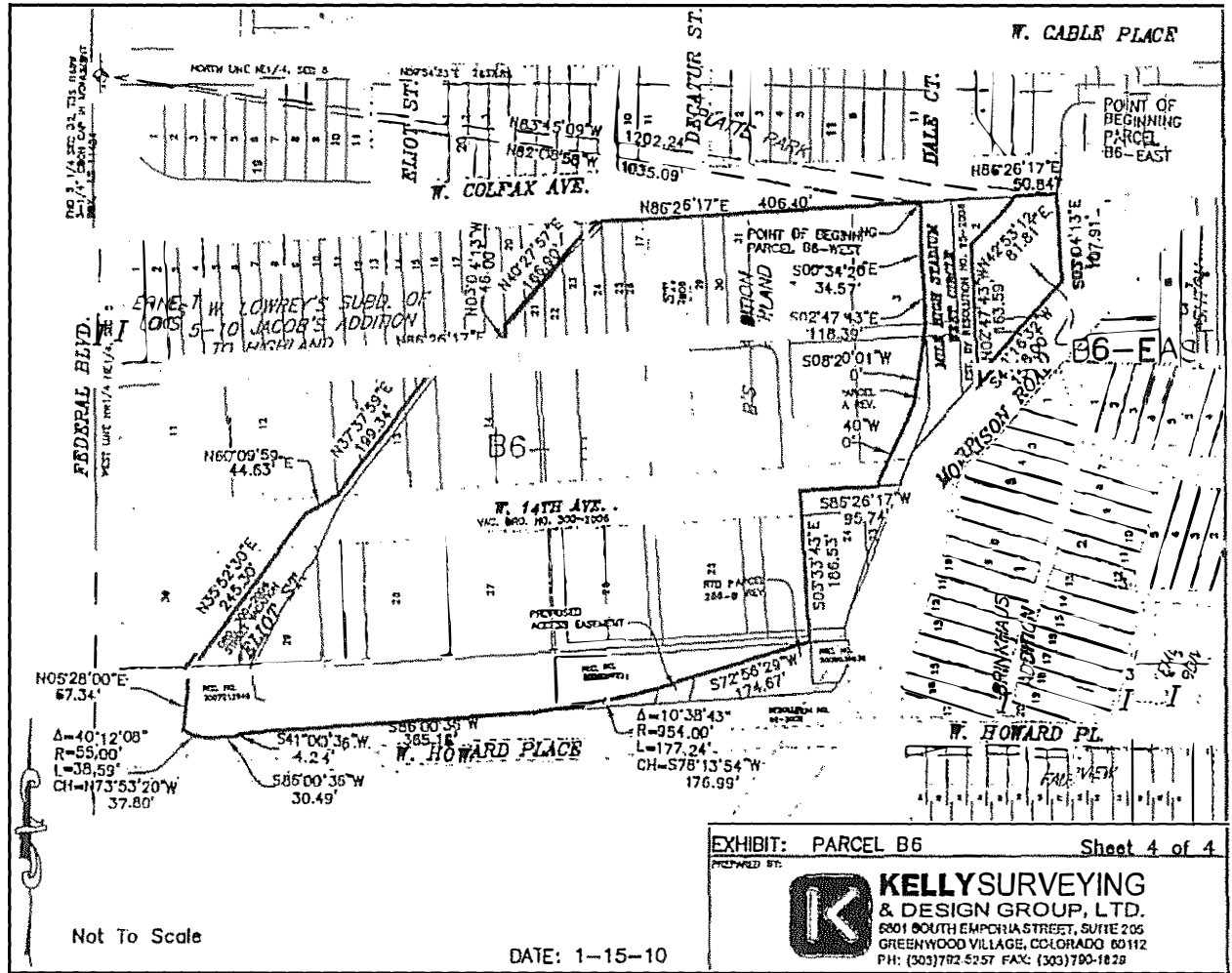
THENCE N40°27'57"E, ALONG SAID NORTHWESTERLY LINE, A DISTANCE OF 166.90 FEET TO THE NORTHERLY LINE OF ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOB'S ADDITION TO HIGHLAND;

THENCE N86°26'17"E, ALONG THE NORTHERLY LINE OF ERNEST W. LOWREY'S SUBDIVISION OF LOTS 5-10, JACOB'S ADDITION TO HIGHLAND AND THE NORTHERLY LINE OF JACOB'S ADDITION TO HIGHLAND, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST COLFAX AVENUE, A DISTANCE OF 406.40 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 370,843 SQUARE FEET OR 8.5134 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED JANUARY 15, 2010
KSD JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926





Not To Scale

DATE: 1-15-10

BRONCO STADIUM
JOB NO. 1532C

PARCEL B7:

A PARCEL OF LAND LOCATED IN THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, SAID LINE BEING ALSO THE NORTH LINE OF THE NORTHEAST ONE-QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A

MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHWEST CORNER OF LOT 25, BLOCK 4, FAIRVIEW, AS RECORDED IN BOOK 1 AT PAGE 42, IN THE CITY AND COUNTY OF DENVER RECORDS, FROM WHENCE THE NORTHEAST CORNER OF SECTION 5 BEARS N49°39'35"E, A DISTANCE OF 2125.00 FEET;

THENCE N00°34'18"W, ALONG THE WESTERLY LINE OF SAID BLOCK 4, THE WESTERLY LINE OF THAT PORTION OF WEST MYRTLE PLACE AS VACATED BY ORDINANCE NO. 197-1981, AND THE WESTERLY LINE OF BLOCK 1, FAIRVIEW, BEING ALSO THE EASTERLY

RIGHT-OF-WAY LINE OF DECATUR STREET A DISTANCE OF 366.59 FEET;

THENCE N71°53'11"E, A DISTANCE OF 35.29 FEET TO A POINT OF CURVE;

THENCE ALONG THE ARC OF SAID CURVE TO THE LEFT, HAVING A CENTRAL ANGLE OF 34°41'59", A RADIUS 378.90 FEET AND AN ARC DISTANCE OF 229.47 FEET, AND WHOSE CHORD BEARS N54°32'10"E A DISTANCE OF 225.98 FEET TO A POINT OF NON-TANGENCY; THENCE N37°00'19"E, ALONG SAID TANGENT, A DISTANCE OF 72.73 FEET TO A POINT ON THE NORTHERLY LINE OF LOT 14, BLOCK 1, FAIRVIEW;

THENCE N89°21'16"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 1, BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST HOWARD PLACE, A DISTANCE OF 36.82 FEET TO THE NORTHEAST CORNER OF LOT 13, BLOCK 1, FAIRVIEW;

THENCE S00°33'01"E, ALONG THE EASTERLY LINES OF LOTS 13 AND 36 OF SAID BLOCK 1, THE EASTERLY LINE OF THAT PORTION OF WEST MYRTLE PLACE AS VACATED BY ORDINANCE NO. 197-1981, AND THE EASTERLY LINE OF LOTS 13 AND 36, BLOCK 4, FAIRVIEW, A DISTANCE OF 563.76 FEET TO THE SOUTHEAST CORNER OF SAID LOT 36;

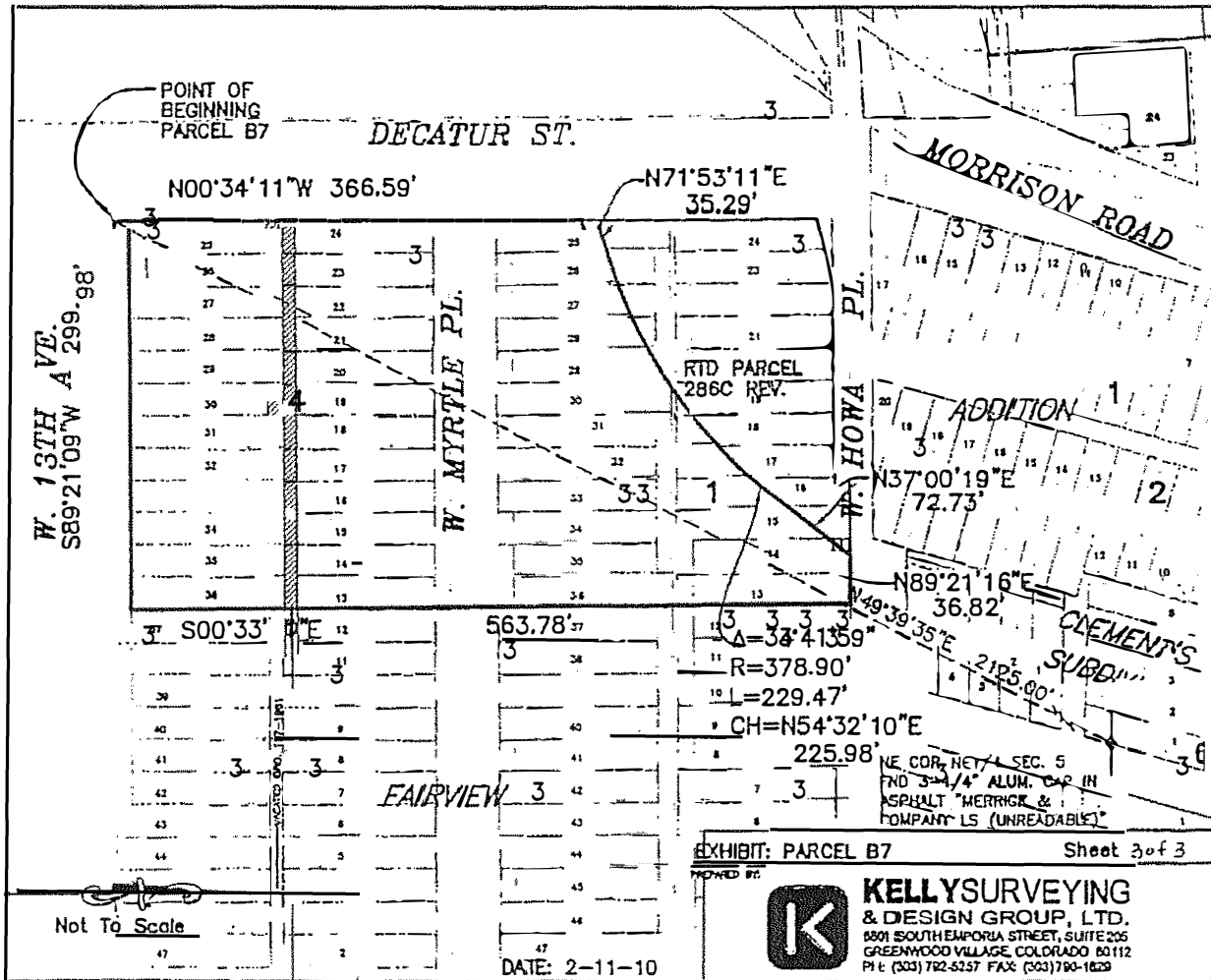
THENCE S89°21'09"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 4, FAIRVIEW,
BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 13TH AVENUE, A
DISTANCE OF 299.98 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 136,204 SQUARE FEET OR 3.1268 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED FEBRUARY 11, 2010
KSD JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926



A circular professional seal for Martin G. Brauns, a Professional Engineer in the State of Colorado. The seal contains the text "PROFESSIONAL ENGINEER" and "STATE OF COLORADO". The license number "27926" is handwritten in the center of the seal.



