

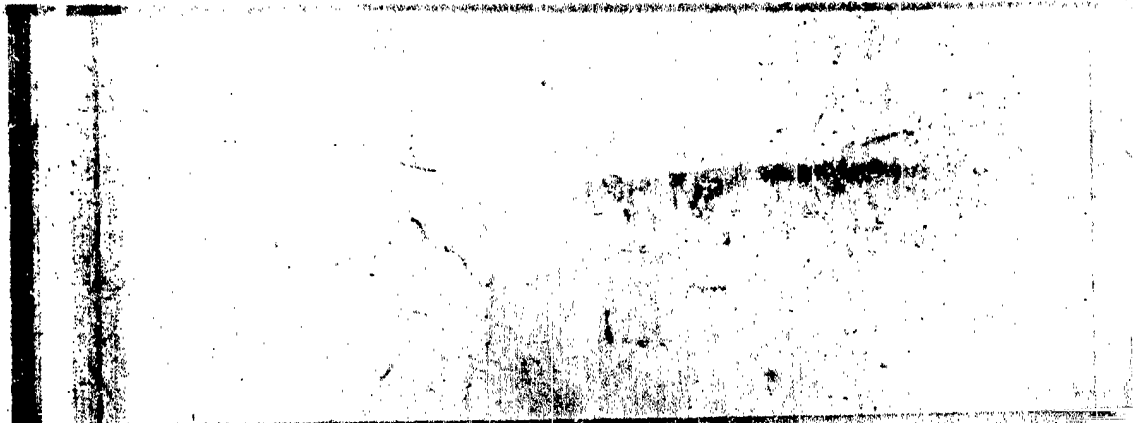
**FIRST AMENDMENT
TO THE
CONDOMINIUM DECLARATION FOR
THE SHADOW CREEK CONDOMINIUMS**

KNOW ALL MEN BY THESE PRESENTS, that in accordance with Paragraph 13.2 of the CONDOMINIUM DECLARATION FOR THE SHADOW CREEK CONDOMINIUMS, the undersigned constituting the Owners of Condominium Units in the said Shadow Creek Condominiums to which at least eighty percent of the votes in the Association are allocated for the use and benefit of themselves and all persons claiming or to claim any part of the real property described on Exhibit A attached hereto by through or under them, hereby declare and agree that the CONDOMINIUM DECLARATION FOR THE SHADOW CREEK CONDOMINIUMS recorded on Film 1426 as Reception No. 784761 in the office of the County Clerk and Reorder of Boulder County, Colorado, as supplemented, shall be and that said document is hereby amended in the following particulars, to wit:

60

1. Paragraph 4.8(b) of the said Declaration is amended in its entirety to read as follows:

(b) Contracts, Licenses and Other Agreements: The Board of Directors shall have the right to enter into, grant, perform, enforce or vacate contracts, agreements, licenses, leases, easements and/or rights-of-way, for the use by Owners, their Guests and members of their households, and other persons, concerning the Common Elements and any improvements located thereon. Any such contracts, licenses, leases, agreements, easements and/or rights-of-way, shall be upon such terms and conditions as may be agreed to from time to time by the Board of Directors without the necessity of the consent thereto, or joinder therein, by the Owners or First Mortgagee and which may include provisions by which the Association agrees that it shall pay part or all of the costs and expenses of maintaining and repairing same. Such costs shall be treated by the Board of Directors as a portion of the Annual Assessment for Common Expenses pursuant to Paragraph 5.3(a) hereof.



The Board of Directors is specifically authorized to execute on behalf of the Owners and First Mortgagees of the Shadow Creek Condominiums the Plat of the Shadow Creek Subdivision prepared by Downing, Thorpe & James, dated February 10, 1989, without the necessity of the consent thereto or joinder therein by the Owners or First Mortgagees.

That in all other respects the said CONDOMINIUM DECLARATION FOR THE SHADOW CREEK CONDOMINIUMS, as supplemented, shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned have caused this FIRST AMENDMENT TO THE CONDOMINIUM DECLARATION FOR THE SHADOW CREEK CONDOMINIUMS to be executed this 27th day of February 1989.

ATTEST:

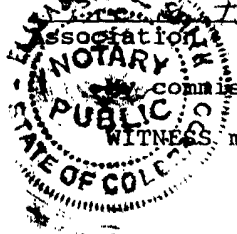
THE SHADOW CREEK CONDOMINIUM ASSOCIATION

Alvin Eversen
Secretary

By: [Signature] President

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this 27th day of February, 1989, by Alvin Eversen as Secretary and James W. Leach as President of The Shadow Creek Condominium Association.



