

**SECOND AMENDMENT
TO**

**MASTER DECLARATION OF COVENANTS,
CONDITIONS, RESTRICTIONS AND EASEMENTS
FOR SPRING CANYON RANCH**

This Second Amendment is made this 30 day of May, 2008 to that certain Amended Master Declaration of Covenants, Conditions, Restrictions and Easements for Spring Canyon Ranch ("Master Declaration") recorded on July 3, 2007 at Instrument 020057178 of the records of Catron County, New Mexico. Pursuant to the powers under Article VI, section 4 of the Master Declaration, Article V of the Master Declaration is hereby repealed, revoked, cancelled and of no more force or effect and is hereby replaced by Amended Article V as detailed below.

**AMENDED ARTICLE V
COVENANTS, CONDITIONS AND RESTRICTIONS**

The following covenants, conditions, restrictions are herewith imposed on the Lots within the Property:

Section 1. Natural vegetation shall be left undisturbed, except for such clearing necessary to use the Lot for its intended residential purpose and for creating defensible spaces for protection from wildfires around all buildings in accordance with New Mexico Department of Energy, Minerals and Natural Resources, State Forestry Division, guidelines. These guidelines may be obtained by calling 505-835-9359. No logging or tree cutting operations are to be conducted on any Lots except to thin trees where necessary. The natural beauty of the land must be preserved and maintained.

Section 2. All trash or junk shall be deposited in sanitary containers and hauled to the County landfill or, if available, a community solid waste collection facility. Storing of trailers, boats, campers, cars or horse trailers shall be kept reasonably out of sight so as not to be a visual nuisance to adjoining properties; either in a garage or approved outbuilding, along side yards in a neat, inconspicuous manner, or within fenced or planted perimeters. Under no circumstances may a stored trailer be lived in during the period of storage. No junk vehicles or junk mechanical equipment of any kind are permitted on the property. No motor vehicle which is under repair and not in operating condition shall be placed or permitted to remain on the road or any portion of any lot unless it is within an enclosed garage or structure. None of the land shall be used, in whole or in part, for the storage of any property or thing that will cause the land to appear in an unclean or untidy condition, or that will be obnoxious to the eye; nor shall any substance or material be kept upon the land that will emit a foul or obnoxious odor, or cause any noise that will or might disturb the peace, quiet, comfort or serenity of the

occupants of the surrounding property. No tar paper shacks or dilapidated unkempt RV trailers or storage buildings are to be constructed or placed on the property. All residential structures are to be built to current New Mexico State Code Standards at the time of construction. All homes and outbuildings are to be of a professional quality and workmanship. In addition, all buildings must be approved by the Architectural Review Board according to the criteria in Section 10 below. The Architectural Review Board has full power and authority to interpret and implement this Master Declaration. The Architectural Review Board may set forth additional standards, procedures, guidelines (including fees and fines) that it deems necessary to implement and enforce this Master Declaration. The Architectural Review Board may, from time to time, adopt, amend, and repeal such standards, procedures, and guidelines.

Section 3. All Lots within the Subdivision are subject to a fifteen (15) foot wide public utility easements along the side and rear Lot lines, subject to a twenty (20) foot wide access and utility easement along the Subdivision boundary, and subject to a ten (10) foot wide utility easement along road right-of-ways. No fence shall be constructed within the ten (10) foot easement along the road right-of-ways. All road right-of-ways and common areas within the Subdivision are for the purpose of ingress, egress and utilities. There are twenty (20) foot wide private easements for access to public lands as shown on the Subdivision Plat. In addition to the easements, each Lot is subject to the following set-back requirements: no building structure, home, recreational vehicle, camper, trailer or tent shall be nearer than seventy-five (75) feet to the street line, nor nearer than thirty (30) feet to the side Lot line, nor nearer than forty (40) feet from the rear Lot line. Lot owners on the perimeter of the Project must leave the boundary fence intact, or install a gate which is strong enough to keep out cows. All Landowners agree to conduct themselves so as to not interfere with the quiet enjoyment of the other Owners. Excessive noise from music, vehicles or other sources is strictly prohibited.

Section 4. No business or commercial ventures may be conducted on any of the Lots except if (a) such use is incidental to the primary use of the Lot for residential purposes or (b) such business or commercial venture is a limited home-based business which does not require a large number of customers, deliveries or shipping and must be fully contained inside the dwelling units on the Lot. The allowed business or commercial use shall also not interfere with the quiet enjoyment of the adjacent Lots or of the Common Area and shall not cause excessive use of the Subdivision utilities or Common Areas.

