

APPLICATION


TO: DIBC Hotel Conference, LLC, a Colorado limited liability company, DIBC Retail, LLC, a Colorado limited liability company, DIBC Commercial, LLC, a Colorado limited liability company, and DIBC Residential, LLC, a Colorado limited liability company, collectively as Declarant under the Amended and Restated Protective Covenants of Denver International Business Center dated as of MARCH 26, 2002, recorded APRIL 9, 2002, under Reception No. 2002066268 of the Denver County, Colorado, real property records ("Protective Covenants").

DIBC Retail, LLC, a Colorado limited liability company, DIBC Commercial, LLC, a Colorado limited liability company, and DIBC Residential, LLC, a Colorado limited liability company (collectively, "Owner") hereby state and represent that they are the record owners of all of the land situate in the City and County of Denver, State of Colorado, described on Exhibit A attached hereto and by this reference incorporated herein ("Land") and that Owner desires to make the Land subject to the Protective Covenants. Accordingly, pursuant to Article 15 of the Protective Covenants, Owner hereby requests your consent and approval to making the Land subject to the Protective Covenants. If your consent and approval are granted, Owner further requests that you execute the Consent to Application set forth below, approving the application of the Protective Covenants to the Land, and that you cause the same, together with this Application, to be recorded in the real property records of Denver County, Colorado, so that the Land is formally made subject to the Protective Covenants.

Very truly yours,

DIBC RETAIL, LLC,
a Colorado limited liability company

By: L.C. Fulenwider, Inc.,
a Colorado corporation,
as Manager

By: 
L.C. Fulenwider III, President

DIBC COMMERCIAL, LLC,
a Colorado limited liability company

By: L.C. Fulenwider, Inc.,
a Colorado corporation,
as Manager

By: [Signature]
L.C. Fulenwider III, President

DIBC RESIDENTIAL, LLC,
a Colorado limited liability company

By: L.C. Fulenwider, Inc.,
a Colorado corporation,
as Manager

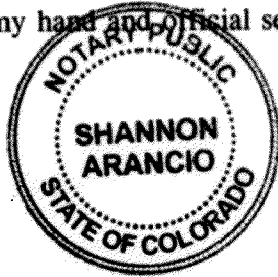
By: [Signature]
L.C. Fulenwider III, President

STATE OF COLORADO)
) ss:
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 26 day of March, 2002, by L.C. Fulenwider III, as President of L.C. Fulenwider, Inc., a Colorado corporation, as Manager of DIBC Retail, LLC, a Colorado limited liability company, DIBC Commercial, LLC, a Colorado limited liability company, and DIBC Residential, LLC, a Colorado limited liability company.

My commission expires My Commission Expires July 2, 2005, 2005.

Witness my hand and official seal.



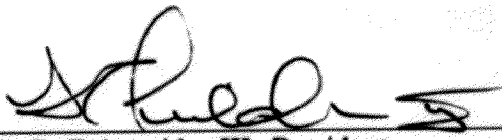
Shannon Arancio
Notary Public

CONSENT TO APPLICATION

The foregoing Application to make the real property described on Exhibit A attached hereto subject to the Protective Covenants is hereby consented to and approved this 26th day of MARCH, 2002, by DIBC Hotel Conference, LLC, a Colorado limited liability company, DIBC Retail, LLC, a Colorado limited liability company, DIBC Commercial, LLC, a Colorado limited liability company, and DIBC Residential, LLC, a Colorado limited liability company, collectively as Declarant under the Protective Covenants.

