

**FIRST AMENDMENT  
DECLARATION OF WILLIAMS RANCH**

This First Amendment to the Declaration of Williams Ranch ("First Amendment") is executed as of this 18<sup>th</sup> day of May, 1999, by Gary A. Wright as President of the Williams Ranch Homeowners Association ("Association").

A. The Declaration of Williams Ranch ("Declaration") was executed on April 3, 1995, by Williams Ranch Joint Venture, a Colorado general partnership as declarant ("Declarant"), and recorded with the Clerk and Recorder of Pitkin County on May 12, 1995 at Book 780, Page 696.

B. The Declaration affects that certain real property in Pitkin County, Colorado known as Williams Ranch Subdivision ("Property") pursuant to the Plat thereof filed May 9, 1995, in Plat Book 37 at Page 3 as Reception No. 381190 and First Amendment to Plat filed August 20, 1998, in Book 45 at Page 97 as Reception No. 420941 in the records of the Clerk and Recorder of Pitkin County, Colorado.

C. The Declarant no longer owns any interest in the property. The Property consists of thirty-five (35) Lots (whose owners are the "Owners") and the common elements, which are owned by the Association.

D. Pursuant to Ordinance No. 52, Series of 1994, the City of Aspen approved the development of the Property, subject to certain conditions, including the installation of "hard surface pedestrian walking areas placed on one side of all roads within the subdivision."

E. Pursuant to that certain Williams Ranch City of Aspen Annexation Agreement dated March 13, 1995, Declarant agreed to construct certain public improvements on the Property, including sidewalks, as shown and depicted on the Final PUD Application Exhibits.

F. Declarant incorporated pedestrian access to the Property into the twenty foot rights-of-way also used for vehicular access and utility rights-of-way known as Williams Ranch Drive and SilverLode Drive, as shown on the Final Subdivision Plat of SilverLode Subdivision and Williams Ranch Subdivision.

G. The Owners believe that the current pedestrian access to the Property is satisfactory and do not wish to have hard surface pedestrian walking areas or sidewalks constructed on the Property. The Owners believe that Williams Ranch Drive and SilverLode Drive provide safe and convenient pedestrian access to the Property.

H. The Owners wish to ensure that hard surface pedestrian walking areas or sidewalks are not constructed on the Property.





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EXHIBIT A

CERTIFICATE OF SECRETARY

I Kim Popish the undersigned, as the Secretary of the Williams Ranch Homeowners Association, hereby certify:

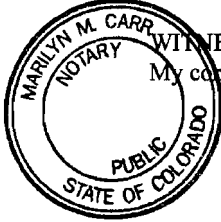
1. I am the duly elected and qualified secretary of Williams Ranch Homeowners Association;
2. At a duly called meeting of the members of Williams Ranch Homeowners Association on 10 November 1998, Owners holding more than seventy-five (75%) percent of the votes possible to be cast under the Declaration of Williams Ranch approved the foregoing First Amendment to the Declaration of Williams Ranch; and,
3. The First Amendment to Declaration of Williams Ranch does not require approval of First Mortgagees of Lots subject to a First Mortgage.

WILLIAMS RANCH HOMEOWNERS ASSOCIATION,  
a Colorado non-profit corporation

By: Kim Popish  
Kim Popish, Secretary

State of Colorado    )  
                                  ) ss.  
County of Pitkin    )

The foregoing First Amendment to Declaration of Williams Ranch was executed, subscribed and sworn to before me this 30<sup>th</sup> day of June 1999, by Kim Popish, as the Secretary of the WILLIAMS RANCH HOMEOWNERS ASSOCIATION a Colorado non-profit corporation.



WITNESS my hand and official seal.

My commission expires: July 22, 2000

Marilyn M. Carr  
Notary Public

