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Alpensee Water District
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Greg Poulter, Vice President, gpoulter1@mac.com
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Mark Miller, Director, mark.i.miller@verizon.net

RE: Alpensee Water District- Proposed Emergency Special Assessment

Dear Board Members:

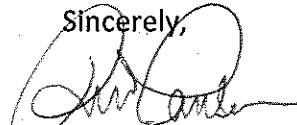
Our office represents Farmer's Korner Inc., and Mr. Larry Smith. Mr. Smith has forwarded for our review your proposed Emergency Special Assessment. Not only have we reviewed the proposed actions ourselves, but also had the matter referred to Special Counsel who specialize in Water Law and Special District Law at the firm of Petrock & Fendel in Denver.

Both our law firms are of the opinion that the proposed Emergency Special Assessment is not authorized by the Colorado Special District Act and especially with its purported reasons and proposed structure illegal and ultra vires. The Special District Act only allows you to make assessments for ongoing operational charges and to service approved bonded indebtedness. It does not allow for assessments for speculative assessments.

Should the Board persist in adopting this proposed Emergency Special Assessment we will immediately file suit to enjoin its collection, seek declaratory judgment as to its impropriety and if appropriate damages against the District and its Board.

I frankly have a hard time believing the District's attorneys have been consulted about the legality and efficacy of this unwarranted proposal. We hope you follow a wiser course.

Sincerely,



Ronald W. Carlson