BRONCO STADIUM
JOB NO. 1532C
PARCEL B9

PARCEL B9-WEST:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING $N89^{\circ}54'23''E$ A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE NORTHWEST CORNER OF LOT 48, BLOCK 15, PLATTE PARK, AS RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, SAID POINT BEING ALSO ON THE SOUTHERLY RIGHT-OF-WAY LINE OF DICK CONNOR AVENUE, AS DEDICATED BY ORDINANCE NO. 211-1993, FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS $S62^{\circ}24'01''E$, A DISTANCE OF 2754.52 FEET;

THENCE $N89^{\circ}54'25''E$, ALONG THE NORTHERLY LINE OF LOT 48, SAID BLOCK 15, AND ALONG THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID DICK CONNOR AVENUE, A DISTANCE OF 137.44 FEET TO THE NORTHEAST CORNER OF SAID LOT 48, BEING ALSO THE NORTHWESTERLY CORNER OF VACATED ELIOT STREET AS VACATED IN ORDINANCE NO. 3-1978;

THENCE $N89^{\circ}55'18''E$, ALONG THE NORTHERLY LINE OF SAID VACATED ELIOT STREET A DISTANCE OF 63.85 FEET TO THE NORTHWEST CORNER OF MILE HIGH STADIUM WEST CIRCLE AS ESTABLISHED BY ORDINANCE NO. 95-2006;

THENCE ALONG THE WESTERLY RIGHT-OF-WAY LINE OF SAID MILE HIGH STADIUM WEST CIRCLE THE FOLLOWING THREE (3) COURSES:

1. THENCE $S56^{\circ}08'09''E$, A DISTANCE OF 9.63 FEET;
2. THENCE $S00^{\circ}00'10''E$, A DISTANCE OF 715.03 FEET TO A POINT OF CURVE;
3. THENCE ALONG THE ARC OF SAID CURVE TO THE LEFT AN ARC DISTANCE OF 213.04 FEET, HAVING A CENTRAL ANGLE OF $32^{\circ}02'15''$, A RADIUS OF 381.00 FEET, A CHORD BEARING $S16^{\circ}01'17''E$, AND A CHORD DISTANCE OF 210.27 FEET TO A POINT ON THE NORTHEASTERLY LINE OF THOSE PARCELS DESCRIBED IN BOOK 8286 AT PAGE 523 AND BOOK 8266 AT PAGE 333;

THENCE $N52^{\circ}31'25''W$, ALONG SAID NORTHEASTERLY LINE OF SAID PARCELS RECORDED IN BOOK 8286 AT PAGE 523 AND BOOK 8266 AT PAGE 333, A DISTANCE OF 61.09 FEET TO THE NORTHWEST CORNER OF LOT 10, SAID BLOCK 15, PLATTE PARK, BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF SAID VACATED ELIOT STREET;

THENCE $N00^{\circ}05'35''W$, ALONG SAID EASTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 28.32 FEET;

THENCE $N45^{\circ}53'09''W$, A DISTANCE OF 82.72 FEET;

THENCE N85°54'32"W, A DISTANCE OF 20.76 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 17, PLATTE PARK, SAID POINT BEING 12.5 FEET SOUTH OF THE NORTHEAST CORNER OF LOT 43, SAID BLOCK 17;

THENCE N48°07'39"W, ALONG THE NORTHEASTERLY LINE OF THAT PARCEL DESCRIBED IN BOOK 8286 AT PAGE 529, A DISTANCE OF 183.22 FEET TO A POINT ON THE EASTERLY LINE OF THE 16 FOOT ALLEY IN BLOCK 17, PLATTE PARK, BEING ALSO THE WESTERLY LINE OF LOT 48, SAID BLOCK 17, SAID POINT BEING ALSO 15.00 FEET SOUTH OF THE NORTHWEST CORNER OF SAID LOT 48;

THENCE N00°11'44"W, ALONG THE EASTERLY LINE OF THE ALLEY IN SAID BLOCK 17 AND THE EASTERLY LINE OF THE 16 FOOT ALLEY IN BLOCK 15, PLATTE PARK, BEING ALSO THE WESTERLY LINE OF LOTS 25-48, SAID BLOCK 15, A DISTANCE OF 675.35 FEET TO THE POINT OF BEGINNING.

SAID PARCEL B9-WEST CONTAINS 161,074 SQUARE FEET, OR 3.6978 ACRES, MORE OR LESS.

PARCEL B9-MAIN:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHEAST CORNER OF LOT 27, BLOCK 3, PLATTE PARK, AS RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S52°57'09"E, A DISTANCE OF 1209.13 FEET;

THENCE N89°54'25"E, ALONG THE EASTERLY EXTENSION OF THE SOUTH LINE OF SAID LOT 27, A DISTANCE OF 30.00 FEET TO THE CENTERLINE OF VACATED BRYANT STREET AS VACATED BY ORDINANCE NO. 618-2006;

THENCE N00°04'39"W, ALONG THE CENTERLINE OF SAID VACATED BRYANT STREET, A DISTANCE OF 75.28 FEET TO THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 20, BLOCK 4, PLATTE PARK;

THENCE N89°54'25"E, ALONG SAID WESTERLY EXTENSION AND THE NORTH LINE OF SAID LOT 20, A DISTANCE OF 162.73 FEET TO A POINT ON THE CENTERLINE OF THE VACATED ALLEY IN SAID BLOCK 4, PLATTE PARK, AS VACATED BY ORDINANCE NO. 491-1999;

THENCE S00°05'35"E, ALONG THE CENTERLINE OF SAID VACATED ALLEY, A DISTANCE OF 125.01 FEET TO A POINT OF INTERSECTION WITH THE NORTHERLY RIGHT-OF-WAY LINE OF VACATED WEST 16TH AVENUE, AS VACATED BY ORDINANCE NO. 618-2006;

THENCE S00°30'38"E, A DISTANCE OF 60.27 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID VACATED WEST 16TH AVENUE, SAID POINT BEING THE POINT OF INTERSECTION OF

THE EASTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 1, BLOCK 7, PLATTE PARK, AND THE CENTERLINE OF THE VACATED ALLEY IN SAID BLOCK 7, AS VACATED BY ORDINANCE NO. 618-2006;

THENCE S00°05'35"E, ALONG THE CENTERLINE OF SAID VACATED ALLEY IN SAID BLOCK 7, A DISTANCE OF 44.62 FEET TO THE INTERSECTION OF SAID CENTERLINE WITH THE WESTERLY EXTENSION OF A LINE 5.39 FEET NORTHERLY OF AND PARALLEL WITH THE NORTH LINE OF LOT 44, SAID BLOCK 7;

THENCE N89°54'25"E, ALONG A LINE 5.39 FEET NORTHERLY OF AND PARALLEL WITH SAID NORTH LINE OF LOT 44, SAID BLOCK 7, A DISTANCE OF 276.80 FEET TO THE WESTERLY LINE OF MILE HIGH STADIUM CIRCLE AS ESTABLISHED BY ORDINANCE NO. 106-2008;

THENCE ALONG THE WESTERLY RIGHT-OF-WAY LINE OF SAID MILE HIGH STADIUM CIRCLE THE FOLLOWING TWO (2) COURSES:

1. THENCE S31°31'01"W, A DISTANCE OF 64.04 FEET TO A POINT OF CURVE;
2. THENCE ALONG THE ARC OF SAID CURVE TO THE LEFT, AN ARC DISTANCE OF 490.51 FEET, HAVING A CENTRAL ANGLE OF 30°49'34", A RADIUS OF 1031.00 FEET, A CHORD BEARING S17°52'33"W, AND A CHORD DISTANCE OF 485.92 FEET TO A POINT ON THE CENTERLINE OF WEST CABLE PLACE AS VACATED BY ORDINANCE NO. 529-2009, AS AMENDED BY ORDINANCE NO. 35-2010;

THENCE S89°54'23"W, ALONG THE CENTERLINE OF SAID VACATED WEST CABLE PLACE, A DISTANCE OF 552.04 FEET TO THE WESTERLY LINE OF SAID VACATED WEST CABLE PLACE;

THENCE N00°05'35"W, ALONG SAID WESTERLY LINE AND ALONG THE WESTERLY LINE OF THOSE PARCELS OF LAND DESCRIBED IN BOOK 9637 AT PAGE 179 AND BOOK 9689 AT PAGE 550, SITUATED IN BLOCK 8, PLATTE PARK, A DISTANCE OF 61.50 FEET TO THE SOUTHWEST CORNER OF LOT 20, BLOCK 8, SAID PLATTE PARK;

THENCE S89°54'23"W, ALONG THE EASTERLY EXTENSION, THE NORTHERLY LINE OF THOSE PARCELS OF LAND DESCRIBED IN BOOK 9961 AT PAGE 227 AND IN BOOK 9829 AT PAGE 374 SITUATED IN BLOCK 9, PLATTE PARK, AND ALONG THE WESTERLY EXTENSION OF SAID NORTHERLY LINE, A DISTANCE OF 328.19 FEET TO A POINT OF NON-TANGENT CURVE, SAID POINT BEING ON THE EASTERLY LINE OF MILE HIGH STADIUM WEST CIRCLE AS ESTABLISHED BY ORDINANCE NO. 95-2006;

THENCE ALONG THE EASTERLY RIGHT-OF-WAY LINE OF SAID MILE HIGH STADIUM WEST CIRCLE, THE FOLLOWING FOUR (4) COURSES:

