



2008-02891

Page 1 of 2

Requested By: CELESTE M. STEEN

SUZANNE SAINZ, RECORDER

SANTA CRUZ COUNTY, ARIZONA

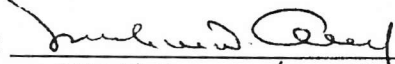
03-19-2008 11:21 AM Recording Fee \$14.00

Lewis and Roca, LLP  
Celeste M. Steen, Esq.  
One South Church Avenue  
7<sup>th</sup> Floor  
Tucson, Arizona 85701

**CERTIFICATE OF RATIFICATION OF THE SECOND AND THIRD AMENDMENTS TO AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR TUBAC GOLF RESORT DEVELOPMENT BY TUBAC GOLF RESORT DEVELOPMENT OWNERS ASSOCIATION**

The undersigned, being the duly elected President or Vice President of Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation, hereby certifies that pursuant to Section 13.2 of the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development recorded on August 4, 2005 in Docket 1135, page 277 of the Official Records of the Santa Cruz County Recorder's Office, as amended, an election was duly called on May 30, 2007, and two thirds (2/3) of the votes of the Owners voting in person, or by proxy at the election voted affirmatively to ratify and confirm the execution and recordation of the Second Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development recorded on September 11, 2006 in Document No. 2006-14644 of the Official Records of the Santa Cruz County Arizona Recorder's Office and Third Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for the Tubac Golf Resort Development recorded on June 27, 2007 in document number 2007-09304 of the Official Records of the Santa Cruz County Arizona Recorder's Office. This Certificate of Ratification is dated as of February 11, 2008.

Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation

By:   
Name: MICHAEL D. ALESSI  
Its: VICE PRESIDENT  
Date: March 3, 2008

[notary signature to follow]

STATE OF Colorado

County El Paso

On 3/3/08, before me, Michael D Allred personally appeared Andis personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

Stephanie Randle  
Notary Public

[SEAL]



My Commission Expires 03/29/2011

2006-14644

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Requested By: LAWYERS TITLE-HOGALES

SUZANNE SAINZ, RECORDER

SANTA CRUZ COUNTY, ARIZONA

09-11-2006 04:00 PM Recording Fee \$16.00

When recorded return to:

Celeste Steen  
Lewis and Roca  
One South Church Avenue  
7<sup>th</sup> Floor  
Tucson, Arizona 85701

1558414

**SECOND AMENDMENT TO AMENDED AND RESTATED  
DECLARATION  
OF COVENANTS, CONDITIONS,  
RESTRICTIONS AND EASEMENTS  
FOR  
TUBAC GOLF RESORT DEVELOPMENT,  
a subdivision of Santa Cruz County, Arizona**

201271.3

201271.4

SECOND AMENDMENT TO AMENDED AND RESTATED  
DECLARATION  
OF COVENANTS, CONDITIONS, RESTRICTIONS  
AND EASEMENTS  
FOR  
TUBAC GOLF RESORT DEVELOPMENT

THIS SECOND AMENDMENT TO AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR TUBAC GOLF RESORT DEVELOPMENT, a subdivision of Santa Cruz County, Arizona (the "Second Amendment"), is dated as of September 8, 2006, is executed by LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under Trust No. 18103-T and Tubac Management Co., L.L.C., an Arizona limited liability company (collectively "Declarant") and Lawyers Title Agency of Arizona, LLC, an Arizona limited liability company, as Trustee under Trust No. 18105-T ("Homebuilder Trust").