My commission expires: June 29, 1991

WITNESS my hand and official seal.

[Signature]
Notary Public

EXHIBIT A
TO THE CONDOMINIUM DECLARATION
FOR THE SHADOW CREEK CONDOMINIUMS

LEGAL DESCRIPTION OF THE REAL PROPERTY
SUBMITTED TO THE SHADOW CREEK CONDOMINIUM REGIME

PARCEL 1:

ALL THAT PORTION OF THE N 1/2 OF THE N 1/2 OF SECTION 36, T1N, R71W, OF THE 6th P.M., DESCRIBED AS FOLLOWS:

COMMENCING AT THE N 1/4 CORNER OF SAID SECTION 36, THENCE S 0°35'50" E, 544.94 FEET ALONG THE NORTH-SOUTH CENTERLINE OF SAID SECTION 36 TO THE CENTERLINE OF ARAPAHOE AVENUE IN THE CITY OF BOULDER, COLORADO; THENCE N 88°11' W, 504.46 FEET TO THE CENTERLINE OF THE FORMER DENVER, BOULDER AND WESTERN RAILROAD RIGHT-OF-WAY; THENCE N 14°45' W, 16.31 FEET; THENCE N 88°36' E, 78.21 FEET TO THE POINT OF BEGINNING;

THENCE N 88°36' E, 28.32 FEET;

THENCE S 0°01' E, 16.98 FEET TO THE SOUTH RIGHT-OF-WAY LINE OF SAID FORMER DENVER, BOULDER AND WESTERN RAILROAD;

THENCE N 75°05' E, 14.70 FEET ALONG THE SOUTH RIGHT-OF-WAY LINE OF SAID FORMER DENVER, BOULDER AND WESTERN RAILROAD TO THE SOUTH LINE OF THAT TRACT OF LAND AS DESCRIBED IN DEED RECORDED IN BOOK 675 AT PAGE 297 OF THE RECORDS OF BOULDER COUNTY, COLORADO;

THENCE S 89°58'30" E, 40.88 FEET ALONG THE SOUTH LINE OF THAT TRACT OF LAND AS DESCRIBED IN SAID BOOK 675 AT PAGE 297;

THENCE N 0°01' W, 36.78 FEET TO THE CENTERLINE OF SAID FORMER DENVER, BOULDER AND WESTERN RAILROAD RIGHT-OF-WAY;

THENCE N 75°05' E, 73.46 FEET ALONG THE CENTERLINE OF SAID DENVER, BOULDER AND WESTERN RAILROAD RIGHT-OF-WAY TO THE NORTHWEST CORNER OF THAT TRACT OF LAND AS DESCRIBED IN DEED RECORDED IN BOOK 748 AT PAGE 242 OF THE RECORDS OF BOULDER COUNTY, COLORADO;

THENCE N 08°05'00" W, 172.75 FEET;

THENCE N 82°56' W, 100.00 FEET;

THENCE N 87°41' W, 24.34 FEET;

THENCE S 15°00'56" W, 195.25 FEET;

THENCE S 48°33'23" E, 58.78 FEET TO THE POINT OF BEGINNING.

AREA=0.80 ACRES, MORE OR LESS.

EXHIBIT A
TO THE CONDOMINIUM DECLARATION
FOR THE SHADOW CREEK CONDOMINIUMS

LEGAL DESCRIPTION OF THE REAL PROPERTY
SUBMITTED TO THE SHADOW CREEK CONDOMINIUM REGIME

PARCEL 2:

ALL THAT PORTION OF THE N 1/2 OF THE N 1/2 OF SECTION 36, T1N, R71W, OF THE
6th P.M., DESCRIBED AS FOLLOWS:

COMMENCING AT THE N 1/4 CORNER OF SAID SECTION 36, THENCE S 0°35'50" E, 544.84
FEET ALONG THE NORTH-SOUTH CENTERLINE OF SAID SECTION 36 TO THE CENTERLINE
OF ARAPAHOE AVENUE IN THE CITY OF BOULDER, COLORADO; THENCE N 88°11' W,
504.48 FEET TO THE CENTERLINE OF THE FORMER DENVER, BOULDER AND WESTERN
RAILROAD RIGHT-OF-WAY; THENCE N 14°45' W, 16.31 FEET TO THE POINT OF BEGINNING;

THENCE N 14°45' W, 13.89 FEET;

