

**ELEVENTH SUPPLEMENTAL DECLARATION TO DECLARATION
OF COVENANTS, CONDITIONS, AND RESTRICTIONS
FOR HIGH DESERT RESIDENTIAL PROPERTIES
(Tracts 3B and 3C, Trillium Village)**

THIS ELEVENTH SUPPLEMENTAL DECLARATION is made this 28th day of October, 1996, by **High Desert Investment Corporation**, a New Mexico corporation ("Declarant") and **Trillium Development Ltd., Co.**, a New Mexico limited liability company ("Trillium").

BACKGROUND STATEMENT

A. On December 22, 1993, Declarant executed that certain Declaration of Covenants, Conditions, and Restrictions for High Desert Residential Properties, which was recorded on December 22, 1993, as Document 93145417 in Book 93-37, Pages 1-87, in the Office of the County Clerk of Bernalillo County, New Mexico which was amended by (i) the First Amendment to Declaration of Covenants, Conditions, and Restrictions for High Desert Residential Properties, which was recorded on February 24, 1995, as Document 95018895 in Book 95-5, Pages 2271-2274, in the Office of the County Clerk of Bernalillo County, New Mexico, (ii) the Second Amendment to Declaration of Covenants, Conditions, and Restrictions for High Desert Residential Properties, which was recorded on March 8, 1995, as Document 95023420 in Book 95-6, Pages 2332-2334, in the Office of the County Clerk of Bernalillo County, New Mexico, (iii) Third Amendment to Declaration of Covenants, Conditions, and Restrictions for High Desert Residential Properties, which was recorded on December 4, 1995, as Document 95123873 in Book 95-29, Pages 4886-4891, in the Office of the County Clerk of Bernalillo County, New Mexico and (iv) Fourth Amendment to Declaration of Covenants, Conditions, and Restrictions for High Desert Residential Properties, which was recorded on December 4, 1995, as Document 95123873 in Book 95-29, Pages 4886-4891, in the Office of the County Clerk of Bernalillo County, New Mexico and which was supplemented by (i) the Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tract 15A), which was recorded March 14, 1995, as Document 95025598 in Book 95-6, Pages 6854-6858, in the Office of the County Clerk of Bernalillo County, New Mexico, (ii) the Second Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tracts 3B and 3C), which was recorded June 19, 1995, as Document 95060324 in Book 95-14, Pages 6088-6092, in the Office of the County Clerk of Bernalillo County, New Mexico, (iii) the Third Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tract 3A), which was recorded August 18, 1995, as Document 95082948 in Book 95-19, Pages 8921-8925, in the Office of the County Clerk of Bernalillo County, New Mexico, (iv) the Fourth Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Unit 2 the Highlands/Tract 15B), which was recorded August 29, 1995, as Document 95087321 in Book 95-20, Pages 8831-8836, in the Office of the County Clerk of Bernalillo County, New Mexico, (v) the Fifth Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tracts 3B and 3C, Trillium Village), which was recorded December 12, 1995, as Document 95126995 in Book 95-30, Pages 1868-1874, in the Office of the County Clerk of Bernalillo County, New Mexico, (vi) the Sixth Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tract 2A-1A-1), which was recorded February 1, 1996, as Document 96012264 in Book 96-3, Pages 7513-7519, in the Office of the County Clerk of Bernalillo County, New Mexico, (vii) the Seventh Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties

(Lots 1 through 36 inclusive, Solterra Subdivision Unit 1 at High Desert), which was recorded May 20, 1996, as Document 96056432 in Book 96-14, Pages 2006-2010, in the Office of the County Clerk of Bernalillo County, New Mexico, (viii) Eighth Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tract 2A-1B-1, Tierra Del Oso Village), which was recorded May 30, 1996, as Document 96060081 in Book 96-15, Pages 673-677, records of Bernalillo County, New Mexico, (ix) Ninth Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tract 4B), which was recorded September 4, 1996, as Document 96098319 in Book 96-24, Pages 2814-2818, records of Bernalillo County, New Mexico, and (x) Tenth Supplemental Declaration to Declaration of Covenants, Conditions, and Restrictions for High Desert Properties (Tract 14B/Unit 2A, the Highlands), which was recorded September 5, 1996, as Document 96099282 in Book 96-24, Pages 4841-4845, records of Bernalillo County, New Mexico (the "Declaration").

