

BESSEMER IRRIGATING DITCH COMPANY  
EMERGENCY LANDSLIDE STABILIZATION  
PROJECT  
PUEBLO, COLORADO

COLORADO WATER CONSERVATION BOARD  
CONSTRUCTION LOAN FEASIBILITY STUDY

November 30, 2017

SPONSORED BY THE  
BESSEMER IRRIGATING DITCH COMPANY  
503 NORTH MAIN, SUITE 216  
PUEBLO, CO 81003

FEASIBILITY REPORT PREPARED BY:

KIDD



ENGINEERING

**FEASIBILITY STUDY APPROVAL**  
Pursuant to Colorado Revised Statutes 37-60-121 & 122, and  
in accordance with policies adopted by the Board, the  
CWCB staff has determined this Feasibility Study meets all  
applicable requirements for approval  
*[Signature]*  
Signed \_\_\_\_\_ Date 1/8/2018

KIDD ENGINEERING AND CONSTRUCTION  
MANAGEMENT SERVICES, INC.  
44811 E US HIGHWAY 50  
AVONDALE, CO 81022  
719-544-5239

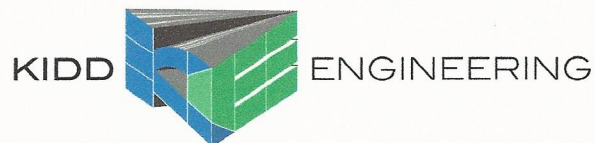
# BESSEMER IRRIGATING DITCH COMPANY

503 N MAIN ST, SUITE 216  
PUEBLO, CO 81003

DANIEL L. GENOVA	PRESIDENT
JUSTIN DiSANTI	VICE-PRESIDENT
ROBERT CENTA	DIRECTOR
THOMAS RUSSLER	DIRECTOR
DAVID SIMPSON	DIRECTOR
ALAN WARD	DIRECTOR
BLAIR WELLS	DIRECTOR
MICHAEL S. HILL	SECRETARY - TREASURER

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LOAN FEASIBILITY STUDY  
November 30, 2017

PREPARED BY:



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44811 E US HIGHWAY 50  
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## INTRODUCTION

The Bessemer Ditch Company was first incorporated in 1888, and construction began in 1889. The point of diversion was changed with construction of Pueblo Dam and the canal was shortened to approximately 30 miles long. It serves nearly 20,000 acres of irrigated farm land in Pueblo County. The Bessemer has call rights to approximately 24,000 acre feet of water at a rate of 392 cubic feet per second, the first 322 of which are among the oldest on the Arkansas River.

The income for operation and maintenance of the Bessemer Irrigating Ditch Company comes from the various stockholders. Annual assessments to the stockholders are set in January of each year, with assessments being due on May 15 and December 15. A list of the stockholders is provided under Appendix C, and the financial reports for the last three years are provided under Appendices F through H.

This summer, the land started sliding away from the Bessemer Ditch canal. The escarpment area is approximately 200 feet wide. The apparent edge of the escarpment was only about six feet from the top of the canal. The project site is along the limestone bluffs west of Pueblo, approximately two miles east of Pueblo Dam. The Company contacted a local engineer (Kidd Engineering and Construction Management Services, Inc.) who made recommendations for immediate action. Then arrangements were made for a geotechnical consultant (CTL Thompson, Inc.) to take soil borings and perform stability analyses for the site. The engineer and consultant reported their findings to the Board. It was agreed to have CTL contact construction firms they knew who had experience in land stabilization. Three companies expressed an interest and made site visits. Two proposals were actually received. Both were evaluated by CTL and Kidd and determined to be similar approaches in basic concept and viable alternatives.

The proposed stabilization and corrective work is proposed to be done in two phases. Phase 1 will be for the mechanical stabilization of the slide area sufficient to protect the canal and provide width for access and maintenance. Phase 2 is for shaping the canal and installing a synthetic liner, extending upstream and downstream from the escarpment, to control canal seepage that may be saturating the underlying soils and decreasing the structural integrity of the slope.



## **PROJECT SPONSOR**

The Bessemer Irrigating Ditch Company is a privately held company. It was first incorporated in May 1888 as a joint venture between several local businessmen and the Colorado Coal and Iron Company. In 1893 CC&I went bankrupt and this necessitated a sale and restructuring of the Bessemer Irrigation Ditch Company. In the restructuring, 20,000 shares were sold at \$10.00 per share. The Bessemer Irrigating Ditch Company has 774 shareholders and is governed by a seven member board of directors. They are not currently servicing any indebtedness. The Company income is from annual assessments against each corporate share. Last year the assessment was \$50.00 per share and the anticipated income is \$1,000,000.

## **PROJECT SERVICE AREA**

The Bessemer Irrigating Ditch Company service area extends east and south of Pueblo and includes the communities of the St. Charles Mesa, Vineland, Avondale and Boone. The annual sale of irrigated production is approximately \$25 million. The Pueblo Board of Water Works, which provides potable water to the City of Pueblo and some extra territorial areas, owns 27 percent of the Bessemer Ditch water rights.

## **DESIGN CRITERIA AND WATER RIGHTS**

The water rights of the Bessemer Ditch date to the late 1800's. The existing canal has capacity sufficient to convey the 392 cubic feet per second maximum water right, plus some intercepted surface drainages. There is no intent to change the geometry of the canal. The Company owns sufficient land area for the proposed construction activities.

## **PROJECT DESCRIPTION AND ALTERNATIVES**

The Bessemer Ditch provides irrigation water to 20,000 acres of irrigated farm land east and south of Pueblo. The head gate to the canal is located within the Bureau of Reclamation's Pueblo Dam. There is an ancient slide zone approximately two miles downstream of the Dam. There have been some minor land movements in this area in the past, but it significantly activated in the summer of 2017. Some days there was as much as three feet of movement. The water delivered to the farmers was reduced about 25 percent to lower the

risk of a failure. The fields had already been planted, so the farmers could not adjust their cropping plan for the year. Not only were their crops and yields reduced, but their water passed downstream to junior water rights. The apparent area of the slide zone is approximately 200 feet wide.

CTL Thompson was contracted to perform soils borings and provide geotechnical design and consultation services. NorthStar Engineering and Surveying provided topographic surveys of the area. After evaluation of the borings and topography, CTL Thompson concluded that the canal itself was on a relatively stable bench of the slide zone. However, the maintenance road and outlying slope area is extremely unstable and will continue to move without mechanical stabilization. Loss of this area would result in a narrow canal wall which would undoubtedly fail due to saturation and hydraulic pressures.

### **Phase 1 – Mechanical Stabilization of the Slide Zone**

Four distinct alternatives were considered. They were:

1. Take no action other than continued maintenance and filling of the maintenance road area.
2. Place additional earthfill to flatten and stabilize the slope.
3. Drilled in-place beams at 8 to 10-foot spacing, with tieback anchors and reinforced shotcrete facing. Quoted cost of \$481,577.
4. Two phase approach. First phase of drilled shaft cantilever wall at 5-foot spacing. Install inclinometers for movement monitoring. Budget estimate of \$309,000. Second phase, if required, of installing tieback anchors at 10-foot spacing. Budget estimate of \$148,800. Total both phases is \$457,800.

### **Alternative No. 1 – Continue with maintenance only:**

The slope may temporarily stabilize, but the concern is that it will continue to move. If that should happen, then the water deliveries will again have to be decreased, agricultural production and farmer income will be lowered, and there is the continued risk of a catastrophic failure that could result in also losing the canal bank.

### **Alternative No. 2 – Place earthfill and flatten the slope:**

The Bessemer Ditch does not own the adjacent property. The land is covered with vegetation and the potential fill area is confined by Colorado Highway 96. Due to land constraints, existing saturated soils, springs, and excessive vegetation the engineering assessment is that this would be a very costly and time consuming alternative.



**Alternative No. 3 – Drilled beams, reinforced face, and tieback anchors:**

This is the most expensive of the quoted options, at \$481,577. However, it would all be done at once and the reinforced shotcrete facing would keep any soils from migrating through between the beams.

**Alternative 4 – Two Phases of drilled shaft wall and then tiebacks if required:**

This alternative is the apparent lowest cost. It could save a significant amount of money if the tiebacks are not required. But the price is nearly the same if the contractor has to come back and install the tiebacks. It would take a period of time to know if the first phase is sufficient. There is a concern that if it is okay for a while and then starts to move again some years down the road, then the same contractor may not be available and the costs may escalate.

**Phase 1 Selected Alternative:**

After discussion and consideration, the Board of Directors selected Alternative No. 3. The main reason being that the contractor is in and out one time with reasonable confidence that this will take care of the problem and there would be no curtailment of water deliveries. This also may be the easier alternative for long term maintenance and site utilization. The requested loan amount for the Phase 1 activities is \$550,000.

**Phase 2 – Canal Lining**

CTL Thompson and both Phase 1 responders recommend installing a synthetic liner in the canal to reduce any seepage that may be occurring throughout this area. The design and installation of the recommended synthetic liner is the work proposed under Phase 2. This is severable work and can be done during the winter of 2018 if the Phase 1 construction does not allow sufficient access and time for this work to be done. Data collection and design of this work could not be done until the water was shut down and the canal drains out. The length of the reach to be lined is approximately 1200 lineal feet. There will be approximately 480,000 square feet of synthetic liner material required for the job. Preliminary engineer's estimates are that this will be approximately a \$300,000 project. Therefore, the submitted application for Phase 2 is in the amount of \$300,000. A refined estimate should be completed by mid-January 2018



## **IMPLEMENTATION**

The canal is empty from November 15, 2017 through March 15, 2018. Coggins stated that they could get in and get the job completed within that time period. They have estimated a construction period of 36 work days. Coggins will perform additional analysis and finalize their design. It is anticipated that site work will begin sometime in January 2018. Coggins is aware that they must be complete so that water can be brought back into the canal on March 15, 2018.

## **IMPACTS**

There is a residential development on the bluff above the site of work. Since the work will be done during daylight hours it is not anticipated that the construction project will significantly affect the residents. No additional land will be disturbed. Therefore, the proposed work will not have an adverse environmental impact.

## **PERMITTING**

A stormwater management plan and discharge permit will be required from the Colorado Department of Health and Environment.

## **FINANCIAL ANALYSIS**

The Bessemer Irrigating Ditch Company currently has a \$350,000 line of credit and cash reserves of approximately \$50,000. The 2017 assessment was \$50 per share, with a total income amount of \$1,000,000. They do not currently have any debt service. The Board of Directors annually determines the shareholder assessments that are required to fund the anticipated annual costs and reserve fund requirements. The budget and annual assessments are discussed at the January Board meeting and then approved at the annual meeting to be held on the second Saturday of February. The budget and the assessments will be set to provide the income necessary to service the requested \$550,000 (Phase 1) and \$300,000 (Phase 2) loans.

## **ECONOMIC ANALYSIS**

Failure of the Bessemer Ditch would be devastating to the farmers in Pueblo County. The economic impact of irrigated farming in Pueblo County is \$25 million. It is estimated that the requested loans can be serviced with an increase of only about 5 to 10 percent of last year's assessment rate. This is a small

additional expenditure compared to the potential financial losses to the agricultural community and the general economy of Pueblo County.

## **CONCLUSIONS**

A landslide that could cause a failure of the Bessemer Ditch bank and the loss of irrigation water deliveries to the area served by the Bessemer Irrigation Ditch Company would be devastating to the farmers in Pueblo County and would have a tremendous negative impact on the entire Pueblo area economy. Therefore, it is imperative that work be done to stabilize the landslide area before the 2018 irrigation season.

There are other avenues that may be available to finance the emergency work that needs to be done. A loan at the interest rates charged on a Colorado Water Conservation Board water projects loan would have the least cost impact on the farmers of Pueblo County.



**APPENDIX A**  
**LOCATION MAP**  
**VICINITY MAP**







# EMERGENCY LANDSLIDE STABILIZATION PROJECT

## VICINITY MAP

**KIDD  
ENGINEERING  
AND  
CONSTRUCTION  
MANAGEMENT  
SERVICES, INC**

RICHY A. KIDD, PRESIDENT  
8855 EAST HIGHWAY 55  
AYONDALE, CO 81022  
719-864-6239 (O) 719-825-4219 (F)  
rickidd@kiddengineering.com

REVISIONS:

1	---
2	---
3	---
4	---
5	---

\* COPYRIGHT 2017 \*

**BESSEMER IRRIGATING  
DITCH COMPANY**

**503 NORTH MAIN, SUITE 216  
PUEBLO, COLORADO**

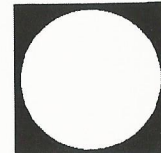
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CHECKED BY:

SCALE: NTS

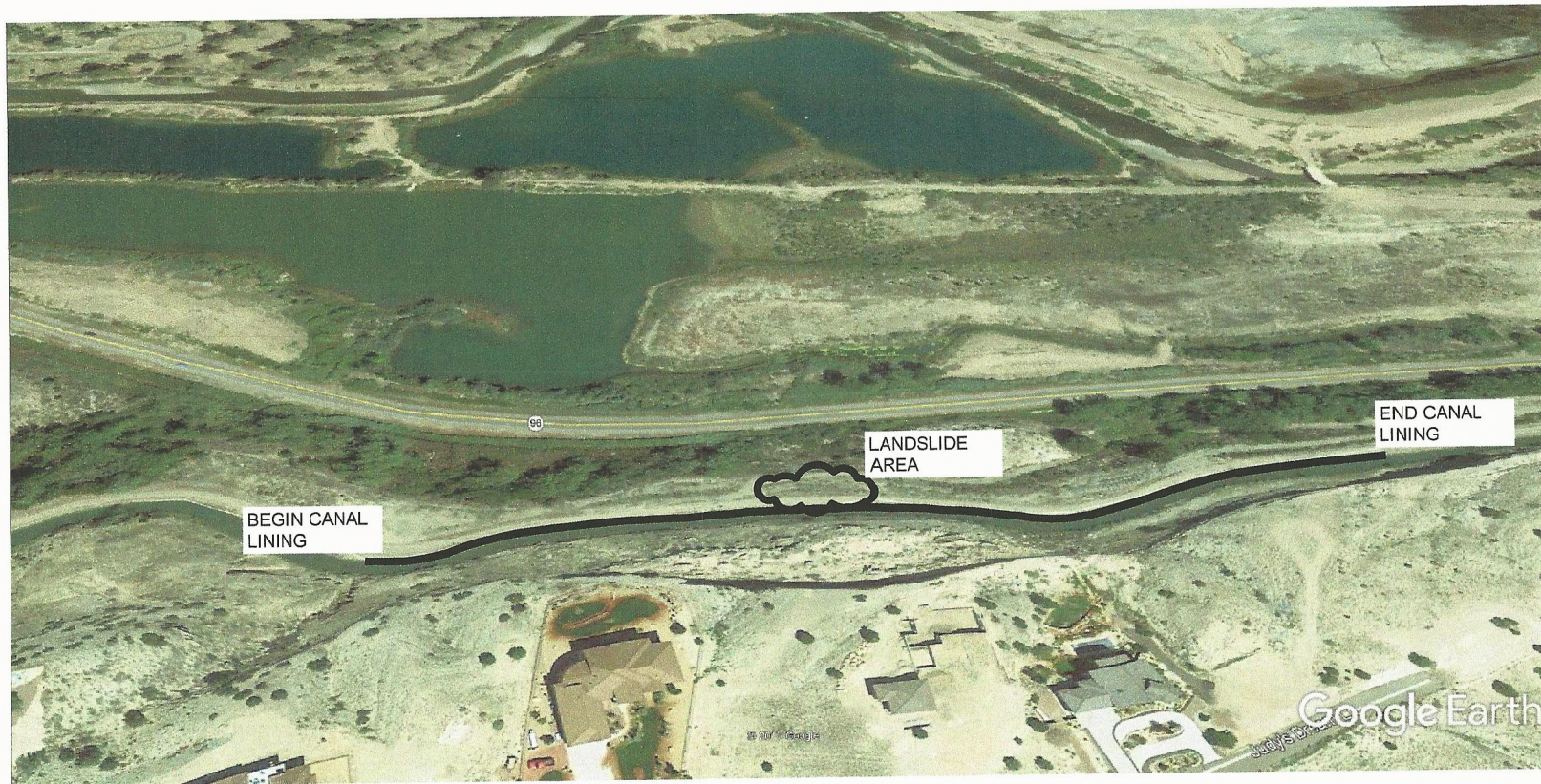
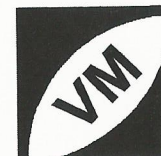
DATE: NOVEMBER 30, 2017

KIDDCOMS NO.: 1234-2017



PROJECT NO: #####

SHEET TITLE:  
**Vicinity Map**





**APPENDIX B**  
**SELECTED ALTERNATIVE PROPOSAL**  
**COGGINS & SONS, INC**



**COGGINS & SONS, INC.**



Caisson Drilling, Excavation Shoring, Tieback Anchors

## **PERMANENT EARTH RETENTION PROPOSAL**

October 31, 2017

William Hoffman  
CTL Thompson  
5170 Mark Dabling Blvd.  
Colorado Springs, CO 80918  
719-528-8300  
[whoffmann@ctlthompson.com](mailto:whoffmann@ctlthompson.com)

RE: Bessimer Ditch Repair  
Pueblo, CO

This proposal has been based on a site visit, earth retention scope provide by CTL Thompson and a site soils investigation provided by CTL Thompson dated 9/22/17.

**A. PROPOSAL INCLUDES AND IS CONTINGENT UPON THE FOLLOWING:**

1. The design & installation of approximately 5,126 sq. ft. of permanent earth retention. The type of system proposed is drilled in place beams, tieback anchors and a reinforced shotcrete facing. Please see the attached earth retention scope.
2. Excavation for installation of the proposed earth retention system. Stock piling of spoils generated by the excavation will be stock piled immediately next to the earth retention wall.
3. The **current price and availability of materials** at the time this proposal has been issued, and is subject to schedule and or price modifications if shortages and/or price increases occur. Coggins & Sons Inc. reserves the right to re-evaluate the material prices once we have received a letter of intent.
4. A flat (gray color) rough shotcrete finish will be the final product provided by Coggins & Sons.
5. One mobilization.
6. Trash Dumpster and portable restrooms for the duration of the project.
7. Insurance will be provided per Coggins & Sons present limits.

**B. PROPOSAL EXCLUDES THE FOLLOWING AND SHALL BE LISTED UNDER EXCLUSIONS IN ANY SUBCONTRACT ENTERED INTO:**

1. Global Stability analysis.
2. Excavation for drain pipe from the shotcrete wall. Once a discharge point has be determined a price will be provided for this and issued as a change order.
3. Initial survey control. This shall be provided by the owner.
4. Any fascia for the shotcrete wall (i.e. stone veneer etc.).
5. Color for shotcrete wall facing.
6. Any back-fill requirements or compaction.
7. Compaction testing.
8. Dust Control.
9. Imported fill.

10. Costs for utility conflicts which may interfere with the earth retention or tieback installation. "Potholing" for such utilities will be invoiced at cost plus (15%). This also will include any time for the Supervisor or labor time required to accurately locate utilities and any additional time required will be paid per Coggins & Sons attached rates.
11. Removal, relocation or protection of any existing utility above or below ground which may interfere with the installation of the earth retention system or excavation. Power lines closer than legally permissible are to be removed or de-energized.
12. Private locates and / or video camera of existing utilities.
13. Damage to existing sewer laterals that are in conflict with the earth retention installation. Laterals are to be disconnected and capped at the main line prior to construction. Contractor to provide video to Coggins & Sons showing this work has been performed.
14. Easements to encroach into adjacent properties.
15. Over excavation or perimeter drain below bottom of footing elevation. If additional excavation is required, which would cause additional depth to the shoring, additional cost will be incurred.
16. Any earth retention requirements not mentioned in this proposal.
17. Site de-watering shall be performed (by others, if required) prior to the start of the shoring installation. This is required to prevent hydrostatic head or create potential areas of failure during the shoring installation.
18. Project specific drug testing and or orientation will be invoiced at cost plus 15%. All badging and or background checks will be invoiced at cost plus 15%.
19. Handrails / guardrails at the top of the shoring system as required by OSHA.
20. The cost of any fees, permits, monitoring, surveys, or easements associated with the project.
21. Materials testing, shall be provided by others at no additional cost to Coggins & Sons Inc.
22. Concrete pump truck. If water and or access conditions are such that our equipment cannot remove the water or a concrete truck cannot "tailgate" the concrete directly to its location a pump truck shall be provided by the contractor at no additional cost to Coggins & Sons Inc.
23. Obstruction removal. Obstruction removal during drilling operations will be invoiced at \$600.00 / hr. plus 15 % on all materials (flow fill etc.).
24. Removal of the earth retention system once installed.
25. Any costs associated with drilling through and / or handling of contaminated soils.
26. Maintenance of excavated slopes or runoff water. This shall be dealt with by others as not to cause washouts behind or near the earth retention walls.
27. Full time safety representative, fencing, traffic control, and street cleaning.
28. Concrete wash out. Concrete will be washed out on site adjacent to the proposed earth retention wall.
29. Removal of drilling spoils from the site. Drilling spoil will be mixed in with the excavation material and stock piled adjacent to the earth retention wall.
30. Overtime. This proposal has been based on a five day work week 8 hours per day.
31. Design for surcharge loading (i.e. Cranes, pump trucks, stockpiles, etc.).
32. Water Source.
33. Winter Protection of any type.

#### C. BID QUALIFICATIONS

1. **The exact quantities included in this proposal will be as reflected on Coggins & Sons drawings when issued and shall be the basis for quantity and scope of our work included in the subcontract.**
2. Any delays caused by others will be invoiced at the rates per the attached sheet for equipment and personnel.
3. **Parking for one company truck per drill rig on site shall be allowed by the contractor. This will be required to maintain up keep and drilling operations.**
4. **Time for completion is 36 working days and shall be included in the subcontract agreement. This work excludes, drilling through manmade obstructions, delays by others, weather or unforeseen conditions.**
5. A bond will be furnished, if required, with premium to be paid for by others prior to mobilization. A bond rate of .009% to the final contract amount will apply.

6. Progress payments shall be made on a monthly basis throughout the construction process. The progress payments shall include costs for all materials purchased and/or fabricated.
7. If additional engineering is required, after drawings have been issued, this shall be invoiced at the rate of \$190.00 / hr. This includes all time to adjust anchor locations for utility conflicts as mentioned in paragraph B item #1.
8. The governing law of the subcontract shall be, by the state of Colorado.
9. A minimum two weeks, upon receiving a letter of intent, until final stamped earth retention drawing can be issued.
10. Prior to the acceptance of this proposal, Coggins & Sons Inc. would enjoy the opportunity to review this proposal and scope of work.