THENCE N 89°49' W, 23.44 FEET;

THENCE N 06°06' W, 49.94 FEET;

THENCE N 77°36' W, 18.56 FEET TO THE SOUTHEAST CORNER OF THAT TRACT OF LAND
AS DESCRIBED IN DEED RECORDED ON FILM 929 AS RECEPTION NO. 182591 OF THE
RECORDS OF BOULDER COUNTY, COLORADO;

THENCE N 74°46' W, 41.72 FEET ALONG THE EASTERLY LINE OF THAT TRACT OF
LAND AS DESCRIBED ON SAID FILM 929 AS RECEPTION NO. 182591;

THENCE N 01°30' W, 90.00 FEET ALONG THE EASTERLY LINE OF THAT TRACT OF
LAND AS DESCRIBED ON SAID FILM 929 AS RECEPTION NO. 182591;

THENCE S 89°57' W, 8.13 FEET ALONG THE EASTERLY LINE OF THAT TRACT OF
LAND AS DESCRIBED ON SAID FILM 929 AS RECEPTION NO. 182591;

THENCE N 01°00'30" W, 67.45 FEET ALONG THE EASTERLY LINE OF THAT TRACT OF
LAND AS DESCRIBED ON SAID FILM 929 AS RECEPTION NO. 182591;

THENCE N 82°00' E, 12.62 FEET;

THENCE S 87°21' E, 100.00 FEET;

THENCE S 87°41' E, 75.66 FEET;

THENCE S 15°00'56" W, 195.25 FEET

THENCE S 48°33'23" E, 58.78 FEET;

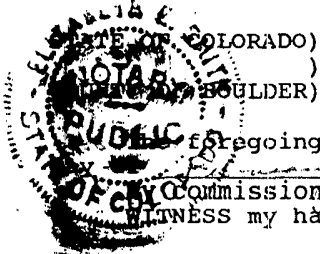
THENCE S 88°36' W, 78.21 FEET TO THE POINT OF BEGINNING.

CONTAINING AN AREA OF 0.7 OF AN ACRE, MORE OR LESS.

12-5

OWNERS:

Harriett T. McKinley
Harriett T. McKinley, Unit No. CA 101/315



) ss.

The foregoing instrument was acknowledged before me this 17th
day of _____, 1989, by Harriett T. McKinley.
My commission expires: June 29, 1991

WITNESS my hand and official seal.

Elizabeth E. Smith
NOTARY PUBLIC

OWNERS:

Ruth H. Fossette, Unit No. CA 103/315

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

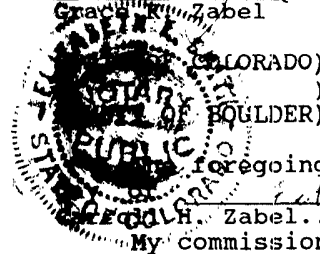
The foregoing instrument was acknowledged before me this _____
day of _____, 1989, by Ruth H. Fossette.

My commission expires: _____
WITNESS my hand and official seal.

NOTARY PUBLIC

OWNERS:

Grace K. Zabel Carroll H. Zabel
Grace K. Zabel Carroll H. Zabel Unit No. CA 104/315



) ss.

The foregoing instrument was acknowledged before me this HL
day of _____, 1989, by Grace K. Zabel and
Carroll H. Zabel.

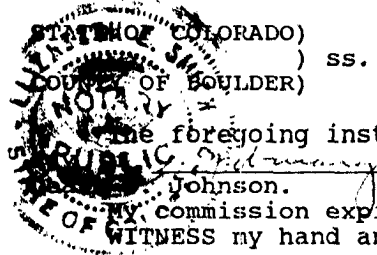
My commission expires: June 29, 1991
WITNESS my hand and official seal.

Elizabeth E. Smith
NOTARY PUBLIC

OWNERS:

Andrew J. Johnson
Andrew J. Johnson

Deane D. Johnson 204
Deane D. Johnson, Unit No.
CA 204/315



The foregoing instrument was acknowledged before me this 7th day of February, 1989, by Andrew J. Johnson and Deane D. Johnson.
My commission expires: June 29, 1991.
WITNESS my hand and official seal.

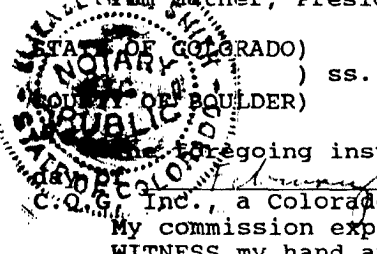
Elizabeth E. Smith
NOTARY PUBLIC

OWNERS:

C.Q.G., INC.

