

When Recorded, Return to:

HILLIS CLARK MARTIN & PETERSON, P.S.
Attention: Steven R. Rovig
500 Galland Building
1221 Second Avenue
Seattle, WA 98101-2925

10/26/2007 10:06:39 AM
\$44.00
Declaration AMERITITLE
Kittitas County Auditor

200710260010
Page 1 of 5



**ELEVENTH SUPPLEMENT
TO
SECOND AMENDED AND RESTATED
COVENANT FOR COMMUNITY ENHANCEMENT
OF
SUNCADIA**

Grantor:	<u>SUNCADIA, LLC</u>		
Grantee:	<u>PLATS OF SUNCADIA</u>		
Legal Description (abbreviated):	The Lodge at Suncadia Master Condominium, as recorded in Book <u>11</u> of Plats, pages <u>26</u> through <u>38</u> , and according to Declaration thereof recorded under Auditor's File No. 2007 <u>10260005</u> , records of Kittitas County, State of Washington.		
☒ Additional on:	<u>EXHIBIT A</u>		
Assessor's Tax Parcel ID #:	<u>20-15-19000-0020</u>		
Reference Nos. of Documents	200407200039	200505040004	200604190031
Released or Assigned:	200410080060	200506220004	200607190004
	200410140004	200512070005	200609280024
			200610270011

THIS ELEVENTH SUPPLEMENT TO SECOND AMENDED AND RESTATED COVENANT FOR COMMUNITY ENHANCEMENT OF SUNCADIA ("Eleventh Supplement") is dated for reference purposes October 26, 2007 by SUNCADIA, LLC, a Delaware limited liability company ("Founder").

**RECITALS**

A. Founder is the Founder under The Second Amended and Restated Covenant for Community Enhancement of MountainStar Resort as recorded under Kittitas County Recording No. 200407200039, as amended by Supplements recorded under Kittitas County Recording Nos. 200410080060, 200410140004, 200505040004, 200506220004, 200512070005, 200604190031, 200607190004, 200608020004, 200609280024 and 200610270011 (collectively, the "Covenant").

B. Pursuant to Article 8 of the Covenant, and for the period specified therein, the Founder may unilaterally amend the Covenant for any purpose, provided such amendment has no material adverse effect upon the title to real property subject to the Covenant without the consent of the affected Owner(s); and has no material adverse effect upon any right, privilege, or protection specifically granted to Owners hereunder without the consent of the affected Owner(s).

C. Accordingly, Declarant now desires to amend the Covenant to make that certain real property described in the attached EXHIBIT A ("Subject Property") subject to the Covenant.

NOW, THEREFORE, Founder does hereby declare and provide as follows:

1. **Definitions.** Except as otherwise specifically provided in this Eleventh Supplement, capitalized terms used herein shall have the meanings set forth in the Covenant.
2. **Subject to Covenant.** The Subject Property shall be subject to the Covenant.
3. **Full Force and Effect.** Except as specifically modified herein, the Covenant shall remain in full force and effect.



EXECUTED as of the day and year first above written.

FOUNDER:

SUNCADIA, LLC,
a Delaware limited liability company

By: Easton Ridge Investors, LLC,
a Delaware limited liability company
Its Managing Member

By: Michael Stande
Name: Michael A. Stande
Its: Sr. Vice Pres.

By: Del E. Goehring
Name: Del E. Goehring
Its: Sr. Vice President

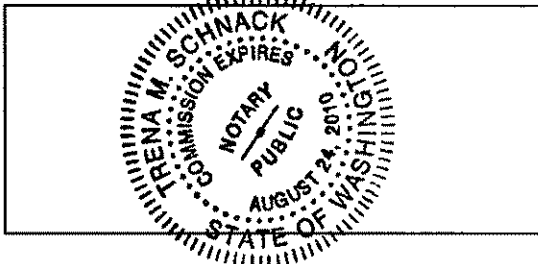
STATE OF WASHINGTON

COUNTY OF KITTITAS

SS.

On this day personally appeared before me Del E. Goehring and
Michael Stande, to me known to be the Sr. VP and
Sr. VP, respectively, of Easton Ridge Investors, LLC, a
Delaware limited liability company and Managing Member of SUNCADIA, LLC, a
Delaware limited liability company, that executed the foregoing instrument, and
acknowledged such instrument to be the free and voluntary act and deed of such limited
liability company, for the uses and purposes therein mentioned, and on oath stated that
they were duly authorized to execute such instrument.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 25 day of October, 2006.



Trena M. Schnack
Printed Name Trena M. Schnack
NOTARY PUBLIC in and for the State of Washington,
residing at CLE Elum
My Commission Expires 8/24/2010



CONSENT OF ROSLYN LODGE

As owner of the Subject Property, the undersigned consents to the foregoing Eleventh Supplement.

DATED for reference purposes October 26, 2007.

ROSLYN LODGE, LLC,
a Delaware limited liability company

By

Name:

Its:

Michael S. Tande
Sr. Vice Pres.

By

Name:

Its:

Del E. Gearing
Sr. Vice President

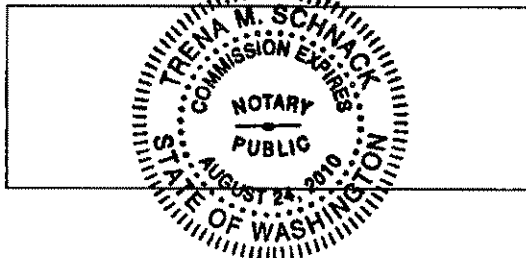
STATE OF WASHINGTON

COUNTY OF KITTITAS

SS.

On this day personally appeared before me DEL E. Gearing
and Michael S. Tande, to me known to be the Sr. VP
and Sr. VP, respectively, of **ROSLYN LODGE, LLC**, the Delaware
limited liability company that executed the foregoing instrument, and acknowledged such
instrument to be the free and voluntary act and deed of such limited liability company for
the uses and purposes therein mentioned, and on oath stated that they were duly
authorized to execute such instrument.

GIVEN UNDER MY HAND AND OFFICIAL SEAL this 25 day of October 2007.



Printed Name

Trena M. Schnack
NOTARY PUBLIC in and for the State of Washington,

residing at

CLE Elum

My Commission Expires

8/24/2010

**EXHIBIT A****ADDITIONAL PROPERTY**

The Lodge at Suncadia Master Condominium, as recorded in Book 11 of
Plats, pages 26 through 38, and according to Declaration thereof
recorded under Auditor's File No. 2007 10260005, records of
Kittitas County, State of Washington.

Residential Property:

The Lodge Unit of the Master Condominium
together with all Residential Units set forth on
Exhibit B of the Condominium Declaration for The
Lodge at Suncadia Residential Condominium,
recorded under Auditor's File
No. 2007 10260006, records of
Kittitas County, State of Washington.

Commercial Property:

The Services Unit and the Parking Unit of the
Master Condominium.