**LUMP SUM COST (5,126 sq. ft.)**  
**(BASED ON THE ABOVE QUALIFICATIONS)**

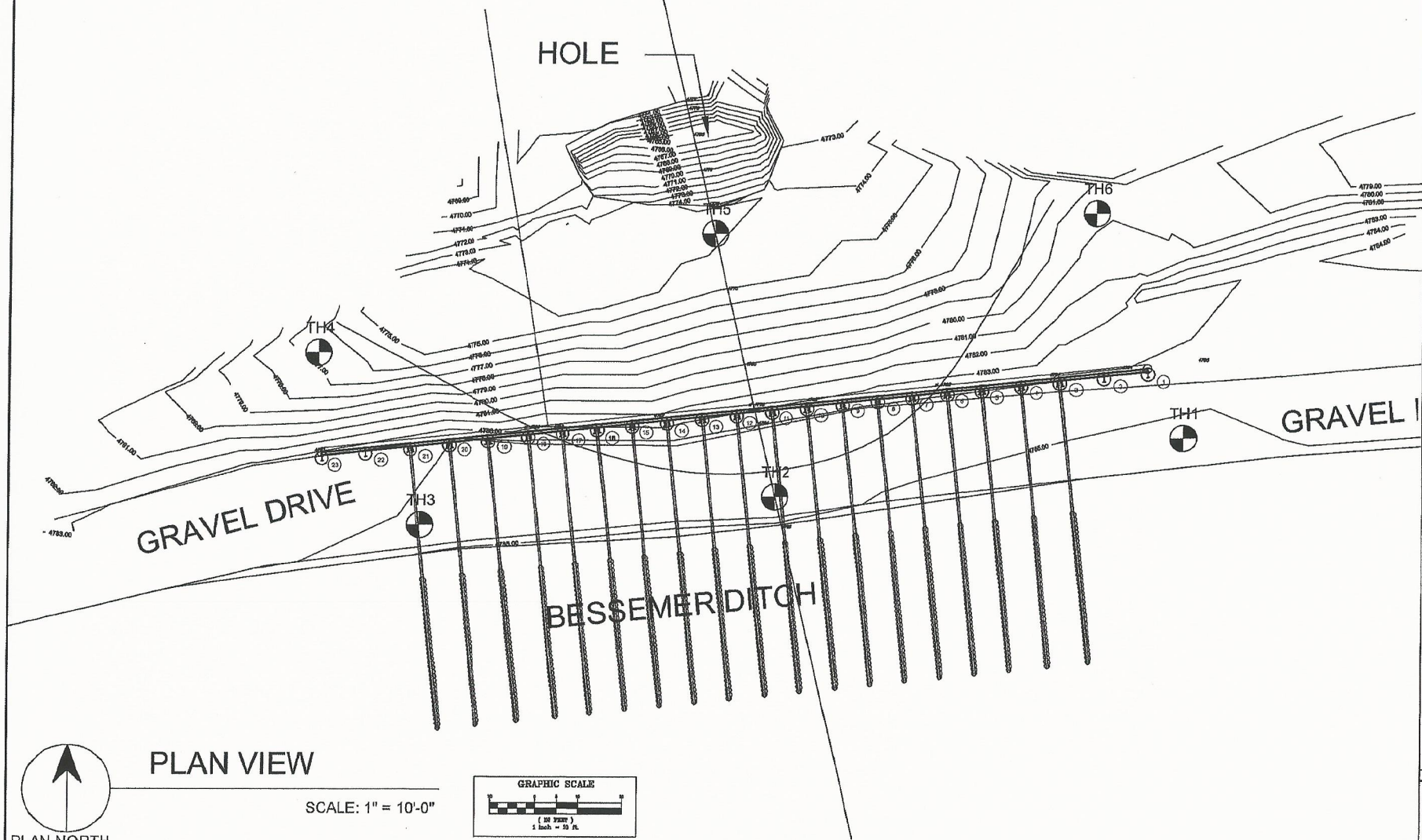
**\$481,577.00**

Sincerely,

Coy Coggins  
[ccoggins@cogginsandsons.com](mailto:ccoggins@cogginsandsons.com)  
9512 Titan Park Circle  
Littleton, CO 80125  
(303) 791-9911 / Fax: (303) 791-0967



LEGEND	
	SOLDIER BEAM IDENTIFICATION
	EXISTING GRADE
	PROPOSED EXCAVATION GRADE
	PROPOSED FOUNDATION WALL
	GRID LINE
	PROPOSED DRILLED SHAFT WITH TOP ELEVATION
	PROPOSED DRILLED SHAFT WITH TOP ELEVATION TO BE DRILLED AND POURED PRIOR TO EXCAVATION
	PROPOSED UPPER LEVEL DRILLED SHAFT WITH TOP ELEVATION
	PROPOSED SLURRY PIER
	SOIL NAIL IDENTIFICATION



NOT VALID WITHOUT DATE & ORIGINAL SIGNATURE

BESSEMER DITCH SLOPE REMEDIATION

CTL THOMPSON  
4718 NORTH ELIZABETH STREET, SUITE C-2  
PUEBLO, CO 81008  
719-595-1287

COGGINS & SONS, INC.

9512 TITAN PARK CIRCLE  
LITTLETON, COLORADO 80125  
TEL: 303-791-9911 FAX: 303-791-0987

JOB NO.: BID  
ISSUED: 10-19-2017  
DWN BY: JHH

DWG. NO.  
**XBS-X**

SHT. X OF X



**XBS-X**  
DWS. NO.

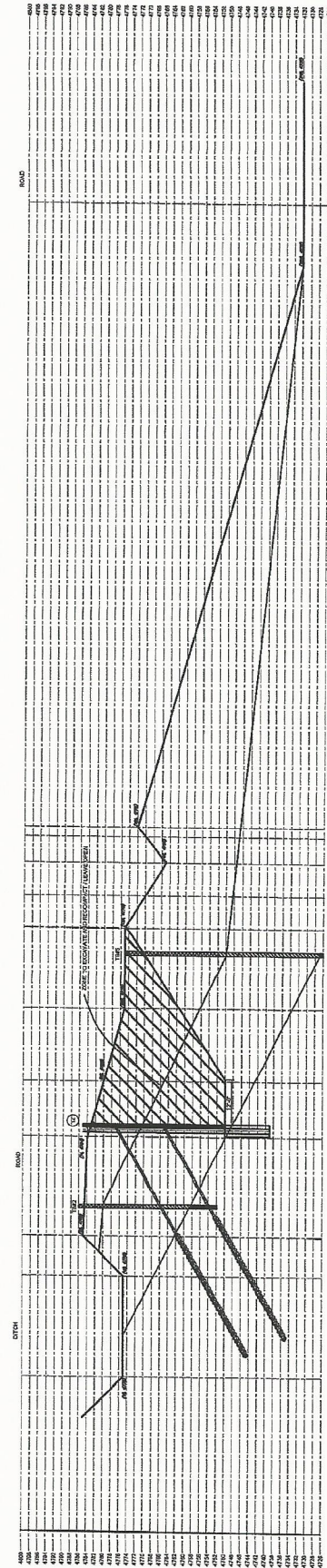
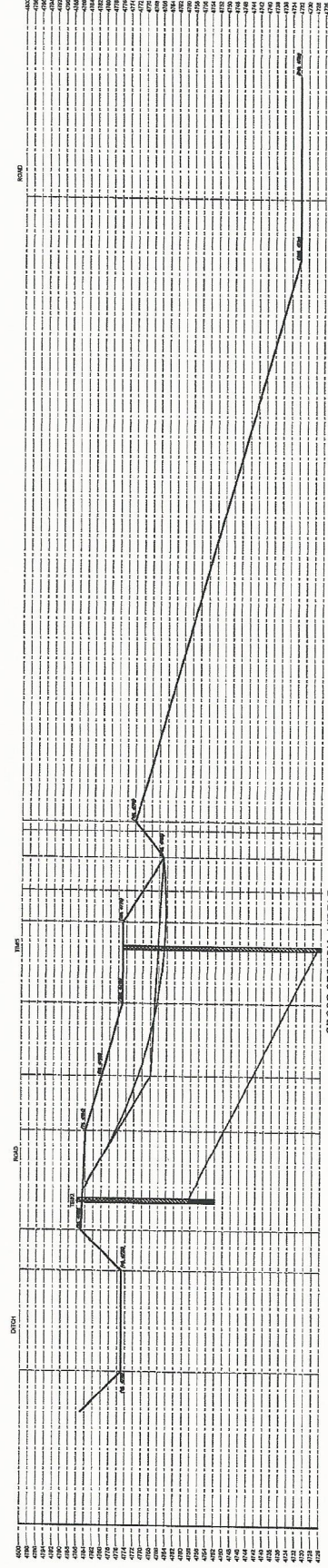
JOE NO. 180  
PROJECT 183-2017  
DRAWN BY: JHT

9512 TITAN PARK CIRCLE  
LITTLETON, COLORADO 80125  
TEL: 303-791-9911 FAX: 303-791-0967

**COGGINS & SONS, INC.**

BESSEMER DITCH SLOPE REMEDIATION  
CTL THOMPSON  
4718 NORTH ELIZABETH STREET, SUITE C-2  
PUEBLO, CO 81008  
719-595-1287

NOT VALID WITHOUT DATE  
& CERTAIN SIGNATURE



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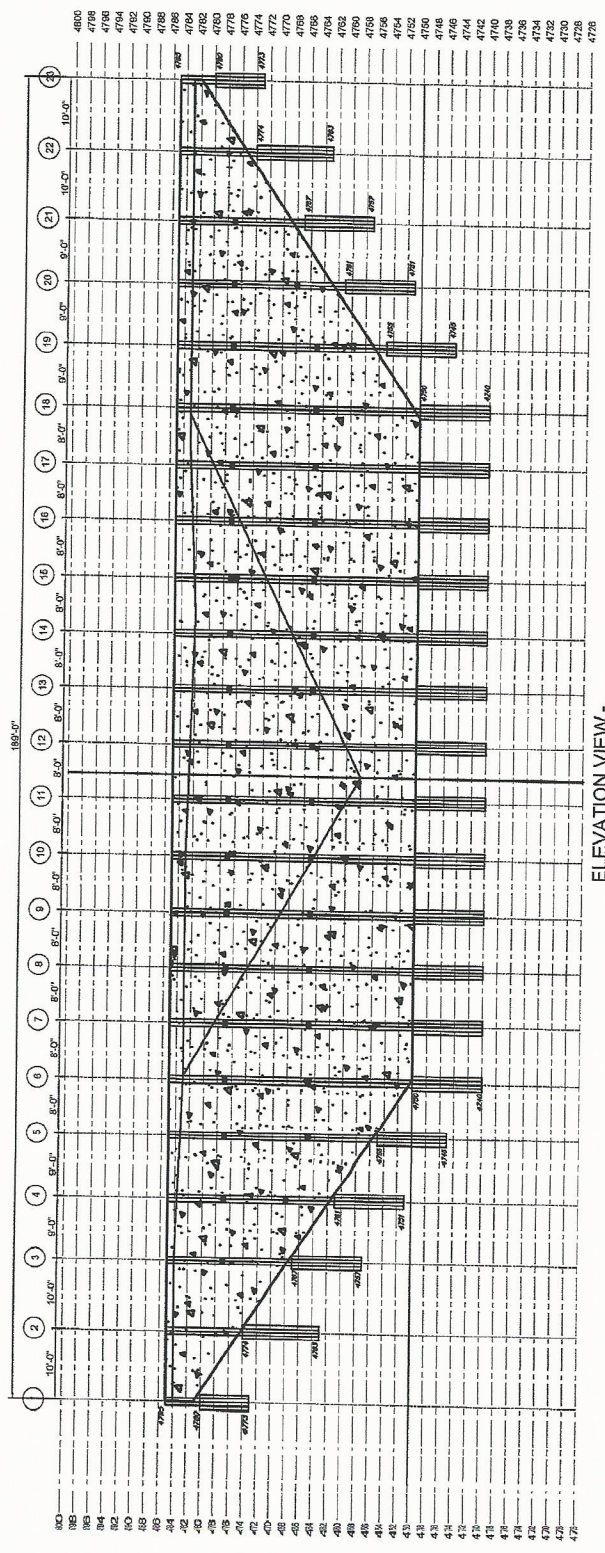
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9512 TITAN PARK CIRCLE  
LITTLETON, COLORADO 80125  
TEL: 303-791-9911 FAX: 303-791-0967

# COGGINS & SONS, INC.

BESSEMER DITCH SLOPE REMEDIATION  
CTL THOMPSON  
4718 NORTH ELIZABETH STREET, SUITE C-2  
PUEBLO, CO 81008  
719-595-1287

NOT VALID WITHOUT DATE  
& ORIGINAL SIGNATURE





**APPENDIX C**  
**LIST OF STOCKHOLDERS**



9/21/2017	Stockholder	Shares
A-B CATTLE CO. 962 LANE 39 1/2 PUEBLO, CO 81006		
		60.000
ALDRED, ROSEMARY 49222 OLSON ROAD AVONDALE, CO 81022		
		20.000
ALFONSO, GREG E. 333 PARK DR. PUEBLO, CO 81005		
		2.000
ALFONSO, L. WAYNE AND SHERI L. 23632 GALE RD. PUEBLO, CO 81006		
		5.000
ALL STAR ROOFING & GUTTERS, INC. 4 AVIS AVENUE PUEBLO, CO 81005		
		4.335
ANDENUCIO, JOANNA LEE 190 BRIDLE TRAIL PUEBLO, CO 81005		
		6.681
ANDENUCIO, JOSEPH SAMUEL 37601 DANIEL RD. PUEBLO, CO 81006		
		6.682
ANDENUCIO, VIRGINIA ANN AND ANTHONY 25950 GALE RD. PUEBLO, CO 81006		
		5.167
ANDREWS, DONALD A. AND DOROTHY E. 439 PARK DRIVE PUEBLO, CO 81005		
		1.000
ARAGON, DAN AND LAVERN 25769 COUNTY FARM RD. PUEBLO, CO 81006		
		3.000
ARELLANO, NATHAN 1194 30TH. LANE PUEBLO, CO 81006		
		1.000
ARMENTA, RICHARD AND ROSE M. 39786 HIWAY 50 EAST PUEBLO, CO 81006		
		20.000
ARMSTRONG, DAVID C. AND JOAN W. 30381 HILLSIDE RD. PUEBLO, CO 81006		
		1.000
ARNETT JERSIN FARM, LLC 7545 CR 145 SALIDA, CO 81201		
		37.600
ARNOLD, WILLIAM H., JR. AND WENDI L. 400 SUNSET LANE PUEBLO, CO 81005		
		1.000
ATTEBERRY, RICHARD L. AND MARJORIE A. 28990 MANNING RD. PUEBLO, CO 81006		
		39.500
AUSTIN, PHILIP E. AND SADIE A. 1791 LANE 28 PUEBLO, CO 81006		
		5.000
AVINA, MAYA K. 3910 CARLILE AVE. PUEBLO, CO 81005		
		0.500
AVONDALE WATER & SANITATION DISTRICT P.O. BOX 188 AVONDALE, CO 81022		
		48.300
AYLER, JOHNNY ROSS 29622 IRIS RD. PUEBLO, CO 81006		
		13.000
BACA, DAVID E. AND PEARL 34269 JERSEY ROAD PUEBLO, CO 81006		
		2.000
BACA, RICHARD J., VIRGINIA, AND CATHERINE L. 32762 IRIS RD. PUEBLO, CO 81006		
		2.500
BALCHUCK, STEVEN 1349 28TH. LANE PUEBLO, CO 81006		
		2.050
BALLES, SANTOS AND DULCINEA 30408 E. EVERETT ROAD PUEBLO, CO 81006		
		5.100
BARELA, DAMIAN E. AND PATRICIA A. 1174 30 1/2 LANE PUEBLO, CO 81006		
		1.000
BARKER, JOSEPH B. AND ERIN ANN 36973 HIGHWAY 50 E. PUEBLO, CO 81006		
		11.000
BARNES, WILLIAM A. AND LESLIE K. 27401 MANNING RD. PUEBLO, CO 81006		
		3.000
BARRETT, CECIL D. AND MARILYN E. 25281 COUNTY FARM ROAD PUEBLO, CO 81006		
		1.000
BARTOLO FAMILY LIMITED PARTNERSHIP 902 S. 27TH. LANE PUEBLO, CO 81006		
		22.000
BARTOLO, ANTHONY J. 27044 NICHOLSON RD. PUEBLO, CO 81006		
		1.000
BARTOLO, DAVID C. AND JOELEN M. 2152 GALE RD. PUEBLO, CO 81006		
		1.000
BARTOLO, FRANK R., JR. AND DIANA 125 CARLILE AVE. PUEBLO, CO 81004		
		2.000
BARTOLO, JOAN ELLEN 30527 HIWAY 50 E. PUEBLO, CO 81006		
		4.650
BARTOLO, MICHAEL E. AND KYLE T. 20268 COUNTY ROAD EE 25 ROCKY FORD, CO 81067		
		12.000
BASGAL, JOHN RAYMOND, JR. AND LANCE A. AND PAMELA J. FRY P.O. BOX 3184 PUEBLO, CO 81005		
		2.000
BASSETT, JOHN B. AND MABEL 960 CLIMAX LANE PUEBLO, CO 81006		
		6.000
BEAMON, ROBERT C. AND/OR DOROTHY RUTH 47007 OLSON ROAD AVONDALE, CO 81022		
		10.000
BEEMAN, SUSAN Y. 51001 OLSON RD. BOONE, CO 81025		
		10.814
BELLINO, GRACE 123 BRENTWOOD PUEBLO, CO 81005		
		1.000
BERCKEFELDT, MICHAEL K. AND SANDRA K. 32675 IRIS RD. PUEBLO, CO 81006		
		2.000
BERGLES, ROBERT 324 SUNSET LANE PUEBLO, CO 81005		
		1.000
BERRY, ALAN R. AND LINDA K. 402 BRENTWOOD DR. PUEBLO, CO 81005		
		1.560
BESSEMER IRRIGATING DITCH COMPANY 503 N. MAIN ST., STE. 216 PUEBLO, CO 81003		
		261.407
BETTS, RICHARD EUGENE AND VERNA PEARL 1189 36TH. LANE PUEBLO, CO 81006		
		2.000
BICKEL FAMILY FARMS, LLC 4100 JERRY MURPHY RD. PUEBLO, CO 81001		
		19.100
BL & KJH LLC 36540 SOUTH ROAD PUEBLO, CO 81006		
		14.000
BLAGG, JAMES 26267 COUNTY FARM ROAD PUEBLO, CO 81006		
		20.400
BLASI, MICHAEL A. AND MARY M. 611 SANTA FE DR. PUEBLO, CO 81006		
		9.100
BLASI, PAUL A. 611 SANTA FE DR. PUEBLO, CO 81006		
		10.000
BLEA, JANITY, BOBBIE MOONEY AND EBBY ARCHULETA C/O EBBY ARCHULETA 85 MUIRVIELD DR. ODESSA, TX 79762		
		4.000
BOARD OF WATER WORKS OF PUEBLO, COLORADO P.O. BOX 400 PUEBLO, CO 81002		
		5,540.880
BOND, JENNIFER AND JERAD 917 LANE 28 PUEBLO, CO 81006		
		2.700
BOND, KELLY G. AND JODI R. 1820 AVONDALE BLVD. AVONDALE, CO 81022		
		60.321
BONGIRNO, LEE J. AND JANE M. 1927 IRIS RD. PUEBLO, CO 81006		
		18.510
BOWMAN, KIM AND CRAIG E. 315 CARLILE AVE. PUEBLO, CO 81004		
		4.000
BOYD, ROBERT H. AND BONNIE S. 2790 GORE RD. PUEBLO, CO 81006		
		3.000
BRATINA, DAVID C. AND ROBIN M. 104 BRENTWOOD DR. PUEBLO, CO 81005		
		1.000
BRAZIL, SCOTT A. 1890 38TH. LANE PUEBLO, CO 81006		
		58.600

9/21/2017	Stockholder	Shares
	BRAZIL, SCOTT A. AND ROB A. C/O ROBERT A. AND MARY ANNE BRAZIL 1890 38TH. LANE PUEBLO, CO 81006	46.666
	BREGAR, THOMAS J. AND NANCY L. 46500 OLSON RD. AVONDALE, CO 81022	30.000
	BRISTLECONE HOLDINGS AND MANAGEMENT LLC P.O. BOX 236 PUEBLO WEST, CO 81007	1.000
	BROWN, JAMES E. AND EMMA 430 YUCCA AVE. PUEBLO, CO 81005	0.500
	BROWN, SAM AND JO MARIE 27350 HIWAY 96 E. PUEBLO, CO 81001	23.800
	BROWN, SAM C. 760 28 1/2 LANE PUEBLO, CO 81006	54.500
	BROWN, SAM C., JR. 27350 E. HIWAY 96 PUEBLO, CO 81001	7.125
	BUCCIARELLI, BETTY A. 2103 HILLSIDE RD. PUEBLO, CO 81006	20.100
	BUCCIARELLI, CARMEN J., JR. 2103 HILLSIDE RD. PUEBLO, CO 81006	86.317
	BUCCIARELLI, CARMEN J., III AND IRENE L. 2131 HILLSIDE RD. PUEBLO, CO 81006	40.000
	BUCCIARELLI, CHARLES AND CHERI 27805 MANNING RD. PUEBLO, CO 81006	6.750
	BUCCIARELLI, CHARLES A. 27805 MANNING RD. PUEBLO, CO 81006	45.000
	BUCCIARELLI, JOSEPHINE, CHARLES AND CARMEN J., III C/O CHARLES BUCCIARELLI 27805 MANNING RD. PUEBLO, CO 81006	2.000
	BUCKALLEW, DONNA L. AND TERRY L. P.O. BOX 705 RYE, CO 81069	7.000
	BUENO, PATRICK 1968 E. LASALLE PUEBLO, CO 81006	5.000
	BUFFALO, GERALDINE 6485 E. HARVARD AVE. DENVER, CO 80222	6.545
	BUNTING, ARCHIE AND NORMA 4044 GOODNIGHT AVE. PUEBLO, CO 81005	2.525
	BUNTING, ARCHIE H., NORMA J., AND NANCY A. 4044 GOODNIGHT AVE. PUEBLO, CO 81005	3.000
	BURICK, KARRON U. 1600 CAMINO REDONDO LOS ALAMOS, NM 87544	60.000
	BURNHAM, ARLIE E. P. O. BOX 3125 MONUMENT, CO 80132	4.000
	BURNS, JAMES G. & ROBERTA E. 4746 DESERT CANDLE DR. PUEBLO, CO 81001	8.500
	BUTLER, JAMES J. AND BRENDA 446 WESTWOOD PUEBLO, CO 81005	2.000
	CAINE, THERESA A. 29128 GALE RD. PUEBLO, CO 81006	7.000
	CALDWELL, HENRY B., JR. AND CHARLEEN K. C/O LIESA HOUDASHELT 584 AMERICANO WAY FAIRFIELD, CA 94533	1.000
	CALHOON, DOROTHY J. 1404 30TH. LANE PUEBLO, CO 81006	2.710
	CARABELLO, TIM AND DIANE 10280 W. 13TH. PLACE LAKEWOOD, CO 80215	0.513
	CARLEY, KATHLEEN MARY 1924 GLEN MITCHELL RD. SEWICKEY, PA 15143	3.000
	CARRIGAN, EDWARD J. P.O. BOX 161 KIT CARSON, CO 80825	1.000
	CARTER, JOHN L. AND RENE K. 2230 EVERETT RD. PUEBLO, CO 81006	5.000
	CARTER, STEPHEN R. AND LANA K. 4340 GOODNIGHT AVE. PUEBLO, CO 81005	2.000
	CASIAS, GEORGE P. AND NANCY A. BUNTING-CASIAS 433 WESTWOOD LANE PUEBLO, CO 81005	1.000
	CASIAS, PHILLIP J. 2720 GORE RD. PUEBLO, CO 81006	0.500
	CASPER, CHARLES A., JR. AND BEVERLY J. 2139 GALE ROAD PUEBLO, CO 81006	4.000
	CENTA, DANIEL E. AND GWENDOLYN KAY 42300 OLSON RD. AVONDALE, CO 81022	5.000
	CENTA, LINDA K. 1810 AVONDALE BLVD. AVONDALE, CO 81022	12.000
	CENTA, ROBERT R. AND CAROL A. 723 35TH. LANE PUEBLO, CO 81006	3.000
	CENTA, WILLIAM M. 42951 OLSON ROAD AVONDALE, CO 81022	4.000
	CESAR, PETE AND CHRISTINA 27500 NICHELSON RD. PUEBLO, CO 81006	20.000
	CHAMBERS, PETER G. C/O RONALD B. REINSCH 5405 STONEMOOR DR. PUEBLO, CO 81005	0.500
	CHERRY, DEBORAH 25759 E. U.S. Hiway 50 PUEBLO, CO 81006	5.250
	CHETELAT, LEONARD R. LIVING TRUST 5201 THATCHER AVE. PUEBLO, CO 81005	1.000
	CHORAK, SHARRON J. 2031 PEAKVIEW PUEBLO, CO 81006	60.000
	CICERELLI, GRANT L. 440 SUNSET LANE PUEBLO, CO 81005	.770
	CID, MICHAEL M. AND KRISTIE L. 2208 HILLSIDE ROAD PUEBLO, CO 81006	2.000
	CIRULI, DAVID D. AND MARY J. DOYLE 4865 SOUTH POINT DISCOVERY BAY, CA 94505	1.000
	CIRULI, JOSEPH H., JR. AND MARCIA S. 27085 HILLSIDE RD. PUEBLO, CO 81006	11.000
	CIRULI, MICHAEL J. AND JOSEPH H. 27085 HILLSIDE RD. PUEBLO, CO 81006	7.925
	CITY OF PUEBLO P. O. BOX 1427 PUEBLO, CO 81002	124.590
	CLEMENTI, CHARLES R. AND KAMERON L. 26935 GALE RD. PUEBLO, CO 81006	2.000
	CLEMENTI, FRANK 26773 GALE ROAD PUEBLO, CO 81006	7.000
	CLEMENTI, MARK D. 1224 34TH. LANE PUEBLO, CO 81006	12.000
	CLEMENTI, MICHAEL F. 1196 41ST. LANE PUEBLO, CO 81006	30.000
	CLEMENTI, VITA IRENE 4505 CASTOR DR. PUEBLO, CO 81001	10.000
	COLLETTI, ANTHONY J. 1089 LYNN DRIVE PUEBLO, CO 81006	25.000
	COLLETTI, CASEY, INC. 27193 COUNTY FARM RD. PUEBLO, CO 81006	16.800
	COLLETTI, CHARLES ANTHONY AND SHELLEY 1535 29TH. LANE PUEBLO, CO 81006	7.340
	COLLETTI, CHARLES, JR. AND PHYLLIS MARIE 27485 COUNTY FARM ROAD PUEBLO, CO 81006	18.890
	COLLETTI, MARY F. 34067 HILLSIDE RD. PUEBLO, CO 81006	2.000
	COLLETTI, ROBERT A., DIANE M. BOYLE, AND BARBARA J. TORTESSI 1274 34TH. LANE PUEBLO, CO 81006	10.000
	COLNAR, CAROL L. AND GARY F. 405 BRENTWOOD DR. PUEBLO, CO 81005	1.000
	COLORADO WATER PROTECTIVE AND DEVELOPMENT ASSOCIATION 1220 E. 3RD. STREET LA JUNTA, CO 81050	87.354



