

FIRST SUPPLEMENTAL DECLARATION TO

**Declaration of Protective Covenants, Conditions and Restrictions
For
Colorado's Timber Ridge
Subdivision**

THIS FIRST SUPPLEMENTAL DECLARATION is made this 27th day of November, 2000, by Colorado Timber Ridge Ranch, a California Limited Partnership, ("Declarant")

WHEREAS, on the 26th day of August, 1999, the Declarant recorded a "Declaration of Protective Covenants, Conditions and Restriction for Colorado's Timber Ridge Subdivision", Reception Number 99008651, in the Office of the Clerk and Recorder of Archuleta County, which subjected the real property described as Colorado's Timber Ridge f.k.a. The Gomez Ranch (Exhibit A of the Declaration, Reception Number 99008651) to the terms, conditions and restrictions of said Declaration; and

WHEREAS Article XII, Additions To The Property, of said Declaration provides that the Declarant shall have the right to bring within the scheme of the Declaration, and make subject to the provisions thereof, additional contiguous properties or phases, and

WHEREAS under Article XIV of said Declaration, the Declarant reserves the right to amend the Declaration under certain conditions,

NOW THEREFORE, pursuant to and consistent with the above-referenced provisions of said Declaration, the Declarant, by execution and recording of this First Supplemental Declaration, hereby encumbers and extends the coverage of the said Declaration to the real property described on Exhibit B-Colorado's Timber Ridge Phase Two and Exhibit-C Colorado's Timber Ridge Phase Three (attached hereto). Phase Two and Phase Three as described in the attached exhibits refer to a continuation of and additional phases of Colorado's Timber Ridge Subdivision.

The Declarant further hereby amends the said Declaration as follows:

1. Article II, Definitions, is amended to add the following additional numbered sub-paragraph and definition:

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"24. 'Wetlands' shall refer to those areas delineated by Environmental Consultants for the U.S. Army Corps of Engineers and shown on the Subdivision Plat maps by the surveyor. These areas may contain characteristics of water vegetation, soils, and wild life identified as 'wetlands'."

2. Article VIII, Design Requirements, paragraph K, is amended, and as amended, shall read as follows:

"DEFENSIBLE FIRE ZONE. Each lot owner shall protect his property and the neighborhood by creating at least a thirty (30) foot safety zone around all buildings, and:

1. Thin out continuous tree and brush cover and dispose of debris.
2. Remove dead tree limbs, trim branches to a height of ten (ten) feet, and trim branches that extend over the eaves of the roof.
3. Maintain a watered greenbelt immediately around buildings and plan for an exterior water source that can reach around the building.
4. Firewood shall be stacked away from buildings.
5. On lots where slope exceeds ten percent (10%), the defensible fire zone shall be increased to sixty (60) feet around all buildings.
6. On lots where slope exceeds fifteen percent (15%) and tree cover is continuous, less quality trees must be thinned to provide eight (8) to ten (10) feet between outer tips of tree branches. This would be in compliance with recommendations provided by the Colorado State Forest Service.

3. Article VIII, Design Guidelines, is amended by adding an additional paragraph Q which shall read as follows:

"Q. WETLANDS PROTECTION. Areas identified as 'wetlands', on plats shall be protected from intrusion before, during and following construction activities. Impacts to wetlands by driveways or buildings are prohibited unless the property owner applies for and receives a permit from the U.S. Army Corp of Engineers. To prevent unplanned fill material from entering wetlands, control techniques such as sediment fencing, hay bales, berms, and re-vegetation are required."

4. Article XI, Supplemental Provision, sub-paragraph A shall be amended, and as amended, shall read as follows:

"A. This Declaration of Protective Covenants, Conditions, and Restrictions shall incorporate all information presented on the final plats. The final plats may

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be amended only pursuant to the approval of the Board of County Commissioners of Archuleta County, Colorado. The Declarant reserves the right to create 76 lots in the Colorado's Timber Ridge Subdivision Phase I, 50 lots in the Colorado's Timber Ridge Subdivision Phase Two, and 33 lots in the Colorado's Timber Ridge Subdivision Phase Three, all pursuant to C.C.I.O.A. 38-33.3-205.(d)."

IN WITNESS WHEREOF, the Declarant has executed this First Supplemental Declaration to Declaration of Protective Covenants, Conditions and Restrictions the day and year above written.

COLORADO TIMBER RIDGE RANCH,
A CALIFORNIA LIMITED PARTNERSHIP

By: Walter Joseph Machock
Walter Joseph Machock
General Partner

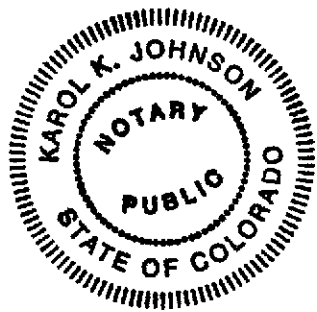
STATE OF COLORADO }
 }ss.
COUNTY OF ARCHULETA }

The foregoing instrument was acknowledged before me this 28 day of November, 2000, by Walter Joseph Machock, General Partner of Colorado Timber Ridge Ranch, A California Limited Partnership.

WITNESS my hand and seal.

My Commission Expires: 4/18/2001

Karol K Johnson
Notary Public



FOR GOOD AND VALUABLE CONSIDERATION, the receipt of which hereby is acknowledged, Colorado's Timber Ridge Homeowners Association, a Colorado non-profit corporation, hereby agrees to accept all of the benefits and all of the duties, responsibilities, obligations and burdens imposed upon it by the provisions of this First Supplemental Declaration.

IN WITNESS WHEREOF, The Colorado's Timber Ridge Homeowners Association, a Colorado non-profit corporation, has caused this instrument to be executed in its corporate name by its President and attested by its Secretary, all by order of its Board of Directors first duly given, this the 27th day of November, 2000.

COLORADO'S TIMBER RIDGE HOMEOWNERS ASSOCIATION

Attest Richard J. Gustafson
Secretary

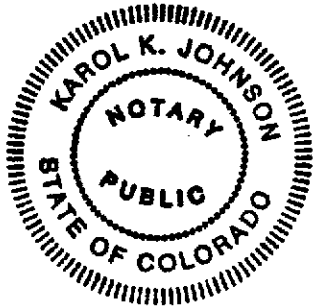
By M.G. Mitchell
President

STATE OF COLORADO }
} ss.
COUNTY OF ARCHULETA }

On this 27th day of November, 2000, before me appeared RICHARD J. GUSTAFSON and M.G. Mitchell to me personally known, who being by me duly sworn did say: that they are the President and Secretary, respectively, of Colorado's Timber Ridge Homeowners Association, a non-profit corporation of the State of Colorado, and that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and said President and Secretary acknowledged said instrument to the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

My Commission Expires: 4/18/2001



Karol K Johnson
Notary Public