

ARTICLE 20  
AMENDMENT PROVISIONS

Section 20.1. Vote of Association: Subject to the other provisions of this Declaration, including, without limitation, the rights of Mortgagees, this Declaration may be amended as follows:

(a) Until such time as there is a Class A Membership pursuant to this Declaration, cancellations, amendments or modifications shall be effective when executed by Declarant. Any Supplementary Declaration may be amended by the Declarant who owns the Annexed Property described therein until such time as there has been a conveyance of a Condominium within the Annexed Property described in said Supplementary Declaration. Thereafter, any amendments shall require the vote or written assent of a majority of the voting power of Members other than Declarant as such voting power is determined pursuant to the Section entitled "Voting Rights" of the Article entitled "The Association" of this Declaration and shall also require compliance with the provisions of the Declaration contained in the Article entitled "Mortgagee Protection" and the Section entitled "Special Rights" and the Section entitled "FHA and/or VA" of the Article entitled "General Provisions." Such amendment shall not be effective until recorded in the Official Records.

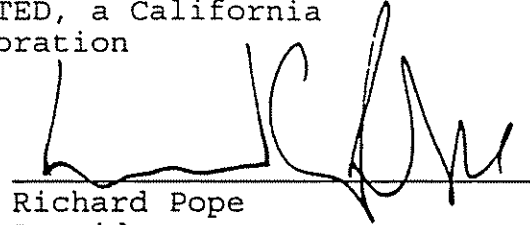
(b) Notwithstanding the foregoing, any provision of the Association Management Documents which expressly requires the approval of a specified percentage of the voting power of the Association for action to be taken under said provision can be amended only with the affirmative vote or written assent of not less than the same percentage of the voting power of the Association.

Section 20.2. Petition to Amend: The Association or any Owner may petition the superior court of the County for an order reducing the percentage of affirmative votes necessary to amend the Declaration pursuant to Section 1356 of the California Civil Code.

IN WITNESS WHEREOF, Declarant has executed this instrument the day and year first hereinabove written.

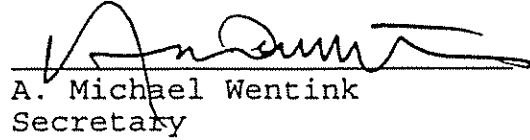
TAYLOR WOODROW CALIFORNIA  
LIMITED, a California  
corporation

By:



Richard Pope  
President

By:



A. Michael Wentink  
Secretary

STATE OF CALIFORNIA            )  
  ) SS.  
COUNTY OF ORANGE            )

On this 31st day of May, 1994, before me,  
Marie Duca -----, personally appeared         
R. Pope and A. Wentink -----, personally known to me (or proved  
to me on the basis of satisfactory evidence) to be the per-  
son(s) whose name(s) is/are subscribed to the within instru-  
ment and acknowledged to me that he/she/they executed the  
same in his/her/their authorized capacity(ies) and that by  
his/her/their signature(s) on the instrument the person(s)  
executed, or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.



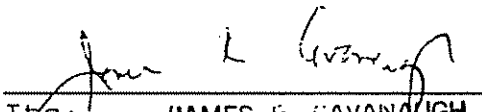
Marie Duca  
Notary Public in and for  
said County and State

SUBORDINATION

The undersigned, beneficiary under that certain Deed of Trust encumbering all or a portion of the real property described within as Phase 1, which Deed of Trust was recorded on November 22, 1993, , as Instrument No. 93-0810613, as amended on May 25, 1994, as Instrument No. 94-0359151 of Official Records of the County, hereby consents to the within Declaration of Covenants, Conditions and Restrictions and hereby subordinates the lien of said Deed of Trust to the provisions of the Declaration, and any Supplementary Declaration annexing additional property to the Declaration, and any amendment thereto that may be required for the purpose of complying with any law, regulation or any requirement of any of the Federal Agencies.