Section 5. Animals shall be confined within the boundaries of each Lot; they shall not be allowed to graze on adjoining properties. A maximum of four (4) livestock are allowed per Lot. Livestock shall include horses, ponies, llamas, cows, donkeys, and sheep, and other such live animals. Livestock must be kept in sanitary conditions. No pigs or pot-bellied pigs shall be raised on any of the Lots within Spring Canyon Ranch with the exception of school or 4-H projects. Each Lot shall be allowed no more than ten (10) chickens or other poultry, which number will be reduced if such poultry become a nuisance to surrounding owners. Poultry must be kept in a confined space. There shall be no more than four (4) dogs or a total of six (6) dogs and cats maintained on a Lot. Dogs must be kept on leashes or within the boundaries of the Owner's property. Dogs

shall not be allowed to roam freely throughout the development, or else the dogs will become subject to capture and removal by the appropriate authorities. Excessive barking, howling or other noise by dogs or other animals is prohibited as this violates the right of all owners to the quiet enjoyment of their Lots.

Section 6. All structures, except antennas and windmills, shall not be more than thirty (30) feet in height.

Section 7. No Lot within the Property may be split into additional Lots. A portion of the Lot may be deeded to a public or private utility, in which event the remaining portion of said Lot shall be treated as a whole Lot for the purpose of this provision.

Section 8. Reflective address signs for emergency purposes may be placed on the driveway and must be maintained by Owner.

Section 9. All Lots are restricted to one (1) primary residence per Lot and one (1) guesthouse per Lot. In no event shall the guesthouse be inhabited on a full-time basis. No lot shall drill a well without permission of the State of New Mexico. If an Owner drills a well, it will not relieve him of paying (or his Lot from the assessment for) the water standby fee, if any, and the full amount of the Association dues.

Section 10. All structures that are proposed to be built or placed upon the Property must be approved in writing by the Architectural Review Board before being delivered to or constructed upon the Property. The Architectural Review Board and the Association Officers and Board retain the right to inspect the structure at the time of delivery to the subdivision and have full power and authority to refuse entry to the subdivision of all non-conforming structures. In order to issue an approval, the Architectural Review Board requires a signed application, two complete sets of architectural plans, four-sided elevations, construction drawings showing garage and how the garage attaches to the breezeway or the home, drawing showing utility connections, foundation drawings, finished floor heights, contractor contact information, livable square footage and garage square footage, driveway and culvert information, permits, plot plan showing actual location of structures within required setbacks, fencing plan if any, color samples, material samples, and any other information or materials that the Architectural Review Board deems necessary. Failure to provide the requested information or material will result in an automatic denial of the request. Modular, panelized, manufactured, prefabricated, and pre-erected homes(collectively known as "manufactured homes") are permitted upon all Lots as a single family dwelling as well as site built homes, provided they are new and have not been placed or set upon any other property. However, all homes must either be constructed on a permanent foundation or placed and strapped down on a permanent foundation. Mobile homes are not permitted on the Property. All homes of any type must have shingled, tile or factory-finish metal roofs, gable ends, eaves around the entire building. All homes must have 2 x 6 or equivalent exterior wall construction, 2 x 4 interior walls, 2 x 8 floor joists, if applicable, 30 pound roof loading with trusses on 16 inch centers, if applicable, and either an **attached** 2-car garage, or an unattached 2-car garage that has a covered breezeway (aka "gangway") between the

garage and the home. The roof of the covered breezeway must connect to and integrate into the roof and/or structure of both the home and the garage. The exterior of all garages, whether attached or detached, must match the exterior of the home as to color, architecture and materials. The minimum size of the garage is 18 feet in width and 20 feet in depth, which is 360 square feet in size. The exterior walls of all structures built must be covered by two-coat stucco, stone (including cultured stone), brick, wood, lapped wood, log, or other such upgraded products. It is preferred that, where appropriate and at the sole discretion of the Architectural Review Board, material having a recognizable grain or form (such as, wood and log) be installed in a horizontal pattern rather than vertically. No unfinished metal, corrugated metal, galvanized metal, masonite, particle board, cemplank, or other like products are allowed. For products and materials not mentioned above, the Architectural Review Board retains the right to determine if such material or product is allowed to be used and how the material or product is to be installed.

All parties are put on notice that the maximum size of vehicle with load that can pass through the Subdivision entrance is twenty-two (22) feet wide and eighteen (18) feet tall.

In addition, all homes must have at least some architectural features such as porches, balconies, pop-out windows, upgraded wainscot, dormers, valley-hips, vigas, latillas, belly-bands, borders, arabesque windows, bay windows, colored concrete, built-in planters, or accent walls. The level of upgraded features is at the discretion of the Architectural Review Board with consideration given to overall quality of the proposed construction. Also, outside lighting must be directed downward so to minimize light pollution. Dusk-to-dawn outside lights are prohibited. Motion sensor lights with automatic turnoffs are to be used instead. The Architectural Review Board shall have all powers under law and equity to enforce its decisions, including, but not limited to, obtaining temporary restraining orders, refusal of request for water service, and suits for damages.