9/21/2017	Stockholder	Shares
	COMFORT, BETTY JEAN (& OTHERS) C/O HENRY NORMAN WILLIAMS 2204 E. HIWAY 50 PUEBLO, CO 81006	26.100
	CONNOR, JOHN R. AND MARTHA A. 1554 42ND. LANE PUEBLO, CO 81006	5.000
	CONNOR, WILLIAM J. 2315 SANTA FE DRIVE PUEBLO, CO 81006	3.000
	CONTRERAS, STEVEN M. 30365 IRIS RD. PUEBLO, CO 81006	1.000
	COOPER, DONALD AND BILLIE I. 50011 OLSON ROAD BOONE, CO 81025	122.000
	COOPER, ROGER A. AND PHYLLIS 2263 COUNTY FARM RD. PUEBLO, CO 81006	4.750
	CORDO, JOSEPH A. (& OTHERS) C/O NAICH A. CORDO 25841 HILLSIDE RD. PUEBLO, CO 81006	15.000
	CORDO, NAICH A. AND CHARLENE F. 25841 HILLSIDE RD. PUEBLO, CO 81006	7.500
	CORDO, NAICH AND RENEE 25841 HILLSIDE RD. PUEBLO, CO 81006	27.733
	CORSENTINO, LUCILLE J. 1326 32ND. LANE PUEBLO, CO 81006	5.000
	CORTESE, ANTHONY L. AND JOANNE E. 36341 DANIEL ROAD PUEBLO, CO 81006	90.000
	CORTESE, FRED S., JR. AND CHANDRIA FINLEY 28511 GALE ROAD PUEBLO, CO 81006	10.200
	COSSEL, DEVIN L. AND KARA L. 53499 HIWAY 50 E. BOONE, CO 81025	73.600
	COSTANZA, JOSEPH P. 86 PRINCETON ST. PUEBLO, CO 81005	2.470
	COSTANZA, JUDY M. 29286 IRIS RD. PUEBLO, CO 81006	13.280
	COUGHLIN, WILLIAM J. AND MARY LOU 1520 COOPER PLACE PUEBLO, CO 81006	0.845
	COWLEY, JAMES E. 462 WESTWOOD LANE PUEBLO, CO 81005	1.000
	COX, JERRY L. AND NATHALIE A. 1224 HOLLY PUEBLO, CO 81006	2.400
	COX, MICHAEL W. AND DONNA E. 430 SUNSET LANE PUEBLO, CO 81005	1.333
	COY, ARTHUR B. AND BETTY L. 4045 GOODNIGHT AVE. PUEBLO, CO 81005	1.000
	COZZOLINO-ARMIJO, PATSY AND DOREEN CHANDLER 30243 GALE ROAD PUEBLO, CO 81006	9.000
	CRAWFORD, JAMES W. AND CAROLE M. 285 S. SIFFORD CT. PUEBLO WEST, CO 81007	3.000
	CRISPIN, NAPOLEON AND ELIZABETH 27390 SOUTH ROAD PUEBLO, CO 81006	2.000
	CRONE, RAY L. AND JOAN 32375 SOUTH ROAD PUEBLO, CO 81006	7.000
	CUNNINGHAM, DENNIS M. AND ADELA R. 40810 E. U.S. HIGHWAY 50 PUEBLO, CO 81006	1.000
	CURRAN, LOUIS C. AND ROSANN F. 318 KENWOOD DR. PUEBLO, CO 81004	.600
	CURRAN, MATTHEW R. AND RANE' D. 3819 GOODNIGHT AVE. PUEBLO, CO 81005	0.625
	DAGNILLO, ISABEL J. AND FRANK C. C/O ANTHONY DAGNILLO 1352 W PAR THREE LN. ORO VALLEY, AZ 85737	1.500
	DAGNILLO, ELSIE J. AND JOHN MICHAEL 2135 IRIS RD. PUEBLO, CO 81006	4.875
	DALTON, ANNE K. AND JAMES D. 417 YUCCA ST. PUEBLO, CO 81005	1.000
	DANIEL, DEBORAH E. 2760 GRAPEVINE RD. MADISONVILLE, KY 42431	1.500
	DAURIO, ANNETT S. AND DANIEL N. 1376 SOUTH 28TH. LANE PUEBLO, CO 81006	2.523
	DAURIO, LOUIS JAMES 32519 SOUTH RD. PUEBLO, CO 81006	2.000
	DAY, DOROTHY M. C/O L. JOAN SECKAR 27777 NICHELSON RD. PUEBLO, CO 81006	107.475
	DAY, DOROTHY M., LORETTA JANE FAST AND LINDA JOAN SECKAR C/O L. JOAN SECKAR 27777 NICHELSON RD. PUEBLO, CO 81006	25.000
	DECARLO, CASEY D. AND KAREN A. 1033 S. 30TH. LANE PUEBLO, CO 81006	9.400
	DECARLO, LUCILLE E. 29834 GALE RD. PUEBLO, CO 81006	1.550
	DECARLO, MICHAEL DAVID 1015 30TH. LANE PUEBLO, CO 81006	3.000
	DECARLO, RUSSEL S. 29920 GALE RD. PUEBLO, CO 81006	3.000
	DEJOY, FRANK A. 1162 LANE 30 PUEBLO, CO 81006	1.000
	DENNIS, MICHAEL LYNN 27550 SOUTH RD. PUEBLO, CO 81006	5.000
	DENNIS, ROBERT LYNN 27550 SOUTH RD. PUEBLO, CO 81006	4.000
	DENT, JONNA L. AND SCOTT A. HANEY 106 BRENTWOOD DRIVE PUEBLO, CO 81005	.500
	DEROSSETT, NANCY C/O NANCY LEIGHTON 7207 DESERT AVE. BOISE, IDAHO 83709	6.000
	DESALVO, RUSSELL A. AND CAROLYN L. 809 30TH. LANE PUEBLO, CO 81006	1.008
	DETELLO, EMILIO AND FLORA A. 30601 EVERETT RD. PUEBLO, CO 81006	3.000
	DEVENCENTY, ROCKY AND JAMIE 37255 SOUTH RD. PUEBLO, CO 81006	164.625
	DIONISIO, ALBERT AND JACK 1152 41ST. LANE PUEBLO, CO 81006	5.000
	DIONISIO, ALBERT W. AND JENNIFER 1152 41ST. LANE PUEBLO, CO 81006	35.000
	DIONISIO, CHARLES F. AND PATRICIA A. 1295 39TH. LANE PUEBLO, CO 81006	15.000
	DIONISIO, R&S REAL ESTATE AND EQUIPMENT LLC 38810 HIWAY 50 E. PUEBLO, CO 81006	81.740
	DIONISIO, RUSSELL L. 38546 HIWAY 50 EAST PUEBLO, CO 81006	36.000
	DISANTI FARMS LLC 29114 SOUTH RD. PUEBLO, CO 81006	5.800
	DISANTI, FRANK J. AND ROSE ANN 29114 SOUTH ROAD PUEBLO, CO 81006	281.847
	DISANTI, JUSTIN AND DOMINIC 28960 SOUTH RD. PUEBLO, CO 81006	8.450
	DISANTI LAND & CATTLE LLC 29114 SOUTH RD. PUEBLO, CO 81006	149.915
	DITOMASO, GARY E. AND KIMBERLY K. 37137 HIWAY 50 E. PUEBLO, CO 81006	89.000
	DITOMASO, LEONARD E. AND JOSEPH M. 26358 GALE RD. PUEBLO, CO 81006	13.368
	DIXON, STEVEN AND DORELEE A. P.O. BOX 85 AVONDALE, CO 81022	6.000
	DONLEY, JOHN T. AND SALLIE R. 3939 GOODNIGHT AVE. PUEBLO, CO 81005	3.250
	DONLEY, MICHAEL GLEN AND BARBARA L. C/O BARBARA HIGGINS 107 LA ROCHELLE DR. PUEBLO, CO 81005	1.000

9/21/2017	Stockholder	Shares
	DORRANCE, MICHAEL ANDREW AND BRENDA LEE 1125 HOLLY PUEBLO, CO 81006	1.200
	DOUGHERTY, SHERYL ILENE STEWART 79 STANFORD AVE. PUEBLO, CO 81005	0.542
	DOYLE, MARY J. 2702 WOODHAVEN DENTON, TX 76209	9.925
	DRAKE, DUSTIN 1158 30 1/4 LANE PUEBLO, CO 81006	2.500
	DROBNITCH, JOSEPH G. AND ERMA T. 1976 E. COUNTY FARM ROAD PUEBLO, CO 81006	1.000
	DROMEY, STANLEY LEE 429 BRENTWOOD DR. PUEBLO, CO 81005	6.000
	DRYSDALE, ISOBEL J. AND JULIANNE K. MAY 1147 30 1/2 LANE PUEBLO, CO 81006	1.000
	EADIE, GEORGE B. AND TRACY 427 WESTWOOD LANE PUEBLO, CO 81005	1.500
	EAST, TIMOTHY L. AND PEGGY 25700 E. COUNTY FARM ROAD PUEBLO, CO 81006	4.360
	EGAN, SCOTT M. AND JENNIFER L. 31819 FORD RD. PUEBLO, CO 81006	1.860
	ELDON, EDDIE Y. AND LINDA L. BELYEU 1777 WHEELER LANE AVONDALE, CO 81022	1.220
	ELIZONDO, SEL J. AND VIVIAN M. 6 HARROGATE TERRACE PUEBLO, CO 81001	2.000
	ELKINS, CAROL J. 808 S. 30TH. LANE PUEBLO, CO 81006	10.000
	EL PUEBLO BOYS' & GIRLS' RANCH, INC. 1 EL PUEBLO RANCH WAY PUEBLO, CO 81006	3.786
	EMRICK, PENNY 5320 SADDLE HORN AVE. COLORADO SPRINGS, CO 80915	1.000
	EVANS, MARY L., BART W., AND BRET M. 28711 SOUTH RD. PUEBLO, CO 81006	4.000
	FABIAN, HENRY J., JR. 1180 RUNNING SPRINGS RD., APT. 3 WALNUT CREEK, CA 94595	4.000
	FABRIZIO, THOMAS P. AND DEBORAH P. 1701 CORTNER RD. PUEBLO, CO 81006	46.000
	FAIOLA, FRANK A. AND JACQUELINE L. 1313 33RD. LANE PUEBLO, CO 81006	2.000
	FAORO, MARK AND KATHLEEN L. 27197 TORCHEY WAY PUEBLO, CO 81006	64.950
	FAORO, MARK AND KEITH D. COSSEL C/O KEITH D. COSSEL 53497 E. HWY. 50 BOONE, CO 81025	82.000
	FARIS, J. J. AND JODY 30820 EVERETT RD. PUEBLO, CO 81006	1.000
	FARIS, WILL JAMES AND LYNN M. 30818 EVERETT ROAD PUEBLO, CO 81006	8.000
	FARMER, JIM AND TAMMY J. 211 PARK DRIVE PUEBLO, CO 81005	0.500
	FARSON, PATSY R., TRUSTEE 1505 LANE 24 1/4 PUEBLO, CO 81006	2.000
	FAULTZ, WALTER W. C/O DONACEANO DURAN 29325 HIWAY 50 EAST PUEBLO, CO 81006	2.000
	FDF, LLC 1110 E. NORTHERN AVE. PUEBLO, CO 81006	17.000
	FENWICK, JAMES H. AND LINDA M. 2111 COUNTY FARM RD. PUEBLO, CO 81006	3.000
	FESMIRE, LOUIS M. AND LAURIE J. 1478 43RD. LANE, PUEBLO, CO 81006	9.000
	FILER, GARY T. AND MARY E. 4339 GOODNIGHT AVE. PUEBLO, CO 81005	1.000
	FILER, SCOTT R. AND SHIRLEY A. 4337 GOODNIGHT PUEBLO, CO 81005	1.000
	FILES, MICHAEL L. 3833 GOODNIGHT AVE. PUEBLO, CO 81005	1.500
	FISH, ROBERT L. 3811 CARLILE AVE. PUEBLO, CO 81005	2.000
	FISHER, JAMES L. AND LINDA 34035 FORD ROAD PUEBLO, CO 81006	8.000
	FISHER, MARLENE, MARINA STONEBRAKER AND WILLIAM E. FISHER, II 41040 SOUTH ROAD PUEBLO, CO 81006	40.000
	FITZSIMMONS, CLAY AND DONNA C/O BERT HARTMAN 36540 SOUTH RD. PUEBLO, CO 81006	2.000
	FITZSIMMONS, DONNA C/O BERT HARTMAN 36540 SOUTH ROAD PUEBLO, CO 81006	5.000
	FLANDERS, JOSEPH M. AND SHERRI L. KEYS 25950 E. U.S. HWY. 50 PUEBLO, CO 81006	2.000
	FLANIGAN, PATRICK AND MERRILL-LEE 102 BRENTWOOD DRIVE PUEBLO, CO 81005	1.000
	FOGNANI, JANICE C. 2083 IRIS RD. PUEBLO, CO 81006	6.000
	FOSSCECO, MICHAEL N. AND LOUIS V. 1324 21ST. LANE PUEBLO, CO 81006	19.100
	FOSSCECO, MIKE AND BONNIE 1324 21ST. LANE PUEBLO, CO 81006	12.000
	FOX, JOE G. AND CATHERINE C. 28033 HILLSIDE ROAD PUEBLO, CO 81006	1.000
	FRANZ, WAYNE D. 40951 SOUTH ROAD PUEBLO, CO 81006	146.060
	FRATTERELLI, COLENDA M. 1645 CHERRYWOOD LANE PUEBLO, CO 81005	7.580
	FRAZIER, BRIAN S. AND KATY D. 26354 EVERETT RD. PUEBLO, CO 81006	8.000
	FULTON, DONALD D. AND ROSEANNA 980 BAXTER RD. PUEBLO, CO 81006	6.000
	G. & A. FARMS AND LIVESTOCK, INC. C/O GEORGEANN GUAGLIARDO 847 27 1/2 LANE PUEBLO, CO 81006	40.000
	GARCIA, KAREN D. AND BRENDEN SCOTT RICHEY C/O CARL MUSSO 35779 HILLSIDE RD. PUEBLO, CO 81006	2.500
	GARLAND, MATT R. AND KATHRYN E. P.O. BOX 2894 GILLETTE, WY 82717	2.000
	GAZETTE, MARK S. AND CAROL A. 28990 MANNING ROAD PUEBLO, CO 81006	5.000
	GEANETTA, NANCY JAN 897 S. BAXTER RD. PUEBLO, CO 81006	4.000
	GENOVA, CARL G. AND RUTH C. 33032 SOUTH ROAD PUEBLO, CO 81006	105.000
	GENOVA, DANIEL L. AND JOYCE E. 33200 SOUTH RD. PUEBLO, CO 81006	147.167
	GENOVA, DEBRA L. AND RONALD W. 28421 HIWAY 50 E. PUEBLO, CO 81006	3.800
	GENOVA FAMILY HOLDINGS, LLC C/O MARGARET GENOVA 28313 HIWAY 50 E. PUEBLO, CO 81006	1.000
	GENOVA, GRACE C/O DANNY GENOVA 823 29 1/4 LANE PUEBLO, CO 81006	11.000
	GENOVA, JOE, FRANK, ELIZABETH, ROBERT AND RICK C/O MARGARET M. GENOVA 28313 HIWAY 50 E. PUEBLO, CO 81006	10.000
	GENOVA, JOSEPH S. AND JENNIE M. 33761 JERSEY ROAD PUEBLO, CO 81006	65.000
	GENOVA, NICHOLAS C. 34911 SOUTH RD. PUEBLO, CO 81006	19.000
	GERBER, MILO P. AND JUDITH A. 1221 33RD. LANE PUEBLO, CO 81006	18.000



9/21/2017	Stockholder	Shares
	GEREMIA, FREDERIC J. 1210 HOLLY PUEBLO, CO 81006	1.750
	GERKEN, GARY J. 29622 HILLSIDE RD. PUEBLO, CO 81006	3.067
	GIADONE FAMILY TRUST, THE C/O MARY L. PROVOST 2211 41ST. LANE AVONDALE, CO 81022	9.000
	GIADONE, LOU ANN AND ROY HOCKADAY 3925 GOODNIGHT PUEBLO, CO 81005	0.500
	GIBBENS, CONNIE M. AND GENE A. 1394 SOUTH 28TH. LANE PUEBLO, CO 81006	2.533
	GIBBS, CLIFFORD A. AND HANNAH 316 OLIVE STREET PUEBLO, CO 81005	1.000
	GIERHART, KENNETH L. 928 30TH. LANE PUEBLO, CO 81006	5.000
	GILTNER, LARRY D. AND ANNETTE B. 28535 SOUTH RD. PUEBLO, CO 81006	2.000
	GIODONE, TOMMY LEE AND ANNA MARIE 23344 HIWAY 50 E. PUEBLO, CO 81006	8.100
	GLADNEY, CHRISTINE L. 219 BRENTWOOD PUEBLO, CO 81005	4.833
	GLADNEY, LEE W. AND ELIZABETH A. 470 WESTWOOD LANE PUEBLO, CO 81005	2.320
	GLENN, TERRY L. AND TRUDY L. 2375 CHANTALA AVE. PUEBLO, CO 81006	10.000
	GODINEZ, MARIE J. 30128 GALE RD. PUEBLO, CO 81006	20.000
	GOLDSBERRY, BILL R. AND CRISANTA M. 1116 30 1/2 LANE PUEBLO, CO 81006	2.000
	GONZALES, ROBERT C. AND DONNA K. 208 VERCELLI DR. PUEBLO, CO 81005	2.100
	GONZALEZ, PATRICIA L. 1886 E. COUNTY FARM ROAD PUEBLO, CO 81006	3.000
	GOUGE, CHARLES D. AND ANNE C. GILMORE 1215 HOLLY PUEBLO, CO 81006	1.000
	GOURDIN, LANA J. 423 PARK DRIVE PUEBLO, CO 81005	1.000
	GRABIN, WILLIAM J. AND JEANNIE K. C/O DON FULTON 980 BAXTER RD. PUEBLO, CO 81006	1.000
	GRANATO, ROSALIE AND MICHAEL A. 9736 S. KEENAN ST. HIGHLANDS RANCH, CO 80126	25.000
	GRASMICK, DAVID C. AND DEBRA K. 1250 36TH. LANE PUEBLO, CO 81006	5.000
	GREBENCE, BEATRICE 3733 BISON LANE PUEBLO, CO 81005	.500
	GREEN, JOANNA H. 723 23RD. LANE PUEBLO, CO 81006	2.000
	GRIFFIN, GARY L. AND BARBARA R. 4331 GOODNIGHT PUEBLO, CO 81005	1.000
	GRIGGS, PHILLIP E. AND KATHRYN M. 350 OLIVE ST. PUEBLO, CO 81005	1.500
	GROSS, EDWARD W. AND MAXINE L. 4120 GOODNIGHT AVE. PUEBLO, CO 81005	1.000
	GUAGLIARDO, GEORGEANN 847 27 1/2 LANE PUEBLO, CO 81006	2.000
	GUAGLIARDO, GEORGE, ANTOINETTE M., LOUIS, AND JEAN C/O GEORGEANN GUAGLIARDO 847 27 1/2 LANE PUEBLO, CO 81006	35.000
	GUARDAMONDO, CHARLES B. 1256 25TH. LANE PUEBLO, CO 81006	12.196
	GUARDAMONDO, EDDY C., JANINE, AND DANIEL J. 5346 KESTREL COURT PUEBLO, CO 81005	1.333
	GUARDAMONDO, JERRY V. AND DEBRA 1351 23RD. LANE PUEBLO, CO 81006	1.334
	GUARDAMONDO, KATHY R. 2275 COUNTY FARM RD. PUEBLO, CO 81006	1.333
	GUERRERO, RICHARD J. 625 VAN BUREN PUEBLO, CO 81004	9.000
	GUTHRIE, EMERY S. 12410 OLD PUEBLO ROAD FOUNTAIN, CO 80817	13.333
	HAGER, STEVE T. AND LISA M. 34350 SOUTH RD. PUEBLO, CO 81006	1.667
	HALL, C. TED, JR. 1167 42ND. LANE PUEBLO, CO 81006	20.000
	HALL, GALEN D. AND SHAREN L. 2140 CHANTALA AVE. PUEBLO, CO 81006	1.690
	HAMBRIC, JEFFREY S. AND CHRISTINE G. 884 35TH. LANE PUEBLO, CO 81006	3.000
	HANRATTY, JAMES M. AND SALLY A. 38537 SOUTH RD. PUEBLO, CO 81006	40.000
	HANRATTY, JAMES M., JR. AND ANETTE 38537 SOUTH RD. PUEBLO, CO 81006	73.000
	HANRATTY, JAMES MATTHEW (& OTHERS) 38537 SOUTH RD. PUEBLO, CO 81006	72.000
	HARBOUR, JOHN ROSS AND FRANCES 26528 SOUTH ROAD PUEBLO, CO 81006	6.580
	HARBOUR, JOHN ROSS, JR. AND SHARON L. DRAKE 26528 SOUTH RD. PUEBLO, CO 81006	11.940
	HARDY, VERN R. 218 N. OLIVE PUEBLO, CO 81005	0.500
	HARKER, THEO E. AND CHARLES MASSET 1263 S. ASPEN PUEBLO, CO 81006	0.845
	HARPEL, CURTIS D. AND NANCY K. 1260 28TH. LANE PUEBLO, CO 81006	1.000
	HARPER, RICHARD D. II 1512 24 1/4 LANE PUEBLO, CO 81006	1.230
	HARPER, RICHARD D. AND BEVERLY J. 1511 LANE 24 1/4 PUEBLO, CO 81006	3.000
	HARTMAN, GREGORY R. AND KRIS A. 36975 SOUTH RD. PUEBLO, CO 81006	8.300
	HASENACK, MICHAEL LEE AND DONNA JEAN 1139 23RD. LANE PUEBLO, CO 81006	18.000
	HEATON, GEORGE S. AND EDITH H. 447 PARK DRIVE PUEBLO, CO 81005	1.000
	HEFFERAN, KARLA AND REX 945 KIOWA PUEBLO, CO 81006	2.000
	HELLWIG, LEROY A., JR. AND MARY L. 410 SUNSET LANE PUEBLO, CO 81005	0.500
	HENDERSON, VICTORIA L. BAMBER 1339 29TH. LANE PUEBLO, CO 81006	19.100
	HENRICH, ROBERT AND NANCY 453 SUNSET LANE PUEBLO, CO 81005	0.500
	HIGDON, RICHARD R. H., JR. AND HELEN JANE P.O. BOX 164181 FORT WORTH, TX 76161	5.032
	HILL, ELEANOR M. 29660 IRIS ROAD PUEBLO, CO 81006	3.333
	HILL, MICHAEL S. AND DONNA R. 920 25TH. LANE PUEBLO, CO 81006	19.000
	HIMES, RICHARD GENE AND CAROL S. 1016 LANE 21 PUEBLO, CO 81006	2.000
	HINOJOS, BERTRAM AND MARIA MAG 28652 COUNTY FARM ROAD PUEBLO, CO 81006	11.000
	HOBBS, DANIEL G. P.O. BOX 411 AVONDALE, CO 81022	10.000

