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AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS

SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO

This amended and restated declaration of protective covenants and restrictions is made by the Association to be effective on the 10th day of May 2003.

1. DECLARATION - RECITALS - DEFINITIONS - PURPOSE

1.1 Declaration

(a) Declarant for itself and its successors and assigns hereby declares that the subdivision, the property therein and the members of the Association shall be subject to the covenants, conditions, restrictions, limitations and other provisions set forth in this declaration for the duration thereof. Such provisions shall run with the title to the land to the fullest extent permitted by law, shall be binding upon all members of the Association, their heirs, personal representatives, successors and assigns, and shall inure to the benefit of each member of the Association, all to the fullest extent permitted by law.

(b) Any prior declaration, specifically as set forth in 1.2(b) below, is hereby amended and restated in its entirety as set forth in this Declaration and any prior declaration is superseded by this Declaration.

1.2 Recitals

(a) The subdivision was created by Snowmass Development Company as described in Book 235, page 137 et seq. in the office of the Pitkin County Recorder of Deeds.

(b) The Association and Architectural Committee and protective covenants for the subdivision were created by Snowmass Development Company by document dated May 9, 1968 and recorded June 24, 1968 in the deed records of Pitkin County in Book 235 page 137.

(c) The Association, originally an unincorporated association, became a not for profit corporation under Colorado law on June 10, 2000 pursuant to authority conferred in the original Declaration

(d) Maintenance, improvement and use of the Road is provided for in the bylaws and are



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subject to a written agreement with Pitkin County, dated June, 2000.

(e) The amendments set forth in this document are timely made pursuant to authority conferred in the original Declaration and have the consent and approval of two-thirds of the Members as required in the original Declaration.

1.3 Definitions

(a) The Architectural Committee shall be those persons designated as the Board in the By laws of the Association and perform those functions set forth in section 4 of this Declaration.

(b) The Association is Shield O Terraces Homeowners Association, a not for profit corporation under Colorado law.

(c) The Board is the Board of Directors of the Association as provided in its Articles of Incorporation, Bylaws, and the provisions of Colorado law.

(d) The Bylaws are the bylaws of the Association as established by the Board and as amended by the Board.

(e) The Members are the members of the Association as determined under its Articles of Incorporation, bylaws and the provisions of Colorado law.

(f) Owners are those persons owning beneficial interests in property in the subdivision.

(g) Residents are those persons residing in the subdivision

(h) The Original Declaration is the document referred to in section 1.2 (b) of this Declaration.

(i) This Declaration is the Amended and Restated Declaration of Protective Covenants and Restrictions to be effective the 10th day of May 2003.

(j) The Protective Covenants are those provisions in this Declaration and the Original Declaration adopted for the mutual protection and enhancement of interest of the Members in their ownership, use and development of property in the subdivision.

(k) The Road is Shield O Road, a private road, serving the members of the Association.

(l) The Subdivision is that geographical area known as Shield O Terraces and described in Plat Book 235 page 137 of Pitkin County.

(m) Tract and Lot refer to parcels of land in the Subdivision.



1.4 Purpose

The purpose of the covenants and restrictions in this Declaration is to assist and help guide the development, planning, use and maintenance of the Subdivision as an exclusive, highly desirable, rural, residential area with spacious and secluded home sites, usage restricted to residential purposes, and with a natural vegetation growth preserved so far as is consistent with such use.

2. THE ASSOCIATION

2.1 The Association is the governing body for the subdivision.

2.2 The Association shall hold an annual meeting each calendar year which all Members are entitled to attend. The Members shall elect the Board at the annual meeting, and the Board shall serve for a one year term.

2.3 The Board shall have the authority to make decisions for the Association. The Officers of the Association shall be chosen by the Board. The Members shall have such authority as is conferred in the Bylaws and the statutory law of the State of Colorado.

2.4 Procedures for notices, quorums, voting and other like matters for the Board, Officers and the Members shall be determined in accordance with the Bylaws and the statutory law of the State of Colorado.

2.5 Copies of the Articles of Incorporation for the Association and the Bylaws shall be available to any Member on request to the President. Neither the Articles of Incorporation nor the Bylaws shall be amended or otherwise changed so as to be inconsistent with this Declaration. If any provision of the Bylaws shall be deemed inconsistent with the provisions of this Declaration, the provisions of this Declaration shall control.

2.6 Association Rules. The Board may adopt, amend and repeal rules and regulations to be known as the Association Rules. These rules may address all matters that are of mutual concern to the Members in the use and enjoyment of their property and the Road, including but not limited to: annual assessments, special assessments, collection costs and interest on delinquent assessments, and collection procedures for delinquent assessments. A copy of the Rules of the Association shall be available to any Member on request to the President. The Rules of the Association shall be consistent with the Declaration. If any provision of the Rules of the Association shall be deemed to be inconsistent with the provisions of this Declaration, the provisions of this Declaration shall control.