RECITALS

A. Declarant is the record owner of those portions of the Property set forth below: Lots 2, 4, 9 - 11, 19 - 34, 36, 38 - 46 and 52 - 75, of the Unit-1, 73 Lot Plat, all of the Unit-3, 48 Lot Plat, and Lots 48-106 inclusive of the Unit-2, 106 Lot Plat and Homebuilder Trust is the record owner of the portion of the Property know as Lots 1 - 47 inclusive of the Unit-2, 106 Lot Plat as those terms are defined in Recital A of the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on August 4, 2005 in Docket 1135, Page 277 of the Official Records of the Santa Cruz County Arizona Recorder's Office (the "Original CC&Rs"), as affected by that certain Affidavit of Confirmation recorded on November 14, 2005 in Document No. 2005-15508 of the Official Records of the Santa Cruz County Arizona Recorder's Office, and as amended by that certain First Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on February 15, 2006, in Document No. 2006-02490 and re-recorded on March 7, 2006 in Document No. 2006-03736 of the Official Records of the Santa Cruz County Arizona Recorder's Office (collectively, the "Amended and Restated CC&Rs").

B. As of the date of this Second Amendment, certain lots in Unit-1, 73 Lot Plat have been sold to Owners for use and occupancy as Dwelling Units. Pursuant to Section 13.2 of the Original CC&Rs, after the first sale of a Lot within the Property to an Owner other than Declarant for use and occupancy as a Dwelling Unit, the Declaration may be amended by Recording a Certificate of Amendment, duly executed by the President or Vice President of the Association and setting forth the full text of the amendment adopted, that certifies that two thirds (2/3) of the votes of the Owners (the "Required Owner Majority") voted affirmatively to adopt such amendment.

C. The Required Owner Majority wish to amend the Amended and Restated CC&Rs to add "Developer Builder" as an additional defined term, to add an additional provision providing reduced Annual Assessments for Developer Builders and to revise Section 8.3 of the Original CC&Rs to allow for non-uniform amounts of Annual Assessments for any Developer Builder.

#### AMENDMENT

Now, therefore, the Required Owner Majority hereby declares and covenants as follows:

1. The following definition is hereby added to Article 1 of the Original CC&Rs and inserted after the definition of the term Developer Affiliate and before the definition of the term Dwelling Unit:

"Developer Builder" shall mean any Owner in the business of developing, or selling real property and who has purchased ten (10) or more Lots in the Property for the purpose of developing, or selling the same in accordance with this Declaration.

2. The following provision is hereby added to the end of Subsection 8.1.3 of the Original CC&Rs.

Notwithstanding any other provision of this Declaration to the contrary, the Annual Assessments for Lots owned by a Developer Builder shall be in an amount equal to twenty-five percent (25%) of the Annual Assessments levied against Lots owned by Owners other than Declarant and any Developer Builder.

3. Section 8.3. of the Original CC&Rs is hereby deleted in its entirety and replaced by the following:

8.3. Rate of Assessment. Subject to Sections 8.4 and 8.5 and Subsection 8.1.3 hereof, the amount of the Assessments shall be fixed by the Board, in its sole discretion, but always shall be uniform as to each Lot.

4. Pursuant to Section 13.2 of the Original CC&Rs the duly executed Certificate of Amendment is attached hereto and incorporated herein.

**[SIGNATURES ON FOLLOWING PAGE]**



**Declarant:**

TUBAC MANAGEMENT CO., L.L.C.  
an Arizona limited liability company

By: Tubac Allred, L.L.C.,  
an Arizona limited liability company  
Its: Manager

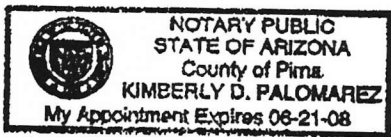
By: *Michael D. Allred*  
Name: Michael D. Allred  
Title: Authorized Agent  
Date: 7-24-06

STATE OF ARIZONA            )  
  ) ss.  
COUNTY OF PIMA            )

The foregoing instrument was acknowledged before me this 24 day of July, 2006, by Michael D. Allred, the Authorized Agent of Tubac Allred, L.L.C., an Arizona limited liability company in its capacity as the Manager of Tubac Management Co., L.L.C., an Arizona limited liability company, on behalf of the company.

