

**LIMITED AMENDMENT
TO THE
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
HILLCREST AT HOMESTEAD HOMEOWNERS ASSOCIATION**

THIS LIMITED AMENDMENT TO THE DECLARATION is made effective as of the date this Amendment is recorded by the minimum percentage of Owners in the Hillcrest at Homestead community, as certified by the Hillcrest at Homestead Homeowners Association, a Colorado nonprofit corporation (the "Association").

RECITALS:

A. On February 6, 1986, Sanford Homes, Inc., a Colorado corporation (the "Declarant"), submitted the real property described therein to the Declaration of Covenants, Conditions and Restrictions for Hillcrest at Homestead Homeowners Association recorded in the real property records of Arapahoe County, Colorado, at Reception No. 2629705, Book 4665, Page 584 to its covenants, conditions and restrictions (the "Declaration").

B. On July 8, 1986, the Declarant submitted additional real property to the Declaration by recording of a Supplemental Declaration of Covenants for Hillcrest at Homestead Homeowners Association in the real property records of Arapahoe County, Colorado, at Reception No. 2691068, Book 4810, Page 163, which was re-recorded on September 18, 1986, at Reception No. 2725508, Book 4891, Page 154, to include Veterans Administration Approval.

C. On December 4, 1991, the Association amended the Declaration by recording an Amendment to Declaration of Covenants for Hillcrest at Homestead Homeowners Association in the real property records of Arapahoe County, Colorado, at Reception No. 09100012176, Book 6316, Page 312, amending Article XII, Section 1, Paragraph A and Article XIII, Section 1 of the Declaration;

D. On February 17, 1993, the Association amended the Declaration by recording an Amendment to Declaration of Covenants for Hillcrest at Homestead Homeowners Association in the real property records of Arapahoe County, Colorado, at Reception No. 09300018856, Book 6811, Page 197, amending Article XI, Section 1 of the Declaration.

E. Pursuant to the requirements set forth in Article XVI, Section 6 of the Declaration, the Association has the right to amend the Declaration upon the affirmative vote of members of the Association holding at least sixty-seven percent (67%) of the voting power of the Association present in person or by proxy at a duly constituted meeting of the members.

F. Members holding at least sixty-seven percent (67%) of the voting power of the Association present in person or by proxy at a duly constituted meeting of the members held on July 30, 2003, approved the following amendment.

G. The amendment was not recorded following approval by the Members in 2003.

H. In order to reflect all current amendments to the Declaration, this amendment is now recorded.

NOW, THEREFORE:

1. Article XIII, Section 20 of the Declaration is amended by deletion in its entirety and replacement by the following language:

Fences located on the perimeter of the subdivision known as Homestead Farm Filing 7, Arapahoe County, Colorado, regardless of whether physically located upon a Lot or Common Area, shall not be removed or altered without the written consent of the Association. Any such fence shall be maintained, repaired and replaced by the Association. All other fences on Lots, including party fences described in Article IX hereof, shall be maintained by the Owners of the Lots where located in good repair and in a clean and attractive manner.

2. Article I, Section 4 of the Declaration is amended by the addition of the following as the last sentence of the section:

Common Area improvements, fixtures or facilities shall include the fences located on the perimeter of the subdivision known as Homestead Farm Filing 7, Arapahoe County, Colorado, regardless of whether physically located upon a Lot or Common Area.

3. This amendment is limited to the specific amendments of the Declaration as stated above. All other covenants, restrictions, and conditions contained in the Declaration remain in full force and effect unless otherwise amended by a separate amendment.

4. All challenges to the validity of this amendment must be made within one (1) year after the date of recording of this document. The covenants and restrictions of the Declaration shall run with and bind the property in perpetuity.

IN WITNESS WHEREOF, the undersigned, being the President and the Secretary of Hillcrest at Homestead Homeowners Association, hereby certify that the Association has obtained the favorable vote for this Amendment to the Declaration from at least sixty-seven percent (67%) of the voting power of the Association present in person or by proxy at a duly constituted meeting of the members held on July 30, 2002.

HILLCREST AT HOMESTEAD HOMEOWNERS ASSOCIATION

By: Mary Sue Hyslop
President

ATTEST: Joseph R. Earlick
Secretary

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)



The foregoing Amendment to the Declaration was acknowledged before me by Mary Sue Hyslop, as President and by Joseph R. Earlick, as Secretary, of Hillcrest at Homestead Homeowners Association, a Colorado nonprofit corporation, on this 18th day of April, 2014.