2.7 Enforcement of Covenants and Association Rules. The Association shall have the exclusive right to enforce the covenants and restrictions set forth in this Declaration and any breach of the Association Rules. However, if the Association shall fail or refuse to enforce this Declaration or



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the Association Rules, then any Member may enforce them by appropriate action, in court if necessary, but only at the sole cost and expense of the Member and without cost or expense to the Association.

3. THE ROAD

3.1 Shield O Road - including its branch roads, Casey Court, Blue Sage and Old Pond- is a private road, built, improved, maintained and plowed at the sole cost and expense of the Association for the exclusive use of the Members, their guests and business visitors.

3.2 The Association may adopt as part of its Association Rules reasonable provisions for the improvement, maintenance and winter snow plowing of the road and all costs and expenses associated therewith pursuant to section 2.6 of this Declaration.

3.3 The Association has entered into an agreement with Pitkin County dated June, 2000 for the emergency use of the Road and for the continued maintenance and plowing of the Road.

3.4 The Board may impose a special use fee on any Owner or Member for use and damage to the Road caused by construction vehicles during any construction period.

4. ARCHITECTURAL COMMITTEE

4.1 The Architectural Committee (committee in this section 4 of the this Declaration) shall have the same membership as the Board. The chair of the committee shall be the President of the Association or such other member as may be designated by the Board. The committee shall meet on the call of the chair.

4.2 Submission of Plans. No improvements of any kind shall be made, nor vegetation removed, nor excavations made with respect to any property in the subdivision until and unless complete plans therefor are submitted in writing to, and approved by, the committee prior to the commencement of any such improvements, removal or excavations. Sketches for preliminary consideration may be submitted; however the committee shall not be finally bound nor committed until complete architectural plans are submitted and approved.

4.3 General Guidelines. The committee shall exercise its best judgment to require that improvements, landscaping, construction and alterations for all property within the subdivision conform and harmonize with the natural surroundings and with existing structures as to external design, size (enclosed square feet), materials, color, siting, height, topography, grade, finished ground elevation, and seclusion. The committee may supplement these guidelines in a manner consistent therewith, and any such supplement shall be available to any member on request. The committee shall at all times take into account the aesthetic and environmental concerns of the Members in order to carry out the general purpose of this Declaration expressed in Section 1.4.



4.4 Approval of Plans. The committee shall issue its written approval or disapproval of any written submissions to it. Failure to act on a written submission for thirty days shall be deemed approval of the submission request. Committee action shall be determined by a majority vote of all members of the committee. Failure to obtain such a majority vote on any proposal submitted to the committee shall be deemed a disapproval of that proposal.

4.5 Disapproval of Plans. The committee shall disapprove any plans which in its judgment do not satisfy the provisions of this Declaration or are insufficient for it to exercise the judgment required of the committee by this Declaration. Any decision of disapproval by the committee may be appealed to the Members of the Association, and a two-thirds vote of all Members of the Association may override the decision of the committee. Such vote may be by mail or taken at a regular or special meeting as determined by the Board.

4.6 Enforcement of Decisions: The committee shall have the authority to enforce its decisions by taking whatever measures are appropriate, including, if necessary, instituting proceedings in law or in equity in the courts. If the committee shall incur costs and expenses, including legal and other fees, in enforcing a decision, the applicant or Member against whom the enforcement action is taken shall pay all such reasonable costs and expenses and any legal judgment or decree shall assess all such costs and expenses to such applicant or Member.

4.7. Records. The committee shall keep written records of all applications and of all actions of approval, disapproval, or other actions taken by it under the provisions of this Declaration.

4.8 Variances: The committee may grant variances to any of the covenants contained in this Declaration, but only by a unanimous vote from all members of the committee. If the committee approves a variance, it shall give a written notice thereof to each Member of the Association, and the opportunity to object within thirty days of the date of mailing of the notice. If three or more Members of the Association object in writing within the thirty day period, such variance shall not be approved without a two-thirds vote of all members of the Association. Such vote may be by mail or taken at a regular or special meeting as determined by the Board. If fewer than three Members of the Association object in writing to the variance within the thirty day period, the variance shall have the final approval of the Association.

5. BUILDING USE, SIZE, DESIGN, PLACEMENT

The following provisions shall apply to all real estate development in the subdivision.

5.1 Residential Use. Subject to the provisions of paragraph 6.2 of this Amended Declaration all use of the subdivision property shall be exclusively residential.