*Kimberly D. Palomarez*  
Notary Public

Notary Seal



AND

Homebuilder Trust:

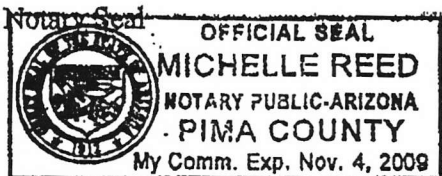
LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under Trust No. 18105-T

By Joyce M. Rodda  
Its Trust Officer

STATE OF ARIZONA        )  
                                  ) ss.  
COUNTY OF PIMA        )

ACKNOWLEDGED before me this 8 day of September, 2006 by Joyce M. Rodda, the Trust Officer of LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under its Trust No. 18105-T

Michelle Reed  
Notary Public



CERTIFICATE OF AMENDMENT

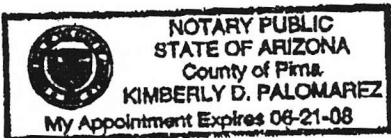
The undersigned, being the duly elected President of Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation, hereby certifies that pursuant to Section 13.2 of the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development recorded on August 4, 2005 in Docket 1135, page 277 of the Official Records of the Santa Cruz County Recorder's Office, as amended, an election was duly called and two thirds (2/3) of the votes of the Owners voting in person or by proxy at the election voted affirmatively for the adoption of the Second Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development to which this certification is attached.

Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation

By: [Signature]  
Name: Robert Whitely  
Its: President  
Date: 8-24-06

STATE OF ARIZONA )  
County of Pima ) ss.  
 )

The foregoing instrument was acknowledged before me this 24 day of July, 2006, by Robert Whitely, the President of Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation, on behalf of the corporation.



[Signature]  
Notary Public



2007-09304

Page 1 of 8

Requested By: LAYWERS TITLE OF AZ, LLC

SUZANNE SAINZ, RECORDER

SANTA CRUZ COUNTY, ARIZONA

06-27-2007 03:56 PM Recording Fee \$17.00

**When recorded return to:**

Celeste Steen  
Lewis and Roca  
One South Church Avenue  
Suite 700  
Tucson, Arizona 85701

**THIRD AMENDMENT TO AMENDED AND RESTATED  
DECLARATION  
OF COVENANTS, CONDITIONS,  
RESTRICTIONS AND EASEMENTS  
FOR  
TUBAC GOLF RESORT DEVELOPMENT,  
a subdivision of Santa Cruz County, Arizona**

THIRD AMENDMENT TO AMENDED AND RESTATED  
DECLARATION  
OF COVENANTS, CONDITIONS, RESTRICTIONS  
AND EASEMENTS  
FOR  
TUBAC GOLF RESORT DEVELOPMENT

THIS THIRD AMENDMENT TO AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR TUBAC GOLF RESORT DEVELOPMENT, a subdivision of Santa Cruz County, Arizona (the "**Third Amendment**"), is dated as of April 12, 2007, by LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under Trust No. 18103-T ("**Declarant**") and Lawyers Title Agency of Arizona, LLC, an Arizona limited liability company, as Trustee under Trust No. 18105-T ("**Homebuilder Trust**") and certified by Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation (the "**Association**").

**RECITALS**

A. Declarant is the record owner of the portion of the Property know as: Lots 2, 4, 9-11, 19-34, 38-46, 59, and 61-73, of the Unit-1, 73 Lot Plat, all of the Unit-3, 48 Lot Plat, and Lots 48-79, 81, 82, and 85-106 inclusive of the Unit-2, 106 Lot Plat (the "**Declarant Property**") and Homebuilder Trust is the record owner of the portion of the Property know as Lots 1-6, 8-35, 39-47, and 84 inclusive, of the Unit-2, 106 Lot Plat (the "**Homebuilder Property**") as those terms are defined in Recital A of the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on August 04, 2005 in Docket 1135, Page 277 of the Official Records of the Santa Cruz County Arizona Recorder's Office (the "**Original CC&R's**") as affected by that certain Affidavit of Confirmation recorded on November 14, 2005 in Document No. 2005-15508 of the Official Records of the Santa Cruz County Arizona Recorder's Office, as amended by that certain First Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on February 15, 2006 in Docket No. 2006-02490 and rerecorded on March 7, 2006 in Document No. 2006-03736 of the official records of the Santa Cruz County Arizona Recorder's Office and as amended by that certain Second Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on September 11, 2006 in Document No. 2006-14644 of the Official Records of the Santa Cruz County Arizona Recorder's Office (collectively, the "**Amended and Restated CC&R's**").