THE IRVINE COMPANY, a  
Michigan Corporation

By:   
Its: WILLIAM H. MCFARLAND  
EXECUTIVE VICE PRESIDENT

By:   
Its: JAMES R. CAVANAUGH  
ASSISTANT SECRETARY



Government Code 27361.7

I certify under the penalty of perjury that the notary seal on this document reads as follows:

Name of Notary: W. S. BETTINI

Date Commission Expires: 2-15-97

County where Bond is Filed: ORANGE

Commission No.: 985023

Manufacturer/Vendor No.: NNA1

Place of execution - Santa Ana

Date- June 29, 1994

Pamela S. Chavez

PAMELA S. CHAVEZ

FIRST AMERICAN TITLE INSURANCE COMPANY

RECORDING REQUESTED BY:  
FIRST AMERICAN TITLE INSURANCE CO.

WHEN RECORDED, MAIL TO:

Gibson, Dunn & Crutcher  
4 Park Plaza  
Suite 1800  
Irvine, CA 92714-8557  
Attn: Brian R. Kirchoff, Esq.

FA 124054M PSC

WE HEREBY CERTIFY THIS TO BE  
A TRUE AND CORRECT COPY.

First American Title Insurance Company

Recorded: JUNE 30, 1994

Doc. No.: 94-0431881

By: P.S. CHAVEZ

(Space Above This Line For Recorder's Use)

SUPPLEMENTARY SPECIAL DECLARATION OF  
COVENANTS, CONDITIONS AND RESTRICTIONS  
GOVERNING LANDSCAPING  
AND GENERAL MAINTENANCE  
(NEWPORT COAST - ALTEZZA PHASE 1)

THIS SUPPLEMENTARY SPECIAL DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS GOVERNING LANDSCAPING AND GENERAL MAINTENANCE (hereinafter, "Supplementary Special Declaration") is made this 31st day of May, 1994 by The Irvine Company, a Michigan corporation ("Declarant"), and Taylor Woodrow Homes California Limited, a California corporation ("Participating Builder").

R E C I T A L S

A. Participating Builder is the record owner of certain real property (the "Annexed Property") in the County of Orange, State of California, described as:

Parcels 1, 2, 8 and C, inclusive, of Lot Line Adjustment No. LLA94-011, recorded May 25, 1994 as Instrument No. 94-0359149, in the Office of the County Recorder of Orange County, California.

B. The Annexed Property is part of the "Annexation Property" as such term is defined in that certain Special Declaration of Covenants, Conditions and Restrictions Governing Landscaping, Community Entry and General Maintenance recorded on May 23, 1991, as Instrument No. 91-255875 of Official Records of said County, and any amendments thereto (the "Declaration").

1.

0019054.01

(TRACT 14773)

THIS INSTRUMENT FILED FOR RECORD BY  
FIRST AMERICAN TITLE INSURANCE COMPANY AS AN  
ACCOMMODATION ONLY. IT HAS NOT BEEN EXAMINED AS TO  
ITS EXECUTION OR AS TO ITS EFFECT UPON THE TITLE

C. Declarant is the "Declarant" and the Participating Builder is a "Participating Builder", as such terms are defined in the Declaration. In furtherance of the master development plan for the Covered Property as described in the Declaration, the Participating Builder intends to improve and sell the Residences in the Annexed Property to the public, and Declarant and the Participating Builder intend to provide for the maintenance and upkeep of the Landscaping within the Annexed Property, subject to the provisions of the Declaration.

NOW, THEREFORE, it is declared as follows:

1. Except as defined herein, the capitalized terms used in this Supplementary Special Declaration are defined as set forth in the Declaration.

2. All of the Annexed Property is hereby made subject to all of the terms, covenants, restrictions and provisions of the Declaration pursuant to the provisions of the Section entitled "Annexation Without Approval" of the Article entitled "Annexations" of the Declaration, for all intents and purposes, as though said land were a part of the Initial Covered Property.

3. The recordation of this Supplementary Special Declaration shall constitute and effectuate the annexation of the Annexed Property, making said real property subject to the Declaration, and, thereafter, said real property shall be part of the Covered Property.


4. All rights reserved by Declarant and the Participating Builder in the Declaration are hereby reserved over the Annexed Property.

