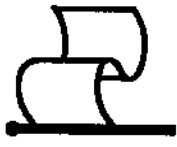


DAVE BOLTON

11/19/1999



TAPESTRY HILLS

DESIGN GUIDELINES

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INTRODUCTION

DESIGN GUIDELINES

PURPOSE OF THE DESIGN GUIDELINES

The Design Guidelines presented here will help you design your landscaping and give parameters for architectural modifications so it is compatible with the Tapestry Hills neighborhood concept. These guidelines are based on the site development and landscape criteria that must be adhered to as you make any improvements to your lot. The requirements set forth here and the various provisions and restrictions in the covenants, conditions and restrictions (CC&R's) are intended to preserve and maintain the design character, value, desirability and attractiveness of Tapestry Hills.

Any and all improvements to lots within the Project, including any initial construction of improvements, shall be subject to approval by the Tapestry Hills Homeowners Association (THHA) in accordance with the provisions of the CC&R's and these guidelines. Therefore, even though these guidelines establish acceptable parameters for architectural and landscape design features and standards, the implementation of any improvement (including but not limited to buildings, accessory buildings, shade structures, patio covers, walkways, sprinkler pipes, drainage devices, garages, spas, recreational facilities, game court, play structures, sidewalks, fences, screening walls, retaining walls, stairs, decks, exterior lighting, antenna, satellite dishes, hedges, plantings, landscaping, planted trees and shrubs, poles, signs, mailboxes, exterior air conditioning, solar panels, and water softening fixtures or equipment, additions and/or exterior modifications to any lot or residence, including painting the exterior of any residence

or structure (if other than the original color); and changing the roofing material on any residence or other structure.) must be submitted to and approved in writing by the Design Review Committee (DRC) prior to the commencement of any work related to these improvements. Review of the Plans and Specifications by the DRC may be based on, among other things, conformity with the building envelope, conformity and harmony of external design with neighboring structures, effect of location, and use of improvements (including landscaping) on neighboring property. Also included may be relation of topography, grade and finish ground elevation, proper facing of all elevations, consideration of view and aesthetics, conformity of the plans and specifications to the purpose, general plan and intent of the CC&R's, and provisions and design parameters of these guidelines.

The DRC may require additions or modifications (in its sole discretion) in an effort to ensure compatibility of design in the project within each particular lot itself, and consistency with these guidelines and the CC&R's.

In addition to these requirements the improvements on each lot must conform to all appropriate County, State and Federal building requirements, regulations, ordinances, and laws. In those instances where various regulations are overlapping, the more restrictive regulations (i.e., requirements) shall apply.

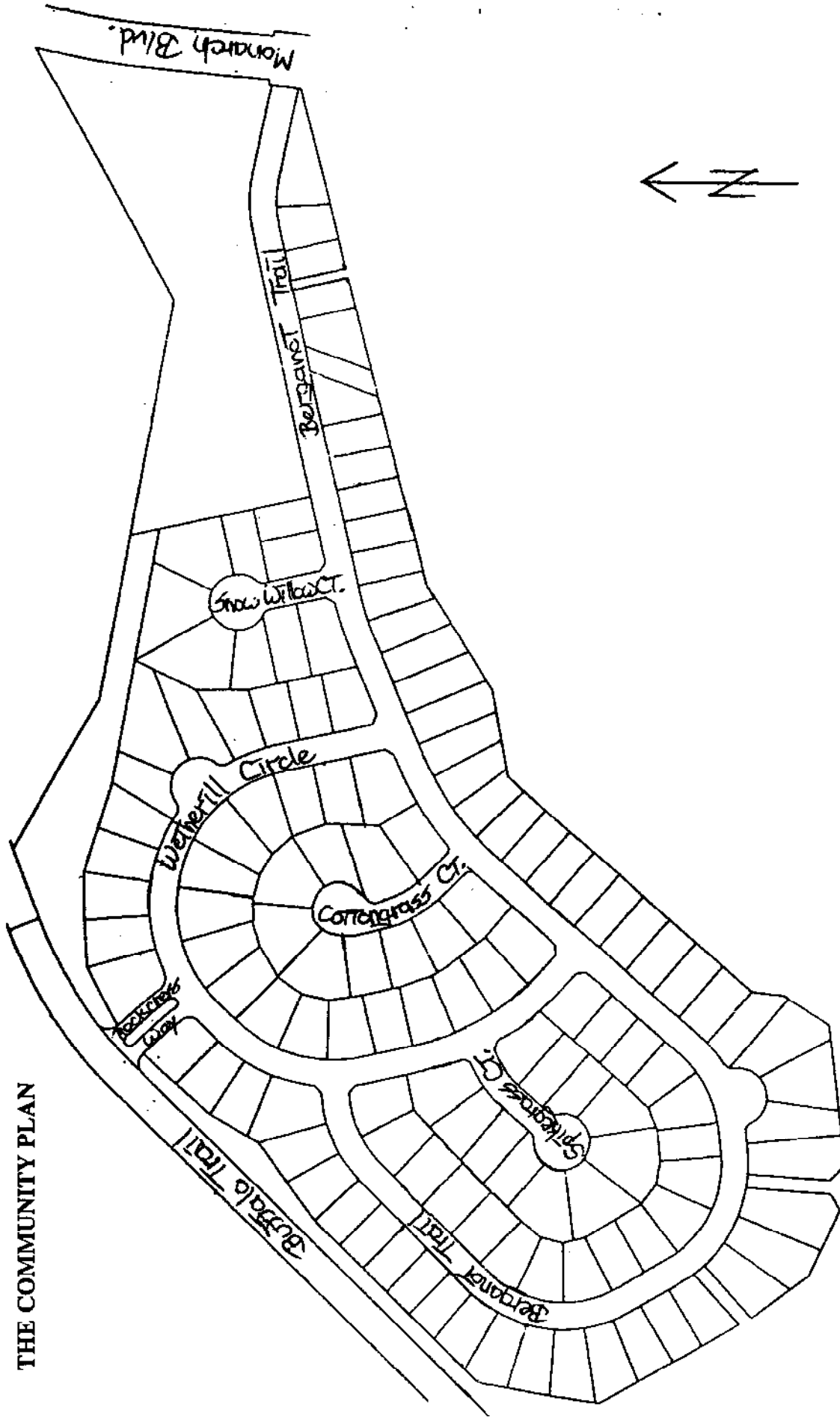
THE TAPESTRY HILLS HOMEOWNERS ASSOCIATION

