

Filed for Record at Request of and
After Recording Return to:



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Spokane Co, WA

Brett T. Sullivan, Esq.
Sullivan Homes, Inc.
3004 N. Sullivan Road, Suite A
Spokane Valley, WA 99216

R. E. Excise Tax Exempt
Date 8/29 2003
Spokane County Treas.
By DL Grubel

082903.3 4

**FIRST AMENDMENT TO DECLARATION AND COVENANTS, CONDITIONS,
RESTRICTIONS, EASEMENTS AND RESERVATIONS
FOR MORNINGSIDE PHASES II AND III**

Grantor: Dahm Development, Inc.
Grantee: Morningside Phases II and III Homeowner's Association
(aka: Sycamore at Morningside Homeowners Association)
Tax Parcel Nos.: 55302.9073 & 45255.9091
Legal Description: See Exhibit "A" attached hereto and incorporated hereby

THIS FIRST AMENDMENT TO DECLARATION AND COVENANTS, CONDITIONS, RESTRICTIONS, EASEMENTS AND RESERVATIONS FOR MORNINGSIDE PHASES II AND III (the "Declaration") is made by Dahm Development, Inc., a Washington corporation ("Declarant") as of this 25th day of August, 2003.

RECITALS

A. Declarant is the developer of certain real property in Spokane County, Washington, which was subdivided as shown in the Final Plat for Morningside Phase II recorded under Spokane County Auditor's Recording No. 4758853 in Book 28, Pages 99 & 100, Plat No. 3566, records of Spokane County, Washington. (the "Plat") and Morningside, Phase III recorded under Spokane County Auditor's Recording No. 4758854, in Book 28, Pages 1 & 2, Plat No. 3567, records of Spokane County, Washington (the "Plat").

B. The Plat is subject to that certain Declaration and Covenants, Conditions, Restrictions, Easements and Reservations for Morningside Phases II and III, (known as Sycamore at Morningside - Spokane, Washington) as recorded under Spokane County Auditor's Recording No. 4753313 (the "Declaration").

C. Declarant wishes to further amend the Declaration, in conformance with the authority provided therein. Except as specifically provided in this First Amendment, all capitalized terms shall have the same meaning as provided in the Declaration.



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

1. Assignment of Declarant's Rights and Responsibilities. Pursuant to Article 1, Section 6 of the Declaration, Declarant hereby assigns all of its Declarant's right, title and interest in and to the Declaration, as amended, to Sullivan Homes, Inc., which hereby agrees to assume all of Declarant's rights and obligations with respect to the Declaration and the Plat.

2. Indemnification. Sullivan Homes, Inc. agrees to and shall fully and forever defend, indemnify and hold Dahm Development, Inc. harmless including the duty to defend commencing from tender of defense of and from any and all claims, harm, demand, liability, damages, expenses, professional and other fees (including reasonable attorney's fees), causes of action and proceedings of any kind or nature arising from the serving as Declarant by Dahm Development, Inc. from the date of recording of the Declaration until the date of recording of this First Amendment.

3. Ratification. Except as expressly modified herein, all of the terms, covenants, conditions and easements of the Original Declaration, as amended, shall continue in full force and effect and are hereby ratified by the Declarant.

DECLARANT:

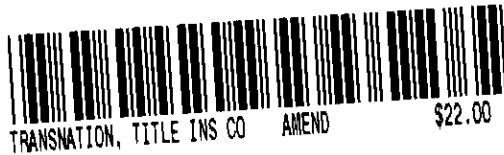
DAHM DEVELOPMENT, INC., a Washington corporation

By: Richard T. Dahm
Richard T. Dahm
Its President

AGREED AND ACCEPTED THIS 27th day of August, 2003.

SULLIVAN HOMES, INC., a Washington corporation

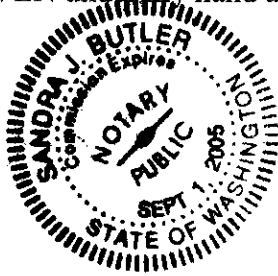
By: Brett T. Sullivan
Brett T. Sullivan
Its Vice President



STATE OF WASHINGTON)
) ss.
COUNTY OF SPOKANE)

On this day personally appeared before me RICHARD T. DAHM, to me known to be the President of Dahm Development, Inc., the corporation who executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument.

GIVEN under my hand and official seal this 27th day of August, 2003.



Sandra J. Butler
(Signature)

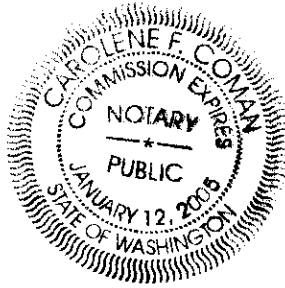
Sandra J. Butler
(Print Name)

Notary Public in and for the State of
Washington, residing at Spokane
My commission expires 9-1-2005

STATE OF WASHINGTON)
) ss.
COUNTY OF SPOKANE)

On this day personally appeared before me BRETT T. SULLIVAN, to me known to be the Vice President of Sullivan Homes, Inc., the corporation who executed the within and foregoing instrument, and acknowledged the said instrument to be the free and voluntary act of said corporation, for the uses and purposes therein mentioned, and on oath stated that he was authorized to execute the said instrument.

