



**TOWN OF LARKSPUR  
ORDINANCE NO. 9.07**

**AN ORDINANCE AUTHORIZING AND DIRECTING THE SALE BY THE  
TOWN OF LARKSPUR TO OFF THE CHAIN 2, LLC  
OF PROPERTY IDENTIFIED AS PARCEL C-2 OF LOT 4 OF  
DOUGLAS VALLEY ESTATES**

**WHEREAS**, the Town of Larkspur, Colorado (“the Town”) is currently the owner of certain real property located within the Town limits identified as Parcel C-2, Lot 4, Douglas Valley Estates and depicted on Exhibit A attached hereto; and

**WHEREAS**, Parcel C-2 is approximately 3.515 acres in size.; and

**WHEREAS**, Parcel C-2 is not currently used by the Town for a governmental purpose, and the Town Council does not anticipate that Parcel C-2 will be needed or used for a governmental purpose for the foreseeable future; and

**WHEREAS**, the Town received two competing proposals to acquire Parcel C-2; and

**WHEREAS**, after considering both proposals at its meeting on December 21, 2017, the Council voted to accept the proposal from Off the Chain 2, LLC which seeks to acquire Parcel C-2 and use it in conjunction with pending plans to develop a Travel Center on Parcel A, which is adjacent to Parcel C-2, Douglas Valley Estates, also depicted on Exhibit A. Dumler proposes to pay the Town the nominal sum of \$100 for Parcel C-2, but to then incorporate parcel C-2 into his development which will create businesses that will produce sales tax revenues to the Town and increase traveler visits to the Town and provide other benefits to the Town and its residents; and

**WHEREAS**, reflecting its decision, the Town Council approved Resolution No. 17-30, directing Town staff to take those steps necessary to effectuate the conveyance of Parcel C-2 to Off the Chain 2, LLC; and

**WHEREAS**, the Council hereby adopts by references and reiterates its findings in Resolution 17-30 reflecting the benefits of Off the Chain 2, LLC’s proposed use of Parcel C-2; and

**WHEREAS**, the Council believes that conveying Parcel C-2 reflects the recent vote of the electors in the referendum related to Ordinance 3.123 indicating clear support for the Off the Chain 2, LLC Travel Center development.

**WHEREAS**, the Town wishes to sell Parcel C-2 for substantially less than its fair market value, but as an incentive for development that Council anticipates will provide economic benefit to the Town that exceeds the fair market value of Parcel C-2.

**NOW THEREFORE BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF LARKSPUR, COLORADO, AS FOLLOWS:**

1. The Council hereby authorizes and directs the Mayor and Clerk to execute the Deed and Agreement attached hereto as Exhibit B, conveying Parcel C-2 to Off the Chain 2, LLC for the price of One Hundred Dollars (\$100), subject to the conditions set forth in the attached Deed and Agreement, including but not limited to:
  - a. Off the Chain 2, LLC will pay all costs of accomplishing the conveyance, including but not limited to title insurance costs, closing costs, recording fees, and attorney fees.
  - b. Off the Chain 2, LLC agrees that the site plan and other documents associated with the development of the Travel Center, including Parcel A and Parcel C-2, as well as any other property included in or used in conjunction with the Travel Center, will be subject to review and approval by the Larkspur Town Council
  - c. Off the Chain 2, LLC agrees to have completed the construction and begun operation of businesses generating substantial sales tax revenue to the Town within five (5) years of conveyance of Parcel C-2 and receiving site plan approval. If this condition is not met within the specified time, Parcel C-2 shall revert to or be re-conveyed to the Town through documents reasonably directed by the Town. If this condition is met, then Grantee may prepare and submit to the Town a document confirming this condition has been met and Parcel C-2 is no longer subject to this condition, which the Town agrees to execute. Either Grantee or the Town may cause the confirmation to be recorded in the real estate records of the Clerk and Recorder for Douglas County.

- d. If Off the Chain 2, LLC proposes to sell or lease Parcel C-2 prior to completion of the development contemplated by the site plan, Dumler must obtain Town Council's prior written approval of such sale or lease, which approval will not be unreasonably withheld.
- e. Off the Chain 2, LLC agrees to cooperate with the Town and to take all steps reasonably necessary to effectuate the intent of the parties.

