

SECOND SUPPLEMENTARY DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS

TWILIGHT PEAKS
MOUNTAIN VILLAGE

DURANGO, COLORADO

DEVELOPED BY TWILIGHT PEAKS, LLC
46773 U.S. HIGHWAY 550, DURANGO, COLORADO

This Second Supplementary Declaration of Covenants, Conditions and Restrictions for Twilight Peaks Mountain Village is made on the date hereinafter set forth by Twilight Peaks, LLC, a Colorado limited liability company, hereinafter referred to as "Declarant".

WITNESSETH:

WHEREAS, Declarant previously recorded on December 5th, 1994, under Reception No. 679693 in the records of the La Plata County Clerk and Recorder, State of Colorado, certain protective covenants, conditions, rights, reservations and restrictions, hereinafter referred to as the "Declaration", which established Twilight Peaks Mountain Village, a master planned residential community (the "Village"), and thereby further established certain mutually beneficial rights, restrictions and obligations, as described in said Declaration, upon the Initial Village Property, more particularly described in the Declaration and on the plat map thereof filed for record on December 5, 1994 as Reception No. 679694; and

WHEREAS, the development of the Village was planned to be completed in multiple phases and the Declarant previously reserved the right to record one or more Supplementary Declarations thereby adding other property to, and which will thereafter be included in, the Village and thereby made subject to the Declaration; and

WHEREAS, a Supplementary Declaration of Covenants, Conditions and Restrictions was filed for record on September 30, 1996 as Reception Number 714941 which added to Twilight Peaks Mountain Village certain property referred to as "Phase II", Phase II being 11.317 acres, more or less, and including lots numbered nineteen through twenty-seven (19 through 27), inclusive, and being a portion of the total "Project" described in Exhibit "A" of the initial Declaration and described more particularly on Exhibit "A" of said Supplementary Declaration and on the plat map thereof filed for record on September 30, 1996 as Reception Number _____; and

WHEREAS, Declarant is the record owner of certain real property located in the county of La Plata, State of Colorado, hereinafter referred to as Phase III of Twilight Peaks Mountain Village or The Ridges at Twilight Peaks, "The Ridges" being 13.877 acres, more or less, and being a portion of the total "Project" described in Exhibit "A" of the initial Declaration and described more particularly on Exhibit "A" of this Second Supplementary Declaration and attached hereto, made a part hereof and incorporated herein by reference, together with all buildings, improvements and other permanent fixtures of whatever kind now or hereafter located thereon, and all easements, rights, appurtenances and privileges belonging or in any way pertaining thereto (all of which comprise a part of The Ridges as herein defined); and

WHEREAS, Declarant deems it desirable to extend the application of the Declaration to The Ridges for the purposes as set forth in the Declaration.

NOW, THEREFORE, Declarant, for the purposes set forth above and in the Declaration, hereby declares that, unless otherwise stated herein, The Ridges, as described on Exhibit "A" attached hereto, is hereby added to, and shall hereafter be included in, the Village Property pursuant to the provisions of Article II of the Declaration, and such property is and shall be held, transferred, sold, conveyed, devised, leased, rented, encumbered, used,

occupied, improved, and otherwise affected in any manner subject to this Second Supplementary Declaration and the Declaration, except to the extent the Declaration is modified by this Second Supplementary Declaration, all of which shall run with the land and be binding upon The Ridges and upon all parties having or acquiring any right, title or interest in or to The Ridges, or any part thereof, and shall inure to the benefit of each Owner thereof, the Association and each Member of the Association.

ARTICLE I - DEFINITIONS

As used in this Second Supplementary Declaration, unless the context otherwise requires, terms shall have the same meanings as set forth in the Declaration.

ARTICLE II - ADDITIONS TO THE VILLAGE

2.01 Description of The Ridges: The real property included in The Ridges and added to the Village Property is described on Exhibit "A" attached hereto and includes lots numbered twenty-eight through thirty-eight (28 through 38), inclusive, as more particularly depicted on the recorded plat thereof.

2.02 Common Elements & Allocated Interests: All allocated interests, including but not limited to common expenses and votes in the homeowners association, shall be reallocated equally among all the lots in the Village, including those lots included in the Initial Property (numbered 1 through 18, inclusive), the lots included in Phase II (numbered 19 through 27, inclusive) and the lots included in The Ridges (numbered 28 through 38, inclusive). The allocation of interests, which was previously one-twenty-seventh (1/27th), shall now be one-thirty eighth (1/38th). If any lots are hereafter added to, and thereafter included in, the Village by the recording of an additional Supplementary Declaration in accordance with Section 2.02 of the Declaration, then all allocated interests shall be reallocated equally among all the lots included in the Village after such addition.

The Owners acknowledge that the subdivision roads are private in nature and will not be maintained, repaired, or snow plowed by the County of La Plata or any other public entity. The Twilight Peaks Homeowners Association, Inc., the "Association", shall hereafter, in addition to its other duties and responsibilities, keep Falcon Ridge Road, Winterhawk Drive, Creekside Drive and Wildrose Circle, and the appurtenances thereto, in a state of good condition and repair, including snow removal, consistent with the standard of quality of said roadways and appurtenances upon original installation and to ensure such roadways are at all times serviceable for normal and emergency roadway functions.

ARTICLE III - MODIFICATIONS TO DECLARATION

The following portions of Article VIII of the Declaration, titled "Building Restrictions", shall be modified as follows and shall apply to the property within The Ridged as set forth herein. Such modifications shall not be applicable to the property previously included in the Village.

The sentence in Section 8.01 of the Declaration, titled "Buildings Allowed", which reads "One (1) custom built single family home, built from the foundation up, of not less than 1,800 (one thousand eight hundred) square feet of floor area, with not less than two (2) nor more than four (4) attached garage spaces" shall be deleted and replaced by the sentence which reads, "One (1) custom built single family home, built from the foundation up, of not less than two thousand (2,000) square feet of floor area, with not less than two (2) attached or detached garage spaces."

The first sentence in Section 8.02 of the Declaration, titled "Setbacks", shall be deleted and replaced by the following sentence which reads, "No buildings (residences, garages, storage sheds, etc.) or other structures, not including Common Elements, driveways, fences, walls, ponds, irrigation ditches or portions of or connections to central utility systems, shall be constructed outside of the Building Envelope designated on the Final Plat or as such Building Envelope may be modified by the Architectural Committee and in no case shall such buildings or other structures be constructed within fifty (50) feet of the property line adjoining another Lot within the Village unless the Final Plat indicates a lesser distance or permission is obtained from the Owner of said adjoining Lot and approval is obtained from the Architectural Committee modifying the Building Envelope."

IN WITNESS WHEREOF, the Declarant herein has executed this Supplementary Declaration and caused its company name to be subscribed hereto by its Managing Member on this _____ day of _____, 1997.

Twilight Peaks, LLC

Robert W. Chamberlain, Managing Member

STATE OF COLORADO }
 } ss.
COUNTY OF LA PLATA }

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Robert W. Chamberlain as Managing Member of Twilight Peaks, LLC, a Colorado limited liability company.

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

Notary Public