

STATE OF WYOMING)

) ss.

COUNTY OF SHERIDAN)

SEVENTH SUPPLEMENTARY DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS
FOR THE POWDER HORN

THIS SEVENTH SUPPLEMENTARY DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS is made this 10th day of April, 2000, by Powder Horn Ranch, LLC, a
Wyoming Limited Liability Company, (hereinafter referred to as "Declarant").

WITNESSETH:

WHEREAS, Declarant recorded a Declaration Of Covenants, Conditions And Restrictions for the
Powder Horn (the "Declaration") on September, 27, 1995 in Book 375, Page 563 of the records
of the Sheridan County Clerk and Ex-Officio Register of Deeds; and

WHEREAS Declarant recorded a First Supplementary Declaration Of Covenants, Conditions And
Restrictions for The Powder Horn on February 26, 1996, in Book 378, Page 321 of the Records
of the Sheridan County Clerk and Ex-Officio Register of Deeds; and

WHEREAS Declarant recorded a Second Supplementary Declaration Of Covenants, Conditions
And Restrictions for The Powder Horn on April 10, 1996, in Book 379, Page 135 of the Records
of the Sheridan County Clerk and Ex-Officio Register of Deeds; and

WHEREAS Declarant recorded a Third Supplementary Declaration Of Covenants, Conditions
And Restrictions for The Powder Horn on June 19, 1997, in Book 386, Page 401 of the Records
of the Sheridan County Clerk and Ex-Officio Register of Deeds; and

WHEREAS Declarant recorded a Fourth Supplementary Declaration Of Covenants, Conditions
And Restrictions for The Powder Horn on November 4, 1997, in Book 389, Page 16 of the
Records of the Sheridan County Clerk and Ex-Officio Register of Deeds; and

WHEREAS Declarant recorded a Fifth Supplementary Declaration Of Covenants, Conditions
And Restrictions for The Powder Horn on March 3, 1998, in Book 391, Page 27 of the Records
of the Sheridan County Clerk and Ex-Officio Register of Deeds; and

WHEREAS Declarant recorded a Sixth Supplementary Declaration Of Covenants, Conditions
And Restrictions for The Powder Horn on July 22, 1998, in Book 394, Page 518 of the Records
of the Sheridan County Clerk and Ex-Officio Register of Deeds; and

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WHEREAS, Declarant, pursuant to Article II thereof, retained the right to add additional property to the scheme of said Declaration by filing of record Supplementary Declarations of Covenants, Conditions and Restrictions; and

WHEREAS, Declarant is owner of that certain real property described on Exhibit A to this Sixth Supplementary Declaration of Covenants, Conditions and Restrictions for the Powder Horn ("the Additional Property"), which property represents Phase Six of a master community development known as "The Powder Horn"; and

WHEREAS, Declarant desires to submit the Additional Property, together with all buildings, improvements, and other permanent fixtures of whatever kind, now or hereafter, and all easements, rights, appurtenants, of which are belonging to, or in any way pertaining thereto, to the covenants, conditions, restrictions, easements, charges, liens, assessments, privileges, and rights contained in the said Declaration, and to annex the Additional Property into the Property and the scheme of the Declaration in accordance with Section 2.02(a) of the Declaration; and

WHEREAS Declarant, pursuant to Section 12.02 of the Declaration, wishes to amend the existing covenants for all phases of this development as set forth herein, including the Additional Property.

NOW, THEREFORE, the Declarant declares the Additional Property (described on Exhibit A) is hereby annexed into the Powder Horn pursuant to Section 2.02(a), and shall hereafter be a part of the Property, and shall be held, transferred, sold, conveyed, leased, occupied, and used subject to the covenants, conditions and restrictions, easements, charges, liens, assessments, privileges, and rights set forth in the Declaration, all of which shall run with the land and be binding upon the Additional Property, and all parties having acquired any right, title, or interest in and to the Additional Property, or any part thereof, and shall inure to the benefit of each person having at any time an interest or estate in the Property, or any part thereof, and the Powder Horn Homeowner's Association, Inc., (the "Association").

The Declarant further declares the following amendment to the Declaration Of Covenants, Conditions And Restrictions which shall be applicable to the Property and the Additional Property, to wit:

ARTICLE I, DEFINITIONS, subparagraph (e) "Lot" is hereby supplemented and amended by adding the following language, to wit:

"For purposes of calculating association fees and membership rights, a lot owner who builds on two lots, thereafter rendering it impossible to split the lots or sell them separately, shall be considered the owner of one lot."

All capitalized terms used in this Seventh Supplementary Declaration, except as otherwise defined

herein, shall have the same meaning as set forth in the Declaration.

Upon recording of this Seventh Supplementary Declaration The Property and all Additional Property shall be subject to the amendment herein above made.

IN WITNESS WHEREOF the Declarant has caused this Seventh Supplementary Declaration Of Covenants, Conditions and Restrictions For The Powder Horn to be executed.

POWDER HORN RANCH, LLC

By: Homer Scott Jr.

Manager

STATE OF WYOMING)

) ss.

County of Sheridan)

The foregoing instrument was acknowledged before me this 10th day of April 2000, by Homer Scott, Jr., Manager of Powder Horn Ranch, LLC.

WITNESS my hand and official seal.

Charles R. Hart
Notary Public

My commission expires: _____

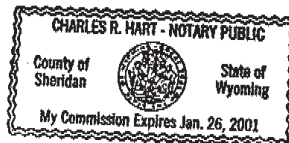


EXHIBIT "A"

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SUBDIVISION
RECORDS ON DEPT
SHERIDAN COUNTY
WYOMING

333813

Lots 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13 and 14, Block Q, Powder Horn Ranch, Planned Unit Development, Phase Six. A subdivision in Sheridan County, Wyoming, filed as Plat #P-52.

WHEREAS, Declared as a subdivision of land in Sheridan County, Wyoming, and the same is being offered for sale to the public by the Sheridan County Board of Commissioners, and

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