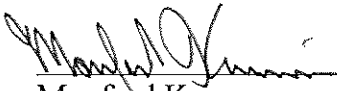
**INTRODUCED, PASSED AND ADOPTED AT A REGULAR MEETING OF THE TOWN COUNCIL OF THE TOWN OF LARKSPUR THIS 18th DAY OF JANUARY 2018.**

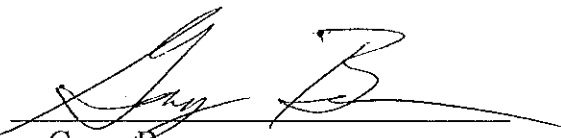
Votes Approving: 7  
Absent: 0  
Votes Opposed: 0  
Abstained: 0

ATTEST:



**TOWN COUNCIL OF THE  
TOWN OF LARKSPUR, COLORADO**

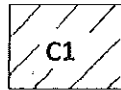
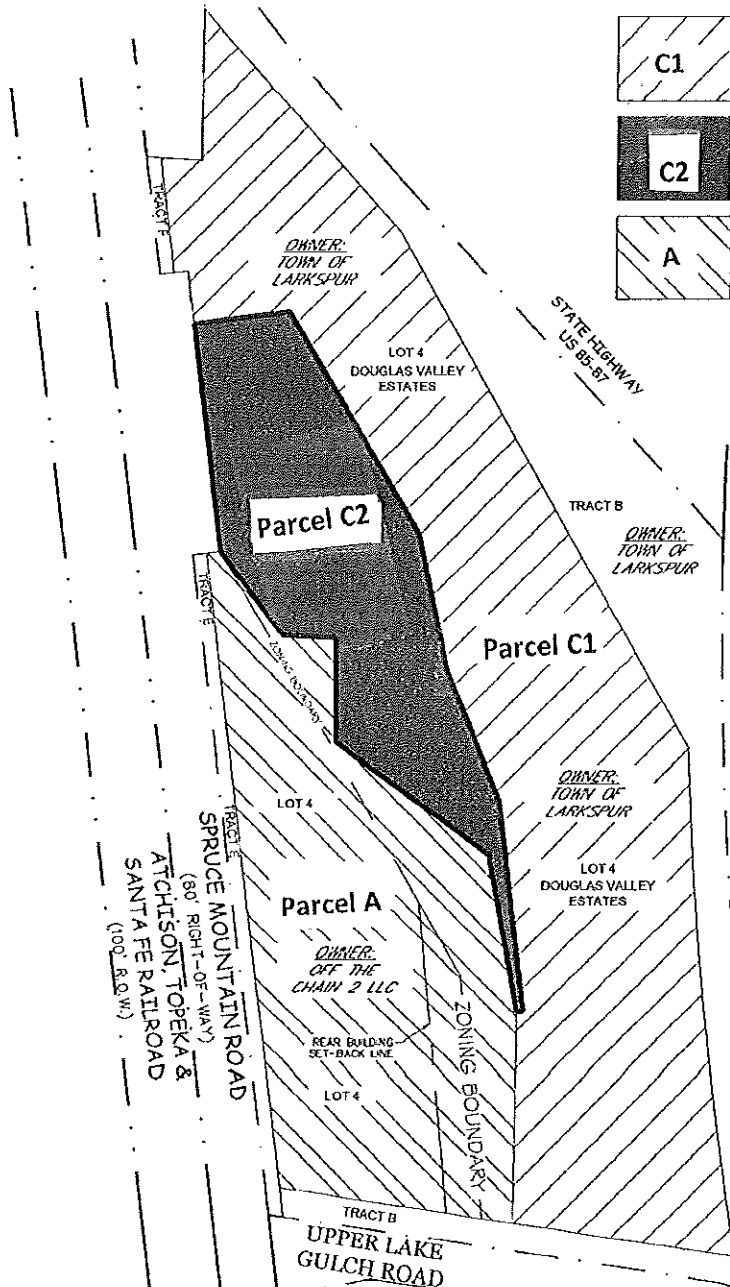
  