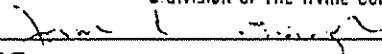
5. All obligations set forth in the Declaration which are applicable to the Declarant, the Participating Builder, the Master Association and any applicable Maintenance Association whose Maintenance Declaration encumbers the Annexed Property are hereby extended to the Annexed Property as provided in the Declaration.

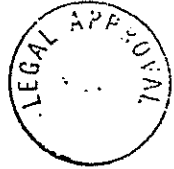
6. There is no Common Area within the Annexed Property.

IN WITNESS WHEREOF, this instrument is executed as of the day and year first above written.

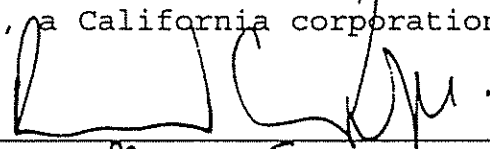
THE IRVINE COMPANY, a Michigan corporation

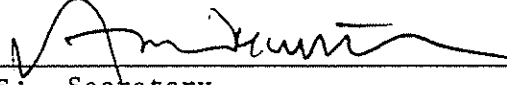
By:   
Its: BERNARD A. MANISCALCO  
Vice President and General Manager,  
Coastal Community Builders,  
a division of The Irvine Company

By:   
Its: JAMES R. CAVANAUGH  
ASSISTANT SECRETARY  
"Declarant"



TAYLOR WOODROW HOMES CALIFORNIA LIMITED, a California corporation

By:   
Its: PRESIDENT

By:   
Its: Secretary  
"Participating Builder"

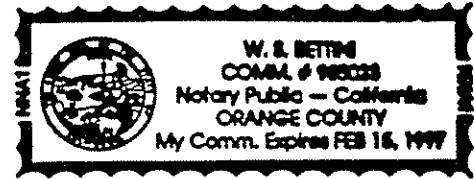


STATE OF CALIFORNIA )  
 )  
COUNTY OF )

On June 17, 1994, 1994, before me, W. S. BETTINI,  
NOTARY Public, personally appeared Bernard A. Maniscalco  
and James R. CAVANAUGH, personally known to me (or  
~~proved to me on the basis of satisfactory evidence~~) to be  
the person(s) whose name(s) ~~is~~/are subscribed to the within  
instrument and acknowledged to me that he/she/they executed  
the same in his/her/their authorized capacity(ies) and that  
by his/her/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

W. S. Bettini



STATE OF CALIFORNIA )  
 )  
COUNTY OF ORANGE )

On May 31, 1994, before me, Marie Duca -----  
-----, personally appeared Richard E. Pope and  
A. Michael Wentink -----, personally known to me (or  
proved to me on the basis of satisfactory evidence) to be  
the person(s) whose name(s) is/are subscribed to the within  
instrument and acknowledged to me that he/she/they executed  
the same in his/her/their authorized capacity(ies) and that  
by his/her/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

Marie Duca



SUBORDINATION

The undersigned, beneficiary under that certain deed of trust encumbering all or a portion of the Annexed Property defined in this Supplementary Special Declaration, which deed of trust was recorded on November 22, 1993, as Instrument No. 93-0810613 as amended on May 25, 1994, by Instrument No. 94-0359151, of Official Records of Orange County, hereby consents to the attached Supplementary Special Declaration to the Declaration of Covenants, Conditions and Restrictions Governing Landscaping and General Maintenance, and subordinates the lien of said deed of trust to the provisions of the Declaration.

DATED: June 6, 1994

THE IRVINE COMPANY, a Michigan corporation

By: *Bernard A. Maniscalco*  
Its: BERNARD A. MANISCALCO

Vice President and General Manager,  
Coastal Community Builders,  
a division of The Irvine Company

By: *James R. Cavanaugh*  
Its: JAMES R. CAVANAUGH  
ASSISTANT SECRETARY



Government Code 27361.7

I certify under the penalty of perjury that the notary seal on this document reads as follows:

Name of Notary:	W. S. BETTINI
Date Commission Expires:	2-15-97
County where Bond is Filed:	ORANGE
Commission No.:	985023
Manufacturer/Vendor No.:	NNA1
Place of execution - Santa Ana	Date- June 29, 1994