1. THENCE ALONG THE ARC OF SAID NON-TANGENT CURVE TO THE LEFT, AN ARC DISTANCE OF 212.57 FEET, HAVING A CENTRAL ANGLE OF 75°38'53", A RADIUS OF 161.00 FEET, A CHORD BEARING N52°24'34"W, AND A CHORD DISTANCE OF 197.46 FEET TO A POINT OF TANGENT;
2. THENCE N89°45'59"W, ALONG SAID TANGENT, A DISTANCE OF 135.10 FEET TO A POINT OF CURVE;
3. THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT, AN ARC DISTANCE OF 502.37 FEET, HAVING A CENTRAL ANGLE OF 90°13'51", A RADIUS OF 319.00 FEET, A CHORD BEARING N45°07'05"W, AND A CHORD DISTANCE OF 452.04 FEET TO A POINT OF TANGENT;
4. THENCE N00°03'10"W, ALONG SAID TANGENT, A DISTANCE OF 760.49 FEET TO A POINT ON THE CENTERLINE OF DICK CONNOR AVENUE AS VACATED BY ORDINANCE NO. 618-2006;

THENCE N89°55'36"E, ALONG THE CENTERLINE OF SAID VACATED DICK CONNOR AVENUE AND ALONG THE CENTERLINE OF THAT PORTION OF DICK CONNOR AVENUE AS VACATED BY ORDINANCE NO. 491-1999, A DISTANCE OF 529.15 FEET;

THENCE S19°30'28"E, A DISTANCE OF 583.29 FEET TO THE SOUTHEAST CORNER OF LOT 22, BLOCK 2, PLATTE PARK;

THENCE N89°54'25"E, ALONG THE SOUTHERLY LINE OF LOT 27, BLOCK 2 AND ITS WESTERLY EXTENSION, AND LOTS 22 AND 27, BLOCK 3, PLATTE PARK, A DISTANCE OF 466.64 FEET TO THE POINT OF BEGINNING.

THE ABOVE OVERALL PARCEL B9-MAIN CONTAINS 1,259,257 SQUARE FEET, OR 28.9086 ACRES, MORE OR LESS.

EXCEPTING THEREFROM CDOT PARCELS 3, 4 AND 5 DESCRIBED BELOW, AND THAT PART OF CDOT PARCEL 6 DESCRIBED BELOW, LYING WITHIN THE BOUNDARIES OF SUCH PARCEL B9-MAIN (WEST OF MILE HIGH STADIUM CIRCLE)

SAID EXCEPTION CONTAINS 11,042 SQUARE FEET, OR 0.2535 ACRE, MORE OR LESS.

SAID REMAINDER PARCEL B9-MAIN CONTAINS 1,248,215 SQUARE FEET, OR 28.6551 ACRES, MORE OR LESS.

PARCEL B9-EAST:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" CDOH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

BEGINNING AT THE SOUTHEAST CORNER OF THAT PARCEL DESCRIBED UNDER RECEPTION NO. R-93-0034030 IN THE CITY AND COUNTY OF DENVER RECORDS, SAID POINT BEING ON THE NORTHERLY LINE OF LOT 48, BLOCK 6, PLATTE PARK, AS RECORDED IN PLAT BOOK 3, AT PAGE 8, CITY AND COUNTY OF DENVER RECORDS, AND BEING S89°54'25"W, A DISTANCE OF 49.28 FEET FROM THE NORTHEAST CORNER OF SAID LOT 48, BLOCK 6, FROM WHENCE THE SOUTHEAST CORNER OF SAID SECTION 32 BEARS S31°41'39"E, A DISTANCE OF 727.96 FEET;

THENCE S89°54'25"W, ALONG SAID NORTHERLY LINE OF LOT 48, BLOCK 6, PLATTE PARK, A DISTANCE OF 3.28 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF THE REGIONAL TRANSPORTATION DISTRICT PROPERTY AS RECORDED UNDER RECEPTION NO. R-92-0017256, DATED FEBRUARY 25, 1992, IN THE CITY AND COUNTY OF DENVER RECORDS;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY LINE THE FOLLOWING SIX (6) COURSES:

1. THENCE S16°30'00"W, A DISTANCE OF 280.60 FEET;

2. THENCE S13°34'02"W, A DISTANCE OF 117.94 FEET;
3. THENCE S86°56'17"W, A DISTANCE OF 18.39 FEET;
4. THENCE S02°22'50"E, A DISTANCE OF 12.83 FEET;
5. THENCE S04°59'04"W, A DISTANCE OF 68.03 FEET;
6. THENCE S11°29'05"W, A DISTANCE OF 61.24 FEET TO A POINT ON THE SOUTHERLY LINE OF THAT PARCEL DESCRIBED IN BOOK 2751 AT PAGE 13 OF THE CITY AND COUNTY OF DENVER RECORDS, SAID POINT BEING ALSO ON THE NORTHERLY LINE OF THAT PORTION OF WEST CABLE PLACE AS VACATED BY ORDINANCE NO. 526-2009, AS AMENDED BY ORDINANCE NO. 34-2010;

THENCE S00°05'37"E, A DISTANCE OF 35.50 FEET TO A POINT ON THE CENTERLINE OF SAID VACATED WEST CABLE PLACE;

THENCE S89°54'23"W, ALONG THE CENTERLINE OF SAID VACATED WEST CABLE PLACE AND ALONG THE CENTERLINE OF THAT PORTION OF WEST CABLE PLACE AS VACATED BY ORDINANCE NO. 529-2009, AS AMENDED BY ORDINANCE NO. 35-2010, A DISTANCE OF 86.40 FEET TO A POINT ON A NON-TANGENT CURVE ON THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE AS ESTABLISHED BY ORDINANCE NO. B06-2008;

THENCE ALONG THE EASTERLY RIGHT-OF-WAY LINE OF SAID MILE HIGH STADIUM CIRCLE THE FOLLOWING THREE (3) COURSES:

1. THENCE ALONG THE ARC OF SAID NON-TANGENT CURVE TO THE RIGHT, AN ARC DISTANCE OF 456.51 FEET, HAVING A CENTRAL ANGLE OF 26°59'35", A RADIUS OF 969.00 FEET, A CHORD BEARING N18°01'13"E, AND A CHORD DISTANCE OF 452.30 FEET TO A POINT OF TANGENT;
2. THENCE N31°31'01"E, ALONG SAID TANGENT, A DISTANCE OF 130.91 FEET TO A POINT OF CURVE;
3. THENCE ALONG THE ARC OF SAID CURVE TO THE LEFT, AN ARC DISTANCE OF 89.11 FEET, HAVING A CENTRAL ANGLE OF 07°50'34", A RADIUS OF 651.00 FEET, A CHORD BEARING N27°35'43"E, AND AN ARC DISTANCE OF 89.04 FEET TO A POINT ON THE EASTERLY LINE OF SAID PARCEL R-93-0034030;

THENCE S15°53'17"W, ALONG THE EASTERLY LINE OF SAID PARCEL R-93-0034030, A DISTANCE OF 61.03 FEET TO THE POINT OF BEGINNING.

THE ABOVE OVERALL PARCEL B9-EAST CONTAINS 38,256 SQUARE FEET, OR 0.6782 ACRE, MORE OR LESS.

EXCEPTING THEREFROM THAT PART OF CDOT PARCEL 6 DESCRIBED BELOW LYING WITHIN THE BOUNDARIES OF SUCH PARCEL B9-EAST (EAST OF MILE HIGH STADIUM CIRCLE)

SAID EXCEPTION CONTAINS 1,242 SQUARE FEET, OR 0.0285 ACRE, MORE OR LESS.

SAID REMAINDER PARCEL B9-EAST CONTAINS 37,014 SQUARE FEET, OR 0.8497 ACRE, MORE OR LESS.

PARCEL 89 COOT LEASED PARCELS

TOGETHER WITH THOSE PARCELS OF LAND LEASED FROM THE COLORADO DEPARTMENT OF TRANSPORTATION PURSUANT TO ENCROACHMENT LEASE AND LICENSE AGREEMENT RECORDED JANUARY 26, 2007 AT RECEPTION NO. 2007012647 AND DESCRIBED AS FOLLOWS:

COOT PARCEL 1 (PER DEED RECORDED IN BOOK 9829, PAGE 374)

A TRACTOR PARCEL OF LAND NO. 1 REV. 20 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO, PROJECT NO. U 005-4(12), CONTAINING 3,125 SQ. FT., MORE OR LESS, IN LOT 21, BLOCK 9, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32 AND THE NE1/4 OF SECTION 5, TOWNSHIPS 3 AND 4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL OF LOT 21, BLOCK 9, PLATTE PARK

COOT PARCEL 2 (PEA ORDER RECORDED IN BOOK 9961 AT PAGE 227)

A TRACT OR PARCEL OF LAND NO. 2 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO, PROJECT NO. U 005-4(12), CONTAINING 3,125 SQ. FT., MORE OR LESS, IN LOT 26, BLOCK 9, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL OF LOT 26, BLOCK 9, PLATTE PARK

CDOT PARCEL 3 (PEA DEED RECORDED IN BOOK 9689 AT PAGE 550)

A TRACT OR PARCEL OF LAND NO. 3 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO, PROJECT NO. U 005-4(12), CONTAINING 3,125 SQ. FT., MORE OR LESS, IN LOT 21, BLOCK 8, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32 AND THE NE 1/4 OF SECTION 5, TOWNSHIPS 3 AND 4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL OF LOT 21, BLOCK 8, PLATTE PARK

CDOT PARCEL 4 (PER DEED RECORDED IN BOOK 9637 AT PAGE 179)

A TRACT OR PARCEL OF LAND NO. 4 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO, PROJECT NO. U 005-4(12), CONTAINING 3,125 SQ. FT., MORE OR LESS, IN LOT 26, BLOCK 8, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32 AND THE NE1/4 OF SECTION 5, TOWNSHIPS 3 AND 4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL OF LOT 26, BLOCKS, PLATTE PARK

COOT PARCEL 5 (PER DEED RECORDED IN BOOK 9678 AT PAGE 122)

A TRACT OR PARCEL OF LAND NO. 5 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO, PROJECT NO. U 005-4(12), CONTAINING 3,125 SQ. FT., MORE OR LESS, IN LOT 21, BLOCK 7, PLATTE PARK, A SUBDIVISION IN THE SE1/4 OF SECTION 32 AND THE NE1/4 OF SECTION 5, TOWNSHIPS 3 AND 4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

4 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY, COLORADO,
SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

ALL OF LOT 21, BLOCK 7, FLATTE PARK

CDOT PARCEL 6 (PER DEED RECORDED IN BOOK 2751 AT PAGE 13)

