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Millard / assessment

GRANT OF EASEMENT AND RIGHT-OF-WAY

Raspberry Mountain Ranch Property Owners Association, Cuchara River Estates Property Owners Association, both Colorado corporations not for profit, and Cuchara River, LLC, a Colorado limited liability company, all of whom are acting through James E. Young in his capacities as authorized agent and managing member, whose address is 40 Woodbridge Drive, Colorado Springs, CO 80906, for good and valuable consideration, do hereby grant, bargain, sell and convey to Millard Properties, Ltd., a Texas limited partnership, acting through its general partner, Millard Life Insurance Trust – 2002, by Colleen Anne Millard, Trustee, whose address is 1100 Oakwood Ct., Flower Mound, TX 75028, a perpetual, non-exclusive easement for general, unrestricted ingress and egress to and from their property described on the attached exhibit entitled "Millard Property" together with all rights and privileges as are necessary or incidental to the reasonable and proper use of such easement in and to, over, and across the following real property, situated in Huerfano County, Colorado, to-wit:

Beginning at a public road that terminates at the main entrance for property known as "Cuchara River Estates" and "Raspberry Mountain Ranch" and on and over the existing roads for Cuchara River Estates and Raspberry Mountain Ranch, as those roads are depicted on the recorded plats.

The use of this easement and right of way is limited to Millard Properties, Ltd., its guests, licensees and invitees; provided however it shall not be used for commercial purposes. Commercial purposes are defined to be uses that invite the general public to come and go on the roadway for the purpose of obtaining a profit from transactions with the public. Commercial purposes shall specifically not include access for the purpose of meeting with and entertaining business associates on land owned by Millard Properties, Ltd. or its successors in title.

The easement and right of way granted herein does not impair or affect Millard Properties, Ltd.'s existing access over and across Rilling Canyon Road as described in a deed recorded 7-13-1990 in Book 390, Page 236 of the Huerfano County, Colorado records, may be assigned by Millard Properties, Ltd. to any subsequent owners of its property, and will run with the land.

Payment of Assessments – Withholding Access Until Paid. Millard Properties, Ltd., is obligated to pay one-half of the annual assessments imposed by the Cuchara River Estates Property Owners Association and Raspberry Mountain Ranch Property Owners Association, currently \$395.00 each ("Fee"). The Fee shall be paid in advance one-half to Cuchara River Estates Property Owners Association and one-half to Raspberry Mountain Ranch Property Owners Association on or before February 15th of each year. In the event Millard Properties, Ltd., do not timely pay the Fee, Millard Properties, Ltd. will forfeit the right to use the easement and right of way granted herein for the calendar year for which payment is not made, until such time that payment is made for that calendar year.

Grantors, for themselves and for their heirs, successors and assigns, do hereby covenant and agree that no permanent structure or improvement shall be placed on said easement by Grantors or their heirs, successors or assigns, and that such easement shall not otherwise be obstructed or interfered with.

The terms of this easement shall be binding upon Grantor and their heirs, agents, lessees and assigns, and all other successors to Grantors in interest and shall continue as a servitude running in perpetuity with the property described above.



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Grant of Easement and Right of Way
Page 2

The parties signing this agreement hereby covenant and represent that they have full authority to bind their respective entities to the terms and agreements made herein.

IN WITNESS WHEREOF, Grantors have caused this instrument to be duly executed as of 6-21, 2004.

Raspberry Mountain Ranch Property Owners Association

By James E. Young
James E. Young, Director

Cuchara River, LLC

By James E. Young
James E. Young, Managing Member

Cuchara River Estates Property Owners Association

By James E. Young
James E. Young, Director

Millard Properties, Ltd.,

By _____
Colleen A. Millard, Trustee of the Millard Insurance Trust - 2002, General Partner

Grant of Easement and Right of Way

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The parties signing this agreement hereby covenant and represent that they have full authority to bind their respective entities to the terms and agreements made herein.

IN WITNESS WHEREOF, Grantors have caused this instrument to be duly executed as of _____, 2004.

Raspberry Mountain Ranch Property Owners Association

Cuchara River Estates Property Owners Association

By _____
James E. Young, Director

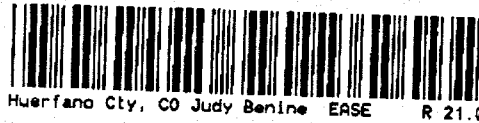
By _____
James E. Young, Director

Cuchara River, LLC

Millard Properties, Ltd.,

By _____
James E. Young, Managing Member

By Colleen A. Millard
Colleen A. Millard, Trustee of the Millard Insurance Trust - 2002, General Partner



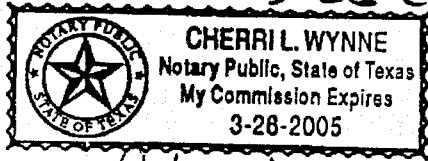
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Acknowledgement Page

STATE OF TEXAS }
County of DENTON } ss.
}

The foregoing instrument was acknowledged before me this 21st day of June, 2004, by Colleen A. Millard, Trustee of the Millard Insurance Trust – 2002, General Partner of Millard Properties, Ltd., a Texas Limited Partnership.

My Commission Expires: 3-26-2005

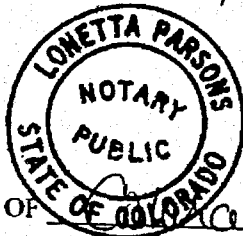


Cherril Wynne
Notary Public

STATE OF Colorado }
County of Huerfano } ss.
}

The foregoing instrument was acknowledged before me this 17th day of June, 2004, by James E. Young, as Managing Member of Cuchara River, LLC.

My Commission Expires: 9-16-06



Lonetta Parsons
Notary Public

STATE OF Colorado }
County of Huerfano } ss.
}

The foregoing instrument was acknowledged before me this 17th day of June, 2004, by James E. Young, on behalf of Raspberry Mountain Ranch Property Owners Association, and Cuchara River Estates Property Owners Association.

My Commission Expires: 9-16-06



Lonetta Parsons
Notary Public