



**SECOND AMENDMENT
TO THE
DECLARATION OF PROTECTIVE COVENANTS**

HIDDEN MINE RANCH

THIS SECOND AMENDMENT TO THE DECLARATION OF PROTECTIVE COVENANTS for HIDDEN MINE RANCH shall be effective upon recordation and is made by **Hidden Mine Ranch, LLC, a Colorado limited liability company** ("Declarant"). Declarant hereby makes the following amendments to the Declaration of Protective Covenants for Hidden Mine Ranch recorded on October 29, 2007 and bearing Reception No. 579839 ("Declaration") in the office of the Gunnison County Clerk and Recorder and to the First Amendment to the Declaration of Protective Covenants for Hidden Mine Ranch recorded on December 17, 2007 and bearing Reception No. 581054 ("First Amendment") in the office of the Gunnison County Clerk and Recorder:

Article 3, Section 1 of the Declaration is hereby amended by deleting Article 3, Section 1 in its entirety and restating Article 3, Section 1 to read as follows:

Section 1. Family Residences. All Lots that are designated as "Family Residences" shall be used exclusively for residential purposes. Each Lot, excepting Lots 5, 7, 11 and 13, shall have no more than one Family Residence, one attached or detached Garage, and one Guest House. Such Family Residence, Guest House and Garage shall be contained in no more than three (3) buildings. No additional Buildings shall be permitted and no more than one (1) water well shall be installed on any Lot. Lots 5, 7, 11 and 13 are restricted to two (2) structures, which may include any of the following: one (1) Family Residence, which may include an attached garage, one (1) detached garage and/or one (1) barn. Lots 5, 7, 11 and 13 may not contain a Guest House.

Article 3, Section 2 of the Declaration is hereby amended by deleting Article 3, Section 2 in its entirety and restating Article 3, Section 2 to read as follows:

Section 2. Ranch Family Residences. All lots that are designated as "Ranch Family Residences" may be used as described in this Declaration. Such lots may contain no more than one Family Residence, one Barn, one Guest House and one Garage. However, such lots may contain no more than a total of three (3) buildings. No additional buildings shall be permitted and no more than one (1) water well shall be installed on any Lot. Ranch Family Residences shall include Lots 5, 6, 8, 10 and 11, subject to Article 3, Section 1 above.



Article 3 of the Declaration is hereby amended by adding a Section 10 to read as follows:

Section 10. Fence Line Boundary with Whetstone Mountain Ranch. The fence line adjacent to Whetstone Mountain Ranch Lot 1 shall remain in its present location. There shall be no improvements on that portion of the Property located north of the present fence line location and adjacent to Whetstone Mountain Ranch Lot 1, and motorized access to this portion of the Property is also prohibited. Notwithstanding the foregoing restriction, temporary motorized access beyond the fence line is permitted for construction or maintenance purposes elsewhere on the Property. The Declarant or Association is permitted to develop a path beyond the present fence line for river access and recreational uses.

Article 3 of the Declaration is hereby amended by adding a Section 11 to read as follows:

Section 11. Outlot A. Outlot A, as shown on the Plat of Hidden Mine Ranch recorded at Reception No. 579840 on October 29, 2007 in the Office of the Gunnison County, Colorado Clerk and Recorder, shall share the same privileges as all other Ranch Use Lots, except that there shall be no residential dwelling(s) permitted on Outlot A. Outlot A shall be assessed fifty percent (50%) of the regular annual dues, unless it is purchased by an existing Member of the Association, in which case there will be no dues assessed against Outlot A.

Article 6, Section 9 of the Declaration is hereby amended by deleting Article 6, Section 9 in its entirety and restating Article 6, Section 9 to read as follows:

Section 9. Exterior Building Material and Style. All Buildings shall be built in an exterior of rustic elegance and with colors and materials harmonious to the area and similar in style, color and materials to like kind Buildings in existence in the surrounding areas. No exterior walls shall consist of sheet metal, metal material, or any similar material. All colors of exterior walls and roofs shall be natural or earth tone colors to blend with the natural surroundings, except that colored trim may be allowed upon approval of the Architectural Review Board. Man made materials are acceptable, but must first be approved by the Architectural Review Board on a case by case basis.