The Tapestry Hills community is governed by the Tapestry Hills Homeowners Association (THHA). The THHA is responsible for the review and approval of all proposed improvements to any individual lot within the Project. The Castle Pines North Metropolitan District owns and maintains Tracts A, B, C, D, E and G and will maintain Tract F as shown on the final plat for Castle Pines North – Filing No. 24 (aka Tapestry Hills).

Tapestry Hills is located within Douglas County and is governed by its zoning ordinances, building codes and planning regulations. The CC&R's are the governing powers and regulations for the THHA.

The review and approval process by the THHA set forth in the Declaration of the CC&R's of Tapestry Hills shall in no way affect each owner's obligation to comply with all governmental laws and regulations affecting the use of the owner's lot and the ability to construct various improvements on the lot.

THE COMMUNITY PLAN



Tapestry Hills
DOUGLAS COUNTY, COLORADO

LANDSCAPE STANDARDS

COMMUNITY LANDSCAPE CHARACTER

COMMUNITY LANDSCAPE CHARACTER

The landscape character of Tapestry Hills and specifically the Castle Pines North master planned community and golf course is derived from the native plant materials of the Douglas County area along with introduced species that have flourished in the front range of the Rocky Mountains. The materials of both hardscape and softscape are designed together with the architecture and the grading to form a unifying visual framework.

The community landscape at Tapestry Hills has been created to blend together with the neighboring Castle Pines North master planned community and will not only enhance the Douglas County's landscape structure, but will create a local sense of community.

The community landscape, therefore, takes on a more subdued role and becomes a quiet backdrop for the architecture, views of the Rocky Mountains, the landscape of the homes, and the setting of the community. The components of the landscape are described on the following pages.

COMMUNITY LANDSCAPE STANDARDS

MONARCH BOULEVARD/BERGANOT TRAIL

Tapestry Hills is located on the west side of Monarch Boulevard approximately one-half mile north of Castle Pines Parkway. The landscaping on both sides of the entrance onto Berganot Trail will include trees, shrubs, turf, mulch, annual flowerbeds, bulbs and a masonry entry monument/signage. This area will be maintained by the Castle Pines North Metropolitan District with the exception of the entry monument/signage which is maintained by the Tapestry Hills Homeowners Association.

BUFFALO TRAIL/ROCKCRESS WAY

The entrance off Buffalo Trail includes a landscaped island median consisting of trees, shrubs, perennials, turf and the entry monument/signage.

BUFFALO TRAIL

The landscaping along the south side of Buffalo Trail includes trees, shrubs, turf and unirrigated native grass areas.

COMMUNITY LANDSCAPE STANDARDS

FRONT YARD

The area from the back of the curb to the front of the building and sideyard wingwalls is defined as the front yard. Landscaping in front yards will be installed by the homebuilder as part of the home sale process. The front yard landscaping will need to be completed within ninety (90) days of homeowner closing unless that closing occurs during the winter month period, generally associated with the October 1 - February 28 timeframe, in which case the landscaping will need to be completed by April 30. In this case, the landscape timeframe shall exclude the winter months. Homeowners will be required to choose plant material from the approved plant palette. (See Lot Landscape Palette, page 19). Additional appurtenances, landscape elements and decorative entry features such as fences, timber and rock walls may be allowed and will be reviewed on a case by case basis by the DRC.

Trees may not be located closer than four (4) feet to any concrete driveway. Homeowners may choose paving surfaces from the approved materials palette.

