



**FIRST**  
**AMENDMENT**  
**TO DECLARATION FOR BEULAH HIGHLANDS**

THIS FIRST AMENDMENT is made this 15th day of May, 2007, by ANTELOPE BUTTE, LLC, with an address of 507 Main Street, Westcliffe, Colorado 80152 ("Declarant").

- I. Antelope Butte, LLC as "Declarant" caused to be executed that certain "Declaration for Beulah Highlands," which Declaration was recorded on October 16, 2006, at Reception No. 1697959 in the records in the office of the Clerk and Recorder of Pueblo County, Colorado. (as the same is supplemented, the "Declaration"). The Declaration created a common interest community within certain real property described therein as the same has been expanded and may be further expended pursuant to the Declarant's reservation of rights.
- II. The real estate which is currently within the common interest community is described on Exhibit A attached hereto. This First Amendment is subject only to the items set forth on Exhibit B attached to this First Amendment.
- III. Section 10.4 of the Declaration provides that any provision may be amended: (i) with the approval of Owners holding sixty-seven percent (67%) of the Voting Interests; (ii) with the approval of the Executive Board; and (iii) pursuant to Section 9.8, with the written approval of the Declarant. Those three conditions have been satisfied.

**The Declaration is amended as follows:**

**Subsection 1.2.17 is amended, in its entirety, to read:**

**1.2.17 Lot.** Referred to as a "Unit" in the Act, a Lot is either (i) a single, separately-taxed parcel within the Real Estate which is shown on a Plat as a single Lot, or (ii) a "Merged Lot," (i.e., a parcel of real property consisting of more than one platted lot shown on any recorded plat and specifically conveyed as a "Merged Lot"). A Lot is intended to be owned and occupied by a single family upon which a Primary Dwelling has been constructed or which is intended to be constructed and upon which a Secondary Dwelling may also be constructed, in accordance with Section 6.5 below. The term "Lot" shall include the Lots within the Real Estate initially encumbered by this Declaration and any additional Lots that may hereafter be annexed into the Community in accordance with Article 10 below.

**Section 6.10 is amended, in its entirety, to read:**

**Section 6.10 Fencing Within 35-Acre Lots.** Boundary fencing or any fencing installed within 200 feet of any boundary of all 35 acre (and larger) Lots shall not impede the movement of any wildlife within the Community. Animals and livestock which are permitted within Lots pursuant to Section 6.14 shall be kept within fenced areas.

THE DECLARANT HAS APPROVED THIS FIRST AMENDMENT AS EVIDENCED BY THE SIGNATURE BELOW.

ANTELOPE BUTTE, LLC.,  
a Colorado limited liability company

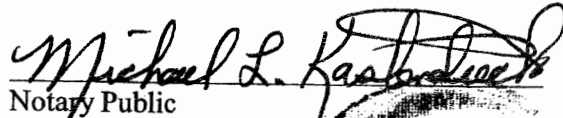
  
by: Gary D. Martin, Manager

STATE OF COLORADO            )  
  ) ss.  
COUNTY OF Custer            )

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of May, 2007 by Gary D. Martin, as Manager of Antelope Butte, LLC, a Colorado limited liability company

Witness my hand and official seal.

My commission expires: 04-05-2009

  
Notary Public



1726621 DECL 05/18/2007 09:11:51 AM  
Page: 2 of 5 R 26.00 D 0.00 T 26.00  
Gilbert Ortiz Clerk/Recorder, Pueblo County, Co





**EXHIBIT A**

**THE REAL ESTATE**

The Summit at Beulah Highlands  
Filing #1  
County of Pueblo  
State of Colorado

Marble Canyon at Beulah Highlands  
Filing #1  
County of Pueblo  
State of Colorado

Signal Point at Beulah Highlands  
Filing #1  
County of Pueblo,  
State of Colorado.

Deer Hollow at Beulah Highlands  
Filing #1  
County of Pueblo,  
State of Colorado.