B. As of the date of this Third Amendment, certain lots in Unit-1, 73 Lot Plat and certain Lots in the Unit-2, 106 Lot Plat have been sold to Owners for use and occupancy as Dwelling Units. Pursuant to Section 13.2 of the Original CC&R's, after the first sale of a Lot within the Property to an Owner other than Declarant for use and occupancy as a Dwelling Unit, the Declaration may be amended by Recording a Certificate of Amendment, duly executed by

the President or Vice President of the Association and setting forth the full text of the amendment adopted, that certifies that two thirds (2/3) of the votes of the Owners (the "**Required Owner Majority**") voted affirmatively to adopt such amendment.

C. The Required Owner Majority wish to amend the Amended and Restated CC&R's to revise the definition of Guest Quarters, authorize the Board to convey certain Common Area to Homebuilder Trust and revise Sections 8.4.3, 8.5, 12.5, 12.6.3 and 13.2 of the Original CC&Rs to conform with the recent legislation related to voting by absentee ballot instead of by proxy.

### AMENDMENT

Now, therefore, the Required Owner Majority hereby declares and covenants as follows:

1. Definition of Guest Quarters. The definition of "**Guest Quarters**" in Article I of the Original CC&Rs is deleted in its entirety and replaced with the following:

"**Guest Quarters**" shall mean the quarters that may be attached to the main living quarters or a stand alone structure on the Unit-2, 106 Lot Plat. The Guest Quarters shall contain at a minimum the following: (1) 490 square feet of inside living area (the "**Living Area**"); (2) an outdoor patio of at least 80 square feet (the "**Patio Area**"); (3) a separate outside entrance; (4) one separate reserved parking space; (5) one separate full bathroom; (6) a coffee making area; and (7) the floor of the Living Area shall be tiled with saltillo tile. Notwithstanding the foregoing, (A) a maximum of twelve (12) Lots within Lots 1-47 of the Unit-2, 106 Lot Plan and a maximum of thirteen (13) Lots within Lots 48-106 of the Unit-2, 106 Lot Plat, may include Guest Quarters that contain (i) an inside Living Area of 400 square feet; and (ii) a Patio Area of 76 square feet, and (B) a maximum of ten (10) Lots located collectively within Phase I, Phase II, Phase III, or Phase IV may include Guest Quarters that contain an inside Living Area of 317 square feet.

2. Conveyance of Unit-2 Common Area B to Homebuilder Trust. Section 3.1 of the Original CC&Rs is hereby modified by the addition of Section 3.1.6 after Section 3.1.5 as set forth below:

3.1.6 The right of the Association to convey to Homebuilder Trust at no cost approximately 1,800 square feet of Common Area B located in the Unit-2, 106 Lot adjacent to Lot 43 of the Unit 2, 106 Lot Plat; provided, however, that any such conveyance shall require Action by Members holding not less than 66% of all Votes held by Members.

