

**SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS FOR CLOUD PEAK RANCH
(ADDING CLOUD PEAK RANCH SIXTH FILING)**

This Second Amendment to the Declaration of Covenants, Conditions and Restrictions for Cloud Peak Ranch, is made this ____ day of _____, 2007, by System Land, LLC, a Wyoming Limited Liability Company.

RECITALS:

1. The Declaration of Covenants, Conditions and Restrictions for Cloud Peak Ranch (the "Declaration"), was recorded with the Clerk and Recorder of Sheridan County, State of Wyoming on May 23, 2005, at Reception # 508609, Book 463, Page 0575.
2. The First Amendment to the Declaration of Covenants, Conditions and Restrictions (the "Amendment") was recorded with the Clerk and Recorder of Sheridan County, Wyoming, on June 2, 2005, Reception # 509678, Book 464, Page 0006.
3. Pursuant to Article XI e. of the Declaration of Covenants, Conditions and Restrictions for Cloud Peak Ranch, Declarant has the power and authority to exercise its Development Rights and Amend the Declaration.

AMENDMENT:

The below listed properties are hereby submitted as "Development Property" and are submitted to the Declaration of Covenants, Conditions and Restrictions for Cloud Peak Ranch:

**Lots 1-18, Block 2, and Lots 1-6, Block 3, Cloud Peak Ranch Sixth Filing,
Sheridan County, State of Wyoming, A/K/A Quail Ridge Patio Homes
along with Outlots E, F, H & J including all streets and right-of-ways.**

**Lots 1-10, Block 1, Cloud Peak Ranch Sixth Filing,
Sheridan County, State of Wyoming along with Outlots A, B, C, D, G, and K
including all streets and right-of-ways.**

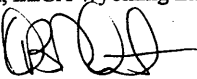
A Declaration of Covenants, Conditions and Restrictions for Quail Ridge Patio Homes; a Portion of the Sixth Filing of Cloud Peak Ranch shall be recorded and shall govern Lots 1-18, Block 2 and Lots 1-6, Block 3, Cloud Peak Ranch Sixth Filing. In the event of conflict between the Declaration of Covenants, Conditions and Restrictions for Cloud Peak Ranch and The Declaration of Covenants, Conditions and Restrictions for Quail Ridge Patio Homes, the latter shall prevail.

569766 AMENDED CONVENANTS
BOOK 484 PAGE 0176
RECORDED 04/03/2007 AT 02:30 PM
AUDREY KOLTISKA, SHERIDAN COUNTY CLERK

Unless otherwise defined, capitalized words and phrases in the Second Amendment are as defined in the Declaration.

DATED this 31 day of March, 2007.

System Land, LLCA Wyoming Limited Liability Company

BY: 
Donald R. Roberts, President

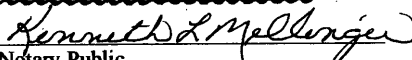
STATE OF WYOMING)
) ss.
COUNTY OF SHERIDAN)

The foregoing instrument was acknowledged before me this 31ST day of March, 2007, by Donald R. Roberts of System Land, LLC.

Witness my hand and official seal.

My Commission Expires:
Jan 9, 2008




Notary Public