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 Grantor: BT RESIDENTIAL  
 Grantee: BT RESIDENTIAL


Robert T Sevier, Recorder

**Title of Document:** Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills

**Date of Document:** June 15, 2006

**\*Grantor(s):** BT RESIDENTIAL, LLC, a Missouri limited liability company

**\*Grantee(s):** BT RESIDENTIAL, LLC, a Missouri limited liability company

**Grantee(s) Mailing Address:** c/o M D Management  
5201 Johnson Drive, Suite 450  
P.O. Box 129  
Mission, KS 66205

**Legal Description:** Set forth on Exhibit A

**Reference Book and Page(s):** Declaration of Covenants, Conditions and Restrictions for Fountain Hills recorded on November 16, 2004 as Doc. No. T04903 in Book 4823 at Page 169 with the Clay County Recorder of Deeds and on November 16, 2004 as Doc. No. 022341 in Book 1046 at Page 901 with the Platte County Recorder of Deeds, as amended by Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills - Third and Fourth Plats recorded on September 20, 2005 as Doc. No. 2005045632 in Book 5146 at Page 132 with the Clay County Recorder of Deeds, and on September 20, 2005 as Doc. No. 2005045637 in Book 5146 at Page 136 with the Clay County Recorder of Deeds, and on September 21, 2005 as Doc. No. 17379 in Book 1067 at Page 151 with the Platte County Recorder of Deeds; and as further amended by Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills recorded on May 24, 2006 as Doc. No. 2006021859 in Book 5382 at Page 43 with the Clay County Recorder of Deeds and on May 25, 2006 as Doc. No. 008595

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in Book 1082 at Page 0767 with the Platte County Recorder of  
Deeds.

**\*FOR INDEXING PURPOSES ONLY**

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**AMENDMENT TO DECLARATION OF  
COVENANTS, CONDITIONS AND RESTRICTIONS  
FOR FOUNTAIN HILLS**

This Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills is made this 15<sup>th</sup> day of June, 2006 by BT RESIDENTIAL, LLC, a Missouri limited liability company ("Declarant"), having a mailing address of c/o M D Management, 5201 Johnson Drive, Suite 450, P.O. Box 129, Mission, KS 66205.

**RECITALS:**

(A) Declarant executed and caused to be recorded that certain Declaration of Covenants, Conditions and Restrictions for Fountain Hills recorded on November 16, 2004 as Doc. No. T04903 in Book 4823 at Page 169 with the Clay County Recorder of Deeds and on November 16, 2004 as Doc. No. 022341 in Book 1046 at Page 901 with the Platte County Recorder of Deeds, and as amended by Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills - Third and Fourth Plats recorded on September 20, 2005 as Doc. No. 2005045632 in Book 5146 at Page 132 with the Clay County Recorder of Deeds, on September 20, 2005 as Doc. No. 2005045637 in Book 5146 at Page 136 with the Clay County Recorder of Deeds, and on September 21, 2005 as Doc. No. 17379 in Book 1067 at Page 151 with the Platte County Recorder of Deeds, and as further amended by Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills recorded on May 24, 2006 as Doc. No. 2006021859 in Book 5382 at Page 43 with the Clay County Recorder of Deeds and on May 25, 2006 as Doc. No. 008595 in Book 1082 at Page 0767 with the Platte County Recorder of Deeds (collectively, the "Declaration").

(B) The Declaration now encumbers these certain properties set forth on Exhibit A attached hereto and incorporated herein by this reference.

(C) Declarant desires to modify other provisions of the Declaration as set forth below and has the authority to amend the Declaration.

NOW, THEREFORE, for and in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Declarant hereby declares as follows:

1. Capitalized terms not otherwise defined herein shall have the meanings therefore set forth in the Declaration.

2. Declarant hereby declares that: (A) in regard to Fountain Hills, Third Plat which shall be defined to mean the plat for Fountain Hills, Third Plat recorded on September 20, 2005 as Document Number 2005045634 in Book G, Page 9 in the office of the Recorder of Deeds of Clay County, Missouri ("Fountain Hills, Third Plat"), the minimum square footage requirements for Units constructed in Fountain Hills, Second Plat as set forth in subsections 38.2 (a) through 38.2(e) of the Declaration shall apply to all Units constructed in Fountain Hills, Third Plat; (B) in regard to Fountain Hills, Fifth Plat which shall be defined to mean the plat for Fountain Hills, Fifth Plat recorded on May 24, 2006 as Document Number 2006021852 in Book G, Page 62 in the office of the Recorder of Deeds of Clay County, Missouri ("Fountain Hills, Fifth Plat"), the minimum square

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footage requirements for Units constructed in Fountain Hills, Second Plat, as set forth in subsections 38.2 (a) through 38.2(e) of the Declaration shall apply to all Units constructed in Fountain Hills, Fifth Plat; (C) in regard to Fountain Hills, Fourth Plat which shall be defined to mean the plat for Fountain Hills, Fourth Plat recorded on September 20, 2005 as Document Number 2005045639 in Book G, Page 9 in the office of the Recorder of Deeds of Clay County, Missouri and recorded on September 21, 2005 in Book 20, Page 111 in the office of the Recorder of Deeds for Platte County, Missouri ("Fountain Hills, Fourth Plat"), the minimum square footage requirements for Units constructed in Fountain Hills, First Plat, as set forth in subsections 37.1 (a) through 37.1(e) of the Declaration shall apply to all Units constructed in Fountain Hills, Fourth Plat; (D) in regard to Fountain Hills, Sixth Plat which shall be defined to mean the plat for Fountain Hills, Sixth Plat recorded on May 24, 2006 as Document Number 2006021856 in Book G, Page 62 in the office of the Recorder of Deeds of Clay County, Missouri and recorded on May 25, 2006 in Book 20, Page 159 in the office of the Recorder of Deeds for Platte County, Missouri ("Fountain Hills, Sixth Plat"), the minimum square footage requirements for Units constructed in Fountain Hills, First Plat, as set forth in subsections 37.1 (a) through 37.1(e) of the Declaration shall apply to all Units constructed in Fountain Hills, Sixth Plat.

Declarant further declares that in regard to any Units to be constructed in any future phases or plats of the Property which are added to the Property after Fountain Hills, Sixth Plat ("Future Plats"), the minimum square footage requirements for Units constructed in Fountain Hills, First Plat, as set forth in subsections 37.1 (a) through 37.1(e) of the Declaration shall apply to all such Units constructed in Future Plats of the Property.

3. Except as specifically supplemented hereby, the Declaration is ratified and confirmed and remains in full force and effect.

IN WITNESS WHEREOF, Declarant has caused this instrument to be executed by its authorized officer the date and year first above written.

BT RESIDENTIAL, LLC,  
a Missouri limited liability company

By: Thomas S. Morgan  
Thomas S. Morgan, Manager

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STATE OF KANSAS )

COUNTY OF JOHNSON )

)ss

On this 15 day of April, 2006, before me appeared Thomas S. Morgan, to me personally known, and who, being by me duly sworn, did say that he is Manager of BT RESIDENTIAL, LLC, a Missouri limited liability company, and that the instrument was signed in behalf of said company and Thomas S. Morgan acknowledged said instrument to be the free act and deed of said company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal at my office in Johnson County, Kansas the day and year last above written.

[SEAL]

  
Notary Public

My Commission Expires:

SARA LUNDY
Notary Public - State of Kansas
My Appt. Expires 12-12-07

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**EXHIBIT A****Fountain Hills Property**

FOUNTAIN HILLS, FIRST PLAT, a subdivision of land in Kansas City, Clay and Platte Counties, Missouri, according to the recorded plat thereof.

FOUNTAIN HILLS, SECOND PLAT, a subdivision of land in Kansas City, Clay County, Missouri, according to the recorded plat thereof.

FOUNTAIN HILLS, THIRD PLAT, a subdivision of land in Kansas City, Clay County, Missouri.

FOUNTAIN HILLS, FOURTH PLAT, a subdivision of land in Kansas City, Clay and Platte Counties, Missouri.

FOUNTAIN HILLS, FIFTH PLAT, a subdivision of land in Kansas City, Clay County, Missouri.

FOUNTAIN HILLS, SIXTH PLAT, a subdivision of land in Kansas City, Clay and Platte Counties, Missouri.



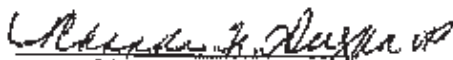
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## SUBORDINATION

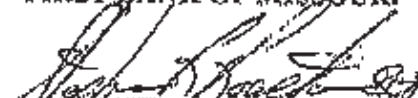
Witnesseth, That FIRST BANK OF MISSOURI, a Missouri banking corporation, organized and existing under the laws of the State of Missouri and having its principal place of business at 7001 North Oak, Gladstone, Missouri 64118, owner and holder of the note evidencing the debt secured by Deed of Trust, executed by RT Residential, LLC dated November 14, 2005 and recorded on November 23, 2005 under Document Number 022035 in the office of the Recorder of Deeds for Platte County, Missouri, in Book 1071 at Page 789 and recorded on November 30, 2005, under Document Number 2005028185 in the office of the Recorder of Deeds for Clay County, Missouri, in Book 5222 at Page 70 (the "Deed of Trust"), for the value received, does hereby subordinate the lien and effect of said Deed of Trust to the terms and provisions of that certain Declaration of Covenants, Conditions and Restrictions for Fountain Hills recorded on November 16, 2004 as Doc. No. T04903 in Book 4823 at Page 169 with the Clay County Recorder of Deeds and on November 16, 2004 as Doc. No. 022341 in Book 1046 at Page 901 with the Platte County Recorder of Deeds, and as amended by Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills - Third and Fourth Plats recorded on September 20, 2005 as Doc. No. 2005045632 in Book 5146 at Page 132 with the Clay County Recorder of Deeds, on September 20, 2005 as Doc. No. 2005045637 in Book 5146 at Page 136 with the Clay County Recorder of Deeds, and on September 21, 2005 as Doc. No. 17379 in Book 1067 at Page 151 with the Platte County Recorder of Deeds, and as further amended by Amendment to Declaration of Covenants, Conditions and Restrictions for Fountain Hills recorded on May 24, 2006 as Doc. No. 2006021859 in Book 5382 at Page 43 with the Clay County Recorder of Deeds and on May 25, 2006 as Doc. No. 008595 in Book 1082 at Page 0767 with the Platte County Recorder of Deeds (collectively, the "Declaration"), as though the Declaration were filed prior to the Deed of Trust.

IN WITNESS WHEREOF, these presents have been executed pursuant to due authority, this 19th day of June, 2006

ATTEST:

  
By: Rhonda K. Duda  
Its: Vice-President

FIRST BANK OF MISSOURI

  
By: Stephen R. Rowatou  
Its: Sr. Vice President

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## CORPORATION ACKNOWLEDGEMENT

STATE OF MISSOURI )COUNTY OF Clay )

On this 19<sup>th</sup> day of June, 2006, before me the undersigned, appeared Stephen R. Rouston to me personally known, who being by me duly sworn, did say that he is the Sr. Vice President of FIRST BANK OF MISSOURI, a Missouri banking corporation, and that said instrument was signed and sealed in behalf of said entity by authority of its Board of Directors, and said same acknowledged said instrument to be the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal at my office in Kansas City, Missouri, the day and year last above written.

My term expires:

Linda M. Hodges  
Notary Public within and for County and State

Print Name: Linda M. Hodges

LINDA M. HODGES  
Notary Public - Notary Seal  
STATE OF MISSOURI  
Clay County

My Commission Expires: June 26, 2008  
Commission # 06403484