Manfred Krimmer  
Town Clerk/Manager

By:   
Gerry Been  
Mayor

# EXHIBIT A

## OVERALL EXHIBIT

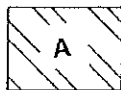
A PORTION OF LOT 4, OF "DOUGLAS VALLEY ESTATES"  
 LOCATED IN THE W1/2 OF SECTION 27, T.9S., R.67W., 6TH P.M.  
 TOWN OF LARKSPUR, DOUGLAS COUNTY, COLORADO



TOWN OF LARKSPUR REMAINDER  
 PARCEL - 9.92 ACRES



OFF THE CHAIN 2 LLC PURCHASE  
 PARCEL - 3.51 ACRES



OFF THE CHAIN 2 LLC  
 CURRENTLY - 5.67 ACRES



SCALE:  
 1" = 250'

### OVERALL EXHIBIT

Date: 06/02/2017  
 Drawn: DF  
 Checked: AWS  
 Job No.: TD15130



R&R ENGINEERS-SURVEYORS, INC.  
 710 WEST COLFAX AVENUE  
 DENVER, COLORADO 80204  
 PH: 303-753-6730 - FAX: 303-753-6568  
 WWW.RRENENGINEERS.COM

**EXHIBIT A  
LEGAL DESCRIPTION**

A PARCEL OF LAND, BEING A PART OF LOT 4, DOUGLAS VALLEY ESTATES, AS RECORDED AT RECEPTION NO. 9336957 IN THE DOUGLAS COUNTY CLERK AND RECORDER'S OFFICE, SAID PARCEL IS SITUATED IN THE WEST ONE-HALF OF THE SOUTHWEST ONE-QUARTER OF SECTION 22, TOWNSHIP 9 SOUTH, RANGE 67 WEST, OF THE 6<sup>TH</sup> PRINCIPAL MERIDIAN, TOWN OF LARKSPUR, DOUGLAS COUNTY, COLORADO, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

**COMMENCING** AT THE SOUTHWEST CORNER OF SAID LOT 4, THENCE NORTH 53°57'31" EAST, A DISTANCE OF 417.86 FEET TO A POINT ON THE WEST LINE OF AN EXCEPTED PORTION CONVEYED TO THE TOWN OF LARKSPUR AT RECEPTION NO. 2012017055, ALSO BEING THE **POINT OF BEGINNING**;

THENCE ALONG SAID WEST LINE, THE FOLLOWING SIX (6) COURSES:

1. NORTH 10°26'39" WEST, A DISTANCE OF 166.79 FEET;
2. NORTH 54°09'44" WEST, A DISTANCE OF 272.11 FEET;
3. NORTH 00°00'00" EAST, A DISTANCE OF 147.08 FEET;
4. NORTH 86°33'59" WEST, A DISTANCE OF 76.73 FEET;
5. NORTH 36°38'56" WEST, A DISTANCE OF 149.28 FEET;
6. NORTH 06°57'13" WEST, A DISTANCE OF 325.00 FEET;

THENCE THROUGH SAID LOT 4, THE FOLLOWING SIX (6) COURSES:

1. NORTH 83°02'47" EAST, A DISTANCE OF 137.50 FEET;
2. SOUTH 30°55'17" EAST, A DISTANCE OF 365.45 FEET;
3. SOUTH 11°57'13" EAST, A DISTANCE OF 200.00 FEET;
4. SOUTH 21°57'13" EAST, A DISTANCE OF 200.00 FEET;
5. SOUTH 06°57'13" EAST, A DISTANCE OF 300.00 FEET;
6. SOUTH 83°02'47" WEST, A DISTANCE OF 10.00 FEET TO THE **POINT OF BEGINNING**.

PARCEL CONTAINS 153,144 SQUARE FEET (3.5157 ACRES), MORE OR LESS.

ALL LINEAL DISTANCE UNITS ARE REPRESENTED IN U.S. SURVEY FEET.

**BASIS OF BEARINGS:** BEARINGS ARE BASED ON THE WEST LINE OF LOT 4, DOUGLAS VALLEY ESTATES, WITH THE LINE BEARING NORTH 06°57'13" WEST.

