

IRRIGATION AGREEMENT TERMINATION

THIS IRRIGATION AGREEMENT TERMINATION (this "Termination") is made and entered into as of February 20, 2007, by and between TRAILMARK METROPOLITAN DISTRICT ("District"), a quasi-municipal corporation and a political subdivision of the State of Colorado and TRAILMARK HOMEOWNERS ASSOCIATION, INC., a Colorado nonprofit corporation ("Association").

RECITALS

WHEREAS, the District and Association entered into an Irrigation Agreement on the 1st day of June, 2001, ("Irrigation Agreement") wherein the Association agreed to pay the District for its share of the costs associated with providing irrigation water to the Tracts, as defined in the Irrigation Agreement, including its share of the water, associated utility costs and maintenance of the irrigation equipment fixtures and lines located within the Tracts; and

WHEREAS, the District has transferred a majority of its maintenance responsibilities to South Suburban Park and Recreation District effective January 1, 2006; and

WHEREAS, the District and the Association subsequently entered into an Amended and Restated Maintenance Agreement dated September 5, 2006, which sets forth each party's responsibility with respect the maintenance and irrigation of the Tracts.

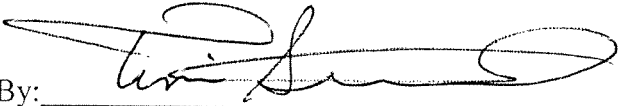
NOW THEREFORE, in consideration of the mutual covenants and promises expressed herein, the Developer and the District hereby agree as follows:

1. The Association and the District hereby agree to terminate that certain Irrigation Agreement between the parties, dated June 1, 2001, which shall be of no further force or effect.

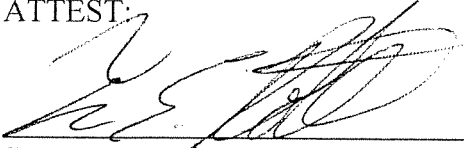
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IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the date and year first above written.

TRAILMARK METROPOLITAN DISTRICT, a
Colorado quasi-municipal corporation

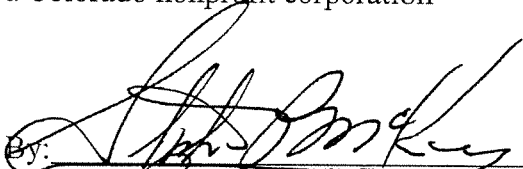
By: 

President

ATTEST:


Secretary

TRAILMARK HOMEOWNERS ASSOCIATION,
a Colorado nonprofit corporation

By: 

Its: PRESIDENT