5.2 Single Family Dwelling Unit. No structure shall be placed on a tract within the subdivision except a single family residential dwelling unit, a private garage for not more than three automobiles, one barn, stable, or other non-residential building other than a garage, and one



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guest house which in no instance shall be constructed until commencement of construction of the dwelling house on such tract .

5.3 Minimum Size. The single family residential dwelling unit shall have a minimum enclosed square footage of 1600 finished square feet, exclusive of garage and storage areas.

5.4 Design and Exterior Appearance. The design and exterior appearance of any proposed structure, including materials and color, shall be subject to the approval of the Architectural Committee.

5.5 Placement. The placement of any structure shall be subject to the prior approval of the Architectural Committee, which shall take into account regulations of Pitkin County, including preferred building envelopes, aesthetic and other environmental impacts on residential properties proximate to the proposed structure, and aesthetic and other environmental impacts on other residential properties in the subdivision and properties which may be built in the future.

5.6 Parking. For any proposed residential structure the Architectural Committee shall require adequate off street and off road parking to minimize the impact of motor vehicles on all residential owners in the subdivision.

6. COVENANTS, CONDITIONS, RESTRICTIONS AND RESERVATIONS APPLICABLE TO OWNERS, MEMBERS AND RESIDENTS

The following covenants, conditions, restrictions and reservation of rights shall apply to all property in the subdivision and to the Members, Owners and Residents, and where an Owner is required to perform any of the following obligations, the Owner shall do so at the Owner's sole expense.

6.1 Architectural Control. No improvements, alterations, demolition, repairs, excavation, grading, filling, damming, redirection of natural surface drainage channels or other work which alters in any significant way the exterior of any property within the subdivision or the improvements located thereon from its natural or improved state shall be made or done without the prior approval of the Architectural Committee. No building, fence, wall or other structure, or any exterior lighting, shall be commenced, erected, improved, altered, or made without the prior written approval of the Architectural Committee. All subsequent additions to or changes or alterations in any building, fence, wall or other structure, including exterior color scheme, and all changes in the grade of property shall be subject to the prior written approval of the Architectural Committee. No changes or deviations in or from the plans once approved by the Architectural Committee shall be made without the prior written approval of the Architectural Committee.

6.2 General Restrictions: Usage shall be consistent with zoning restrictions and regulations adopted by Pitkin County. No business, charitable or not for profit activity shall be permitted in the subdivision unless approved by majority vote of the Members on recommendation of the



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Board. Any business use of property in the subdivision on the effective date of this Amended Declaration is approved.

6.3 Subdivision. No tract shall be subdivided into areas less than its original dimension except as appropriate for utility or other easements. Lot line adjustments between contiguous tracts are permitted.

6.4 Trash and Litter. All tracts shall be kept free of rubbish, trash, litter, and abandoned or obsolete property items. The Board may enforce this restriction by appropriate action, including legal action, and all cost and expense incident to such enforcement shall be charged to the member owning the tract.

6.5 Utility Lines. All water, gas, electric and telephone pipes or lines and all other utility lines shall be buried except for temporary facilities approved by the Architectural Committee.

6.6 Signs. No signs, billboards or advertising structures may be erected or displayed except for a single "For Sale" or "For Rent" sign.

6.7. Animals and Wildlife. Domestic pets- dogs and cats- shall be kept under control at all times by their owners. Horses and other animals shall be maintained solely for pleasure and not for commercial purposes. No animal shall be allowed to make an unreasonable amount of noise or become a nuisance. Upon the request of any member, the Board shall determine whether a particular animal has become a nuisance. Any decision by the Board shall be final and conclusive and may be enforced in the same manner as other covenants and restrictions contained in this declaration.

6.8. Temporary Occupancy and Temporary Buildings. No trailer, mobile home, basement of any incomplete building, shack, garage or barn, and no temporary building or structure, of any kind, shall be used at any time for a residence, either temporary or permanent. A tent or tepee may be erected for seasonal or recreational use.

6.9. Maintenance of Landscaping. Members shall make reasonable efforts to remove dead trees and bushes and all trash and debris from their properties. Members shall make reasonable efforts to control the growth of noxious weeds, particularly on areas adjacent to any street or road, and to cooperate with the Association to prevent the spread of noxious weeds and plants.

6.10 Construction Activities. A property shall be kept and maintained in a neat and tidy condition during construction periods, trash and debris shall not be permitted to accumulate, and building materials will be piled and stored only in such areas as may be approved by the Architectural Committee. Construction equipment and vehicles shall be parked in areas approved by the Architectural Committee.

