

AUTHORIZATION OF OWNER

[THORNTON INVESTMENTS LLC– RIO SOUTH]

Thornton Investments, LLC, a Colorado limited liability company ("Owner"), owner of certain real property legally described on **Exhibit A** attached hereto (the "Property"), hereby authorizes TC Denver Development, Inc., a Delaware corporation ("Applicant") and its agent, Brownstein Hyatt Farber Schreck LLP ("Agent"), to submit on Owner's behalf all applications necessary to (a) obtain approval by the City of Thornton, Colorado (the "City") for the following entitlements for the Property: conceptual site plan, modification and waiver of certain Floor Area Ratio limitations, development permit, specific use permit, subdivision plat, approval of civil construction drawings, a grading permit and a building permit, (b) obtain approval from the State of Colorado ("State") for a State Discharge Permit for the Property, (c) obtain approval from the Army Corp of Engineers ("Corp") for a 404 Permit for the Property, and (d) obtain approval from Urban Drainage and Flood Control District ("UDFCD") for flood plain modifications to the Shay Ditch (collectively, the foregoing shall be referred to herein as the "Entitlement Approvals").

Owner is aware of the requests and proposals being made by the Agent and the Applicant in connection with the Entitlement Approvals and has no objections thereto. Furthermore, Owner hereby authorizes Applicant and Agent to act on behalf of Owner with regard to those actions reasonably necessary to effectuate the changes contemplated by the Entitlement Approvals, which authorization includes, without limitation, authorization to submit all applications and supporting documents required by the City, State, Corp or UDFCD (collectively, the "Authorities") in connection with the Entitlement Approvals (collectively, the "Application"), to amend the Application as required by the Authorities, to meet with and appear before the Authorities to discuss the Application, to obtain the Authorities' approval of the Application, and to take any and all additional actions deemed reasonably necessary by Applicant to obtain the Authorities' approval of the Application.

The authorization granted hereunder shall expire by its own terms upon the Authorities final and unappealable approval of the Application, or upon written revocation from the Owner delivered to Applicant and Agent.

[Remainder of page intentionally left blank; signature(s) appear on following page(s).]

By this acknowledgement, Owner hereby certifies that the above information is true and correct.

OWNER:

THORNTON INVESTMENTS, LLC,
a Colorado limited liability company

By: *Greg Fulton*
Name: GREG FULTON
Title: MANAGER

State of Colorado)
County of Arapahoe) ss

The foregoing instrument was acknowledged before me this 17 day of February, 2017, by Greg Fulton as Manager of Thornton Investments, LLC, a Colorado limited liability company.

Katherine Walker

(Notary Signature)

Katherine L Walker
Notary Public
State of Colorado
Notary ID 20004022657
My Commission Expires September 09, 2020

9-9-20

Commission Expires

[SEAL]

EXHIBIT A

Legal Description of the Property

A parcel of land located in the Southeast one-quarter of Section 15, Township 1 South, Range 68 West of the 6th P.M., more particularly described as follows:

Commencing at the Southeast corner of the Southeast one-quarter of said Section 15; thence North 89°05'55"West, 30.00 feet; thence North 00°30'38"East, 30.00 feet to the true point of beginning; thence along the North right-of-way for 144th Avenue the following three(3) courses:

1. North 89°05'55"West, 1890.37 feet
2. Thence North 00°54'05"East, 5.00 feet;
3. Thence North 83°48'03"West, 704.04 feet;

Thence along the West line of the Southeast quarter of Section 15, said line also being the East line of Interstate 25, North 00°18'41"East, 1884.14 feet; thence along the North line of the South half of the North Half of the Southeast quarter of Section 15, North 89°04'02"East, 2577.48 feet; thence along the Westerly line of Washington Street South 00°30'38"West, 383.29 feet; thence along the Northerly, Westerly and Southerly lines of a parcel of land described in Book 2582, at Page 314, North 89°04'02"West, 380.00 feet; thence S00°30'38"W, 350.00 feet; thence S89°04'02"E, 380.00 feet; thence along said Washington Street, along the following seven (7) courses;

1. Thence South 00°30'38"West 333.50 feet;
2. Thence North 89°29'22"West 10.00 feet;
3. Thence South 00°30'38"West, 200.00 feet;
4. Thence South 89°29'22"East, 10.00 feet;
5. Thence South 00°30'38"West, 55.00 feet;
6. Thence North 89°29'22"East, 20.00 feet;
7. Thence South 00°30'38"West 830.89 feet to the true point of beginning,

EXCEPT that part of the Bull Canal described in instrument recorded in Book 73, at Page 86.

AND EXCEPT that portion conveyed to the City of Thornton by Warranty Deed recorded October 27, 2004 at Reception No. 20041027001081960,

AND EXCEPT that portion conveyed to the City of Westminster by Special Warranty Deed recorded March 17, 2006 at Reception No. 20060317000274570.

AND FURTHER EXCEPTING those portions as conveyed in Deeds recorded March 2, 2012 at Reception Nos. 2012000016028 and 2012000016029 and May 17, 2016 at Reception No. 2016000038313.

County of Adams,
State of Colorado.

AUTHORIZATION OF OWNER

[THORNTON 40 LLC– RIO NORTH]

THORNTON 40 LLC, a Colorado limited liability company (“Owner”), owner of certain real property legally described on **Exhibit A** attached hereto (the “Property”), hereby authorizes TC Denver Development, Inc., a Delaware corporation (“Applicant”) and its agent, Brownstein Hyatt Farber Schreck LLP (“Agent”), to submit on Owner’s behalf all applications necessary to (a) obtain approval by the City of Thornton, Colorado (the “City”) for the following entitlements for the Property: annexation, zoning, conceptual site plan, comprehensive plan amendment, modification and waiver of certain Floor Area Ratio limitations, development permit, specific use permit, subdivision plat, approval for prairie dog relocation, approval of civil construction drawings, a grading permit and a building permit, (b) obtain approval from the State of Colorado (“State”) for a State Discharge Permit for the Property, (c) obtain approval from the Army Corp of Engineers (“Corp”) for a 404 Permit for the Property, and (d) obtain approval from Urban Drainage and Flood Control District (“UDFCD”) for flood plain modifications to the Shay Ditch (collectively, the foregoing shall be referred to herein as the “Entitlement Approvals”).

Owner is aware of the requests and proposals being made by the Agent and the Applicant in connection with the Entitlement Approvals and has no objections thereto. Furthermore, Owner hereby authorizes Applicant and Agent to act on behalf of Owner with regard to those actions reasonably necessary to effectuate the changes contemplated by the Entitlement Approvals, which authorization includes, without limitation, authorization to submit all applications and supporting documents required by the City, State, Corp or UDFCD (collectively, the “Authorities”) in connection with the Entitlement Approvals (collectively, the “Application”), to amend the Application as required by the Authorities, to meet with and appear before the Authorities to discuss the Application, to obtain the Authorities’ approval of the Application, and to take any and all additional actions deemed reasonably necessary by Applicant to obtain the Authorities’ approval of the Application; provided, however, in no event shall the Applicant or Agent be permitted to record any Entitlement Approvals until either (a) Applicant acquires the Property from Owner, or (b) Owner provides separate written authorization for such recording.

The authorization granted hereunder shall expire by its own terms upon the Authorities final and unappealable approval of the Application, or upon written revocation from the Owner delivered to Applicant and Agent.

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