PREPARED BY: ANTHONY W. SMITH, PLS #38320  
FOR AND ON BEHALF OF R&R ENGINEERS-SURVEYORS, INC.  
710 WEST COLFAX AVE. DENVER, COLORADO 80204  
May 22, 2017

*Ref # 2018005009*

**ORDINANCE 9.07  
EXHIBIT B**

**SPECIAL WARRANTY DEED AND AGREEMENT**

**THE TOWN OF LARKSPUR, COLORADO**, a Colorado home rule municipality ("Grantor"), for the consideration of one hundred dollars (\$100.00) and other good and valuable consideration, in hand paid, sells and conveys to **OFF THE CHAIN 2, LLC** a Colorado limited liability company ("Grantee"), whose address is 165 Caprice Court, Unit A, Castle Rock, CO 80109 (P.O. Box 117, Larkspur, CO 80118), all of its right, title and interest in and to the real property in the County of Douglas and State of Colorado described below (the "Property"):

Parcel C-2, Lot 4, Douglas Valley Estates, Town of Larkspur, County of Douglas, State of Colorado, as depicted on Exhibit 1, attached, ("the Property"); together with all of Grantor's right, title and interest in and to the Property with all appurtenances, and warrants the title to such real property against all persons claiming to hold title by, through or under Grantor;

EXCEPT, this special warranty deed is subject to the following conditions agreed to by the parties:

- a. Grantee will pay all costs of accomplishing the conveyance, including but not limited to title insurance costs, closing costs, recording fees, and attorney fees.
- b. Grantee agrees that the site plan and other documents associated with the development of a Travel Center, including Parcel A and Parcel C-2, as well as any other property included in or used in conjunction with the Travel Center, will be subject to review and approval by the Larkspur Town Council.
- c. Grantee agrees to have completed the construction and begun operation of businesses generating substantial sales tax revenue to the Grantor within five (5) years of conveyance of Parcel C-2 and receiving site plan approval. If this condition is not met within the specified time, Parcel C-2 shall revert to or be re-conveyed to the Grantor through documents reasonably directed by the Grantor. If this condition is met, then Grantee may prepare and submit to the Town a document confirming this condition has been met and Parcel C-2 is no longer subject to this condition, which the Town agrees to execute. Either Grantee or the Town may cause the confirmation to be recorded in the real estate records of the Clerk and Recorder for Douglas County.
- d. If Grantee proposes to sell or lease Parcel C-2 prior to completion of the development contemplated by the site plan, Grantee must obtain Larkspur Town Council's prior written approval of such sale or lease, which approval will not be unreasonably withheld.
- e. Grantee agrees to cooperate with the Grantor and to take all steps

reasonably necessary to effectuate the intent of the parties.

Signed this 19<sup>th</sup> day of January, 2018.

TOWN OF LARKSPUR, COLORADO

By: [Signature]  
Gerry Been, Mayor

ATTEST:



By: [Signature]  
Manfred Krimmer, Town Clerk

TIM DUMLER, DBA OFF THE CHAIN II, LLC, a Colorado limited liability

By: [Signature]  
Tim Dumler individually and as managing member

STATE OF COLORADO     )  
  ) ss.  
COUNTY OF Douglas     )

The foregoing Special Warranty Deed and Agreement was acknowledged before me this 19<sup>th</sup> day of January, 2018, by Tim Dumler, as managing member of **Off the Chain 2, LLC.**

Witness my hand and official seal.

My commission expires: 5/14/19

[SEAL]

