

FIRST AMENDMENT TO CONDOMINIUM DECLARATION  
FOR  
MULBERRY COMMERCIAL PARK CONDOMINIUMS

THIS FIRST AMENDMENT TO CONDOMINIUM DECLARATION FOR MULBERRY COMMERCIAL PARK CONDOMINIUMS is made by MULBERRY COMMERCIAL PARK LLC, a Colorado Limited Liability Company ("Declarant").

WITNESSETH:

WHEREAS, the Condominium Declaration for Mulberry Commercial Park Condominiums was recorded on October 19, 1999, at Reception No. 0099090949 of the Larimer County, Colorado records ("Declaration"); and

WHEREAS, the Declaration pertains to certain real property situate in the County of Larimer, State of Colorado, legally described on Exhibit "A" attached hereto and incorporated herein by reference ("Real Estate"); and

WHEREAS, Section 1 of Article VI of the Declaration provides as follows with respect to creating additional Units and Common Elements or subdividing the Units and converting Common Elements into Units on all or any portion of the Real Estate:

Section 1: Development Rights. The Declarant expressly reserves the right to create additional Units and Common Elements, to subdivide the Units and to convert Common Elements into Units on all or any portion of the Real Estate if such property is reserved for future development on the Condominium Map. Any such additional Units to be added to the Common Interest Community as an additional Building is constructed by the Declarant shall be constructed of materials equal to or of greater quality than the original forty-four (44) Units, will be similar in design and will be compatible architecturally and otherwise with the initial forty-four (44) Units. The Declarant may exercise its Development Rights on all or any portion of the Real Estate in whatever order of development the Declarant, in its sole discretion, determines.

WHEREAS, the Declarant has caused to be built on the Real Estate certain additional condominium units ("Additional Units") in accordance with the provisions of Article VI of the Declaration; and

WHEREAS, the Declarant desires to subject the Additional Units to the covenants, conditions, restrictions, easements, reservations

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and other provisions of the Declaration and to reallocate the share in the Common Elements, share in the Common Expenses and voting rights among the Units; and

WHEREAS, Section 2 of Article VI of the Declaration provides as follows with respect to creating additional Units and converting Common Elements into Units on all or any portion of the Real Estate:

Section 2: Amendment of Declaration. As the Declarant creates additional Units and converts Common Elements into Units on all or any portion of the Real Estate, the Declarant shall record an amendment to the Declaration reallocating the Allocated Interests so that the Allocated Interest appurtenant to each Unit will be apportioned according to the total number of Units submitted to the Declaration. The Allocated Interest appurtenant to each Unit thereafter in the Common Interest Community shall be determined in accordance with the provisions of Article III, Section 14 above.

WHEREAS, the Declarant desires that this document constitute such instrument of amendment and that the Allocated Interests be reallocated to reflect that the Additional Units are included within the regulatory scheme of the Declaration; and

WHEREAS, the Declaration further provides as follows with respect to the filing of a supplement to the Condominium Map contemporaneously with the filing of an amendment to the Declaration:

Section 3: Supplement to Condominium Map. The Declarant shall, contemporaneously with an amendment to this Declaration reallocating the Allocated Interests in the Common Interest Community, file a supplement to the Condominium Map. Each supplemental Condominium Map filed subsequent to the first Condominium Map shall be termed a supplement and a numerical sequence of such supplements shall be shown thereon. The Condominium Map or any part of a section thereof depicting Units shall not be filed for record until the Building in which the Units are located has been substantially completed in order to allow a certificate of completion executed by an independent licensed or registered engineer, surveyor or architect stating that all structural components of all Buildings containing or comprising any Units thereby created are substantially completed. Each supplement to the Condominium Map shall be filed for record prior to the conveyance of a Unit to a Purchaser which is included within such supplement.