SIDE YARD

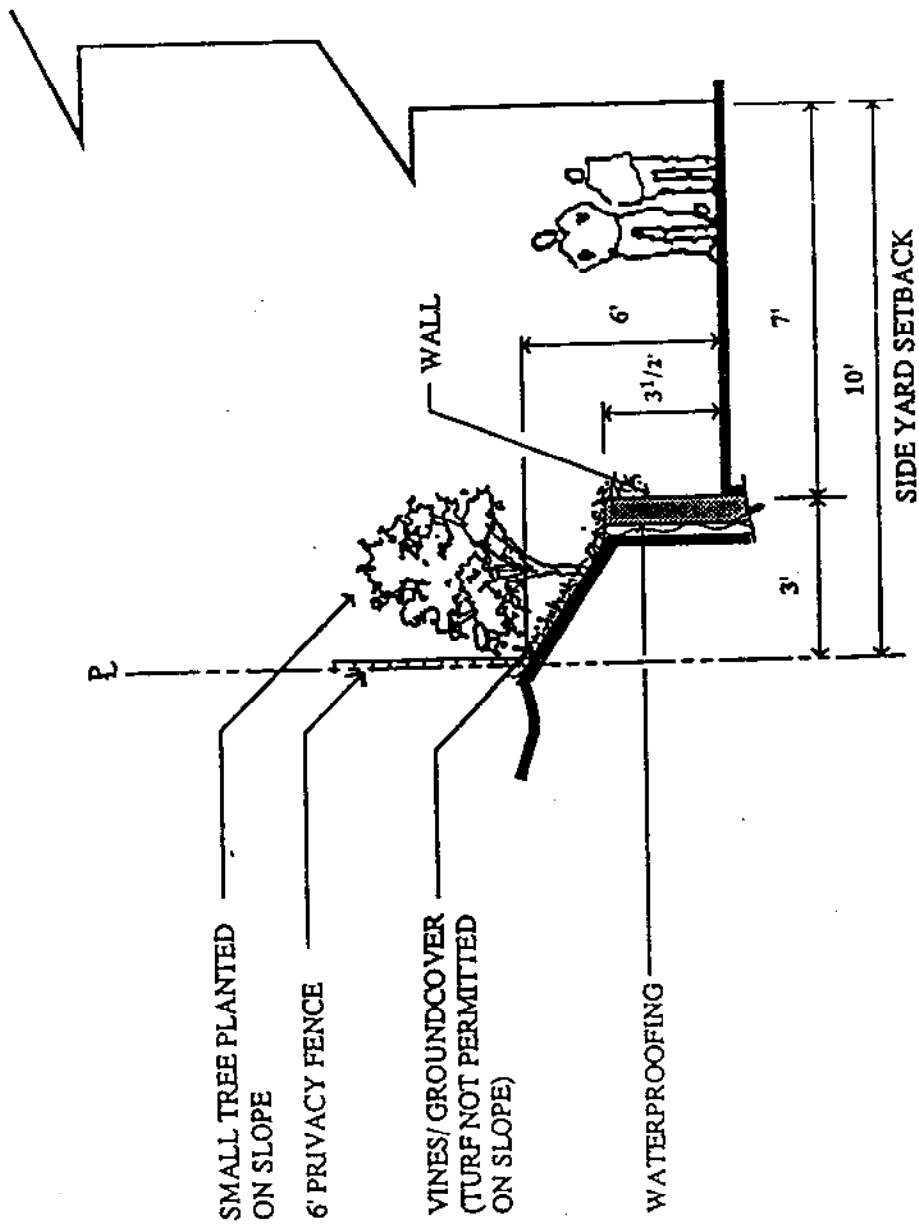
The side yard is the portion of the open space between the building, side property line, rear of building and behind the front fence wingwalls.. In the side yard, retaining walls up to 3 1/2 feet high, with a planted slope above the wall, may be constructed with approval by the adjoining lot owner, if appropriate, and approval by the DRC, See Section 1. Open rail fences up to four (4) feet high may be constructed at either the top of the slope or above the wall, See Sections 1 and 2.

