

OFFICIAL RECORDS OF
MARICOPA COUNTY RECORDER
HELEN PURCELL

94-0654079 09/01/94 01:04

TAMMIE 29 OF 45

When recorded return to:
Pinnacle Builders
4715 North 32nd Street
Phoenix, Arizona 85018
Attn: Roger Williams

4 of 15 42023513

**FIRST AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS
WESTERN SKIES ESTATES GILBERT,
MARICOPA COUNTY, ARIZONA**

DATE: As of August 15, 1994

RECITALS:

Reference is made to that certain Declaration of Covenants, Conditions and Restrictions, Western Skies Estates, Gilbert, Maricopa County, Arizona dated July 7, 1994 and recorded July 11, 1994 at Instrument No. 94-0532546 in the Official Records (the "Declaration"). Defined terms used in this First Amendment not expressly defined herein shall have the meaning set forth in the Declaration.

Certain boundary and lot line adjustments constituting technical errors and clarifications within the meaning of Section 8.7 of the Declaration have been made with respect to the Golf Course, the Multi-Use Parcels and the Residential Parcels constituting the Project.

Western PB Limited Partnership, an Arizona limited partnership ("Western") is the Owner of all platted Lots presently existing in the Project.

Walter P. Conner, as trustee under Trust Agreement dated November 6, 1973, also known as the Robert W. and Faye G. Conner Irrevocable Trust (the "Trust") continues to own portions of the Property and Val Vista Golf Course Partnership, an Arizona general partnership ("Golf Course Operator") continues to be the Golf Course Operator.

No Eligible First Mortgagees exist and in any event these amendments to the Declaration do not require the consent of any Eligible First Mortgagees.

Western, the Trust and Golf Course Operator desire to amend the Declaration in accordance with Section 8.7 of the Declaration.

NOW THEREFORE, in consideration of the premises and promises contained herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, it is agreed as follows:

AGREEMENTS:

1. Section 1.19 of the Declaration is hereby amended as follows:

The definition of "Ground Lease" in Section 1.19 of the Declaration shall include a further amendment to the Ground Lease as set forth in that certain Third Amendment to Ground Lease and to Memorandum of Ground Lease dated as of August 15, 1994, and recorded in the Official Records on ~~September~~ 1994 as Instrument No. _____.

2. Section 1.29 of the Declaration is hereby amended as follows:

The definition of "Option" in Section 1.29 of the Declaration shall include a further amendment to the Option as set forth in that certain Third Amendment to Option and Memorandum of Option dated as of August 15, 1994 and recorded in the Official Records on ~~September~~, 1994, as Instrument No. _____.

3. Section 1.39 of the Declaration is hereby amended as follows:

The definition of "Suboption" in Section 1.39 of the Declaration shall include a further amendment to the Suboption correcting the legal descriptions contained therein.

4. Exhibit 1.15 attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.15 attached hereto is substituted in place thereof.

5. Exhibit 1.27A attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.27A attached hereto is substituted in place thereof.

6. Exhibit 1.27B attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.27B attached hereto is substituted in place thereof.

7. Exhibit 1.36 attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.36 attached hereto is substituted in place thereof.

8. Exhibit 1.37A attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.37A attached hereto is substituted in place thereof.

9. Exhibit 1.37B attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.37B attached hereto is substituted in place thereof.

10. Exhibit 1.37C attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.37C attached hereto is substituted in place thereof.

11. Exhibit 1.37D attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.37D attached hereto is substituted in place thereof.

12. Any reference in the Declaration to "Western PB Limited Partnership, an Arizona limited liability partnership" shall be and mean "Western PB Limited Partnership, an Arizona limited partnership".

13. Except as set forth herein, the Declaration remain unmodified.

14. This instrument may be executed in any number of counterparts. Each such counterpart hereof shall be deemed to be an original instrument, but all such counterparts shall constitute but on instrument.

IN WITNESS WHEREOF, the parties have executed this First Amendment to Declaration of Covenants, Conditions and Restrictions as of the day and year first above written.

Walter P. Conner

Walter P. Conner, as Trustee under Trust Agreement dated November 6, 1973, also known as the Robert W. and Faye G. Conner Irrevocable Trust

[Trust]

WESTERN PB LIMITED PARTNERSHIP, an Arizona limited partnership

By: PB Investment I, L.L.C., an Arizona limited liability company, Its Administrative General Partner

By: Pinnacle Builders, Inc., an Arizona corporation, its member

By _____

Its _____

[Western]

10. Exhibit 1.37C attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.37C attached hereto is substituted in place thereof.

11. Exhibit 1.37D attached to the Declaration is hereby deleted and in lieu thereof Exhibit 1.37D attached hereto is substituted in place thereof.

12. Any reference in the Declaration to "Western PB Limited Partnership, an Arizona limited liability partnership" shall be and mean "Western PB Limited Partnership, an Arizona limited partnership".

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Walter P. Conner, as Trustee under Trust Agreement dated November 6, 1973, also known as the Robert W. and Faye G. Conner Irrevocable Trust

[Trust]

WESTERN PB LIMITED PARTNERSHIP, an Arizona limited partnership

By: PB Investment I, L.L.C., an Arizona limited liability company, Its Administrative General Partner

By: Pinnacle Builders, Inc., an Arizona corporation, its member

By DWL


Its vice-president

[Western]

VAL VISTA GOLF COURSE
PARTNERSHIP, an Arizona general
partnership

By: DJK&T Limited Partnership, an
Arizona limited partnership, Its General
Partner

By: DJK&T Corp., an Arizona
corporation, its general partner

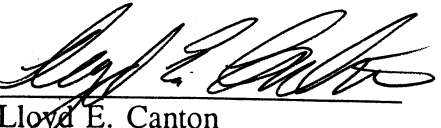
By 
Donald M. Switzenberg
President

By: Kencorp., Inc., a Michigan corporation,
its General Partner

By 
Kenneth Magill
President

By: Lloyd E. Canton Investments Limited
Partnership, an Arizona limited
partnership, Its General Partner

By: The Canton Group, Inc., its
General Partner

By 
Lloyd E. Canton
President

[Golf Course Operator]