A TRACT OR PARCEL OF LAND NO. 5 OF THE DEPARTMENT OF HIGHWAYS, STATE OF COLORADO,
PROJECT NO. BRP 040-4(9), CONTAINING 3,941 SQ. FT., MORE OR LESS, IN THE SE1/4 OF SECTION 32,
TOWNSHIP 3 SOUTH, RANGE 68 WEST, OF THE SIXTH PRINCIPAL MERIDIAN, IN DENVER COUNTY,
COLORADO, SAID TRACT OR PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHICH IS THE SOUTHWEST CORNER OF LOT 26, BLOCK 7, FLATTE PARK, A
SUBDIVISION IN THE SE1/4 OF SECTION 32, T. 3 S., R. 68 W., OF THE 6TH P.M.;

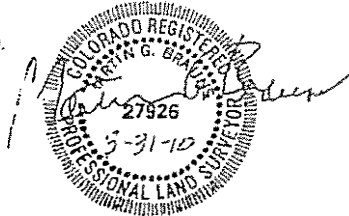
1. THENCE N. 89° 55' 19" E., A DISTANCE OF 233.59 FEET TO A POINT ON THE WEST RIGHT OF WAY
LINE OF THE BURLINGTON NORTHERN RAILROAD COMPANY;
2. THENCE N. 11° 25' 19" E. ALONG SAID WEST RIGHT OF WAY LINE, A DISTANCE OF 14.25 FEET;
3. THENCE N. 88° 43' 31" W., A DISTANCE OF 236.50 FEET, TO THE WEST LINE OF LOT 26, BLOCK 7
OF SAID FLATTE PARK;
4. THENCE S. 00° 03' 52" E. ALONG SAID WEST LINE OF LOT 26, A DISTANCE OF 19.55 FEET, MORE
OR LESS, TO THE POINT OF BEGINNING.

EXCEPT THE PART THEREOF LYING IN MILE HIGH STADIUM CIRCLE.

SAID EXCEPTION CONTAINS 1,041 SQUARE FEET OR 0.0239 ACRE, MORE OR LESS

SAID TOTAL PARCEL B9 CONTAINS 1,446,303 SQUARE FEET OR 33.2025 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6601 SOUTH EMPORIA STREET, SUITE 205
ENGLEWOOD, COLORADO 80112
REVISED: MARCH 31, 2010
KSD JOB NO. 1532C
MARTIN G. BRAUNS, PLS 27926



BRONCO STADIUM
JOB NO. 1532C

PARCEL C:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4" COCH ALUMINUM CAP IN A MONUMENT BOX AT THE SOUTH 1/4 CORNER OF SAID SECTION 32 STAMPED "PLS 11434" AND A FOUND 3-1/4" ALUMINUM CAP IN ASPHALT AT THE SOUTHEAST CORNER OF SAID SECTION 32 STAMPED "MERRICK & COMPANY, LS (UNREADABLE)."

COMMENCING AT THE NORTHWEST CORNER OF LOT 1, BLOCK 6, TYNON'S ADDITION TO DENVER, SECOND FILING, FROM WHENCE THE SOUTHWEST CORNER OF THE SOUTHEAST ONE-QUARTER OF SECTION 32 BEARS S10°16'02"W A DISTANCE OF 2643.22 FEET;

THENCE N89°54'25"E, ALONG THE NORTHERLY LINE OF SAID BLOCK 6, A DISTANCE OF 107.03 FEET TO A POINT ON THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE AS ESTABLISHED BY RESOLUTION 95-2006 AND RECORDED UNDER RECEPTION NO. 2006185825, SAID POINT BEING ALSO THE SOUTHERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE (FORMERLY KNOWN AS WEST 20TH AVENUE) AS ESTABLISHED BY ORDINANCE 257-2002, AND THE POINT OF BEGINNING;

THENCE N89°54'25"E, CONTINUING ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE, BEING ALSO THE NORTHERLY LINE OF BLOCK 6, TYNON'S ADDITION TO DENVER, THE NORTHERLY END OF THAT PORTION OF DECATUR STREET AS VACATED BY DEED RECORDED IN BOOK 1947, AT PAGE 86, AND BY ORDINANCE 618-2006, AND ALONG THE NORTHERLY LINE OF BLOCK 1, TYNON'S ADDITION TO DENVER, A DISTANCE OF 694.29 FEET TO THE NORTHEAST CORNER OF SAID BLOCK 1;

THENCE ALONG A LINE COMMON TO PARCEL "A" AS DESCRIBED IN A DEED RECORDED UNDER RECEPTION NO. 9900104416, THE FOLLOWING SIX (6) COURSES:

1. THENCE S00°17'53"E, ALONG THE EASTERLY LINE OF SAID BLOCK 1, THE EASTERLY END OF THAT PORTION OF WEST 19TH AVENUE AS VACATED BY SAID DEED RECORDED IN BOOK 1947, AT PAGE 86, AND BY SAID ORDINANCE 618-2006, AND ALONG THE EASTERLY LINE OF BLOCK 2, TYNON'S ADDITION TO DENVER, SECOND FILING, BEING ALSO THE WESTERLY RIGHT-OF-WAY LINE OF CLAY STREET, A PORTION OF WHICH WAS VACATED BY ORDINANCE 386-1979, BY ORDINANCE 618-2006, AND BY ORDINANCE 60-1979, A DISTANCE OF 800.01 FEET TO THE SOUTHEAST CORNER OF SAID BLOCK 2;
2. THENCE S89°54'25"W, ALONG THE SOUTHERLY LINE OF SAID BLOCK 2, BEING ALSO THE NORTHERLY RIGHT-OF-WAY LINE OF WEST 18TH AVENUE, AS VACATED BY DEED RECORDED IN BOOK 1947, AT PAGE 86, AND BY ORDINANCE 618-2006, A DISTANCE OF 70.83 FEET TO THE SOUTHWEST CORNER OF LOT 21, SAID BLOCK 2;

3. THENCE S46°37'39"W, A DISTANCE OF 52.81 FEET TO A POINT OF CURVE;
4. THENCE ALONG SAID CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 43°15'25", HAVING AN ARC LENGTH OF 141.22 FEET, AND A RADIUS OF 187.05 FEET, AND WHOSE CHORD BEARS S68°15'21"W, A DISTANCE OF 137.89 FEET TO A POINT OF NON-TANGENCY, BEING ON A LINE 7.07 FEET SOUTHERLY OF AND PARALLEL WITH THE NORTH LINE OF BLOCK 3, TYNON'S ADDITION TO DENVER, SECOND FILING;
5. THENCE S89°53'02"W, ALONG A LINE 7.07 FEET SOUTH OF AND PARALLEL WITH THE NORTHERLY LINE OF SAID BLOCK 3 AND THE WESTERLY EXTENSION THEREOF A DISTANCE OF 147.12 FEET TO A POINT 18.21 FEET WESTERLY OF THE WESTERLY LINE OF SAID BLOCK 3;
6. THENCE S14°53'02"W, A DISTANCE OF 365.12 FEET TO THE SOUTHEAST CORNER OF LOT 21, BLOCK 4, TYNON'S ADDITION TO DENVER, SECOND FILING, SAID POINT BEING ALSO ON THE NORTHERLY LINE OF DICK CONNOR AVENUE AS VACATED BY ORDINANCE 491-1999;

THENCE S00°04'24"E, A DISTANCE OF 40.00 FEET TO A POINT ON THE CENTERLINE OF SAID VACATED DICK CONNOR AVENUE;

THENCE S89°55'36"W, ALONG THE CENTERLINE OF VACATED DICK CONNOR AVENUE AS VACATED BY ORDINANCE 491-1999 AND BY ORDINANCE 618-2006, A DISTANCE OF 330.40 FEET TO A POINT ON THE WESTERLY LINE OF SAID VACATED DICK CONNOR AVENUE;

THENCE N00°00'04"W, ALONG SAID WESTERLY LINE, A DISTANCE OF 40.00 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE AS ESTABLISHED BY SAID RESOLUTION NO. 95-2006;

THENCE ALONG SAID EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE THE FOLLOWING TWO (2) COURSES

1. THENCE N00°00'10"W, A DISTANCE OF 359.74 FEET;
2. THENCE N89°54'25"E, A DISTANCE OF 7.66 FEET TO THE NORTHWEST CORNER OF SAID BLOCK 4, SAID POINT BEING ALSO THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM WEST CIRCLE (FORMERLY ELIOT STREET), AS ESTABLISHED BY ORDINANCE 257-2002;

THENCE N00°17'53"W, ALONG SAID EASTERLY RIGHT-OF-WAY LINE, BEING ALSO THE WESTERLY END OF THAT PORTION OF WEST 18TH AVENUE AS VACATED BY DEED RECORDED IN BOOK 1947, AT PAGE 86, AND BY ORDINANCE 618-2006, THE WESTERLY LINE OF BLOCK 5, TYNON'S ADDITION TO DENVER, SECOND FILING, THE WESTERLY END OF THAT PORTION OF WEST 19TH AVENUE AS VACATED BY SAID DEED RECORDED IN BOOK 1947, AT PAGE 86, AND BY SAID ORDINANCE 618-2006, AND THE WESTERLY LINE OF SAID BLOCK 6, TYNON'S ADDITION TO DENVER, SECOND FILING, A DISTANCE OF 755.31 FEET TO A POINT OF NON-TANGENT CURVE BEING ALSO THE SOUTHEASTERLY RIGHT-OF-WAY LINE OF THAT PORTION OF MILE HIGH STADIUM WEST CIRCLE ESTABLISHED BY RESOLUTION 95-2006;

THENCE ALONG SAID SOUTHEASTERLY RIGHT-OF-WAY LINE THE FOLLOWING THREE (3) COURSES:

1. THENCE ALONG SAID NON-TANGENT CURVE TO THE RIGHT, THROUGH A CENTRAL

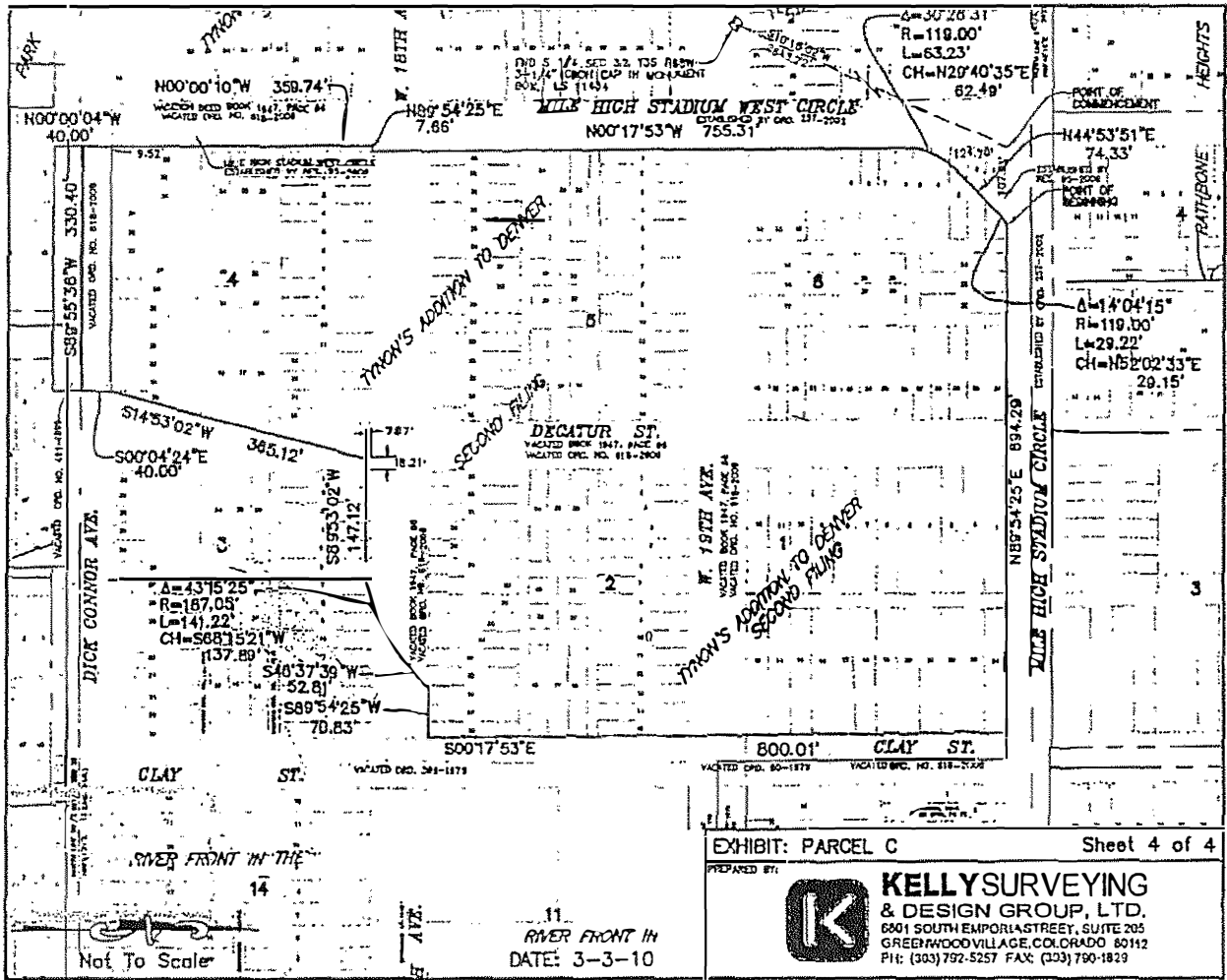
ANGLE OF 30°26'31", HAVING AN ARC LENGTH OF 63.23 FEET, AND A RADIUS OF 119.00 FEET, AND WHOSE CHORD BEARS N29°40'35"E, A DISTANCE OF 62.49 FEET TO A POINT OF TANGENT;

2. THENCE N44°53'51"E, A DISTANCE OF 74.33 FEET TO A POINT OF CURVE;
3. THENCE ALONG SAID CURVE TO THE RIGHT, THROUGH A CENTRAL ANGLE OF 14°04'15", HAVING AN ARC LENGTH OF 29.22 FEET, AND A RADIUS OF 119.00 FEET, AND WHOSE CHORD BEARS N52°02'33"E, A DISTANCE OF 29.15 FEET TO THE POINT OF BEGINNING.

THE ABOVE PARCEL CONTAINS 840,916 SQUARE FEET OR 19.3048 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, INC.
6801 SOUTH EMPORIA STREET, SUITE 205
GREENWOOD VILLAGE, COLORADO 80112
REVISED MARCH 3, 2010
KSD JOB NO. 1532C
MARTING. BRAUNS, PLS 27926





BRONCO STADIUM

FINAL PARCEL D:

A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

NOTE: FOR THE PURPOSE OF THIS DESCRIPTION, THE BEARINGS ARE BASED ON THE SOUTH LINE OF THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARING N89°54'23"E, A DISTANCE OF 2637.85 FEET BETWEEN A FOUND 3-1/4"

CDOH ALUMINUM CAP IN A MONUMENT BOX THE SOUTH OF CORNER OF SECTION 32 ST
~~SECTION 32 ST~~ BEARING N89°54'23"E A DISTANCE OF 2637.85 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEARS S49°19'10"E A DISTANCE OF 1233.13 FEET;

THENCE N00°04'39"W, ALONG SAID CENTERLINE, A DISTANCE OF 514.70 FEET TO A POINT ON THE CENTERLINE OF VACATED DICK CONNOR AVENUE (FORMERLY WEST 17TH AVENUE) AS VACATED BY ORDINANCE 91-1999;

THENCE N89°52'54"E, ALONG SAID CENTERLINE OF VACATED DICK CONNOR AVENUE AND VACATED 17TH AVENUE, AS VACATED BY ORDINANCE NO. 491-1999, A DISTANCE OF 51.12 FEET TO THE INTERSECTION WITH THE CENTERLINE OF VACATED BRYANT STREET AS VACATED BY ORDINANCE NO. 491-1999 AND ORDINANCE NO. 618 2006;

THENCE N00°17'53"W, ALONG SAID CENTERLINE OF VACATED BRYANT STREET, A DISTANCE OF 685.06 FEET TO THE WESTERLY EXTENSION OF THE NORTHERLY LINE OF LOT 27, BLOCK 12, RIVER FRONT IN THE TOWN OF HIGHLAND;

THENCE N89°29'49"E, ALONG SAID WESTERLY EXTENSION AND THE NORTHERLY LINE OF SAID LOT 27, BLOCK 12, A DISTANCE OF 83.82 FEET TO A POINT ON A NON-TANGENT CURVE, BEING THE WESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 25, ALSO KNOWN AS THE VALLEY HIGHWAY, AS DESCRIBED IN DEED RECORDED IN BOOK 8756 AT PAGE 390 AND 391;

THENCE ALONG THE WESTERLY RIGHT OF-WAY LINE OF SAID INTERSTATE 25 THE FOLLOWING THREE (3) COURSES:

1. THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT, HAVING A CENTRAL ANGLE OF 26°39'34", A RADIUS BEARING N75°49'35"E A DISTANCE OF 1528.30 FEET AND AN ARC DISTANCE OF 711.11 FEET, AND WHOSE CHORD BEARS S27°30'12"E A DISTANCE OF 704.71 FEET;
2. THENCE S37°26'25"E, A DISTANCE OF 76.76 FEET TO A POINT ON THE NORTHERLY LINE OF RESERVED LOT A, PLATTE PARK, SAID POINT BEING 95.26 FEET WESTERLY OF THE NORTHEAST CORNER OF SAID LOT A;

3. THENCE S38°54'58"E, A DISTANCE OF 152.63 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 5, PLATTE PARK, SAID POINT BEING 4.95 FEET SOUTHERLY OF THE NORTHEAST CORNER OF LOT 45, SAID BLOCK 5;

THENCE S00°18'00"E, ALONG THE EASTERLY LINE OF SAID BLOCK 5, A DISTANCE OF 295.07 FEET TO THE SOUTHEAST CORNER OF LOT 34, OF SAID BLOCK 5;

THENCE S69°56'24"W, ALONG THE SOUTHERLY LINE OF LOTS 34 AND 15, SAID BLOCK 5, AND ALONG THE SOUTHERLY LINE AND THE WESTERLY EXTENSION OF THE SOUTHERLY LINE OF LOT 34, BLOCK 4, PLATTE PARK, A DISTANCE OF 372.64 FEET;

THENCE S44°55'24"W, A DISTANCE OF 91.90 FEET TO A POINT ON THE CENTERLINE OF A VACATED 16.00 FOOT ALLEY IN SAID BLOCK 4, AS VACATED BY ORDINANCE NO. 491-1999;

THENCE S00°05'35"E, ALONG THE CENTERLINE OF SAID VACATED ALLEY IN SAID BLOCK 4, A DISTANCE OF 35.01 FEET TO A POINT ON THE EASTERLY EXTENSION OF THE SOUTHERLY LINE OF LOT 19, SAID BLOCK 4, PLATTE PARK;

THENCE S89°54'25"W, ALONG THE SOUTHERLY LINE OF SAID LOT 19, AND SAID LINE EXTENDED, A DISTANCE OF 162.73 FEET TO THE POINT OF BEGINNING.

THE ABOVE OVERALL PARCEL CONTAINS 420,864 SQUARE FEET OR 9.6617 ACRES, MORE OR LESS.

EXCEPTING THEREFROM THE FOLLOWING TWO (2) PARCELS:

MILE HIGH STADIUM CIRCLE EXCEPTED PARCEL:

EXCEPT A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE WESTERLY LINE OF BLOCK 12, RIVER FRONT IN THE TOWN OF HIGHLAND, SAID POINT BEING THE NORTHWEST CORNER OF LOT 27, SAID BLOCK 12, SAID POINT BEING ALSO ON THE EASTERLY LINE OF BRYANT STREET AS ORIGINALLY PLATTED, FROM WHICH THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 32 BEARS S23°05'20"E, A DISTANCE OF 2178.29 FEET;

THENCE S00°17'53"E, ALONG THE EASTERLY LINE OF SAID BRYANT STREET, A DISTANCE OF 6.18 FEET TO A POINT OF NON-TANGENT CURVE;

THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT, AN ARC DISTANCE OF 147.24 FEET, HAVING A CENTRAL ANGLE OF 24°31'24", A RADIUS OF 344.00 FEET, A CHORD BEARING OF S20°07'51"E, AND A CHORD DISTANCE OF 146.12 FEET TO A POINT OF TANGENT;

THENCE S32°23'33"E, ALONG SAID TANGENT, A DISTANCE OF 354.62 FEET TO A POINT OF NON-TANGENT CURVE, SAID POINT BEING ON THE EASTERLY LINE OF THE HEREIN DESCRIBED OVERALL PARCEL D, AND BEING ALSO ON THE WESTERLY RIGHT-OF-WAY LINE OF INTERSTATE-25 AS RECORDED IN BOOK 8797 AT PAGE 32, IN THE CITY AND COUNTY OF DENVER RECORDS.

THENCE ALONG THE EASTERLY LINE OF SAID OVERALL PARCEL D AND ALONG THE WESTERLY LINE OF INTERSTATE-25 THE FOLLOWING TWO (2) COURSES:

1. THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT, AN ARC DISTANCE OF 226.65 FEET, HAVING A CENTRAL ANGLE OF $08^{\circ}29'49''$, A RADIUS OF 1528.30 FEET, A CHORD BEARING OF $S36^{\circ}35'04''E$, AND A CHORD DISTANCE OF 226.44 FEET TO A POINT OF NON-TANGENCY ON THE EASTERLY LINE OF LOT 24, BLOCK 15, RIVER FRONT IN THE TOWN OF HIGHLAND, SAID POINT BEING 20.00 FEET NORTH OF THE SOUTHEAST CORNER OF SAID LOT 24;

2. THENCE $S37^{\circ}26'25''E$, A DISTANCE OF 70.98 FEET TO A POINT OF NON-TANGENT CURVE;

THENCE ALONG SAID NON-TANGENT CURVE TO THE RIGHT, AN ARC DISTANCE OF 222.93 FEET, HAVING A CENTRAL ANGLE OF $19^{\circ}37'14''$, A RADIUS OF 651.00 FEET, A CHORD BEARING OF $S25^{\circ}46'03''E$ AND A CHORD DISTANCE OF 221.84 FEET TO A POINT ON THE EASTERLY LINE OF BLOCK 5, PLATTE PARK AS ORIGINALLY PLATTED, SAID POINT BEING ALSO ON THE EASTERLY LINE OF SAID OVERALL PARCEL D;

THENCE $S00^{\circ}18'00''E$, ALONG THE EASTERLY LINE OF SAID BLOCK 5, PLATTE PARK, AND THE EASTERLY LINE OF SAID OVERALL PARCEL D, A DISTANCE OF 213.96 FEET TO A POINT ON THE SOUTHERLY LINE OF SAID PARCEL D, SAID POINT BEING ALSO THE SOUTHEAST CORNER OF LOT 34, BLOCK 5, PLATTE PARK;

THENCE $S89^{\circ}56'24''W$, ALONG THE SOUTHERLY LINE OF SAID OVERALL PARCEL D, A DISTANCE OF 39.08 FEET TO A POINT OF NON-TANGENT CURVE;

THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT AN ARC DISTANCE OF 433.95 FEET, HAVING A CENTRAL ANGLE OF $42^{\circ}12'46''$, A RADIUS OF 589.00 FEET, A CHORD BEARING OF $N17^{\circ}41'53''W$ AND A CHORD DISTANCE OF 424.20 FEET TO A POINT OF TANGENT;

THENCE $N38^{\circ}48'16''W$, ALONG SAID TANGENT, A DISTANCE OF 94.98 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE RIGHT AN ARC DISTANCE OF 176.37 FEET, HAVING A CENTRAL ANGLE OF $06^{\circ}24'43''$, A RADIUS OF 1576.00 FEET, A CHORD BEARING OF $N35^{\circ}35'54''W$ AND A CHORD DISTANCE OF 176.28 FEET TO A POINT OF TANGENT;

THENCE $N32^{\circ}23'33''W$, ALONG SAID TANGENT, A DISTANCE OF 56.94 FEET TO A POINT OF CURVE;

THENCE ALONG SAID CURVE TO THE RIGHT AN ARC DISTANCE OF 67.74 FEET, HAVING A CENTRAL ANGLE OF $09^{\circ}33'33''$, A RADIUS OF 406.00 FEET, A CHORD BEARING OF $N27^{\circ}36'46''W$ AND A CHORD DISTANCE OF 67.66 FEET TO A POINT ON THE CENTERLINE OF BRYANT STREET AS VACATED BY ORDINANCE NO. 61B-2C06;

THENCE $N00^{\circ}17'53''W$, ALONG SAID CENTERLINE, A DISTANCE OF 116.33 FEET TO A POINT ON THE NORTHERLY LINE OF SAID OVERALL PARCEL D;

THENCE $N69^{\circ}29'49''E$, ALONG SAID NORTHERLY LINE, A DISTANCE OF 34.00 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 71,747 SQUARE FEET OR 1.6471 ACRES, MORE OR LESS.

AND:

PARCEL D SLIVER EXCEPTED PARCEL:

EXCEPT A PARCEL OF LAND LOCATED IN THE SOUTHEAST ONE-QUARTER OF SECTION 32, TOWNSHIP 3 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTH CORNER OF THAT PARCEL RECORDED AT BOOK 7759 AT PAGE 36 OF THE CITY AND COUNTY OF DENVER RECORDS, SAID POINT BEING ALSO ON THE EASTERLY LINE OF BLOCK 5, PLATTE PARK, AS ORIGINALLY RECORDED, AND ON THE WESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 25 AS RECORDED IN BOOK 8758 AT PAGE 390-391 OF THE CITY AND COUNTY OF DENVER, FROM WHENCE THE SOUTHEAST CORNER OF THE SOUTHEAST ONE-QUARTER OF SAID SECTION 32 BEARS S15°40'07"E, A DISTANCE OF 1245.91 FEET;

THENCE S00°18'00"E, ALONG THE EASTERLY LINE OF SAID BLOCK 5, AND ALONG THE WESTERLY LINE OF SAID PARCEL RECORDED AT BOOK 7759 AT PAGE 36, A DISTANCE OF 81.12 FEET, TO A POINT OF NON-TANGENT CURVE ON THE EASTERLY RIGHT-OF-WAY LINE OF MILE HIGH STADIUM CIRCLE, SAID POINT BEING ALSO 11.07 FEET SOUTH OF THE NORTHEAST CORNER OF LOT 42, SAID BLOCK 5;

THENCE ALONG SAID NON-TANGENT CURVE TO THE LEFT, AN ARC DISTANCE OF 222.93 FEET, HAVING A CENTRAL ANGLE OF 19°37'14", A RADIUS OF 651.00 FEET, A CHORD BEARING OF N25°46'03"W, AND A CHORD DISTANCE OF 221.84 FEET, TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF SAID INTERSTATE 25;

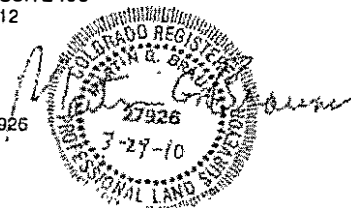
THENCE S38°54'58"E, ALONG SAID WESTERLY RIGHT-OF-WAY LINE OF INTERSTATE 25, A DISTANCE OF 152.64 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 2,459 SQUARE FEET OR 0.0565 ACRES, MORE OR LESS.

THE REMAINDER OVERALL PARCEL CONTAINS 346,658 SQUARE FEET OR 7.9582 ACRES, MORE OR LESS.

FOR AND ON BEHALF OF:
KELLY SURVEYING & DESIGN GROUP, LTD.
6801 SOUTH EMPORIA STREET, SUITE 105
GREENWOOD VILLAGE, CO 80112
PHONE: (303) 792-5257
REVISED: MARCH 29, 2010
KSD JOB NO. 1532C

BY: MARTING. BRAUNS, PLS 27926





After Recording Return To:
Robinson Waters & O'Doriso, P.C.
1099 -18th Street, Suite 2600
Denver, Colorado 80202
Attention: John W. O'Doriso, Jr.



NINTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT

THIS NINTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "Ninth Amendment") is entered into as of September 1, 2012, by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado (the "District"), PDB SPORTS, LTD., a Colorado limited partnership ("PDB") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("SMC").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of the stadium now commonly known as INVESCO Field at Mile High (the "Original Lease").

B. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142503 (the "Assignment and Assumption"), PDB assigned all of its rights, title, interest and estate in and to the Original Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Original Lease.

C. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 9900142504 (the "First Amendment"), that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2001194773 (the "Second Amendment"), that certain Third Amendment to Lease and Management Agreement dated as of April 5, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002075102 (the "Third Amendment"), that certain Fourth Amendment to Lease and Management Agreement dated as of May 31, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002110441 (the "Fourth Amendment"), that certain Fifth Amendment to Lease and

Management Agreement dated as of July 24, 2002 and recorded in the real property records of the County of Denver, State of Colorado at Reception Number 2002136470 (the "**Fifth Amendment**"), that certain Sixth Amendment to Lease and Management Agreement dated as of December 20, 2002 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2003017559 (the "**Sixth Amendment**"), that certain Seventh Amendment to Lease and Management Agreement dated as of June 14, 2004 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2004210878 (the "**Seventh Amendment**"), and that certain Eighth Amendment to Lease and Management Agreement dated as of April 1, 2011 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2011075417 (the "**Eighth Amendment**") . The First Amendment, Second Amendment, Third Amendment, Fourth Amendment, Fifth Amendment, Sixth Amendment, Seventh Amendment and Eighth Amendment are hereinafter collectively referred to as the "**Amendments**". Portions of the real property subject to the Original Lease, as amended, have been released pursuant to that certain Partial Release of Lease and Management Agreement, dated as of July 31, 2006 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2007101402 (the "**First Partial Release**"), and that certain Second Partial Release of Lease and Management Agreement dated as of August 18, 2010 and recorded in the real property records for the County of Denver, State of Colorado at Reception Number 2010094240 (the "**Second Partial Release**"; together with the First Partial Release, the "**Partial Releases**"). The Original Lease, as amended by the Amendments, and as partially released by the Partial Releases, shall be hereinafter referred to as the "**Lease**".

D. As real property is conveyed to the District, the parties desire to amend the Lease to specifically include such property within the Stadium Land and the Leased Premises as hereinafter set forth.

A G R E E M E N T

In consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Leased Premises.** In addition to the real property described in the Lease, the parties agree that the Stadium Land and the Leased Premises shall include, but not be limited to, the real property legally described on Exhibit A attached hereto and incorporated herein by this reference. Except as specifically set forth herein, the Lease is hereby ratified and affirmed.

2. **Conflicting Terms.** Wherever the terms and conditions of this Ninth Amendment and the terms and conditions of the Lease conflict, the terms of this Ninth Amendment shall be deemed to supersede the conflicting terms of the Lease.

