



RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:

Jennifer Breusch
Jacobs Chase Frick Kleinkopf & Kelley LLC
1050 - 17th Street, Suite 1500
Denver, Colorado 80265

FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND
RESTRICTIONS FOR THE VILLAGE AT COPPER

This First Amendment to Declaration of Covenants, Conditions and Restrictions for The Village at Copper (this "Amendment") is made to be effective as of this 27th day of June, 2001, by COPPER MOUNTAIN, INC., a Delaware corporation (the "Declarant").

Recitals

A. The Declaration of Covenants, Conditions and Restrictions for The Village at Copper (the "Village Declaration"), was recorded in the Official Records of Summit County, Colorado on June 15, 2000 under Reception No. 624808, covering the real property described on Exhibit A of the Village Declaration. Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Village Declaration.

B. Paragraph 13.02(a)(i) of the Village Declaration provides that Declarant may add to The Village at Copper all or any portion of the real property described on Exhibit B to the Village Declaration (the "Additional Property"), thereby making said Additional Property subject to the Village Declaration and all of the other Village Company Documents and to the jurisdiction of the Village Company.

C. Declarant owns the portion of the Additional Property described on Exhibit A attached hereto and incorporated herein by this reference (the "Annexed Property").

D. Declarant, as the declarant under the Village Declaration and as the owner of the Annexed Property, now desires to amend the Village Declaration to add the Annexed Property to The Village at Copper as permitted by paragraph 13.02(a)(i) of the Village Declaration and Section 38-33.3-210 of the Act, thereby making it subject to the terms, conditions and restrictions of the Village Declaration.

Amendment

1. Pursuant to the terms and conditions of paragraph 13.02(a)(i) of the Village Declaration and Section 38-33.3-210 of the Act, Declarant, as the declarant under the Village Declaration and as the owner of the Annexed Property, hereby adds the Annexed Property to The Village at Copper and declares that the Annexed Property shall be held, sold and conveyed subject to the covenants, conditions, restrictions, reservations, easements, assessments, charges, liens and other provisions of the Village Declaration, as the Village Declaration may be amended from time to time.

2. As of the date of recording this Amendment, the Annexed Property shall be considered Undeveloped Land under the Village Declaration.

3. Except as amended by this Amendment, the Village Declaration shall continue in full force and effect. In the event of any conflict between the provisions of this Amendment and the Village Declaration, the provisions of this Amendment shall control.

Exhibit A
(Amendment to Declaration of Covenants, Conditions and
Restrictions for The Village at Copper)

LEGAL DESCRIPTION OF ANNEXED PROPERTY

See attached.

LEGAL DESCRIPTION:

A PARCEL OF LAND IN THE NORTH HALF OF SECTION 30, TOWNSHIP 6 SOUTH, RANGE 78 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BEING A PART OF LOT 17 OF "LOT 17 & 18, COPPER MOUNTAIN FILING NO. 3, A SUBDIVISION EXEMPTION REPLAT OF LOT 14, COPPER MOUNTAIN FILING NO. 3, AND A REPLAT OF LOT 7, BLOCK 1, COPPER MOUNTAIN FILING NO. 2, AND A REPLAT OF LOT 5, COPPER MOUNTAIN FILING NO. 4", LOCATED IN THE COUNTY OF SUMMIT, THE STATE OF COLORADO AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHWEST CORNER OF LOT 1, BLOCK 1, COPPER MOUNTAIN FILING NO. 1, SUCH POINT ALSO BEING THE TRUE POINT OF BEGINNING; THENCE ALONG THE WEST LINE OF SAID LOT 1, SUCH LINE ALSO BEING THE EAST LINE OF SAID LOT 17, COPPER MOUNTAIN FILING NO. 3, THE FOLLOWING TWO (2) COURSES:

- 1.) THENCE S00°42'46"E A DISTANCE OF 118.91 FEET;
- 2.) THENCE S71°00'00"E A DISTANCE OF 165.00 FEET TO THE SOUTH LINE OF SAID LOT 17;

THENCE ALONG SAID SOUTH LINE SUCH LINE ALSO BEING THE NORTH LINE OF LOT 18 OF SAID FILING NO. 3, THE FOLLOWING THREE (3) COURSES:

- 1.) THENCE S89°17'14"W A DISTANCE OF 155.33 FEET;
 - 2.) THENCE S00°42'46"E A DISTANCE OF 83.30 FEET;
 - 3.) THENCE S89°17'14"W A DISTANCE OF 1122.20 FEET;
- THENCE DEPARTING SAID SOUTH LINE, N46°00'00"E A DISTANCE OF 130.00 FEET; THENCE S79°25'40"E A DISTANCE OF 168.06 FEET; THENCE N64°00'00"E A DISTANCE OF 90.00 FEET; THENCE N12°30'40"W A DISTANCE OF 11.35 FEET; THENCE N89°17'14"E A DISTANCE OF 22.39 FEET TO THE SOUTHWEST CORNER OF LOT 14 OF SAID FILING NO. 3; THENCE ALONG THE SOUTH LINE OF SAID LOT 14 THE FOLLOWING NINE (9) COURSES:

- 1.) THENCE N89°17'14"E A DISTANCE OF 92.21 FEET;
- 2.) THENCE S45°42'46"E A DISTANCE OF 110.47 FEET;
- 3.) THENCE N89°17'14"E A DISTANCE OF 154.00 FEET;
- 4.) THENCE S05°54'17"W A DISTANCE OF 4.97 FEET;
- 5.) THENCE N89°13'30"E A DISTANCE OF 82.69 FEET;
- 6.) THENCE N53°10'05"E A DISTANCE OF 111.84 FEET;
- 7.) THENCE N00°46'30"W A DISTANCE OF 123.91 FEET;
- 8.) THENCE N87°37'37"E A DISTANCE OF 107.75 FEET;

9.) THENCE N00°42'48"W A DISTANCE OF 60.74 FEET;
THENCE DEPARTING SAID SOUTH LINE N89°11'13"E A DISTANCE OF 25.21
FEET; THENCE S01°10'08"E A DISTANCE OF 8.50 FEET; THENCE
N89°15'52"E A DISTANCE OF 126.53 FEET; THENCE N55°42'12"E A
DISTANCE OF 55.13 FEET; THENCE N89°22'34"E A DISTANCE OF 65.15
FEET; THENCE N00°42'16"W A DISTANCE OF 32.45 FEET; THENCE
N55°42'12"E A DISTANCE OF 43.51; THENCE N34°08'34"W A DISTANCE OF
40.96 FEET; THENCE N01°47'42"W A DISTANCE OF 15.55 FEET; THENCE
S89°23'25"W A DISTANCE OF 36.16 FEET; THENCE N35°28'07"W A
DISTANCE OF 6.49 FEET; THENCE S55°52'26"W A DISTANCE OF 24.62
FEET; THENCE N34°50'55"W A DISTANCE OF 30.76 FEET; THENCE
S55°38'17"W A DISTANCE OF 89.60 FEET; THENCE S89°40'10"W A
DISTANCE OF 88.89 FEET; THENCE S55°26'53"W A DISTANCE OF 42.30
FEET TO A POINT ON THE SOUTH LINE OF SAID LOT 14; THENCE ALONG
SAID SOUTH LINE THE FOLLOWING THREE (3) COURSES:

- 1.) THENCE N00°42'48"W A DISTANCE OF 28.33 FEET;
- 2.) THENCE N52°47'14"E A DISTANCE OF 150.00 FEET;
- 3.) THENCE N89°17'14"E A DISTANCE OF 65.00 FEET TO A POINT ON THE
EAST LINE OF SAID LOT 17;

THENCE ALONG SAID EAST LINE THE FOLLOWING THREE COURSES:

- 1.) THENCE S62°26'31"E A DISTANCE OF 135.59 FEET;
- 2.) THENCE S00°42'46"E A DISTANCE OF 145.00 FEET TO A POINT ON THE
NORTH LINE OF SAID LOT 1 BLOCK 1;
- 3.) THENCE ALONG SAID NORTH LINE S89°17'14"W A DISTANCE OF 148.04
FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINS 143,368 SQUARE FEET OR 3.291 ACRES MORE
OR LESS.

BASIS OF BEARINGS:

BEARINGS ARE BASED ON THE RECORDED PLAT FOR COPPER
MOUNTAIN FILING NO.2, COUNTY OF SUMMIT, STATE OF COLORADO.

PREPARED BY JACK SPARKS
REVIEWED BY RICHARD A. NOBBE P.L.S.
FOR AND ON BEHALF OF:
MARTIN/MARTIN, INC.
WHEAT RIDGE, COLORADO 80033
14500.C.85