Cedar Ridge at Beulah Highlands  
Filing #1  
County of Pueblo,  
State of Colorado.

The South 40 at Beulah Highlands  
Filing #1  
County of Pueblo,  
State of Colorado.

1726621 DECL 05/18/2007 09:11:51 AM  
Page: 4 of 5 R 26.00 D 0.00 T 26.00  
Gilbert Ortiz Clerk/Recorder, Pueblo County, Co



**EXHIBIT B**

**EASEMENTS AND OTHER ITEMS OF RECORD**

1. The lien for real property taxes for the year 2007 and subsequent years, not yet due and payable.
2. Terms, condition, provisions, agreements and obligations contained in the Boundary Line Agreement recorded April 22, 2004 at Reception No. 1561845 (affects, The South 40 at Beulah Highlands, Filing #1, as shown on the Plats).
3. An easement for a water treatment facility and incidental purposes granted to Beulah Water Works District by the instrument recorded July 6, 2005 at Reception No. 1628113 (affects Deer Hollow at Beulah Highlands, Filing #1, as shown on the Plats).
4. An easement for ingress and egress and incidental purposes granted to Beulah Water Works District by the instrument recorded October 2, 2000 at Reception No. 1352453 in the office of the Clerk and Recorder for Pueblo County, Colorado.
5. That certain Easement in favor of Antelope Butte, LLC, dated September 15, 2006 and recorded on October 16, 2006 at Reception No. 1697957 in the office of the Clerk and Recorder for Pueblo County, Colorado.
6. That certain instrument entitled, "Declaration for Beulah Highlands," recorded on October 16, 2006, at Reception No. 1697959 in the records in the office of the Clerk and Recorder for Pueblo County, Colorado.

1726621 DECL 05/18/2007 09:11:51 AM  
Page: 5 of 5 R 26.00 D 0.00 T 26.00  
Gilbert Ortiz Clerk/Recorder, Pueblo County, Co



WRITTEN CONSENT TO AMEND DECLARATION

Beulah Highlands Homeowners Association, Inc. ("Association") is the unit owners association which owns, operates and manages certain real property within that common interest community known as, "Beulah Highlands" ("Community") created by that certain "Declaration for Beulah Highlands" recorded in the real property records of Pueblo County, Colorado on October 16, 2006, at Reception No. 1697959 (the "Declaration").

Upon recommendation, the Association's Executive Board considered, approved and are now in the process of distributing the proposed "First Amendment of Declaration for Beulah Highlands" dated May 8, 2007 (the "Proposed First Amendment") to all Owners.

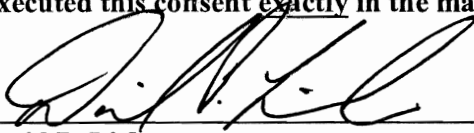
1. APPROVAL of the Owners representing 67% of the total Voting Interests within the Community is required to adopt the Proposed First Amendment. This may be accomplished by obtaining written consents from the Owners of Lots whose Voting Interests total 67%.
2. There are no quorum requirements for this written consent.
3. The undersigned has read the Proposed First Amendment, and by the signature(s) below, confirms that the consent provided is irrevocable.

**THE UNDERSIGNED BEING ALL OF THE OWNERS OF THE LOT HEREBY APPROVE THE PROPOSED DECLARATION SUBSTANTIALLY IN THE FORM DATED MAY 8, 2007.**

I/we are all of the Owners of the Lot: Marble Canyon at Beulah Highlands, located in Pueblo, Colorado. and we have printed our names below and executed this consent exactly in the manner in which I/we hold title to said Lot

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

 5-10-07  
David P. Lieb

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

 5-10-07  
Marin L. Lieb

**\*\*\*\*NOTE THAT ALL OWNERS OF THE LOT MUST EXECUTE THIS WRITTEN CONSENT\*\*\*\***