

FIRST AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS OF
SPARROW HAWK HILL THREE

KNOW ALL MEN BY THESE PRESENTS, that whereas McStain Enterprises, Inc., a Colorado corporation, hereinafter sometimes called "McStain" is the owner of Sparrow Hawk Hill Three, a subdivision of the City of Sheridan, County of Sheridan, State of Wyoming; and

WHEREAS, McStain has heretofore recorded a Declaration of Covenants, Conditions and Restrictions affecting the above described property, which Declaration was recorded June 26, 1980 in Book 249 of Deeds at page 410 in the office of the County Clerk and Ex-officio Register of Deeds of the County of Sheridan, State of Wyoming; and

WHEREAS, McStain is the sole owner of the property described above;
and

WHEREAS, McStain wishes to add a definition to Article I:

NOW, THEREFORE, the following definition is to be added to Article I of the above described Covenants, Conditions and Restrictions and is to read as follows:

"9. Construction of townhouses shall be completed in four separate and distinct phases, construction of each phase to be on those lots designated hereafter:

Phase 1: Lots 1 through 28, 10A, 17A, 19A,
consisting of 28 units and 3 garages;

Phase 2: Lots 29 through 52, 34A, 35A, consisting of 24 units and 2 garages;

Phase 3: Lots 53 through 68, 58A, 63A, 67A,
consisting of 16 units and 3 garages:

Phase 4: Lots 69 through 88, 70A, 78A, consisting of 20 units and 2 garages."

IN WITNESS WHEREOF, McStain Enterprises, Inc. has caused its corporate name to be hereunto subscribed by its president, and its corporate seal to be hereunto affixed, attested by its secretary this 21TH day of JULY, 1980.



McSTAIN ENTERPRISES, INC.

By [Signature]
President

Attest:

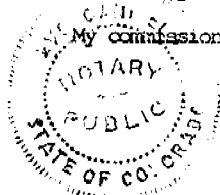
Secretary

State of Colorado)) ss.
County of Boulder)

The foregoing instrument was acknowledged before me this 29TH day of JULY, 1980, by Thomas R. Hoyt as President and Caroline Hoyt as Secretary of McStain Enterprises, Inc., a Colorado Corporation.

Witness my hand and official seal.

My commission expires: June 1, 1982



Eve Campbell
Notary Public