

FIRST AMENDMENT OF DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS
SUMMERLIN, UNIT-1 (PLANNED UNIT DEVELOPMENT)

STATE OF TEXAS *
COUNTY OF BEXAR * KNOW ALL MEN BY THESE PRESENTS:

This First Amendment of Declaration of Covenants, Conditions and Restrictions made on the date hereinafter set forth by SUMMERLIN/RED CREEK RANCH VENTURE, a Joint Venture between SUMMERLIN PROPERTIES, INC., a Texas Corporation and RED CREEK RANCH, INC., a Colorado Corporation, acting herein by and through its Joint Venturer, SUMMERLIN PROPERTIES, INC., a Texas Corporation, duly authorized to do business in the State of Texas, hereinafter referred to as "Declarant";

W I T N E S S E T H

WHEREAS, this Amendment conforms with Section 9.3(A) of said Restrictions authorizing Developer to amend the Declarations until August 1, 2009 or until Declarant no longer holds seventy five percent (75%) of the votes in the Master Association, whichever occurs last without the consent or joinder of any owner.

NOW, THEREFORE, NOTWITHSTANDING, anything contained in the Restrictions to the contrary, said Restrictions are, pursuant to Section 9.3 (A), hereby amended as follows:

1. The premise statement is amended to read as follows:

WHEREAS, Declarant is the owner of 82.92 acres of land out of the 362.8 acres of land out of a 1976.26 acre tract as recorded in Volume 5570, Page 1061 of the Official Public Records of Bexar County, Texas and being comprised of a 0.9117 acre tract of land out of a 52.24 acre tract of land recorded in Volume 5596, Page 1614, Official Public Records of Bexar County, Texas, and a 361.9 acre tract out of a 474.1 acre tract of land recorded in Volume 5596, Page 1692, Official Public Records of Bexar County, Texas being out of the B. Staffel Survey No. 2, Abstract 946, County Block 4925, the Beaty, Seale & Forward Survey No. 1, Abstract 113, County Block 4926 being out of the J. H. Classen Survey No. 384, Abstract 166, County Block 4927 and the C. L. Muller Survey No. 385, Abstract 531, County Block 4928, in Bexar County, Texas, hereinafter referred to as "Subdivision" or "Development".

2. Article 1.23 is hereby amended to read as follows:

Article 1.23 Property. "Property" shall mean that real property which is subject to the terms of this Declaration initially described as approximately 82.92 acres of land, known as Summerlin, Unit-1 (Planned Unit Development), also known as Summerlin, Unit 1, Bexar County, Texas, as shown on the map or plat recorded in Volume 5596, Page 1568, of the Deed and Plat Records of Bexar County, Texas, and any additional real property which may be hereafter incorporated or annexed under the terms of this Declaration.

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3. Article 3.35 is amended to read as follows:

Article 3.35 Prohibition of Offensive Activity. No activity, whether for profit or not, shall be conducted on any tract which is not related to single family residential purposes. All commercial activities specifically prohibited. Notwithstanding, this restriction is waived in regard to the customary sales activities required to sell homes in the subdivision.

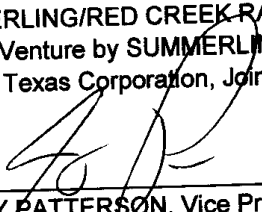
4. Article 5.4 is amended to read as follows:

Article 5.4 (e) Right of entry and Enforcement. To enter at any time in an emergency (or in the case of non-emergency, after twenty-four (24) hours written notice), without being liable to any Owner, upon any Lot and into any Improvement Thereon, excluding a completed dwelling used as a single family residence, for the purpose of enforcing the Summerlin Restrictions or for the purpose of maintaining or repairing any area, Improvement or other facility to conform to the Summerlin Restrictions, and the expenses incurred by the Master Association in connection with the entry upon any Lot and the maintenance and repair work conducted thereon shall be a personal obligation of the Owner of the Lot entered upon, shall be a lien upon the Lot entered upon and upon the Improvements thereon, and shall be enforced in the same manner and to the same extent as provided in Article VII hereof for regular and special assessments. The Master Association shall have the power and authority from time to time, in its own name and on its own behalf, or in the name of and on behalf of Any Owner who consents thereto, to commence and maintain actions and suits to enforce, by mandatory injunction or otherwise, or to restrain and enjoin, any breach or threatened breach of the Summerlin Restrictions. The Master Association is also authorized to settle claims, enforce liens and take all such action as it may deem necessary or expedient to enforce the Summerlin Restrictions; provided, however, that the Board shall never be authorized to expend any Master Association funds for the purpose of bringing suit against Declarant, its successors or assigns.

Except as amended hereby, the Restrictions are hereby ratified and confirmed in their entirety.

EXECUTED this the 21st day of August, 1998.

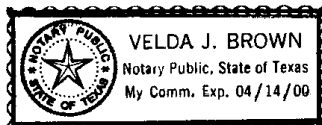
SUMMERLING/RED CREEK RANCH VENTURE,
a Joint Venture by SUMMERLIN PROPERTIES,
INC., a Texas Corporation, Joint Venturer

By: 
JAY PATTERSON, Vice President

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THE STATE OF TEXAS *
COUNTY OF Bryan *

This instrument was acknowledged before me on this the 21st day of August, 1998, by JAY PATTERSON, Vice President of SUMMERLIN PROPERTIES, INC., a Texas Corporation, in the capacity therein stated, on behalf of said Corporation.



Velda J. Brown
NOTARY PUBLIC, STATE OF TEXAS
Notary's Name Printed:

My Commission Expires: _____

AFTER RECORDING RETURN TO:
BOB R. KIESLING, P.C.
P. O. Box 311686
New Braunfels, TX 78131-1686

PREPARED IN THE LAW OFFICE OF:
BOB R. KIESLING, P.C.
P. O. Box 311686
New Braunfels, TX 78131-1686

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Any provision herein which purports to affect the validity of the described
real property because of this is invalid and unenforceable under Federal law
STATE OF TEXAS, COUNTY OF BEXAR
I hereby certify that this instrument was FILED in File Number Sequence on
the date and at the time stamped hereon by me and was duly RECORDED
the Official Public Record of said County of Bexar County, Texas on:

AUG 27 1998



Gerry Rickhoff

COUNTY CLERK BEXAR COUNTY, TEXAS

Filed for Record in:
BEXAR COUNTY, TX
GERRY RICKHOFF, COUNTY CLERK

On Aug 21 1998

At 3:43pm

Receipt #: 155786
Recording: 7.00
Doc/Mgmt: 6.00

Doc/Num : 98- 0149895

Deputy -Betty Sepulveda

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