

**BASE VILLAGE METROPOLITAN DISTRICT NO. 2
RESOLUTION TO AMEND 2016 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 October 26, 2016, a public hearing was held regarding the 2016 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 2016 as follows:

General Fund	\$228,730
Debt Service Fund	\$1,584,005

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 2016; and

WHEREAS, funds are available for such expenditure.

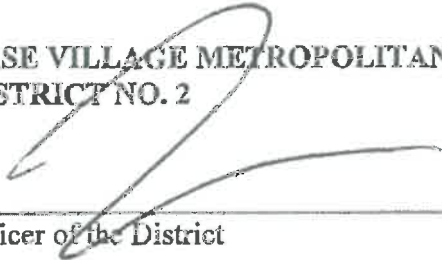
NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the District does hereby amend the adopted budget for fiscal year 2016 as follows:

General Fund	\$228,800
Debt Service Fund	\$36,000,000

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 this 26th day of October, 2016.

BASE VILLAGE METROPOLITAN
DISTRICT NO. 2



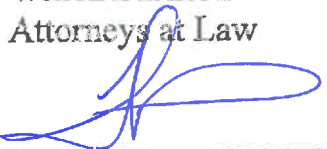
Officer of the District

ATTEST:



APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law



General Counsel to the District

STATE OF COLORADO
COUNTY OF PITKIN
BASE VILLAGE METROPOLITAN DISTRICT NO. 2

I hereby certify that the foregoing resolution constitutes a true and correct copy of the record of proceedings of the Board adopted at a meeting held on Wednesday, October 26, 2016, at 110 Carriage Way, Snowmass Village, Colorado, as recorded in the official record of the proceedings of the District.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 26th day of October, 2016.



DAWN BLASBERG