REAR YARDS

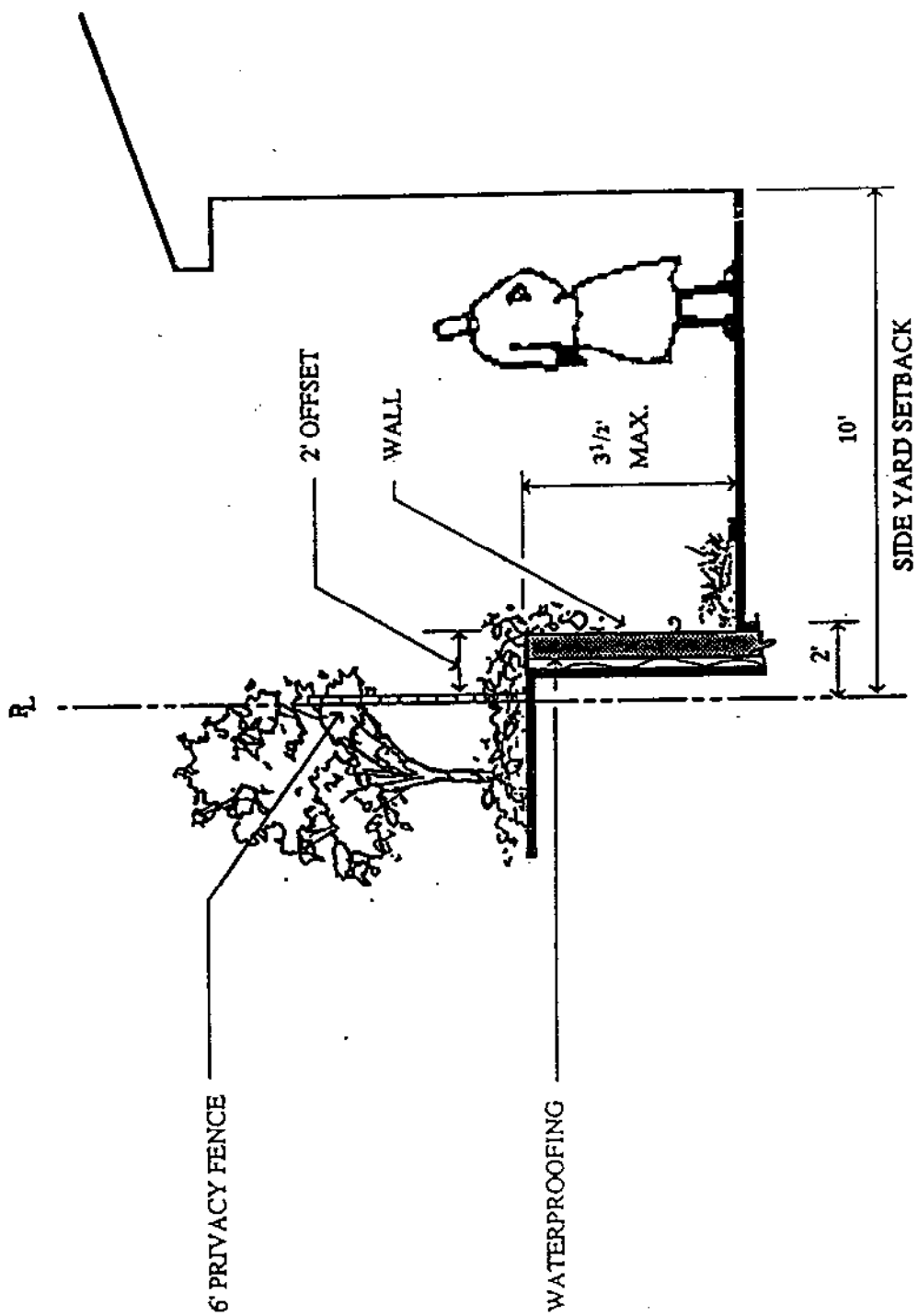
The rear yard is that portion of the lot between the rear property line and the rear of the building. The rear yard landscaping will need to be completed within ninety (90) days of homeowner closing unless that closing occurs during the winter month period, generally associated with the October 1 - February 28 timeframe, in which case the landscaping will need to be completed by April 30. Solid or open rail fences up to four (4) feet high may be constructed along the side or rear property lines in conformance to the style shown on the Fencing Details on page 17. In no event shall rear lot retaining walls exceed 3 1/2 feet in height (with a maximum of 2 separate walls allowed) unless installed by the developer, See Section 3. All wall designs are subject to review by the DRC regarding their configuration and materials. Homeowners shall choose plant material from the approved plant palette.

IRRIGATION STANDARDS

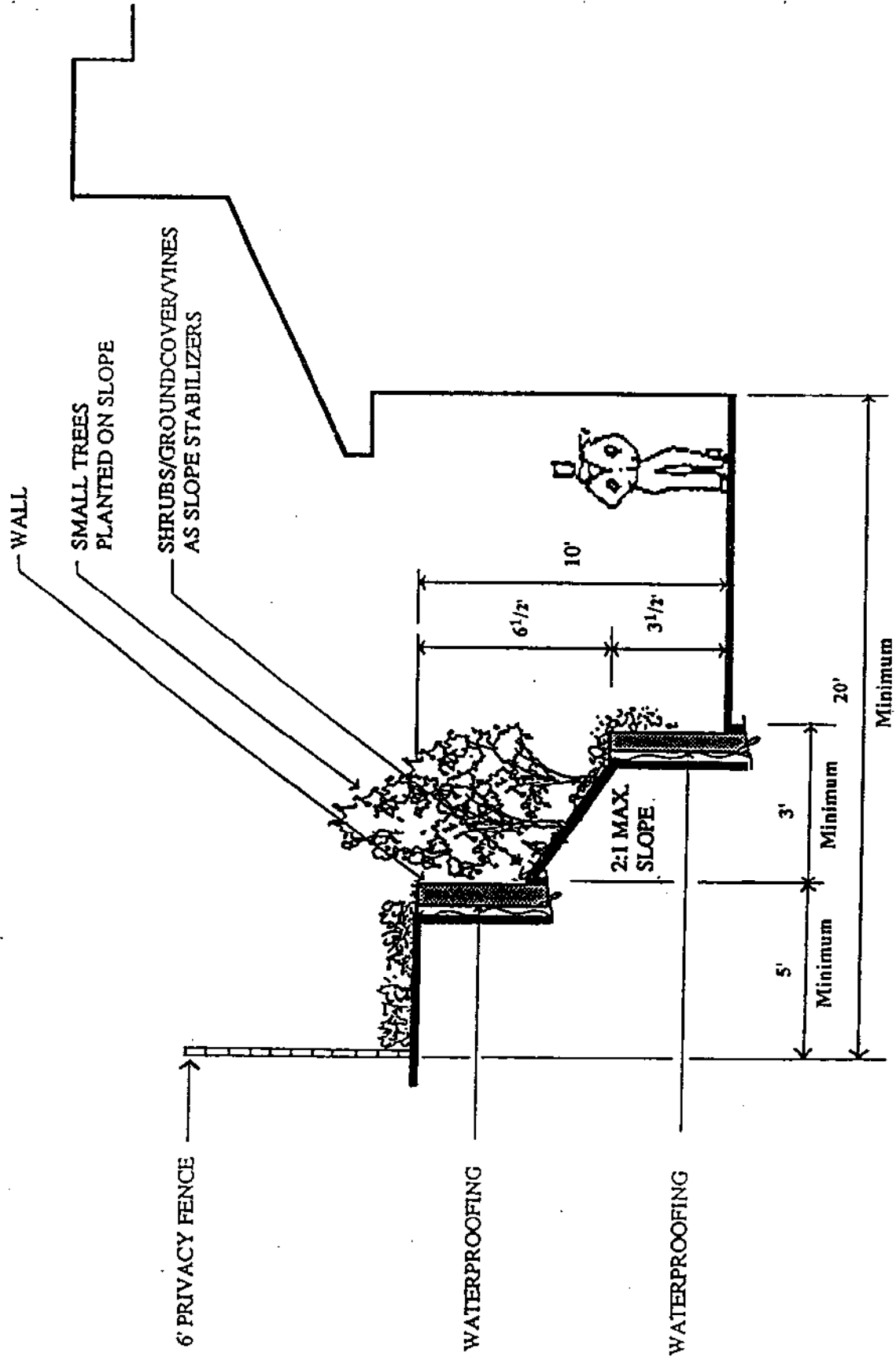
All irrigation systems should be designed by a landscape architect or an irrigation specialist to insure efficient water management and plant growth. The irrigation system must be designed so that water does not cross property lines. The irrigation designer should consider environmental conditions such as sun and shade, soils, terrain, percolation rates, moisture sensing, erosion control and wind. **No irrigated plant material is to be located within five (5) feet of the home foundation.** All landscape areas should be irrigated. Use of proven name brand equipment and automatic controllers is highly recommended. Irrigation construction drawings should indicate all components used and their method of installation.