By: Tim Mather
Tim Mather, President

Unit No. CA 301/315



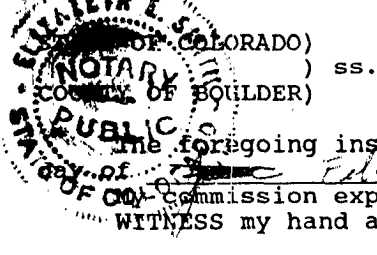
The foregoing instrument was acknowledged before me this 7th day of February, 1989, by Tim Mather, President of C.Q.G., Inc., a Colorado Corporation.
My commission expires: June 29, 1991.
WITNESS my hand and official seal.

Elizabeth E. Smith
NOTARY PUBLIC

OWNERS:

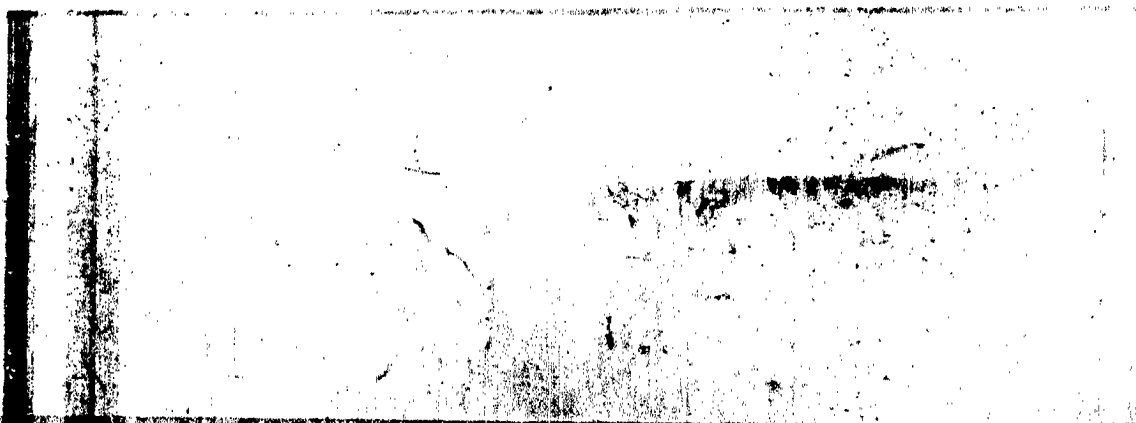
Daniel J. Carr
Daniel J. Carr

Unit No. CA 302/315



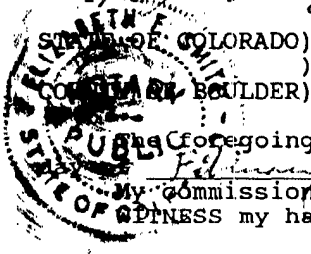
The foregoing instrument was acknowledged before me this 7th day of February, 1989, by Daniel J. Carr.
My commission expires: June 29, 1991.
WITNESS my hand and official seal.

Elizabeth E. Smith
NOTARY PUBLIC



OWNERS:

Mary Spalding #303 in 315 Windsor
Mary Spalding Unit No. CA 303/315



) ss.

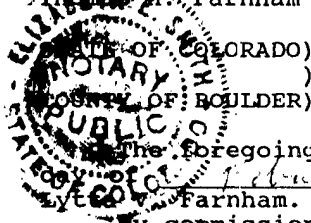
The foregoing instrument was acknowledged before me this 17th
day of February, 1989, by Mary Spalding.
My commission expires: June 29, 1991.

WITNESS my hand and official seal.

Richard E. Smith
NOTARY PUBLIC

OWNERS:

Thomas H. Farnham Lytta V. Farnham
Thomas H. Farnham Lytta V. Farnham, Unit No. CA 101/337



) ss.

The foregoing instrument was acknowledged before me this 7th
day of February, 1989, by Thomas H. Farnham and
Lytta V. Farnham.

My commission expires: June 29, 1991.
WITNESS my hand and official seal.

