



June 13, 2006

Keenan S. Rice  
Director  
MuniCap, Inc.  
8340 Governor Ridgely Lane  
Ellicott City, Maryland 21043

RE: Elk Valley Public Improvement Corporation, Public Improvement Fee Revenue Bonds,  
Series 2001A and B - Continuing Disclosure Agreement - Notice of Pending Litigation

Dear Mr. Rice:

This notice is being delivered pursuant to the Continuing Disclosure Agreement dated as of November 1, 2001 among the undersigned Colorado Mills Limited Partnership, as Developer, you, MuniFinancial, as Dissemination Agent, Elk Valley Public Improvement Corporation, Wells Fargo Bank, National Association, as Trustee, and Indiana Valley Metropolitan District.

Presently, there are several lawsuits being pursued against The Mills Corporation, a beneficial owner of the Developer. The ongoing litigation includes class action lawsuits alleging violations of securities laws, shareholder derivative lawsuits alleging claims on behalf of The Mills Corporation, and a claim alleging violations of The Mills Limited Partnership limited partnership agreement, all as more particularly described in the summary chart attached hereto as Exhibit A. At this time, The Mills Corporation cannot predict what the outcome of these lawsuits will be. The foregoing disclosure is made subject to the qualifications contained in the notes A- C on Exhibit A attached hereto.

COLORADO MILLS LIMITED PARTNERSHIP, a  
Delaware limited partnership

By: MILLS-KAN AM COLORADO LIMITED  
PARTNERSHIP, its General Partner

By: COLORADO RETAIL DEVELOPMENT  
COMPANY, L.L.C., its Managing General Partner

By: THE MILLS LIMITED PARTNERSHIP, its  
Manager

By: THE MILLS CORPORATION, its General  
Partner

By: 

Name: Carolyn A. Lange  
Title: Vice President-  
Development Asset Management

## EXHIBIT A

### SHAREHOLDER LITIGATION AS OF JUNE 5, 2006

1. Paul C. Berkey v. The Mills Corporation, et al, U. S. District Court, Eastern District of Virginia, Alexandria Division, Case No. 1:06-CV-00247-GBL-LO. Note: this case was consolidated with the case listed in Paragraphs Nos. 2, 3 and 7 below, in Case No. 1:06CV77 (GBLTJR).
2. Irwin Berlin v. The Mills Corporation, et al, US. District Court, Eastern District of Virginia, Case No. 1:06-CV-00077-GBL-TRJ.
3. Fredrick Elliott and C. Bickley Foster v. The Mills Corporation, et al., US District Court, Eastern District of Virginia, Alexandria Division, Case No. 1:06CV304GBL/BRP.
4. Joan Kloc on behalf of The Mills Corporation vs. Laurence C. Siegel et al., U.S. District Court, Eastern District of Virginia. Note: this case was consolidated with the cases listed in Paragraphs Nos. 6, 8, 10 and 11 below, in Case No. 1:06CV0259 (GBL/TJR).
5. Herbert Miller, et. al. v. The Mills Corporation, The Mills Limited Partnership., Delaware Court of Chancery, New Castle County.
6. Marvin Mine on behalf of The Mills Corporation vs. Laurence C. Siegel, et al., U.S. District Court, EDVA Alexandria Division Case No. 1:06CV00259-GLB-LO.
7. Vernon E. Rudolph v. The Mills Corporation, et al., U.S. District Court, EDVA Case No. 1:06CV00265.
8. Nicholas Sofos on behalf of The Mills Corporation, vs. Laurence C. Siegel, et al., U.S. District Court, EDVA Case No. 1:06CV00482 CMH/TCB.
9. Georgann Ruth Srock, on behalf of The Mills Corporation v. Laurence C. Siegel, et al., Circuit Court, for Arlington County, VA Case No. 06294.
10. Arnold R. Stanley on behalf of The Mills Corporation vs. Laurence C. Siegel, et al., U.S. District Court, EDVA Alexandria Division Case No. 1:06CV00280 TSE/TCB.
11. Brian Borden Young on behalf of The Mills Corporation vs. Laurence C. Siegel, et al., U.S. District Court, EDVA Civil Action Case No. 1:06CV00432 GBL/TRJ.
12. In re: Richard G. Tutweiler (Shareholder demand for documents pursuant to Delaware General Corporate Law, Section 220).

13. In the Matter of The Mills Corporation, before the United States Securities and Exchange Division, Enforcement Division.