9/21/2017	Stockholder	Shares
	HOCHSTETLER, TOM AND SHARLA S. 2220 HILLSIDE RD. PUEBLO, CO 81006	2.000
	HODGES, MIKE AND BERNADETTE M. 218 SUNSET PUEBLO, CO 81005	1.000
	HOLMBERG, ERIC W. 29476 HARDIN RD. PUEBLO, CO 81006	1.000
	HOLMES, DAN B. AND CATHRYN F. 444 OLIVE ST. PUEBLO, CO 81005	2.000
	HOOD, CECIL C. AND LOIS M. 30700 E. EVERETT ROAD PUEBLO, CO 81006	4.000
	HOOVER, REBECCA ANN 349 HAROLDSON DR. CORPUS CHRISTI, TX 78412	2.000
	HORSTMAN, GENE AND DENYA RIBEL-HORSTMAN 3935 CARLILE AVE. PUEBLO, CO 81005	.167
	HORTON, ROCKY AND JANNA R. 2239 COUNTY FARM RD. PUEBLO, CO 81006	2.000
	HORVAT, NICHOLI GORDON 4922 PUGET RD. NE OLYMPIA, WA 98516	.500
	HOWES, JAMES J. AND SUSAN M. 2541 SANTA FE DRIVE PUEBLO, CO 81006	3.000
	HOWES, JEROME AND MARCI S. 35933 HIDDEN MESA DR. PUEBLO, CO 81006	3.000
	HOWES, SUSAN M. 2541 SANTA FE DRIVE PUEBLO, CO 81006	1.000
	HUDOCK, SANDRA L. AND RAYMOND F. LAY 28537 COUNTY FARM RD. PUEBLO, CO 81006	1.000
	HUGGINS, CHRISTOPHER AND ASHLEY COMISKEY 461 BRENTWOOD PUEBLO, CO 81005	1.000
	HUGHES, JAMES PATRICK AND NORALEE 35270 FORD RD. PUEBLO, CO 81006	5.000
	HULL, ROBERT R. AND ALICE L. 32039 SOUTH ROAD PUEBLO, CO 81006	6.000
	HUMPHREY, SUSAN M. GENOVA 33963 SOUTH RD. PUEBLO, CO 81006	40.000
	HUND, TIMOTHY W., DONNA R. AND JOSEPH M. 1805 40TH. LANE PUEBLO, CO 81006	1.750
	HUND, TIMOTHY W. AND TERI L. 1805 40TH. LANE PUEBLO, CO 81006	3.000
	HUNSAKER, MARLEEN C. 43751 HUNSAKER RD. AVONDALE, CO 81022	1.000
	IKELMAN, MARY L. 1334 LANE 33 PUEBLO, CO 81006	2.000
	IKELMAN, RICHARD M. AND MARY 1334 LANE 33 PUEBLO, CO 81006	6.000
	ILLES, MARY ANN 304 YUCCA PUEBLO, CO 81005	0.500
	INGO, ANTHONY W., SR. AND FRANCES M. 456 WESTWOOD DRIVE PUEBLO, CO 81005	2.000
	IRBY, BARBARA A. 130 S. UNION AVE. PUEBLO, CO 81003	2.800
	JACOBS, GARY L. C/O JONATHAN JACOBS 129 CORNELL CIRCLE PUEBLO, CO 81005	0.250
	JENNINGS, MARGIE E. CARPENTER C/O DEBRA CARPENTER 141 W. BLAKELAND DR. PUEBLO WEST, CO 81007	10.000
	JERMAN, RICHARD M. AND BETSY L. 469 WESTWOOD DR. PUEBLO, CO 81005	2.303
	JOHNSON, CAROL ANN AND CHARLES L. 7953 S. VANCE ST. LITTLETON, CO 80128	4.550
	JOHNSON, MARK AND LORI 4104 GOODNIGHT AVE. PUEBLO, CO 81005	.667
	JOHNSON, RUTH BARBARA 1541 LANE 36 PUEBLO, CO 81006	10.000
	JOHNSON, EDITH V. 1832 BANNER RD. AVONDALE, CO 81022	110.000
	JOHNSTON, HENRY W. AND CAROL R. 2408 POPLAR PUEBLO, CO 81004	1.000
	JOHNSTON LIVING TRUST 1123 30 1/4 LANE PUEBLO, CO 81006	2.000
	JONES, CAROLYN 1285 S. ASPEN PUEBLO, CO 81006	0.845
	JONES, KAREN R. 4127 CALLE BELLEZA LAS CRUCES, NM 88011	25.000
	JONES, KENNETH W. AND JOYCE ANN 222 N. OLIVE PUEBLO, CO 81005	2.444
	JORDAN, MERLE R. 105 SUNSET LANE PUEBLO, CO 81005	1.000
	JOSEPH, THOMAS A. 25193 SOUTH RD. PUEBLO, CO 81006	4.000
	JOXEN, THELMA M. C/O ELEANOR HILL 29660 IRIS RD. PUEBLO, CO 81006	3.333
	KAMMERDINER, LEE W. AND LINDA B. COLLINS 52650 OLSON RD. BOONE, CO 81025	26.100
	KEENEY, MELINDA AND DOUGLAS 309 YUCCA PUEBLO, CO 81005	1.500
	KERR, JIMMIE J. 439 SUNSET PUEBLO, CO 81005	1.000
	KEY, ROBERT S. AND MARY K. 26826 HIWAY 50 E. PUEBLO, CO 81006	7.000
	KEYS, LOUIS D. AND GLADYS L. 27118 SOUTH ROAD PUEBLO, CO 81006	3.000
	KISSLER, KIRK D. AND JODENE M. 30760 EVERETT RD. PUEBLO, CO 81006	1.000
	KLOCK, SHEILA R. AND MARK D. 944 KIOWA PUEBLO, CO 81006	3.000
	KLUN, JOSEPH L., JR. AND DONNA M. 1279 LANE 35 PUEBLO, CO 81006	52.250
	KLUN, MICHAEL J. 35600 JERSEY RD. PUEBLO, CO 81006	181.000
	KLUN, MICHEL J. AND STEPHANIE 35600 JERSEY RD. PUEBLO, CO 81006	72.250
	KLUN, THOMAS A. 35399 JERSEY RD. PUEBLO, CO 81006	43.000
	KOCH, JOHN L. FAMILY LIVING TRUST C/O MARK KOCH 25501 LA SALLE RD. PUEBLO, CO 81006	57.000
	KOCHAN, PATRICIA AND DONALD R. 94 STANFORD PUEBLO, CO 81005	4.000
	KOCHEVAR, MARY LORENZ AND MARTIN D. 2054 E. COUNTY FARM ROAD PUEBLO, CO 81006	2.000
	KOON, LORETTA L. 27234 SOUTH RD. PUEBLO, CO 81006	1.000
	KOUBA, MATTHEW D. AND HEATHER D. 30761 EVERETT RD. PUEBLO, CO 81006	2.000
	KOVTYNOVICH, JAMES E. AND JANET A. C/O BART C. AND DEBRA M. KOVTYNOVICH 1211 30TH. LANE PUEBLO, CO 81006	3.000
	KRALL, JOHN AND NANCY LEE 2212 DANIEL ROAD PUEBLO, CO 81006	7.000
	KRASOVEC, MICHAEL J. 404 WESTWOOD LANE PUEBLO, CO 81005	.750
	LADD-WILSON, MICHELLE AND LAWRENCE J. MEDINA 25795 GALE RD. PUEBLO, CO 81006	1.583
	LAMAAK, LLOYD F. C/O ROGER LAMAAK 1454 DANA LANE PUEBLO, CO 81006	50.000



9/21/2017	Stockholder	Shares
	LANE, EDWARD E. AND SYLVIA A. 456 BRENTWOOD DRIVE PUEBLO, CO 81005	1.000
	LANE, GORDON E. AND BARBARA ANN C/O SARA BUSTILLOS 1266 30 1/4 LANE PUEBLO, CO 81006	4.000
	LANE, MARY ANN 178 REGENCY BLVD. PUEBLO, CO 81005	5.000
	LANGDON, GORDON E. AND CINDRA L. 623 W. NORTHERN AVE. PUEBLO, CO 81004	1.000
	LAUER, FRANKLIN P. AND CAROL L. MARTIN P. O. BOX 1762 PUEBLO, CO 81002	1.000
	LAUGHLIN, LLOYD O. AND GLADYS F. 431 SUNSET LANE PUEBLO, CO 81005	1.128
	LAUGHLIN, PATRICK L. AND ROSE M. 27227 MANNING ROAD PUEBLO, CO 81006	3.000
	LAURICELLO, ROY LEE AND LOLA V. 6905 WINTER HAWK CIRCLE COLORADO SPRINGS, CO 80919	4.550
	LAZO, ALFRED 3404 N. TROY CHICAGO, ILL. 60618	3.000
	LAZO, ANTHONY, JR. 804 ROITZ PUEBLO, CO 81006	3.000
	LAZO, EDWARD GREGORY 29138 HIGHWAY 50 EAST PUEBLO, CO 81006	3.000
	LAZO, GUILLERMO JAMES 10853 WEST DORADO AVE. LITTLETON, CO 80127	3.000
	LEA, VIOLET A. C/O PATTY MATHEWS 872 S. 29TH. LANE PUEBLO, CO 81006	5.600
	LEACH, RICHARD F., JR. 31914 E. U.S. 50 PUEBLO, CO 81006	6.000
	LEACH, ROBERT W. AND KAREN G. 31000 E. U.S. HIWAY 50 PUEBLO, CO 81006	21.475
	LEWIS, ANDREW W. AND MICHELLE N. 460 BRENTWOOD DR. PUEBLO, CO 81005	1.667
	LEWIS, MARK A. AND KIMBERLY M. 1159 30TH. LANE PUEBLO, CO 81006	2.240
	LEWIS, ROBERT AND DOROTHY ANNE 1845 E. COUNTY FARM RD. PUEBLO, CO 81006	1.000
	LIKE, DONNA MAE 30412 GALE ROAD PUEBLO, CO 81006	9.100
	LISAC, TIMMI-JO AND WADE A. 31811 FORD RD. PUEBLO, CO 81006	3.860
	LOPRESTI, JEFFREY R. 35710 FORD RD. PUEBLO, CO 81006	116.880
	LOPRESTI, JOE, TRUST 35741 GALE RD. PUEBLO, CO 81006	144.975
	LOPRESTI, NEVA I., TRUST 35741 GALE RD. PUEBLO, CO 81006	144.975
	LUDWIG, RICHARD H. AND BARBARA GAIL 1888 33 1/2 LANE PUEBLO, CO 81006	5.000
	MACALUSO, ADRIANA M., MICHELLE D. BOCCHIETTI, AND MARK D. STEIR 1250 LANE 33 PUEBLO, CO 81006	6.000
	MALDONADO, RONALD D. AND ELIZABETH ANN 1611 KINGSROYAL BLVD. PUEBLO, CO 81005	1.360
	MANWEILER, JUSTIN L. AND ATHENA A. 1808 COUNTY FARM RD. PUEBLO, CO 81006	13.033
	MARASCOLA, CINDY 47801 PHEASANT CREST AVONDALE, CO 81022	1.000
	MARINO, CARL J. AND KATHLEEN M. 34770 FORD RD. PUEBLO, CO 81006	10.000
	MARINO, CARL M. 220 W. 15TH. ST. APT. 803 PUEBLO, CO 81003	5.000
	MARINO, CARL P. 35388 HIWAY 50 E. PUEBLO, CO 81006	10.000
	MARINO, JAMES J. AND CARL P. 34622 GALE RD. PUEBLO, CO 81006	12.500
	MARINO, JAMES J. AND MARIA I. 35159 HILLSIDE RD. PUEBLO, CO 81006	22.500
	MARONEY, DANIEL A. AND BEVERLY A. 25919 COUNTY FARM ROAD PUEBLO, CO 81006	8.000
	MARSH, JULIE 325 YUCCA PUEBLO, CO 81005	2.000
	MARTELLARO, FRANK CARL AND CAREY ANN 38949 COUNTY FARM RD. PUEBLO, CO 81006	10.000
	MARTELLARO, TONY AND JOSEPHINE L. 30949 COUNTY FARM ROAD PUEBLO, CO 81006	24.100
	MARTIN, CARRIE ELIZABETH AND RICHARD A. H. 2705 NE TURTLE CREEK DR. LAWTON, OK 73507	35.000
	MARTIN, DALE R. AND CARLA D. INMAN 1501 40TH. LANE PUEBLO, CO 81006	20.000
	MARTIN, DOROTHY M. AND JAMES L. 710 23RD. LANE PUEBLO, CO 81006	1.583
	MARTIN, NANCY K. 24173 PRESTON ROAD PUEBLO, CO 81006	3.980
	MARTINEZ, CHRISPEN AND JANICE 1040 28TH. LANE PUEBLO, CO 81006	5.200
	MARTINEZ, JOE ARMANDO AND HELEN ERLIN 28810 GALE ROAD PUEBLO, CO 81006	12.000
	MARTINEZ, JUDY ANNE 1940 COUNTY FARM RD. PUEBLO, CO 81006	4.500
	MARTINEZ, LEROY S. AND ISABEL 1902 E. COUNTY FARM ROAD PUEBLO, CO 81006	4.000
	MARTINEZ, ROBERT A. 27391 WOBURN ABBEY PUEBLO, CO 81006	1.000
	MARTINEZ, RUDOLF AND JUDY M. 1245 LANE 27 PUEBLO, CO 81006	5.680
	MARTINO, MARY AGNES AND LARRY B. 28755 COUNTY FARM RD. PUEBLO, CO 81006	5.000
	MASON, PAUL AND DARLA 27286 SOUTH RD. PUEBLO, CO 81006	2.000
	MASSAROTTI, GEORGE L. AND ROSALIE M 1482 LANE 25 PUEBLO, CO 81006	19.360
	MASSAROTTI, GEORGE L. AND BETTY JOANN ENGLISH 1472 S. 25TH. LANE PUEBLO, CO 81006	20.000
	MASSET, FRANK E. 1253 S. ASPEN RD. PUEBLO, CO 81006	.845
	MASTROANTONIO, ROY 2670 DRY POCKET RD. APT. 1012 GREER, SC 29650	5.250
	MAURO, DANA L. 988 38TH. LANE PUEBLO, CO 81006	8.000
	MAURO, DAVID J. AND TISHA L. 845 36TH. LANE PUEBLO, CO 81006	29.000
	MAURO, DONALD CHARLES 808 35 1/2 LANE PUEBLO, CO 81006	22.500
	MAURO FARMS 888 36TH. LANE PUEBLO, CO 81006	15.000
	MAURO, JOE E. - TRUSTEE, (& OTHERS) 35455 FORD RD. PUEBLO, CO 81006	7.000
	MAURO, KATHLEEN MARIE 808 35 1/2 LANE PUEBLO, CO 81006	10.000
	MAURO, KATHLEEN MARIE AND DONALD CHARLES 808 35 1/2 LANE PUEBLO, CO 81006	27.000
	MAURO, KENNETH D. 988 38TH. LANE PUEBLO, CO 81006	9.000

9/21/2017	Stockholder	Shares
	MAURO, MARY JEAN 808 35 1/2 LANE PUEBLO, CO 81006	10.000
	MAURO, MICHAEL FLOYD AND MARGARET C/O TED MAURO 35849 FORD RD. PUEBLO, CO 81006	1.000
	MAURO, NICHOLAS J. AND SHERYL LEANNE MILLER 35269 FORD RD. PUEBLO, CO 81006	1.000
	MAURO, STEVE C. 936 LANE 36 PUEBLO, CO 81006	25.000
	MAURO, THEODORE A. 35849 FORD RD. PUEBLO, CO 81006	9.000
	MAURO, VICTOR BRIAN AND BRANDI R. 35511 EVERETT RD. PUEBLO, CO 81006	10.000
	MAURO, ZACHARY JOSEPH 35331 FORD RD. PUEBLO, CO 81006	3.000
	MAY, CHARLES STERLING AND ANNA MARIA 823 DELMAR ST. STERLING, CO 80751	4.730
	MEDVED, KENNETH J. AND KAY E. 1866 28TH. LANE PUEBLO, CO 81006	10.000
	MEISKEY, ELINOR J. 3904 GOODNIGHT AVE. PUEBLO, CO 81005	0.625
	MENDELL, HELEN E. C/O CALVIN MENDELL 155 FORDHAM CIRCLE PUEBLO, CO 81005	12.000
	MENDICELLO, MARIE N. 23487 HIWAY 50 E. PUEBLO, CO 81006	9.250
	MESERVE, CLYDE F. AND JANICE T. 115 BRENTWOOD DR. PUEBLO, CO 81005	1.000
	MESNER, DOUGLAS J. AND DIANE 3820 CARLILE PUEBLO, CO 81005	0.416
	MICHAEL, WILLIAM LEE AND EDA 1492 VILLA SPANADA PUEBLO, CO 81006	1.000
	MIKETA, CONSTANCE J. 32749 SOUTH RD. PUEBLO, CO 81006	42.333
	MIKULAS, JOHN A., JR. AND JUDY A. 1514 28TH. LANE PUEBLO, CO 81006	22.000
	MILBERGER, DALTON WAYNE 1625 CORTNER RD. PUEBLO, CO 81006	23.000
	MILBERGER, SHANE AND KIMBERLY D. 1625 CORTNER RD. PUEBLO, CO 81006	65.150
	MILLARD, TINA A. 1150 28TH. LANE PUEBLO, CO 81006	3.600
	MILLARD, DENNIS RAY AND CATHY M. 2293 E. COUNTY FARM ROAD PUEBLO, CO 81006	4.600
	MILLER, JANET 831 CORTEZ LANE FOSTER CITY, CA 94404	15.000
	MILLER, MICHAEL T. AND TAMMY K. 414 SUNSET LANE PUEBLO, CO 81006	2.000
	MILLER, NORBERT A. 1970 LANE 40 PUEBLO, CO 81006	92.000
	MILLER, NORBERT A., JR. AND JODI MARIE 1810 40TH. LANE PUEBLO, CO 81006	110.000
	MILLER, TIMOTHY 400 YUCCA ST. PUEBLO, CO 81005	4.900
	MINKLER, LARRY E. 27176 BIG SPRINGS RD. CALHAN, CO 80808	4.000
	MINTON, RONALD R. 25500 MANNING RD. PUEBLO, CO 81006	11.000
	MITCHELL, ALEX D. 503 E. MAHER DR. PUEBLO WEST, CO 81007	1.000
	MIZICKO, EDWARD ALAN AND CATHERINE GETTER MIZICKO 2125 GALE ROAD PUEBLO, CO 81006	3.000
	MOLINARO, FRANK J. 27907 CUMBRES DR. PUEBLO, CO 81006	12.050
	MONTANO, EDWARD J. 11656 BUTTERFIELD STREET LOMA LINDA, CA 92354	1.000
	MONTANO, JULIA P. 1404 LAGUNA ST. PUEBLO, CO 81006	1.000
	MOORE, ERIC T. AND BARBARA J. 1311 34TH. LANE PUEBLO, CO 81006	1.500
	MORESCHINI, DONNA R. 25169 HIWAY 50 EAST PUEBLO, CO 81006	0.750
	MORGAN, MIMI 30368 EVERETT RD. PUEBLO, CO 81006	3.000
	MORRIS, ANGELA DARLENE 941 LANE 28 PUEBLO, CO 81006	4.210
	MORRIS, RAND ROBERT 2101 EVERETT RD. PUEBLO, CO 81006	3.000
	MORTIMER, NEIL AND ELSIE 24166 E. PRESTON ROAD PUEBLO, CO 81006	3.000
	MORUZZI, CHARLES M. AND LINDA M. 26150 IRIS RD. PUEBLO, CO 81006	1.000
	MOSCO, JOANN E. AND PATRICIA HOLLOWAY C/O HELEN MOSCO 976 27TH. LANE PUEBLO, CO 81006	19.100
	MRAOVICH, VICKI L. 31913 FORD RD. PUEBLO, CO 81006	1.860
	MUDD, BEVERLY LEE 1192 30 1/4 LANE PUEBLO, CO 81006	1.000
	MUNOZ, JOSE LUIS AND JUSTINO, JR. 47300 OLSON RD. AVONDALE, CO 81022	31.300
	MUSSO, CANDICE AND JOHN A. 1040 S. LANE 25 PUEBLO, CO 81006	5.166
	MUSSO, CARL A. 35779 HILLSIDE RD. PUEBLO, CO 81006	35.000
	MUSSO, FRANK J., SR. 26034 E. EVERETT ROAD PUEBLO, CO 81006	8.160
	MUSSO, HENRY C. AND LISA R. MUSSO MARINO 35779 HILLSIDE RD. PUEBLO, CO 81006	4.500
	MUSSO, HENRY CARL AND CARL ANTHONY 35779 HILLSIDE ROAD PUEBLO, CO 81006	19.160
	MUSSO, JOHN D. AND PETE J. C/O PETE J. MUSSO 9 ROBERTSON RD. PUEBLO, CO 81001	.500
	MYERS, DAYLE B. AND ROBIN E. 29795 JORDAN RD. PUEBLO, CO 81006	1.000
	MYERS, DUANE W. AND PATSY L. 2001 PEAKVIEW DR. PUEBLO, CO 81006	1.000
	MCBRIDE, OLGA J. 1200 HOLLY PUEBLO, CO 81006	2.200
	MCCOY, DONALD D. AND DARLA J. 30331 HIWAY 50 EAST PUEBLO, CO 81006	7.300
	MCCROSSAN, THOMAS AND PEGGY PETERSON 219 YUCCA PUEBLO, CO 81005	1.000
	MCCURRY, DARWIN E. AND DOLORES M. 35401 IRIS ROAD PUEBLO, CO 81006	7.500
	MCDONALD, RUTH A. 27170 SOUTH RD. PUEBLO, CO 81006	9.200
	MCDOWELL, RODNEY E. AND DOROTHY 3821 CARLILE AVE. PUEBLO, CO 81005	4.500
	MCDOWELL, STEVEN 483 PARK DR. PUEBLO, CO 81005	2.000
	MCGARRAUGH, MELVIN AND MARGARET A. 701 KIOWA STREET PUEBLO, CO 81006	2.000
	MCINTYRE, LARRY C. AND KATHLEEN J. 45601 OLSON RD. AVONDALE, CO 81022	15.000



