

Roll 309 and 333

STATE OF MONTANA } 63 615899
COUNTY OF SILVER BOW }

After recording return to:
AmeriMont, Inc.
PO BOX 990
Manhattan, MT 59741

by which the within instrument was filed
for record in my office on the 24 day of
Sept A.D. 2007 at
7:45 o'clock P. m.
by Clerk 333 on Roll
309 of said county records of Silver Bow
County, Montana, in presence and seal of
[Signature]
2100 Ole

SECOND AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR FLINT CREEK RANCH CLUSTER

The SECOND AMENDMENT to the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR FLINT CREEK RANCH CLUSTER (hereinafter referred to as the "Second Amendment") is executed upon the date found at the conclusion of this document by the Board of Directors for the FLINT CREEK RANCH CLUSTER OWNER'S ASSOCIATION, INC., after receiving the approval of more than a majority of the Owners within Flint Creek Ranch Cluster, Phase I. Reference is made to the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR FLINT CREEK RANCH CLUSTER, dated November 9, 2005, and recorded on November 15, 2005, as Document No. 598682, and the FIRST AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR FLINT CREEK RANCH CLUSTER, dated March 8, 2007, and recorded on March 12, 2007, as Document No. 610679, both recorded at the office of the Clerk and Recorder of Butte Silver-Bow County, Montana and the (hereinafter referred to collectively as "Declaration").

RECITALS

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1. That the Parcel Owners within Phases I and II of FLINT CREEK RANCH CLUSTER wish to now amend the Declaration;
2. That Section 6.2 of the Declaration provides that the Declaration may be amended by a majority vote of the Parcel Owners of FLINT CREEK RANCH CLUSTER;
3. That a majority of the Parcel Owners of FLINT CREEK RANCH CLUSTER, Phase I, approved this Second Amendment by mail ballot;
4. That the Parcel Owners of FLINT CREEK RANCH CLUSTER, Phase II, unanimously approve this Second Amendment as evidenced by their execution of this Second Amendment below;
5. That the undersigned are entitled to make amendment to the Declaration; and
6. That if there is any inconsistency or conflict between the terms of this Second Amendment and the Declaration, the terms of this Second Amendment shall control.

NOW THEREFORE, the Declaration, pursuant to this Second Amendment, shall be modified and amended as follows:

1. The legal description found on the Page 1, of the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR FLINT CREEK RANCH CLUSTER, dated

November 9, 2005, and recorded on November 15, 2005, as Document No. 598682, shall be amended to read as follows:

Flint Creek Ranch Cluster Development, Phases I and II, all in Township 3 North, Range 9 West, P.M.M., Butte-Silver Bow County, Montana, according to the official plats thereof on file and of record in the office of Butte-Silver Bow County Clerk and Recorder. (Plat References: 265-B and 273-B)

2. The following paragraph shall be added to Section 6 of the Declaration:

6.5 **Annexation.** Additional property and common area may be annexed to the Property subject to this Declaration by Declarant at any time, provided only that all of such additional property be adjacent to the existing Property and the additional property Owners are subject to these and other applicable Covenants.

DATED this 19th day of September, 2007.

PHASE I:

FLINT CREEK RANCH CLUSTER OWNER'S ASSOCIATION, INC.

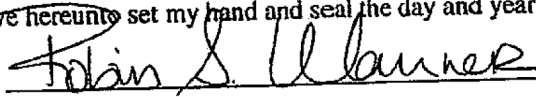


By: Thomas H. Langel - President

STATE OF MONTANA)
 : ss.
County of Gallatin)

On this 19 day of September, 2007, before me, a Notary Public in and for the State of Montana, personally appeared Thomas H. Langel, known to me to be President of Flint Creek Ranch Cluster Owner's Association, Inc., whose name is subscribed to the within instrument and acknowledged to me that he executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.

 (sign)

(print)

Notary Public for the State of Montana
Residing at: _____
My commission expires: _____



Robin S. Wanner
Notary Public for the State of Montana
Residing at Manhattan, Montana
My Commission Expires December 8, 2010

PHASE II:

AMERIMONT, INC.

By: Thomas H. Langel - President

STATE OF MONTANA)
: ss.
County of Gallatin)

On this 19 day of September, 2007, before me, a Notary Public in and for the State of Montana, personally appeared Thomas H. Langel, known to me to be President of AmeriMont, Inc., whose name is subscribed to the within instrument and acknowledged to me that he executed the same on behalf of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Robin S. Warner (sign)

(print)

Notary Public for the State of Montana
Residing at: _____
My commission expires: _____

Robin S. Warner
Notary Public for the State of Montana
Residing at Manhattan, Montana
My Commission Expires December 8, 2010

Frank L. Walsh
Frank L. Walsh

Mary L. Walsh
Mary L. Walsh

STATE OF MONTANA)
: ss.
County of ~~Gallatin~~ Silver Bow)

On this 24th day of September, 2007, before me, a Notary Public in and for the State of Montana, personally appeared Frank L. Walsh and Mary L. Walsh, known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year first above written.



Mary Gallardo (sign)
Mary Gallardo (print)
Notary Public for the State of Montana
Residing at: Butte, Montana
My commission expires: June 24, 2011