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WHEREAS, in accordance with the foregoing and concurrently with the recordation of this First Amendment, the Declarant has caused to be recorded a Condominium Map of Mulberry Commercial Park Condominiums Supplement No. One.

NOW, THEREFORE, the Declarant does hereby publish and declare that the Declaration is hereby amended as set forth hereinafter.

1. Additional Units. The Declarant does hereby subject the Additional Units to all of the covenants, conditions, restrictions, easements, reservations and other provisions of the Declaration.

2. Supplement to Condominium Map. A Condominium Map of Mulberry Commercial Park Condominiums Supplement No. One depicting the Additional Units and such other matters as are required pursuant to Section 3 of Article VI of the Declaration is recorded with the Clerk and Recorder of Larimer County, Colorado, concurrently herewith.

3. Reallocation of Allocated Interests. The Allocated Interest appurtenant to each Unit is hereby reallocated as more fully set forth on Exhibit "B" attached hereto and incorporated herein by reference.

4. Interpretation. The definitions in the Declaration shall automatically be extended to encompass and to refer to the Additional Units located within the Real Estate. The Owner of each Additional Unit shall be entitled to a separate membership interest in the Association and shall in all other respects be entitled to all of the rights, privileges, benefits and burdens associated with the ownership of a "Unit" within the Common Interest Community.

5. Effective Date. The effective date for this First Amendment to Condominium Declaration for Mulberry Commercial Park Condominiums shall be the date of the recording of this First Amendment to Condominium Declaration for Mulberry Commercial Park Condominiums with the Clerk and Recorder of Larimer County, Colorado.

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IN WITNESS WHEREOF, MULBERRY COMMERCIAL PARK LLC has executed this First Amendment to Condominium Declaration for Mulberry Commercial Park Condominiums on the date set forth hereinafter.

DATED this 30<sup>th</sup> day of August, 2000.

MULBERRY COMMERCIAL PARK LLC, a Colorado Limited Liability Company

By: Platinum Properties, a Colorado General Partnership, Member-Manager

By [Signature]  
Craig C. Hau, Partner

By [Signature]  
James E. Quinlan, Partner

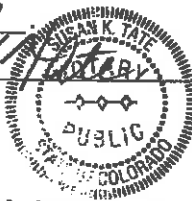
STATE OF COLORADO )  
COUNTY OF Sumner ) ss.

30<sup>th</sup> The foregoing instrument was acknowledged before me this day of August, 2000, by Craig C. Hau, Partner in Platinum Properties, a Colorado General Partnership, as Member-Manager of MULBERRY COMMERCIAL PARK LLC, a Colorado Limited Liability Company.

WITNESS my hand and official seal.

My commission expires: 11-3-2002

[Signature]  
Notary Public



STATE OF COLORADO )  
COUNTY OF Lincoln ) ss.

24<sup>th</sup> The foregoing instrument was acknowledged before me this day of August, 2000, by James E. Quinlan, Partner in Platinum Properties, a Colorado General Partnership, as Member-Manager of MULBERRY COMMERCIAL PARK LLC, a Colorado Limited Liability Company.

WITNESS my hand and official seal.

My commission expires: 11/3/2000

[Signature]  
Notary Public

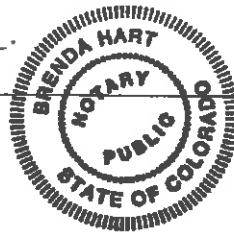


EXHIBIT "A" ATTACHED TO AND MADE A PART OF FIRST AMENDMENT TO  
CONDOMINIUM DECLARATION FOR MULBERRY COMMERCIAL PARK CONDOMINIUMS