GIVEN under my hand and official seal this 27th day of August, 2003.



Carolene F. Coman
(Signature)

Carolene F. Coman
(Print Name)

Notary Public in and for the State of
Washington, residing at Spokane
My commission expires 1/12/05



EXHIBIT "A"

MORNINGSIDE PHASE II, being a parcel of land in the West 1/2 of Section 30, T.25 N., R. 45 E., W.M., in Spokane County, State of Washington, described as follows:

Beginning at the most Easterly corner of the Plat of Morningside, Phase 1 as per Plat thereof recorded in Volume 22 of plats, pages 88 and 89, Spokane County, Washington; thence, S.56°55'42"W., along said Plat Boundary 177.09 feet; thence S.17°26'23"W., 43.33 feet to the beginning of curve to the right, the radius of which bears S.55°02'57"W., a distance of 482.50 feet; thence along said curve to the right, through a central angle of 08°31'39", an arc distance of 71.81 feet to the beginning of a curve to the right, the radius of which bears S.63°34'36"W., a distance of 20.00 feet; thence along said curve to the right, through a central angle of 108°38'01", an arc distance of 37.92 feet; thence S.25°04'00"E., 36.65 feet to the beginning of a curve to the right, the radius of which bears S.07°47'23"E., a distance of 20.00 feet; thence along said curve to the right, through a central angle of 80°47'46", an arc distance of 28.20 feet to the beginning of a curve to the right, the radius of which bears S.73°00'23"W., a distance of 475.00 feet; thence along said curve to the right through a central angle of 09°12'14", an arc distance of 76.30 feet, thence S.07°47'23"E., 84.72 feet to the beginning of a curve to the right, the radius of which bears S.82°12'37"W., a distance of 20.00 feet; thence along said curve to the right, through a central angle of 90°00'00", an arc distance of 31.42 feet; thence N.82°12'37"E., 165.71 feet to the beginning of a curve to the left, the radius of which bears N.07°47'23"W., a distance of 1150.00 feet; thence along said curve to the left, through a central angle of 25°12'53", an arc distance of 506.09 feet; thence N.38°37'13"W., 358.12 feet; thence S.86°16'49"W., 320.00 feet to the Point of Beginning.

MORNINGSIDE PHASE III, being a parcel of land in the West 1/2 of Section 30, T.25 N., R.45 E., W.M., and the East 1/2 of Section 25, T.25 N., R. 44 E., W.M., in Spokane County, State of Washington, described as follows:

Beginning at the Northeasterly corner of Lot 15, Block 4 of the Plat of Morningside Phase 1 as per plat recorded in Volume 22 of plats, pages 88 and 89, Spokane County, Washington; thence along said plat boundary line, the following 6 courses:

1. S.46°08'55" W., 157.11
2. N.48°37'23" W., 497.89
3. S.43°24'35" W., 203.63
4. S.17°39'04" W., 37.48
5. S.44°17'05" W., 286.48
6. S.65°14'27" E., 386.08 to the Northwest corner of Lot 1, Block 3 of the Plat of Viewmont at Morningside (PUD) as per plat recorded in Book 24, Page 48, Spokane County, Washington; thence S.46°37'52"E., along the Northeasterly line of said Lot 1, 157.65 feet to the Northerly right of way line of Chapman Road and the beginning of a curve to the right the radius of which bears S.35°02'27"E., a distance of 530.00 feet; thence along said curve to the right, through a central angle of 27°15'04", an arc distance of 252.08 feet; thence N.82°12'37"E., 212.04 feet to the beginning of a curve to the left the radius of which bears N.07°47'23"W., a distance of 20.00 feet; thence along said curve to the left, through a central angle of 90°00'00", an arc distance of 31.42 feet; thence N.07°47'23" W., 84.72 feet to the beginning of a curve to the left the radius of which bears S.82°12'37"W., a distance of 475.00 feet; thence along said curve to the left, through a central angle of 09°12'14", an arc distance of 76.30 feet to the beginning of a curve to the left the radius of which bears S.73°00'23"W., a distance of 20.00 feet; thence along said curve to the left, through a central angle of 80°47'46", an arc distance of 28.20 feet; thence N.25°04'00"W., 36.65 feet to the beginning of a curve to the left the radius of which bears N.07°47'23" W., a distance of 20.00 feet; thence along said curve to the left, through a central angle of 108°38'01", an arc distance of 37.92 feet to the beginning of a curve to the left the radius of which bears S.63°34'36" W., a distance of 482.50 feet; thence along said curve to the left, through a central angle of 08°31'39", an arc distance of 71.81 feet to the Point of Beginning.