

**RECORDING REQUESTED BY, AND  
WHEN RECORDED RETURN TO:**

Douglas C. Flowers, Esq.  
Holland & Hart LLP  
5441 Kietzke Lane, 2<sup>nd</sup> Floor  
Reno, Nevada 89511

The undersigned hereby affirm(s) that this document, including any exhibits, submitted for recording does not contain the social security number of any person or persons. (Per NRS 239B.030)

**FIRST AMENDMENT TO FIRST AMENDED AND RESTATED DECLARATION OF  
COVENANTS, CONDITIONS AND RESTRICTIONS AND RESERVATION OF  
EASEMENTS FOR THE MONTAGE**

**THIS FIRST AMENDMENT TO FIRST AMENDED AND RESTATED TO  
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS AND  
RESERVATION OF EASEMENTS FOR THE MONTAGE** (this "First Amendment"), which shall be effective as of the date of its recordation in the Official Records of Washoe County, Nevada ("Official Records"), is made by Montage Marketing Corporation, a Delaware corporation ("MMC"), with reference to the following facts and is as follows:

**RECITALS:**

A. MMC is the "Declarant" under that certain First Amended and Restated Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for the Montage, which document was recorded in the Official Records on May 28, 2008, as Document Number 3654114 (which, together with all amendments, restatements, annexations, and supplements thereto is referred to herein as the "Declaration"). The Declaration covers that certain property located in Washoe County, State of Nevada, more particularly described in the Declaration (the "Property").

B. Pursuant to Sections 7.1(f), 14.1, and 30.10 of the Declaration, MMC, as both Declarant and the Owner of one hundred percent (100%) of the Property, hereby desires to amend the Declaration as set forth below.

C. As of the date hereof, there are no Eligible Mortgagees from whom approval must be obtained under Section 17.4(a) of the Declaration.

D. All capitalized terms used herein without definition shall have the meaning given to such terms in the Declaration. References to "Sections" herein are to sections of the Declaration.

**NOW, THEREFORE**, the Declaration shall be amended as follows:

1. The Recitals are incorporated into this First Amendment.

2. The Exhibit "A" of the Declaration in effect prior to the date of this Amendment (the "Old Exhibit "A"") is hereby replaced in its entirety with Exhibit "1" attached hereto (the "New Exhibit "A""), which shall henceforth be Exhibit "A" of the Declaration. To the extent any real property is described on the Old Exhibit "A" and not on the New Exhibit "A", such real property ("Excluded Property") shall be deemed withdrawn from the jurisdiction of the Declaration and the Association, and the provisions of the Declaration shall no longer apply to such real property (except to the extent the Excluded Property constitutes "Annexable Property" shown on New Exhibit "B"). To the extent any real property is described on the New Exhibit "A" and not on the Old Exhibit "A", and such property was described on the Old Exhibit "B" (defined below) and annexed into the jurisdiction of the Declaration by a previously recorded notice of annexation and/or supplemental declaration, such prior annexation of said property is hereby ratified, adopted, confirmed, and reaffirmed in all respects. All references to the "Property" in the Declaration shall henceforth refer to the real property more particularly described on Exhibit "1" attached hereto and incorporated herein by this reference.

3. The Exhibit "B" of the Declaration in effect prior to the date of this Amendment (the "Old Exhibit "B"") is hereby replaced in its entirety with Exhibit "2" attached hereto (the "New Exhibit "B""), which shall henceforth be Exhibit "B" of the Declaration. All references to the "Annexable Property" in the Declaration shall henceforth refer to the real property more particularly described on Exhibit "2" attached hereto and incorporated herein by this reference, including, without limitation, any Excluded Property shown thereon.

4. Pursuant to the terms hereof, the Excluded Property shall be deemed fully withdrawn and deannexed from the Project and the general plan created by the Declaration, as well as the jurisdiction of the Declaration and the Association. The provisions of the Declaration and the Association's Bylaws and Articles shall no longer apply to the Excluded Property (except to the extent the Excluded Property constitutes "Annexable Property" shown on New Exhibit "B"). The rights and obligations attributable to the Excluded Property shall be reallocated within the Project in accordance with the Declaration.

