

FILED FOR RECORD AT THE REQUEST OF,
AND WHEN RECORDED RETURN TO:

Mark A. Erikson
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Real Estate Excise Tax
Ch. 11 Rev. Laws 1951
Affd. # EXEMPT Date 9.23.02
For Details of tax paid see
Affd. # Doug Lasher
Clark County Treasurer
By Deputy

FIRST AMENDMENT TO MASTER DECLARATION OF WHIPPLE CREEK PROPERTIES

Declarant: Whipple Creek Properties, L.L.C.
Beneficiary: The Owners of Lots within Whipple Creek
Legal Description: TL's 31 & 141, NW¼, Sec 22, T3N, R1E, W.M. (portion)
Assessor's Tax Parcels: 185422 & 185541 (portion)
Related Documents: 3505343

This *First Amendment*, dated as of September 18, 2002, amends that certain *Master Declaration of Whipple Creek Properties* dated as of July 31, 2002 (the "Master Declaration"), filed for record at Clark County Auditor's File No. 3505343 by Whipple Creek Properties, L.L.C., a Washington limited liability company (referred to herein as the "Declarant").

RECITALS

WHEREAS, the Master Declaration provides a common plan and scheme for development of Whipple Creek Place Phase A, and further provides that property described therein shall be held, sold and conveyed subject to covenants, conditions and restrictions, which shall run therewith and bind all parties having or acquiring any right, title or interest in said property or any Lot or part thereof, and shall inure to the benefit of each Owner.

CLAR0227.CCR4.wpd

**FIRST AMENDMENT TO
MASTER DECLARATION OF
WHIPPLE CREEK PROPERTIES - 1**

MARK A. ERIKSON
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(360) 696-1012

NOW THEREFORE, the Declarant hereby amends the Master Declaration as follows:

1. **Paragraph 2.8** of the Master Declaration is hereby amended to read, in its entirety, as follows:

Property. The term "Property" shall mean the parcel or parcels of real property described in Exhibit A annexed hereto and incorporated herein by this reference; and any other parcels of real property which are subsequently added by amendment of this Declaration. In particular, the Declarant intends to add Phases B, C, D-1, D-2, E, F-1, F-2 and G, Whipple Creek Place, for a total of approximately 79.18 acres and 348 residential units, as approved under Clark County PUD2000-00002, as amended by Clark County Post Decision Review PST2002-00010, and as may be further amended at Declarant's sole discretion.

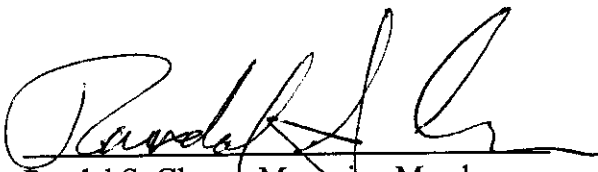
2. **Phase B.** The term "Property" as used in paragraph 2.8 of the Master Declaration is hereby amended to include the parcels of real property described in Exhibit A annexed hereto, which parcels are commonly known as Whipple Creek Phase B.

Except as explicitly amended herein, all terms and provisions of the Master Declaration are hereby reaffirmed and incorporated by reference.

IN WITNESS WHEREOF, the Declarant has executed this First Amendment as of the date first above written.

DECLARANT:
Whipple Creek Properties, L.L.C.

By:


Randal S. Clarno, Managing Member

STATE OF WASHINGTON)
) ss.
County of Clark)

On this 18th day of September, 2002, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn, personally appeared Randal S. Clarno, known to me to be the Managing Member of Whipple Creek Properties, L.L.C., that executed the foregoing instrument, and acknowledged said instrument to be the free and voluntary act of said limited liability company, for the uses and purposes therein mentioned, and on oath stated that he/she is authorized to execute said instrument by the Operating Agreement of said limited liability company.

Date: 9/18/02

By: [Signature]
Jessica Duble

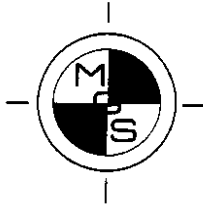
Notary Public in and for the State of Washington
residing at Vancouver, WA



CLAR0227.CCR4.wpd

**FIRST AMENDMENT TO
MASTER DECLARATION OF
WHIPPLE CREEK PROPERTIES - 3**

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MINISTER-GLAESER
SURVEYING INC.

(360) 694-3313
FAX (360) 694-8410
2200 E. EVERGREEN
VANCOUVER, WA 98661

April 5, 2002

PERIMETER DESCRIPTION
FOR
"WHIPPLE CREEK PLACE PHASE B"

That portion of land located in a portion of the Southeast quarter, of the Northwest quarter and in a portion of the Southwest quarter, of the Northeast quarter of Section 22, Township 3 North, Range 1 East, Willamette Meridian, described as follows:

Beginning at the Southeast corner of said Northwest quarter;

Thence North 89°03'08" West, along the South line of said Northwest quarter for a distance of 700.76 feet to the Southeast corner of that certain tract of land conveyed to Whipple Creek Properties LLC by deed recorded under Auditor's File No. 3268309 records of Clark County, Washington;

Thence North 00°56'15" East, along the East line of said Whipple Creek Properties Tract for a distance of 293.08 feet;

Thence North 89°03'45" West, along said Whipple Creek Properties Tract for a distance of 55.00 feet;

Thence North 00°56'15" East, along said Whipple Creek Properties Tract for a distance of 162.19 feet;

Thence North 03°05'43" East, along said Whipple Creek Properties Tract for a distance of 100.00 feet to the Northeast corner thereof;

Thence South 89°04'41" East, for a distance of 151.00 feet;

Thence South 00°56'15" West, for a distance of 33.04 feet;

EXHIBIT A
Page 1 of 2

Thence South 89°03'45" East, along the Westerly extension of the North line that certain tract of land conveyed to Whipple Creek Properties LLC by deed recorded under Auditor's File No. 3387568 records of Clark County, Washington and along the North line of that certain tract of land conveyed to Whipple Creek Properties LLC by deed recorded under Auditor's File No. 3387566 records of Clark County, Washington, for a distance of 566.23 feet to the Northeast corner of last mentioned Whipple Creek tract;

Thence South 00°56'15" West, along last mentioned Whipple Creek Tract for a distance of 100.00 feet;

Thence South 89°03'45" East, along last mentioned Whipple Creek Tract and along the North line of that certain tract of land conveyed to Whipple Creek Properties LLC by deed recorded under Auditor's File No. 3387567 records of Clark County, Washington, for a distance of 51.25 feet to the Northeast corner of last mentioned Whipple Creek Tract;

Thence South 00°56'15" West, along the East line of last mentioned Whipple Creek Tract for a distance of 246.01 feet;

Thence South 02°40'49" West, along the East line of last mentioned Whipple Creek Tract for a distance of 46.02 feet;

Thence South 00°56'15" West, along the East line of last mentioned Whipple Creek Tract for a distance of 130.32 feet to the South line of said Northeast quarter;

Thence North 89°03'22" West along the South line of said Northeast quarter for a distance of 15.09 feet to the TRUE POINT OF BEGINNING.

Together with and subject to easements, reservations, covenants and restrictions apparent or of record.

The above description is an accurate description of the land actually surveyed.



Kevin L. Bethje
Kevin L. Bethje
Professional Land Surveyor
Minister & Glaeser Surveying, Inc.

EXHIBIT A
Page 2 Of 2