

**AMENDMENT TO DECLARATION OF PROTECTIVE COVENANTS
OF
RED MOUNTAIN RANCH**

WHEREAS, the undersigned, on January 12, 1996, recorded the Declaration of Protective Covenants of Red Mountain Ranch in Book 776 at page 821 of the Gunnison County Records ("Covenants"); and

WHEREAS, by Restrictive Covenant Adopting Declaration of Protective Covenants recorded January 12, 1996 in Book 776 at page 845 of the Gunnison County Records, White Buffalo Trading Company, a Colorado corporation, applied the Covenants to the property described therein; and

WHEREAS, by Restrictive Covenant Adopting Declaration of Protective Covenants recorded January 23, 1996 in Book 777 at page 398 the undersigned applied the Covenants to the property described therein; and

WHEREAS, the undersigned desires to amend the Covenants;

NOW, THEREFORE, the undersigned hereby amends the Covenants as follows:

1. Grazing. Notwithstanding the provisions of Sections 1 and 6 of Article 3 of the Covenants, the Association shall have the authority to enter into one or more grazing leases for the grazing of livestock upon the Property, subject to the condition that, notwithstanding the provisions of Section 14 of Article 6 of the Covenants, an Owner shall have the right to construct a fence surrounding the Family Residence and so much of the Building Site as is approved by the Association.

2. Water Sprinkler System. Section 14 of Article 5 is amended to read as follows:

It is required that all residential Buildings situate upon the Property have installed and maintained a water or chemical sprinkler system of a type and design, including water capacity and pressure, sufficient for fire protection of the Building. At a minimum, such system shall comply with NFPA 13D.

3. Landscaping. The following sentence shall be added to Section 8 of Article 6:

The Association shall have authority to levy a fine of at least \$500.00 per tree, for the cutting or removal of trees in violation of this section.

4. Fences. The following sentence shall be added to Section 14 of Article 6:

Perimeter fencing shall not exceed 5 feet in height.

5. Use of Roads. The following sentence shall be added to Section 18 of Article 6:

Notwithstanding anything herein to the contrary, the holder of the Easement for driving cattle recorded March 14, 1958 in Book 334 at page 117 of the Gunnison County records shall have the right to drive its cattle across the roads within the Property in exercising the rights and privileges under such Easement.

6. Amendment. The following sentence shall be added to Section 2 of Article 12:

Notwithstanding anything herein to the contrary, no amendment of Section 6 of Article 3, Section 14 of Article 5 or Section 8 of Article 8 shall be effective without the written approval of Gunnison County, Colorado

In all other respects, the provisions of the Covenants are hereby reaffirmed and ratified.

Signed this 2nd day of July, 1996.

Lacy and Dow LLC, a Colorado limited liability company

By: Billy Joe Lacy
Billy Joe Lacy, Member and Attorney-in-fact

STATE OF COLORADO)
)
) ss.
COUNTY OF GUNNISON)

The above and foregoing Amendment to Declaration of Protective Covenants was acknowledged before me this 2nd day of July, 1996 by Billy Joe Lacy, Member and attorney-in-fact of Lacy and Dow LLC, a Colorado limited liability company.

Witness my hand and official seal.

My Commission expires: 9/13/96.



David Leinsdorf
Notary Public