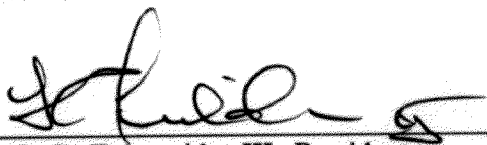
DIBC HOTEL CONFERENCE, LLC,
a Colorado limited liability company

By: L.C. Fulenwider, Inc.,
a Colorado corporation,
as Manager

By: 
L.C. Fulenwider III, President

DIBC RETAIL, LLC,
a Colorado limited liability company

By: L.C. Fulenwider, Inc.,
a Colorado corporation,
as Manager

By: 
L.C. Fulenwider III, President

DIBC COMMERCIAL, LLC,
a Colorado limited liability company

By: L.C. Fulenwider, Inc.,
a Colorado corporation,
as Manager

By: [Signature]
L.C. Fulenwider III, President

DIBC RESIDENTIAL, LLC,
a Colorado limited liability company

By: L.C. Fulenwider, Inc.,
a Colorado corporation,
as Manager

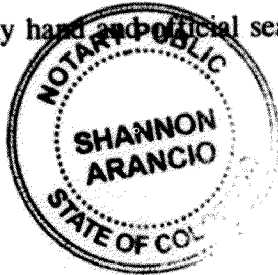
By: [Signature]
L.C. Fulenwider III, President

STATE OF COLORADO)
) ss:
CITY AND COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 26 day of March, 2002, by L.C. Fulenwider III, as President of L.C. Fulenwider, Inc., a Colorado corporation, as Manager of DIBC Hotel Conference, LLC, a Colorado limited liability company, DIBC Retail, LLC, a Colorado limited liability company, DIBC Commercial, LLC, a Colorado limited liability company, and DIBC Residential, LLC, a Colorado limited liability company.

My commission expires My Commission Expires July 2, 2005, 2005.

Witness my hand and official seal.



Shannon Arancio
Notary Public

EXHIBIT A

LEGAL DESCRIPTION OF THE LAND

ALL OF THE FOLLOWING LAND LOCATED IN TOWNSHIP 3 SOUTH, RANGE 66 WEST OF THE 6th PRINCIPAL MERIDIAN, CITY AND COUNTY OF DENVER, STATE OF COLORADO:

THE NE 1/4 OF SECTION 9, THE SE 1/4 OF SECTION 4, AND THE NE 1/4 OF SECTION 4, EXCEPT THE FOLLOWING PORTIONS THEREOF (SEVEN (7) EXCEPTION PARCELS):

EXCEPTION PARCEL 1:

BEGINNING AT THE NORTH QUARTER CORNER OF SAID SECTION 4; THENCE N 89°56'05" E, ALONG THE NORTH LINE OF SAID NORTHEAST QUARTER, 1962.13 FEET; THENCE S 56°29'58" W, 2376.85 FEET TO A POINT ON THE WEST LINE OF SAID NORTHEAST QUARTER; THENCE N 00°52'10" E, ALONG THE WEST LINE OF SAID NORTHEAST QUARTER, 1309.81 FEET TO THE NORTH QUARTER CORNER OF SAID SECTION 4, THE POINT OF BEGINNING.

EXCEPTION PARCEL 2:

BEGINNING AT THE NORTHEAST CORNER OF SAID SECTION 4, WHENCE THE NORTH QUARTER CORNER THEREOF BEARS S 89°56'05" W; THENCE S 00°48'54" W, ALONG THE EAST LINE OF THE NORTHEAST QUARTER OF SAID SECTION 4, A DISTANCE OF 2629.96 FEET TO THE EAST QUARTER CORNER OF SAID SECTION 4; THENCE S 00°48'57" W, ALONG THE EAST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 4, A DISTANCE OF 2649.68 FEET TO THE SOUTHEAST CORNER OF SAID SECTION 4; THENCE N 89°42'27" W, ALONG THE SOUTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 4, A DISTANCE OF 700.08 FEET TO A POINT BEING 38 FEET WEST OF, AS MEASURED PERPENDICULARLY TO, THE WEST LINE OF THE EAST HALF OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 4; THENCE N 00°49'52" E, ALONG A LINE 38 FEET WEST OF AND PARALLEL WITH SAID WEST LINE, A DISTANCE OF 86.31 FEET TO A POINT OF CURVE; THENCE ALONG A CURVE TO THE RIGHT HAVING A DELTA OF 12°10'09", A RADIUS OF 438.00 FEET AND AN ARC LENGTH OF 93.03 FEET TO A POINT OF TANGENT; THENCE N 13°00'01" E, ALONG SAID TANGENT, A DISTANCE OF 209.24 FEET TO A POINT OF

