

IN THE CIRCUIT COURT OF THE COUNTY OF BOONE, STATE OF MISSOURI

IN RE:

The formation of the BLUE RIDGE TOWN CENTRE  
TRANSPORTATION DEVELOPMENT DISTRICT

RAMPART INVESTMENTS, L.L.C.,  
a Missouri limited liability company,

Petitioner

vs.

Case No. 05BA-CV04735

MISSOURI HIGHWAYS AND TRANSPORTATION  
COMMISSION,

and

THE CITY OF COLUMBIA, MISSOURI,

Respondents.

JUDGMENT, ORDER, AND DECREE  
GRANTING PETITION FOR THE FORMATION OF A  
TRANSPORTATION DEVELOPMENT DISTRICT

The Court hereby enters this as its Judgment, Order, and Decree pursuant to the Missouri Transportation Development District Act, Sections 238.200 to 238.275 of the Revised Statutes of Missouri, as amended (the "Act"), granting the Petitioner's Petition for the formation of a Transportation Development District known as the **Blue Ridge Town Centre Transportation Development District** (the "District"). Based on the record before the Court and the evidence adduced by Petitioners on January 30, 2006, the Court hereby makes the following determinations and findings of fact, i.e., the Court finds and determines that:

1. Petitioner (hereinafter referred to as the "Owner") constitutes the only Owner of the real property within the District.
2. The Owner of all of the property within the District has joined in the Petition for the formation of the District.

3. Respondent Missouri Highways and Transportation Commission (the "Commission") is the constitutional authority responsible for constructing and maintaining the Missouri highway system and is a necessary party under Section 238.207.4(2) of the Act, and Respondent City of Columbia, Missouri (the "City"), a constitutional charter city in which the proposed District will be located, is the "local transportation authority" within the meaning of Section 238.202.1(4) of the Act, and is a necessary party under Section 238.207.4(2) of the Act.

4. The record reflects that no objections to the Petition, timely or otherwise, have been filed.

5. The proposed District is composed of contiguous land and consists of land on which there is one unoccupied residential structure, and there are no persons eligible to be registered voters residing within the proposed District. A legal description of the property to be included in the proposed District is attached as "Exhibit A" and shown on the map attached as "Exhibit B." The Court finds and determines that the District will not be an undue burden on the Owner of the property within the District and is not unjust or unreasonable.

6. The purpose of the District is to carry out and complete certain projects relating to transportation as set forth on "Exhibit C" hereto (collectively referred to as the "Transportation Projects").

7. The Petition is not legally defective and the Respondents have been duly served with process in this action and have filed their respective answers to the Petition.

8. The proposed District is neither illegal nor unconstitutional.

9. The District is established as a political subdivision pursuant to and in accordance with the Act for the sole purpose of funding the Transportation Projects and the payment of the Costs (as defined in the Petitioner's Petition) through the imposition of a TDD Sales Tax (as hereinafter defined).

10. A portion of the proposed Transportation Projects is intended to be merged into the state highways and transportation system under the Commission's jurisdiction (the "State Portion of the Transportation Projects") and the other portions of the Transportation Projects are not intended to be so merged (the "Local Portion of the Transportation Projects") for which approval authority vests with the City subject to all necessary permitting requirements of the Commission for

connections of the Local Portion of the Transportation Projects to the state highways and transportation system. The Commission has no direct interest in the Local Portion of the Transportation Projects.

11. The Transportation Projects will be funded from the proceeds of Transportation Development District bonds, notes, or other obligations (the "TDD Obligations") which will be secured by revenues resulting from the imposition by the District of a Transportation Development District Sales Tax (the "TDD Sales Tax") not to exceed one percent (1%). Furthermore:

a. TDD Obligations will not be issued in a principal amount greater than the amount required to fund the cost of the Transportation Projects, plus the cost of issuing the TDD Obligations and establishing reasonable reserves for the repayment thereof.

b. Under the Act, the District may impose a TDD Sales Tax upon approval of the qualified voters of the proposed District in increments of one-eighth of one percent up to a maximum of one percent on the receipts from the sale at retail of all tangible personal property or taxable services at retail within the District imposing such tax.