Section 1 Side Yard Split with Landscape Terrace



Section 2 Side Yard Split Solid wall/10' Side Yard



Section 3 Rear Lot Retaining Walls

COMMUNITY LANDSCAPE STANDARDS

MAINTENANCE STANDARDS

As part of the landscape installation program, a 90-day landscape establishment period should be included. This allows the contractor an appropriate period of time to insure correct installation and satisfactory plant health prior to acceptance by owner. Problems can be corrected during this period.

Upon acceptance by the owner, the landscape architect or landscape contractor should recommend a qualified landscape maintenance company to continue the maintenance.

The landscape maintenance program should include the following:

1. Mowing and edging of turf at least once per week.
2. Watering, and maintaining the irrigation system.
3. Fertilizing at least 4 times per year or as required.
4. Controlling weeds.

PLANTING STANDARDS

The lot landscape should be designed to create a coherent environment which complements the overall community. Plant material should relate to the scale and character used in the community landscape areas and to the lot improvements.

The plant palette listed in these Design Guidelines shall be used for selecting materials. Trees and shrubs should provide the principal landscape image.

Minimize the use of herbaceous and short-lived plants. Shrubs and ground covers should completely cover the soil when mature.

Particular attention should be paid to the functional aspects of planting design. Consideration should be given to the use of plants for screening, space definition, erosion control, glare reduction, dust control and aesthetics.

Selection and installation of plant materials should also take maintenance into account.

Planting design must respect varying irrigation requirements of plants. Plants with similar requirements should be grouped together. Where necessary, vines should be secured to vertical surfaces in a permanent fashion.

COMMUNITY LANDSCAPE STANDARDS

HARDSCAPE MATERIALS PALETTE

Colors and materials used within the Tapestry Hills Community are subject to approval by the DRC. Permitted materials are listed here.

A. Hard Surfacing - Permitted materials:

Brick
Stone, dry lain
Stone, mortared
Tile
Exposed Aggregate Concrete
Precast concrete Pavers
Concrete
Colored concrete

Not Permitted:
Common Gravel

B. Retaining Walls - Permitted Facing Materials:

Timber
Brick
Stone
Natural or Simulated Stone
Stucco w/paint
"Keystone" style block

C. Fences - Permitted Materials:

Open Rail Style Fence
6' Board & Batten Fence
Castlewall/Privacy Fence Style
Shadowbox Fence Style

