SUPPLEMENTAL DECLARATION

DESIGNATING COMMON AREAS

UNDER THE

DECLARATION

OF

COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS

FOR

PINE CREEK VILLAGE AT BRIARGATE

(Tracts C, D, E, F and J in Pine Creek Subdivision Filing No. 14, Tracts B, C, D, E, F, G and J in Pine Creek Subdivision Filing No. 26 and Tracts B, C, D, F, H and K in Pine Creek Subdivision Filing No. 28)

THIS SUPPLEMENTAL DECLARATION is made this 24th day of May, 2002 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. 098163891, 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 No. 5, 6 and 8) recorded January 19, 1999 under Reception No. 099008412 (the "First Supplement"), 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"), by a Second Supplemental Declaration of Covenants, Conditions, Restrictions and Easements for Pine Creek Village at Briargate (Pine Creek Subdivision Filing Nos. 11, 12 and 13) recorded April 19, 1999 under Reception No. 099059798 (the "Second Supplement"), by a Second Amendment to Declaration of Covenants, Conditions and Restrictions for Pine Creek Village at Briargate recorded July 22, 1999 under Reception No. 099117452 (the "Second Amendment"), by a Third Supplemental Declaration of Covenants, Conditions, Restrictions and Easements for Pine Creek Village at Briargate (Pine Creek Subdivision Filing No. 25) recorded July 23, 1999 under Reception No. 099117970 (the "Third Supplement"), by a Third Amendment to Declaration of Covenants, Conditions and Restrictions for Pine Creek Village at Briargate recorded September 21, 1999 under Reception No. 099148556 (the "Third Amendment"), by a Fourth Supplemental Declaration of
Covenants, Conditions and Restrictions for Pine Creek at
Briargate (Pine Creek Subdivision Filing No. 3A, Pine Creek
Subdivision Filing No. 3B, Pine Creek Subdivision Filing No. 5A
and Lots 1 and 2 in Pine Creek Subdivision Filing No. 8) recorded
October 15, 1999 under Reception No. 099160935 (the "Fourth
Supplement"), by a Fifth Supplemental Declaration of Covenants,
Conditions, Restrictions and Easements for Pine Creek Village at
Briargate (Pine Creek Subdivision Filing No. 15) recorded
March 14, 2000 under Reception No. 200026219 (the "Fifth
Supplement"), by a Sixth Supplemental Declaration of Covenants,
Conditions, Restrictions and Easements for Pine Creek Village at
Briargate (Pine Creek Subdivision Filing No. 9) recorded July 13,
2000 under Reception No. 200081388 (the "Sixth Supplement"), by a
Seventh Supplemental Declaration of Covenants, Conditions,
Restrictions and Easements for Pine Creek Village at Briargate
(Pine Creek Subdivision Filing No. 14) recorded January 26, 2001
under Reception No. 201009467 (the "Seventh Supplement"), by an
Eighth Supplemental Declaration of Covenants, Conditions,
Restrictions and Easements for Pine Creek Village at Briargate
(Pine Creek Subdivision Filing No. 26) recorded April 30, 2001
under Reception No. 201054608 and rerecorded on May 16, 2001
under Reception No. 201064303 (the "Eighth Supplement"), by a
Ninth Supplemental Declaration of Covenants, Conditions,
Restrictions and Easements for Pine Creek Village at Briargate
(Pine Creek Subdivision Filing No. 28) recorded September 19,
2001 under Reception No. 201136557 (the "Ninth Supplement"), and
by a Tenth Supplemental Declaration of Covenants, Conditions,
Restrictions and Easements for Pine Creek Village at Briargate
(A Replat of a Portion of Pine Creek Subdivision Filing Nos. 9,
14 and 26) recorded May 16, 2002 under Reception No. 202080262
(the "Tenth Supplement"), all in the real property records of
El Paso County, Colorado. The Declaration and all subsequent
Amendments and Supplemental Declarations are collectively
referred to as the "Declaration."

Declarant has the right, power and authority to amend
the Declaration as provided herein. The purpose of this
Supplemental Declaration is to designate the real property
described on Exhibit A attached hereto as Common Area, as defined
in the Declaration. Accordingly, Declarant hereby amends the
Declaration as follows:

1. **Common Properties.** Tracts C, D, E, F and J
in Pine Creek Subdivision Filing No. 14, as shown on the
Seventh Supplemental Plat attached to the Seventh Supplement
described above, Tracts B, C, D, E, F, G, H and J in Pine
Creek Subdivision Filing No. 26, as shown on the Eighth
Supplemental Plat attached to the Eighth Supplement
described above, and Tracts B, C, D, F, H and K in Pine
Creek Subdivision Filing No. 28, as shown on the Ninth

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Supplemental Plat attached to the Ninth Supplement described above, are hereby designated as "Common Area" for all purposes of the Declaration.

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

IN WITNESS WHEREOF, the undersigned have signed this Supplemental Declaration Designating Common Areas as of the date first above written.

DECLARANT:

[Signature]

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 24th day of May, 2002 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: 9-13-2494

Gloria Layton
Notary Public

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Exhibit A

Tracts C, D, E, F and J in Pine Creek Subdivision Filing No. 14;

Tracts B, C, D, E, F, G, H and J in Pine Creek Subdivision Filing No. 26; and