5. Upon recordation of this Notice, the "Project," the "Common Area," the "Areas of Common Responsibility," and any other defined term in the Declaration, the Articles, or the Bylaws that makes reference to, includes, or incorporates any portion of the Excluded Property, other than as "Annexable Property" described on New Exhibit "B", shall be automatically redefined to exclude such portion the Excluded Property. In the event Declarant, in accordance with its rights under the Declaration, annexes the Excluded Property to the jurisdiction of the Declaration and the Association at some point in the future, the Excluded Property shall be treated on exactly the same terms as would any other Annexable Property being annexed to the jurisdiction of the Declaration and the Association.

6. This First Amendment shall be construed under and enforced in accordance with the laws of the State of Nevada.

7. Except as hereby amended, the Declaration remains in full force and effect.

IN WITNESS WHEREOF, MMC has executed this First Amendment as of the date set forth below.

MMC:

Montage Marketing Corporation,  
a Delaware corporation

By: *[Signature]*

Its: George Guattare, President

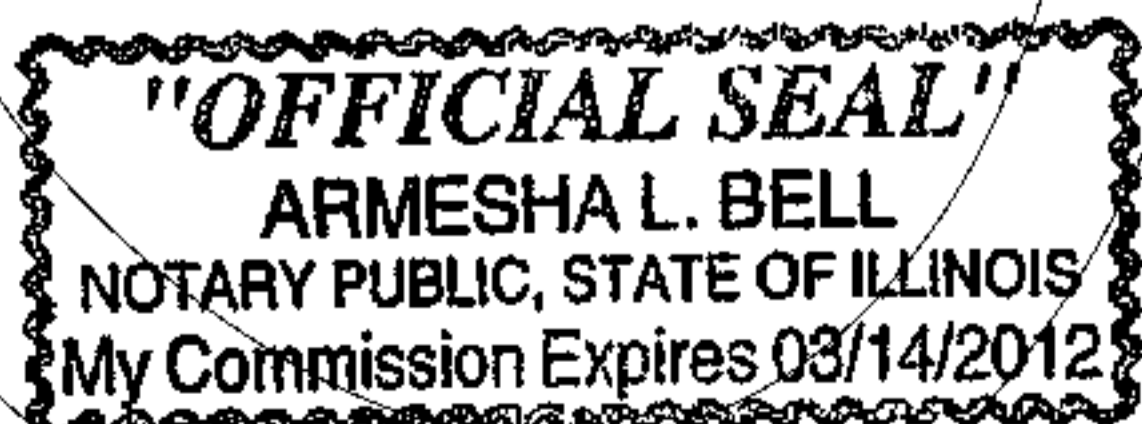
STATE OF ILLINOIS     )  
                                          )  
COUNTY OF COOK     )

I, Armesha L. Bell, a Notary Public in and for the State and County aforesaid, do hereby certify that George Guattare, as President of Montage Marketing Corporation, a Delaware corporation, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as such President of said corporation, appeared before me this day in person and acknowledged that he/she signed and delivered the said instrument as his/her own free and voluntary act and as the free and voluntary acts of said corporation for the uses and purposes therein set forth.

Given under my hand and notarial seal this 6th day of March.

Armesha L. Bell  
Notary Public

My commission expires:



**Exhibit "1"**

**New Exhibit "A"**

(See Attached)