c. The board of directors of the District will seek voter approval for the imposition of a TDD Sales Tax in a maximum amount which will not exceed one percent (1%) of all retail sales made in the District that are subject to taxation under Section 238.235.1(1) RSMo., to provide revenues sufficient to pay Transportation Project costs.

d. The TDD Sales Tax shall be imposed for such period of time as may be required to retire the TDD Obligations. In no event, however, shall the TDD Sales Tax extend beyond the period reasonably necessary to retire the TDD Obligations. The District shall not increase the TDD Sales Tax beyond one percent (1%); nor may it impose any other tax, assessment, toll or charge whatsoever without the prior written consent of the City of Columbia and the Owner of all the real property located within the District.

e. All proceeds of the TDD Sales Tax collected on all transactions subject to a sales tax imposed in the District pursuant to Section 238.235 of the Act will be deposited into a special fund created for such purpose and applied solely to the payment of: (i) costs of the Transportation Projects (including all costs incurred pursuant to Sections 238.240, 238.245, and 238.247 of the Act); (ii) the costs of filing and defending the Petition as

authorized by Section 238.217 of the Act; (iii) payment of the principal of, premium (if any), and interest on the TDD Obligations; and (iv) the District's reasonable and actual cost of administering, collecting, enforcing, and operating the District as provided in the Act, including (but not limited to) costs incurred pursuant to Sections 238.222, 238.252, 238.255, and 238.272 of the Act.

f. Except for costs of enforcing the collection of the TDD Sales Tax, the District shall not incur more than Two Hundred Fifty Thousand Dollars (\$250,000.00) in costs pursuant to subparagraph 11, c, (iv) above, in either the first two (2) full fiscal years after the date of entry of this Judgment and Order authorizing the formation of the District, or more than One Hundred Twenty-Five Thousand Dollars (\$125,000.00) in such costs (or such lesser amount as may be agreed to pursuant to written agreement between the District and the City) in any fiscal year thereafter without the prior written consent of the City's Finance Director and City Manager (but without further action by the City Council of the City); provided that: (1) such consent shall not be unreasonably withheld if the District demonstrates that the expenditures serve a legitimate District purpose; (2) such expenses shall be deemed approved if the Finance Director and the City Manager do not specifically disapprove of such expenses in writing within thirty (30) calendar days following the delivery of information by the District evidencing that the expenditures serve a legitimate District purposes; and (3) the District shall not be obligated to reimburse the City for costs the City incurs pursuant to any such request.

12. The District will not incur any liabilities or debt or issue any obligations other than the TDD Obligations that are issued to finance or refinance the Transportation Projects. The District will maintain its existence until all TDD Obligations have been paid in full, at which time the District, through its board of directors, will take and diligently pursue to conclusion all such actions as shall be necessary under Section 238.275 of the Act to abolish the District. 

13. The District is properly, duly, and lawfully organized.

14. The proposed funding method and mechanism is neither illegal nor unconstitutional and is certified for qualified voter approval pursuant to Section 238.210.2 of the Act.

Based on the above findings of fact and conclusions of law, it is the JUDGMENT, ORDER, AND DECREE of this Court that:

- A. The District is hereby organized;
- B. The board of directors of the District shall be composed of five (5) members. The terms of office of the initial members of the board of directors of the District shall be staggered, the two members receiving the highest number of votes will have an initial three-year term, the two members receiving the next highest number of votes will have an initial two-year term, and the member receiving the fewest number of votes will have an initial one-year term. After the initial terms, all members of the board of directors of the District shall be elected for three-year terms. The Commission may appoint one or more advisors to the board of directors of the District as provided in Section 238.220.4 of the Act. The City may appoint at least one but not more than three advisors to the board of directors of the District as provided in Section 238.220.5 of the Act;
- C. The District shall keep accurate records of revenues received and costs incurred, and such records shall be open to inspection by the City at all reasonable times;
- D. The District shall arrange for and undertake the construction of the Transportation Projects and exercise all powers granted it under the Act, as limited by this Decree;
- E. Before construction or funding of the State Portion of the Transportation Projects, the District shall submit the State Portion of the Transportation Projects, together with the proposed plans and specifications, to the Commission for its approval. Upon submission of the State Portion of the Transportation Projects, if the Commission finds that the State Portion of the Transportation Projects will improve or is a necessary or desirable extension of the state highways and transportation system, the Commission may approve the State Portion of the Transportation Projects, subject to the District making any revisions in the plans and specifications required by the Commission, and the District and the Commission may enter into a mutually satisfactory agreement regarding development and future maintenance of the State Portion of the Transportation Projects if the Commission determines same to be necessary;
- F. The City shall be designated as the "local transportation authority" within the meaning of the Act for the Local Portion of the Transportation Projects, subject to all necessary permitting requirements of the Commission for connections of the Local Portion of the Transportation Projects