9/21/2017	Stockholder	Shares
	MCKEE, HOWARD L. AND HELEN L. 346 BRENTWOOD DRIVE PUEBLO, CO 81005	0.333
	NANCY'S COUNTRY GARDEN, INC. 1790 27TH. LANE PUEBLO, CO 81006	5.000
	NAYLOR, JOHN R. II AND JOANNE G. 24675 E. HILLSIDE ROAD PUEBLO, CO 81006	2.500
	NEAL, CHARLES J. 35510 FORD RD. PUEBLO, CO 81006	6.000
	NEAL, OTTIS L., JR. AND AMY J. 35390 FORD RD. PUEBLO, CO 81006	3.000
	NELSON, ANITA M. AND DEBRA S. GUARDAMONDO 1184 30TH. LANE PUEBLO, CO 81006	1.500
	NEMICK, JULIE A. 24703 COUNTY FARM RD. PUEBLO, CO 81006	1.000
	NEZVENSKY, MARVIN C., JR. AND MAE L. 28663 SOUTH ROAD PUEBLO, CO 81006	3.000
	NIPPER, FRANK S. AND SYLVIA J. 1994 E. COUNTY FARM ROAD PUEBLO, CO 81006	1.500
	NORTON LIVING TRUST 1475 38TH. LANE PUEBLO, CO 81006	10.000
	NORTON, KENNETH J. 27356 E. HIWAY 50 PUEBLO, CO 81006	5.000
	OLSON, CREIG A. 926 28TH. LANE PUEBLO, CO 81006	5.000
	ORAZEM, VINCENT R. AND ELAINE M. 450 BRENTWOOD DRIVE PUEBLO, CO 81005	.500
	ORESKOVICH, RONALD M. 25347 E. PRESTON RD. PUEBLO, CO 81006	2.000
	ORNDOFF, CONRAD L., JR. AND CLARE M. 875 30TH. LANE PUEBLO, CO 81006	5.500
	ORNDOFF, RYAN C. 26539 GALE RD. PUEBLO, CO 81006	6.000
	O'SULLIVAN, STEPHEN HENRY 35167 FORD RD. PUEBLO, CO 81006	5.000
	PACHECO, JERRY M. 34374 FORD RD. PUEBLO, CO 81006	2.000
	PACHECO, JOE I.M. AND LINDA F. 2641 SANTA FE DRIVE PUEBLO, CO 81006	2.000
	PACHINO, PAUL AND BRENDA 28136 COUNTY FARM RD. PUEBLO, CO 81006	6.000
	PADILLA, JUANITA S. C/O JIM PADILLA 1119 E. 10TH. ST. PUEBLO, CO 81001	1.500
	PALMERI, DIANA 441 W. VENTURI DRIVE PUEBLO WEST, CO 81007	5.250
	PANTALEO, JOSEPH A. AND GINA M. 39651 SOUTH RD. PUEBLO, CO 81006	9.000
	PANTALEO, JOSEPH ANTHONY, ( PANTALEO AND FILLMORE) C/O SHEILA PANTALEO 28446 COUNTY FARM RD. PUEBLO, CO 81006	17.600
	PAOLUCCI, MARK J. AND CYNTHIA S. 1553 BRONCO DR. PUEBLO, CO 81006	2.000
	PARADISO, LUANN, URSALINE AND JOSEPH 939 RIVERVIEW PUEBLO, CO 81006	3.366
	PARCO, JAMES R. 30727 HIWAY 50 E. PUEBLO, CO 81006	4.650
	PARKER, ELIZABETH R. AND LESTER A. 24500 EVERETT RD. PUEBLO, CO 81006	12.732
	PARKER, JOHN EARL AND VALERIE LEE 27332 BREWSTER ROAD PUEBLO, CO 81006	24.500
	PARR, EDWIN L., JR. AND CAROLYN PARR 442 WESTWOOD LANE PUEBLO, CO 81005	1.000
	PATTI, JOHN A. AND ROSE MARIE 1421 LANE 21 PUEBLO, CO 81006	115.305
	PAULY, CONSTANCE L. 23700 WEST 111TH. ST. SOUTH VIOLA, KS 67149	1.260
	PAYNE, MICHAEL O. AND DEBORAH R. 2152 HILLSIDE RD. PUEBLO, CO 81006	1.500
	PAYNE, NICHOLAS B. AND CAMERAN A. 465 PARK DRIVE PUEBLO, CO 81005	.500
	PEREA, CAROL AND ALBERT 27850 EVERETT RD. PUEBLO, CO 81006	2.190
	PERKO, DONALD A. AND LESLYN M. 1001 FRONTIER PUEBLO, CO 81006	4.000
	PETERS, STEVEN JAMES 40201 SOUTH ROAD PUEBLO, CO 81006	40.000
	PETERSEN, RAYMOND D. 1110 MOBILE LANE BULLHEAD CITY, AZ 86442	1.000
	PETERSON, JAMES 23401 EVERETT RD. PUEBLO, CO 81006	9.960
	PETKOSKE, ANGELA F. (& OTHERS) 1286 25TH. LANE PUEBLO, CO 81006	6.000
	PFJ LLC C/O FRED J. PISCIOTTA 4218 MORNING WILLOW DR. KATY, TX 77450	10.000
	PILCHER, JOHNNIE W. 405 WESTWOOD LANE PUEBLO, CO 81005	1.810
	PINO, CARLO AND LINDA M. 1320 LANE 34 PUEBLO, CO 81006	11.000
	PISCIOTTA, JOE D. AND MARILOU 45388 HIWAY 50 E. AVONDALE, CO 81022	8.000
	PISCIOTTA, JOE P. AND JENNIFER R. 45736 HIWAY 50 E. AVONDALE, CO 81022	15.000
	PLYMELL, DAVID AND CAROLYN 1344 LANE 23 PUEBLO, CO 81006	2.500
	POOL, DAVID W. 1271 S. ASPEN PUEBLO, CO 81006	1.000
	POTESTIO, ALFRED DINO 49400 HIWAY 50 E. AVONDALE, CO 81022	54.000
	POTESTIO, ANTHONY J. AND JOHN B. 29329 PRESTON ROAD PUEBLO, CO 81006	4.000
	POTESTIO, BERT, JR. 1571 AVONDALE BLVD. AVONDALE, CO. 81022	54.000
	POTESTIO, CHARLES AND OLGA 29329 PRESTON ROAD PUEBLO, CO 81006	0.167
	POTESTIO, EUGENE A. AND BETTY 35485 HILLSIDE ROAD PUEBLO, CO 81006	7.500
	POTESTIO, MICHELE P. 29329 PRESTON ROAD PUEBLO, CO 81006	5.000
	POTESTIO, VIKI LYNN 49500 HIWAY 50 E. AVONDALE, CO 81022	54.000
	POTTER, JOHN D. AND STACEY L. 403 BRENTWOOD DR. PUEBLO, CO 81005	1.000
	PRINCE, JOHN L. AND EDYTH L. C/O RICHARD AND BEVERLY GIADONE 2214 IRIS RD. PUEBLO, CO 81006	2.000
	PROPE, GORDON S. AND JUDIE C. 1280 38TH. LANE PUEBLO, CO 81006	3.000
	PROVOST, ETTA MAE AND JAMES H. 37961 SOUTH ROAD PUEBLO, CO 81006	1.000
	PRUTCH, PHIL S. 2115 SANTA FE DRIVE PUEBLO, CO 81006	6.000
	PRUTCH, PHIL SAM AND CAROL ANN PULLARA 2115 SANTA FE DR. PUEBLO, CO 81006	3.790
	PRUTCH, PHIL S. AND CHERYL ANN PULLARA 1378 34TH. LANE PUEBLO, CO 81006	3.000

9/21/2017	Stockholder	Shares
	PRUTCH, SAM 2516 SANTA FE DRIVE PUEBLO, CO 81006	104.744
	PUEBLO COUNTY COUNTY COMMISSIONERS BUDGET OFFICE 215 W. 10TH. ST. PUEBLO, CO 81003	76.270
	PULLARA, JOANN AND CHARLES A. LAMMEY 6 SOMMERLYN RD. COLORADO SPRINGS, CO 80906	3.850
	PULLARA, PETE D. AND ROSE 38961 HIWAY 50 EAST PUEBLO, CO 81006	1.000
	RAEL, LOFIO AND EMELIA C/O ABEL RAE P.O. BOX 103 AVONDALE, CO 81022	1.000
	RAICH, KENNETH E. AND LENORE C. 3912 GOODNIGHT AVE. PUEBLO, CO 81005	.250
	RAINS, HARLON S. AND FAYE L. C/O STEPHANIE L. BRENNAN, P.R. P.O. BOX 17850 BOULDER, CO 80308	0.500
	RANDL, BARBARA J. REV. TRUST 31373 FORD ROAD PUEBLO, CO 81006	16.860
	RANDL, MARY SUE 31373 FORD RD. PUEBLO, CO 81006	1.000
	RASMUSSEN, JAMES E. AND MARILYN J. C/O WILLIAM AND PATRICIA RASMUSSEN 1177 DESERT COVE PUEBLO WEST, CO 81007	2.000
	RASMUSSEN, WILLIAM L. AND PATSY L. 1177 DESERT COVE PUEBLO WEST, CO 81007	12.180
	RB LAND, LLC P.O. BOX 69 AVONDALE, CO 81022	10.000
	RENKOSIK, RAYMOND A. AND JAYNE D. 1339 28TH. LANE PUEBLO, CO 81006	2.000
	RHEUFF, TOM AND AUDRE 3825 GOODNIGHT AVE. PUEBLO, CO 81005	2.500
	RIBAL, DENYA 3924 CARLILE AVE. PUEBLO, CO 81005	.750
	RIBAL, JENNIFER J. 145 BRENTWOOD PUEBLO, CO 81005	1.000
	RIBAL, JOHN L. (& OTHERS) C/O JANET RIBAL 3935 CARLILE AVE. PUEBLO, CO 81005	1.500
	RIBAL, JOHN L. AND LINDA M. SENA C/O JANET RIBAL 3935 CARLILE AVE. PUEBLO, CO 81005	2.000
	RIBAL, MELISSA 141 BRENTWOOD PUEBLO, CO 81005	1.000
	RICE LAND & CATTLE, LLC 2101 41 1/2 LANE AVONDALE, CO 81022	2.000
	RICHARDSON, THOMAS LEE AND DOROTHY M. 50000 OLSON ROAD BOONE, CO 81025	1.000
	RIDDOCK, MICHELLE A. 1943 WHEELER LANE AVONDALE, CO 81022	5.000
	RIGGIO, FRANK AND SHAN 36610 DANIEL RD. PUEBLO, CO 81006	10.000
	RIGIROZZI, DOUGLAS E. 1112 21ST. LANE PUEBLO, CO 81006	4.000
	RIVERA, MARY F. 854 FRONTIER ST., PUEBLO, CO 81006	4.000
	ROBERTS, MERIL L. AND GLENDA L. 3915 WILLOW LANE PUEBLO, CO 81005	1.500
	ROBIDA, JOSEPH J. AND MARIE E. 10650 BAXTER RD. RYE, CO 81069	9.000
	ROBINSON, BRENDA LOU 29475 IRIS RD. PUEBLO, CO 81006	3.034
	ROBINSON, GREGORY W. AND RAVELLE DENISE 34735 JERSEY RD. PUEBLO, CO 81006	10.000
	ROBINSON, JOSEPHINE M. (& OTHERS) 5510 VENTANA CT. PUEBLO, CO 81005	10.000
	ROBINSON, RICHARD D. AND BARBARA J. 3929 GOODNIGHT AVE. PUEBLO, CO 81005	0.750
	ROBINSON, SHARON K. 209 YUCCA PUEBLO, CO 81005	1.000
	ROBSON, DONALD N. AND SHERYL 25400 HILLSIDE ROAD PUEBLO, CO 81006	3.000
	ROMERO, KATHERINE L. 411 YUCCA PUEBLO, CO 81005	2.500
	ROMERO, RUDY A. AND KATHRYN A. 1128 23RD. LANE PUEBLO, CO 81006	0.750
	ROSELAWN CEMETERY ASSOCIATION 1706 ROSELAWN ROAD PUEBLO, CO 81006	231.095
	RUGGIERI, JAMES C. AND CAROL ANN 1509 29TH. LANE PUEBLO, CO 81006	9.000
	RUNYAN, RONALD K. C/O LAURA WATSON 208 S. SPAULDING AVE. PUEBLO WEST, CO 81007	5.000
	RUSLER, PAUL W., JR. 39030 HIWAY 50 EAST PUEBLO, CO 81006	40.000
	RUSLER, PAUL W., JR. AND ELEANOR R. 39030 HIWAY 50 EAST PUEBLO, CO 81006	40.000
	RUSLER, THOMAS S. AND MARI LYNN 48911 OLSON ROAD AVONDALE, CO 81022	1,493.283
	RUSSELL, MATT AND DARCEY 1331 33RD. LANE PUEBLO, CO 81006	2.000
	RYAN, JAMES L. AND BLANCHE BERTHA 229 N. YUCCA PUEBLO, CO 81005	1.500
	ST. CHARLES MESA WATER DISTRICT 1397 S. ASPEN ROAD PUEBLO, CO 81006	2,053.942
	SALAMENO, ANTHONY M. AND CAROLYN L. 760 LANE 38 PUEBLO, CO 81006	33.714
	SALAS, LAWRENCE O. AND VERONICA M. 1227 HOLLY PUEBLO, CO 81006	2.900
	SALAZAR, BENNIE L. 26157 GALE ROAD PUEBLO, CO 81006	7.000
	SALVO, M. LAVERNE AND SAM A. C/O SAM A. SALVO 801 LANE 28 PUEBLO, CO 81006	12.100
	SANCHEZ, REYNALDO AND ANNE T. 29765 E. HILLSIDE ROAD PUEBLO, CO 81006	3.000
	SANDOVAL, CAROLINE D. 48971 FOREST PARK RD. AVONDALE, CO 81022	2.000
	SANKEY, LAURIE B. AND MICHAEL S. BURKE 3706 MARINER LANE FT. COLLINS, CO 80525	1.000
	SANTILLI, THOMAS LOUIS 27458 HIWAY 50 E. PUEBLO, CO 81006	9.000
	SANTISTEVAN, ABEL E. AND VIRGINIA 30276 E. EVERETT ROAD PUEBLO, CO 81006	1.000
	SAWVELL, DOUGLAS H. AND JANE E. FAMILY TRUST 827 30 1/2 LANE PUEBLO, CO 81006	8.000
	SCALESE, JOSEPH R. AND JOY 27490 SOUTH ROAD PUEBLO, CO 81006	75.988
	SCHADE, ALVIN L. AND LOLETTA L. 2042 PEAKVIEW DR. PUEBLO, CO 81006	5.200
	SCHIFFER, NANCY J. AND LORIE J. DIODOSIO 440 YUCCA PUEBLO, CO 81005	0.800
	SCHERMERHORN, ROBERT L. AND SHARON K. 425 SUNSET LANE PUEBLO, CO 81005	.400
	SCHMALTZ, MARY O. 58 PORTERO DRIVE PUEBLO, CO 81005	4.650
	SCHMIDT, WILLIAM J. AND LYN A. DORSEY 24131 PRESTON ROAD PUEBLO, CO 81006	1.980
	SCHNAUFER, KELLEY J. AND BILL 27623 GALE RD. PUEBLO, CO 81006	5.000



9/21/2017	Stockholder	Shares
	SCHOLES, AARON AND DENISE 1276 28TH. LANE PUEBLO, CO 81006	3.500
	SCHOENBERGER, VERMA A. 511 BICKLEY ST. COLORADO SPRINGS, CO 80911	0.500
	SCOLERI, BRAD F. AND LAURIE L. 25760 IRIS ROAD PUEBLO, CO 81006	6.000
	SECKAR, MICHAEL W. AND L. JOAN 27777 NICHELSON RD. PUEBLO, CO 81006	18.000
	SEDINGER, MARY SUE 78 N. VINE ST. WESTERVILLE, OH 43081	10.000
	SEFCOVIC, GARY MICHAEL 1796 ROSEVALE CT. PUEBLO, CO 81006	9.930
	SEFCOVIC, JANE S. 1431 LANE 29 PUEBLO, CO 81006	3.000
	SERFLING, WILLIAM A. AND JANE M. 454 SUNSET LANE PUEBLO, CO 81005	3.040
	SERRACINO, REBECCA AND JAMES SERRACINO DORDA 11297 MARTHA DRIVE WARREN, MI 48093	11.000
	SEUL, RICHARD A. OR EMILIE T. 28137 COUNTY FARM RD. PUEBLO, CO 81006	3.200
	SHANNON, LORI LYNN 4550 BAYS WATER DRIVE COLORADO SPRINGS, CO 80920	2.000
	SHEARD, WILLIAM H., JR. AND IRENE E. 1153 LANE 30 PUEBLO, CO 81006	7.160
	SHERWOOD, PATRICK AND CHERL. 27255 EVERETT RD. PUEBLO, CO 81006	1.000
	SHIFFLET, ROBERT E. AND NORMA DARLENE 1816 ROLLING VIEW DR. LOVELAND, CO 80537	9.960
	SHINEOVICH, GEORGE C. AND SHONNA LEE 27560 EVERETT ROAD PUEBLO, CO 81006	15.000
	SHINN, ARTHUR R. AND RENEE M. 432 BRENTWOOD DR. PUEBLO, CO 81005	2.500
	SHUEY, EDWARD G. AND MARIANNE H. 2731 SANTA FE DRIVE PUEBLO, CO 81006	3.000
	SHUMAC, TIMOTHY F. AND ANNA M. BUTLER-SHUMAC 29570 IRIS RD. PUEBLO, CO 81006	1.500
	SIERRA GRANDE LLC C/O LOLA TODD 7771-B S. CURTICE DRIVE LITTLETON, CO 80120	393.000
	SIGLER, JOHN A. AND DENISE J. 26625 IRIS RD. PUEBLO, CO 81006	5.000
	SILVA, FRED AND GLORIA 1112 35TH. LANE PUEBLO, CO 81006	0.840
	SIMONY, AGNES A. AND EDWARD P. 1624 GLENWOOD LANE PUEBLO, CO 81005	3.334
	SIMPSON, DAVID K. AND KATHLEEN L. 1509 24 1/4 LANE PUEBLO, CO 81006	1.000
	SINKHORN, JAMES C. AND ROBIN F. 34229 GALE ROAD PUEBLO, CO 81006	3.000
	SIPES, JERRY A. 1037 35TH. LANE PUEBLO, CO 81006	7.500
	SKARMAS, JUDITH 4213 AQUA PUEBLO, CO 81005	4.200
	SKUBE, JACQUELINE AND/OR MARILYN ANN WALSH 29673 GALE RD. PUEBLO, CO 81006	16.100
	SKULL, JAMES (& OTHERS) 44420 SKULL RD. AVONDALE, CO 81022	2.000
	SKULL, LEWIS D. 44420 SKULL RD. AVONDALE, CO 81022	2.000
	SKYWINDS RANCH, LLC 25240 IRIS RD. PUEBLO, CO 81006	23.058
	SMILANICH, STUART G. AND JANIE D. 438 YUCCA PUEBLO, CO 81005	0.500
	SMILEY, PATRICIA AND SCOTT 2071 41 1/2 LANE AVONDALE, CO 81022	40.000
	SMITH, THOMAS C. AND MERLE L. 25353 COUNTY FARM RD. PUEBLO, CO 81006	7.180
	SNEDDON, BECKY J. 315 YUCCA ST. PUEBLO, CO 81005	1.000
	SNELL, CATHY J. AND JACK M. 32412 NICHELSON ROAD PUEBLO, CO 81006	48.500
	SNELL, JACK D. AND MARILYN J. 24059 E. HANLEY RD. PUEBLO, CO 81006	40.000
	SNYDER, BRAD 25291 PRESTON RD. PUEBLO, CO 81006	2.000
	SORENSEN, ARDEN K. AND LESLIE L. 452 SOUTH SIESTA LANE PUEBLO WEST, CO 81007	4.000
	SPACCAMONTI, JAMES E. AND BARBARA A. 1592 CLIFFDALE DR. PUEBLO, CO 81006	1.000
	SPACCAMONTI, JIMMIE C. 27667 SOUTH ROAD PUEBLO, CO 81006	1.000
	SPACCAMONTI, JOE 27881 SOUTH ROAD PUEBLO, CO 81006	1.000
	SPACCAMONTI, JOHNNY AND MADALINE 24450 E. HILLSIDE ROAD PUEBLO, CO 81006	3.200
	SPACCAMONTI, TONY AND MARJORY R. 1505 S. 28TH. LANE PUEBLO, CO 81006	1.000
	SPINUZZI, DAVID E. 1216 LANE 28 PUEBLO, CO 81006	10.100
	SPINUZZI, DEREK S. 455 BRENTWOOD PUEBLO, CO 81005	.500
	SPRADLEY, LARRY D., CAROL SPRADLEY, AND MICHAEL V. SPOONE 4811 CASTOR DR. PUEBLO, CO 81008	43.060
	SPRINGFIELD, KAREN S. 2010 S. PEAKVIEW DR. PUEBLO, CO 81006	6.000
	SPURLOCK, FRED, SR. C/O FRANCES MARINCICH-DOWD 1540 COOPER PLACE PUEBLO, CO 81006	2.535
	STEALEY'S WILD ROSE RANCH, INC. 1190 43RD. LANE PUEBLO, CO 81006	35.200
	STEINBECK, RUSSELL R. AND LINDA S. 29471 EVERETT RD. PUEBLO, CO 81006	1.500
	STEWART, SANDRA ELAINE 320 BRENTWOOD PUEBLO, CO 81005	1.542
	STILES, MARLENE F. 1844 E. COUNTY FARM RD. PUEBLO, CO 81006	2.316
	STINES, KATHLEEN J. 432 WESTWOOD LANE PUEBLO, CO 81005	0.500
	STINSON, HOMER L. 2191 GALE RD. PUEBLO, CO 81006	3.000
	STOLZ, LESTER W. 27746 IRIS ROAD PUEBLO, CO 81006	2.000
	STONE, HERMAN H. AND KAY A. 217 SUNSET LANE PUEBLO, CO 81005	1.000
	STRASIA, MATT 1885 CORTNER RD. PUEBLO, CO 81006	32.000
	STRASIA, MITCHELL L. AND MARIE J. 4140 GOODNIGHT AVENUE PUEBLO, CO 81005	5.000
	STRINGER, LEONARD C. AND MARGARET J. 3917 GOODNIGHT AVE. PUEBLO, CO 81005	4.000
	STRINGER, MARLIN D. AND BARBARA J. 3830 CARLILE AVENUE PUEBLO, CO 81005	2.500
	STRINGER, PAUL R. AND REBECCA J. P.O. BOX 605 RYE, CO 81069	8.675

