When Recorded, Return to: FIDELITY NATIONAL TITLE COURTESY RECORDING ROBERTS ROWLET CHAPMAN, LTD.

63 East Main Street

Suite 501

Mesa, Arizona 85201-7423

ANTWIC (Barb)



OFFICIAL RECORDS OF PINAL COUNTY RECORDER LAURA DEAN-LYTLE

DATE/TIME: 11/09/04 1638

FEE: PAGES:

FEE NUMBER: 2004-091524

FIRST AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

OF

SUNLAND RANCHES

THIS FIRST AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF SUNLAND RANCHES ("Amendment") is made as of November 3, 2004, by SUNLAND ESTATES, L.L.C., an Arizona limited liability company, herein referred to as "Declarant", and ROY L. BROWN and VIRGINIA L. BROWN, herein collectively referred to as "Brown".

RECITALS

- A. Declarant recorded that certain Declaration of Covenants, Conditions and Restrictions of Sunland Ranches (the "Declaration") on April 19, 2000, as Fee No. 2000-016526, in the Official Records of Pinal County, Arizona.
- B. Article 10, Section 10.5, of the Declaration provides for the amendment of the Declaration by an instrument signed by the Owners who collectively own not less than eighty percent (80%) of the Lots within Sunland Ranches.
 - C. Declarant is the Owner of sixty-seven (67) of the Lots within Sunland Ranches.
 - D. Brown is the Owner of one (1) of the Lots within Sunland Ranches.
 - E. Declarant and Brown now desire to amend the Declaration.

NOW, THEREFORE, Declarant hereby declares, covenants and agrees as follows:

1. Section 3.1 of the Declaration is hereby amended to read in its entirety as follows:

3.1 Residential Use:

A. Lots 38 through 84, inclusive, of Sunland Ranches, shall be single-family residential Lots for manufactured and site-built residences, and there may be erected on any Lot not more than one (1) single family manufactured or site-built residence, plus such accessory and auxiliary garages, barns, and tack-rooms as are incidental to single-family residential use; provided, however, such accessory and auxiliary garages, barns, and tack rooms shall be constructed from building materials consistent with the construction of the residences.

B. Lots 1 through 37, inclusive, of Sunland Ranches, shall be single-family residential Lots for site-built residences, and there may be erected on any such Lot not more than one (1) single-family site-built residence (i.e., no manufactured residence shall be permitted thereon), plus such accessory and auxiliary garages, barns, and tack-rooms as are incidental to single-family residential use; provided, however, such accessory and auxiliary garages, barns, and tack rooms shall be constructed from building materials consistent with the construction of the residences.

In addition, any and all accessory buildings on any Lot must conform to the following restrictions:

Permitted Coverage:

one-third (1/3) of the total area of

the rear and side yards

Maximum Height:

20 feet

Minimum Distance to

Main Building:

7 feet

Minimum Distance to

Front Lot Line:

50 feet

Minimum Distance to Side

and Rear Lot Line:

4 feet if building is not used for poultry or animals; 50 feet if building is used for poultry or animals

No other buildings shall be erected on any of said Lots, nor shall any of said Lots or any part thereof be used for any business purposes whatsoever. No single wide manufactured homes shall be permitted on the Property. Double-wide manufactured homes that were manufactured prior to 1997 shall not be permitted on the Property, but those manufactured during 1997 and subsequent thereto shall be permitted. No site-built homes shall be relocated to the Property from any other subdivision.

- 2. This Amendment shall be effective upon the date of recordation hereof and shall continue in full force and effect during the term of the Declaration and any extension thereof.
- 3. All other provisions of the Declaration shall remain in full force and effect without modification.

IN WITNESS WHEREOF, the parties hereto have caused their names (or that of their duly-authorized officials) to be signed as of the day and year first above written

BROWN:

SUNLAND ESTATES, L.L.C.,
an Arizona limited liability company

By: Willis Property Company, L.C.,
an Arizona limited liability company,
Managing Member

By: Willis Property Company, L.C.,
an Arizona limited liability company,
Managing Member

Charles Dale Willis, Jr., Member

(Owner of Lots 1-5, 7-12, 14, 18-32, 34-39,
41-44, 46-60, 62-63, 65-68, 74, and 77-84,
Sunland Ranches Units I, II, III, IV)

(Owner of Lots 1-5, 7-12, 14, 18-32, 34-39,
41-44, 46-60, 62-63, 65-68, 74, and 77-84,
Sunland Ranches Units I, II, III, IV)

STATE OF ARIZONA

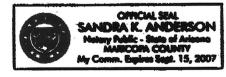
County of Maricopa

The foregoing instrument was acknowledged before me this 2 day of November, 2004, by Charles Dale Willis, Jr., Manager of Willis Property Company, L.C., an Arizona limited liability company, Managing Member of SUNLAND ESTATES, L.L.C., an Arizona limited liability company, on behalf of the company.

Sandra K. Anderson Notary Public

My Commission Expires:

9-15-07



STATE OF ARIZONA)			
County of Maricopa) ss.			
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The foregoing instrument ROY L. BROWN and VIR	was acknowledged b	efore me this	gay of Novem	iber, 2004, by
ROT E, DROWN and VIR	OIMA E. BROWN.	/	((
	<u></u>	Sandra	K. Anders	1 / /
My Commission Expires:	Not	ary Public	Y / Y	
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