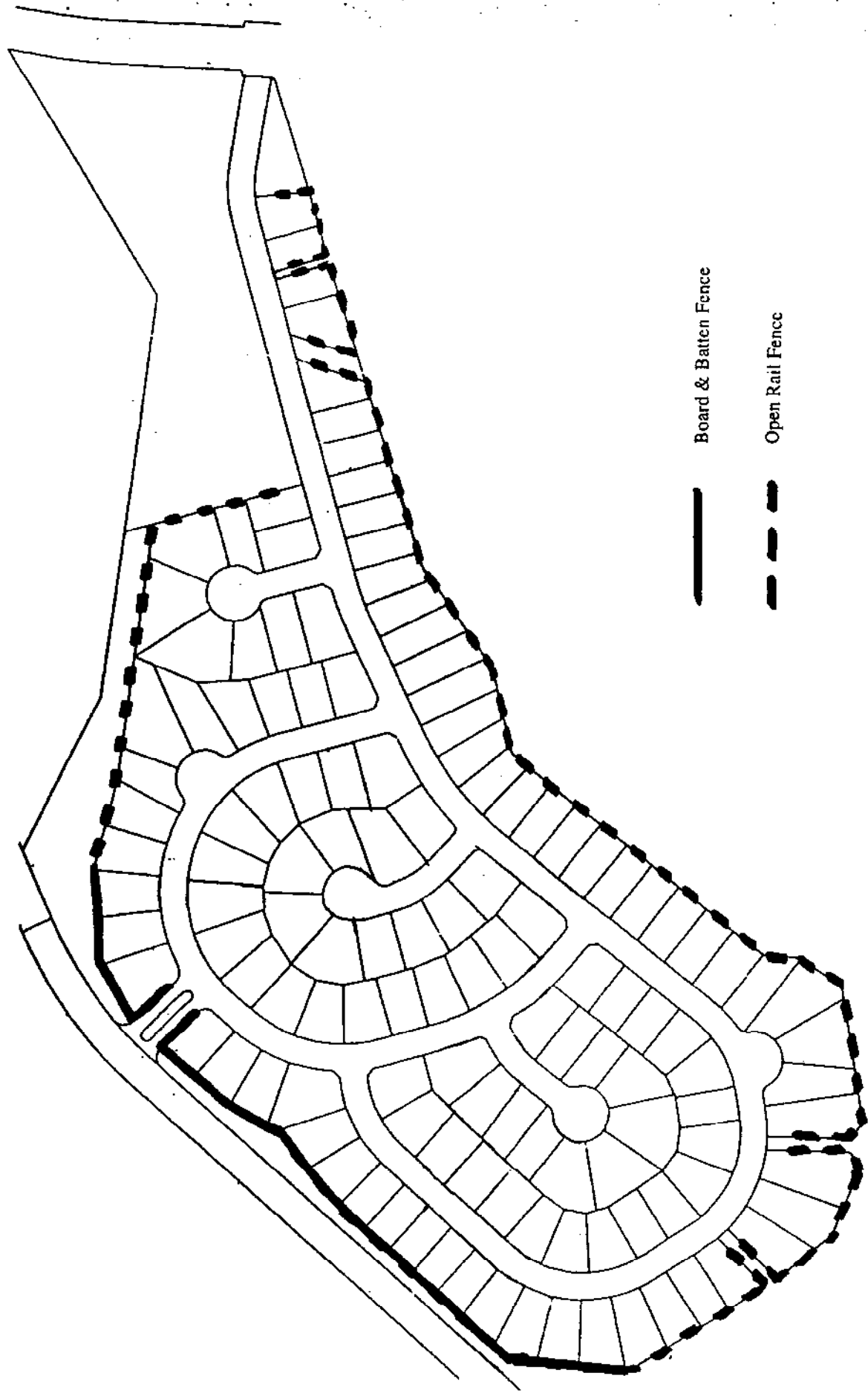
Not Permitted:

Chain link
Tubular Steel
Any other styles not in keeping with the Community theme.

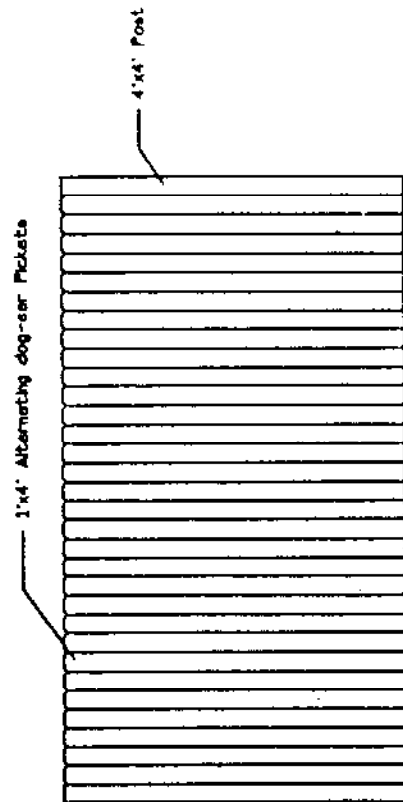
Fencing along the perimeter property line of Buffalo Trail will include masonry columns with the 6' Board & Batten Fence. All other perimeter fence around Tapestry Hills will be the Open Rail Style Fence.

The exterior of the 6' Board & Batten Fence will be maintained by the Tapestry Hills subassociation. The inside of the 6' Board & Batten Fence and both sides of the Open Rail Fence will be maintained by the adjoining lot owners.

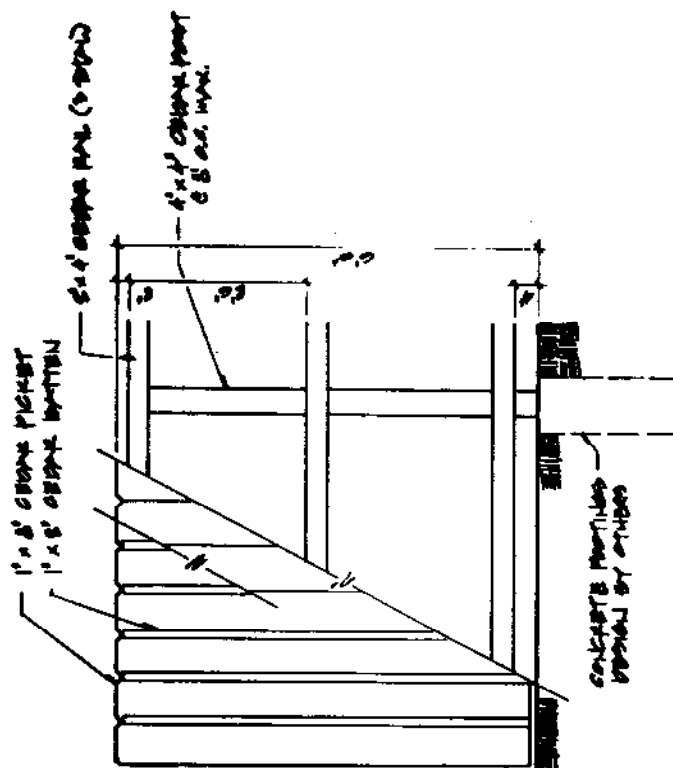
Fences should be designed with a character that will meet the standards of approval by the DRC. A Fencing Location Plan is located on Page 16, and Fencing Details on Page 17.