All structures must have standard architectural appearance and no non-conventional structures are allowed which would interfere with the conformity and aesthetics of the environment or development. No tires, stones or unsightly objects shall be placed on the roof of any dwelling. No shiny, galvanized or corrugated metal roofs shall be used on any building. Painted propanel metal roofs are approved. Colors must be forest and earth-tone colors (i.e., browns, grays, tans, greens, etc.) with no bright or garish colors. For structures that violate these restrictions, the Architectural Review Board is specifically granted the power to obtain injunctions to stop construction, order changes to a structure, or force removal of a structure as deemed appropriate by the Architectural Review Board.

All exterior construction of any buildings permitted must be completed within twelve (12) months of the start of construction. The primary residence shall be a minimum of fifteen hundred (1,500) square feet in livable area. For a two-story primary residence, the ground floor must be at least eleven hundred (1,100) square feet in livable area. In order to be counted as livable area, floor space must be in an enclosed and heated area.

Balconies, patios, garages, and porches are not considered livable square footage. A loft on the second floor of a residence is considered livable square footage, as long as some portion of the loft has a ceiling height of at least 7 feet and has electric outlets. The first dwelling unit built on a Lot must be the primary residence, unless an approved guesthouse is built with an attached two-car garage (for a total building size of at least 1,160 square feet) and full documentation has been submitted for an approved primary residence that is to be completed within 12 months of the completion of the guesthouse with attached garage. If the guesthouse with attached two-car garage is built, then no additional garage is required when the primary residence is built. The guesthouse must be at least eight hundred (800) square feet in ground floor building area. Accent walls and fences should be built with materials and colors that compliment the buildings constructed and be constructed so as to conform with the aesthetics of the environment. Landscaping around structures should be tasteful and blend with the natural setting of the Project. Manufactured homes must be ground-set in a professional manner. Ground-set shall mean that the finished floor elevation of the home shall be no more than twelve (12) inches above the level of the undisturbed ground, and the ground must be graded so as to establish a positive grade around the home for drainage of water away from the home. Exterior walls and stem walls shall extend down to the ground level and shall be finished at a minimum with the same products and materials as the exterior walls of the home, or use an upgraded product to complement the overall look of the manufactured home. All available utilities and water and septic shall be properly installed with said structure within a two (2) month period of time of substantial exterior completion.

All exterior walls of homes, whether or site built, must be finished and maintained in good condition and repair. Outbuildings shall not exceed thirty (30) feet in height. Outbuildings may have metal exterior walls if such walls have a factory painted finish in an allowable color and acceptable roof material. Metal storage containers are allowed, not to exceed two containers per lot, provided that the containers are in good condition, are painted in an allowable color, and are placed in a location approved in writing by the Architectural Review Board.

Section 11. Factory made recreational vehicles and travel trailers may be used on an occasional basis for recreational use and may be stored on the property out of sight from any roadway. They may also be used as a temporary residence during construction of a site built home or during preparation of the property for a manufactured home. In no event shall these be used as permanent residences or in any way, be permanently attached to the land. Owners and/or their guest may not live in an RV, travel trailer or camp on the land in any other form for more than three (3) months in any calendar year.

Section 12. In no event shall an owner discharge sewage onto their property. The Owner must comply with all state and/or county health department guidelines; whichever is more restrictive, when installing a septic system.

Section 13. No hunting or discharge of firearms, including trapping, shall be permitted within the Property.

Section 14. All survey pins and markers within the Property including those found within the Lots are to be left in the place and condition in which they were originally set.

Section 15. Alterations in the surface grade of a Lot may have a material and detrimental affect to surface water drainage to and from other Lots and shall be approved by the Board of Directors prior to any work being done by an Owner that would change the grade of, or surface drainage to and from, the Owner's Lot. Each Owner is responsible for installing appropriately sized culverts which shall be no less than 20 feet long and have a minimum diameter of 12 inches, when a Lot's driveway is installed, so as to not adversely affect the surface water drainage within the Property or on the roadside. Any culverts previously installed that are not at least 20 feet long and 12 inches in diameter, and that are to be replaced for any reason, shall be replaced with a culvert of at least 20 feet in length and 12 inches in diameter.

IN WITNESS WHEREOF, the Declarant has caused this Second Amendment to be executed in its name by its duly authorized officer and to be effective as of the date first above written.

Spring Canyon Ranch, L.L.C.

By David Wolfswinkel
David Wolfswinkel, Manager

STATE OF Arizona)
) ss
COUNTY OF Maricopa)

The foregoing instrument was acknowledged before me this 30 day
of May, 2008 by David Wolfswinkel, Manager, Spring Canyon Ranch,
L.L.C. on behalf of the L.L.C.

Deborah A. Frew
Notary Public

My commission expires: 12/26/08