6.11 Repair of Structures. No building, structure or other improvement on any property



shall be permitted to fall into disrepair or to remain otherwise than in a good, sanitary and sightful condition and adequately painted. If any building, structure or other improvement is damaged or destroyed, then within 180 days after such event and subject to the provisions of section 6.1 above, such building, structure or improvement shall be immediately, repaired, rebuilt, or demolished and the site restored.

6.12 Mining, Drilling, Excavation and Removal. No property shall be used in any manner, at or below the surface, to explore for or to remove any oil or other hydrocarbons, or as a mining operation for minerals, gravel, earth or any earth substance of any kind.

6.13 Trash- Containers and Collection. No garbage or trash shall be placed or kept on any property except in a covered container, which shall not be visible except for the shortest time necessary for collection. All rubbish, trash and garbage shall be removed from a property and shall not be allowed to accumulate or be burned thereon. No outdoor incinerators shall be kept or maintained on any property.

6.14 Machinery and Equipment. No non-residential machinery or equipment of any kind shall be placed, stored, operated or maintained upon or adjacent to any property unless it is usual and customary in connection with the use, maintenance or construction of a building or other structure..

6.15 Sewage Disposal. Any sewage disposal facilities, sanitary system, septic tank, sewage leach, percolating system, or drain field shall be in conformity to law and applicable health regulations and subject to approval by the Architectural Committee.

6.16 Storage Tanks. Any tank for the storage of fuel or other fluids installed outside any structure shall be buried below the surface of the ground or screened in a manner satisfactory to the Architectural Committee.

6.17 Fire Protection. The Board may take reasonable steps to protect property in the subdivision from the risks and dangers of wildfire. If the Board shall determine that a condition exists on any property that creates a substantial risk or danger of commencement or spread of wildfire, the Board shall request the Owner of the property to remove or abate the condition, and if the Owner shall neglect or refuse to do so, the Board may enter upon the property and remove or abate the condition, and in either event the Owner shall bear the entire cost of the removal or abatement.

6.18 Parking. There shall be no overnight parking of any motor vehicles on any of the road right of ways in the subdivision.

6.19 Right of Entry. During reasonable hours and upon reasonable notice to a Member or Resident of any property, the Board, any member thereof, or any authorized representative of the



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Board, shall have the right to enter upon and inspect any property, and the improvements thereon, except for the interior portions of any completed residence, for the purpose of ascertaining whether or not the provisions of this Declaration have been or are being complied with.

6.20 Health, Safety and Welfare. In the event any additional uses, activities and facilities not described herein are deemed by the Board to be a nuisance or to adversely affect the health, safety or welfare of Members and Residents, the Board may make rules restricting or regulating their presence in the subdivision as part of the Association Rules. Water usage from private wells may affect the water supplies of other Members of the Association. In times of drought or other water crisis the Board shall take whatever action it deems appropriate to protect water supplies of all Residents.

6.21 Hunting and Firearms. No hunting of mammals, reptiles, or birds shall be permitted in the subdivision without Board approval. No firearms shall be discharged within the subdivision without Board approval.

7. EASEMENTS

There is reserved to the Association, its successor and assigns, in trust for the benefit of the members perpetual easements fifteen feet in width on each side of the boundary line along the entire perimeter of each tract for the purpose of constructing, installing, maintaining, operating, replacing, enlarging, or repairing of electrical, telephone, water irrigation, sewer and gas or other similar lines, pipes, wires, poles, ditches and conduits. Walking and riding trails and perpetual anchor easements adjacent to all such utility easements are also reserved.

8. MISCELLANEOUS

8.1 Amendments. Any of the covenants and restrictions contained in this declaration may be altered or amended by unanimous approval of the members at any time. Otherwise this Declaration and the contents thereof shall remain in full force and effect for a five year period from the effective date hereof and for each successive five year period thereafter for an indefinite duration. The Board may at any time propose an alteration, amendment or addition to the covenants and restrictions contained in this Declaration with the effective date of any such change being the next succeeding five year anniversary date. Any proposed change to this Declaration or any amended declaration shall be submitted to vote by the Members and approval by two thirds of all Members shall be required for the change to become effective.

8.2 Interpretation. The Board shall determine the meaning of any provisions of this Declaration and in doing so may seek the advice of legal counsel. Any interpretation made by the Board shall be final and binding on all concerned and interested parties unless a court of competent jurisdiction shall determine otherwise.



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8.3 Severability. If a court of competent jurisdiction shall finally determine for any reason that one or more provisions of this Declaration is contrary to law and unenforceable, such determination shall not affect or invalidate in any way the remaining provisions of this Declaration which shall remain in full force and effect.

8.4. Captions, Titles and Headings. All captions, titles, and headings in this declaration document are for the purpose of reference and convenience only and shall not limit, modify or otherwise affect any of the provisions hereof or be used in determining the intent or meaning thereof.