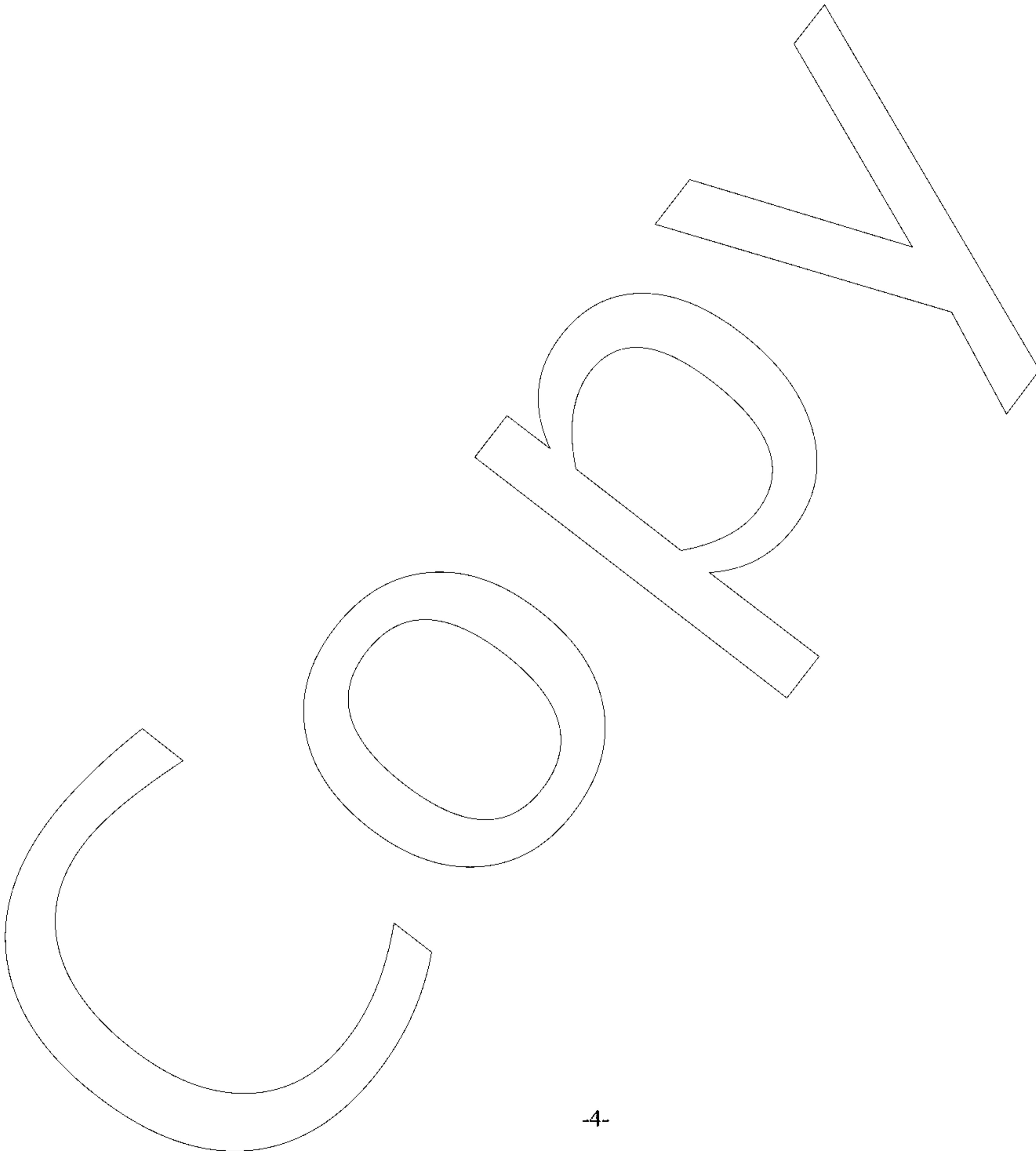


EXHIBIT "1"  
New Exhibit "A"

All that certain real property situate in the County of Washoe, State of Nevada, described as follows:

PARCEL 1:

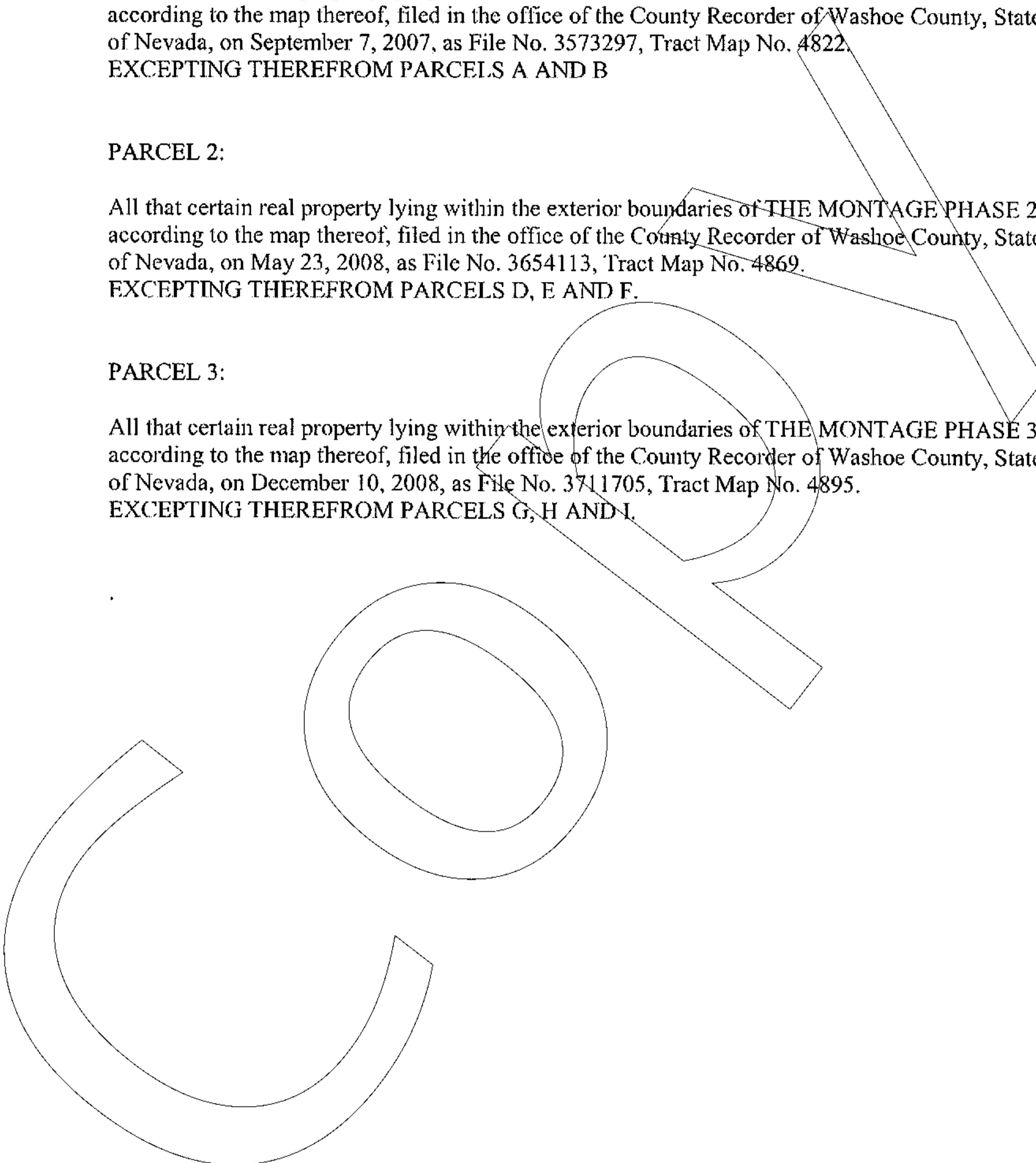
All that certain real property lying within the exterior boundaries of THE MONTAGE PHASE 1, according to the map thereof, filed in the office of the County Recorder of Washoe County, State of Nevada, on September 7, 2007, as File No. 3573297, Tract Map No. 4822.  
EXCEPTING THEREFROM PARCELS A AND B

PARCEL 2:

All that certain real property lying within the exterior boundaries of THE MONTAGE PHASE 2, according to the map thereof, filed in the office of the County Recorder of Washoe County, State of Nevada, on May 23, 2008, as File No. 3654113, Tract Map No. 4869.  
EXCEPTING THEREFROM PARCELS D, E AND F.