to the state highways and transportation system, and subject to the District and the City developing the Local Portion of the Transportation Projects in a manner compatible with the future development of the state highway system;

G. Upon their completion, all portions of the Transportation Projects which are not within the control and jurisdiction of the Commission shall be and remain under the control and jurisdiction of the City; and

H. Notwithstanding anything contained herein to the contrary, the District shall be without the power of condemnation or eminent domain.

THEREFORE, it is further the JUDGMENT, ORDER, AND DECREE of this Court that:

(1) pursuant to Section 238.220.2(1), a meeting of the Owner of record of the property within the District is hereby called at 9:00 AM on February 23, 2006, in the Mezzanine Conference Room, City Offices, 701 East Broadway, Columbia, Missouri, to elect a chairman and secretary of the meeting to conduct the election of the initial directors of the District;

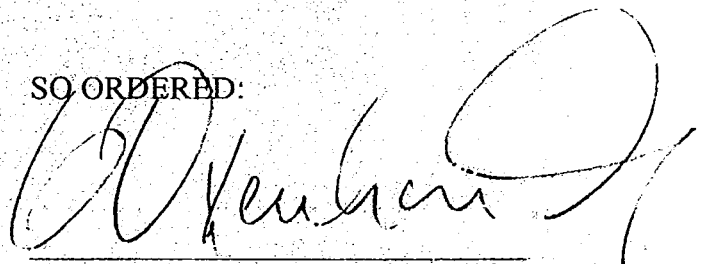
(2) following adoption by the board of directors of the District of a resolution imposing a sales tax and submitting a proposal relating thereto to the qualified voters of the District, the funding method for the Transportation Projects is certified for voter approval wherein the Owner shall submit to the Boone County Circuit Clerk a unanimous petition (substantially in the form set forth as "Exhibit D" hereto) approving the imposition of a sales tax not to exceed one percent (1%) by the District for a period no longer than that period of time reasonably required to retire the TDD Obligations, each Owner receiving one vote per acre owned;

(3) the Boone County Circuit Clerk shall verify the authenticity of all signatures on the unanimous petition by certifying that all signatures have been duly notarized;

(4) the results of the election shall be entered upon the records of this Circuit Court and a certified copy shall be filed with the City Clerk's office to be reflected in the records of the City of Columbia; and

(5) the costs of filing and defending the petition and all publication and incidental costs incurred in obtaining this Court's certification of the Petition for voter approval shall be paid by Petitioners (subject to reimbursement by the District as permitted by the Act).

SO ORDERED:



Honorable Gary Oxenhandler, Judge  
Division II, Circuit Court of Boone County, MO

Dated: 2.4.6

**EXHIBIT A  
TO  
JUDGMENT, ORDER, AND DECREE  
GRANTING PETITION FOR THE FORMATION OF  
BLUE RIDGE TOWN CENTRE TRANSPORTATION DEVELOPMENT DISTRICT  
RAMPART INVESTMENTS, L.L.C., PETITIONER, AND  
MISSOURI HIGHWAYS AND TRANSPORTATION COMMISSION,  
AND THE CITY OF COLUMBIA, RESPONDENTS**

**Legal Description**

A tract of land located in Section 36, Township 49 North, Range 13 West, in Columbia, Boone County, Missouri being the tract described by the Warranty Deed recorded in Book 1313 at Page 51 of said county records and being further described as follows:

Beginning at the southeast corner of the tract as shown by the survey recorded in Book 332 at Page 180 of said county records; thence S85°27'45"E, 2411.68 feet; thence N1°02'30"E, 834.76 feet; thence N85°46'45"W, 2371.89 feet; thence S3°45'50"W, 820.17 feet to the Point of Beginning and containing 45.39 acres.