*Pamela S. Chavez*

**PAMELA S. CHAVEZ**  
**FIRST AMERICAN TITLE INSURANCE COMPANY**

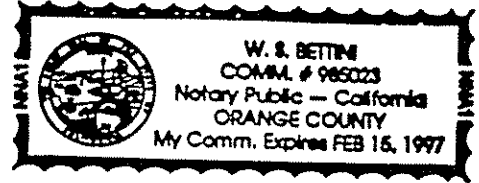
STATE OF CALIFORNIA )  
 )  
COUNTY OF )

On June 17, 1994, 1994, before me, W. S. BETTINI  
NOTARY PUBLIC, personally appeared Bernard A. MANISCALCO  
and James R. CAVANAUGH, personally known to me (~~or~~  
~~proved to me on the basis of satisfactory evidence~~) to be  
the person(s) whose name(s) ~~is~~/are subscribed to the within  
instrument and acknowledged to me that he/~~she~~/they executed  
the same in his/~~her~~/their authorized capacity(ies) and that  
by his/~~her~~/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

W. S. Bettini  
\_\_\_\_\_

STATE OF CALIFORNIA )  
 )  
COUNTY OF )



On \_\_\_\_\_, 1994, before me, \_\_\_\_\_  
\_\_\_\_\_, personally appeared \_\_\_\_\_  
\_\_\_\_\_, personally known to me (or  
proved to me on the basis of satisfactory evidence) to be  
the person(s) whose name(s) is/are subscribed to the within  
instrument and acknowledged to me that he/she/they executed  
the same in his/her/their authorized capacity(ies) and that  
by his/her/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

\_\_\_\_\_

RECORDING REQUESTED BY:  
FIRST AMERICAN TITLE INSURANCE CO.

WHEN RECORDED, MAIL TO:

Gibson, Dunn & Crutcher  
4 Park Plaza  
Suite 1800  
Irvine, CA 92714-8557  
Attn: Brian R. Kirchoff, Esq.

FA 124054M PSC

(Space Above This Line For Recorder's Use)

WE HEREBY CERTIFY THIS TO BE  
A TRUE AND CORRECT COPY.

First American Title Insurance Company

Recorded: JUNE 30, 1994

Doc. No.: 94-0431882

By: P.S. CHAVEZ

SUPPLEMENTARY DECLARATION OF  
COVENANTS, CONDITIONS AND RESTRICTIONS  
FOR  
NEWPORT COAST COMMUNITY ASSOCIATION  
AND  
ALTEZZA AT NEWPORT COAST HOMEOWNERS ASSOCIATION  
(PHASE 1)  
ORANGE COUNTY, CALIFORNIA

THIS SUPPLEMENTARY DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR NEWPORT COAST COMMUNITY ASSOCIATION AND ALTEZZA AT NEWPORT COAST HOMEOWNERS ASSOCIATION (PHASE 1) (hereinafter, the "Supplementary Declaration") is made this 31st day of May, 1994 by The Irvine Company, a Michigan corporation ("Declarant"), and Taylor Woodrow Homes California Limited, a California corporation ("Participating Builder").

R E C I T A L S

A. Participating Builder is the record owner of certain real property (the "Annexed Property") in the County of Orange, State of California, described as:

Parcels 1, 2, 8 and C, inclusive, of  
Lot Line Adjustment No. LL94-011,  
recorded May 25, 1994 as Instrument No.  
94-0359149, in the Office of the County  
Recorder of Orange County, California.

B. The Annexed Property is part of the "Annexation Property" as such term is defined in that certain Declaration of Covenants, Conditions and Restrictions for Newport Coast Community Association recorded on May 24,

1.

0018861.01

(TRACT 14773)

THIS INSTRUMENT FILED FOR RECORD BY  
FIRST AMERICAN TITLE INSURANCE COMPANY AS AN  
ACCOMMODATION ONLY. IT HAS NOT BEEN EXAMINED AS TO  
ITS EXECUTION OR AS TO ITS EFFECT UPON THE TITLE

1991, as Instrument No. 91-257521 of Official Records of said County, and any amendments thereto (the "Declaration").

