

**SECOND AMENDMENT TO THE
DECLARATION OF PROTECTIVE COVENANTS OF
INDIAN CREEK RANCH FILING NO. 1,
INDIAN CREEK RANCH FILING NO. 2,
INDIAN CREEK RANCH FILING NO. 3,
INDIAN CREEK RANCH FILING NO. 4, AND
INDIAN CREEK RANCH FILING NO.5,
DOUGLAS COUNTY, COLORADO**

THIS SECOND AMENDMENT TO THE DECLARATIONS OF PROTECTIVE COVENANTS OF INDIAN CREEK RANCH FILING NO. 1, INDIAN CREEK RANCH FILING NO. 2, INDIAN CREEK RANCH FILING NO. 3, INDIAN CREEK RANCH FILING NO. 4 AND INDIAN CREEK RANCH FILING NO. 5 (this "Amendment") is made as of this 26th day of March, 2014.

RECITALS

A. Indian Creek Investment Company, a Colorado corporation, created the Indian Creek Ranch Community ("Community") by recording an Amended Declaration of Protective Covenants, Indian Creek Ranch, Filing No. 1, in the real property records of the County of Douglas, State of Colorado, at Reception Number 139312, on November 4, 1970 ("Original Declaration").

B. The Original Declaration was supplemented by the Declaration of Protective Covenants, Indian Creek Ranch, Filing No. 2, recorded in the real property records of the County of Douglas, State of Colorado, at Reception Number 140386, on January 20, 1971, ("Filing 2 Declaration") which subjected the property within Indian Creek Ranch, Filing No. 2 to certain provisions of the Original Declaration.

C. The Original Declaration was supplemented by the Declaration of Protective Covenants, Indian Creek Ranch, Filing No. 3, recorded in the real property records of the County of Douglas, State of Colorado, at Reception Number 148730, on April 21, 1972, ("Filing 3 Declaration") which subjected the property within Indian Creek Ranch, Filing No. 3 to certain provisions of the Original Declaration.

D. The Original Declaration was supplemented by the Declaration of Protective Covenants, Indian Creek Ranch, Filing No. 4, recorded in the real property records of the County of Douglas, State of Colorado, at Reception Number 177207, on January 17, 1975, ("Filing 4 Declaration") which subjected the property within Indian Creek Ranch, Filing No. 4 to certain provisions of the Original Declaration.

E. The Original Declaration was supplemented by the Declaration of Protective Covenants, Indian Creek Ranch, Filing No. 5, recorded in the real property records of the County of Douglas, State of Colorado, at Reception Number 170278, on April 24, 1974, ("Filing 5 Declaration") which subjected the property within Indian Creek Ranch, Filing No. 5 to certain provisions of the Original Declaration.

F. The Original Declaration was supplemented by the Amended Declaration of Protective Covenants, Indian Creek Ranch, Filing No. 1, Indian Creek Ranch, Filing No. 2, Indian Creek Ranch, Filing No. 3, Indian Creek Ranch, Filing No. 4, and Indian Creek Ranch, Filing No. 5, recorded in the real property records of the County of Douglas, State of Colorado, at Reception Number 2013054219, on June 28, 2013, which subjected the property within Indian Creek Ranch, Filing No. 1, Indian Creek Ranch, Filing No. 2, Indian Creek Ranch, Filing No. 3, Indian Creek Ranch, Filing No. 4, and Indian Creek Ranch, Filing No. 5 to certain provisions of the Original Declaration.

G. The Original Declaration defines the Subdivision to include the property located within Indian Creek Ranch, Filing No 1 and such other adjacent or contiguous property as may be declared subject to the provisions of the Original Declaration by an instrument executed and recorded by Indian Creek Investment Company, its successors or assigns, and recorded in the records of Douglas County, Colorado.

H. The Filing 2 Declaration, the Filing 3 Declaration, the Filing 4 Declaration, and the Filing 5 Declaration all subject the property within those filings to Paragraph 6 of the Original Declaration.

I. Pursuant to Paragraph 18 of the Original Declaration, the Original Declaration may be amended by a vote of the majority of the owners of the residential tracts in the Subdivision. Therefore, the Original Declaration may be amended by a vote of the majority of the owners of the residential tracts in Indian Creek Ranch, Filings 1 through 5.

J. The undersigned, being the President and Secretary of the Association, hereby certify that a majority of the owners of the residential tracts in the Subdivision have voted to approve this Second Amendment as required in Paragraph 18 of the Original Declaration, which shall amend Paragraph 2 of the Original Declaration and as incorporated into the Filing 2 Declaration, the Filing 3 Declaration, the Filing 4 Declaration, and the Filing 5 Declaration.

K. This Amendment shall be effective upon recordation and shall apply to all lots within Indian Creek Ranch Filing No. 1, Indian Creek Ranch Filing No. 2, Indian Creek Ranch Filing No. 3, Indian Creek Ranch Filing No. 4 and Indian Creek Ranch Filing No. 5, Douglas County, Colorado.

NOW, THEREFORE, the Declaration is hereby amended to incorporate the approved inclusion as follows:

2. Membership -- Indian Creek Ranch Improvement Association.

The Owner(s)/Subdividers(s), as successors to the original Subdivider, its/their heirs, successors and/or assigns, herein called "the Owner(s)", of Lots 177, 181, 183, 184, and 187, Indian Creek Ranch Filing-No. 4, a Subdivision of part of Sections 28 and 29, Township 7 South, Range 68 West of the 6TH P.M., Douglas County, Colorado, according to the final plat

recorded on January 17, 1975 at Reception No. 1975177205, County of Douglas, State of Colorado, is/are exempt from paying homeowners dues and assessments. The conveyance or transfer of title, or the acquisition of legal title in any other manner of any of the lot(s) described herein to another party other than the Owner(s), shall constitute the future lot owner's consent to and acceptance of the duties and responsibilities of membership in Indian Creek Ranch Improvement Association, Douglas County, Colorado.

IN WITNESS WHEREOF, this foregoing Amendment has been duly executed by the President and Secretary of the Indian Creek Ranch Improvement Association as the 26th day of March, 2014.

INDIAN CREEK RANCH IMPROVEMENT
ASSOCIATION, a Colorado non-profit
corporation

By: Betty Purkey-Huck
Betty Purkey-Huck, President

Attest: Alison Compton
Alison Compton, Secretary

STATE OF COLORADO)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 26th day of March, 2014 by Betty Purkey-Huck, President of The Indian Creek Ranch Improvement Association, a Colorado non-profit corporation.

Witness my hand and official seal.

My commission expires:

November 14 2017

Louanne M Jordan
Notary Public

STATE OF COLORADO)
) ss.
COUNTY OF DOUGLAS)

The foregoing instrument was acknowledged before me this 26th day of March, 2014 by Alison Compton, Secretary of The Indian Creek Ranch Improvement Association, a Colorado non-profit corporation.

Witness my hand and official seal.

My commission expires:

November 14 2017

Louanne M Jordan
Notary Public