

**FIRST AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
OF
PRITCHARD MESA ESTATES II SUBDIVISION**

THIS FIRST AMENDMENT to the Declaration of Covenants, Conditions and Restrictions of Pritchard Mesa Estates II Subdivision is made this ____ day of July, 2011, by the Pritchard Mesa Estates II Homeowners Association, Inc. (the "Association"), pursuant to a written vote of the lot owners.

RECITALS:

A. A Declaration of the Covenants, Conditions and Restrictions of Fox Run at the Estates Subdivision (the "Declaration") was recorded in the records of Mesa County, Colorado, on July 28, 2006, at Book 4212, Page 814.

B. Article VIII, Section 8.5 of the Declaration provides that it may be amended by any instrument approved in writing by not less than sixty-seven percent (67%) of the Members of the Association.

C. By written vote of ____% of the Members, amendments to the Declaration have been approved and adopted as set forth below.

NOW, THEREFORE, the Declaration is hereby amended as follows:

1. Lots 1 and 2 of the Pritchard Mesa Estates II Subdivision, as shown on the plat thereof, shall be exempt from the homeowners association assessments set forth in Article IV of the Declaration, excluding special assessments, until the first of any of the following triggering events:
 - a. Passage of ten (10) years from the approval date of this Amendment;
or
 - b. Any conveyance of title to either lot or any portion thereof; or
 - c. Loss of agricultural zoning; or
 - d. Construction of any building, residential or non-residential, on either lot.

The lot owners of Lots 1 and 2 shall have no voting rights with the Association until they are no longer exempt from the homeowners association assessments. Further, the lot owners of Lots 1 and 2 shall be subject to all other provisions of

the Declaration, including, but not limited to, any and all architectural requirements.

At the request of the lot owners of Lots 1 and 2, prior to the ten (10) year expiration set forth above, and assuming no other triggering events have occurred, a meeting may be called for a vote by the Members of the Association to extend the exemption of Lots 1 and 2 for one (1) additional period of ten (10) years and such approval shall include all of the above named triggering events.

- 2. Except as expressly amended herein, the Declaration shall remain the same and in full force and effect.
- 3. The undersigned officers of the Association hereby certify that by a written vote, ___% of the Members of the Association have approved the above stated amendments to the Declaration.

EXECUTED and effective the day and year first written above.

PRITCHARD MESA ESTATES II
HOMEOWNERS ASSOCIATION, INC.

By: _____
Justin Whiteford, President

ATTEST:

By: _____
Sheila Covello, Secretary

STATE OF COLORADO)
COUNTY OF MESA) ss.

Subscribed, sworn to and acknowledged before me by Justin Whiteford, as President and Sheila Covello, as Secretary, of Pritchard Mesa Estates II Homeowners Association, Inc.

Witness my hand and official seal.

My commission expires _____.

Notary Public