3. **Governing Law.** This Ninth Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

4. **Complete Agreement.** This Ninth Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

5. **Benefit.** This Ninth Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

6. **Binding Effect.** This Ninth Amendment becomes effective only upon the execution by all parties hereto.

7. **Severability.** If any term or provision of this Ninth Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Ninth Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.


8. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Lease, unless the context requires otherwise.

9. **Counterparts.** This Ninth Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

[SIGNATURES FOLLOW ON NEXT PAGE]

IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Ninth Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM
DISTRICT, a body corporate and politic and a
political subdivision of the State of Colorado

By: 
Raymond T. Baker, Chairman

PDB SPORTS, LTD., a Colorado limited
partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation,
its general partner

By: _____
Richard P. Slivka, General Counsel
and Executive Vice President

STADIUM MANAGEMENT COMPANY, LLC
a Colorado limited liability company

By: _____
Richard P. Slivka, General Counsel and
Executive Vice President

[NOTARY ACKNOWLEDGEMENTS FOLLOW ON NEXT PAGE]

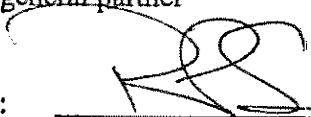
IN WITNESS WHEREOF, the District, PDB and SMC have duly executed this Ninth Amendment to Lease and Management Agreement as of the day and year first above written.

METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and politic and a political subdivision of the State of Colorado

By: _____
Raymond T. Baker, Chairman


PDB SPORTS, LTD., a Colorado limited partnership d/b/a the Denver Broncos Football Club

By: Bowlen Sports, Inc., an Arizona corporation, its general partner

By: 

Richard P. Slivka, General Counsel and Executive Vice President

STADIUM MANAGEMENT COMPANY, LLC
a Colorado limited liability company

By: 

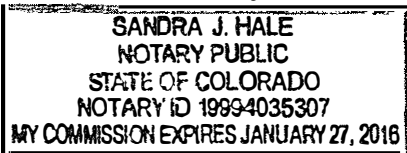
Richard P. Slivka, General Counsel and Executive Vice President

[NOTARY ACKNOWLEDGEMENTS FOLLOW ON NEXT PAGE]

STATE OF COLORADO)
) ss
City - COUNTY OF Denver)

The foregoing instrument was acknowledged before me this 23rd day of August, 2012, by Raymond T. Baker, as Chairman of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.



Sandra J. Hale
Notary Public
My Commission Expires: Jan. 27, 2016

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this ___m day of _____m, 2012, by Richard P. Slivka, as General Counsel and Executive Vice President of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

Notary Public
My Commission Expires: _____

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this ___ day of _____, 2012, by Richard P. Slivka, as General Counsel and Executive Vice President of Stadium Management Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.

Notary Public
My Commission Expires: _____

STATE OF COLORADO)
) ss
COUNTY OF _____)

The foregoing instrument was acknowledged before me this ____ day of _____, 2013, by Raymond T. Baker, as Chairman of the Metropolitan Football Stadium District, a body corporate and politic and a political subdivision of the State of Colorado.

Witness my hand and official seal.

Notary Public
My Commission Expires: _____

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this 7 day of August, 2013, by Richard P. Slivka, as General Counsel and Executive Vice President of Bowlen Sports, Inc., an Arizona corporation, as general partner of PDB Sports, Ltd., a Colorado limited partnership.

Witness my hand and official seal.

LISA WILLIAMS
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires 08/20/2014

Lisa Williams
Notary Public
My Commission Expires: 8/20/2014

STATE OF COLORADO)
) ss
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this 7 day of August, 2013, by Richard P. Slivka, as General Counsel and Executive Vice President of Stadium Management Company, LLC, a Colorado limited liability company.

Witness my hand and official seal.

LISA WILLIAMS
NOTARY PUBLIC
STATE OF COLORADO
My Commission Expires 08/20/2014

Lisa Williams
Notary Public
My Commission Expires: 8/20/2014

EXHIBIT A

Legal Description of Real Property

LOTS 21 TO 24 AND THE WEST 1/2 OF VACATED ELIOT STREET AND THE EAST 1/2 OF VACATED ALLEY ADJACENT TO SAID LOTS, BLOCK 9, TYNON'S ADDITION TO DENVER,

AND

LOTS 5 TO 29 AND THE WEST 1/2 OF VACATED ELIOT STREET ADJACENT TO LOTS 18 TO 27, AND ALL VACATED ALLEYS, BLOCK 9, TYNON'S ADDITION TO DENVER, SECOND FILING, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

EXCEPT THAT PORTION OF PARCEL 3 CONVEYED TO THE METROPOLITAN FOOTBALL STADIUM DISTRICT IN SPECIAL WARRANTY DEED RECORDED AUGUST 8, 2001 UNDER RECEIPTION NO. 2001131451.



2016174725

Page: 1 of 8

D \$0.00

After Recording Return To:

John W. O'Doriso, Jr., Esq.
Robinson Waters & O'Doriso, P.C.
1099 -18th Street, Suite 2600
Denver, Colorado 80202

**TENTH AMENDMENT TO
LEASE AND MANAGEMENT AGREEMENT**

THIS TENTH AMENDMENT TO LEASE AND MANAGEMENT AGREEMENT (this "**Tenth Amendment**") is entered into as of December 13, 2016 (the "**Effective Date**"), by and between the METROPOLITAN FOOTBALL STADIUM DISTRICT, a body corporate and political subdivision of the State of Colorado, organized and existing by virtue of the Metropolitan Football Stadium District Act, C.R.S. § 32-15-101, et seq. (the "**District**"), PDB SPORTS, LTD., a Colorado limited partnership ("**PDB**") and STADIUM MANAGEMENT COMPANY, LLC, a Colorado limited liability company ("**SMC**").

RECITALS

A. The District, PDB and SMC entered into that certain Lease and Management Agreement dated as of September 3, 1998, and recorded in the real property records of the City and County of Denver, State of Colorado (the "**Records**") at Reception Number 9900142502, for the construction, construction funding, leasing, maintenance, operation, and management of the stadium now commonly known as INVESCO Field at Mile High (the "**Original Lease**").

B. Pursuant to that certain Assignment and Assumption of Lease and Management Agreement, dated as of September 3, 1998, and recorded in the Records at Reception Number 9900142503 (the "**Assignment and Assumption**"), PDB assigned all of its rights, title, interest and estate in and to the Original Lease and the Leased Premises described therein to SMC and SMC assumed substantially all, but not all, of the obligations, liabilities and responsibilities of PDB under the Original Lease.

C. The District, PDB and SMC have amended the Original Lease by entering into that certain First Amendment to Lease and Management Agreement dated as of August 11, 1999, and recorded in the Records at Reception Number 9900142504 (the "**First Amendment**"), that certain Second Amendment to Lease and Management Agreement dated as of October 31, 2001, and recorded in the Records at Reception Number 2001194773 (the "**Second Amendment**"), that certain Third Amendment to Lease and Management Agreement dated as of April 5, 2002 and recorded in the Records at Reception Number 2002075102 (the "**Third Amendment**"), that certain Fourth Amendment to Lease and Management Agreement dated as of May 31, 2002 and recorded in the Records at Reception Number 2002110441 (the "**Fourth Amendment**"), that certain Fifth Amendment to Lease and Management Agreement dated as of July 24, 2002 and recorded in Records at Reception Number 2002136470 (the "**Fifth Amendment**"), that certain Sixth Amendment to Lease and Management Agreement dated as of December 20, 2002 and

recorded in Records at Reception Number 2003017559 (the "**Sixth Amendment**"), that certain Seventh Amendment to Lease and Management Agreement dated as of June 14, 2004 and recorded in the Records Reception Number 2004210878 (the "**Seventh Amendment**"), that certain Eighth Amendment to Lease and Management Agreement dated as of April 1, 2011 and recorded in the Records at Reception Number 2011075417 (the "**Eighth Amendment**"), and that certain Ninth Amendment to Lease and Management Agreement dated as of September 1, 2012 and recorded in the Records at Reception Number 2013126462 (the "**Ninth Amendment**"). The Original Lease, the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment, the Sixth Amendment, the Seventh Amendment, the Eighth Amendment and the Ninth Amendment shall be collectively referred to herein as the "LEASE".

D. Certain portions of the real property subject to the Lease were partially released by: that certain Partial Release of Lease and Management Agreement dated as of July 31, 2006 and recorded in the Records on June 29, 2007 at Reception Number 2007101402 (the "**First Partial Release**"), and that certain Second Partial Release of Lease and Management Agreement dated as of August 18, 2010 and recorded in the Records on August 23, 2010 at Reception Number 2010094240 (the "**Second Partial Release**").

E. The parties now desire to amend the Lease as set forth herein.

A G R E E M E N T

In consideration of the foregoing and other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereto agree as follows:

1. **Acknowledgement and Approval of CDOT Transaction.** The District, as seller, and the Colorado Department of Transportation ("**CDOT**"), as purchaser, have entered into that certain Purchase and Sale Agreement, effective as of September 6, 2016 (the "**CDOT Agreement**"), pursuant to which the District has agreed to sell to CDOT and CDOT has agreed to purchase from the District, subject to the terms thereof, that certain real property which is legally described in Exhibit A attached hereto and incorporated herein by this reference (the "**CDOT Parcel**"). The purchase and sale transaction contemplated in the CDOT Agreement is referred to herein as the "**CDOT Transaction**". The CDOT Parcel constitutes a portion of the Stadium Land and Leased Premises subject to the Lease, and as such, SMC and PDB each hereby acknowledge and consent to the terms of the CDOT Agreement and to the consummation of the CDOT Transaction, subject to the terms set forth herein.

2. **Release of CDOT Parcel.** The CDOT Parcel is hereby forever and irrevocably released from the terms of the Lease. The Parties agree that the Stadium Land and the Leased Premises shall no longer include the CDOT Parcel.

3. **CDOT Access Easement Agreement.** In connection with the closing of the CDOT Transaction, and pursuant to the terms of the CDOT Agreement, the parties acknowledge

that the District, as grantor, together with SMC and PDB, and CDOT, as grantee, will enter into and record in the Records that certain Non-Exclusive Easement Agreement (Non-Exclusive Access Easement for Office Building), pursuant to which the District will grant an easement to CDOT over a portion of the Stadium Land to construct, maintain and use an access road, sidewalk and related improvements for vehicular and pedestrian ingress and egress to the office building to be constructed by CDOT on the CDOT Parcel (the "**CDOT Access Easement Agreement**"). Subject to approval of the terms and conditions of the final CDOT Access Easement, the District, SMC and PDB each hereby consents to the granting of the CDOT Access Easement Agreement and each hereby agrees to execute and deliver the final, approved CDOT Access Easement Agreement at the closing of the CDOT Transaction.