Article 7, Section 8 of the Declaration is hereby amended by deleting Article 7, Section 8 in its entirety and restating Article 7, Section 8 to read as follows:

Section 8. Landscaping. Removal of trees and other foliage shall be strictly limited. The Architectural Review Board shall have broad discretion to restrict removal of trees and other foliage and to require replacement of trees and other foliage. The Lot and all landscaping thereon shall be maintained in its natural condition to the extent possible. Lawns and artificial landscaping shall be minimal and in no event shall an irrigated lawn and garden exceed 1,000 square feet. No trees shall be cut or removed



from any Lot except only: (1) as required to permit ingress and egress to and from the Building Site; (2) to clear the actual construction site for any Family Residence, Guest House, Garage or Barn; (3) to remove any diseased or dead trees; (4) to remove any tree that poses a danger to any Building; (5) as is required for Wildfire Safety; (6) for any recreational or other easement; and (7) to allow for a sufficient view corridor that first must be approved by the Architectural Review Board. 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. Landscaping shall not be palatable to deer and elk. The goal of Hidden Mine Ranch is to reestablish natural vegetation in all areas where it is possible, and as quickly as possible.

Article 7, Section 15.4 of the Declaration is hereby amended by deleting Article 7, Section 15.4 in its entirety and restating Article 7, Section 15.4 to read as follows:

15.4 For use restricted to designated, existing trails as shown on the Association trail map.

Article 7, Section 19 of the Declaration is hereby amended by deleting Article 7, Section 19 in its entirety and restating Article 7, Section 19 to read as follows:

Section 19. Screening.

- 19.1** All residences should exercise proper screening when necessary to mitigate the viewing of the residence from Highway 135.
- 19.2** Lot 5 shall provide proper screening to mitigate the viewing of the residence from Smith Road.
- 19.3** Screening may include, but not be limited to, berms and trees. The Architectural Review Board will review screening on a case-by-case basis.

Article 7, Section 20 of the Declaration is hereby amended by deleting Article 7, Section 20 in its entirety and restating Article 7, Section 20 to read as follows:

Section 20. Outdoor Storage.

- 20.1** No outdoor hay storage is permitted. Any hay stored must be kept in an enclosure.
- 20.2** There shall be no outdoor storage of trailers, including, but not limited to, horse trailers, on Lot 5.

Article 8, Section 3 of the Declaration is hereby amended by deleting Article 8, Section 3 in its entirety and restating Article 8, Section 3 to read as follows:

Section 3. Horses. Up to four (4) horses shall be allowed on any of the five (5) Ranch Family Residences, so long as such horses are kept within a fenced or enclosed area and such area is kept in a clean and sanitary condition at all times. Horses shall be kept only in a barn or corral. Barn stalls and corrals must be cleaned daily.

Article 9 of the Declaration is hereby amended by adding a Section 10 to read as follows:

Section 10. Three-Member Mediation Committee. There shall be a three-member mediation committee created, which shall mediate and make binding decisions if disputes arise between any two (2) or more Members regarding the proposed locations of driveways and building envelopes. This committee shall consist of the same individuals that serve on the Architectural Review Board. The terms of office of this committee shall be one and the same as the Board, as outlined under Article V of the Bylaws of Hidden Mine Ranch Owners' Association, Inc.

Signed this 20 day of Jan, 2008.

HIDDEN MINE RANCH, LLC,
a Colorado limited liability company

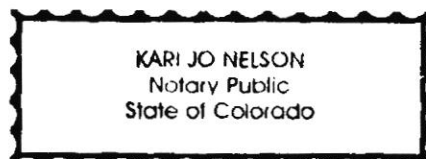
By: Clifford Michael Higgins
Clifford Michael Higgins, Manager


STATE OF COLORADO)
County of Gunnison) ss.

The foregoing instrument was acknowledged before me on this 30 day of Jan., 2008 by **Clifford Michael Higgins** as Manager of **Hidden Mine Ranch, LLC**, a Colorado limited liability company.

My commission expires: 2-16-2009
WITNESS my hand and official seal.

(SEAL)




Notary Public