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**FIRST SUPPLEMENT TO THE
DECLARATION OF COVENANTS CONDITIONS
AND RESTRICTIONS FOR
THE COUNTRY CLUB VILLAS CONDOMINIUMS**

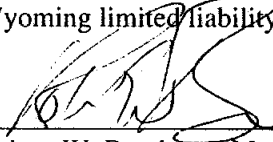
COMES NOW Country Club Villas, LLC, a Wyoming Limited Liability Company, as the Declarant, pursuant to the declaration of covenants, conditions and restrictions for the Country Club Villas Condominiums, filed for record in Campbell County Wyoming in Book 1995 of Photos at Page 439, and having previously filed a plat covering Building number 10 Country Club Villas Condominium at Book 7 of Plats at Page 273, in accordance with the powers specifically reserved to Declarant in Section 1.12 and states that the property known as Building 5 Unit A and B of the Country Club Villas Condominium as shown on the Plat filed for record on the 17th day of Dec., 2004, in book 8 of Plats Page 20-21 of the records of the Campbell County Clerk and ex-officio of records is ready for occupancy.

The pro rata obligation of expense to maintain the general common elements and limited common elements until further units are built and ready for occupancy is as shown on EXHIBIT A attached hereto and incorporated herein by reference.

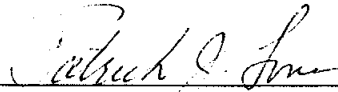
In keeping with the reserved powers of the Declarant, the assessment is set at the rate anticipated when the next building is ready, as addition of another building is imminent. All sections of the original declaration of covenants, conditions and restrictions for the Country Club Villas Condominiums not modified by this supplement remain the same.

IN WITNESS WHEREOF, I set my hand to be effective this 9th day of Dec., 2004.

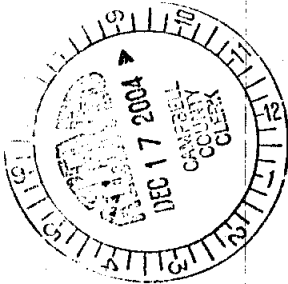
Country Club Villas LLC, a
Wyoming limited liability company



Robert W. Barelman, Managing Member



Patrick J. Love, Managing Member



STATE OF WYOMING)
) §
COUNTY OF CAMPBELL)

The foregoing instrument was acknowledge before me this 8 day of December, 2004, by Patrick J. Love as Managing Member of Country Club Villas LLC, a Wyoming limited liability company.

Witness my hand and official seal.



Matthew A. Smith
Notary Public

My commission expires:

STATE OF WYOMING)
) §
COUNTY OF CAMPBELL)

The foregoing instrument was acknowledge before me this 9 day of December, 2004, by Robert W. Barlow as Managing Member of Country Club Villas LLC, a Wyoming limited liability company.

Witness my hand and official seal.



Peggy A. Taylor
Notary Public

My commission expires:

ASSESSMENT SCHEDULE FOR COUNTRY CLUB VILLAS AS OF DECEMBER 2004					
County Club Villas, Description: Buildings 5,6 and 10 of the Country Club Villas Condominium City of Gillette, Wyoming, resubdivision of Lot 1, Tract D, Country Club Estates Phase 1	Square footage of Unit	Square Footage of Limited common elements	Total Sq. Footage with Limited Common Elements	Monthly Assessment	Yearly Assessment for Insurance Due July 1st 2005, and each July thereafter
				due for Water, Sewer, Garbage, Lawn care, Snow Removal and Contingency Funds as of December 6th 2004	
				\$720.00	\$5,880.00
Building number 10					
Unit A	2129.42	96.67	2226.09	\$164.60	\$1,344.25
Unit B	2118.25	96.67	2214.92	\$163.78	\$1,337.51
Bldg number 5					
Unit A	2146.63	184.34	2330.97	\$172.36	\$1,407.58
Unit B	2247.68	184.34	2432.02	\$179.83	\$1,468.61

STATE OF WYOMING }
Campbell County } ss.

Filed for record this 17th day of December A.D., 2004 at 9:10 o'clock A M. and recorded in Book 2021
of Photos on page 255-257 fees \$ 14.00 ~~\$14,337.13~~

Shawn Saunders By Shane Hackett
County Clerk and Ex-Officio Register of Deeds Deputy

RECORDED
ABSTRACTED
INDEXED
CHECKED

Exhibit A to the First Supplement to the Declaration of
Covenants, Conditions and Restrictions for the Country Club
Condominiums