4. **CDOT Utility Easement Agreement.** In connection with the closing of the CDOT Transaction, and pursuant to the terms of the CDOT Agreement, the parties acknowledge that the District, as grantor, together with SMC and PDB, and CDOT, as grantee, will enter into and record in the Records that certain Non-Exclusive Utility Easement Agreement, pursuant to which the District will grant an easement to CDOT over a portion of the Stadium Land for the purposes of a storm drainage easement and a sanitary sewer easement for the benefit of the office building to be constructed by CDOT on the CDOT Parcel (the "**CDOT Utility Easement Agreement**"). Subject to approval of the terms and conditions of the final CDOT Utility Easement, the District, SMC and PDB each hereby consents to the granting of the CDOT Utility Easement Agreement and each hereby agrees to execute and deliver the final, approved CDOT Utility Easement Agreement at the closing of the CDOT Transaction.

5. **CDOT Parking Lease Agreement.** In connection with the closing of the CDOT Transaction, and pursuant to the terms of the CDOT Agreement, the parties acknowledge that CDOT and SMC will enter into that certain unrecorded Parking Lease Agreement, pursuant to which CDOT will grant to SMC the right to use 367 parking spaces in the parking structure and surface parking lot to be constructed by CDOT on the CDOT Parcel after closing (the "**CDOT Parking Agreement**"). Subject to approval of the terms and conditions of the final CDOT Parking Agreement, SMC agrees to execute and deliver the CDOT Parking Agreement at the closing of the CDOT Transaction.

6. **Partial Release of Lease.** In connection with the closing of the CDOT Transaction, and pursuant to the terms of the CDOT Agreement, the parties agree that the District, SMC and PDB will enter into and record in the Records a Third Partial Release of Lease and Management Agreement, in a form and content acceptable to the parties, pursuant to which the CDOT Parcel will be released from the Lease and shall thereafter no longer be subject to the terms or conditions of the Lease, and amended herein (the "**Third Partial Release of Lease**").

7. **CDOT Transaction Costs; Use of Net Proceeds.** The District, SMC and PDB hereby agree that their respective costs incurred in connection with: (a) the negotiation and execution of the CDOT Agreement, the CDOT Access Easement Agreement, the CDOT Parking Agreement, the Third Partial Release of Lease, this Tenth Amendment and the amendment to the

existing sublease with the Regional Transportation District relating to the sale of the CDOT Parcel; (b) the negotiation, preparation and execution of all other documents or instruments with third parties which are necessary or prudent in connection with the sale of the CDOT Parcel; and (c) the consummation and closing of the CDOT Transaction, including without limitation, title insurance premiums, title company closing fees, recording fees, attorneys' fees and costs, and other similar transaction costs, shall be reimbursed to each of the District, SMC and PDB, respectively, from the proceeds received by the District in connection with the closing of the CDOT Transaction. All proceeds received by the District in connection with the closing of the CDOT Transaction, after reimbursement of the District, SMC and PDB as described in the preceding sentence, shall be deposited by the District into the Capital Replacement Reserve Fund (as defined in the Lease) for further use in accordance with the terms and conditions of the Lease.

8. **Conflicting Terms; Ratification.** Wherever the terms and conditions of this Tenth Amendment and the terms and conditions of the Lease conflict, the terms of this Tenth Amendment shall be deemed to supersede the conflicting terms of the Lease. Except as specifically set forth in this Tenth Amendment, the Lease is hereby ratified and affirmed.

9. **Governing Law.** This Tenth Amendment and all provisions hereunder shall be governed and construed in accordance with the laws of the State of Colorado.

10. **Complete Agreement.** This Tenth Amendment contains all agreements, understandings and arrangements between the parties hereto with regard to the matters described herein.

11. **Benefit.** This Tenth Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors and assigns.

12. **Binding Effect.** This Tenth Amendment becomes effective only upon the execution by all parties hereto.

13. **Severability.** If any term or provision of this Tenth Amendment proves to be invalid or unenforceable, all of the other terms and provisions of this Tenth Amendment shall be unaffected thereby, and shall nevertheless be enforceable to the fullest extent permitted by law.

14. **Defined Terms.** Capitalized terms used herein but not defined herein shall have the meanings ascribed to them in the Lease, unless the context requires otherwise.

15. **Counterparts.** This Tenth Amendment may be executed and delivered in one or more counterparts, each of which shall be deemed an original and all of which shall constitute the same instrument.

[SIGNATURES FOLLOW ON NEXT PAGE]

Dated as of the Effective Date.

METROPOLITAN FOOTBALL STADIUM DISTRICT,
a body corporate and political subdivision of the State of
Colorado, organized and existing by virtue of the Metropolitan
Football Stadium District Act, C.R.S. § 32-15-101, et seq.

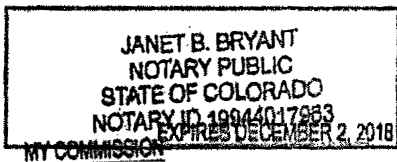
By: [Signature]
Name: Raymond T. Baker
Title: Chair

STATE OF COLORADO)
) ss.
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 2nd day of December, 2016
by Raymond T. Baker, as Chair of the METROPOLITAN FOOTBALL STADIUM DISTRICT,
a body corporate and political subdivision of the State of Colorado, organized and existing by
virtue of the Metropolitan Football Stadium District Act, C.R.S. § 32-15-101, et seq.

My commission expires: 12-2-18

Witness my hand and official seal.



Janet B. Bryant
Notary Public

[Signature Page to Tenth Amendment to Lease and Management Agreement]

EXHIBIT A

LEGAL DESCRIPTION OF CDOT PARCEL

DESCRIPTION

A PORTION OF THE NORTHEAST QUARTER OF SECTION 5, TOWNSHIP 4 SOUTH, RANGE 68 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTH QUARTER CORNER OF SAID SECTION 5, AND CONSIDERING THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 5 TO BEAR NORTH 89°54'14" EAST, AS MONUMENTED BY SAID NORTH QUARTER CORNER OF SECTION 5 ON THE WEST, BEING A 3 1/4 INCH ALUMINUM CAP STAMPED "PLS 11434", AND BY THE NORTHEAST CORNER OF SAID SECTION 5 ON THE EAST, BEING A 3 1/4 INCH ALUMINUM CAP STAMPED "LS 13155", WITH ALL BEARINGS HEREIN RELATIVE THERETO;

THENCE SOUTH 24°22'12" EAST A DISTANCE OF 600.61 FEET TO A POINT ON THE WESTERLY RIGHT OF WAY LINE OF VACATED ELIOT STREET, SAID LINE ALSO BEING THE WESTERLY RIGHT OF WAY OF DEED RECORDED AT RECEPTION NO. 2007012648, SAID POINT BEING THE POINT OF BEGINNING;

THENCE LEAVING SAID RIGHT OF WAY LINE ALONG AN EXTENDED SOUTHERLY LINE OF DENVER WATER EASEMENT RECORDED AT RECEPTION NO. 2006082411, NORTH 86°17'32" EAST A DISTANCE OF 436.50 FEET TO THE BEGINNING OF A TANGENT CURVE TO THE RIGHT;

THENCE LEAVING SAID EASEMENT LINE 23.68 FEET ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 15.00 FEET, A CENTRAL ANGLE OF 90°28'10", AND A CHORD WHICH BEARS SOUTH 48°28'23" EAST, 21.30 FEET TO A POINT OF TANGENCY;

THENCE SOUTH 03°14'18" EAST A DISTANCE OF 156.16 FEET TO THE BEGINNING OF A TANGENT CURVE TO THE RIGHT;

THENCE 82.88 FEET ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 60.00 FEET, A CENTRAL ANGLE OF 79°08'31", AND A CHORD WHICH BEARS SOUTH 36°19'58" WEST, 76.44 FEET TO A POINT ON THE NORTHERLY RIGHT OF WAY LINE OF WEST HOWARD PLACE AS ESTABLISHED BY RESOLUTION NO. 62-2008 AND THE BEGINNING OF A COMPOUND CURVE TO THE RIGHT.

THENCE 117.42 FEET ALONG SAID NORTHERLY RIGHT OF WAY LINE OF WEST HOWARD PLACE AND THE ARC OF SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 954.00 FEET, A CENTRAL ANGLE OF 7°03'08", AND A CHORD WHICH BEARS SOUTH 80°03'28" WEST, 117.35 FEET TO A POINT OF TANGENCY;

THENCE CONTINUING ALONG SAID NORTHERLY RIGHT OF WAY LINE OF WEST HOWARD PLACE SOUTH 86°00'27" WEST A DISTANCE OF 365.16 FEET TO AN ANGLE POINT IN SAID RIGHT OF WAY;

THENCE CONTINUING ALONG SAID NORTHERLY RIGHT OF WAY LINE OF WEST HOWARD PLACE SOUTH 41°00'27" WEST A DISTANCE OF 4.24 FEET TO AN ANGLE POINT IN SAID RIGHT OF WAY;

THENCE CONTINUING ALONG SAID NORTHERLY RIGHT OF WAY LINE OF WEST HOWARD PLACE SOUTH 86°00'27" WEST A DISTANCE OF 30.49 FEET TO THE BEGINNING OF A TANGENT CURVE TO THE RIGHT;

THENCE CONTINUING 38.59 FEET ALONG SAID NORTHERLY RIGHT OF WAY LINE OF WEST HOWARD PLACE AND THE ARC OF SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 55.00 FEET, A CENTRAL ANGLE OF 40°12'03", AND A CHORD WHICH BEARS NORTH 73°53'31" WEST, 37.80 FEET TO A POINT ON SAID WESTERLY RIGHT OF WAY OF VACATED ELIOT STREET;

THENCE ALONG SAID WESTERLY RIGHT OF WAY OF VACATED ELIOT STREET NORTH 05°27'51" EAST, A DISTANCE OF 67.34 FEET TO AN ANGLE POINT IN SAID RIGHT OF WAY;

THENCE CONTINUING ALONG SAID WESTERLY RIGHT OF WAY OF VACATED ELIOT STREET NORTH 35°52'19" EAST A DISTANCE OF 218.27 FEET TO THE POINT OF BEGINNING.

CONTAINING 2.992 ACRES, MORE OR LESS.