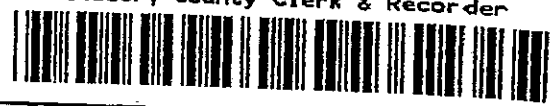


RECORDING REQUESTED BY
 and WHEN RECORDED MAIL TO:
 LOS RANCHITOS HOA
 P O Box 471
 Temecula, CA 92590

Attn: Neal Ziff



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AMENDMENT TO DECLARATION OF
LOS RANCHITOS
HOMEOWNERS ASSOCIATION



THIS AMENDMENT TO DECLARATION OF LOS RANCHITOS HOMEOWNERS ASSOCIATION (this "Amendment") was approved by the required percentage of the owners of Los Ranchitos Homeowners Association, a California non-profit corporation (the "Association").

WITNESSETH

WHEREAS, the Association, has responsibility for the management and control of certain real property located in Riverside County, State of California, which is more particularly described as (collectively, the "Covered Property"):

Lots 1 through 102, inclusive, in Tract 3552 as shown on a map recorded on October 5, 1966 as Document No. 98816, in Book 56, Pages 60 through 66, inclusive, of Miscellaneous Maps, Records of Riverside County, California.

Lots 1 through 34, inclusive, in Tract 3646, as shown on a map recorded on September 20, 1967 as Document No. 82856, Book 57, Pages 86 through 87, inclusive, of Miscellaneous Maps, Records of Riverside County, California.

Lots 1 through 49, inclusive, of Tract 3752, as shown on a map recorded on July 31, 1968 as Document No. 74102, Book 59, Pages 53 through 55, inclusive, of Miscellaneous Maps, Records of Riverside County, California.

Lots 1 through 4, inclusive, of Tract 3750, as shown on a map recorded on October 2, 1968, as Document No. 95104, Book 59, Page 100, inclusive, of Miscellaneous Maps, Records of Riverside County, California.

WHEREAS, the Covered Property is subject to certain covenants, conditions, restrictions, reservations, liens and charges as set forth in the Declaration of Restrictions recorded October 11, 1966, at File/Page No. 100757 in the Office of the County Recorder of Riverside County, California as extended and amended by document recorded September 3, 1996, at File/Page 96-331899 of the Riverside County Recorder (the "CC&R's"). The CC&R's currently prohibit any use of the Covered Property other than agricultural or single-family residential use. All industrial, manufacturing or commercial uses are prohibited.

WHEREAS, the owner ("Subject Property Owner") of Lot 25 of Tract Map 3752 more fully described in Exhibit "A attached hereto (the "Subject Property"), wishes to develop the Subject Property for commercial purposes and the Subject Property has been re-zoned by the City of Temecula for said purposes.

WHEREAS, the Subject Property is no longer desirable for residential development as a result of changed circumstances since the initial recordation of the CC&R's.

WHEREAS, the Association's membership and Board of Directors have agreed to support this Amendment to the CC&R's excluding the Subject Property from the CC&R's and, thereby, allowing commercial use of the Subject Property.

WHEREAS, Section 8.02 of the CC&R's allows them to be terminated, extended, modified, or amended, as to the whole of the Covered Property or any portion thereof, with the written consent of the owners of fifty-one percent (51%) of the Covered Property subject to the CC&R's, based on the number of square feet subject to the CC&R's.

WHEREAS, pursuant to Section 8.02 of the CC&R's, owners representing fifty-one percent (51%) or more of the Covered Property subject to the CC&R's have given written consent to the amendment of the CC&R's.

NOW, THEREFORE, the Association hereby declares that the CC&R's are hereby amended as follows:

1. This Amendment to the CC&R's shall apply only to the Subject Property and to no other portion of the Covered Property subject to the CC&R's.
2. Subject to the Subject Property Owner's payment to the Association of the sum of Twenty Five Thousand Dollars (\$25,000), which such payment is hereby acknowledged as received by the Association from the Subject Property Owner, the CC&R's are hereby amended to exclude the Subject Property from the Covered Property such that the CC&R's no longer act as an encumbrance against the Subject Property and no longer shall have any force or affect whatsoever to the Subject Property.



3. Except as herein expressly amended, the CC&R's are hereby ratified, reaffirmed and approved as to the Covered Property.

CERTIFICATION OF SECRETARY

I, the undersigned, do hereby certify that:

1. I, Neal Ziff, am the duly elected and acting President of the Association; and
2. I, Marian Guy, am the duly elected and acting Secretary of the Association; and

3. The undersigned certify that owners of fifty-one percent (51%) of the Covered Property subject to the CC&R's based on the number of square feet subject to the CC&R's have given their approval to this Amendment of the CC&R's as set forth herein.

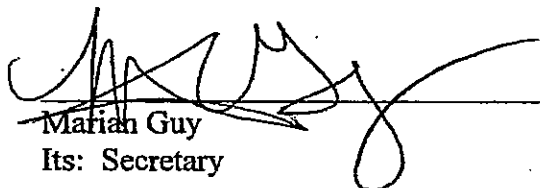
4. The undersigned, on behalf of the above-referenced property owners, have executed this Amendment to the CC&R's on the day and year indicated below.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 20th day of JANUARY, 2007. 6

"Association"

LOS RANCHITOS HOMEOWNERS ASSOCIATION,
A California non-profit corporation

By: 
Neal Ziff
Its: President

By: 
Marian Guy
Its: Secretary



ACKNOWLEDGMENT

State of California)
) s.s.
County of Riverside)

On January 20, 2006, before me, Julie A. White, a Notary Public in and for said County and State, personally appeared Neal Ziff and Marian Guy, personally known to me (or proved on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Julie A. White

[Seal]

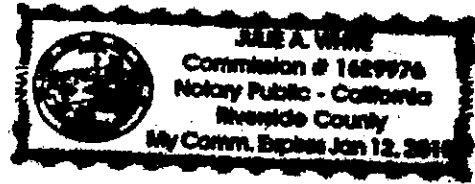


EXHIBIT "A"

LEGAL DESCRIPTION OF THE SUBJECT PROPERTY

Lot 25 of Tract 3752, as shown by map on file in book 59 pages 53 through 55, inclusive, of maps, records of riverside county, California.

APN: 959-050-006-8



2006-0053794
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5 of 6



LARRY W. WARD
COUNTY OF RIVERSIDE
ASSESSOR-COUNTY CLERK-RECORDER

Recorder
P.O. Box 751
Riverside, CA 92502-0751
(951) 486-7000
<http://riverside.asrclrec.com>

NOTARY CLARITY

Under the provisions of Government Code 27361.7, I certify under the penalty of perjury that the notary seal on the document to which this statement is attached reads as follows:

Name of Notary: Julie A. White

Commission #: 1629976

Place of Execution: Riverside, CA

Date Commission Expires: Jan. 12, 2010

Date: 1/24/06

Signature: Sandra Filey

Print Name: Sandra Filey