Legal Description of Real Estate

A portion of the NE 1/4 of Section 17, Township 7 North, Range 68 West of the 6th P.M., Larimer County, Colorado, contained within boundary lines which considering the West line of the NW 1/4 of said Section 17 as bearing North 00°24'30" East and with all bearings herein relative thereto, begins at a point on the Southerly line of the right of way for State Highway No. 14 South 84°09'15" East 2646.41 feet from the NW corner of said Section 17 and run thence Easterly along the Southerly line of said right of way which is an 11,335 foot radius curve to the right to a point which is North 87°22' East 497.08 feet from the point of beginning to a point on the Westerly line of the right of way of the Cache La Poudre Reservoir Ditch No. 2 as now established and used, thence along the Westerly line of said ditch right of way by courses and distances and as follows: South 47°58' East 130.26 feet, thence South 20°28' East 286.62 feet, thence South 15°45' East 362.81 feet, thence South 34°25' East 90.91 feet, thence North 88°43'30" West 475.43 feet, thence North 40°38' West 317.78 feet, thence South 79°20' West 10.80 feet, thence North 40°24' West 293.06 feet; thence North 0°24'30" East 285.44 feet to a point on the Southerly line of the right of way for State Highway 14; thence Easterly along said Southerly right of way 34.34 feet more or less to the point of beginning.

EXHIBIT "B" ATTACHED TO AND MADE A PART OF FIRST AMENDMENT TO  
 CONDOMINIUM DECLARATION FOR MULBERRY COMMERCIAL PARK CONDOMINIUMS

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Table of Allocated Interests

| <u>Building No.</u> | <u>Unit No.</u> | <u>Percentage share of Common Elements</u> | <u>Percentage share of Common Expenses</u> | <u>Vote in the affairs of Association</u> |
|---------------------|-----------------|--|--|---|
| A                   | 1               | 2.1004%                                    | 2.1004%                                    | 1.5                                       |
| A                   | 2               | 2.1084%                                    | 2.1084%                                    | 1.5                                       |
| A                   | 3               | 2.1084%                                    | 2.1084%                                    | 1.5                                       |
| A                   | 4               | 2.1084%                                    | 2.1084%                                    | 1.5                                       |
| A                   | 5               | 2.1093%                                    | 2.1093%                                    | 1.5                                       |
| A                   | 6               | 2.1093%                                    | 2.1093%                                    | 1.5                                       |
| A                   | 7               | 2.1093%                                    | 2.1093%                                    | 1.5                                       |
| A                   | 8               | 2.1102%                                    | 2.1102%                                    | 1.5                                       |
| A                   | 9               | 2.1102%                                    | 2.1102%                                    | 1.5                                       |
| A                   | 10              | 2.1110%                                    | 2.1110%                                    | 1.5                                       |
| A                   | 11              | 2.1110%                                    | 2.1110%                                    | 1.5                                       |
| A                   | 12              | 2.1119%                                    | 2.1119%                                    | 1.5                                       |
| A                   | 13              | 2.1110%                                    | 2.1110%                                    | 1.5                                       |
| A                   | 14              | 2.0775%                                    | 2.0775%                                    | 1.5                                       |
| A                   | 15              | 2.0571%                                    | 2.0571%                                    | 1.5                                       |
| A                   | 16              | 2.0571%                                    | 2.0571%                                    | 1.5                                       |
| A                   | 17              | 2.0183%                                    | 2.0183%                                    | 1.5                                       |
| A                   | 18              | 2.0624%                                    | 2.0624%                                    | 1.5                                       |
| A                   | 19              | 2.0289%                                    | 2.0289%                                    | 1.5                                       |
| A                   | 20              | 2.0412%                                    | 2.0412%                                    | 1.5                                       |
| A                   | 21              | 2.0942%                                    | 2.0942%                                    | 1.5                                       |
| A                   | 22              | 2.0942%                                    | 2.0942%                                    | 1.5                                       |
| A                   | 23              | 2.0775%                                    | 2.0775%                                    | 1.5                                       |
| A                   | 24              | 2.0775%                                    | 2.0775%                                    | 1.5                                       |
| A                   | 25              | 2.0775%                                    | 2.0775%                                    | 1.5                                       |
| A                   | 26              | 2.0775%                                    | 2.0775%                                    | 1.5                                       |
| A                   | 27              | 2.0766%                                    | 2.0766%                                    | 1.5                                       |
| A                   | 28              | 2.0589%                                    | 2.0589%                                    | 1.5                                       |
| A                   | 29              | 2.0518%                                    | 2.0518%                                    | 1.5                                       |
| A                   | 30              | 2.0801%                                    | 2.0801%                                    | 1.5                                       |
| A                   | 31              | 2.0810%                                    | 2.0810%                                    | 1.5                                       |
| A                   | 32              | 2.0589%                                    | 2.0589%                                    | 1.5                                       |
| A                   | 33              | .5327%                                     | .5327%                                     | 1.0                                       |
| A                   | 34              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 35              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 36              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 37              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 38              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 39              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 40              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 41              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 42              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 43              | .7774%                                     | .7774%                                     | 1.0                                       |
| A                   | 44              | 1.5561%                                    | 1.5561%                                    | 1.0                                       |
| B                   | 45              | .8118%                                     | .8118%                                     | 1.0                                       |
| B                   | 46              | .8064%                                     | .8064%                                     | 1.0                                       |
| B                   | 47              | .6307%                                     | .6307%                                     | 1.0                                       |
| B                   | 48              | .8842%                                     | .8842%                                     | 1.0                                       |
| B                   | 49              | .9126%                                     | .9126%                                     | 1.0                                       |
| B                   | 50              | .6510%                                     | .6510%                                     | 1.0                                       |
| B                   | 51              | 1.3614%                                    | 1.3614%                                    | 1.0                                       |
| B                   | 52              | .7686%                                     | .7686%                                     | 1.0                                       |
| B                   | 53              | .7740%                                     | .7740%                                     | 1.0                                       |