8.5. Notices and Mailing Addresses. Any notice required or permitted by this declaration shall be in writing and be given by United States mail. The Secretary of the Association shall keep an accurate list of the mailing addresses of the Members and in compiling and maintaining that list may rely on records maintained by the Pitkin County Assessor.

This amended Declaration is approved by the Board and by _____ Members of the Association effective the 10th day of May 2003. Copies of the Board resolution adopting this amended declaration and the separate approvals of the Members are attached hereto and by this reference made a part hereof. A separate copy of the membership list of all members of the Association on the date of this amended Declaration and their respective state parcel numbers is also attached to this document and by this reference made a part hereof.

Dated

8/7/02

SHIELD O TERRACES HOMEOWNERS ASSOCIATION
DECLARANT

BY:

Larry L. Leonaitis

President

State of Colorado
County of Pitkin

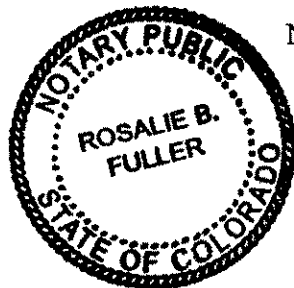
Larry L. Leonaitis

, President of the Shield O Terraces

Homeowners Association personally appeared before me on this date and acknowledged that he executed the foregoing instrument as his voluntary act and deed.

Notary Public

Rosalie B. Fuller
4-7-5
County of Pitkin





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SHIELD O TERRACES HOMEOWNERS ASSOCIATION

The following resolution was adopted unanimously by the Board of Directors at the annual meeting of the association held on July 31, 2002.

A review and discussion of the proposed covenants was held. Henry Lowe gave an introduction explaining the need and desirability of revising the covenants. The revision must be approved and recorded in the county deed records by May 2003. Otherwise we must wait another ten years for revision. There was minimum discussion until the group reached the provision for a maximum building size of 4500 square feet. After a heated discussion, the board voted to eliminate that requirement. Regulations for firearms and animals were discussed, and there was a slight modification on animals. The board voted to accept the covenants as revised at this meeting and to submit them to all members of the association for approval. The covenants must be approved by 2/3 of the membership, 19 residential owners and 16 vacant lot owners.

Certified by me to be a true copy.

Nancy J. Lowe

Nancy J. Lowe, Secretary

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SHIELD O TERRACES - OWNERS
Assessor Records - July 30, 2002
Parcel Numbers - See Assessor's Map

RESIDENTIAL OWNERS (19)

VACANT LAND (16)

Name	Parcel Number	Name	Parcel Number
Andrews, R.	400021	Andrews, R.	201001
Brimm, M. and D.	200003	Bastian, E.	400007
Cote, R.	100006	Crain, L.	200025
Gardner, T.	400012	Friedman, B.	400022
Goldsmith, L.	300024	Harvey, C. (.45)	201007
Hansen, E.	201005	Harvey, M. & C.	201006
Hartman, H.	400008	Johnson, S.	200015
Holliday, S. Trust	300020	Lauricella, S.	400011
Holmes, S. & S.	400017	Meyers & Teitelbaum	400010
Lauricella, S.	400025	Michelson, K.	300016
Leonatis, L. & C.	400015	Mike & Matt LLC	300563
Lowe, H. & N.	200020	Peace of Aspen	400583
Ogier, G. & M.	300019	Porter, B.	201004
Papenfus, K.	400013	Ross-Terre LLC	400026
Pingatore, R. & D.	400014	TCBG (Graham)	400009
Reagan, M & C.	100006	Vernon, M.	201008
Shane, S. & Evert, C.	100561		
Shatz, S.	300018		
Walker, M.	201002		



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SHIELD O TERRACES HOMEOWNERS ASSOCIATION

LIST OF APPROVALS AND CONSENTS FOR AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS TO BE EFFECTIVE MAY 10, 2003

Listed below are the names of 25 owners, their respective state parcel numbers, and the dates of their approvals and consents. The number of all voting owners in the Association is 35. At least two-thirds of all voting owners- 24- must approve of the amended document for it to become effective. The 25 executed approvals and consents exceed the required number and are attached separately and recorded with the amended document.