Richard E. Smith
NOTARY PUBLIC

OWNERS:

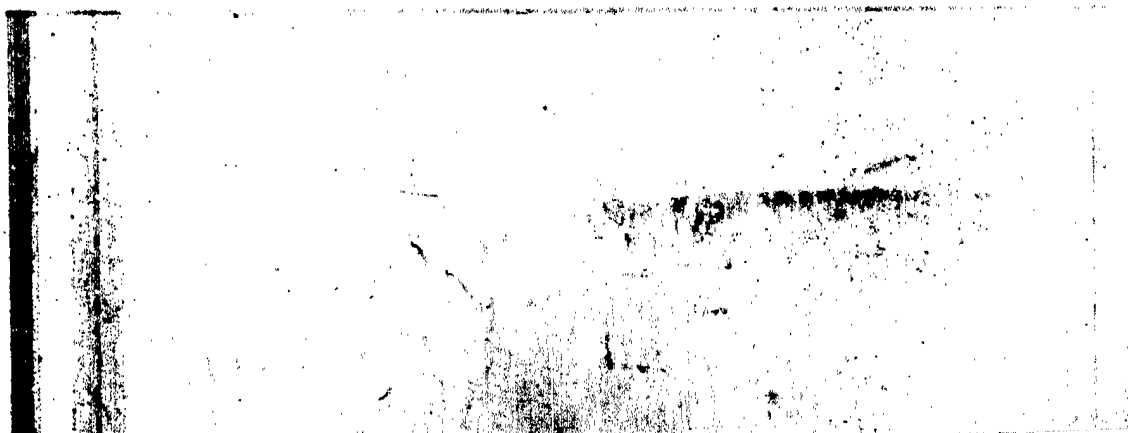
Zdenek Dostal Olga Dostal, Unit No. CA 102/337

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this
day of _____, 1989, by Zdenek Dostal and Olga
Dostal.

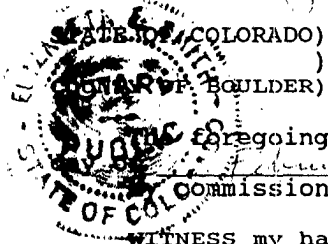
My commission expires: _____.
WITNESS my hand and official seal.

NOTARY PUBLIC



OWNERS:

Louise J. Smith
Louise J. Smith Unit No. CA 103/337



STATE OF COLORADO)
COUNTY OF BOULDER) ss.

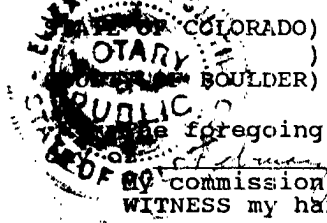
The foregoing instrument was acknowledged before me this 7th
day of February, 1989, by Louise J. Smith.
My commission expires: June 29, 1991

WITNESS my hand and official seal.

Harold E. Smith
NOTARY PUBLIC

OWNERS:

Ciola J. Maphis 104/337
Ciola J. Maphis Unit No. CA 104/337



STATE OF COLORADO)
COUNTY OF BOULDER) ss.

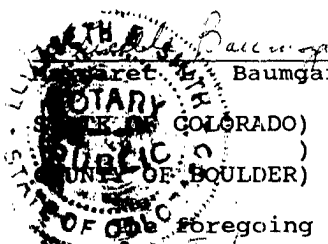
The foregoing instrument was acknowledged before me this 7th
day of February, 1989, by Ciola J. Maphis.
My commission expires: June 29, 1991

WITNESS my hand and official seal.

Harold E. Smith
NOTARY PUBLIC

OWNERS:

Margaret L. Baumgartner Robert B. Baumgartner
Margaret L. Baumgartner Robert B. Baumgartner, Unit No. CA
201/315



STATE OF COLORADO)
COUNTY OF BOULDER) ss.

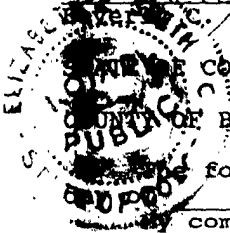
The foregoing instrument was acknowledged before me this 7th
day of February, 1989, by Margaret L. Baumgartner
and Robert B. Baumgartner.
My commission expires: June 29, 1991

WITNESS my hand and official seal.