B. Trillium is the owner of the property described on **Exhibit A** (the "Trillium Village Property") attached hereto and by this reference incorporated herein. The Trillium Village Property is a portion of the property described on Exhibit B of the Declaration (the "Property"). Declarant and Trillium wish to subject the Trillium Village Property to certain additional covenants set forth in this Eleventh Supplemental Declaration.

C. Capitalized terms not otherwise defined herein are as defined in the Declaration.

D. Pursuant to the terms of Section 9.4 of the Declaration, the Declarant may unilaterally subject any portion of the property submitted to the Declaration by supplemental declaration to additional covenants or easements.

Declarant hereby declares that the Trillium Village Property shall be held, sold, used and conveyed subject to the following easements, restrictions, covenants, and conditions, which are for the purpose of protecting the value and desirability of and which shall run with the Trillium Village Property. This Eleventh Supplemental Declaration shall be binding on and shall inure to the benefit of all parties having any right, title, or interest in the Trillium Village Property or any part thereof, their heirs, successors, successors-in title, and assigns.

W I T N E S S E T H:

NOW, THEREFORE, pursuant to the powers retained by Declarant under the Declaration:

1. Single Story Houses. No residence or structure of more than one story shall be constructed upon the following lots:

Lots 1, 21, 22, 29 and 30 of Block "A," Lots 1 and 6 of Block "B" and Lot 1 of Block "C." All as shown on the Plat of Trillium Village recorded at Vol 95C Folio 369 on the 13th day of October, 1995.

2. Remaining Covenants. All remaining covenants applicable to Trillium Village will remain in full force and effect.

3. Consent of Property Owner. Trillium, by its signature below, consents to the additional covenant set forth in this Eleventh Supplemental Declaration. This consent constitutes the written consent of the property owners required under Section 9.4 of the Declaration.

DECLARANT **High Desert Investment Corporation,**
a New Mexico corporation

By: /s/ Douglas H. Collister
Name: Douglas H. Collister
Title: President

By: /s/ Jack Eichorn
Name: Jack Eichorn
Title: Vice President

Address: 13000 Academy Road, N.E.
Albuquerque, NM 87111

Date Signed: October 29, 1996

TRILLIUM **Trillium Development Ltd. Co.,**
a New Mexico limited liability

By /s/ Greg Anixter
Greg Anixter, Manager

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

This instrument was acknowledged before me on October 29, 1996, by **Douglas H. Collister**, President of High Desert Investment Corporation, a New Mexico corporation.

/s/ Lauda J. Miles
Notary Public

My Commission Expires:
July 14, 1998

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

This instrument was acknowledged before me on October 29, 1996, by **Jack Eichorn**, Vice President of High Desert Investment Corporation, a New Mexico corporation.

/s/ Lauda J. Miles
Notary Public

My Commission Expires:
July 14, 1998

STATE OF NEW MEXICO)
) ss.
COUNTY OF BERNALILLO)

This instrument was acknowledged before me on November 4, 1996, by **Greg Anixter**, as Manager of High Desert Investment Corporation, a New Mexico corporation.

/s/ Barbara Jacob
Notary Public

My Commission Expires:
July 11, 1997

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EXHIBIT A

Tracts numbered Three-B (3B) and Three-C (3C) of HIGH DESERT, Albuquerque, New Mexico, as the same is shown and designated on the plat thereof, filed in the office of the County Clerk of Bernalillo County, New Mexico, on February 9, 1995 in Map Book 95 C, folio 47.