C. Declarant is the "Declarant" and the Participating Builder is a "Participating Builder", as such terms are defined in the Declaration. In furtherance of the master development plan for the Covered Property as described in the Declaration, the Participating Builder intends to improve and sell the Residences in the Annexed Property to the public and the Declarant and the Participating Builder desire to provide for the maintenance of the Common Area in the Annexed Property for the benefit of the owners of all Residences in the Covered Property, subject to the provisions of the Declaration.

D. Declarant and the Participating Builder now desire that the Annexed Property be conveyed subject to the covenants, conditions, restrictions, reservations, liens and charges hereinafter set forth as set forth in the Declaration.

NOW, THEREFORE, it is declared as follows:

1. Except as defined herein, and unless the context clearly indicates otherwise, the terms used in this Supplementary Declaration are defined as set forth in the Declaration.

2. All of the Annexed Property is hereby made subject to all of the terms, covenants, restrictions and provisions as set forth in the Declaration pursuant to the provisions of the Section entitled "Annexation Without Approval" of the Article entitled "Annexations" of the Declaration, for all intents and purposes, as though said land were a part of the Initial Covered Property.

3. The recordation of this Supplementary Declaration shall constitute and effectuate the annexation of the Annexed Property, making said real property subject to the Declaration and subject to the functions, powers and jurisdiction of the Master Association as provided in the Declaration, and, thereafter, said real property shall be part of the Covered Property, and all of the Owners or Residences in the Annexed Property shall automatically be Members of the Master Association and Owners under the Declaration.

4. All rights and easements reserved by the Declarant, or to Declarant and the Participating Builders, in the Declaration are hereby reserved to Declarant or to

the Declarant and the Participating Builder, respectively, over the Annexed Property, together with the right and obligation to grant and transfer certain of such easements to Owners as provided in the Section entitled "Reservations to Declarant and Participating Builder and in the Sections entitled "Easements for Owners", "Support Settlement and Encroachment" and "Utilities and Cable Television", and certain easements to the Master Association as provided in the Sections entitled "Easements for Master Association", "Support Settlement and Encroachment" and "Utilities and Cable Television" of the Article entitled "Easements and Rights" of the Declaration.

5. All obligations of Declarant and the Participating Builder under the Declaration are hereby extended to the Annexed Property as provided in the Declaration.

6. The Annexed Property shall constitute a Phase of the Development pursuant to the Section entitled "Phase" of the Article entitled "Definitions" of the Declaration.

7. There is no Common Area within the Annexed Property.

8. The Residences within the Annexed Property shall consist of eighteen (18) Condominiums which are more particularly described as follows:

Unit Nos. 1 to 18, inclusive, consisting of certain airspace and surface elements, as shown as described in the Condominium Plan ("Plan") for PHASE 1 of Altezza at Newport Coast, which Plan was recorded on JUNE 23, 1994, as Instrument No. 94-416437 in Official Records of Orange County, California ("Official Records"); together with:

(i) An appurtenant undivided one-eighteenth (1/18th) fee simple interest as a tenant in common and to all of the real property consisting of the common area defined in the Maintenance Declaration to be recorded against the Annexed Property; and

(ii) Appurtenant non-exclusive easements for access, ingress, egress, use, enjoyment, drainage, encroachment, support, maintenance, repairs and for


other purposes, all as may be shown in the Plan and/or as are described in the Declaration, the Maintenance Declaration applicable to the Annexed Property and as otherwise described in the instrument which transfers a Condominium to a member of the home buying public.

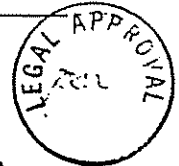
These Residences are hereby designated to belong to Delegate District No. 6 pursuant to the Section entitled "Establishment of Delegate Districts" of the Article entitled "The Master Association" of the Declaration.

IN WITNESS WHEREOF, this instrument is executed as of the day and year first above written.

