

**BASE VILLAGE METROPOLITAN DISTRICT NO. 2
RESOLUTION TO AMEND 2013 BUDGET**

WHEREAS, the Board of Directors of Base Village Metropolitan District No. 2 (the "District") certifies that at a regular meeting of the Board of Directors of the District held November 13, 2013, a public hearing was held regarding the 2013 amended budget, and, subsequent thereto, the following Resolution was adopted by affirmative vote of a majority of the Board of Directors:

WHEREAS, the Board of Directors of the District adopted a budget and appropriated funds for fiscal year 2013 as follows:

Debt Service Fund	\$644,028
Capital Projects Fund	\$102,233

WHEREAS, the necessity has arisen for additional expenditures by the District due to additional costs which could not have been reasonably anticipated at the time of adoption of the budget, requiring the expenditure of funds in excess of those appropriated for fiscal year 2013; and

WHEREAS, funds are available for such expenditure.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the District does hereby amend the adopted budget for fiscal year 2013 as follows:

Debt Service Fund	\$47,100,000
Capital Projects Fund	\$103,000

BE IT FURTHER RESOLVED, that such sums are hereby appropriated from the revenues of the District to the funds named above for the purpose stated, and that any ending fund balances shall be reserved for purposes of complying with Article X, Section 20 of the Colorado Constitution.

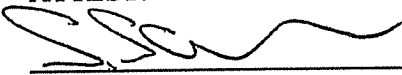
ADOPTED the 13th day of November, 2013.

**BASE VILLAGE METROPOLITAN
DISTRICT NO. 2**



Officer of the District

ATTEST:



Officer