

When Recorded, Return to:

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

12/19/2007 09:17:17 AM
\$43.00
Miscellaneous Document LATHROP
Kittitas County Auditor

200712190002
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REVIEWED BY: Lesa Cap
DEPUTY, KITTITAS COUNTY TREASURER
DATE: 12-19-07
STANDS BEFORE ME: Phyllis Crispin
REPRESENTING: Lathrop Atty
STATING THAT NO CONSIDERATION
IS BEING PAID.

**TWELFTH 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):	LOT A OF SURVEY RECORDED IN BOOK 31 OF SURVEYS, PAGES 158 THROUGH 161, UNDER AUDITOR'S FILE NO. 200508110028, RECORDS OF KITTITAS COUNTY, WASHINGTON.	
☒ Additional on:	<u>EXHIBIT A</u>	
Assessor's Tax Parcel ID Nos.:	<u>20-15-19000-0003</u>	<u>20-15-19000-0013</u>
Reference Nos. of Documents	<u>200407200039</u>	<u>200604190031</u>
Released or Assigned:	<u>200410080060</u>	<u>200607190004</u>
	<u>200410140004</u>	<u>200608020004</u>
	<u>200505040004</u>	<u>200609280024</u>
	<u>200506220004</u>	<u>200610270011</u>
	<u>200512070005</u>	<u>200710260010</u>

THIS TWELFTH SUPPLEMENT TO SECOND AMENDED AND RESTATED COVENANT FOR COMMUNITY ENHANCEMENT OF SUNCADIA ("Twelfth Supplement") is dated for reference purposes December 4, 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, 200610270011, and 200710260010 (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 propertied 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 Twelfth 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.

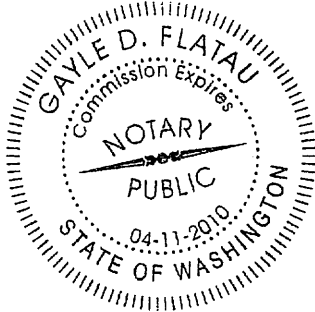


EXECUTED as of the day and year first above written.

FOUNDER:

SUNCADIA, LLC,
a Delaware limited liability company

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



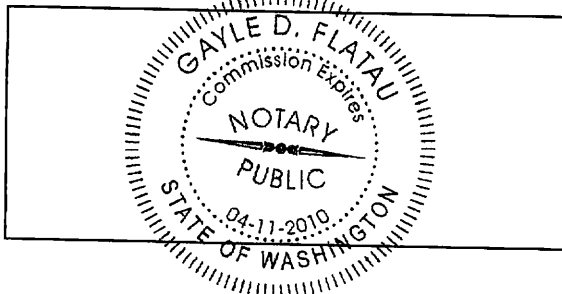
By: [Signature]
Name: Paul Eisenberg
Its: Senior Vice President

By: [Signature]
Name: Del E. Goehring
Its: Sr. Vice President

STATE OF WASHINGTON }
COUNTY OF KITTITAS } ss.

On this day personally appeared before me Paul Eisenberg
and Del E. Goehring, to me known to be the SVP
and SVP, 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 4th day of December, 2007.



Gayle D. Flatau
Printed Name Gayle D. Flatau
NOTARY PUBLIC in and for the State of Washington,
residing at Chelan, Kittitas County
My Commission Expires 4-11-2010

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EXHIBIT A

ADDITIONAL PROPERTY

The following real property as shown on the plat of SUNCADIA PHASE 1,
DIVISION 9, recorded in Kittitas County, Washington, Volume 11
of Plats, pages 78 to 82 :

Units:

Lots numbered 9-1 through 9-3, inclusive.

Note: For purposes of this Covenant, the above-described property is designated
residential.