PARCEL 3:

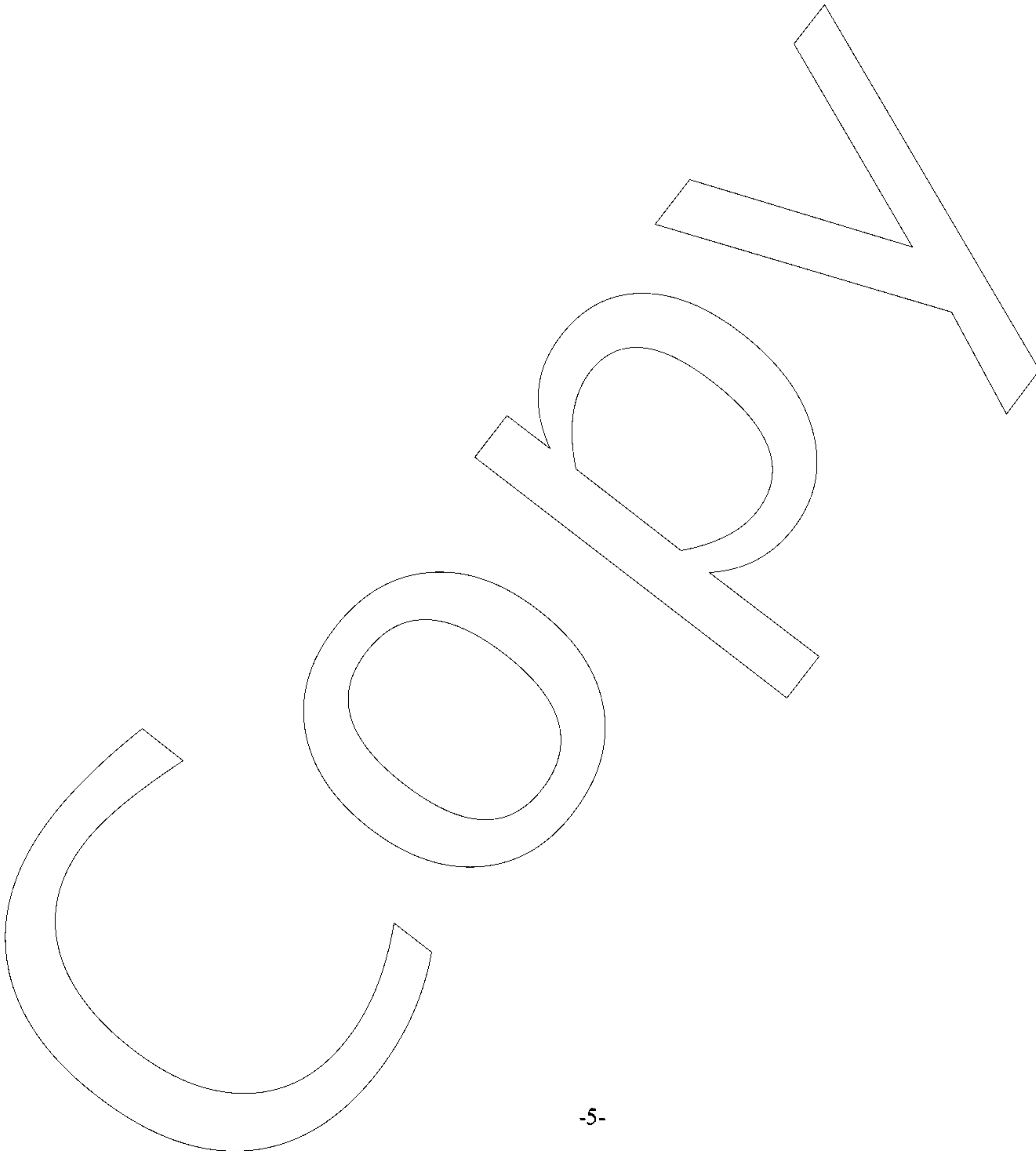
All that certain real property lying within the exterior boundaries of THE MONTAGE PHASE 3, according to the map thereof, filed in the office of the County Recorder of Washoe County, State of Nevada, on December 10, 2008, as File No. 3711705, Tract Map No. 4895.  
EXCEPTING THEREFROM PARCELS G, H AND I.



**Exhibit "2"**

**New Exhibit "B"**

(See Attached)



**EXHIBIT "2"**  
**New Exhibit "B"**

All that certain real property situate in the County of Washoe, State of Nevada described as follows:

All that certain real property lying within the exterior boundaries of THE MONTAGE PHASE 4, according to the map thereof, filed in the office of the County Recorder of Washoe County, State of Nevada, on December 12, 2008, as File No. 3712183, Tract Map No. 4896