9/21/2017	Stockholder	Shares
	SUMMER WIND FARMS, LLC C/O ROCKY DEVENCENTY 37255 SOUTH RD. PUEBLO, CO 81006	113.000
	SUMMERS, KEITH R. AND DEBORAH A. 44860 OLSON ROAD AVONDALE, CO 81022	5.000
	SUTTON, ANNE-CLAIRE 422 OLIVE ST. PUEBLO, CO 81005	.667
	SUTTON, BEN 30475 GALE RD. PUEBLO, CO 81006	1.100
	SUTTON, DAN 30725 BARNETT RD. PUEBLO, CO 81006	1.000
	SUTTON, TOM 15285 W. MELISSA SURPRISE, AZ 85374	1.000
	SWECKARD, WILLIAM F. AND JERRI ANN C/O JERRI ANN CUNICO 1295 34TH. LANE PUEBLO, CO 81006	1.500
	SWOPE, GEORGIA N. 28847 SOUTH ROAD PUEBLO, CO 81006	13.860
	SWOPE, ROBERT W. AND ROSEANNA 28975 SOUTH RD. PUEBLO, CO 81006	1.000
	TAFOYA, BETTY S. 3107 VAIL AVE. PUEBLO, CO 81005	5.000
	TALTON, DONALD E. II AND CHRISTINE S. 1117 37TH. LANE PUEBLO, CO 81005	20.000
	TAPIA, EUGENE W. 3923 WILLOW LANE PUEBLO, CO 81005	0.750
	TARAVELLA, ANTHONY J. 8520 OVERBROOK WICHITA, KS 67206	1.270
	TARAVELLA, CHRISTOPHER A. (& OTHERS) 5260 SOUTH ULSTER STREET, SUITE 3410 GREENWOOD VILLAGE, CO 80111	1.895
	TARAVELLA, EDWARD E. 5325 LAMPASAS ST. HOUSTON, TX 77056	1.260
	TARAVELLA, JOE L. AND RUTH L. 1358 LANE 28 PUEBLO, CO 81006	2.524
	TARAVELLA, MICHAEL J. AND JAMES CULLEN TARAVELLA 2744 WEST 118TH. AVENUE DENVER, CO 80234	1.895
	TARAVELLA, RUSSELL J. C/O ROCKY TARAVELLA 15 LOYOLA LANE PUEBLO, CO 81005	3.790
	TARAVELLA, RUSSELL J. (& OTHERS) C/O ROCKY TARAVELLA 15 LOYOLA LANE PUEBLO, CO 81005	3.790
	TEKAVEC, ALBERT F. AND SHARON K. 815 LANE 22 PUEBLO, CO 81006	8.500
	TEKAVEC, DOROTHY M. AND DENNIS W. 20 KINGSBORO WAY #F PUEBLO, CO 81005	5.000
	TEKAVICH, EDWARD J. 26430 NICHELSON ROAD PUEBLO, CO 81006	36.420
	THACKER, DOUGLAS G. 2229 40TH. LANE AVONDALE, CO 81022	25.000
	THATCHER, TIM AND TRACY 38320 JERSEY RD. PUEBLO, CO 81006	4.000
	THOMAS, BRIAN D. AND MELODY R. 3931 GOODNIGHT PUEBLO, CO 81005	.750
	THOMPSON, TROY N. AND MARY J. 1899 COUNTY FARM ROAD PUEBLO, CO 81006	18.750
	TORRES, GUADALUPE (& OTHERS) C/O MARK & RAUL TORRES 28278 HILLSIDE RD. PUEBLO, CO 81006	2.000
	TOWNSELL, SHEILA RAYE C/O SHEILA WATSON 461 PARK DRIVE PUEBLO, CO 81005	0.500
	TREANOR, ALISON C. 1016 GUNNISON PUEBLO, CO 81006	19.000
	TRIMBLE, CHERYL E. 14 WHITE DOVE CT. PUEBLO, CO 81001	6.000
	TRIMBLE, DUSTIN P. AND ROBIN M. 29142 IRIS RD. PUEBLO, CO 81006	1.000
	TRUJILLO, DARYL L. 1168 LOS TRUJILLO'S LANE PUEBLO, CO 81006	11.000
	TRUJILLO, JOSE P. AND BEATRICE C. 1146 30 1/2 LANE PUEBLO, CO 81006	2.000
	TRUJILLO, ROSALBA 1168 LOS TRUJILLO'S LANE PUEBLO, CO 81006	5.000
	TRUXELL, MADELINE (LYNN) NICHOLS 27567 BREWSTER RD. PUEBLO, CO 81006	2.000
	TRUXELL, MARVIN 1679 28TH. LANE PUEBLO, CO 81006	2.000
	TRUXELL, ROGER 27567 BREWSTER PUEBLO, CO 81006	35.000
	T.S.T., INC. C/O TOM RUSLER 48911 OLSON ROAD AVONDALE, CO 81022	150.000
	TTGS, LLC C/O THOMAS BREMER, MANAGER P.O. BOX 7559 PUEBLO WEST, CO 81007	1.000
	TUCCI, JOHN M. 795 LANE 27 1/2 PUEBLO, CO 81006	8.510
	TUCCI, JOSEPH N. AND LETA 2205 SANTA FE DRIVE PUEBLO, CO 81006	1.500
	TUCCI, TOM AND PAULA 1206 34TH. LANE PUEBLO, CO 81006	14.170
	TUTTOILMONDO, BARBARA A. 43405 SKULL RD. AVONDALE, CO 81022	4.000
	23RD. LANE LLC C/O MAC JONES 23051 HIWAY 50 E. PUEBLO, CO 81006	5.000
	UHERNIK, MARK 27455 MANNING RD. PUEBLO, CO 81006	3.000
	VALDEZ, BETTY A. 436 WESTWOOD LANE PUEBLO, CO 81005	0.500
	VALDEZ, MILLIE 29055 COUNTY FARM RD. PUEBLO, CO 81006	1.000
	VAN METER, RAY LOUIS 3932 GOODNIGHT AVENUE PUEBLO, CO 81005	1.583
	VANOTTI, EDITH B. AND FRANCES VANOTTI LUPTON 43650 HUNSAKER ROAD AVONDALE, CO 81022	5.000
	VASILE, CHARLES AND SHIRLEY ANN 28088 HILDARE DRIVE PUEBLO, CO 81006	1.000
	VAUGHT, MELVIN E. OR BETTY A. 26680 E. EVERETT ROAD PUEBLO, CO 81006	1.000
	VENEZIO, CIRO F. AND STEVEN F. 28500 SOUTH RD. PUEBLO, CO 81006	5.000
	VERTREES, GARY L. AND HELEN A. 455 PARK DR. PUEBLO, CO 81005	1.000
	VIGIL, ADOLPH M. AND DIANA M. 1200 LANE 32 PUEBLO, CO 81006	1.000
	VIGIL, CAROL M. 1808 E. 6TH. ST. PUEBLO, CO 81001	6.790
	VIGIL, DANIEL J. AND PATTY JO 35201 HILLSIDE ROAD PUEBLO, CO 81006	4.333
	VIGIL, FRANK C. 1602 PUNJAB PUEBLO, CO 81006	1.000
	VIGIL, MARY T. AND VICTOR E. 37775 DANIEL RD. PUEBLO, CO 81006	10.500
	VIGIL, PRAXIE O. AND MARY ANN 880 41ST. LANE PUEBLO, CO 81006	33.400
	VIGIL, THOMAS AND DANIEL J. 34324 HIWAY 50 E. PUEBLO, CO 81006	20.000
	VILLERS, HELEN D. AND DALE E. 401 OLIVE PUEBLO, CO 81005	6.000



9/21/2017	Stockholder	Shares
	VINELAND INVESTMENTS, LLC C/O PATRICIA A. LUBY 1354 S. GAYLORD ST. DENVER, CO 80210	30.000
	VINELAND METHODIST CHURCH C/O CAROLINE PARSLEY 43 NORMANDY CIRCLE PUEBLO, CO 81001	3.000
	VINOLA, DONNA L. 3838 CARLILE PUEBLO, CO 81005	0.750
	VOCKE, RONDA J. 5303 N. COUNTY RD. 11 FT. COLLINS, CO 80524	10.100
	WADHAMS, JAY L. 1746 27TH. LANE PUEBLO, CO 81006	8.000
	WAGER, GUY ARTHUR AND SUZANNE KAY 649 4th. ST. PENROSE, CO 81240	1.000
	WAGNER, MARY A. AND CAROLYN JONES C/O CAROLYN JONES 1285 S. ASPEN PUEBLO, CO 81006	0.690
	WAGNER, MARY ANN AND ROBERT SPURLOCK 1271 E. MAR VIAN DR. SALT LAKE CITY, UT 84124	.845
	WALLACE, KAREN M. 3826 CARLILE PUEBLO, CO 81005	0.417
	WALLS FAMILY TRUST 1295 40TH. LANE PUEBLO, CO 81006	22.000
	WASSON, MICHAEL J. AND ROBERT J. HUDSON 1230 25TH. LANE PUEBLO, CO 81006	1.060
	WEBB, MAXINE E. (& OTHERS) 325 BRENTWOOD DRIVE PUEBLO, CO 81005	0.500
	WELCH, PAMELA J., CATHERINE C. ANDERSON, & CHARLES G. WELCH 35029 FORD RD., PUEBLO, CO 81006	2.500
	WELLS, BLAIR A. AND TERESA A. 58591 HIWAY 50 E. BOONE, CO 81025	189.915
	WELLS, DALE WARNER 9369 W. ALABAMA DRIVE LAKEWOOD, CO 80232	30.000
	WESTERN ENTERPRISES, LLC P.O. BOX 8612 PUEBLO, CO 81008	76.000
	WHITE, MAHLON T. AND MAYLAN T. C/O DON BANNER P.O. BOX 583 PUEBLO, CO 81002	47.440
	WHITE, RANALD D. AND LINDA L. 30281 HILLSIDE RD. PUEBLO, CO 81006	1.000
	WIESCAMP, SHANE AND BOBBI JO 1977 COUNTRY ROAD 210 RIFLE, CO 81650	1.000
	WILCOX, CLAY H. 39041 SOUTH RD. PUEBLO, CO 81006	25.000
	WILEY, DOUG AND KIM 53505 OLSON RD. BOONE, CO 81025	35.000
	WILEY, R. B. & CO. C/O DOUG WILEY 53505 OLSON ROAD BOONE, CO 81025	20.000
	WILLIAMS, CARROLL D. 1340 34TH. LANE PUEBLO, CO 81006	5.000
	WILLIAMS, HENRY NORMAN AND JANICE KELLER-WILLIAMS 2204 E. HIWAY 50 PUEBLO, CO 81006	1.000
	WILLIAMS, JOAN C/O ROXANNE HULET 8765 JACKSON CREEK RD. SEDALIA, CO 80135	.500
	WILLIAMS, JOHN P. 1493 LANE 40 PUEBLO, CO 81006	20.000
	WILLIAMS, R. CLARK 2515 SHARON PLACE PUEBLO, CO 81006	3.000
	WILLIAMS, WALTER M. AND PAULA A. 1125 30 1/4 LANE PUEBLO, CO 81006	1.000
	WILLIAMS, WILLIAM R. 1155 LANE 20 PUEBLO, CO 81006	5.950
	WILLIAMS, WILLIAM R. AND RICHARD J. PIASTRO 1155 LANE 20 PUEBLO, CO 81006	32.312
	WINFREY, MARK E. 777 N. WASHINGTON ST. APT. P1 DENVER, CO 80203	.750
	WISTHOFF, ELAINE L. 2109 HIWAY 50 EAST PUEBLO, CO 81006	5.000
	WOLFF, GERALD NOLIN AND JEANETTE E. 27344 SOUTH ROAD PUEBLO, CO 81006	2.000
	WOLGRAM, IVA L. (& OTHERS) C/O JAMES WOLGRAM 482 WEST MANGRUM DR. PUEBLO WEST, CO 81007	7.000
	WYCKOFF, LARRY AND KANDI R. 423 OLIVE ST. PUEBLO, CO 81005	0.500
	YAKLICH, VANESSA L. 6 CARL DRIVE DUNCAN, OK 73533	5.000
	YATES, J. D. 30770 HIGHWAY 50 E. PUEBLO, CO 81006	37.980
	YATES, KELLY A. 1262 30TH. LANE PUEBLO, CO 81006	3.000
	YATES, RICHARD L. AND JAN M. 1235 LANE 30 1/4 PUEBLO, CO 81006	10.000
	YOXEY, ERIC J. 92 FORDHAM CIRCLE PUEBLO, CO 81005	.500
	ZADRA, JON A. AND CLAUDIA A. 23900 IRIS RD. PUEBLO, CO 81006	5.000
	ZANE, JULIA V. AND JULIE C. 2236 HILLSIDE RD. PUEBLO, CO 81006	6.100
	ZINNO, IRENE 1350 LANE 21 PUEBLO, CO 81006	29.000
	ZINNO, VANESSA J. 3820 HILL CIRCLE COLORADO SPRINGS, CO 80904	6.520
	ZSCHOKKE, PAUL G. AND DEBORAH A. 229 SUNSET LANE PUEBLO, CO 81005	1.000
	ZUPAN, DAVID AND ELIZABETH 33177 JERSEY RD. PUEBLO, CO 81006	4.000

Total:

20,000.000



**APPENDIX D**  
**ARTICLES OF INCORPORATION**



**ARTICLES OF INCORPORATION  
OF  
THE BESSEMER IRRIGATING DITCH COMPANY**

KNOW ALL MEN BY THESE PRESENTS, That we, O. M. Ladd, W. L. Graham and C. K. McHarg, residents of the State of Colorado, have associated ourselves together as a corporation, under the name and style of THE BESSEMER IRRIGATING DITCH COMPANY, for the purpose [of] becoming a body corporate and politic under and by virtue of the Laws of the State of Colorado, and in accordance with the provisions of the laws of said State, we do hereby make, execute and acknowledge in duplicate this certificate of our intention to become a body corporate, under and by virtue of said laws.

First: - The corporate name of said corporation shall be

THE BESSEMER IRRIGATING DITCH COMPANY.

Second: - The objects for which our said Company is formed and incorporated are: to purchase and acquire all of the rights, privileges, franchises and property of The Bessemer Ditch Company and to maintain and operate the same; to construct, acquire, maintain and operate a main ditch or canal, known as the Bessemer Ditch; to divert water for domestic, irrigating, and all other lawful beneficial uses authorized by judicial decree, for the exclusive use and benefit of the stockholders of the Company; to construct, acquire, maintain, and operate, lateral or branch irrigating ditches, from the said main ditch or canal of the Company, to such localities in the said County of Pueblo as will enable our Company to use or dispose of the water conducted through its said main ditch or canal, for the purposes herein set forth; to supply the stockholders of our Company, and none others, with water for the purposes above mentioned; to allow stockholders who do not take delivery of water through the main canal to use such water for lawful beneficial purposes; and for the purpose of constructing, acquiring, maintaining, and operating proper reservoirs for the receiving, storing, and distributing the water of the Company.

Also to pump, or otherwise conduct water from said main ditch or canal into any reservoir or reservoirs which may have been or may hereafter be constructed or acquired by the Company; provided, that the waters so stored in such reservoir or reservoirs shall likewise be for the sole use and benefit of the stockholders of the said Company.

To acquire by purchase, lease, or otherwise, such amount of real estate as the Board of Directors of the Company may deem expedient or profitable, and to hold, use and enjoy the same as may be determined upon by such Board.

To acquire, hold, and use such premises along the line of our said ditch as may be necessary for the right of way therefor, or in the operation or maintenance thereof, or of said lateral ditches.

To borrow money for the needs of our said Company, and to issue securities therefor in the name of the Company, provided however, that the Company cannot place any encumbrances on the water rights of the Company.

To do any or all things that may be incident or conducive to the attainment of the aforesaid objects or any of them, or to the usual power of corporate bodies.

Third: - The said Company shall exist in perpetuity.

Fourth: - The Capital Stock of our Company shall be Two-Hundred Thousand Dollars (\$200,000.00), divided into twenty thousand (20,000) shares of Ten Dollars each; and which shall be issued and thereafter subject to assessment, in such amounts as shall be adequate to provide for or realize the capital necessary for the construction, acquiring, maintenance, and repair of said ditches and lateral and reservoirs; for the purchase of rights of way and rights of water therefor, and for providing and raising necessary means to liquidate all indebtedness of the Company, whether principal or interest; and such assessments may be levied upon the holders of the paid up capital stock of the Company, in such manner and at such times as may be provided for by the provisions of the statutes of the State of Colorado, in such cases made and provided, or in accordance with the by-laws of the Company; and the payment of such assessment or any assessments that may be properly levied, as provided by law, may be enforced by strict forfeiture of the stock in default, or any such other mode or modes as the Board of Directors may prescribe, or as hereinafter provided.

Fifth: - The affairs and management of the affairs of our said Company shall be under the control of seven Directors, and the names of those who shall as such Directors manage the affairs of our Company, until the expiration of the first year of corporate existence thereof, and until their successor shall be duly elected are as follows: O. M. Ladd, W. L. Graham, C.K. McHarg, Robert Grant, Jas. D. Orman, Jas. L. Bearman and Henry J. Page.

In the election of directors by the stockholders, the system of cumulative voting shall be permitted.

Sixth: - The officers of our Company shall be, President, Vice President, Secretary and Treasurer, and such other officers as the Board of Directors may by by-law create.

Seventh: - Subject to the Bylaws of the Company, the water rights of the Company may be applied to any lawful beneficial use by the stockholders of the Company, and may be diverted by them at such points of diversions as are now or are hereafter lawfully decreed

Eighth: - The source from which water is to be taken to supply said main ditch or canal, and the laterals, is the Arkansas River, and the head of which main ditch shall be at or about Meadows station, on the line of the Denver and Rio Grande Railroad, in the said County of Pueblo, and on the south bank of said river; and the line of said ditch shall be in a general easterly direction from the head thereof through the said County of Pueblo, to a point east of the



Saint Charles River therein; and the line of which ditch shall be more particularly as hereinafter described.

Ninth: - And the line of said main ditch or canal, as near as may be, is and will be as follows to wit:

**THE POINT OF LOCATION** of the headgate thereof is on the South or right bank of the Arkansas River in the Northwest quarter of Section Thirty-three (33), Township Twenty (20) South, Range Sixty-six (66) West of the sixth principal meridian, at a point whence the corner stone common to Sections Twenty-eight (28), Twenty-nine (29), Thirty-two (32) and Thirty-three (33) of said township and range bears north 34 deg. 15 min. West 2450 feet, more or less.

The line of the ditch is located in a general easterly direction, from said headgate, through Sections Thirty-three (33), Thirty-four (34), Thirty-five (35) and Thirty-Six (36), of Township Twenty (20) South of Range 66 West; Section Thirty-one (31) of Township Twenty (20) South of Range Sixty-five (65) West; Sections Six (6) and Five (5) of Township Twenty-one (21) South of Range Sixty-five (65) West; Sections Thirty-three (33), Thirty-four (34) and Thirty-five (35) of Township Twenty (20) South of Range Sixty-five (65) West; Section Two (2), One (1) and Twelve (12) of Township Twenty-one (21) South of Range Sixty-five West; Sections Seven (7), Eighteen (18), Eight (8), Nine (9), Ten (10) Fifteen (15), Twenty-two (22), Twenty-three (23), Twenty-four (24), and Thirteen (13) of Township Twenty-one (21) South of Range Sixty-four (64) West; Sections Eighteen (18), Seventeen (17), Twenty (20), Sixteen (16), Twenty-one (21), Twenty-two (22), Fifteen (15), Twenty-seven (27), Thirty-four (34), Thirty-five (35), Twenty-six (26), Twenty-three (23), and Twenty-four (24), of Township Twenty-one (21) South of Range Sixty-three (63) West; Sections Nineteen (19), Twenty (20), Twenty-nine (29), Twenty-one (21) and Twenty-two (22), of Township Twenty-One (21) South of Range Sixty-two (62) West.

The total length of said ditch from the head thereof, as aforesaid, to the lower end of the same being forty-three (43) miles, more or less, and the whole thereof being in the said County of Pueblo.

The stream from which said ditch is to be supplied with water is the Arkansas River, an accurate map showing the location and route of said ditch, as required by the General Statutes of the State of Colorado, is now or will be hereafter duly filed in the office of the Clerk and Recorder of said Pueblo County.

The Company also reserves, retains and claims the right to construct, acquire, maintain and operate such lateral ditches from said main ditch, and to construct, acquire, maintain and operate such reservoir or reservoirs, to be supplied with water from said main ditch, as the Board of the Directors of the Company may hereafter determine, and the right to acquire necessary lands for rights of way for said laterals and reservoirs, by purchase, condemnation or otherwise, is hereby claimed and reserved.



And the said lateral ditches may extend into all, any and every adjoining, adjacent and contiguous or other approximate or legal subdivisions, to those above mentioned and described, in and through which it may be necessary to extend the same, as so as to supply water for the purposes aforesaid to such of the stockholders of said Company as may own land in any such legal subdivision; all of the lands aforesaid being situated in the County of Pueblo and the State of Colorado.

Tenth: - The general management of the business of the Company shall be vested in said Board of Directors, who shall have full power and authority to do all things necessary to carry into effect the powers specified in these articles and amendments thereto; and in general, to manage the property, and transact the business of this Company, in such manner and upon such conditions as they, said Board of Directors, may deem expedient and beneficial to the best interests of the Company; and said Board of Directors shall have full power and authority to regulate the use of water among said stockholders owning land upon the line of said main ditch or canal, and the laterals thereof, not only as to time, but as well as to the quantity of the water which each stockholder may be entitled to, and the manner of using and appropriating said water by said stockholders, such regulations to provide for the use of water ratably by said stockholders, in proportion to the land owned by them respectively along the line of said main ditch or laterals, or which may be subject to irrigation therefrom; and the said Board of Directors shall likewise have power to declare any share or shares of stock to be forfeited, when the holder or holders thereof shall neglect or refuse to make full payment of any calls or assessments which have been legally levied upon such stock, after notice, as provided by the by-laws; any such stock when so forfeited by resolution of the Board of Directors, shall divest the defaulting holder or holders thereof of any and all right and interest, either equitable or legal, in or to the business, property or franchises of the Company, and such defaulting stockholder shall forever thereafter be barred from using or appropriating any water from said main ditch, laterals or reservoirs, or any water whatever belonging to the Company; and the use or appropriation of any water from said ditch, laterals or reservoirs by such defaulting stockholder or stockholders, after such forfeitures shall be declared by said Board of Directors, shall be held and deemed to be a trespass against the said Company and such defaulting stockholder or stockholders shall be liable accordingly; and the said Board of Directors shall have full power to cause other stock to be issued in lieu of such stock so forfeited and cancelled, and shall have power to sell said stock, which may be so issued, to such land owner along the line of said main ditch or laterals, as may purchase the same; provided, that the stock which may be so issued in lieu of such forfeited stock shall [be] not be sold for less than the price to be fixed by a three-fourths vote of the full Board of Directors; or the said Board of Directors may in its discretion without declaring the stock held by such defaulting stockholder or stockholders forfeited as above set forth, after notice as aforesaid, [bar] and prohibit such defaulting stockholder or stockholders from using or appropriating any water whatsoever from said main ditch, laterals or reservoirs until such defaulting stockholder or stockholders shall have made full payment and liquidation of all of the calls or assessments standing against him or them, with such penalties as may be prescribed by the by-laws of the Company, and the use or appropriation of any water whatsoever from said main ditch, laterals or reservoirs by such defaulting stockholder or stockholders after he or they shall have been notified in writing by said Company that he or they are barred from using or



appropriating any of such water because of the default in the payment of the calls or assessments aforesaid, shall be deemed and held to be a trespass against the Company, and such defaulting stockholder or stockholders shall be liable accordingly; and the Directors in their discretion may forfeit the stock of the defaulting stockholders at any time after shutting off the water as aforesaid.