Notes:

- A. Nothing contained herein shall constitute an admission of liability for any claims asserted in the proceedings described herein.
- B. The listing of a proceeding in this Schedule shall not constitute a determination or acknowledgment that such matter constitutes a "Reportable Contingency" within the meaning of Statements of Financial Accounting Standard No. 5 or that such matter constitutes a "material pending legal proceeding" for purposes of Item 103 of Regulation S-K.
- C. The listing of a proceeding in this Schedule shall not constitute an admission that such proceeding constitutes material litigation for the purposes of the disclosure of which this Exhibit is a part or any other transaction to which the Developer, The Mills Limited Partnership, The Mills Corporation or their respective affiliates are a party.

**\$43,605,000**  
**Elk Valley Public Improvement Corporation**  
**Public Improvement Fee Revenue Bonds, Series 2001A and B**

**DEVELOPER'S CONTINUING DISCLOSURE STATEMENT**

Attn: Keenan Rice  
MuniCap  
8340 Governor Ridgley Lane  
Ellicott City, MD 21043

In accordance with the "Continuing Disclosure Agreement" (the "Agreement") by and between, Colorado Mills Limited Partnership (the "Developer") and MuniFinancial (the "Dissemination Agent") entered in connection with the issuance of \$43,605,000 of Public Improvement Fee Revenue Bonds, Series 2001A and B (the "Bonds"), the Developer hereby provides the following information as of March 31, 2006. All terms having initial capitalization and not defined herein shall have the meanings set forth in the Indenture or in the Limited Offering Memorandum dated as of November 9, 2001. To the best of the knowledge of the undersigned:

**DEVELOPER'S CONTINUING DISCLOSURE STATEMENT**

Developer Periodic Information: The total leasable space in the Mall is equal to 1,100,139 square feet.

a. Leasing Status:

<b>Leasing Status</b>	<b>Anchor</b>	<b>Specialty Tenants</b>
Leasable space ( <i>square feet</i> )	535,197	564,942
Percentage of leasable space:		
(i.) Currently under lease.	535,197	497,851
(ii.) Currently subject to letter of intent to lease.	0	0
(iii.) Under lease negotiations.	0	18,795
(iv.) Not subject to a lease, letter of intent or lease negotiations.	0	48,296

- b. Tenant Listing: See Appendix A attached hereto, which provides a list of the tenants for the Mall anchors and specialty tenants.

COLORADO MILLS LIMITED  
PARTNERSHIP, a Delaware limited partnership

By: MILLS-KAN AM COLORADO  
LIMITED PARTNERSHIP, its General  
Partner

By: COLORADO RETAIL DEVELOPMENT  
COMPANY, L.L.C., its Managing  
General Partner

By: THE MILLS LIMITED PARTNERSHIP,  
its Manager

By: THE MILLS CORPORATION, its  
General Partner

By: 

Name: Carolyn A. Lange

Title: Vice President-

Development Asset Management



## Appendix A

Unit	Specialty Store Tenant	Square Feet
127	Perfumania	1,063
128	Worldwide Mortgage	1,530
129	Oriental Backrub	1,033
130	Go Paint	1,536
133	Allstate Insurance	1,063
134	Home Impressions	3,006
139	Your Dollar Store with More	6,440
142	Sunglass Outlet	626
150	Lane Bryant	4,646
162	Hanna Anderson	2,988
164	Perry Ellis	2,494
166	Chico's	3,236
167	Strasburg Children	1,320
170	Regency Diamond	1,302
171	Mikasa Factory Store	5,419
172	CO Baggage Outlet	2,334
174	Arden B	3,071
179	Ann Taylor	7,353
180	Nautica	5,075
201	Brooks Brothers	9,360
202	Tommy Hilfiger	6,502
208	Le Creuset	2,000
214	BCBG	3,572
219A	Dori Potpourri Outlet	2,000
219B	Dori Potpourri Outlet	2,000
222	Zales Diamond Outlet	1,745
224	Anastasia European Lingerie	2,993
227	Gentleman's Collection	3,691
232	St. Croix Outlet	2,874
240	303 Weddings	3,612
244	St. John	3,011
247	Kenneth Cole New York	5,798
249	Bath & Body Works	3,840
250	Brendan Diamonds	2,158
251	The Children's Place Outlet	6,464
255	Limited Too Outlet	4,153
259	Skechers USA	3,583
260	Crabtree & Evelyn	883
262	Swim N' Sport	2,192
263	Rampage	3,688
265	Nine West Outlet	2,200