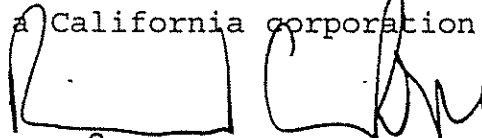
THE IRVINE COMPANY, a Michigan corporation

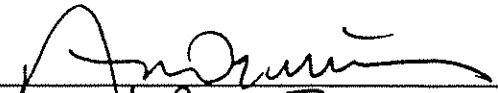
By:   
Its: BERNARD A. MANISCALCO  
Vice President and General Manager,  
Coastal Community Builders,  
a division of The Irvine Company

By:   
Its: JAMES R. CAVANAUGH  
ASSISTANT SECRETARY  
"Declarant"



TAYLOR WOODROW HOMES CALIFORNIA LIMITED, a California corporation

By:   
Its: PRESIDENT

By:   
Its: V. Pres. Turner  
"Participating Builder"



STATE OF CALIFORNIA )  
 )  
COUNTY OF Orange )

On June 17, 1994, 1994, before me, W. S. BETTINI  
NOTARY Public, personally appeared Bernard A. MANISCALCO  
and James R. CAVARAGNA, personally known to me (or  
~~proved to me on the basis of satisfactory evidence~~) to be  
the person(s) whose name(s) ~~is~~ are subscribed to the within  
instrument and acknowledged to me that ~~he~~/she/they executed  
the same in ~~his~~/her/their authorized capacity(ies) and that  
by ~~his~~/her/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

W. S. Bettini



STATE OF CALIFORNIA )  
 )  
COUNTY OF ORANGE )

On May 31, 1994, before me, Marie Duca  
-----, personally appeared Richard E. Pope and  
A. Michael Wentink, personally known to me (or  
proved to me on the basis of satisfactory evidence) to be  
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acted, executed the instrument.

WITNESS my hand and official seal.

Marie Duca



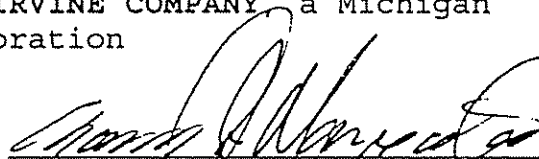
SUBORDINATION

The undersigned, beneficiary under those certain deed of trust encumbering all or a portion of the Annexed Property defined in this Supplementary Declaration, which deed of trust was recorded on November 22, 1993 as Instrument No. 93-0810613 as amended on May 25, 1994, by Instrument No. 94-0359151, of Official Records of Orange County, hereby consents to the attached Supplementary Declaration to the Declaration of Covenants, Conditions and Restrictions for Newport Coast Community Association and Altezza at Newport Coast Homeowners Association (PHASE 1), and subordinates the lien of said deed of trust to the provisions of the Declaration.

DATED: June 6, 1994

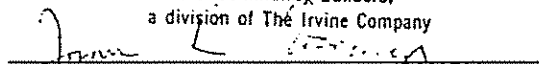
THE IRVINE COMPANY, a Michigan corporation

By:



Its: BERNARD A. MANISCALCO  
Vice President and General Manager,  
Coastal Community Builders,  
a division of The Irvine Company

By:

  
Its: JAMES R. CAVANAUGH  
ASSISTANT SECRETARY

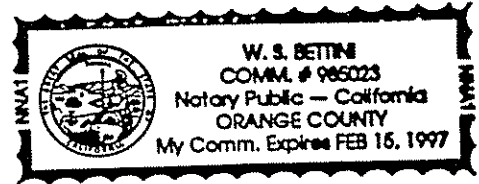


STATE OF CALIFORNIA )  
 )  
COUNTY OF ORANGE )

On June 17, 1994, before me, W.S. BETTINI  
NOTARY Public, personally appeared Bernard A. MANISCALCO  
and James R. CAVANAUGH, personally known to me (~~or~~  
~~proved to me on the basis of satisfactory evidence~~) to be  
the person(s) whose name(s) ~~is~~are subscribed to the within  
instrument and acknowledged to me that ~~he~~/~~she~~/they executed  
the same in ~~his~~/~~her~~/their authorized capacity(ies) and that  
by ~~his~~/~~her~~/~~their~~ signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s)  
acted, executed the instrument.

WITNESS my hand and official seal.