The said Board of Directors shall likewise have full power and authority to contract a loan and indebtedness, for and in the name of the Company, for the purpose of securing the necessary funds to carry on the corporate enterprise; and the said Board of Directors may issue bonds or other evidence of indebtedness of such denominations, and bearing such interest, and payable at such times, in effecting such loan, as to them may seem proper.

Eleventh: - Said Directors shall also have the power to make such by-laws as may be deemed necessary and proper for the management, conduct and control of the affairs, business and property of the Company. Any such bylaws must be consistent with the Articles of Incorporation and applicable law; and that the stockholders, by a majority vote of all shares issued and outstanding, may at any annual meeting or at a special meeting called for that purpose, adopt or repeal any bylaws of the Company; provided that any bylaws adopted by the stockholders must be consistent with the Articles of Incorporation and applicable law. The stockholders may adopt bylaws that require more than a simple majority of the shares to amend or repeal one or more bylaws, provided that (1) the increased voting requirement is approved by the same vote of the stockholders required to take action under the voting requirement proposed to be adopted; and (2) in no event shall the voting requirement be greater than 66.6% of the shares.

Twelfth: - The stockholders may amend the Articles of Incorporation of the Company by a majority vote of all shares issued and outstanding, provided, however, the stockholders may only amend or repeal the last sentence of Article "Eleventh" by the same vote of the stockholders approving these Articles of Amendment to the Articles of Incorporation; and (2) in no event shall the voting requirement be greater than 66.6% of the shares.

Thirteenth: - The principal business of our said Company shall be carried on in the County of Pueblo, and State of Colorado, and the principal office for the transaction of business shall be kept in the City of Pueblo; but an office of the Company may be kept at any point without the State of Colorado, which the Directors of the Company may appoint; and meetings of the Company and its Directors may be held at such office without the State.

IN TESTIMONY HEREOF, we have hereunto set our hands and seals this twenty-fourth day of July, A.D. 1894.

C. K. McHarg

W. L. Graham

O. M. Ladd

The Articles of Incorporation of the Bessemer Irrigating Ditch Company were amended by a vote of the stockholders at a duly noticed special meeting of the stockholders held on May 11, 2009. That as of the date of the May 11, 2009 special meeting of the stockholders, the Bessemer had a total of 19,738.593 outstanding eligible shares to vote of which 18,830.531 shares were present and represented at said meeting either in person or by proxy, constituting the necessary quorum. A total of 12,470.592 shares were cast in favor of the amendments. Accordingly, the stockholders may only amend or repeal the last sentence of the paragraph of the Articles beginning "Eleventh" by a vote of the stockholders no less than 12,470.592 shares in favor of any such amendment or repeal. The number of votes cast in favor to amend the Articles of Incorporation of the Bessemer Irrigating Ditch Company has been filed with the Colorado Secretary of State by a Certificate Of Amendment To The Articles Of Incorporation Of The Bessemer Irrigating Ditch Company.



**APPENDIX E**  
**BYLAWS**

THE BESSEMER IRRIGATING DITCH COMPANY  
AMENDED AND RESTATED BYLAWS

As adopted May 11, 2009

Amended September 9, 2010

Amended August 12, 2015



## Amended and Restated Bylaws of The Bessemer Irrigating Ditch Company

### ARTICLE I – OFFICERS

SECTION 1. The officers of The Bessemer Irrigating Ditch Company (the “Company”) shall consist of a President, Vice-President, Secretary, and Treasurer, who shall be chosen by the directors at their first meeting following the annual meeting of the stockholders in each year. They shall be elected from the Board of Directors, except the Secretary and the Treasurer who may or may not be directors. Said officers shall hold their respective offices until their successors are elected and enter upon the duties of their offices.

The Board may also appoint an Assistant Secretary and an Assistant Treasurer, who may be one and the same person, and who need not be directors and who shall hold office at the pleasure of the Board. The Assistant Secretary and the Assistant Treasurer shall perform only such duties, and exercise only such powers, as may be granted to them by resolution of the Board of Directors.

SECTION 2. Any two of said offices, except the offices of President and Vice-President, may be held by the same person at the same time.

SECTION 3. Any officer may be removed by the Board of Directors whenever in their absolute discretion they consider it advisable so to do.

### ARTICLE II - DUTIES OF OFFICERS

SECTION 1. PRESIDENT. It shall be the duty of the President, when present, to preside at all meetings of the directors, to sign all certificates of stock, to sign all notes, bonds, deeds, agreements or other instruments of writing made or entered into by or on behalf of the Company; to sign all orders drawn upon the Treasurer for the payment of money.

The President shall exercise general supervision of the entire business of the Company and the management of every department, and all of the property of the Company shall be under his control.

Provided, that it shall be his duty to present to the Board of Directors, at each meeting of the Board, a report briefly showing the nature of each and every contract or other instrument executed by him since the last meeting, and any and all such contracts or other instruments must be approved by the Board before they shall become legally binding upon the Company.

The President shall have the power, with the approval of a majority of the Board of Directors, of appointment and dismissal of a Superintendent and of such other agents and employees as he shall deem advisable, and shall have the authority, subject to the approval or rejection of the Board, to fix the salary and compensation of said Superintendent and of such agents and employees.

He shall, in general, perform all such duties as are ordinarily incident to his office or as the Board of Directors may from time to time prescribe.

SECTION 2. VICE-PRESIDENT. It shall be the duty of the Vice-President, in the absence or disability of the President, to perform all such functions as belong to the office of the President, and he shall perform such other duties as the Board of Directors may from time to time prescribe.

SECTION 3. SECRETARY. It shall be the duty of the Secretary to give notice of all meetings of the stockholders and of the Board of Directors. He shall attend all meetings of the stockholders and of the Board of Directors and shall keep a true and fair record of the proceedings of such meetings.

He shall prepare and keep proper books of record and of account of the business of the Company, and such other books and records as the Board of Directors may from time to time prescribe. He shall sign and register all certificates of stock. He shall be the custodian of the corporate seal and shall attach the same to all papers and documents requiring same, and shall attest same with his signature. He shall be the custodian of all the books, records and papers belonging to the Company. He shall make out all accounts and vouchers and shall, in general, perform all such duties as are incident to his office or which may be required of him by the Board of Directors.

All work orders and orders for materials, supplies or repairs must be signed by the Secretary.

SECTION 4. TREASURER. The Treasurer shall be the custodian of the funds of the Company until the same shall be disposed of by order of the Board of Directors. He may be required to give bond satisfactory to the Board of Directors. No money shall be paid out by the Treasurer except by order of the President.

### ARTICLE III – SUPERINTENDENT

SECTION 1. The Superintendent shall have entire charge of the management and operation of the ditch and other property of the Company under the supervision and control of the President, and shall give his personal attention to the same.

During the irrigating season, he shall keep a record showing the volume of water flowing through the Company's main ditch during each day, and the quantity of water allotted to each of the lateral headgates on the main ditch. He shall attend all regular meetings of the Board of Directors of the Company.

### ARTICLE IV - BOARD OF DIRECTORS

SECTION 1. The Board of Directors shall consist of seven persons, each of whom shall be a stockholder of the Company, or an officer, director, or other designated representative of an entity that is a stockholder of the Company, including, without limitation, any corporation, unincorporated entity, governmental entity, quasi-governmental entity, or special district.



They shall be elected at the annual meeting of the stockholders and shall hold their offices for the term of one year, or until their successors shall have been elected. A majority of the Board of Directors must be residents of Colorado.

SECTION 2. Vacancies among the directors may be filled at any meeting of the directors by ballot.

SECTION 3. It shall be the duty of the Board to exercise general supervision of the affairs of the Company, and all officers of the Company shall be amenable to the orders and instructions of the Board. The Board shall audit all bills and accounts against the Company, and direct the Secretary as to matters of correspondence.

SECTION 4. A majority of all the members of the Board shall constitute a quorum, but less than a quorum may adjourn from time to time until a quorum is present.

SECTION 5. The Board shall have power, in the absence of the President and Vice-President, to appoint a Chairman pro tem.

SECTION 6. Regular meetings of the Board shall be held at the office of the Company in the City of Pueblo, Colorado, at the hour of ten o'clock A.M., on the second Thursday of each month unless the same falls on a legal holiday, in which case it shall be held at the same hour on the following day, and no notice need be given of such regular meetings.

#### SECTION 7. SPECIAL MEETINGS.

A. Special meetings of the Board of Directors may be held at any time and at any place in the State of Colorado as may be determined by the Board at any regular meeting, or upon call of the President, and it shall be the duty of the President to call a special meeting of the Board whenever three of the directors shall in writing request him to do so, and shall in such request state the object of such meeting.

B. Notice of special meetings shall be in writing, and in the case of meetings to be held at the office of the Company, shall be personally served upon or mailed to each director, at least twenty-four hours before the hour of such meeting, and in the case of such meetings to be held elsewhere than at the office of the Company, shall be personally served upon or mailed to each director, at least forty-eight hours before the hour of such meeting.

SECTION 8. When all of the directors, however called or notified, are present at any meeting, or if not all present, when those absent shall sign a written waiver of notice of such meeting or shall sign a written consent thereto or ratification of the proceedings thereof on or to be attached to the record of such meeting, the acts of such meeting shall be as valid as if duly called and as if all of the directors had been duly notified and were present thereat.

### ARTICLE V – STOCKHOLDERS

SECTION 1. The annual meeting of the Stockholders shall be held at 10:00 o'clock A.M. the second Saturday in February of each year at a place in Pueblo County as fixed by the

Board of Directors and designated in the notice thereof. [Amended by the Board of Directors on September 9, 2010]

SECTION 2. Special meetings of the stockholders may be called at any time by the Board of Directors, and shall be called by said Board whenever one-fourth in amount of all capital stock outstanding shall in writing request said Board to call such meeting.

SECTION 3. Notice of all meetings of stockholders, whether annual or special, shall be given in the manner provided by the statutes of the State of Colorado then prevailing, and the notices of special meetings shall state the objects and purposes thereof and the business to be transacted thereat, and only such business shall be transacted at a special meeting as shall be within the scope of the objects and purposes set forth in the notice thereof.

SECTION 4. Each stockholder shall have the right to vote in person or by proxy the number of shares owned by such stockholder. Shares standing in the name of any legal entity, including, without limitation, any corporation, unincorporated entity, governmental entity, quasi- governmental entity, or special district, may be voted by an officer, director, other designated representative of such entity, or by proxy, as determined by the applicable charter and governing regulations, and the governing board or body, of such entity. The election of directors shall be by ballot, and in balloting for directors each stockholder may vote said number of shares for as many directors as are to be elected, or may cumulate such shares and give one candidate as many votes as the number of directors multiplied by the number of shares of such stockholder shall equal, or distribute such votes on the same principle among as many candidates as such stockholder may desire, and the persons having the highest number of votes in consecutive order shall be declared elected the Board of Directors for the year, provided, however, that by the unanimous vote of all the stockholders represented at such meeting, the Secretary of the meeting may be authorized and instructed to cast one ballot for one or more of all the directors to be elected.

SECTION 5. A majority of the outstanding shares of the capital stock of the Company shall be necessary to constitute a quorum at any annual or special stockholders' meeting, provided that if less than such majority be represented at any such meeting, a majority of the capital stock represented at such meeting may adjourn same for a period of not to exceed sixty days at any one adjournment.

SECTION 6. Shares of the Company's own stock (A) that are held (i) in the Company's treasury, (ii) by the Company in a fiduciary capacity, (iii) or by another entity controlled by the Company, or (B) on which assessments are past due and unpaid and as to which forfeiture has been declared by the Company, shall not be entitled to vote at any meeting or to be counted in determining the total number of outstanding shares at any given time. For purposes of this section, any entity in which the Company owns, or is able to direct the voting of, a majority of the outstanding voting securities, or has the power to appoint or elect a majority of the Board of Directors or other governing body, shall be deemed "controlled by the Company."

## ARTICLE VI – STOCK



SECTION 1. Each stockholder of the Company shall receive a certificate or certificates for the number of shares of capital stock to which he may be entitled. All such certificates shall be signed by the President and Secretary, and bear the seal of the Company, and shall be numbered and registered in the order in which they are issued.

SECTION 2. Shares of stock shall be transferable to any natural person, and to any entity, including, without limitation, any corporation, unincorporated entity, governmental entity, quasi- governmental entity, or special district. The transfer of shares of stock shall be effective only when transferred upon the books of the Company on application of the owner thereof, or the owner's designated legal representative, and upon the surrender of the certificates, properly endorsed, and no transfer of shares of stock shall be made unless all assessments, interest and charges due thereon shall have been paid. A charge of \$50.00 shall be made for each certificate of stock issued by way of transfer, which charge shall be paid at the time a certificate of stock is presented to the Secretary for transfer.

SECTION 3. All surrendered certificates of stock shall be duly canceled and preserved by the Secretary.

SECTION 4. No certificate shall be issued in place of one stated to be lost or destroyed, except upon receiving satisfactory bond of indemnity against such lost certificate, and then only by order of the Board of Directors, after affidavit or affidavits satisfactory to the Board of the loss or destruction of such certificate shall have been submitted.

#### SECTION 5. DELIVERY OF WATER.

A. No stockholder shall be permitted to change the point of diversion, type of use, or place of use of water except upon the written order and approval of the Board of Directors first had and obtained. No such change may be effective during the current year based on request received after January 31, and in no event prior to approval by the Board of Directors as set forth below.

B. No stockholder shall be permitted to change the point of diversion out of the main ditch, or the type and place of use of water until the stockholder demonstrates to the Board of Directors that such change or changes can be accomplished under terms and conditions approved by the Board of Directors that will not result in (1) increased conveyance losses to stockholders who continue to take delivery of water through the main ditch; (2) increased cost of operating and maintaining the main ditch and related structures; (3) increased delivery lateral conveyance losses to shares historically delivered through the lateral from which shares are proposed to be removed; (4) increased cost of operating and maintaining a delivery lateral from which shares are proposed to be removed; and (5) any other material injury to the water rights owned by and historically diverted and used by the Company. The Board of Directors may require, as a condition of its approval, that the stockholder acquire such additional real property interests, if any, as are necessary for the stockholder's use of the Company's main ditch and related structures in connection with the stockholder's change in point of diversion or type and place of use of water. Any shares transferred out of the Bessemer Ditch shall remain subject to assessments and payment of assessments levied by the Company. The Board of Directors may, by resolution, delegate to the ditch superintendent the authority to grant



informal and administrative approval for rotation of a stockholder's water within and among ditch laterals for the irrigation of the stockholder's lands within close proximity to each other.

C. Each stockholder desiring to change the point of diversion of the water represented by its shares out of the main ditch, or to change the type or place of use of its shares, shall make a written request to the Board of Directors of the Company. The written request shall contain a detailed report summarizing the proposed change of use, and engineering and other information sufficient to enable to Board to determine the terms and conditions necessary to ensure that the proposed change complies with the requirements of Section 5.B. The Board of Directors may request and the stockholder may submit supplemental information as reasonably necessary for this purpose. The Board of Directors shall act upon the request within a reasonable time. The change shall be allowed subject to terms and conditions described in Section 5.B. No Board member shall be disqualified from participating in the action of the Board in considering, granting, or denying such a request by virtue of being an owner of the stock subject to the request or by virtue of being an officer, director, or designated representative of the owner of the stock subject to the request; provided that any such determination involving a director who is also an owner of stock subject to the request, or who is an officer, director, or other designated representative of an entity that is an owner of stock subject to the request, shall be deemed a "conflicting interest transaction" with respect to such director and shall be subject to the provisions of Colorado Revised Statutes section 7-128-501 concerning conflicting interest transactions.

D. Any judicial review of the terms and conditions imposed by the Company to assure that the change will not result in the types of injury described in Section 5.B above shall be brought in the Water Court for Water Division 2, or District Court for Pueblo County, as jurisdiction is appropriate, by the stockholder requesting the change. Any such review may be consolidated with, and finally determined in, proceedings in the Water Court for the change of the water rights. In any such proceeding, the Water Court shall not be limited to a review of the record of the decision made by the Company, and the arbitrary and capacious standard of review shall not apply. Rather, there shall be a presumption that the terms and conditions imposed by the Company are necessary to prevent the types of injury described in Section 5.B above. The operation of this presumption places on the stockholder seeking the change of water rights the initial burden of going forward with evidence to rebut or meet the presumption, but it does not shift the burden of proof, which is by a preponderance of the evidence, and which remains on the applicant in change of water right proceedings in the Water Court.

E. The Board of Directors from time to time shall adopt procedures for the change of place of use of water between laterals, which shall provide for notice to all stockholders on unincorporated laterals and to the Board of Directors of incorporated laterals involved in such changes of place of use. The stockholder seeking the change of point of diversion, type of use, or place of use shall pay all expenses of such proceedings including postage expense.

F. If the Board of Directors requires legal, engineering, or other consulting services for the purpose of making the determination that the requested change of point of diversion, type of use or place of use, may be made in conformity with Section 5.B., above, then the reasonable cost of such legal and engineering services shall be paid by the stockholder



requesting the change. The Board of Directors may require that the estimated cost thereof be paid to the Company prior to the Company incurring such legal, engineering expense, or other consulting. The Board of Directors may without penalty or liability, defer any such determination until such estimated cost has been paid to the Company. Any stockholder requesting a change in the point of diversion, type of use or place of use, shall pay the reasonable costs of the Company's participation in the water court proceeding to the extent necessary to ensure the decree entered by the water court is consistent with the terms and conditions imposed by the Company under Section 5.B. Any unpaid portion of the actual reasonable cost of the legal, engineering services, or other consulting not paid to the Company upon demand shall be a lien upon the shares of stock owned by such stockholder in the same manner as an unpaid levied assessment and may be collected by the Company in the same manner as a delinquent assessment.

G. The provisions of this Subsection 5.G. of this Article VI, and the provisions of Subsections 5.B., 5.C., 5.D., and 5.F., above, cannot be amended or repealed by the Board of Directors. The stockholders cannot amend or repeal the provisions of Subsections 5.B., 5.C., 5.D., 5.F., and 5.G. of this Article VI, unless such action is approved by no less than the same number of shares that were cast in favor of this Subsection 5.G. Any other new or amended bylaw of the Company that purports, or is applied, to limit or further condition the rights of the stockholders under Subsections 5.B., 5.C., 5.D., 5.F., or 5.G., of this Article VI shall be void, unless such new or amended bylaw is approved by no less than the same number of shares that were cast in favor of the adoption of this subsection 5G.

H. Any stockholder requesting a change in point of diversion, type of use or place of use shall pay the costs of any capital improvements that are required to the main ditch or other Company facilities in order to comply with this Article VI, Section 5. The Company shall require any other stockholder who requests a change in point of diversion, type of use or place of use within fifteen (15) years after the installation of such capital improvements and who benefits from the capital improvements paid for by other stockholders as a requirement of earlier changes in point of diversion, or type of use or place of use, to pay to the installing stockholder a pro rata share of the costs of such capital improvements determined by the relative number of shares involved in the initial change and the number of shares changed subsequently.

SECTION 6: Any stockholder seeking to impose a conservation easement on shares of stock in the Company, or dedicate stock to instream flow or conservation purposes, shall obtain the written approval from the Board of Directors. If, in the opinion of the Board of Directors, such easement or dedication can be made without injury to the ditch, the Company, or the other stockholders, such easement or dedication shall be approved. In order to avoid any injury, any conservation easement shall subordinate the restrictions of the easement to the lien for unpaid assessments described in Article VII of the Company's bylaws. The approval of the Board of Directors shall be conditioned upon the stockholder's agreement in writing that the affected stock is subject to the Company's bylaws and rules and regulations. The stockholder will provide a legal description of the property and headgate name and number. Any subsequent owner of a conservation easement will subordinate to the bylaws of the Company.

## ARTICLE VII - ASSESSMENTS



SECTION 1. Each share of the capital stock of the Company shall be subject to the payment of such pro rata assessments as may from time to time be levied by the stockholders at either a regular or a special meeting, provided that if the stockholders fail to hold any such meeting or fail to make or authorize any such assessment by the First of April in any year, then the directors shall have power to make any such assessment at any regular or special meeting called therefore for such year.

SECTION 2. Said assessments shall be due and payable as an entirety, or in installments, at such time or times as shall be fixed and determined by the Board of Directors.

SECTION 3. Not less than thirty days prior to the due date of such assessment, or installment, so fixed by the Board of Directors, the Secretary shall give notice thereof to the stockholders, either by delivering to each stockholder personally or by depositing in the United States mails properly addressed to the last known post office address of the stockholder, written notice of the amount of such assessment or installment thereof, and of the time so fixed when the same is due and payable. If any assessment hereafter levied, or any installment thereof, shall not be paid when due, the same shall bear interest at the rate of eighteen percent per annum from the due date thereof until the same shall be paid.

SECTION 4. All assessments upon any share of stock shall be and remain a lien upon such share from the time of the levy thereof until same shall have been paid in full.

SECTION 5. No stockholder who shall be delinquent in the payment of his assessment, or of any installment thereof, for any prior year shall be entitled to receive, nor shall there be delivered to such stockholder, any water for the year then current so long as such delinquency shall continue; PROVIDED the Secretary of the Company shall, prior to the shutting off of the water of a delinquent stockholder, have mailed to such stockholder at his last known post office address, or shall have delivered to such stockholder in person, a notice in writing, signed by the Secretary, stating such delinquency, the amount due, and demanding payment thereof, and giving notice that unless payment be made on or before a certain date, not less than thirty days from the date of the mailing or service of such notice, the water of such stockholder will be shut off.

#### SECTION 6. FORFEITURE OF SHARES.

A. The Board of Directors may forfeit and sell the shares of any stockholder who becomes delinquent in the payment of any assessment or assessments, or of any installment thereof, the same to be done in the manner following:

B. If any stockholder becomes delinquent in the payment of any assessment or assessments, or any installment thereof, after the thirty days' notice aforementioned, a notice in writing, signed by the Secretary, shall be mailed to such stockholder at the stockholder's last known post office address, or shall be delivered to the stockholder in person, stating such delinquency, the amount due, and demanding payment thereof, and giving notice that unless payment of such assessment, or assessments, or any installment thereof, with interest thereon, be made on or before a certain date which shall not be less than thirty days from the date of



service or mailing of such notice, the said stock will be forfeited to the Company, and will thereafter be sold by the Company. If payment be not made on or before the day specified, the Board of Directors may declare the said stock forfeited to the Company. The Secretary shall note on the books of the Company the fact that the stock has been forfeited, and he shall then give notice by advertisement in a weekly newspaper published in the City of Pueblo, County of Pueblo, Colorado, (said notice to be published in two consecutive weekly issues of such paper) that on the day mentioned in said published notice said shares of such delinquent stockholder will be sold at public sale to the highest bidder for cash, at the office of the Company or some other place to be designated in the notice for the purpose of satisfying said assessment or assessments, or installment thereof, together with interest and costs of sale.

