



**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