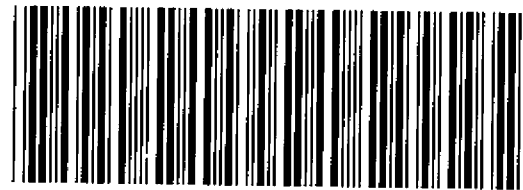


WHEN RECORDED, RETURN TO:

Cathey L. Joseph, Esq.  
Lorance & Thompson  
2525 East Camelback Road, Suite 230  
Phoenix, Arizona 85016

658553



OFFICIAL RECORDS OF  
MARICOPA COUNTY RECORDER  
HELEN PURCELL

95-0610608 10/05/95 12:04

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**FIRST AMENDMENT TO  
NORTHWOOD PARK ESTATES I DECLARATION OF  
CONDITIONS, COVENANTS AND RESTRICTIONS**

This FIRST AMENDMENT TO NORTHWOOD PARK ESTATES I DECLARATION OF CONDITIONS, COVENANTS AND RESTRICTIONS (the "First Amendment") is dated August 31st, 1995, and is made by Northwood Park Inc., an Arizona Corporation ("Declarant").

Whereas, Declarant heretofore recorded that certain Northwood Park Estates I Declaration of Conditions, Covenants and Restrictions dated April 6, 1993, and recorded on April 6, 1993, as Document Number 93-0205425, in the official records of Maricopa County, Arizona (the "Declaration");

Whereas, pursuant to Section 18 of the Declaration, Declarant reserved the right to annex additional "Northwood Park Inc. land" under the Declaration "without the consent of any Owner, Mortgagee or any other party with an interest in land" covered by the Declaration;

Whereas, Declarant wishes to amend the Declaration to annex under the Declaration Lots 44 through 108, Northwood Park Estates Unit 2, according to the plat of record in the office of the Maricopa County Recorder in Book 403 of Maps, Page 37 ("the Annexed Lots"); and

Whereas, Declarant is the owner of the fee title of each of the Annexed Lots.

NOW, THEREFORE, DECLARANT HEREBY AMENDS THE DECLARATION AS FOLLOWS:

1. The Annexed Lots are hereby annexed under the Declaration and henceforth each of the Annexed Lots shall be owned, transferred, improved, built on, or otherwise used subject to and in accordance with the Declaration and the easements, restrictions, conditions, covenants and agreements set forth in the Declaration. The rights, powers and obligations of the owners of each of the Annexed Lots shall be the same as the owners of the property originally subject to the Declaration.

2. Any word or term contained in this First Amendment shall have the same definition, if any, as set forth in the Declaration.

Except as specifically modified herein, the covenants, conditions, and restrictions of the Declaration are hereby reaffirmed.

WITNESS OUR HANDS:

NORTHWOOD PARK INC., an ARIZONA CORPORATION

By: *Jalma W. Hunsinger*  
Its: President

STATE OF ARIZONA        )  
                                  ) ss.  
County of Maricopa     )

The foregoing instrument was acknowledged before me this 31 day of August, 1995, by Jalma W. Hunsinger, the President of Northwood Park Inc., an Arizona corporation, on behalf of the corporation.

*Mary Lou Carlson*  
Notary Public

My Commission Expires:  
Dec. 31, 1998



(cjp)D:\wp\bah:northwoo:1stamend.ccr