Fencing Location Plan

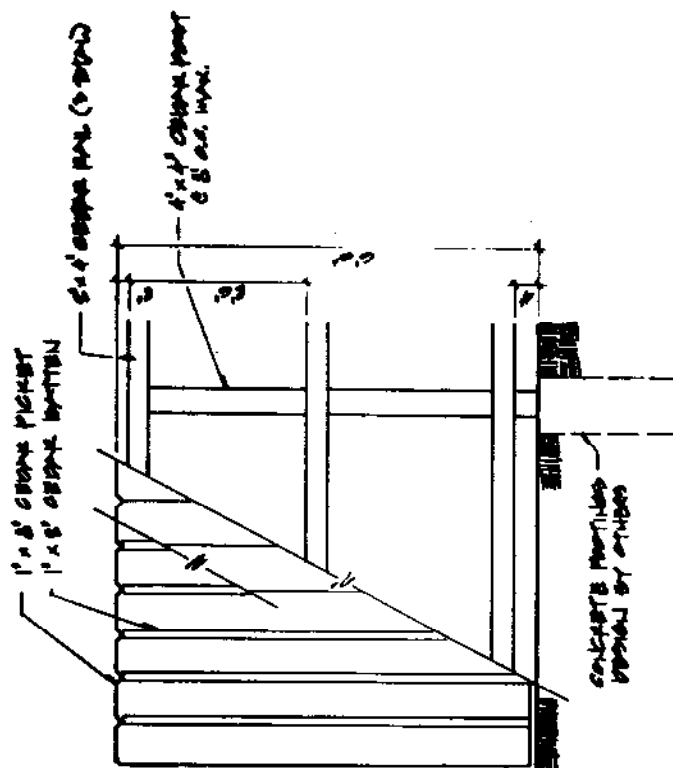


Castlewall / Privacy Fence



Shadowbox Style

Fence Detail – Open Rail



6' Board & Batten

Fencing Details

COMMUNITY LANDSCAPE STANDARDS

SITE PREPARATION

All demolition, clearing, grubbing, stripping of soil, excavation, compaction, and grading must be completed within the owner's lot area. Stockpiling may be allowed on adjacent lots or common area only with the written permission of the adjacent lot owners or developer.

Community landscape areas must be protected during all construction operations through the use of approved fencing or other barriers.

Adequate provision must be made to prevent any surface waters from damaging excavations, public or private property, or excavations and fill slopes both during and after construction.

If lumber, soil, or other construction material is stockpiled on the street, a tarp or other protective device must be laid down to protect the street. All materials must be installed as soon as possible following the start of landscaping construction. All excess materials must be removed and the street cleaned of any excess debris following landscape completion.

SITE DRAINAGE

Drainage patterns shall be maintained as originally installed by the developer. Surface drainage of paved areas must be a minimum of 0.5 percent for concrete surfaces and 2 percent for rough surfaces such as stone, turf or groundcover.

SLOPE STABILIZATION

All slopes, 3 feet or higher and 3:1 or steeper must be planted and irrigated for slope stabilization in a manner consistent with the lot landscape standards.

LOT LANDSCAPE PALETTE

COMMUNITY TREE LANDSCAPE PALETTE

TREES UP TO 30 FEET IN HEIGHT

I. UPRIGHT EVERGREENS

Blue Haven Juniper, Cologreen Juniper, Greenspire Juniper, Gray Gleam Juniper, Columnar Hetz Juniper, Hillspire Juniper, Ketoleeri Juniper, Manhattan Blue Juniper, Medora Juniper, Moonglow Juniper, Pathfinder Juniper, Robusta Green Juniper, Skyrocket Juniper, Sutherland Juniper, Welch Juniper, Wichita Blue Juniper

II. EVERGREEN TREES

Dark Green Arborvitae, Smaragd Arborvitae, Pinyon Pine, Tanyosho Pine, Alberta Spruce, Bristlecone Pine

III. ORNAMENTAL TREES

Thinleaf Alder, Apricot, European Mountain Ash, Cardinal Royal Ash, Blackhawk Ash, Showy Ash, Rocky Mountain Birch, Red Cherry Crab, Bechtel Flowering Crab, Kelsey's Crab, Radiant Crab, Red Jade Weeping Crab, Red Splendor Crab, Royalty Crab, Sargent Crab, Snowdrift Crab, Spring Snow Crab, Cockspur Hawthorn, Toba Hawthorn Japanese Lilac Tree, Amur Maple Washatch Maple, Gambels Oak, Double Flowering Plum, Newport Plum, Shadblow Serviceberry, Amur Chokecherry, Golden Rain Tree, Shebert Chokecherry

IV. FRUIT TREES

All varieties of fruit trees.