W. S. Bettini



STATE OF CALIFORNIA )  
 )  
COUNTY OF )

On \_\_\_\_\_, 1994, before me, \_\_\_\_\_  
\_\_\_\_\_, personally appeared \_\_\_\_\_  
\_\_\_\_\_, personally known to me (or  
proved to me on the basis of satisfactory evidence) to be  
the person(s) whose name(s) is/are subscribed to the within  
instrument and acknowledged to me that he/she/they executed  
the same in his/her/their authorized capacity(ies) and that  
by his/her/their signature(s) on the instrument the  
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acted, executed the instrument.

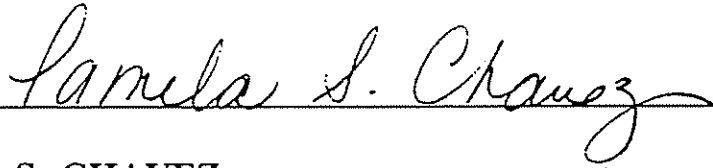
WITNESS my hand and official seal.

\_\_\_\_\_

Government Code 27361.7

I certify under the penalty of perjury that the notary seal on this document reads as follows:

Name of Notary: W. S. BETTINI  
Date Commission Expires: 2-15-97  
County where Bond is Filed: ORANGE  
Commission No.: 985023  
Manufacturer/Vendor No.: NNA1  
Place of execution - Santa Ana Date- June 29, 1994



PAMELA S. CHAVEZ  
FIRST AMERICAN TITLE INSURANCE COMPANY



16.00

19950445223 1:39pm 10/10/95

When Recorded, Return To:

005 12001055 12 26  
A23 4 7.00 9.00 0.00 0.00 0.00 0.00

LAW OFFICES OF RICHARD A. TINNEI  
85 Argonaut, Suite 100  
Aliso Viejo, California 92656

Attention: Jeffrey M. Hylton, Esq.

CONFORMED COPY  
Not Compared with Original

FIRST AMENDMENT TO SUPPLEMENTAL  
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS  
NEWPORT COAST PLANNED COMMUNITY  
AND ESTABLISHMENT OF DELEGATE DISTRICT NO. 6  
ALTEZZA PHASE ONE  
ORANGE COUNTY, CALIFORNIA

RECEIVED

OCT 23 1995

KEYSTONE PACIFIC

THIS FIRST AMENDMENT to the Supplemental Declaration of Covenants, Conditions and Restrictions, Newport Coast Planned Community and Establishment of Delegate District No. 6, Altezza Phase One is made on the date set forth hereinbelow, with reference to the following facts:

A. Reference is hereby made to that certain Supplemental Declaration of Covenants, Conditions and Restrictions, Newport Coast Planned Community and Establishment of Delegate District No. 6, Altezza Phase One, for Tract No. 14773, recorded on June 30, 1994, as Instrument No. 94-0431883, of Official Records of Orange County, California, affecting certain real property situated in the City of Newport Beach, County of Orange, State of California, more particularly described as:

Parcels 1, 2 and 8 and Parcel C, inclusive, of Lot Line Adjustment No. LL 94-0111, recorded on May 25, 1994, as Instrument No. 94-0359149 in the Office of the County Recorder of Orange County, California ("Phase 1").

B. Reference is also hereby made to that certain Supplementary Special Declaration of Covenants, Conditions and Restrictions Governing Landscaping and General Maintenance (Newport Coast - Altezza Phase 1), recorded June 30, 1994, as Instrument No. 94-0431881, of Official Records of Orange County, California.

C. Reference is also hereby made to that certain Supplementary Declaration of Covenants, Conditions and Restrictions for Newport Coast Community Association and Altezza at Newport Coast Homeowners Association (Phase 1), Orange County, California, recorded on June 30, 1994, as Instrument No. 94-0431882, of Official Records of Orange County, California.

D. The Supplemental Declaration of Covenants, Conditions and Restrictions may be amended only by an affirmative vote of the Owners of not less than seventy-five percent (75%) of Class A and

Class B ("Developer") members and prior written approval of at least fifty-one percent (51%) of the Mortgage Holders of Units in the Project.