Harold E. Smith
NOTARY PUBLIC

OWNERS:

Beverly C. Tomasi
 Beverly C. Tomasi Unit No. CA 202/337
 STATE OF COLORADO)
) ss.
 COUNTY OF BOULDER)

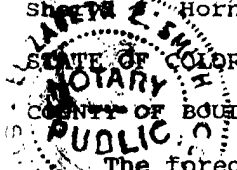


The foregoing instrument was acknowledged before me this 7th
 day of February, 1989, by Beverly C. Tomasi.
 My commission expires: June 29, 1991

WITNESS my hand and official seal.
Elizabeth E. Smith
 NOTARY PUBLIC

OWNERS:

Sheryl J. Horner
 Sheryl J. Horner Unit No. CA 204/337
 STATE OF COLORADO)
) ss.
 COUNTY OF BOULDER)



The foregoing instrument was acknowledged before me this 7th
 day of February, 1989, by Sheryl J. Horner.
 My commission expires: June 29, 1991

WITNESS my hand and official seal.
Elizabeth E. Smith
 NOTARY PUBLIC

OWNERS:

Marjorie McIlvaine Unit No. CA 301/337
 STATE OF COLORADO)
) ss.
 COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this _____
 day of _____, 1989, by Marjorie McIlvaine.
 My commission expires: _____

WITNESS my hand and official seal.

 NOTARY PUBLIC

12-10

OWNERS:

Linda L. Pearce Unit No. CA 302/337

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this ___
day of _____, 1989, by Linda L. Pearce.
My commission expires: _____
WITNESS my hand and official seal.

NOTARY PUBLIC

OWNERS:

Barbara G. Behmer Unit No. CA 303/337

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this ___
day of _____, 1989, by Barbara G. Behmer.
My commission expires: _____
WITNESS my hand and official seal.

NOTARY PUBLIC

OWNERS:

WONDERLAND HILL DEVELOPMENT COMPANY

By: _____
President Unit Nos. CA 102/315, 201/315, 202/315
CA 203/315, 304/315, 203/337
CA 304/337

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)



The foregoing instrument was acknowledged before me this 24
day of _____, 1989, by James W. Beach as
President of Wonderland Hill Development Company, a Colorado
Corporation.
My commission expires: June 29, 1991
WITNESS my hand and official seal.

Elizabeth E. Small
NOTARY PUBLIC

OWNERS:

Linda L Pearce

Linda L. Pearce Unit No. CA 302/337

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this 14
day of February, 1989, by Linda L. Pearce.
My commission expires: 10-23-89.
WITNESS my hand and official seal.

INVESTMENT SERVICES 10 33-63
BOULDER COUNTY COURTHOUSE
BOULDER, COLORADO

Barbara Antis
NOTARY PUBLIC

OWNERS:

Barbara G. Behmer Unit No. CA 303/337

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this _____
day of _____, 1989, by Barbara G. Behmer.
My commission expires: _____.
WITNESS my hand and official seal.

NOTARY PUBLIC

OWNERS:

WONDERLAND HILL DEVELOPMENT COMPANY

By: _____
President Unit Nos. CA 102/315, 201/315, 202/315
CA 203/315, 304/315, 203/337
CA 304/337

STATE OF COLORADO)
) ss.
COUNTY OF BOULDER)

The foregoing instrument was acknowledged before me this _____
day of _____, 1989, by _____ as
President of Wonderland Hill Development Company, a Colorado
Corporation.

My commission expires: _____.
WITNESS my hand and official seal.

NOTARY PUBLIC

12-12

OWNERS:

Linda L. Pearce Unit No. CA 302/337

STATE OF COLORADO))
COUNTY OF BOULDER)) ss.

The foregoing instrument was acknowledged before me this ___ day of _____, 1989, by Linda L. Pearce.
My commission expires: _____
WITNESS my hand and official seal.

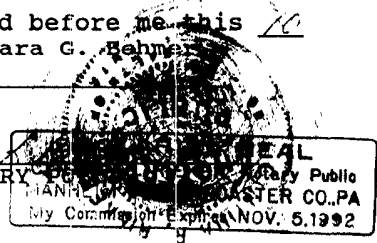
NOTARY PUBLIC

OWNERS:

Barbara G. Behmer
Barbara G. Behmer Unit No. CA 303/337

STATE OF COLORADO))
COUNTY OF BOULDER)) ss.

The foregoing instrument was acknowledged before me this 10 day of 3, 1989, by Barbara G. Behmer.
My commission expires: 11-5-92
WITNESS my hand and official seal.



OWNERS:

WONDERLAND HILL DEVELOPMENT COMPANY

By: [Signature]
President Unit Nos. CA 102/315, 201/315, 202/315
CA 203/315, 304/315, 203/337
CA 304/337

STATE OF COLORADO))
COUNTY OF BOULDER)) ss.

The foregoing instrument was acknowledged before me this 21 day of February, 1989, by James W. Leach as President of Wonderland Hill Development Company, a Colorado Corporation.
My commission expires: June 29, 1991
WITNESS my hand and official seal.

Elizabeth E. Sand
NOTARY PUBLIC