Subject to easements and restrictions of record.

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**EXHIBIT B  
TO  
JUDGMENT, ORDER, AND DECREE  
GRANTING PETITION FOR THE FORMATION OF  
BLUE RIDGE TOWN CENTRE TRANSPORTATION DEVELOPMENT DISTRICT  
RAMPART INVESTMENTS, L.L.C., PETITIONER, AND  
MISSOURI HIGHWAYS AND TRANSPORTATION COMMISSION,  
AND THE CITY OF COLUMBIA, RESPONDENTS**

**Map**

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Provide split phase  
signal operations to  
the east-west approach

Rangeline Street

Blue Ridge Road

Providence Road

North South Street

East West Street

BUILDING C  
100' x 150'

BUILDING B  
100' x 150'

BUILDING A  
100' x 150'

BUILDING A  
100' x 150'

Legend

- 2008 Base Roadway Geometrics
- Proposed Roadway Geometrics with Proposed Developments

Exhibit 7 Year 2008 Recommended Improvements-Blue Ridge Road and Rangeline Street

Handwritten signature or mark.

**EXHIBIT C  
TO  
JUDGMENT, ORDER, AND DECREE  
GRANTING PETITION FOR THE FORMATION OF  
THE BLUE RIDGE TOWN CENTRE TRANSPORTATION DEVELOPMENT  
DISTRICT RAMPART INVESTMENTS, L.L.C., PETITIONER AND  
MISSOURI HIGHWAYS AND TRANSPORTATION COMMISSION,  
AND THE CITY OF COLUMBIA, RESPONDENTS**

**Description of Transportation Development District Projects  
to be Undertaken by the District**

<u>Item No.</u>	<u>Description</u>
1	Construction of additional lanes along the west side of Highway 763 adjacent to the District.
2	Construction of a public road system from Highway 763 through the District to terminus points at Providence Road and Blue Ridge Road.
3	Construction of the access points where the public road system connects with Providence Road and Blue Ridge Road.
4	Construction of a roadway which connects Blue Ridge Road to the roadway which connects Highway 763 and Providence Road.
5	Construction of sidewalks, pedways, and bike lanes within the District or along Highway 763, Blue Ridge Road, Providence Road, and the public roadway system where each of the aforementioned roadways are adjacent to or within the boundary of the District.
6	Construction of service roads which provide the District with access points to Blue Ridge Road.
7	Construction of turning, acceleration and/or deceleration lanes on Blue Ridge Road and payment for utilities relocation and storm water facilities relocation along Blue Ridge Road required as a result of transportation related improvements associated with the District.
8	Signalization improvements to the intersection of Highway 763 and Blue Ridge Road and to additional intersections adjacent to or within the District.

**EXHIBIT C**  
**TO JUDGMENT, ORDER, AND DECREE**  
**(continued)**

- 9 Construction of access points permitted by MoDOT from Highway 763 into the District including, but not limited to, a right-in, right-out and a right-in, right-out, left-in and all costs associated with construction of such access points including, but not limited to the purchase of necessary right of way, utility relocation, and construction or reconstruction of access points on adjacent property.
- 10 Construction of Providence Road through the District pursuant to plans approved by the City of Columbia and associated costs including, but not limited to, the purchase of necessary right of way.
- 11 Construction of surface water drainage structures made reasonably necessary by roadway improvements within or adjacent to the District including all environmental protection measures required in order to avoid environmental damage as a result of surface water drainage from roads, roadway ditches, intersections, and transportation improvements.
- 12 Payments for necessary rights-of-way acquisitions, easements, construction of pedways, sidewalks, surface water drainage facilities, and all other necessary construction of roadway, aesthetic improvements, signage, landscaping and buffering, traffic signals, and specialty lighting reasonably required in order to implement those portions of the development plans for within the district development as they are related to the above-described roadways and transportation improvements, all as shown, comprehended by, and depicted on the development plans which are hereafter approved by the City Council of the City of Columbia, as amended from time to time thereafter, as well as those depicted on the final site plans for the Development and for those depicted on the final plats for the Development and any other accompanying off-site improvements required by the development plans.
- 13 Payment of necessary civil engineering fees, (including but not limited to civil, traffic, and geotechnical), professional fees, permit costs, and all costs of obtaining federal and state licenses and permits reasonably required for the construction of the foregoing improvements.
- 14 Payment of all other legal and professional fees, licenses, and costs reasonably related to and authorized to be paid in connection with the construction of the foregoing improvements, as well as all costs associated with the establishment and operation of the District as permitted by the Act.
- 15 Construction of off-site improvements required by the City of Columbia for approval of the development plans of the District.

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**EXHIBIT D  
TO  
JUDGMENT, ORDER, AND DECREE  
GRANTING PETITION FOR THE FORMATION OF  
BLUE RIDGE TOWN CENTRE TRANSPORTATION DEVELOPMENT DISTRICT  
RAMPART INVESTMENTS, L.L.C., PETITIONER, AND  
MISSOURI HIGHWAYS AND TRANSPORTATION COMMISSION,  
AND THE CITY OF COLUMBIA, RESPONDENTS**

**Petition of Property Owner**

The undersigned entity constitutes the only Owner of Real Property within the area described on Exhibit 1 hereto, and hereby approves of the formation of a transportation development district within said area to be known as the "Blue Ridge Town Centre Transportation Development District" (the "District") for the purposes of developing the following Transportation Projects:

Construction of additional lanes along the west side of Highway 763 adjacent to the District.

Construction of a public road system from Highway 763 through the District to terminus points at Providence Road and Blue Ridge Road.

Construction of the access points where the public road system connects with Providence Road and Blue Ridge Road.

Construction of a roadway which connects Blue Ridge Road to the roadway which connects Highway 763 and Providence Road.

Construction of sidewalks, pedways, and bike lanes within the District or along Highway 763, Blue Ridge Road, Providence Road, and the public roadway system where each of the aforementioned roadways are adjacent to or within the boundary of the District.

Construction of service roads which provide the District with access points to Blue Ridge Road.

Construction of turning, acceleration and/or deceleration lanes on Blue Ridge Road and payment for utilities relocation and storm water facilities relocation along Blue Ridge Road required as a result of transportation related improvements associated with the District.

Signalization improvements to the intersection of Highway 763 and Blue Ridge Road and to additional intersections adjacent to or within the District.

Construction of access points permitted by MoDOT from Highway 763 into the District including, but not limited to, a right-in, right-out and a right-in, right-out, left-in and all costs associated with construction of such access points including, but not limited to the purchase of necessary right of way, utility relocation, and construction or reconstruction of access points on adjacent property.

Construction of Providence Road through the District pursuant to plans approved by the City of Columbia and associated costs including, but not limited to, the purchase of necessary right of way.

Construction of surface water drainage structures made reasonably necessary by roadway improvements within or adjacent to the District including all environmental protection measures required in order to avoid environmental damage as a result of surface water drainage from roads, roadway ditches, intersections, and transportation improvements.

Payments for necessary rights-of-way acquisitions, easements, construction of pedways, sidewalks, surface water drainage facilities, and all other necessary construction of roadway, aesthetic improvements, signage, landscaping and buffering, traffic signals, and specialty lighting reasonably required in order to implement those portions of the development plans for within the district development as they are related to the above-described roadways and transportation improvements, all as shown, comprehended by, and depicted on the development plans which are hereafter approved by the City Council of the City of Columbia, as amended from time to time thereafter, as well as those depicted on the final site plans for the Development and for those depicted on the final plats for the Development and any other accompanying off-site improvements required by the development plans.

Payment of necessary civil engineering fees, (including but not limited to civil, traffic, and geotechnical), professional fees, permit costs, and all costs of obtaining federal and state licenses and permits reasonably required for the construction of the foregoing improvements.

