

When Recorded, Return to

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



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Page: 1 of 4
10/14/2004 11:34A
AMDT 22 00

REVIEWED BY
KITITITAS COUNTY TREASURER
DEPUTY [Signature]
DATE 10-14-04

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

Grantor:	<u>MOUNTAINSTAR RESORT DEVELOPMENT, LLC</u>	
Grantee:	<u>PLATS OF SUNCADIA</u>	
Legal Description (abbreviated):	<u>Portion of Section 19, 20, 29 and 30, T20N, R15E, W.M.</u>	
☒ Additional on:	<u>Exhibit A</u>	
Assessor's Tax Parcel ID #:	20-15-18030-0012	20-15-29000-0009
	20-15-19000-0008	20-15-30000-0020
	20-15-19000-0016	20-14-23000-0009
	20-15-20000-0010	20-14-23000-0010
	20-15-20000-0015	20-14-24000-0001
	20-15-29000-0001	20-14-24000-0005
Reference Nos. of Documents Released or Assigned:	200311180019	
	200402170064	
	200407200039	
	200410080060	

THIS SECOND SUPPLEMENT TO THE SECOND AMENDED AND RESTATED COVENANT FOR COMMUNITY ENHANCEMENT OF SUNCADIA ("Second Supplement") is dated for reference purposes October 12, 2004 by MOUNTAINSTAR RESORT DEVELOPMENT, LLC, a Delaware limited liability company ("Founder") doing business as **SUNCADIA DEVELOPMENT COMPANY**.

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 and as amended by a First Supplement recorded under Kittitas County Recording No. 200410080060 (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 correct a scrivener's error in Exhibit A to the First Supplement.

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

1. **Exhibit A.** Exhibit A, as attached to the First Supplement, is hereby amended in its entirety as set forth on the attached **EXHIBIT A**.
2. **Full Force and Effect.** Except as specifically modified herein, the Covenant shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned Founder has executed this Second Supplement the day and year first above written.

FOUNDER:

MOUNTAINSTAR RESORT
DEVELOPMENT, LLC,
a Delaware limited liability company

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

By: William G. Hunt
Name: William G. Hunt
Its: EVP

By: Del E. Goehring
Name: DEL E. GOEHRING
Its: Vice President

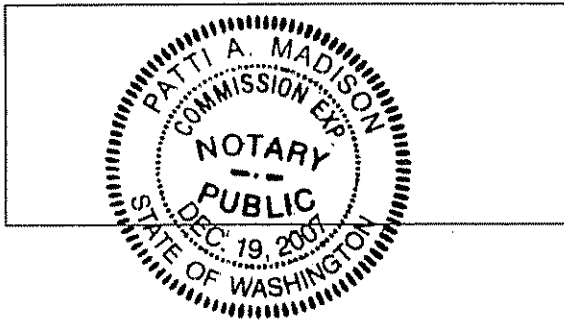
STATE OF WASHINGTON

COUNTY OF KITTITAS

SS

On this day personally appeared before me William B Hunt
and DEL E Goehring, to me known to be the EVP and
VP, respectively, of Easton Ridge Investors, LLC, a Delaware limited liability
company and Managing Member of MOUNTAINSTAR RESORT DEVELOPMENT, 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 13 day of October, 2004.



Patti A Madison
Printed Name Patti A. Madison
NOTARY PUBLIC in and for the State of Washington,
residing at Ellensburg
My Commission Expires December 19, 2007

EXHIBIT A

ADDITIONAL PROPERTY

The following real property as shown on the plat of SUNCADIA — PHASE 3 DIVISIONS 1 TO 5 (TUMBLE CREEK) recorded in the County of Kittitas, State of Washington, in Book 9 of Plats, pages 51 through 78 under Auditor's File No. 200410080054 records of Kittitas County, Washington:

Units:	Lots 1-1 through 1-14
	Lots 2-1 through 2-40
	Lots 3-1 through 3-28
	Lots 4-1 through 4-11
	Lots 5-1 through 5-17