



SECOND SUPPLEMENTAL

D E C L A R A T I O N

OF

COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS

FOR

PINE CREEK VILLAGE AT BRIARGATE

(Pine Creek Subdivision Filing Nos. 11, 12 and 13)

THIS SECOND SUPPLEMENTAL DECLARATION is made this 23rd day of March, 1999 by LP47, LLC, a Colorado limited liability company ("Declarant"), and amends and modifies the Declaration of Covenants, Conditions and Restrictions for Pine Creek Village at Briargate recorded November 12, 1998 under Reception No. 098165891, records of El Paso County, Colorado (the "Declaration"). The Declaration was amended by a First Supplemental Declaration of Covenants, Conditions, Restrictions and Easements for Pine Creek Village at Briargate (Pine Creek Subdivision Filing Nos. 5, 6 and 8) recorded January 19, 1999 under Reception No. 099008412 (the "First Supplement") and by a First Amendment to Declaration of Covenants, Conditions and Restrictions for Pine Creek Village at Briargate recorded February 24, 1999 under Reception No. 099028649 (the "First Amendment"), records of El Paso County, Colorado.

Declarant owns that certain real property described on Exhibit A attached hereto ("Pine Creek Nos. 11, 12 and 13"). Pine Creek Nos. 11, 12 and 13 are within the "Additional Property," as defined in the Declaration.

Pursuant to the Declaration, Declarant has the right, power and authority to amend the Declaration as provided herein. The purpose of this Second Supplemental Declaration is to extend the Declaration to Pine Creek Nos. 11, 12 and 13 and make Pine Creek Nos. 11, 12 and 13 subject to the provisions of the Declaration. Accordingly, Declarant hereby amends the Declaration as follows:

1. Addition of Pine Creek Nos. 11, 12 and 13.

Pursuant to Section 7.1 of the Declaration, Declarant hereby adds all of Pine Creek Nos. 11, 12 and 13 to the "Properties," as defined and described in the Declaration. All of the terms, conditions and provisions of the Declaration shall apply to and be binding upon Pine Creek Nos. 11, 12 and 13, and Pine Creek Nos. 11, 12 and 13 shall

be subject to all of the terms, conditions and provisions of the Declaration.

2. Second Supplemental Plat. Declarant hereby adopts and implements the Second Supplemental Plat for Pine Creek Village at Briargate (Pine Creek Nos. 11, 12 and 13) attached hereto as Exhibit B (referred to herein as the "Second Supplemental Plat") pursuant to its rights, power and authority set forth in the Declaration and in accordance with the Colorado Common Interest Ownership Act. The Second Supplemental Plat shows Pine Creek Nos. 11, 12 and 13 and modifies the Plat of Pine Creek Village at Briargate, which is part of and is attached to the Declaration as Exhibit D (the "Plat") and was recorded with the Declaration.


3. Units and Common Properties. Each of the platted lots identified as Lots 1 through 63, inclusive, in Pine Creek Subdivision Filing No. 11 Lots 1 through 43, inclusive, in Pine Creek Subdivision Filing No. 12 and Lots 1 through 56, inclusive in Pine Creek Subdivision Filing No. 13 on the Second Supplemental Plat is a "Unit" for all purposes of the Declaration. Tract A, Tract B, Tract C, Tract D, Tract E and Tract F in Pine Creek Subdivision Filing No. 11; Tract A, Tract B, Tract C, Tract D, Tract E and Tract F in Pine Creek Subdivision Filing No. 12; and Tract A, Tract B, Tract C and Tract D in Pine Creek Subdivision Filing No. 13, all as shown on the Second Supplemental Plat, are "Common Areas" for all purposes of the Declaration.

4. Definitions. Any capitalized phrase, term or word used in this Second Supplemental Declaration or in the Second Supplemental Plat that is not otherwise expressly defined in this Second Supplemental Declaration or the Second Supplemental Plat shall have the meaning set forth in Article 1 of the Declaration, unless the context requires otherwise.

IN WITNESS WHEREOF, the undersigned has signed this Second Amendment this 23rd day of March, 1999.

DECLARANT:

LP47, LLC, a Colorado limited liability company, doing business as La Plata Investments

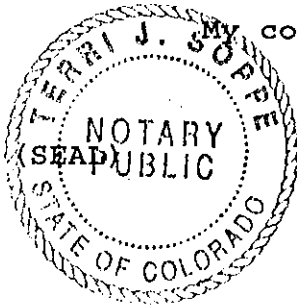
By 
Scott E. Smith, Manager

STATE OF COLORADO)
) SS.
COUNTY OF EL PASO)

The foregoing instrument was acknowledged before me this 23rd day of March, 1999 by Scott E. Smith as Manager of LP47, LLC, a Colorado limited liability company, doing business as La Plata Investments.

Witness my hand and official seal.

My commission expires: May 24, 1999



Terri J. Sope
Notary Public

Exhibit A

Lots 1 through 63, inclusive, and Tract A, Tract B, Tract C, Tract D, Tract E and Tract F, all in Pine Creek Subdivision Filing No. 11; Lots 1 through 43, inclusive, and Tract A, Tract B, Tract C, Tract D, Tract E and Tract F, all in Pine Creek Subdivision Filing No. 12; and Lots 1 through 56, inclusive, and Tract A, Tract B, Tract C, Tract D and Tract E, all in Pine Creek Subdivision Filing No. 13, all in the City of Colorado Springs, County of El Paso and State of Colorado.