3. Amendments. Section 13.2 of the Original CC&Rs is hereby deleted in its entirety and replaced with the following:

13.2 Amendments. Until the first sale of a Lot within the Property to an Owner other than Declarant for use and occupancy as a Dwelling Unit, this Declaration may be amended by Recorded instrument duly executed by Declarant, without the necessity of calling a meeting of Owners or obtaining the consent of Owners. Thereafter, this Declaration may be amended (either during the initial thirty (30)-year term or during any extension thereof pursuant to Section 13.1 above) by Recording a Certificate of Amendment, duly executed by the President or Vice President of the Association, which Certificate of Amendment shall set forth in full the text of the amendment adopted, shall certify that at an election duly called two thirds (2/3) of the votes of the Owners voting in person or by absentee ballot at the election voted affirmatively for the adoption of the amendment. This Declaration may be amended in a manner that does not uniformly affect the Property if such an amendment is made pursuant to this subsection. Sections 3.4, 3.9, 3.10, 11.5, 12.6 and 13.2 may not be modified, amended or deleted without the consent of Declarant and Developer.

4. Substitution of Absentee Ballots for Vote by Proxy. In accordance with A.R.S. § 33-1812 all references to vote by "proxy" in Sections 8.4.3, 8.5, 12.5, 12.6.3 and any other section in the Amended and Restated CC&Rs shall be deleted and replaced with vote by "absentee ballot" containing all information required by A.R.S. § 33-1812 )(A).

5. Certificate of Amendment. Pursuant to Section 13.2 of the Original CC&R's, as amended hereby, the duly executed Certificate of Amendment is attached hereto and incorporated herein.

**SIGNATURES ON FOLLOWING PAGE**

IN WITNESS WHEREOF, Declarant and Homebuilder Trust have caused this Declaration to be duly executed.

**Declarant:**

LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under Trust No. 18103-T

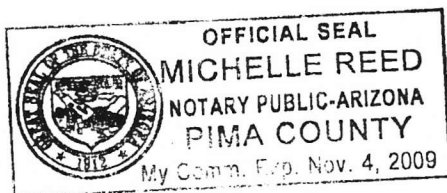
By [Signature]  
Its [Signature]

STATE OF ARIZONA        )  
  ) ss.  
COUNTY OF PIMA        )

ACKNOWLEDGED before me this 3 day of May, 2007 by Joyce M. Rodda, the Trust Officer of LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under its Trust No. 18103-T

Michelle Reed  
Notary Public

Notary Seal



AND

**Declarant:**

TUBAC MANAGEMENT CO., L.L.C.  
an Arizona limited liability company

By: Tubac Allred, L.L.C.,  
an Arizona limited liability company  
Its: Manager

By: Ronald D. Allred  
Name: Ronald D. Allred  
Title: Sole Member

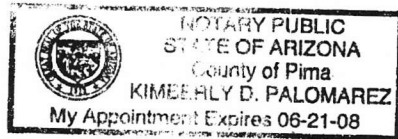
STATE OF ARIZONA )  
 ) ss.  
COUNTY OF PIMA )

The foregoing instrument was acknowledged before me this 24 day of April, 2007, by Ronald D. Allred, the Sole Member of Tubac Allred, L.L.C., an Arizona limited liability company in its capacity as the Manager of Tubac Management Co., L.L.C., an Arizona limited liability company, on behalf of the company.

Kimberly D. Palomarez  
Notary Public

Notary Seal

AND



**Homebuilder Trust:**

LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under Trust No. 18105-T

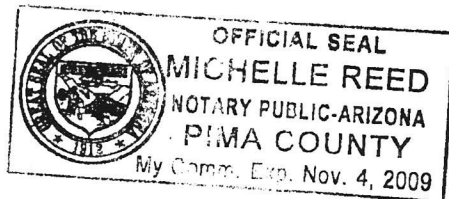
By [Signature]  
Its Trust Officer

STATE OF ARIZONA        )  
  ) ss.  
COUNTY OF PIMA        )

ACKNOWLEDGED before me this 3 day of May, 2007 by Jayce M. Rodda, the Trust Officer of LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under its Trust No. 18105-T

Michelle Reed  
Notary Public

Notary Seal



CERTIFICATE OF AMEDNMENT

The undersigned, being the duly elected President of Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation, hereby certifies that pursuant to Section 13.2 of the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development recorded on August 4, 2005 in Docket 1135, page 277 If the Official Records of the Santa Cruz County Recorder's Office, as amended, an election was duly called and two thirds (2/3) of the votes of the Owners voting in person or by absentee ballot at the election voted affirmatively for the adoption of the Third Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development to which this certification is attached.

Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation

By: Robert Whitley

Name: Robert Whitley

Its: President

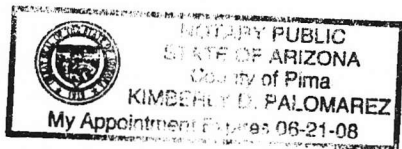
Date: 4-15-07

STATE OF ARIZONA )  
 ) ss.  
COUNTY OF Pima )

The foregoing instrument was acknowledged before me this 15 day of April, 2007, by Robert Whitley, the President of Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation, on behalf of the corporation.

Kimberly D. Palomarez  
Notary Public

Notary Seal





2008-02896

Page 1 of 7

Requested By: CELESTE M STEEN

SUZANNE SAINZ, RECORDER

SANTA CRUZ COUNTY, ARIZONA

03-19-2008 11:21 AM Recording Fee \$16.00

**When recorded return to:**

Lewis and Roca, LLP  
Celeste M. Steen, Esq.  
One South Church Avenue  
Suite 700  
Tucson, Arizona 85701

**FOURTH AMENDMENT TO AMENDED AND RESTATED  
DECLARATION  
OF COVENANTS, CONDITIONS,  
RESTRICTIONS AND EASEMENTS  
FOR  
TUBAC GOLF RESORT DEVELOPMENT,  
a subdivision of Santa Cruz County, Arizona**

FOURTH AMENDMENT TO AMENDED AND RESTATED  
DECLARATION  
OF COVENANTS, CONDITIONS, RESTRICTIONS  
AND EASEMENTS  
FOR  
TUBAC GOLF RESORT DEVELOPMENT

THIS FOURTH AMENDMENT TO AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR TUBAC GOLF RESORT DEVELOPMENT, a subdivision of Santa Cruz County, Arizona (the “**Fourth Amendment**”), is dated as of MARCH 19, 2008, by LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under Trust No. 18103-T (“**Declarant**”) and certified by Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation (the “**Association**”).

**RECITALS**

A. Declarant is the record owner of approximately 127 lots within the Property. The Property is subject to the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on August 04, 2005 in Docket 1135, Page 277 of the Official Records of the Santa Cruz County Arizona Recorder’s Office (the “**Original CC&Rs**”) as affected by that certain Affidavit of Confirmation recorded on November 14, 2005 in Document No. 2005-15508 of the Official Records of the Santa Cruz County Arizona Recorder’s Office, as amended by that certain First Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on February 15, 2006 in Docket No. 2006-02490 and rerecorded on March 7, 2006 in Document No. 2006-03736 of the Official Records of the Santa Cruz County Arizona Recorder’s Office, as amended by that certain Second Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on September 11, 2006 in Document No. 2006-14644 of the Official Records of the Santa Cruz County Arizona Recorder’s Office, that certain Third Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development, a subdivision of Santa Cruz County, Arizona, recorded on June 27, 2007 in Document No. 2007-09304 of the Official Records of the Santa Cruz County Arizona Recorder’s Office (the “**Third Amendment**”) as affected by that certain Certification of Ratification of the Second and Third Amendments to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development by Tubac Golf Resort Development Owners Association dated as of February 11, 2008 (collectively, the “**Amended and Restated CC&Rs**”).