C. At said time and place the Secretary shall offer said stock for sale, and sell the same for the highest and best cash price obtainable, not less than the amount of said assessment or assessments, or installment thereof, together with interest and costs of sale; and the proceeds of such sale, over and above the amount due on said shares, including interest and costs of sale, shall be paid to the delinquent stockholder. A new certificate or certificates shall be delivered to the purchaser, and the certificate of the delinquent stockholder shall be canceled on the books of the Company. If the outstanding certificate or certificates of stock of the delinquent stockholder so forfeited and sold be not surrendered, it shall be the duty of the Secretary to mark on the stub thereof "Canceled", reciting thereon the fact of such forfeiture and sale and the issuance of such new certificate or certificates.

SECTION 7. All remedies herein provided for the collection of delinquent assessments upon shares of stock of this Company shall be cumulative, and the exercise of one or more of such remedies shall not prevent the Board of Directors of the Company from invoking the other or others herein provided for, or which are now or may hereafter be provided by law for the collection of such assessments.

#### SECTION 8. RECLAMATION REFORM ACT OF 1982.

A. The Reclamation Reform Act of 1982 requires irrigators to send in annual report forms in order to receive storage water from the Fryingpan-Arkansas Project. Failure to send in the form each year makes the irrigator a non-compliant and ineligible to receive project water. If water is delivered to an irrigator who is a non-compliant, the Ditch Company will be billed at the full cost rate@ for all water delivered to the irrigator not submitting the annual form. The amount by which the full cost rate@ exceeds the rate charged those making the annual report shall be added to the annual assessment payable by the non-compliant shareholder and shall be a lien on the share of stock and be collected in the same manner and at the same time as the annual assessment as provided in this Article VII.

B. Ineligible land is the acreage over 960 acres per individual. Land between 40 and 960 acres that is not reported yearly, is also ineligible.

C. For stockholders served by the Ditch Company which irrigate lands which are ineligible to receive water from the Fryingpan-Arkansas Project ("Project Water") for any reason, including but not limited to the use of Project Water for cultivation of hemp or marijuana, the Ditch Company will reduce deliveries of Project Water to such stockholders in



proportion to the number of such ineligible lands irrigated with water from the Ditch Company by the stockholder.

Stockholders that irrigate ineligible lands with water from the Ditch Company may, upon approval by the Board of Directors, receive delivery of other water provided by such stockholder to the Ditch Company in lieu of the Project Water not eligible for delivery due to ineligible lands ("Substituted Water"). Any stockholder desiring to provide any Substituted Water shall be responsible for any approvals by the Water Court and/or State Engineer necessary to make such Substituted Water available to the Ditch Company and any costs associated therewith. Such Substituted Water shall be of acceptable quality the Ditch Company. Nothing herein shall be construed as permitting use of capacity of the main ditch for conveyance of Substituted Water outside of the Ditch Company's normal operations.

As to such stockholders with ineligible lands, the reduction in delivery of Project Water will be at the individual stockholder's headgate from the main ditch or, if such stockholder is served by an incorporated or unincorporated lateral, the reduction in delivery of Project Water will be at the headgate of the lateral at the main ditch. If the Ditch Company is so required to reduce deliveries of Project Water from the Ditch Company to a lateral, the Board of Directors shall provide notice of such reductions to the individual stockholders on unincorporated laterals and to the Board of Directors of incorporated laterals based on procedures adopted by the board from time to time. The Stockholder (s) that is responsible for the reduction in deliveries of Project Water shall pay all expenses of such notice including postage. Consistent with historical practice, the Ditch Company assumes no responsibility for the proper allocation of water as between Ditch Company stockholders receiving water through laterals. The Board of Directors may from time to time adopt further policies and procedures for the implementation of this provision.

#### ARTICLE VIII - CORPORATE SEAL

SECTION 1. The seal of this Company shall be in circular form, with the name of the Company and the word "COLORADO" upon the circumference and the figures "1894" across the diameter of the circle.

#### ARTICLE IX - DISTRIBUTION OF WATER

SECTION 1. Each holder of capital stock of the Company shall be entitled to receive from the Company a proportionate share of the Company's water, and that share shall be the proportion which the number of shares of stock held by such stockholder bears to the entire outstanding stock of the Company. In order that the water carried in the main ditch may be equitably distributed among the stockholders taking delivery of water through the main ditch, the directors and the persons entrusted by them with the management of the ditch are empowered to rotate water among stockholders, or to divide the ditch into districts for the distribution of water, or to adopt such other methods as in their judgment may from time to time become necessary to secure to all stockholders their proportionate share of water carried in the main ditch.

SECTION 2. The Company shall not be considered as guaranteeing to the holders of



stock the use at all times of the full amount of water to which they are respectively entitled, and if in the distribution of water any stockholder may at any time fail to receive his, her or its proportionate share, the Company shall not be liable to such stockholder in damages if such failure was caused by an error in judgment on the part of those charged with the distribution of water or by reason of circumstances beyond the control of such persons, but shall only be liable in case such failure to distribute water equally was the result of some willful discrimination against such stockholder on the part of the directors or those charged by the directors with the distribution of water.

SECTION 3. No stockholder shall be permitted to waste water, and in case of any such waste, the Board of Directors shall take such steps as it deems necessary to prevent or punish the same. This Section 3 does not empower the Board of Directors to regulate the beneficial use of water being made in compliance with any decree governing the use of the stockholders' water rights in the Company.

SECTION 4. The point of distribution and delivery of water by the Company to the respective stockholders taking delivery of water through the main ditch shall be on the main ditch, at the headgates of the respective laterals through which they receive their respective amounts of water. The Superintendent shall apportion and regulate the use of water among such stockholders by allowing to flow into each lateral headgate on the main ditch such proportion of the Company's water flowing in the main ditch as is needed to furnish the proper pro rata amount for the aggregate number of shares of stock of this Company held by stockholders taking water through each of said respective laterals; and neither the Company nor the Superintendent shall be under any obligation to see to the maintenance of any of the said laterals or to the distribution of water through any of said laterals to the respective individual stockholder thereunder after it has left the main ditch. All lateral headgates and appliances on the line of the Company's main ditch shall at all times be under the absolute and exclusive control of the Company.

SECTION 5. No stockholder shall at any time, except by express written permission from the Superintendent, open, adjust or otherwise interfere with any such lateral headgate. All lateral headgates on the line of the Company's main ditch shall be put in and maintained by the Company at the Company's expense and shall be and remain the property of the Company.

## ARTICLE X - AMENDMENT OF BY-LAWS

SECTION 1. Except as otherwise provided in the Articles of Incorporation of the Company (as amended from time to time), or in Article VI, Section 5.G., above, these bylaws may be altered, amended, revised or repealed, or additional bylaws adopted, at any regular or special meeting of the Board of Directors, by a majority of the Board.

## ARTICLE XI – INDEMNIFICATION

SECTION 1. The Company shall, to the full extent permitted by Colorado law, indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, and whether formal or informal, by reason of the fact that he is

or was an employee, director, or officer of the Company. The right of indemnification shall inure to the benefit of the heirs, executors, administrators, and Personal Representatives of the director or officer.

SECTION 2. Any liability for indemnity by the Company shall be reduced or eliminated to the extent of any insurance benefits paid or recovered, either by the Company or by the director or officer involved.

The Bylaws of the Bessemer Irrigating Ditch Company were amended, including, among other provisions, Article VI, Section 5.G of the Bylaws, by vote of the stockholders at a duly noticed special meeting of the stockholders held on May 11, 2009. That as of the date of the May 11, 2009 special meeting of the stockholders, the Bessemer had a total of 19,738.593 outstanding eligible shares to vote with of which 18,830.531 shares were present and represented at said meeting either in person or by proxy, constituting the necessary quorum. A total of 12,470.592 shares were cast in favor of the amendments. Accordingly, the voting requirement described in Article VI, Section 5.G above to amend or repeal the provisions of subsections 5.B., 5.C., 5.D., 5.F., and 5.G. of Article VI of the Bylaws, shall be no less than 12,470.592 shares in favor of any such amendment or repeal of those provisions.



**APPENDIX F**  
**2016 FINANCIAL REPORT**

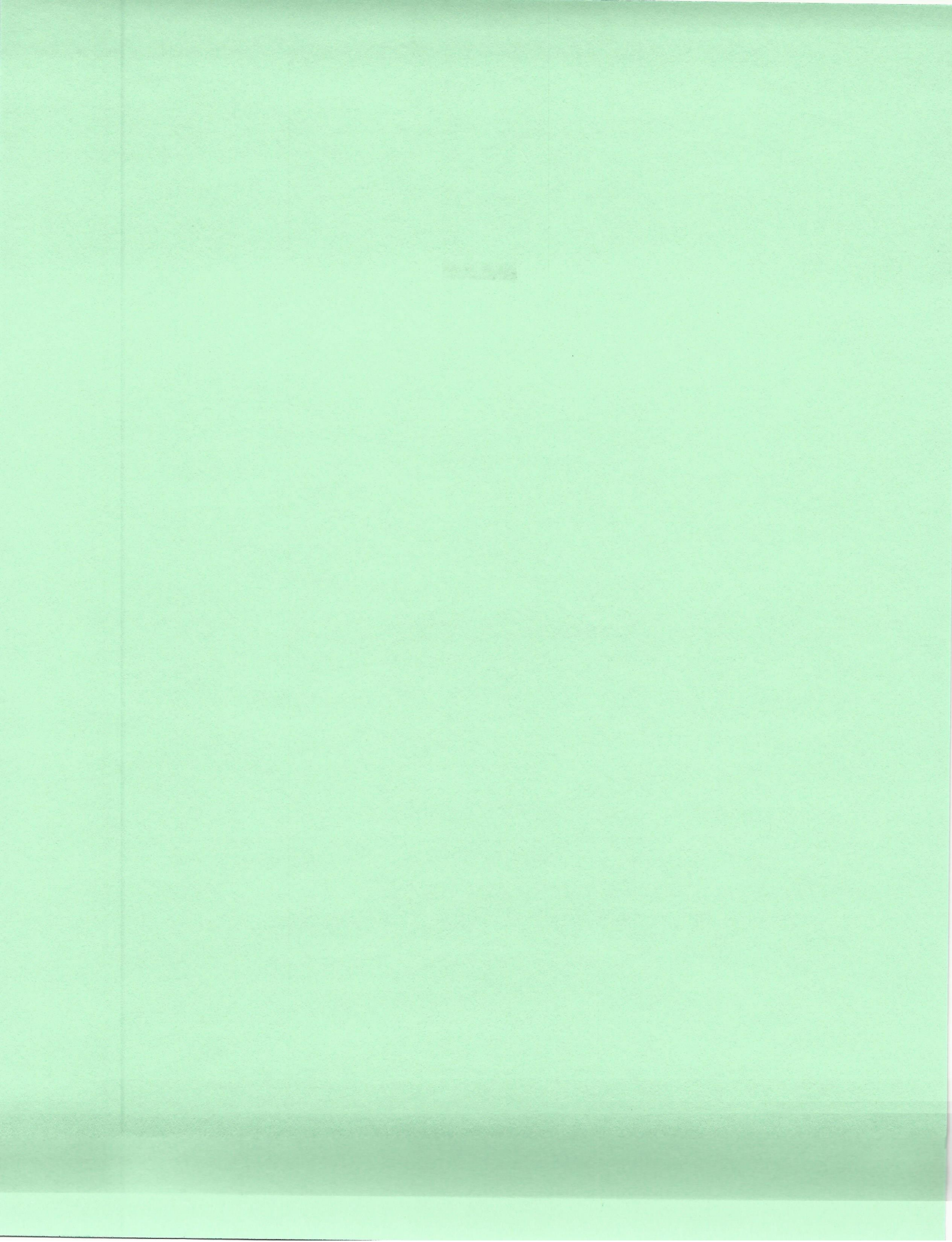


**APPENDIX G**  
**2015 FINANCIAL REPORT**



**APPENDIX H**  
**2014 FINANCIAL REPORT**







**STATE OF  
COLORADO**

Pittinger - DNR, Rachel &lt;rachel.pittinger@state.co.us&gt;

**CWCB Loan**

2 messages

mike hill &lt;mikehill97@yahoo.com&gt;

Thu, Jan 4, 2018 at 3:22 PM

To: Rachel Pittinger - DNR &lt;rachel.pittinger@state.co.us&gt;

Cc: Anna Mauss &lt;anna.mauss@state.co.us&gt;, Rick Kidd &lt;rickkidd@kiddengineering.com&gt;, Danny Genova &lt;dannygenova@yahoo.com&gt;

Rachel

After talking to President, Mr. Daniel Genova, lets increase the Bessemer's loan amount to a total of \$900,000.00 for a twenty year period. This increase will cover the design and engineering of our project.

Thank You

**Michael S. Hill**

Secretary-Treasurer

Bessemer Irrigating Ditch Company

503 N. Main St. Ste #216

Pueblo, Co. 81003

mikehill97@yahoo.com

Office 719-544-8584

Cell 719-251-0931

Pittinger - DNR, Rachel &lt;rachel.pittinger@state.co.us&gt;

Thu, Jan 4, 2018 at 3:35 PM

To: mike hill &lt;mikehill97@yahoo.com&gt;

Cc: Anna Mauss &lt;anna.mauss@state.co.us&gt;, Rick Kidd &lt;rickkidd@kiddengineering.com&gt;, Danny Genova &lt;dannygenova@yahoo.com&gt;

Thanks Mike. I'll include this email with the loan application documents.

Sincerely,  
Rachel**Rachel Pittinger, P.E.**

Project Manager

Finance Section

**COLORADO**Colorado Water  
Conservation Board

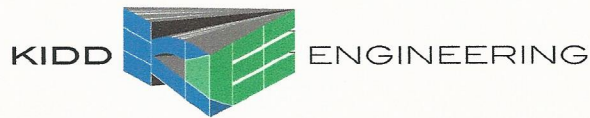
Department of Natural Resources

O 303.866.3441 x 3254 | C 720.607.3549

1313 Sherman St., Rm. 718, Denver, CO 80203

[rachel.pittinger@state.co.us](mailto:rachel.pittinger@state.co.us) | [cwcb.state.co.us](http://cwcb.state.co.us)

[Quoted text hidden]



December 1, 2017

Anna Mauss, PE  
Finance Section  
Colorado Water Conservation Board  
1313 Sherman Street, Suite 718  
Denver, Colorado 80203

Subject: Bessemer Irrigating Ditch Company, Pueblo, CO  
Emergency Landslide Stabilization Project  
Loan Applications – Phase 1 and Phase 2

Dear Ms. Mauss:

On behalf of the Bessemer Irrigating Ditch Company, I am submitting loan applications for Phase 1 and Phase 2 of their emergency landslide stabilization project. Phase 1 is for the mechanical stabilization of the canal and maintenance access road. Phase 2 is for lining approximately 1200 lineal feet of canal through this area. The loan requests are \$550,000 for Phase 1 and \$300,000 for Phase 2.

This summer, the land started sliding away from the Bessemer Ditch canal. The immediate escarpment area is approximately 200 feet wide. The apparent edge of the escarpment was only about six feet from the top of the canal. The Bessemer Ditch provides irrigation water to 20,000 acres of irrigated farm land east and south of Pueblo. The economic impact of irrigated farming in Pueblo County is \$25 million. Failure of the Bessemer Ditch would be devastating to the farmers in Pueblo County.

Thank you for your consideration of this request. Please contact either Mike Hill or myself if you have any questions or need additional documentation.

Sincerely,

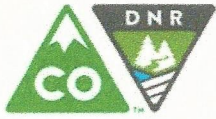
A handwritten signature in blue ink that reads "Ricky A. Kidd".

Ricky A. Kidd, PE  
President

Enc: WPLP Loan Application Phase 1  
WPLP Loan Application Phase 2  
Loan Feasibility Study

Cc w/enc: Mike Hill, Secretary-Treasurer, Bessemer Irrigating Ditch Company



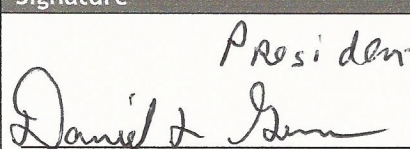


# COLORADO

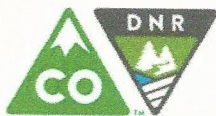
Colorado Water  
Conservation Board

Department of Natural Resources

## Water Project Loan Program

<b>Application Type</b>	
<input type="checkbox"/> Prequalification (Attach 3 years of financial statements)	<input type="checkbox"/> Loan Approval (Attach Loan Feasibility Study)
<b>Agency/Company Information</b>	
Company / Borrower Name: Bessemer Irrigating Ditch Company	
Authorized Agent & Title: Daniel L. Genova, President	
Address: 503 North Main Street, Suite 216, Pueblo, CO 81003	
Phone: ( 719 ) 544-8584	Email: MikeHill97@yahoo.com
Organization Type: <input checked="" type="checkbox"/> Ditch Co, <input type="checkbox"/> District, <input type="checkbox"/> Municipality <input type="checkbox"/> other: _____	Incorporated? <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
County: Pueblo	Number of Shares/Taps: 20,000 Shares
Water District: 2	Avg. Water Diverted/Yr 3 year av/71,600 acre-feet
Number of Shareholders/Customers Served: 774	Current Assessment per Share \$ 50/year (Ditch Co)
Federal ID Number: 84-0148340	Average monthly water bill \$ NA (Municipality)
<b>Contact Information</b>	
Project Representative: Mike Hill, Secretary-Treasurer	
Phone: ( 719 ) 544-8584	Email: mikehill97@yahoo.com
Engineer: Rick Kidd, Kidd Engineering & Construction Management Services, Inc.	
Phone: ( 719 ) 544-5239	Email: RickKidd@KiddEngineering.com
Attorney: Donald Frick	
Phone: (970) 407-9000	Email: donfrick@fbgpc.com
<b>Project Information</b>	
Project Name: EMERGENCY LANDSLIDE STABILIZATION PROJECT - PHASE 1	
Brief Description of Project: (Attach separate sheets if needed)	
MECHANICALLY STABILIZE A LANDSLIDE ZONE THAT IS MOVING AND POSES AN IMMEDIATE HAZARD TO THE STABILITY, INTEGRITY, AND PRESERVATION OF A 200-FOOT LONG REACH OF THE BESSEMER IRRIGATING DITCH CANAL.	
OTHER COSTS INCLUDE THE BESSEMER'S COSTS TO RESTORE THE SITE AFTER THE STABILIZATION WORKS ARE INSTALLED.	
General Location: (Attach Map of Area)	
See Appendix A to the Feasibility Study	
Estimated Engineering Costs: \$30,000	Estimated Construction Costs: \$500,000
Other Costs (Describe Above): \$20,000	Estimated Total Project Costs: \$550,000
Requested Loan Amount: \$550,000	Requested Loan Term (10, 20, or 30 years): 30 Years
Project Start Date(s) Design: July 2017 Construction: January 2018	
<b>Signature</b>	
 Signature / Title 11-30-17 Date	Return to: Finance Section Attn: Anna Mauss 1313 Sherman St #718 Denver, CO 80203 Ph. 303/866.3449 e-mail: anna.mauss@state.co.us



**COLORADO**Colorado Water  
Conservation Board

Department of Natural Resources

**Water Project Loan Program**

<b>Application Type</b>	
<input type="checkbox"/> Prequalification (Attach 3 years of financial statements)	<input type="checkbox"/> Loan Approval (Attach Loan Feasibility Study)
<b>Agency/Company Information</b>	
Company / Borrower Name: <b>Bessemer Irrigating Ditch Company</b>	
Authorized Agent & Title: <b>Daniel L. Genova, President</b>	
Address: <b>503 North Main Street, Suite 216, Pueblo, CO 81003</b>	
Phone: ( 719 ) 544-8584	Email: <b>MikeHill97@yahoo.com</b>
Organization Type: <input checked="" type="checkbox"/> Ditch Co, <input type="checkbox"/> District, <input type="checkbox"/> Municipality <input type="checkbox"/> other: _____	Incorporated? <input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
County: <b>Pueblo</b>	Number of Shares/Taps: <b>20,000 Shares</b>
Water District: <b>2</b>	Avg. Water Diverted/Yr <u>3 year av/71,600</u> acre-feet
Number of Shareholders/Customers Served: <b>774</b>	Current Assessment per Share \$ <u>50.00/year</u> (Ditch Co)
Federal ID Number: <b>84-0148340</b>	Average monthly water bill \$ <u>NA</u> (Municipality)
<b>Contact Information</b>	
Project Representative: <b>Mike Hill, Secretary-Treasurer</b>	
Phone: ( 719 ) 544-8584	Email: <b>MikeHill97@yahoo.com</b>
Engineer: <b>Rick Kidd, Kidd Engineering &amp; Construction Management Services, Inc.</b>	
Phone: ( 719 ) 544-5239	Email: <b>RickKidd@KiddEngineering.com</b>
Attorney: <b>Donald Frick</b>	
Phone: (970) 407-9000	Email: <b>donfrick@fbgpc.com</b>
<b>Project Information</b>	
Project Name: <b>PHASE 2 - EMERGENCY LANDSLIDE STABILIZATION PROJECT - CANAL LINING</b>	
Brief Description of Project: (Attach separate sheets if needed)	
PHASE 1 IS FOR MECHANICAL STABILIZATION OF A LANDSLIDE AREA ALONG THE CANAL. THE CONTRACTED GEOTECHNICAL CONSULTANT AND BOTH FIRMS PROVIDING PROPOSALS FOR	
PHASE 1 RECOMMEND INSTALLING A SYNTHETIC LINER UPSTREAM AND DOWNSTREAM OF THE AFFECTED REACH. PHASE 2 OF THE LANDSLIDE STABILIZATION PROJECT IS FOR	
SHAPING THE CHANNEL AND INSTALLING A LINER FOR APPROXIMATELY A 1200 LINEAL FOOT REACH OF THE CANAL. BUDGET QUOTES HAVE NOT BE RECEIVED.	
OTHER COSTS ARE FOR ORGANIC DEBRIS REMOVAL, CONSTRUCTION OVERSIGHT, AND OTHER COSTS THAT MAY BE INCURRED.	
General Location: (Attach Map of Area)	
See Appendix A to the Feasibility Study	
Estimated Engineering Costs: \$20,000	Estimated Construction Costs: \$270,000
Other Costs (Describe Above): \$10,000	Estimated Total Project Costs: \$300,000
Requested Loan Amount: <b>\$300,000</b>	Requested Loan Term (10, 20, or 30 years): <u>30</u> Years
Project Start Date(s) Design: <u>December 2017</u> Construction: <u>January 2018</u>	
<b>Signature</b>	
 Signature / Title <b>President</b>	Return to: Finance Section Attn: Anna Mauss 1313 Sherman St #718 Denver, CO 80203 Ph. 303/866.3449 e-mail: <a href="mailto:anna.mauss@state.co.us">anna.mauss@state.co.us</a>