NOW, THEREFORE, pursuant to Section 20.1 of Article 20 of the Declaration:

Section 1.6 of Article 1 is hereby amended by adding the following Subsection (g):

"(g) Earthquake insurance assessment levied for defraying the cost of obtaining and maintaining earthquake insurance which may be levied against an Owner whose Unit is located within a Condominium Building for which such insurance has been obtained."

Section 4.3 of Article 4 is hereby amended by adding the following Subsection (e):

"(e) Earthquake Insurance Assessment. In the event the Board elects to obtain earthquake insurance for the benefit of Owners, earthquake insurance assessments shall be levied against those Owners in Condominium Buildings for which such earthquake insurance has been obtained. In no event shall the levy and payment of earthquake insurance assessments relieve such Owners of their duties and obligations set forth in any other provisions of this Declaration, including without limitation, Article 11, pertaining to destruction of improvements and Article 12, pertaining to eminent domain."

Section 6.7 of Article 6 is hereby amended by adding the word "reasonably" immediately preceding the word "available" in Line Eight (8).

In all other respects, the Declaration shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned have caused this First Amendment to be executed this 5<sup>th</sup> day of October, 1995.

ALTEZZA AT NEWPORT COAST  
HOMEOWNERS ASSOCIATION  
A California Nonprofit Mutual  
Benefit Corporation

By:   
Jeff Prostor, President

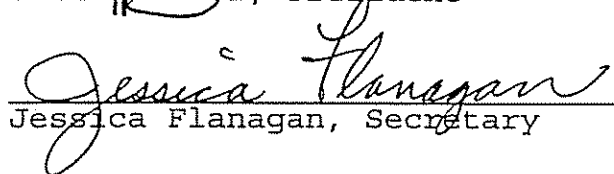
By:   
Jessica Flanagan, Secretary

CERTIFICATE

THE UNDERSIGNED hereby certify under penalty of perjury that they are, respectively, the President and the Secretary of Altezza at Newport Coast Homeowners Association, a California nonprofit mutual benefit corporation, and that the foregoing First Amendment to Supplemental Declaration of Covenants, Conditions and Restrictions, Newport Coast Planned Community and Establishment of Delegate District No. 6, Altezza Phase One was duly adopted by the Owners of the real property described therein in full conformance with Article 20, Section 20.1 thereof and with Section 1355 of the California Civil Code.

Executed at Laguna Hills, California this 5<sup>th</sup> day of October, 1995.

  
Jeff Prostor, President

  
Jessica Flanagan, Secretary

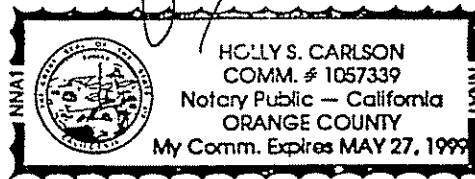
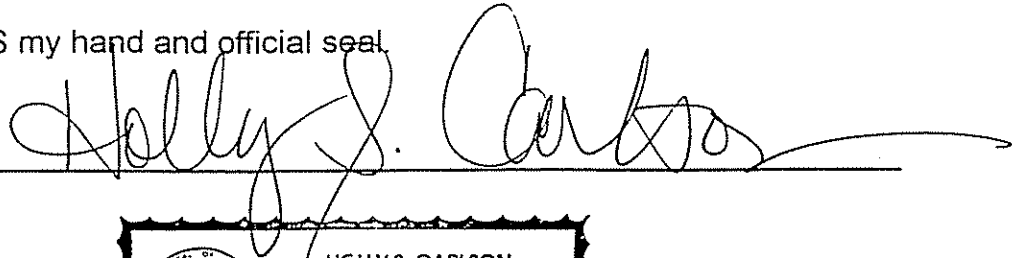
STATE OF CALIFORNIA  
COUNTY OF ORANGE

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}  
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On **OCTOBER 5, 1995**, before me, **HOLLY S. CARLSON**, personally appeared **JEFF PROSTOR, PRESIDENT AND JESSICA FLANAGAN, SECRETARY** personally known to me (~~or proved to me on the basis of satisfactory evidence~~), to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature



Title of Document **FIRST AMEND TO SUPPLEMENTAL CC & R'S**

Date of Document

No. of Pages **THREE**

Other signatures not acknowledged **NO**