

1003

SECOND AMENDMENT
TO THE
AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR BATTLEMENT MESA

THIS AMENDMENT is made this 3rd day of October, 2002.

RECITALS

A. Battlement Mesa, Inc., a Delaware corporation, and Pulte Home Corporation, a Delaware corporation, created the Battlement Mesa community (the "Service Association Area") by recording a Declaration of Covenants, Conditions and Restrictions of Battlement Mesa in the real property records of Garfield County, State of Colorado at Reception No. 320285, Book 583, Page 456 on October 15, 1981, as amended by an Amended and Restated Declaration of Covenants, Conditions and Restrictions for Battlement Mesa recorded August 13, 1991, in the real property records of Garfield County, State of Colorado at Reception No. 426419, Book 811 at Page 09 (the "Original Declaration").

B. Pursuant to Article XI, Section 11.2 of the Original Declaration, the approval of Delegates representing fifty-one percent (51%) of the voting power of the Members of the Service Association at a duly constituted meeting of the Service Association is required to approve any amendments to the Declaration.

C. The undersigned, being the President and Secretary of the Association, hereby certify that the approval of Delegates representing fifty-one percent (51%) of the voting power of Members of the Service Association at a duly constituted meeting of the Service Association has been obtained for this Amendment as required under Article XI, Section 11.2 of the Original Declaration, and that the approvals, along with the recorded copy of this First Amendment shall be placed in the Battlement Mesa Service Association's corporate records and shall be available for review and inspection upon request.

D. As amended by this Amendment, the Original Declaration is referred to as the "Declaration."

NOW THEREFORE,

I. Amendments. The Original Declaration is hereby amended as follows:

(a) **Addition: The following language is added to Exhibit A under the subsection "Residential Area":**

.....BY:

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2 of 2 R 11.00 D 0.00 GARFIELD COUNTY CO

Saddleback Village,
Filing No. 1 – Rental Area

Delegate Area #11

Saddleback Village,
Filing No. 2 – Rental Area

Delegate Area #12

II. No Other Amendments. Except as amended by the terms of this Amendment and previous Amendments, the Declaration shall remain in full force and effect.

IN WITNESS WHEREOF, this Amendment is executed by the undersigned.

BATTLEMENT MESA SERVICE ASSOCIATION,
a Colorado nonprofit corporation

By: *William L. Adams*
President

By: *Sue Lancaster*
Secretary