

**SECOND AMENDMENT TO THE AMENDED DECLARATION
OF THE BLUE MESA LODGE CONDOMINIUMS, AMENDING EXHIBIT A**

THIS SECOND AMENDMENT to the Amended Declaration of the Blue Mesa Lodge Condominiums is made this 16th day of March, 2010, by the Blue Mesa Lodge Condominiums Association, Inc. (the "Association"), pursuant to the provisions of the Declaration of the Blue Mesa Lodge Condominiums, filed for record in the office of the Clerk and Recorder, San Miguel County, Colorado, on August 29, 1997, in Book 586, at Page 258, under Reception Number 314222 (the "Amended Declaration").

RECITALS

- A. The Blue Mesa Lodge Condominium Association, duly convened, and according to the Amended Bylaws of the Blue Mesa Lodge Condominium Association, Inc., the Amended Declaration, and the Colorado Common Interest Ownership Act, C.R.S. Section 38-33.3-101, et. seq, hereby transfers the first floor hallway and bathrooms, a part of the Common Elements of the Blue Mesa Lodge Condominium, to Commercial Unit D of the Blue Mesa Lodge Condominiums.
- B. The transfer of the first floor hallway and bathrooms, formerly a part of the Common Elements of the Blue Mesa Lodge Condominium, to Commercial Unit D, will increase the square footage of Commercial Unit D from 3,355.00 sq. feet to 3,947.24 sq. feet. "Commercial Unit" is defined in Section 1.2 (e) of the Amended Declaration.
- C. This action was taken following approval by a vote of the Members of the Condominium Association. The vote was conducted in accordance in the terms of the Condominium Declaration.
- D. None of the holders, insurers or guarantors of a first lien securing interests in the affected units, after due written notice, has objected to this adjustment in condominium boundaries.
- E. The Association has taken all steps required by the Amended Declaration, and the Amended Bylaws, to effect this Second Amendment to the Amended Declaration.

NOW THEREFORE, Blue Mesa Condominium Association, Inc., being duly authorized to effect this Second Amendment to the Amended Declaration, and having taken those steps necessary and advisable in order to amend the Amended Declaration, hereby amends the Amended Declaration of the Blue Mesa Lodge Condominiums, as follows:

SECOND AMENDMENT TO AMENDED DECLARATION

The first floor hallway and bathrooms will no longer be a part of the Common Elements of the Blue Mesa Lodge Condominiums, but instead are now a part of the Commercial Condominium Unit D.

Exhibit A of the Amended Declaration is hereby amended as follows: (Attached hereto).

Total Unit S/F		21777.1		Total All S/F		29691.57	
Unit	S/F	% of Total S/F	%Residential GCE	S/F Residential	%Commercial GCE	S/F Commercial	
20A	459.40	2.11%	3.41%	59.02			
20B	438.40	2.01%	3.25%	56.32			
20C	430.30	1.98%	3.19%	55.28			
21A	478.30	2.20%	3.55%	61.45			
21B	460.50	2.11%	3.42%	59.16			
21C	429.90	1.97%	3.19%	55.23			
22A	397.70	1.83%	2.95%	51.09			
22B	449.30	2.06%	3.34%	57.72			
22C	368.70	1.69%	2.74%	47.37			
23A	424.70	1.95%	3.15%	54.56			
23B	440.90	2.02%	3.27%	56.64			
23C	375.10	1.72%	2.78%	48.19			
30A	386.20	1.77%	2.87%	49.62			
30B	576.80	2.65%	4.28%	74.10			
31A	492.40	2.26%	3.66%	63.26			
31B	426.40	1.96%	3.17%	54.78			
31C	439.30	2.02%	3.26%	56.44			
32A	514.30	2.36%	3.82%	66.07			
32B	539.80	2.48%	4.01%	69.35			
33A	423.50	1.94%	3.14%	54.41			
33B	424.00	1.95%	3.15%	54.47			
33C	340.30	1.56%	2.53%	43.72			
40A	469.00	2.15%	3.48%	60.25			
40B	834.20	3.83%	6.19%	107.17			
40C	540.10	2.48%	4.01%	69.39			
41A	541.30	2.49%	4.02%	69.54			
41B	796.00	3.66%	5.91%	102.26			
41C	572.30	2.63%	4.25%	73.52			
P34	162.00	0.74%					
2/3P35	108.00	0.50%					
1/3P35	54.00	0.25%					
1/2P36	81.00	0.37%					
1/2P36	81.00	0.37%					
P37	162.00	0.74%					
P38	162.00	0.74%					
P39	162.00	0.74%					
P40	162.00	0.74%					
P41	162.00	0.74%					
P42	162.00	0.74%					
P43	162.00	0.74%					
P44	162.00	0.74%					
P45	162.00	0.74%					
P46	162.00	0.74%					
P47	162.00	0.74%					
P48	162.00	0.74%					
Sub Park	2,430.00						
D	3,947.24	18.13%					
E	915.00	4.20%			61.01%		503.04
F	900.00	4.13%			14.14%		116.61
G	708.00	3.25%			13.91%		114.70
Sub Comm	6,470.24				10.94%		90.23
					100.00%		824.57
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