



**AMENDMENT TO THE
DECLARATION OF PROTECTIVE COVENANTS
ROARING JUDY RANCH – PHASE I & PHASE II**

THIS AMENDMENT TO THE DECLARATION OF PROTECTIVE COVENANTS FOR ROARING JUDY RANCH, PHASE I & PHASE II shall be effective upon recordation and is made and adopted by the ROARING JUDY RANCH ASSOCIATION, a Colorado nonprofit corporation (the "Association"), to amend the Declaration of Protective Covenants – Roaring Judy Ranch recorded on August 30, 1989 at Reception No. 415613 in the Office of the Gunnison County Clerk and Recorder ("Phase I Declaration"), and the Declaration of Protective Covenants – Roaring Judy Ranch – Phase II recorded on June 27, 1990 at Reception No. 421082 in the Office of the Gunnison County Clerk and Recorder ("Phase II Declaration").

The Association hereby amends the Phase I Declaration as follows:

1. Section 6 of the Phase I Declaration is amended by adding in its entirety and restating as follows:

6. TEMPORARY STRUCTURES. Temporary structures, which shall include, but not be limited to, Quonset huts, fabric tension structures and pole tents, are strictly prohibited on lands subject to this Declaration. If any temporary structure is erected and remains on lands subject to this Declaration for more than ten days, the Board of Directors shall send the owner written notification to remove such temporary structure. Teepees are not temporary structures and shall not be subject to the prohibition contemplated herein.

2. The Phase I Declaration is further amended by adding the following Sections:

23. TIMESHARING. No tract owner shall offer or sell any interest in any tract under a "timesharing" or "interval ownership" or similar plan.

24. FIREARMS. The discharge of a firearm on lands subject to this Declaration is strictly prohibited.

25. HUNTING. Parties that are not tract owners are strictly prohibited from using the lands subject to this Declaration to access forest lands for hunting purposes, unless accompanied by a tract owner.

The Association hereby amends the Phase II Declaration as follows:

1. Section 6 of the Phase I Declaration is amended by adding in its entirety and restating as follows:

6. TEMPORARY STRUCTURES. Temporary structures, which shall include, but not be limited to, Quonset huts, fabric tension structures and pole tents, are strictly prohibited on lands subject to this Declaration. If any temporary structure is erected and remains on lands subject to this Declaration for more than ten days, the Board of Directors shall send the tract owner written notification to remove such temporary structure. Tepees are not temporary structures and shall not be subject to the prohibition contemplated herein.

2. The Phase II Declaration is further amended by adding the following Sections:

24. TIMESHARING. No tract owner shall offer or sell any interest in any tract under a "timesharing" or "interval ownership" or similar plan.

25. FIREARMS. The discharge of a firearm on land subject to this Declaration is strictly prohibited.

26. HUNTING. Parties that are not tract owners are strictly prohibited from using the lands subject to this Declaration to access forest lands for hunting purposes, unless accompanied by a tract owner.

Executed as of this 7 day of August, 20 11.

ROARING JUDY RANCH ASSOCIATION,
a Colorado nonprofit corporation

By: Jack Diani

Jack Diani, President

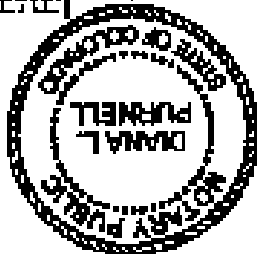
STATE OF Colorado)
) ss.
County of Gunnison)

This document was acknowledged before me on this 7th day of Sept, 20 11, by Jack Diani as President of Roaring Judy Ranch Association, a Colorado nonprofit corporation.



WITNESS my hand and official seal.
My commission expires:

My Commission Expires 05/23/12



Diana L. Purnell
Notary Public

CERTIFICATION

I, David V. Villanueva, serve as the Secretary of the Roaring Judy Ranch Association, a Colorado nonprofit corporation, and hereby certify that pursuant to 38-33.3-217, C.R.S., the owners of the Roaring Judy Ranch Association have approved this Amendment to the Declaration of Protective Covenants Roaring Judy Ranch – Phase I and Phase II, and such Amendment was properly voted on and adopted.

ROARING JUDY RANCH ASSOCIATION,
a Colorado nonprofit corporation

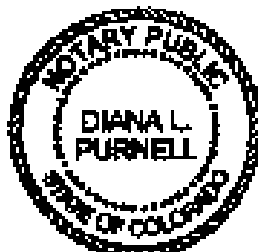
By: David Villanueva, Secretary
[Signature]

STATE OF Colorado)
County of Gunnison) ss.

The foregoing instrument was acknowledged before me this 7th day of Sept, 2011 by David Villanueva as Secretary of Roaring Judy Ranch Association, a Colorado nonprofit corporation.

My commission expires: 5-23-12
WITNESS my hand and official seal.

(SEAL)



My Commission Expires 05/23/2012

Diana L. Purnell
Notary Public