

**FIRST AMENDMENT TO  
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR  
TIMBER PLAZA CONDOMINIUMS**  
(Subdividing Unit 102 Into Units 102-A and 102-B)

**THIS FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR TIMBER PLAZA CONDOMINIUMS** ("First Amendment") is made by **TIMBERLINE RETAIL, LLC**, a Colorado limited liability company ("Declarant").

**RECITALS**

1. The Declaration of Covenants, Conditions and Restrictions for Timber Plaza Condominiums was recorded on July 18, 2008, at Reception No. 20080045999 of the Larimer County, Colorado records ("Declaration").

2. 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.

3. The Declarant is the owner of Unit 102 within the Common Interest Community legally described as follows ("Original Unit"):

Unit 102, Timber Plaza Condominiums, Larimer County, Colorado, according to the Declaration of Covenants, Conditions and Restrictions for Timber Plaza Condominiums dated as of July 18, 2008, and recorded on July 18, 2008, at Reception No. 20080045999 of the records of the Clerk and Recorder for Larimer County, Colorado, and the Condominium Map recorded on July 18, 2008, at Reception No. 20080045998 of the records of the Clerk and Recorder for Larimer County, Colorado.

4. Pursuant to Section 16.02.02(a)(ii) of the Declaration, the Declarant reserved the right to subdivide Units owned by the Declarant into further Units in accordance with the terms therein.

5. In connection with the subdivision of the Original Unit, the Declarant further reserved the right pursuant to Section 16.02.02(a)(ii) to create Common Elements in connection with such subdivision.

6. The Declarant desires that this document constitute an amendment to the Declaration subdividing the Original Unit and reallocating the Interests in General Common Elements and Share of Common Expenses and votes allocated to Units to reflect the subdivision of the Original Unit as more fully provided hereinafter.

RECORD & RETURN TO:  
D. HOLLOWAY  
3003 E. HARMONY RD. #400  
FORT COLLINS, CO 80528

7. 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 Timber Plaza Condominiums Supplement No. 1 (Subdividing Unit 102 Into Units 102-A and 102-B)."

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

1. Subdivision of Original Unit. The Declarant does hereby subdivide the Original Unit into two (2) separate Units to be known as Unit 102-A and Unit 102-B with Unit 102-A containing approximately one thousand nine hundred forty-four (1,944) square feet and Unit 102-B containing approximately two thousand three hundred eighty-nine (2,389) square feet (jointly, "Subdivided Units").

2. Supplement to Condominium Map. A Condominium Map of Timber Plaza Condominiums Supplement No. 1 (Subdividing Unit 102 Into Units 102-A and 102-B) depicting the Subdivided Units and such other matters as are required pursuant to the Declaration and the Act is recorded with the Clerk and Recorder of Larimer County, Colorado, concurrently herewith.

3. Reallocation of Common Elements and Votes. The Interests in General Common Elements and Share of Common Expenses and the votes allocated to Units are 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 Subdivided Units located within the Common Interest Community. The Owner of each Subdivided 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 shall be the date of the recording of this First Amendment with the Clerk and Recorder of Larimer County, Colorado.

31<sup>st</sup> IN WITNESS WHEREOF, the Declarant has executed this First Amendment on the day of August, 2009.

TIMBERLINE RETAIL, LLC, a Colorado  
limited liability company

By: Capital Managers, LLC, a Colorado  
limited liability company, Manager

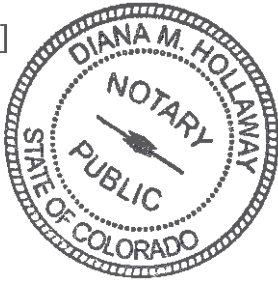
By   
Name: David G. Everitt  
Title: Manager

STATE OF COLORADO )  
 ) ss.  
COUNTY OF LARIMER )

The undersigned, a notary public in and for the above-said County and State, does hereby acknowledge that on the day and year set forth below, personally appeared David G. Everitt, in his individual capacity and as Manager of Capital Managers, LLC, a Colorado limited liability company, as Manager of TIMBERLINE RETAIL, LLC, a Colorado limited liability company, being duly sworn by and personally known to the undersigned to be the person who executed the foregoing instrument in the capacity set forth above, acknowledged to the undersigned that he voluntarily executed the same for the purposes therein stated as the free act and deed of said entity and individual, respectively.

WITNESS my hand and official seal, this 31<sup>st</sup> day of August, 2009.

[SEAL]



Diana M. Hollaway  
Notary Public for the State of Colorado  
My Commission Expires: 1-11-13

**EXHIBIT A**  
**to**  
**FIRST AMENDMENT TO**  
**DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR**  
**TIMBER PLAZA CONDOMINIUMS**

**Legal Description of Real Property Constituting Common Interest Community**

Lot 1, Fox Meadows Business Park No. 3,  
City of Fort Collins,  
County of Larimer,  
State of Colorado.

**EXHIBIT B**  
**to**  
**FIRST AMENDMENT TO**  
**DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR**  
**TIMBER PLAZA CONDOMINIUMS**

**Common Elements Interests and Assessments**

<b>Unit No.</b>	<b>Area</b>	<b>Interest in General Common Elements and Share of Common Expenses</b> <i>(Area of the Unit)</i> <i>(Total Condominium Area)</i>	<b>Votes</b>
102-A	1,944	15.29	15
102-B	2,389	18.79	19
106	2,291	18.01	18
202	3,124	24.56	25
206	2,969	23.35	23
<b>Totals</b>	<b>12,717</b>	<b>100.00%</b>	<b>100</b>