

**HIGHLANDS RANCH
HOMES ASSOCIATION DECLARATION
ADDITIONAL PHASE**

THIS DECLARATION is made as of the _____ day of June, 2000, by Highlands Group, a Kansas general partnership (the "Developer");

WITNESSETH:

WHEREAS, the Developer has executed and filed with the Office of the Register of Deeds of Johnson County, Kansas, an additional plat of the subdivision known as "Highlands Ranch"; and

WHEREAS, such plat adds the following lots to the subdivision (the "Additional Lots"):

Lots 77 through 153, Highlands Ranch 2nd Plat, a subdivision in the City of Leawood, Johnson County, Kansas.

WHEREAS, the Developer, as the owner of the Additional Lots, desires to subject the Additional Lots to the covenants, assessments, charges and other provisions contained in that certain Highlands Ranch Homes Association Declaration, dated as of January 20, 1998 (the "Original Declaration"), executed by the Developer and filed with the Office of the Register of Deeds of Johnson County, Kansas on March 10, 1998, and recorded as Instrument No. 2800745 in Book 5492 at Page 442.

NOW, THEREFORE, in consideration of the premises, the Developer, for itself and for its successors and assigns, and for its future grantees, hereby agrees and declares that all of the Additional Lots shall be, and they hereby are, subject to the covenants, assessments, charges and other provisions set forth in the Original Declaration. As contemplated in Article IX of the Original Declaration, this instrument shall have the effect of subjecting the Additional Lots to all of the provisions of the Original Declaration as though the Additional Lots had been originally described therein and subject to the provisions thereof.

Tract L of Highlands Ranch 2nd Plat is intended to be the "Pool Area" described in the Original Declaration.

IN WITNESS WHEREOF, the Developer has caused this Declaration to be duly executed the day and year first above written.

HIGHLANDS GROUP,
a Kansas general partnership

By: CASEY-MATT, INC., a partner

By: _____
Don D. Donahoo, President

By: N.W. REALTY, INC., a partner

By: _____
Kenneth E. Nichols, President

STATE OF KANSAS)
) ss.
COUNTY OF JOHNSON)

BE IT REMEMBERED, That on this ____ day of _____, 1998, before me, the undersigned, a Notary Public in and for the County and State aforesaid, came Don D. Donahoo, President of Casey-Matt, Inc., a Kansas corporation, and Kenneth E. Nichols, President of N.W. Realty, Inc., a Kansas corporation, who are personally known to me to be such officers, and who are personally known to me to be the same persons who executed, as such officers, the within instrument on behalf of said corporations, in their capacities as partners in and on behalf of Highlands Group, a Kansas general partnership, and such persons duly acknowledged the execution of the same to be the act and deed of said corporations and partnership.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my official seal the day and year last above written.

Notary Public

Print or Type Name

My commission expires: