

**SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO**

This Second Amendment to Condominium Declaration is made by the undersigned Owners who hold 66-2/3% or more of the votes outstanding and entitled to be cast under the Bylaws of The Woodrun Five Townhouse Corporation, a Colorado nonprofit corporation.

RECITALS OF FACT

WHEREAS, the Condominium Declaration for The Woodrun Five Townhouse Condominiums, Snowmass Village, Colorado is recorded in Book 401 at Page 630, re-recorded in Book 401 at Page 875 and amended by Amendment to Condominium Declaration recorded in Book 683 at Page 347 of the real property records of Pitkin County, Colorado (the "Declaration");

WHEREAS, the Declaration provides for its own amendment by the Owners of Condominium Units in Woodrun Five;

WHEREAS, under the terms of the Declaration, the form required for amendments and the proportion of approval required for adoption varies depending upon the nature of the amendment;

WHEREAS, the requirements for an amendment of the Declaration as provided in Section 11.4 Amendment of Declaration of the Declaration, which is not material in nature are met or exceeded by an instrument executed and recorded by Owners who hold 66-2/3% or more of the votes outstanding and entitled to be cast under the By-Laws of The Woodrun Five Townhouse Corporation.

WHEREAS, the undersigned Owners desire to amend the Declaration to limit the number of vehicles an Owner or guest may park on the Property, as set forth in more detail in this Amendment.

TERMS OF AMENDMENT

NOW, THEREFORE, the undersigned Owners holding at least 66-2/3% of the votes outstanding and entitled to be cast under the By-laws of The Woodrun Five Townhouse Corporation hereby amend the Declaration as follows:

1. Definitions. Unless otherwise expressly defined in this Second Amendment, all terms used in this Amendment shall have the same meaning as those terms are defined and used in the Condominium Declaration for The Woodrun Five Townhouse Condominiums, Snowmass Village, Colorado as recorded in Book 401 at Page 630, rerecorded in Book 401 at Page 875 and as amended by Amendment to Condominium Declaration recorded in Book 683 at page 347 of the Pitkin County real property records.

2. Amendment. Section 4.5 Parking Restrictions of the Declaration is hereby amended and restated as follows:

"4.5 Parking Restrictions. No Owner, guest or other occupant of a Unit shall park more than two (2) vehicles, cumulatively, on the Property. No Owner shall park any vehicle on the Property except wholly within a designated parking area. No inoperable vehicle shall be stored on the Property, and no Owner shall park any large commercial-type vehicle on the Property. The Board may restrict or prohibit parking on the Property of trailers, camper-type vehicles and motor homes. No Owner shall conduct major repairs or restorations of a vehicle or permit any such activity to be conducted upon the Property."

3. Effect of Amendment on Prior Instruments. Except as expressly amended by this instrument, the Declaration and its prior amendments shall remain in full force and effect.

4. Counterpart Signatures. This Amendment may be made by the counterpart signatures of 66-2/3% of the Owners entitled to vote, and taken together, the counterpart signatures shall have the same force and effect as if a single instrument were executed by all such Owners.

AMENDMENT PROPOSED AND APPROVED

By 
Michael Rozen, President

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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1. The approval by 66-2/3% of the Owners entitled to vote at a Special Meeting called for the purpose of approving the construction of a covered dumpster facility and maintenance workshop at an approximate cost of \$10,000.00 and 24 uncovered parking spaces east of the current garages, with appropriate landscaping and lighting, at a cost not to exceed \$50,000.00

2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: October 9, 1996.

X Nancy C. Blaine

X _____

Unit Number # 33

STATE OF New York)

COUNTY OF New York) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 9th day of October, 1996, by Nancy C. Blaine Owners of Unit No. _____.

Witness my hand and official seal.
Notary Public in and for the State of New York
No. 01F04880820
Qualified in Queens County
Commission Expires July 31, 1998

[Signature]
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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Dated: Sept. 30, 1996.


X [Signature]
 X [Signature]
 Unit Number 24

STATE OF COLORADO)
) ss.
COUNTY OF PITKIN)

THE FOREGOING INSTRUMENT was acknowledged before me this 30th day of Sept, 1996, by ANDREW & CATHRYN SARTOL Owners of Unit No. 24.

Witness my hand and official seal.
My commission expires: 6/5/97

[Signature]
 Notary Public



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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 9/25, 1996.

X [Signature]

X _____

Unit Number #14

STATE OF New York)

COUNTY OF N.Y.) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 25 day of Sept by KATHELINA GRANFELD Owners of Unit No. 14.

Witness my hand and official seal.

My commission expires: _____

JOHN J. CONNORS
Notary Public, State of New York
No. 01C05025237
Qualified in New York County
Commission Expires March 21 1998

[Signature]
Notary Public



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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 9/24/96, 1996.

Jeffrey P. Drucker
Judi A. Drucker

Unit Number 7

STATE OF NEW YORK)
) ss.
COUNTY OF NASSAU)

THE FOREGOING INSTRUMENT was acknowledged before me this 24th day of SEPTEMBER, 1996,
by JEFFREY P. DRUCKER, H.D. AND Owners of Unit No. 7
JUDI A. DRUCKER

Witness my hand and official seal.

My commission expires: AUGUST 31, 1997
ROSELLE ELFENBEIN
NOTARY PUBLIC, State of New York
No. 01EL488723 - Nassau County
Commission Expires August 31, 1997

Roselle Elfenbein
Notary Public

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 9/25/96, 1996.

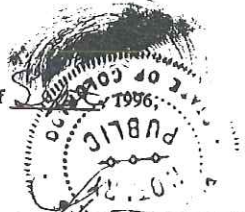
[Handwritten signature]
[Handwritten signature]

Unit Number 21

STATE OF COLORADO)
) ss.
COUNTY OF PITKIN)

THE FOREGOING INSTRUMENT was acknowledged before me this 25th day of September, 1996, by LAWRENCE & DIANE CARON Owners of Unit No. 21.

Witness my hand and official seal.
My commission expires: 6/5/97



[Handwritten signature]
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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- 2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 9/16/96, 1996.

X Alida Messinger
X _____

Unit Number 15

STATE OF Minnesota)
) ss.
COUNTY OF Hennepin)

THE FOREGOING INSTRUMENT was acknowledged before me this 16 day of September, 1996,
by Alida Messinger Owners of Unit No. 15.

Witness my hand and official seal.
My commission expires: 1-31-2000



Kristine S. Vick
Notary Public

**COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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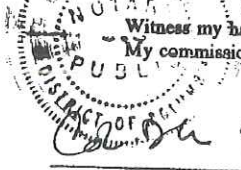
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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Sept 10, 1996.

X John Kap
X Sally Kap
 Unit Number 25

STATE OF _____) District of Columbia,
) ss.
 COUNTY OF _____)

BY THE FOREGOING INSTRUMENT was acknowledged before me this 10th day of SEPT, 1996,
John M. KAPLAN & SALLY KAPLAN Owners of Unit No. 25.



Witness my hand and official seal.
 My commission expires: 7-31-99

John M. Kaplan
 Notary Public

95-229-1138

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 8/26, 1996.

X [Signature]
X [Signature]
Unit Number 11

STATE OF Pennsylvania)
COUNTY OF Philadelphia) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 14th day of Sept, 1996,
by F.P. Robin and Mary Benley Owners of Unit No. 11

Witness my hand and official seal: [Signature]
My commission expires: August 2, 1998

NOTARIAL SEAL
MARIE A STEN, Notary Public
City of Philadelphia, Phila County
My Commission Expires August 2, 1998

Notary Public



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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: September 3, 1996.

X JL Puerto

X _____

Unit Number 34

STATE OF COLORADO)

) ss.

COUNTY OF PITKIN)

THE FOREGOING INSTRUMENT was acknowledged before me this 3rd day of September, 1996, by Juan Luis Puerto Owners of Unit No. 34

Witness my hand and official seal.
My commission expires: 6/5/97



[Signature]
Notary Public

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 9-12, 1996.

X Robert A Brod

X Grace Brod

Unit Number 20

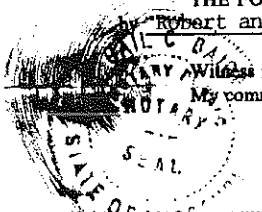
STATE OF MISSOURI)

COUNTY OF ST. LOUIS)
), ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 12th day of Sept., 1996, by Robert and Grace Brod Owners of Unit No. 20.

Witness my hand and official seal.

My commission expires: August 15, 1998



Gail C. Baird
Notary Public Gail C. Baird

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Dated: 9-12, 1996.

X Maurice E. Furnell

X _____

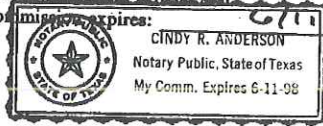
Unit Number 35

STATE OF Texas)

COUNTY OF Dallas) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 12th day of Sept., 1996, by Maurice E. Furnell Owners of Unit No. 35.

Witness my hand and official seal.
My commission expires: 6/11/98



Cindy K. Anderson
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS SNOWMASS VILLAGE, COLORADO

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Dated: 9/7/96, 1996.

X [Signature]

X _____

Unit Number 31

STATE OF COLORADO)
COUNTY OF PITKIN) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 7th day of September, 1996 by MARIA ISABEL PRIETO Owners of Unit No. 31

Witness my hand and official seal. My commission expires: 6/9/97

[Notary Seal: Notary Public, Pitkin County, Colorado, Commission No. 9178, expires 6/9/97]
[Signature]

Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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Dated: Sept 5, 1996.

X Russell W. Meyer, Jr.
X Helen V. Meyer
Unit Number 9

STATE OF KANSAS)
) ss.
COUNTY OF SEDGWICK)

THE FOREGOING INSTRUMENT was acknowledged before me this 5th day of September 1996, by Russell W. Meyer, Jr. and Helen V. Meyer Owners of Unit No. 9.

Witness my hand and official seal.

My commission expires: 10-10-99



Marilyn Richwine
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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Dated: Sept. 9, _____, 1996.

X WMS FAMILY TRUST

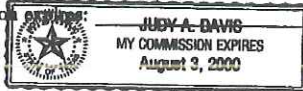
X By: Linda S. Eller

Unit Number 17

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

THE FOREGOING INSTRUMENT was acknowledged before me this 9th day of Sept., 1996,
by LINDA S. ELLER Owners of Unit No. 17.

Witness my hand and official seal.
My commission expires:



Judy A. Davis
Notary Public

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Dated: 8-26-96, 1996.



X *John H. Slavik*
 X *Kathy A. Slavik*
 Unit Number 12

COUNTY OF Orange) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 26th day of August, 1996, by John H. & Kathy A. Slavik Owners of Unit No. 12.

Witness my hand and official seal.
My commission expires: May 9, 1999

Robert J. Kamin
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

The undersigned is one of the Owners of a Unit or Units in the Woodrun Five Townhouse Condominiums, Snowmass Village, Pitkin County, Colorado, and acknowledges he has received and read the Second Amendment to Condominium Declaration for the Woodrun Five Townhouse Condominiums as proposed and approved by the Board of Managers of the Woodrun Five Townhouse Corporation. By his signature below, the undersigned hereby approves the Second Amendment and authorizes the attachment of this Counterpart Signature and Acknowledgement Page to the Second Amendment and the recording of the Second Amendment with this Page upon the occurrence of each of the following events:

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Sept 3 '96, 1996.

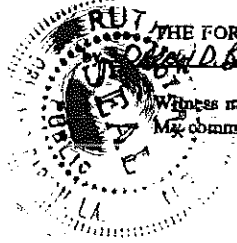
Darryl D Berger
X

Unit Number # 5

STATE OF LOUISIANA)
PARISH OF ORLEANS) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 3rd day of September, 1996, by Darryl D. Berger Owners of Unit No. 5.

Witness my hand and official seal.
My commission expires: is for life



Ruth B. Whidden
Notary Public RUTH B. WHIDDEN
NOTARY PUBLIC, Orleans Parish, La.
My commission is for life

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3 % of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Sept. 11, 1996.

X Robert Smith
X Diane L. Spatz

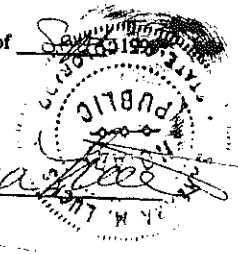
Unit Number 23

STATE OF COLORADO)
) ss.
COUNTY OF PITKIN)

THE FOREGOING INSTRUMENT was acknowledged before me this 11th day of Sept 1996
by ROBERT SMITH/DIANE SPATZ Owners of Unit No. 23.

Witness my hand and official seal.
My commission expires: 6/5/97

Mark A. [Signature]
Notary Public



COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Sept 4, 1996.

x William F. Bieber

X

Unit Number 42

STATE OF MINNESOTA)

COUNTY OF Hennepin) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 4th day of September 1996, by William F. Bieber Owners of Unit No. 42.

Witness my hand and official seal.

My commission expires: 1/31/2000



Rita A. Rademacher
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 2/6/96, 1996.

X Larry Steinman

X Michele Steinman

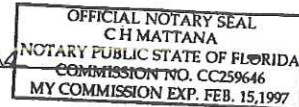
Unit Number 27

STATE OF Florida)
COUNTY OF Pinellas) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 6th day of Sept., 1996, by Harry and Michele Steinman Owners of Unit No. 27.

Witness my hand and official seal.
My commission expires: 2/15/97

Ch. Mattana
Notary Public



**COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO**

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 9/4, 1996.

[Handwritten Signature]
Patricia C. Faust

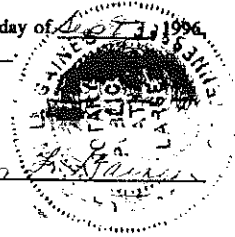
Unit Number #1

STATE OF TN)
) ss.
COUNTY OF DAVIDSON)

THE FOREGOING INSTRUMENT was acknowledged before me this 9th day of SEPTEMBER, 1996, by THOMAS F. FAUST, JR. / PATRICIA C. FAUST Owners of Unit No. 1.

Witness my hand and official seal.
My commission expires: 9/22/97

[Handwritten Signature]
Notary Public



COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Sept 3, 1996.

X Gary Martin
X Barbara Martin

Unit Number 18

STATE OF California)
COUNTY OF Santa Clara) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 3 day of Sept, 1996
by Gary Martin & Barbara Martin Owners of Unit No. _____.

Witness my hand and official seal.
My commission expires: April 28, 2000

John H. Klee
Notary Public



(TO BE DETACHED FROM COUNTERPART SIGNATURE PAGE)

PROXY

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 9-6-96, 1996.

X [Signature]
X [Signature]

Unit Number 19

STATE OF COLORADO)
) ss.
COUNTY OF PITKIN)

THE FOREGOING INSTRUMENT was acknowledged before me this 6th day of SEPT, 1996, by CORRY & SANDY MEYER Owners of Unit No. 19.

Witness my hand and official seal.
My commission expires: 6/5/97

[Signature]
Notary Public



COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
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SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 8/28, 1996.

X *Robert A. Geist*

X _____

Unit Number 6

STATE OF Kansas)

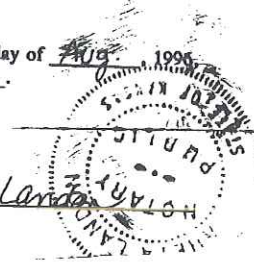
COUNTY OF Sedgwick) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 28th day of Aug., 1996, by Robert A. Geist Owner of Unit No. 6.

Witness my hand and official seal.

My commission expires: 4/15/97

Rheta Lanter
Notary Public



COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 8/27/96, 1996.

Notarial Seal
Beverly A. Stehman, Notary Public
Lancaster, Lancaster County
My Commission Expires Aug. 9, 1999

X Brad Vazales
X Sherri Vazales
Unit Number 41

STATE OF PENNSYLVANIA)
) ss.
COUNTY OF LANCASTER)

THE FOREGOING INSTRUMENT was acknowledged before me this 27TH day of AUGUST, 1996,
by BRAD AND SHERRI VAZALES Owners of Unit No. 41.

Witness my hand and official seal.
My commission expires: AUGUST 9, 1999

Beverly A. Stehman, Notary Public
Lancaster County
My Commission Expires Aug. 9, 1999

Beverly A. Stehman
Notary Public



COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Aug 27, 1996.

X Wood. by M. P/A Para Holidays
X Ltd.

Unit Number 32

STATE OF California)
COUNTY OF Contra Costa) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 27 day of Aug, 1996,
by William D. Wright Owners of Unit No. 32.

Witness my hand and official seal.
My commission expires: 5/15/99

[Signature]
Notary Public



(TO BE DETACHED FROM COUNTERPART SIGNATURE PAGE)

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: August 27, 1996.

Signature of Janice K. Vandeker

Unit Number 43

STATE OF Colorado)
COUNTY OF Pitkin) ss.

THE FOREGOING INSTRUMENT was acknowledged before me this 27 day of August, 1996, by Janice K. Vandeker Owners of Unit No. 43.

Witness my hand and official seal My commission expires: March 3, 1997 LOUISE MCMANAMON NOTARY PUBLIC, STATE OF ILLINOIS MY COMMISSION EXPIRES 03/02/97

Signature of Louise McManamon
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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Dated: 8/29/96, 1996.

X John A. Michelman
X _____

Unit Number 39

STATE OF OHIO)
) ss.
COUNTY OF Hamilton)

THE FOREGOING INSTRUMENT was acknowledged before me this 30 day of AUG, 1996,
by _____ Owners of Unit No. _____.

Witness my hand and official seal.

My commission expires: 6-16-97

RHONDA HART
Notary Public, State of Ohio
My Commission Expires June 16, 1997

Rhonda Hart
Notary Public



COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3 % of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Aug. 27, 1996.

Frank Popoff
Jean U. Popoff
 Unit Number 36

STATE OF MICHIGAN)
) ss.
COUNTY OF MIDLAND)

THE FOREGOING INSTRUMENT was acknowledged before me this 27th day of Aug., 1996, by FRANK & JEAN POPOFF Owners of Unit No. 36.



Witness my hand and official seal
My commission expires: _____
SANDRA R. BROWN
Notary Public, Midland County, Michigan
My Commission Expires February 11, 1997

Sandra R. Brown
Notary Public

**COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
 SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
 THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
 SNOWMASS VILLAGE, COLORADO**

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: Aug 24, 1996.

[Handwritten signature]
 X *[Signature]*
 X *[Signature]*

Unit Number 13

STATE OF Michigan)
) ss.
 COUNTY OF Washtenaw)

THE FOREGOING INSTRUMENT was acknowledged before me this 26th day of August, 1996,
 by _____ Owners of Unit No. _____.

Witness my hand and official seal.
 My commission expires: 10-11-2000

[Signature]
 Notary Public



Signature illegible

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3 % of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: 8/30, 1996.

X Bryan Hardeman
X _____

Unit Number 3

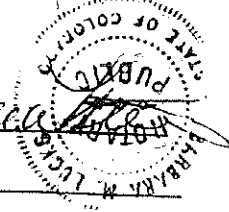
STATE OF COLORADO)
) ss.
COUNTY OF PITKIN)

THE FOREGOING INSTRUMENT was acknowledged before me this 30th day of Aug, 1996,
by BRYAN HARDEMAN Owners of Unit No. 03.

Witness my hand and official seal.

My commission expires: 6/5/97

[Signature]
Notary Public



COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
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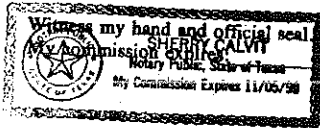
Dated: 8-26, 1996.

x [Signature]
x Marian S. Rosen

Unit Number 16

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

THE FOREGOING INSTRUMENT was acknowledged before me this 26 day of AUGUST, 1996, by E.A. ROSEN and MARIAN S. ROSEN Owners of Unit No. 16.



11-5-98

[Signature]
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

The undersigned is one of the Owners of a Unit or Units in the Woodrun Five Townhouse Condominiums, Snowmass Village, Pitkin County, Colorado, and acknowledges he has received and read the Second Amendment to Condominium Declaration for the Woodrun Five Townhouse Condominiums as proposed and approved by the Board of Managers of the Woodrun Five Townhouse Corporation. By his signature below, the undersigned hereby approves the Second Amendment and authorizes the attachment of this Counterpart Signature and Acknowledgement Page to the Second Amendment and the recording of the Second Amendment with this Page upon the occurrence of each of the following events:

1. The approval by 66-2/3% of the Owners entitled to vote at a Special Meeting called for the purpose of approving the construction of a covered dumpster facility and maintenance workshop at an approximate cost of \$10,000.00 and 24 uncovered parking spaces east of the current garages, with appropriate landscaping and lighting, at a cost not to exceed \$50,000.00

2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter.

Dated: AUGUST 26, 1996.

X W. F. YOUNG STORAGE COMPANY

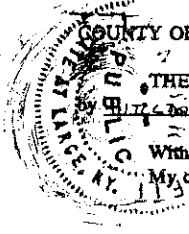
X B. WOODRUM TOWNHOUSE PRESIDENT

Unit Number 04

STATE OF KENTUCKY)

) ss.

COUNTY OF FRUETTE)



THE FOREGOING INSTRUMENT was acknowledged before me this 26 day of AUGUST 1996,
by W. F. Young, Jr. Owners of Unit No. 04.

Witness my hand and official seal.

My commission expires: 8/11/97

Lawrence J. Young, Jr.
Notary Public

COUNTERPART SIGNATURE AND ACKNOWLEDGMENT PAGE FOR
SECOND AMENDMENT TO CONDOMINIUM DECLARATION FOR
THE WOODRUN FIVE TOWNHOUSE CONDOMINIUMS
SNOWMASS VILLAGE, COLORADO

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2. The receipt by the Board of a fully executed counterpart signature like this one from at least 66-2/3% of the Owners at Woodrun Five entitled to vote on the above matter

Dated: 8/28/96, 1996.

[Signature]
[Signature]
Unit Number _____

STATE OF COLORADO)
) ss.
COUNTY OF PITKIN)

THE FOREGOING INSTRUMENT was acknowledged before me this 28th day of August 1996 by MICHAEL ROZEN / JUDITH ROZEN Owners of Unit No. 30.

Witness my hand and official seal.

My commission expires: 6/5/97

[Signature]
Notary Public