B. As of the date of this Fourth Amendment, certain lots in Unit-1, 73 Lot Plat and certain Lots in the Unit-2, 106 Lot Plat have been sold to Owners for use and occupancy as Dwelling Units. Pursuant to Section 13.2 of the Original CC&Rs, after the first sale of a Lot within the Property to an Owner other than Declarant for use and occupancy as a Dwelling Unit, the Declaration may be amended by Recording a Certificate of Amendment, duly executed by the President or Vice President of the Association and setting forth the full text of the amendment adopted, that certifies that two thirds (2/3) of the votes of the Owners (the “**Required Owner Majority**”) voted affirmatively to adopt such amendment.

C. The Required Owner Majority wish to amend the Amended and Restated CC&Rs to authorize Declarant and Developer to replat the Unit-1, 73 Lot Plat and the Unit-3, 48 Lot Plat and other related activities.

### AMENDMENT

Now, therefore, the Required Owner Majority hereby declares and covenants as follows:

1. Replating. Subsection 3.10 of the Original CC&Rs is hereby deleted in its entirety and replaced with the following:

3.10. Replating. Declarant shall have the right, in its sole and absolute discretion, without obtaining approval by the Association or the Members, until the earlier of (a) the sale of any of the following Lots: Lots 22-29 and 65-73 of the Unit-1, 73 Lot Plat, (individually, a “**Unit 1 Moveable Lot**” and collectively, the “**Unit 1 Moveable Lots**”) and (b) seven years after the date of this Declaration, to replat the Unit 1 Moveable Lots and any related replating of the Unit-1, 73 Lot Plat (the “**Unit 1 Replating**”) and record any amendments to this Declaration necessary to facilitate or clarify the Unit 1 Replating. In addition, the 48 Lots in Unit-3, 48 Lot Plat may be replatted initially as Block K and then subdivided (the “**Unit 3 Replating**”) into Lots such that the total number of Lots contained in Unit-1, 73 Lot Plat (including the lots replatted to form the Unit 1A Plat) and Unit 3, 48 Lot Plat, as amended, shall not increase. The number of Lots allocated to Block K for voting purposes under the Declaration until it is subdivided shall be equal to the votes allocated to 31 Lots. Declarant shall have the right, in its sole and absolute discretion, without obtaining approval by the Association or the Members, until the earlier of (i) the sale of a Lot in the Unit 3, 48 Lot Plat as may be replatted as Block K and further replatted and subdivided (individually, a “**Unit 3 Moveable Lot**” and collectively the “**Unit 3 Moveable Lots**”) and (ii) seven years after the date of this Declaration, to replat the Unit 3 Moveable Lots or Block K and any related Replating of the Unit 3, 48 Lot Plat or Block K.

2. Amended Unit-1 Plat and the Unit 1A Plat. Lots 22-29 and 65-73 of the Unit-1, 73 Lot Plat have been replatted as Lots 1-33 and the 48 Lots in the Unit-3, 48 Lot Plat have been replatted as Block K on the Final Plat for Tubac Golf Resort Development Unit 1A Lots 1 thru

33 and Block K and Common Areas "A" and "B" has been recorded in Reception No. 2008-02892 in the Official Records of the Santa Cruz County, Arizona Recorder's Office (the "Unit-1A Plat"). The remaining Lots 1-21 and 30-64 comprise the remaining Unit-1, 73 Lot Plat (the "Revised Unit-1 Plat"). Accordingly, all references to the Unit-1,73 Lot Plat in the Amended and Restated CC&Rs shall be references to the Revised Unit 1 Plat and the Unit 1A Plat, individually or collectively, as applicable. All references to the Unit 3, 48 Lot Plat shall be references to Block K as may be replatted and subdivided.

3. Assurance Agreement. The definition of Assurance Agreement set forth on page 3 of the Original CC&Rs is hereby expanded to include the Assurance Agreements for Unit-1A and any plat(s) for Block K.

