

AMENDMENT OF DECLARATIONS

THIS AMENDMENT OF DECLARATIONS is made at Grand Junction, Colorado, as of May 23, 2002, by the undersigned, who are together Owners of at least 90% of the Lots located on The Property (the "Subdivision") in the City of Grand Junction, County of Mesa, State of Colorado, legally described as follows:

Briargate, a Replat of Block Two and Block Three of Eastgate Plaza,
Filing No. One.

RECITALS

A. Through clerical or other error, two complete Declarations of Restrictive Covenants were recorded in the Mesa County, Colorado, real property records concerning the Subdivision. They are the "Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Briargate, a Replat of Block Two and Block Three, Eastgate Plaza, Filing No. Two and Briargate Homeowners Association, Inc." (the "First Declaration") recorded September 21, 1982 in Book 1392 at page 1 of the Mesa County records and the "Declaration of Covenants, Conditions and Restrictions of Briargate" (the "Second Declaration") recorded September 16, 1983 in Book 1469 at page 815 of the Mesa County records.

B. To the extent that the First Declaration has not already been superseded by the Second Declaration, and in order to avoid future confusion, the undersigned, as at least 90% of the Lot Owners of the Subdivision under the terms of both the First Declaration and Second Declaration, execute this instrument to repeal and terminate in its entirety the First Declaration and to correct certain typographical errors in the Second Declaration.

FOR VALUABLE CONSIDERATION consisting of their mutual promises and agreements stated in this instrument and for the betterment of the Subdivision, the undersigned agree:

TERMS

1. The First Declaration is repealed and terminated in its entirety.
2. The legal description contained in the Recital paragraph and in Article I, Section 4 [definition of "Common Area"] in the Second Declaration is amended to read as follows:

Briargate, a Replat of Block Two and Block Three of Eastgate Plaza,
Filing No. One.

3. This instrument may be signed in any number of counterparts, which together shall constitute a single agreement and document. The Lot Owners are identified below by reference to the Lot(s) owned by them in the Subdivision as those Lot(s) are numbered in the Plat of the Subdivision recorded in Plat Book 12 at page 232 of the Mesa County, Colorado, real property records.

4. Any person signing this instrument for an entity warrants and represents to the other signors that he or she is duly authorized to sign this instrument for that entity.

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