FIRST AMENDMENT TO

SERVICE PLAN

OF

GRANBY RANCH METROPOLITAN DISTRICT

(FORMERLY SOLVISTA METROPOLITAN DISTRICT NO. 2)

ORIGINALLY APPROVED BY THE TOWN OF GRANBY, COLORADO

ON JULY 22, 2003

Prepared by:

White, Bear & Ankele
Professional Corporation
1805 Shea Center Drive, Suite 100
Highlands Ranch, CO 80129

First Amendment to Service Plan approved by the Town of Granby
on

June 27, 2006

I. INTRODUCTION

This First Amendment to the Service Plan (this "Amendment") of Granby Ranch Metropolitan District (formerly named "SolVista Metropolitan District No. 2" and hereinafter referred to as the "District"), constitutes an amendment to certain provisions of the original service plan for the District (the "Original Service Plan") dated as of March, 2003, and approved by the Board of Trustees of the Town of Granby (the "Town") on July 22, 2003. The District was organized pursuant to the terms of the Original Service Plan to serve the needs of the Granby Ranch development and existing community.

This purpose of this First Amendment is to clarify and, to the extent necessary, amend certain provisions of the Original Service Plan relating to the District's ability to impose ad valorem property taxes in order to reflect the intent of the Town and the District at the time of approval of the Original Service Plan, as more particularly set forth below.

II. AMENDMENT

A. The fifth paragraph of Section (V)(B) – "Financing Plan" of the Original Service Plan is amended and restated in its entirety as follows:

"The Districts intend to issue limited tax general obligation and/or revenue bonds secured primarily by (i) property taxes from levies of the Tax District and (ii) revenues from other available sources. The property tax levy of the Tax District will not exceed 50 mills for operating and debt repayment purposes, unless otherwise Approved by the Town; provided, however, in the event that the method of calculating assessed valuation is changed after May 1, 2003, by any change in law or method of calculation or by any change in the percentage of actual value used to determine assessed valuation pursuant to Section 39-1-104.2 C.R.S., and Article X, Section 3 of the State Constitution, the mill levy limitation shall be increased or decreased to reflect such change, as reasonably determined by the Board of the Tax District so that, to the greatest extent possible, the actual property tax revenues generated by the mill levy as adjusted are neither enhanced nor diminished as a consequence of such adjustment."

B. In addition, the Service Plan is hereby further amended to whatever extent may be necessary to provide that any mill levy limitation therein shall be increased or decreased in the event that the method of calculating assessed valuation has been or is changed after May 1, 2003, by any change in law or method of calculation or by a change in the percentage of actual value used to determine assessed valuation pursuant to Section 39-1-104.2 C.R.S., and Article X, Section 3 of the State Constitution, so that to the greatest extent possible, the actual property tax revenues generated by the mill levy as adjusted are neither increased nor diminished as a consequence of such change.

III. RESOLUTION

Except as specifically amended as set forth above, all other provisions of the Service Plan shall remain in full force and effect.

It is requested that after a public hearing conducted pursuant to Section 32-1-201, *et seq.*, C.R.S., the Town of Granby Board of Trustees adopt a resolution of approval of this Amendment based upon the information tendered herewith.

Respectfully submitted,

WHITE, BEAR & ANKELE
Professional Corporation

Gary R. White, Esq.
Counsel to the Districts