266	Harry and David	1,831
269	Kirkland's Outlet	4,977
270	Gap Outlet	8,396
275	Radio Shack	2,648
276	Hallmark Gold Crown	4,152
277	Kitchen Collections	3,447
280	Famous Footwear	8,147
283	Big Dog Sportswear	2,743
287	Samsonite Company Store	2,845
305	Footlocker	4,083
306	The Magic Shop	1,563
309	Lenscrafters	3,488
310	Select Comfort	1,367
314	T Mobile	1,734
318	Shemoni Jewelry	999
320	Games Workshop	1,077
321	Accentuate the Seasons	1,408
322	Sweets from Heaven	1,077
324	General Nutrition Center	1,064
325	Kings Wear	1,605
326	Colorado Treasures	1,172
327	Venetian Nails	2,397
329	Pro Image	2,713
330	Master Cuts	1,085
333	Earthbound Trading Company	2,502
334	Wetzel's Pretzels	535
335	Putting Edge	10,981
338	Cinnabon	950
340	Avon	550
341/R1	Yard House	10,000
343	California Pizza Kitchen	5,036
344	It's Your Move	1,500
345/349	Johnny Rockets/Chilli's Too	8,464
348	AT&T Wireless	1,900
351	Comics & Beyond	939
354	Frontier Leather	2,894
356	Yankee Candle	1,256
362	Merlo's Cutting Edge Outlet	539
368	Furnico Furniture and Artee	5,996
370	Puma	4,410
371	Zumiez	3,054
373	Sportsfan	1,792
375	Spencer Gifts	1,792
377	Saturday Matinee	2,287
379	Hot Topic Outlet	2,090
380	Papaya Clothing Company	6,900
383	Billabong's	2,370

384	LoveSac	2,056
402	Verizon Wireless	2,079
403	COJ Baggage Outlet	3,455
407	Denver Autographs	3,273
410	Anchor Blue/Levi Dockers	12,927
411	Journeys	2,271
415	Claire's Boutique	1,139
418	Oakley Vault	2,927
427	Charlotte Ruse	8,000
428	EB Games	1,128
430	Sunglass Hut International	564
431	Guess Factory Store	5,295
432	Lids	818
433	Wilson's Leather	4,712
434	The Body Shop	997
435	Pac Sun	3,934
436	Ultra Diamonds	1,345
438	Car-Lene Research	999
443	For Your Entertainment	4,097
444	American Eagle Outfitters	5,224
446	Aeropostale	3,467
447	Quicksilver	3,583
450	Deb Shops	7,210
451	Reebok	2,908
454	Birdie Ball	2,496
455	Motherhood Maternity	1,767
457	Christopher & Banks	3,106
457	Maidenform Outlet	1,855
459	Geoffrey Beene	3,542
467	Little Buddha Imports	2,368
470	Leggs/Hanes/Bali/Playtex	5,000
471	L&K Formal Wear	2,356
474	Family Christian Store	5,577
475	Phones Plus	2,214
478	Finish Line	4,534
479	Van Heusen Factory Outlet	3,567
482	Osh Kosh B'Gosh	4,658
483	Lego	2,888
487	Build a Bear	2,499
503	Kiddie Kandids	2,203
504	Carter's Childrenswear	4,800
506	Gallery Plus	3,446
507	Stride Rite	2,835
508	KB Toys	4,333
514	Great Outdoor Clothing	4,285
515	American Greetings	2,463
517	Casa Nova	5,000

520	FT Casuals	5,187
521	Oriental Gifts	3,823
524	Doctor's Visionworks	2,998
527	Payless Shoesource	2,979
528	Dress Barn	8,166
532	Apricot Lane	1,435
534	Vitamin World	1,155
536	Rocky Mountain Chocolate	966
538	Scrubs & Beyond	2,014
542	Watch Out	1,219
543	Sanrio	1,140
544	Modern Nails	1,219
545	T-Shirts Plus	1,913
546	Beauty Express	1,219
548	Dairy Queen/Orange Julius	787
549	You'll Be Amazed	1,373
550	Hot Dog on a Stick	626
551	Leather Outlet	2,307
554	All About Cellular	623
555	Kataluma Chai Company	1,153
556	Colorado Hat Company	904
557	Fuzziwigs Candy Factory	1,153
558	Fix & Go	1,072
FC	Foodbrand Master Lease	9,033
FC	Cinnabon	
kiosk 1		293
FC kiosk	Haagen Daz	
2		285
K375	Starbucks	400
FC	Storage	1,600
	Sub Total	<u>497,851</u>
A1	Border's Books Music Cafe	21,163
A2	Off 5th Saks Fifth Avenue	28,003
A3	Last Call Neiman Marcus	32,143
B1	Super Target	181,039
C1	United Artist Cinema	82,451
C2	Skate Park	40,618
D1	Jillians/Lucky Strike	63,145
D2	Eddie Bauer Outlet	20,016
E2	Gart Sports	43,568
F1	Off Broadway Shoes	23,051
	Sub Total	<u>535,197</u>
	<b>Total</b>	<b>1,033,048</b>