	OWNER	STATE PARCEL NUMBER	DATE OF APPROVAL-CONSENT
1.	Holliday S. Trust	300020	8-6-2002
2.	Leonaitis, L. & C.	400015	8-7-2002
3.	Brimm, M. & D.	200003	8-12-2002
4.	Hansen, E.	201005	8-12-2002
5.	Walker, M.	201002	8-13-2002
6.	Lowe, H. & N.	200020	8-17-2002
7.	Ogier, G. & M.	300019	8-28-2002
8.	Goldsmith, L.	300024	9-3-2002
9.	TCBG, Graham	400009	10-19-2002
10.	Michelsen, K.	300016	1-20-2003
11.	Holmes, S. & S.	400017	1-20-2003
12.	Mike & Matt LLC	300563	1-20-2003
13.	Gardner, T.	400012	1-27-2003
14.	Lauricella, S.	400025	1-31-2003
15.	Lauricella, S.	400011	1-31-2003
16.	Vernon, M.	201008	2-14-2003
17.	Papenfus, K.	400013	4-1-2003
18.	Shatz, S.	300018	4-21-2003
19.	Andrews, R.	400021	4-24-2003
20.	Andrews, R.	201001	4-24-2003
21.	Cote, R.	100006	4-30-2003
22.	Harvey, C.	201006	4-30-2003
23.	Harvey, C.	201007	5-6-2003
24.	Ross-Terre LLC	400026	5-6-2003
25.	Pingatore, R. & D.	400014	5-6-2003



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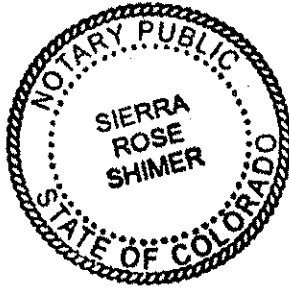
APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 300020

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated Aug. 6, 2002

Member or Authorized Representative [Signature]

Notary Public [Signature]

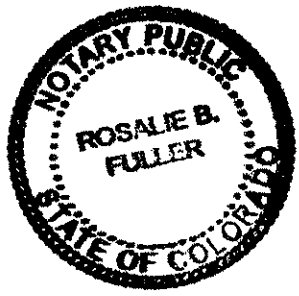


My Commission Expires
10/03/2005

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 400015

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 8/7/02
Member or Authorized Representative Larry Leonarte



Notary Public
Rosalie B. Fuller
EXP: 4-7-5
County of Pitkin



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APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 200003

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated Aug. 12, 2003

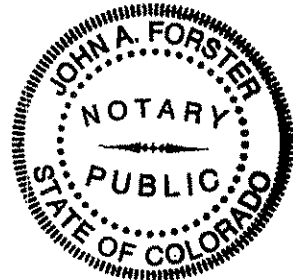
Member or Authorized Representative

Michaela Grumm

Notary Public

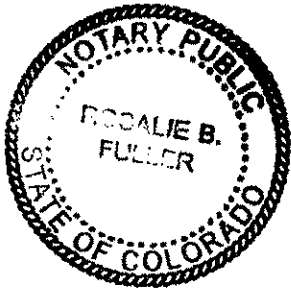
John A. Forster

MY COMMISSION EXPIRES 2/25/2003



APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 201005

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.



Dated 8/12/02

Member or Authorized Representative *Eric Hanson*

Notary Public *Rosalie B. Fuller*

Exp: 4-7-5



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Page: 18 of 38
05/27/2003 11:00f
R 191.00 D 0.00

5

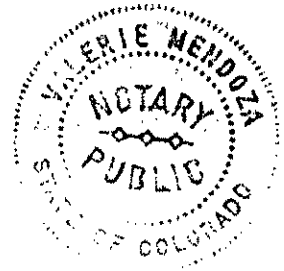
APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 201002

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 8/13/02

Member or Authorized Representative
Margaret F. Webb
Notary Public

Mendoza



My Commission Expires
11/20/04



483213

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05/27/2003 11:00f
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 200020

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated August 17, 2002

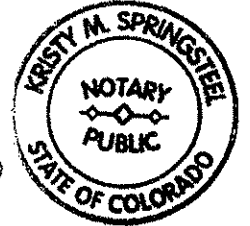
Member or Authorized Representative

Henry T. Lowe
Nancy J. Lowe

Notary Public

Kristy M. Springsteel

my commission expires 11-14-05





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R 191.00 D 0.00

SILVIA DAVIS PITKIN COUNTY CO

7

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 300019

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

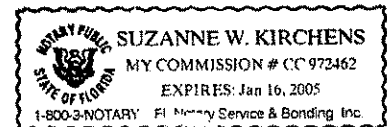
Dated 8/23/2003

Member or Authorized Representative

[Handwritten Signature]
GRACED OFFICE

Notary Public

[Handwritten Signature]
Suzanne W. Kirchens
Notary, State of Florida





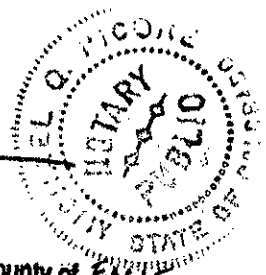
483213
Page: 21 of 38
05/27/2003 11:00r
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 300024

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated September 3, 2002

Member or Authorized Representative



Notary Public

Ryan Holdsmith

State of CO, County of Eagle
Signed before me on this 3rd day
of September by [Signature]
Notary Public [Signature] 10-18-02



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9

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 460009

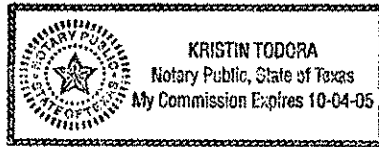
Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 10/19/02

Member or Authorized Representative
TCBG, LTD.