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| <u>Building No.</u> | <u>Unit No.</u> | <u>Percentage share of Common Elements</u> | <u>Percentage share of Common Expenses</u> | <u>Vote in the affairs of Association</u> |
|---------------------|-----------------|--|--|---|
| B                   | 54              | .7740%                                     | .7740%                                     | 1.0                                       |
| B                   | 55              | .7740%                                     | .7740%                                     | 1.0                                       |
| B                   | 56              | .7740%                                     | .7740%                                     | 1.0                                       |
| B                   | 57              | .7740%                                     | .7740%                                     | 1.0                                       |
| B                   | 58              | .7327%                                     | .7327%                                     | 1.0                                       |
| B                   | 59              | .2535%                                     | .2535%                                     | 1.0                                       |
| B                   | 60              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 61              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 62              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 63              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 64              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 65              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 66              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 67              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 68              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 69              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 70              | .2832%                                     | .2832%                                     | 1.0                                       |
| B                   | 71              | .2852%                                     | .2852%                                     | 1.0                                       |
| B                   | 72              | .2852%                                     | .2852%                                     | 1.0                                       |
| B                   | 73              | .2636%                                     | .2636%                                     | 1.0                                       |
| B                   | 74              | .2731%                                     | .2731%                                     | 1.0                                       |
| B                   | 75              | .4671%                                     | .4671%                                     | 1.0                                       |
| B                   | 76              | .4171%                                     | .4171%                                     | 1.0                                       |
| B                   | 77              | .6307%                                     | .6307%                                     | 1.0                                       |
| B                   | 78              | .6645%                                     | .6645%                                     | 1.0                                       |
| B                   | 79              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 80              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 81              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 82              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 83              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 84              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 85              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 86              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 87              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 88              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 89              | .4488%                                     | .4488%                                     | 1.0                                       |
| B                   | 90              | .4488%                                     | .4488%                                     | 1.0                                       |
| <b>Total</b>        |                 | <b>100.0000%</b>                           | <b>100.0000%</b>                           | <b>106.0</b>                              |