LOT LANDSCAPE PALETTE

COMMUNITY TREE LANDSCAPE PALETTE

TREES UP TO 40 FEET IN HEIGHT

I. EVERGREENS

Southwestern White Pine, Australian Pine, Scotch Pine

II. ORNAMENTAL TREES

Canoe Birch, Cutleaf Weeping Birch, Dolgo Flowering Crab, Japanese Pagoda Tree, Mayday Tree, Bradford Pear

III. SHADE TREES

Ohio Buckeye, Imperial Honeylocust, Sunburst Honeylocust, Columnar Hornbeam, Crimson King Maple, Red Royal Maple, Red Sunset Maple, Autumn Purple Ash, Golden Russian Willow, Skyline Honeylocust, Littleleaf Linden, Quaking Aspen

IV. FRUIT TREES

All varieties of Fruit Trees

LOT LANDSCAPE PALETTE

COMMUNITY TREE LANDSCAPE PALETTE

TREES UP TO 55 FEET IN HEIGHT

I. EVERGREEN

Limber Pine, Ponderosa Pine, White Pine, Colorado
Blue and Green Spruce

II. ORNAMENTAL TREES

European White Birch, Western Catalpa

III. SHADE TREES

Purple Autumn Ash, Greenspire Linden, Littleleaf
Linden, Redmond Linden, Cutleaf Silver Maple,
Norway Columnar Maple, Marshall's Seedless Ash

LOT LANDSCAPE PALETTE

COMMUNITY SHRUB & GROUNDCOVER LANDSCAPE PALETTE

SHRUBS - DECIDUOUS

Serviceberry, Japanese Barberry, Siberian Peashrub, Bluestem Spirea, Mountain Mahogany, Red & Yellowtwig Dogwood, Variegated Dogwood, Peking Cotoneaster, Spreading Cotoneaster, Burning Bush, Forsythia, Althea (Rose-of-Sharon), Peegee Hydrangea, Common Privet, Dwarf Honeysuckle, Zabel's Honeysuckle, Mockorange, Ninebark, Potentilla (Cinquefoil), American Plum, Sand Cherry, Cistena Plum, Buckthorn, Sumac Alpine Currant, Golden Currant, Shrub Rose Willow, Elder, Silver Buffaloberry, Spirea, Snow & Coralberry, Lilac, Viburnum

SHRUBS - EVERGREEN

Manhattan Euonymus, Sarcodie Euonymus, Pfitzer & Gold Tip Juniper, Spreading Juniper, Tammy Juniper, Buffalo & Broadmoor Juniper, Oregongrape, Alberta Spruce, Mugho Pine, Pyracantha, Yucca

GROUNDCOVERS - ORGANIC

Turfgrass, Kinnikinnick, Ajuga, Pussytoes, Silvermound, Snow-in-Summer, Lily of the Valley, Maiden Pink, Hardy Iceplant, Wintercreeper, Creeping Grapeholly. Creeping Phlox. Himalayan Border Jewel, Sedum (Stonecrop), Wolly Thyme, Periwinkle

GROUNDCOVERS - INORGANIC

Rock, Rock Mulch, Wood Mulch, Wood Bark

SUBMITTAL PROCESS

SUBMITTAL PROCEDURE

SUBMITTAL AND REVIEW OF PLANS AND SPECIFICATIONS TO DESIGN REVIEW COMMITTEE

Submittal of plans and specifications for the construction or installation of any and all improvements within Tapestry Hills is to be made to the DRC.

The DRC shall only review, approve and/or disapprove submitted plans and specifications as to style, location and compliance with the provisions set forth in these guidelines and requirements included within the CC&R's for Tapestry Hills. The DRC shall not be responsible for reviewing and/or approving any improvement plans and specifications for engineering design, structural engineering and safety, or for compliance with applicable zoning, building, or other county, state, or federal laws, ordinances, or policies.

In addition to obtaining all necessary approvals from the DRC as set forth in the CC&R's and these guidelines, each owner is obligated to obtain all necessary governmental approvals and to prepare plans and specifications in accordance with all applicable government laws and regulations affecting the use of the lot and the improvements constructed on it.

Approval of any proposed or existing improvement by the DRC shall not be construed to warrant or represent, in any manner, that the improvement was approved by or complies with the appropriate standards of any public agency that has jurisdiction over such improvement. Similarly, approval of any proposed or existing improvements by any public

agency having jurisdiction over the improvement, shall not constitute approval by the DRC.

By way of illustration, but without limitation, submissions to the DRC for approval are required for the following improvements:

1. New construction or installation including dwellings, accessory buildings, garages, fences, retaining walls, steps, awnings, canopies, poles, trellises, patio overhangs or decks, gazebos, sun decks, windscreens, game courts, swimming pools, play equipment, fountains, spas, hot tubs, recreation apparatus, exterior lighting, sound systems, and solar energy systems.
2. Installation or revision of landscaping, hardscaping or surface improvements, including ground covers, trees, shrubs, plants, irrigation or drainage systems, recreation areas or courts, and surface drainage revisions.

CITY OR OTHER JURISDICTIONAL APPROVAL

Approval of any project by the DRC does not waive the requirement for obtaining Douglas County permits nor does obtaining all required Douglas County (or other Government agency) permits waive the need for the DRC approval. The DRC will not knowingly approve a project that violates Douglas County building or zoning codes or those of any other governmental agency or entity, but takes no responsibility for plan conformance to any criteria other than these Tapestry Hills Design Guidelines.