Notary Public

[Signature]
J. James P. GARDNER



10/19/02
Kristin Todora



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Page: 23 of 38
05/27/2003 11:00
R 191.00 D 0.00

10

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 300016

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated

1-20-03

Member or Authorized Representative

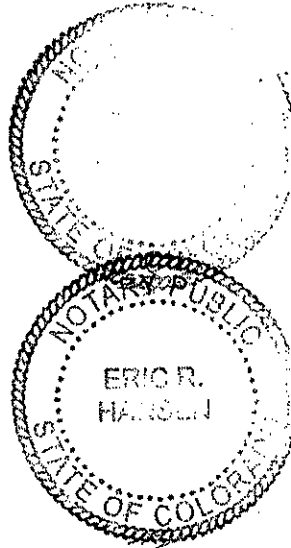
Kevin Michelson

Notary Public

[Handwritten signature]

Eric Hansen

1/20/03





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05/27/2003 11:00
R 191.00 D 0.00

11-1

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 400617 / 300563

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 1/20/03

Member or Authorized Representative

Notary Public

Eric Hansen
1-20-03





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13

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 400012

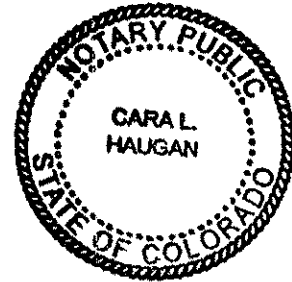
Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 5/27/03

Member or Authorized Representative

Thomas R. Sullivan
Notary Public

Cara L. Haugan



MY COMMISSION EXPIRES
JANUARY 4, 2007



483213

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05/27/2003 11:00:
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER

State Parcel Number(s) 400025 and 400011

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES- A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated August 7, 2002 to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval and Consent of Member in the public deed records of Pitkin County.

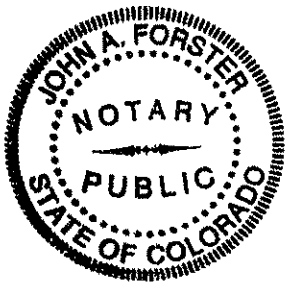
Dated 01/31/03

Member or Authorized Representative

Notary Public

State of Colorado
County of Pitkin

signed before me this 31st day of January 2003



MY COMMISSION EXPIRES 2/25/2008



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Page: 27 of 38
05/27/2003 11:00f
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 201008

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 2-14-03

Member or Authorized Representative

Notary Public



My Commission Expires 1/12/2004

PAP

17



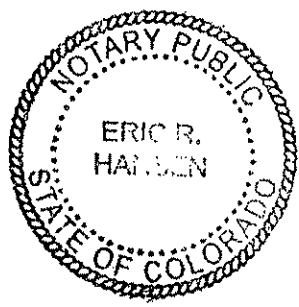
483213
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05/27/2003 11:00f
R 191.00 D 0.00

SILVIA DAVIS PITKIN COUNTY CO

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 264522400013

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 4/1/03 *[Signature]*
Member or Authorized Representative
Notary Public Eric Hansen 4/1/03

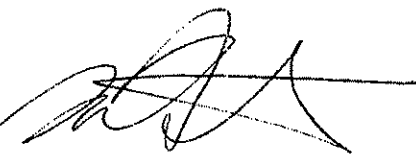


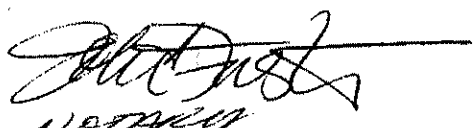
SHATZ

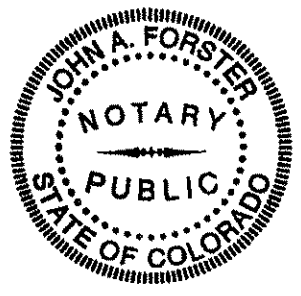
 483213
Page: 29 of 38
05/27/2003 11:00:
SILVIA DAVIS PITKIN COUNTY CO R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 300016

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES- A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated August 7, 2002 to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval and Consent of Member in the public deed records of Pitkin County.