Payment of all other legal and professional fees, licenses, and costs reasonably related to and authorized to be paid in connection with the construction of the foregoing improvements, as well as all costs associated with the establishment and operation of the District as permitted by the Act.

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**EXHIBIT D**  
**TO JUDGMENT, ORDER, AND DECREE**  
**(continued)**

Construction of off-site improvements required by the City of Columbia for approval of the development plans of the District

The undersigned further approve of (hereby vote and respond in the affirmative to) the following proposition:

"Shall the Blue Ridge Town Centre Transportation Development District impose a transportation development district-wide sales tax at the rate of \_\_\_\_\_ percent (\_\_\_%) for such period of time as may be required to retire any bonds, notes, or other obligations that are issued to finance the above-described Transportation Projects?"

**Rampart Investments, L.L.C.,**  
a Missouri limited liability company, ("Owner")

By: **Centurion, L.L.C.**  
a Missouri limited liability company,

By: \_\_\_\_\_  
Mike Heckman, Member

By: \_\_\_\_\_  
Craig Forrest, Member

By: **Magnus Enterprises, L.L.C.**  
a Missouri limited liability company,

By: \_\_\_\_\_  
David Atkins, Member

State of Missouri       )  
                                  (ss.  
County of Boone       )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2006, before me personally appeared Mike Heckman, who upon his oath and upon being duly sworn, did state, affirm, and acknowledge that he is a member and authorized agent of Centurion, L.L.C., a Missouri limited liability company, which is a member of Rampart Investments, L.L.C., a Missouri limited liability

company, that he executed this document on behalf of said limited liability companies, as the free act and deed of said limited liability companies, and pursuant to the authority vested in him to execute this document by the members of said limited liability companies, that the foregoing document is binding in all respects upon said limited liability companies, and that said limited liability companies are duly empowered by their operating agreements to enter into this document.

IN TESTIMONY WHEREOF, I have hereunder set my hand and affixed my seal at my office in \_\_\_\_\_, Missouri, the day and year first above written.

\_\_\_\_\_, Notary Public  
Commissioned in \_\_\_\_\_ County, MO

My commission expires \_\_\_\_\_.

State of Missouri     )  
                                  (ss.  
County of Boone     )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2006, before me personally appeared Craig Forrest, who upon his oath and upon being duly sworn, did state, affirm, and acknowledge that he is a member and authorized agent of Centurion, L.L.C., a Missouri limited liability company, which is a member of Rampart Investments, L.L.C., a Missouri limited liability company; that he executed this document on behalf of said limited liability companies, as the free act and deed of said limited liability companies, and pursuant to the authority vested in him to execute this document by the members of said limited liability companies, that the foregoing document is binding in all respects upon said limited liability companies, and that said limited liability companies are duly empowered by their operating agreements to enter into this document.

IN TESTIMONY WHEREOF, I have hereunder set my hand and affixed my seal at my office in \_\_\_\_\_, Missouri, the day and year first above written.

\_\_\_\_\_, Notary Public  
Commissioned in \_\_\_\_\_ County, MO

My commission expires \_\_\_\_\_.



State of Missouri        )  
                                 (ss.  
County of Boone        )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2006, before me personally appeared David Atkins, who upon his oath and upon being duly sworn, did state, affirm, and acknowledge that he is a member and authorized agent of Magnus Enterprises, L.L.C., a Missouri limited liability company, which is a member of Rampart Investments, L.L.C., a Missouri limited liability company, that he executed this document on behalf of said limited liability companies, as the free act and deed of said limited liability companies, and pursuant to the authority vested in him to execute this document by the members of said limited liability companies, that the foregoing document is binding in all respects upon said limited liability companies, and that said limited liability companies are duly empowered by their operating agreements to enter into this document.

IN TESTIMONY WHEREOF, I have hereunder set my hand and affixed my seal at my office in \_\_\_\_\_, Missouri, the day and year first above written.

\_\_\_\_\_, Notary Public  
Commissioned in \_\_\_\_\_ County, MO

My commission expires \_\_\_\_\_.

BU