

**FIRST AMENDMENT TO THE DECLARATION OF ASSOCIATION
FOR ST. ANTON HIGHLANDS FIRST ADDITION**

This First Amendment to the Declaration of Association ("First Amendment") for St. Anton Highlands First Addition is made effective the ____ day of _____, 2005.

RECITALS

Whereas, on April 15, 1970, the Declaration of Association for St. Anton Highlands First Addition ("Declaration") was recorded at Reception No. 940818 in the offices of the Clerk and Recorder in Boulder County, Colorado; and

Whereas, Paragraph 8 of the Declaration provides that it may be amended by the St. Anton Highlands First Addition Association ("Association") at any regular or special meeting of the Association and by recording in the office of the Clerk and Recorder of Boulder County, Colorado, a transcript of the meeting minutes that sets forth the amendments and their affect upon the Association; and

Whereas, the Association membership consists of every beneficial owner (as distinguished from security owner) of a lot in St. Anton Highlands First Addition; and

Whereas, St. Anton Highlands First Addition Association, Inc. is a Colorado non-profit corporation formed on or about September 9, 1987, for the purpose, in part, of carrying on the purposes and functions of the Association; and

Whereas, the membership of St. Anton Highlands First Addition Association, Inc. also consists of every beneficial owner of a lot in St. Anton Highlands First Addition; and

Whereas, St. Anton Highlands First Addition Association, Inc. is a Colorado non-profit corporation entitled to the benefits of certain provisions of the Colorado Common Interest Ownership Act ("CCIOA"), C.R.S. 38-33.3-101 et seq., as a common interest community established prior to July 1, 1992; and

Whereas, the following amendments to the Declaration will have the effect of providing the Association with alternative remedies for collecting delinquent assessments, in conformance with CCIOA.

NOW THEREFORE, this Amendment, having been adopted pursuant to the Declaration, hereby amends the Declaration as follows:

1. The last sentence of Paragraph 7 is hereby revoked.
2. Exhibit "A", attached hereto and incorporated herein by this reference, is hereby inserted following the existing Paragraph 7.
3. Except as modified herein, the Declaration shall remain in full force and effect.

CERTIFICATION

I, the undersigned, do hereby certify:

1. I am the duly elected and acting Secretary of St. Anton Highlands First Addition Association, Inc., a Colorado non-profit corporation.

St. Anton Highlands First Addition
First Amendment to the Declaration of Association
Original Document on File with at Boulder Clerk and Records Office Reception No.
Filed

2. The foregoing FIRST AMENDMENT TO THE DECLARATION OF ASSOCIATION FOR ST. ANTON HIGHLANDS FIRST ADDITION, was duly adopted pursuant to the Declaration.

In witness whereof, I have hereunto subscribed my name and affixed the seal of the

Association this _____ day of _____, 2005.

St. Anton Highlands First Addition
Association, Inc., a Colorado non-profit
corporation

By: _____

Secretary

STATE OF COLORADO)

) ss.

COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____,
2006, by _____ as Secretary of St. Anton Highlands First Addition

Association, Inc., a Colorado non-profit corporation

Witness my hand and official seal.

My commission expires: _____

Notary Public