CURVE; THENCE ALONG A CURVE TO THE LEFT HAVING A DELTA OF $12^{\circ}48'52''$, A RADIUS OF 462.00 FEET AND AN ARC LENGTH OF 103.33 FEET TO A POINT OF TANGENT; THENCE $N 00^{\circ}11'09'' E$, ALONG SAID TANGENT, A DISTANCE OF 259.88 FEET TO A POINT OF CURVE; THENCE ALONG A CURVE TO THE LEFT HAVING A DELTA OF $06^{\circ}59'31''$, A RADIUS OF 3162.00 FEET AND AN ARC LENGTH OF 385.86 FEET TO A POINT OF TANGENT; THENCE $N 06^{\circ}48'21'' W$, ALONG SAID TANGENT, A DISTANCE OF 36.17 FEET TO A POINT OF CURVE; THENCE ALONG A CURVE TO THE RIGHT HAVING A DELTA OF $07^{\circ}38'13''$, A RADIUS OF 3238.00 FEET AND AN ARC LENGTH OF 431.60 FEET TO A POINT OF TANGENT BEING 38.00 FEET WEST OF, AS MEASURED PERPENDICULARLY TO, THE WEST LINE OF THE EAST HALF OF THE EAST HALF OF THE SOUTHEAST QUARTER OF SAID SECTION 4; THENCE $N 00^{\circ}49'52'' E$, ALONG A LINE 38.00 FEET WEST OF AND PARALLEL WITH SAID WEST LINE, A DISTANCE OF 1013.93 FEET TO A POINT BEING 38.00 FEET SOUTH OF, AS MEASURED PERPENDICULARLY TO, THE NORTH LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 4; THENCE $N 89^{\circ}49'01'' W$, ALONG A LINE 38.00 FEET SOUTH OF AND PARALLEL WITH SAID NORTH LINE, A DISTANCE OF 1946.16 FEET TO A POINT ON THE WEST LINE OF THE SOUTHEAST QUARTER OF SAID SECTION 4; THENCE $N 00^{\circ}52'38'' E$, ALONG SAID WEST LINE, A DISTANCE OF 38.00 FEET TO THE CENTER OF SAID SECTION 4; THENCE $N 00^{\circ}52'33'' E$, ALONG THE WEST LINE OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 4, A DISTANCE OF 1308.73 FEET TO THE NORTHWEST CORNER OF THE SOUTHWEST QUARTER OF THE NORTHEAST QUARTER OF SAID SECTION 4; THENCE $N 56^{\circ}29'58'' E$, A DISTANCE OF 2376.85 FEET TO A POINT ON THE NORTH LINE OF THE NORTHEAST QUARTER OF SAID SECTION 4; THENCE $N 89^{\circ}56'05'' E$, ALONG SAID NORTH LINE, A DISTANCE OF 680.91 FEET TO THE POINT OF BEGINNING. CONTAINING 7,526,683 SQUARE FEET OR 172.789 ACRES MORE OR LESS.

EXCEPT THE PORTIONS THEREOF DESCRIBED AS FOLLOWS:

1. ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 1, CITY AND COUNTY OF DENVER, STATE OF COLORADO.
2. ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 2, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

3. ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 3, CITY AND COUNTY OF DENVER, STATE OF COLORADO.
4. ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 8, CITY AND COUNTY OF DENVER, STATE OF COLORADO.
5. ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 9, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

EXCEPTION PARCEL 3:

ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 1, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

EXCEPTION PARCEL 4:

ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 2, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

EXCEPTION PARCEL 5:

ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 3, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

EXCEPTION PARCEL 6:

ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 8, CITY AND COUNTY OF DENVER, STATE OF COLORADO.

EXCEPTION PARCEL 7:

ALL LAND WITHIN DENVER INTERNATIONAL BUSINESS CENTER FILING NO. 9, CITY AND COUNTY OF DENVER, STATE OF COLORADO.