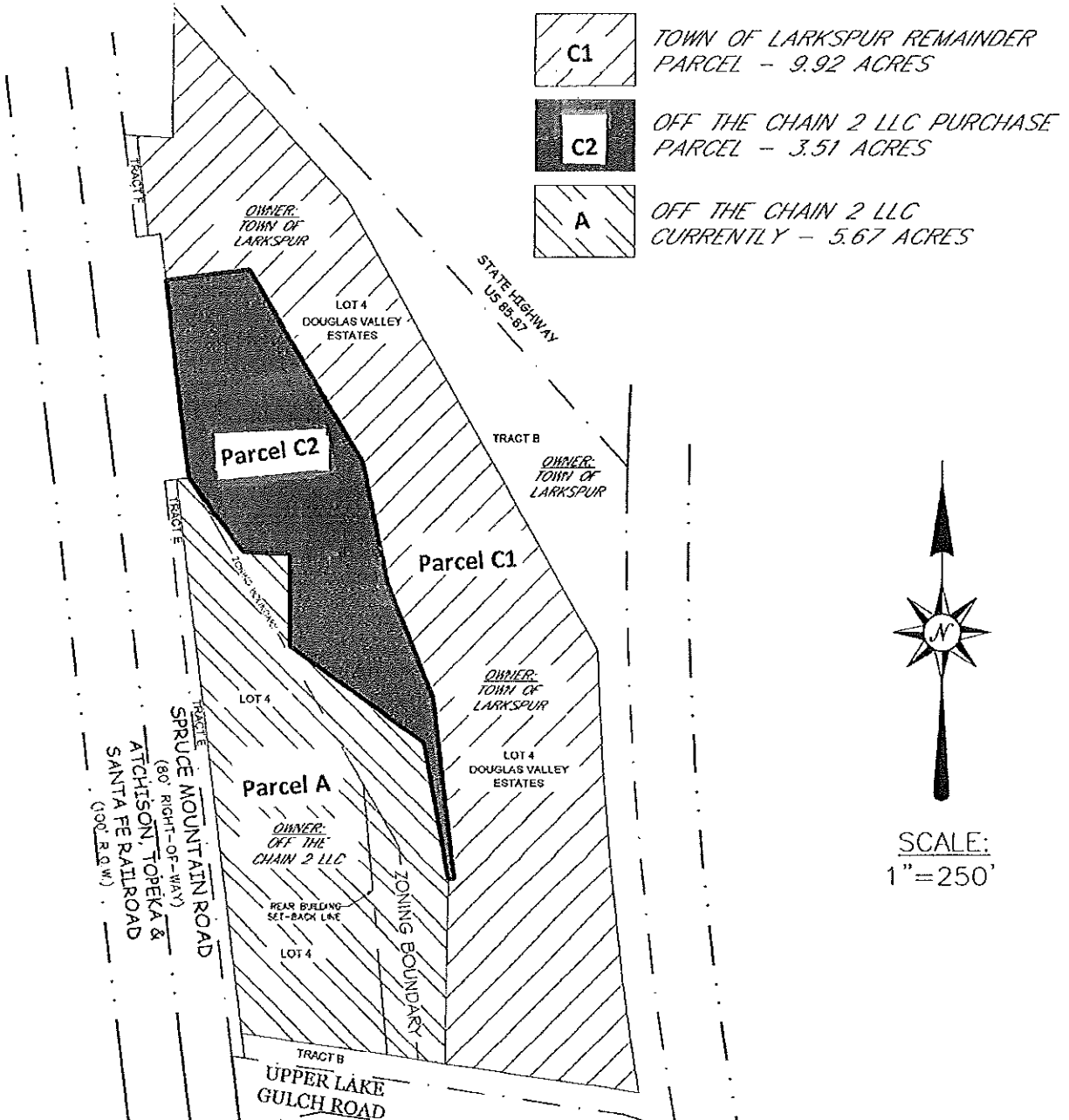
REBECCA L. MOBLEY  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 18994012787  
MY COMMISSION EXPIRES MAY 14, 2019

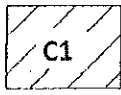

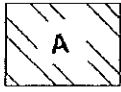
[Signature]  
Notary Public

# EXHIBIT 1

## OVERALL EXHIBIT

A PORTION OF LOT 4, OF "DOUGLAS VALLEY ESTATES"  
 LOCATED IN THE W1/2 OF SECTION 27, T.9S., R.67W., 6TH P.M.  
 TOWN OF LARKSPUR, DOUGLAS COUNTY, COLORADO



-  **C1** TOWN OF LARKSPUR REMAINDER PARCEL - 9.92 ACRES
-  **C2** OFF THE CHAIN 2 LLC PURCHASE PARCEL - 3.51 ACRES
-  **A** OFF THE CHAIN 2 LLC CURRENTLY - 5.67 ACRES



SCALE:  
1"=250'

OVERALL EXHIBIT

Date:	06/02/2017
Drawn:	DF
Checked:	AWS
Job No.:	TD15130



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 DENVER, COLORADO 80204  
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