



INSTRUMENT # 9622595
OFFICIAL RECORDS OF
YAVAPAI COUNTY
MARGO W. CARSON
REQUEST OF:

JOHN A ERICKSON
DATE: 04/25/96 TIME: 15:15
FEE: \$5.00 SC \$4.00 RT \$4.00
BOOK 3196 PAGE 096 PAGES: 003

WHEN RECORDED RETURN TO:

John A. Erickson
7405 W. Country Gables
Peoria, AZ 85381

AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS
OF MILLSITE VILLAGE

The undersigned, owners of certain real property situated in Yavapai County,
State of Arizona, to-wit:

Lots 18, 20, 21 and 28, MILLSITE VILLAGE according to a plat thereof
recorded in the office of the Yavapai County Recorder in Book 26 of Maps, at page 67
(the "Property");

hereby request and declare that the said property shall be held, sold and conveyed
subject to the Declaration of Covenants, Conditions and Restrictions of MILLSITE
VILLAGE as recorded October 14, 1988 in book 2088 commencing at Page 219 and as
amended November 2, 1988 in book 2093 commencing at Page 702 thereof, with the
Yavapai County Recorder's office;

WHEREAS, a certain Declaration of Covenants, Conditions and Restrictions
dated October 14, 1988 (the "Declaration") exists for other MILLSITE VILLAGE
properties and was duly recorded on October 14, 1988, in book 2088 commencing at
Page 219 thereof, with the Yavapai County Recorder's Office;

WHEREAS, as a part of said Declaration, the right to amend is granted to the
Owners of not less than two-thirds (2/3) of the Lots;

WHEREAS, at a meeting of the Board of Directors of MILLSITE VILLAGE
PROPERTY OWNERS ASSOCIATION, (the "ASSOCIATION") held March 31, 1996
the Board of Directors, representing more than two-thirds of the Lot Owners,
unanimously approved the request of the owners of lots 18, 20, 21 and 28 to join the
ASSOCIATION.

WHEREAS, the undersigned are desirous of amending the Declaration.

NOW THEREFORE, the Declaration of Covenants, Conditions and Restrictions
of Millsite village recorded on October 14, 1988, in Book 2088 commencing at page 219
thereof with the Yavapai County Recorder's office and as amended November 2, 1988 in
book 2093 commencing at page 702, shall be amended as follows:

1. Add lots 18, 20, 21 and 28 to the ASSOCIATION.

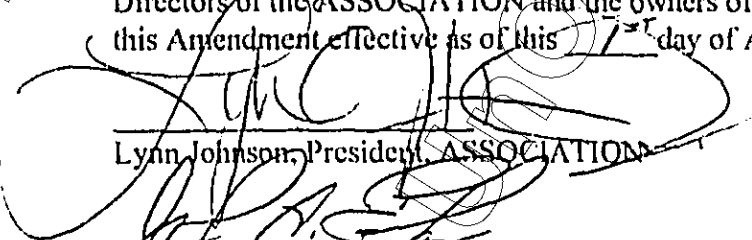
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2. All other Articles, Sections, paragraphs and Subparagraphs of the Declaration shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned being the President of the Board of Directors of the ASSOCIATION and the owners of Lots 18, 20, 21 and 28 have executed this Amendment effective as of this 17th day of April, 1996.


Lynn Johnson, President, ASSOCIATION


John A. Erickson, Trustee, John A. Erickson Trust, owner lot 21


Catherine Scrivano, Trustee, Catherine Scrivano Trust, owner lot 28

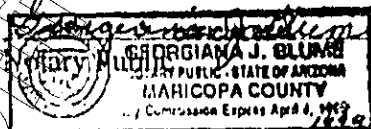

James W. Perry and Jean H. Perry, owners lots 18 and 20

STATE OF ARIZONA)
County of Maricopa) ss.

On this, the 8 day of April, 1996, before me, the undersigned notary public, personally appeared Lynn Johnson and who acknowledged that she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My commission Expires:
4-4-99

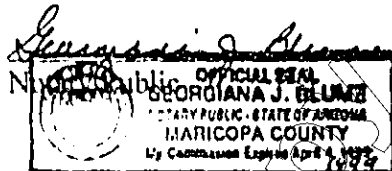


STATE OF ARIZONA)
County of Maricopa) ss.

On this, the 8 day of April, 1996, before me, the undersigned notary public, personally appeared John A. Erickson and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

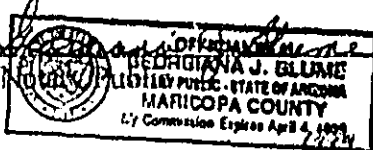
My commission Expires:
4-4-99



STATE OF ARIZONA)
County of Maricopa) ss.

On this, the 8 day of April, 1996, before me, the undersigned notary public, personally appeared Catherine Scrivano and who acknowledged that she executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



My commission Expires:

4-4-99

STATE OF ARIZONA)
County of Maricopa) ss.

On this, the 15 day of April, 1996, before me, the undersigned notary public, personally appeared James W. Perry and Jean H. Perry and who acknowledged that they executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Tamara K. Wroble
Notary Public

My commission Expires:

My Commission Expires Jan 31, 1997

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SEAL

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