4. Committee Composition. Subsection 4.3.1 of the Original CC&Rs is hereby deleted in its entirety and replaced with the following

4.3.1 Committee Composition. The Design and Landscaping Review Committee shall consist of five regular members consisting of one representative of the Block K, one representative of the Revised Unit-1 Plat, one representative of the Unit-1A Plat, and two representative of the Unit-2, 106 Lot Plat and one alternate member, provided, however, that the number of members may be increased at any time by a vote of the Board to seven regular members and one alternate member. A member shall not be required to satisfy any particular qualification for membership and may, but is not required to, be an Owner, a member of the Board, an officer of the Association, or an officer, agent or employee of Declarant.

5. Lawn Maintenance. The following provision is hereby added after subsection 5.2.1(d) of the Original CC&Rs.

(e) Lawn Maintenance. Owners of Lots containing a lawn on any portion of the Lot outside of a patio or courtyard wall must overseed such lawn in late September or early October, in no event later than October 15<sup>th</sup>, with winter rye seed and maintain such lawn in a live and healthy condition throughout the year.

6. Substitution of Absentee Ballots for Vote by Proxy. As a clarification of Section 4 of the Third Amendment, it is noted herein that in accordance with A.R.S. § 33-1812, votes may be cast pursuant to proxies prior to termination of the Period of Declarant Control. After the termination of the Period of Declaration Control, Section 4 of the Third Amendment becomes effective.

7. Certificate of Amendment. Pursuant to Section 13.2 of the Original CC&Rs, as amended hereby, the duly executed Certificate of Amendment is attached hereto and incorporated herein.

IN WITNESS WHEREOF, Declarant and Homebuilder Trust have caused this Declaration to be duly executed.

**Declarant:**

LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under Trust No. 18103-T

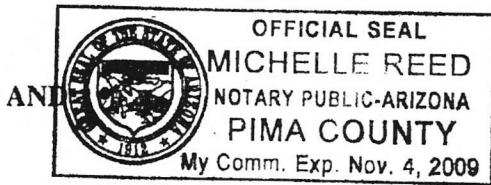
By *[Signature]*  
Its *[Signature]*

STATE OF ARIZONA        )  
  ) ss.  
COUNTY OF PIMA        )

ACKNOWLEDGED before me this 11 day of March, 2008 by Jayce m Rodda, the Trust Officer of LAWYERS TITLE AGENCY OF ARIZONA, LLC, an Arizona limited liability company, as Trustee under its Trust No. 18103-T

*Michelle Reed*  
Notary Public

Notary Seal



**Declarant:**

TUBAC MANAGEMENT CO., L.L.C.  
an Arizona limited liability company

By: Tubac Allred, L.L.C.,  
an Arizona limited liability company  
Its: Manager

By: *Michael D. Allred*  
Name: Michael D. Allred  
Title: Authorized Agent

STATE OF Colorado  
County El Paso

On 3/3/08, before me, Michael D Allred personally  
appeared and I personally known to me (or proved to me on the  
basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within  
instrument and acknowledged to me that he/she/they executed the same in his/her/their  
authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or  
the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

*Stephanie Randle*  
Notary Public

[SEAL]



AND

My Commission Expires 03/29/2011

CERTIFICATE OF AMENDMENT

The undersigned, being the duly elected President or Vice President of Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation, hereby certifies that pursuant to Section 13.2 of the Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development recorded on August 4, 2005 in Docket 1135, page 277 of the Official Records of the Santa Cruz County Recorder's Office, as amended, an election was duly called on March 3, 2008, and two thirds (2/3) of the votes of the Owners voting in person or by absentee ballot at the election voted affirmatively for the adoption of the Fourth Amendment to Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Tubac Golf Resort Development to which this certification is attached.

Tubac Golf Resort Development Owners Association, an Arizona non-profit corporation

By: [Signature]  
Name: MICHAEL D. ALLARD  
Its: Vice President  
Date: March 3, 2008

STATE OF Colorado  
County El Paso

On 3/3/08, before me, Michael D Allard personally appeared andis personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.

[Signature]  
Notary Public

[SEAL]



My Commission Expires 03/29/2011