Dated 4/21/03
Member or Authorized Representative 

Notary Public 
notary
my commission expires 2/25/2007





483213

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05/27/2003 11:00
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 264522400021

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

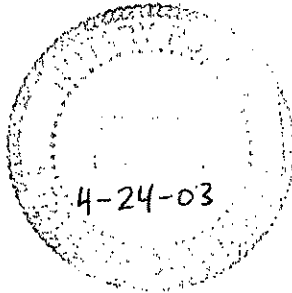
Dated

4/24/03

Member or Authorized Representative

Notary Public

Sue Hansen





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05/27/2003 11:00f
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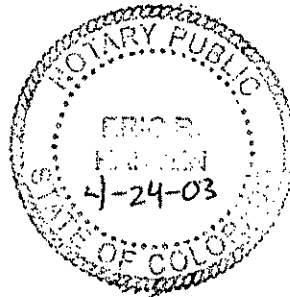
APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 264527 20 1001

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 4/24/03

Member or Authorized Representative

Notary Public Elin Hansen





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05/27/2003 11:00f
R 191.00 D 0.00

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APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 100006

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 4-30-03

Member or Authorized Representative *Richard J. [Signature]*

Notary Public *Michelle de [Signature]*

Commission Expires: 4/10/07



*

FROM :
Sent: 09/1

FAX NO. : 9709253272
Dec-07-01 04:37am
May, 06 2003 01:17PM P1
From 878923245799/89253272

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 264527201006

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled **AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO**, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated: May 6, 2003

Member or Authorized Representative

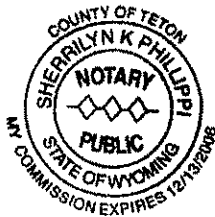
Ann Harvey
Ann Harvey

Notary Public

Sherilyn K Phillip
Sherilyn K Phillip

Commission Expires:

12-13-06



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05/27/2003 11:00
R 191.00 D 0.00

SILVIA DAVIS PITKIN COUNTY CO

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 264527201006

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated: April 30, 2003

Member or Authorized Representative: Constance Harvey

Notary Public Patricia A. Humphry

Patricia A. Humphry

Commission Expires: July 27, 2004



SILVIA DAVIS PITKIN COUNTY CO

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R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 264527201007

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated : May 6, 2003

Member or Authorized Representative

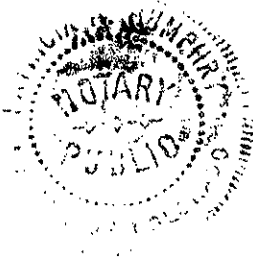
Mark Harvey

Notary Public

Patricia A. Humphry

Patricia A. Humphry

Commission Expires: July 27, 2004



Sent by:

Dec-07-01 04:37am

from 970923245799709253272

page 1 / 1 23



483213

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05/27/2003 11:00f
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 264527201007

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled **AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO**, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated : April 30, 2003

Member or Authorized Representative: Constance Harvey
Constance Harvey



Notary Public Patricia A. Humphry
Patricia A. Humphry
Commission Expires: July 27, 2004



483213

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05/27/2003 11:00
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) _____ /400026

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 5/6-03

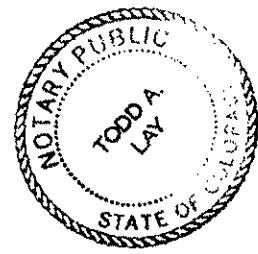
Member or Authorized Representative *Dana B. Pingatore*

Notary Public *T. M. A.*

COMMISSION EXPIRES: 1-25-2007

STATE: COLORADO

COUNTY: PITKIN





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05/27/2003 11:00f
R 191.00 D 0.00

APPROVAL AND CONSENT OF MEMBER
State Parcel Number(s) 400014 /

Be it known that the undersigned, a Member or authorized representative of a Member of Shield O Terraces Homeowners Association, a not for profit Colorado corporation, has personally read and examined the document entitled AMENDED AND RESTATED DECLARATION OF PROTECTIVE COVENANTS AND RESTRICTIONS for SHIELD O TERRACES - A SUBDIVISION IN PITKIN COUNTY, COLORADO, dated to be effective May 10, 2003, consisting of ten (10) typewritten pages and does hereby approve of and consent to all provisions of the said document, and by signing this document before a notary public does hereby acknowledge the same to be his or her voluntary act and deed and does hereby authorize the Declarant to record the document and this Approval And Consent of Member in the public deed records of Pitkin County.

Dated 5/6-03

Member or Authorized Representative Dana B Pingatore

Notary Public T. Lay

COMMISSION EXPIRES: 1-25-2007

STATE: COLORADO

COUNTY: PITKIN

