



**AMENDMENT  
of  
SECOND SUPPLEMENT  
to  
DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS  
AND EASEMENTS  
for  
WHISPERING PINES RANCH**

*(Annexation of Whispering Pines Ranch, Filing No. 5, Corrected Description)*

SLBG, LLC, a Colorado limited liability company, as Declarant, executed the Declaration of Covenants, Conditions, Restrictions and Easements for Whispering Pines Ranch dated as of December 30, 1998 and recorded January 14, 1999 at Reception No. 586135 in the real property records of Summit County, Colorado (referred to, as previously supplemented and amended, as the "Declaration"). The Declaration contemplates that all or portions of certain additional property may be annexed to the Declaration from time to time by the execution and recording of an amendment to the Declaration.

On April 26, 2000, Declarant recorded a Second Supplement to the Declaration of Covenants, Conditions, Restrictions and Easements for Whispering Pines Ranch at Reception No. 621277 in such real property records (the "Previous Supplement"). Exhibit A to the Previous Supplement contained descriptions of two parcels of real property, referred to as Parcel A and Parcel B. The legal description of Parcel A in the Previous Supplement was correct. The description of Parcel B in the Previous Supplement was incorrect.

Accordingly, pursuant to Section 19.3 of the Declaration, the undersigned, as Declarant, hereby amends and supplements the Declaration by adding to the "Property", as originally defined in the Declaration (as previously supplemented), that part of the "Expansion Property" (as defined in the Declaration) described on Exhibit A attached to and incorporated in this Amendment. The Property shall not be deemed to include any part of the parcel described as Parcel B in the Previous Supplement that is not contained within the description of the property on Exhibit A attached to and incorporated in this Amendment.

As provided in Section 19.4 of the Declaration, the definitions used in the Declaration shall automatically be extended to encompass and to refer to the Property, as modified by this Supplement, and the property described on Exhibit A to this Supplement is added to and made a part of the Property for all purposes.

Executed as of the date of the Previous Supplement.

DECLARANT:

SLBG, LLC, a Colorado limited liability company

By: The Lionel Trust, a member

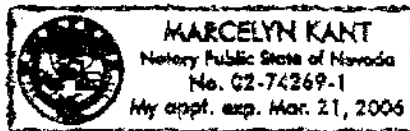
By: *Samuel S. Lionel*  
Samuel S. Lionel, sole trustee

STATE OF NEVADA        )  
                                  ) ss.  
COUNTY OF CLARK     )

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of June, 2002, by Samuel S. Lionel, the sole trustee of The Lionel Trust, as a member of SLBG, LLC, a Colorado limited liability company.

Witness my hand and official seal.

My commission expires \_\_\_\_\_



*Marcelyn Kant*  
Notary Public

**EXHIBIT A**  
to  
**AMENDMENT**  
of  
**SECOND SUPPLEMENT**  
to  
**DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS**  
**AND EASEMENTS**  
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**WHISPERING PINES RANCH**

*(Annexation of Whispering Pines Ranch, Filing No. 5, Corrected Description)*

**CORRECTED DESCRIPTION** of Whispering Pines Ranch Filing No. 5:

A tract of land being a portion of Section 28, Township 5 South, Range 77 West of the Sixth Principal Meridian, County of Summit, State of Colorado, and described as follows:

Beginning at the northeast corner of Whispering Pines Ranch, Filing No. 3 (Block 12), a plat of record; thence along the north boundary of said Filing No. 3 the following two (2) courses:

1. S70°39'37"W a distance of 315.02 feet;
2. S79°15'14"W a distance of 352.54 feet,

thence N53°10'46"W a distance of 127.32 feet; thence N17°55'58"W a distance of 319.00 feet; thence N80°30'45"E a distance of 482.06 feet; thence N49°28'36"E a distance of 199.13 feet to a point on the proposed west right-of-way line for Whispering Pines Ranch Drive; thence S54°42'31"E along said west right-of-way line a distance of 139.38 feet to the most westerly boundary corner of Whispering Pines Ranch, Filing No. 4 (Block 18); thence continuing along said westerly right-of-way line of Whispering Pines Ranch Drive as previously platted for the following two (2) courses:

1. 286.04 feet along the arc of a curve to the right having a central angle of 60°41'56", a radius of 270.00 feet, and a chord which bears S24°21'33"E 272.85 feet distant;
2. S05°59'25"W a distance of 90.00 feet to the Point of Beginning.

County of Summit,  
State of Colorado.