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**CORRECTION OF THIRD AMENDMENT  
TO  
CONDOMINIUM DECLARATION  
FOR  
THE RIVERWALK TOPAZ BUILDING**

This Correction (this "Correction") is made this day of July 3, 2002 and constitutes an amendment of technical errors contained in the Third Amendment to the Condominium Declaration for the Riverwalk Topaz Building recorded January 12, 1998 at Reception No. 644502 in the real property records of the County of Eagle, State of Colorado (the "Third Amendment"). All capitalized terms shall have the meanings as defined in the Declaration, unless otherwise defined herein.

WITNESSETH:

WHEREAS, pursuant to Section 15.2 of the Declaration and C.R.S. section 38-33.3-205(4), the Declaration may be amended by the Declarant to correct clerical, typographical or technical errors.

WHEREAS, Eagle II Developers, Inc., a Colorado corporation is the Declarant of the Condominium Declaration for the Riverwalk Topaz Building.

WHEREAS, Exhibit "B" to the Third Amendment contains four technical errors which resulted from a mathematical error made when the percentage ownership of allocated interests of Unit C-102 A and Unit C-102 B was initially calculated.

NOW, THEREFORE, Exhibit B to the Third Amendment is hereby amended as follows:

1. The percentage ownership interest of Unit # C-102A is 5% and the votes for Unit #C-102A are 5.
2. The percentage ownership interest of Unit # C-102B is 3% and the votes for Unit #C-102B are 3.
3. Governing Law. This Correction will be governed by and interpreted in accordance with the laws of the State of Colorado.
4. Conflicts Between Documents. This Correction hereby supersedes and controls over any contrary provision contained in the Third Amendment.
5. Declaration. Except as specifically set forth in this Correction, the Third Amendment to the Declaration remains unchanged and in full force and effect.

Signature(s) to follow on attached page.

IN WITNESS WHEREOF, the undersigned, representing the Declarant has executed this Correction on the day and year written below.

EAGLE II DEVELOPERS, INC., a Colorado corporation

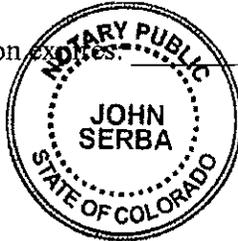
By: [Signature]  
Name: William L. Williams  
Title: Pres.  
Date: 07-03-02

STATE OF Colorado  
COUNTY OF Eagle ) ss.

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of July, 2002, by William L. Williams

My commission expires \_\_\_\_\_

[SEAL]



[Signature]

My Commission Expires Aug 15 2004

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Sara J Fisher Eagle, CO

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THIRD AMENDMENT  
TO THE  
CONDOMINIUM DECLARATION  
FOR  
THE RIVERWALK TOPAZ BUILDING

WHEREAS, Eagle II Developers, Inc. a Colorado corporation ( the "Declarant"), recorded the Condominium Declaration for The Riverwalk Topaz Building on May 28, 1997 in Book 727 at Page, 843 of the records of the County Clerk and Recorder of Eagle County, State of Colorado ( the "Declaration"); and

WHEREAS, Declarant, as owner of at least seventy-five (75%) of the Condominium Units in the Riverwalk Topaz Building desires to amend Exhibit "B" to the Declaration pursuant to Paragraph 3.4 (a) of said Declaration to reflect the separation of Condominium Units as detailed in Exhibit "B" attached to this Third Amendment.

NOW THEREFORE, Exhibit "B" to the Declaration is amended to read as provided in this Third Amendment and the Second Amendment tot the Declaration, which also amended said Exhibit "B" , is revoked in its entirety.

Except as herein specified, all provisions, restrictions, covenants, and conditions contained in the Declaration shall remain in full force and effect, provided that in the event the provisions of the Third Amendment shall conflict with said Declaration, the provisions of this Third Amendment shall control.

EXECUTED this 26<sup>th</sup> day of November, 1997.

Declarant: Eagle II Developers Inc.  
a Colorado corporation.

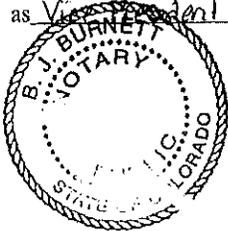
By: [Signature]

Title: Vice President



STATE OF            )  
                          ) ss  
COUNTY OF        )

The foregoing instrument was acknowledged, subscribed and sworn to before me this 26<sup>th</sup> day of November, 1997, by A. Leonard Nacht, as Vice President of Eagle II Developers, Inc. a Colorado corporation.



WITNESS MY HAND AND OFFICIAL SEAL

[Signature]  
Notary Public

1-8-2001  
My commission expires:

544502 01/12/1998 03:32P 134 Sara Fisher  
1 of 2 R 11.00 D 0.00 N 0.00 Eagle CO

EXHIBIT "B"

ALLOCATED INTEREST  
BUILDING "K" TOPAZ

RESIDENTIAL	9,508.76
COMMERCIAL	12,706.06
GCE	<u>3,647.85</u>

TOTAL	25,862.67
RESIDENTIAL+GCE	
13,129.46	



UNIT #	SQ. FOOTAGE	% OWNERSHIP	VOTES
R-201	1,207.45	6%	6
R-202	1,186.15	5%	5
R-203	1,186.15	5%	5
R-204	1,174.63	5%	5
R-205	1,174.63	5%	5
R-206	1,186.15	5%	5
R-207	1,186.15	5%	5
R-208	1,207.45	6%	6

TOTAL RESIDENTIAL	9,508.76	42%	42
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COMMERCIAL + GCE  
16,353.91

C-101	3,688.07	17%	17
C-102-A	1,121.02	4%	4
C-102-B	732.82	4%	4
C-103-A	1,052.97	5%	5
C-103-B	1,442.33	6%	6
O-201	715.12	3%	3
O-202	705.39	3%	3
O-203	1,015.47	5%	5
O-204	767.68	4%	4
O-205	799.75	4%	4
O-206	665.44	3%	3

TOTAL COMMERCIAL	12,706.06	58%	58
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