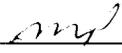


Recording Requested By and
When Recorded Return to:
HAWLEY TROXELL ENNIS & HAWLEY LLP
Attn: Geoffrey M. Wardle
P.O. Box 1617
Boise, Idaho 83701

Instrument # 527086
HAILEY, BLAINE, IDAHO
2005-10-05 03:50:00 No. of Pages: 13
Recorded for : AMERITITLE
MARSHA RIEMANN Fee: 39.00
Ex-Officio Recorder Deputy 
Index to: AMENDED COVENANTS & RESTRICTIONS

SPACE ABOVE THIS LINE FOR RECORDER'S USE ONLY

**Ketchum, Idaho
First Amendment to Amended and
Restated Condominium Declaration**

**FIRST AMENDMENT TO AMENDED AND RESTATED
CONDOMINIUM DECLARATION AND
COVENANTS, CONDITIONS AND RESTRICTIONS FOR SHUM'S
FRENCHMAN'S PLACE CONDOMINIUMS**

THIS FIRST AMENDMENT TO AMENDED AND RESTATED CONDOMINIUM DECLARATION AND COVENANTS, CONDITIONS AND RESTRICTIONS FOR SHUM'S FRENCHMAN'S PLACE CONDOMINIUMS ("**First Amendment**") is made and entered into this 22 day of September, 2005, by Frenchman's Place, LLC, an Idaho limited liability company ("**Declarant**").

RECITALS:

A. Declarant recorded the Condominium Declaration and Covenants, Conditions, and Restrictions for Frenchman's Place, dated September 13, 2004, and recorded September 23, 2004 as Instrument # 510241 in the official records of Blaine County, Idaho. That instrument was amended and restated pursuant to the Amended and Restated Condominium Declaration and Covenants, Conditions and Restrictions for Shum's Frenchman's Place Condominiums, dated August 3, 2005, and recorded August 22, 2005, as Instrument # 524899 in the official records of Blaine County, Idaho (or collectively hereafter as the "**Declaration**"). The Declaration creates a condominium on certain real property described in **Exhibit A**, attached hereto and incorporated herein, which is the final plat of Shum's Frenchmans Place Condominiums, which was recorded August 22, 2005, Instrument # 524898 in the official records of Blaine County, Idaho.

B. Declarant possesses at least seventy-five percent (75%) of the Owners' voting power based upon the percentage basis to which each Owner is entitled under the Declaration including seventy-five percent (75%) of the Light Industrial Unit Owners'

**FIRST AMENDMENT TO AMENDED AND RESTATED
CONDOMINIUM DECLARATION - 1**

42232.0001.828493.3

voting power based upon the percentage basis to which each Light Industrial Unit Owner is entitled under the Declaration.

C. Declarant desires to amend and does hereby consent to the amendment of the Declaration to modify **Exhibit E** the "**Ownership Allocation Schedule**" to correct the percentage of ownership interest in the common area which is to be allocated to each unit for purposes of tax assessment under section 55-1514, Idaho Code, and for purposes of liability as provided by section 55-1515, Idaho Code.

AGREEMENT:

NOW, THEREFORE, Declarant does hereby amend the Declaration as follows:

1. Definitions. Capitalized terms not otherwise defined herein shall have the respective meanings ascribed to such terms in the Declaration.

2. Amendment to Exhibit E. Exhibit E, attached hereto and by this reference incorporated herein, is hereby substituted for the original Exhibit E attached to the Declaration which is deleted and substituted in its entirety. All references to Exhibit E in the Declaration, as amended hereby, shall, from this date forward, refer to Exhibit E attached hereto.

4. Survival of Remaining Terms of Declaration. Except as amended herein, the Declaration and all of its terms and provisions remains in full force and effect.

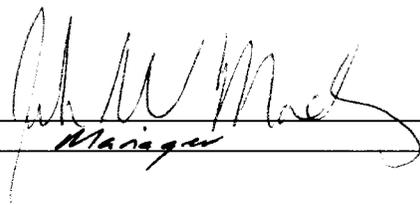
5. Effective Date. This First Amendment shall be effective as of the date of recording in Blaine County, Idaho.

EXECUTED as of the date first set forth above.

DECLARANT:

FRENCHMAN'S PLACE, LLC, an
Idaho limited liability company

By: _____
Its: _____


Manager

STATE OF)
) ss.
COUNTY OF)

On this 22 day of September, 2005, before me, the undersigned, a Notary Public in and for said State, personally appeared John W. Mackay, known or identified to me to be the Manager of Frenchman's Place, LLC the Idaho Limited Liability Company that subscribed said company name to the foregoing instrument, and acknowledged to me that he executed the same in said company name.

WITNESS MY HAND and official seal hereto affixed the day, month and year in this certificate first above written.

Michael A. Hall (Michael A. Hall)
Notary Public
Residing at Meridian Idaho
My Commission Expires 5/18/2010

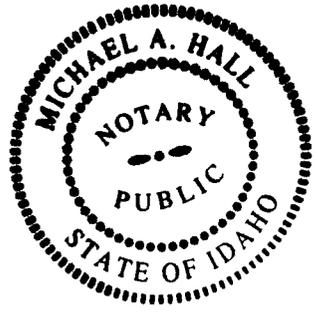


Exhibit A
Final Plat

#524898, 8/22/2005

SHUM'S FRENCHMANS PLACE CONDOMINIUMS

LOCATED WITHIN: T4N, R17E, SEC. 13, B.M., KETCHUM, B.M., BLAINE COUNTY, IDAHO
 A CONDOMINIUM PLAT OF KETCHUM TOWNSITE: BLOCKS 9 & 29; LOT 1.

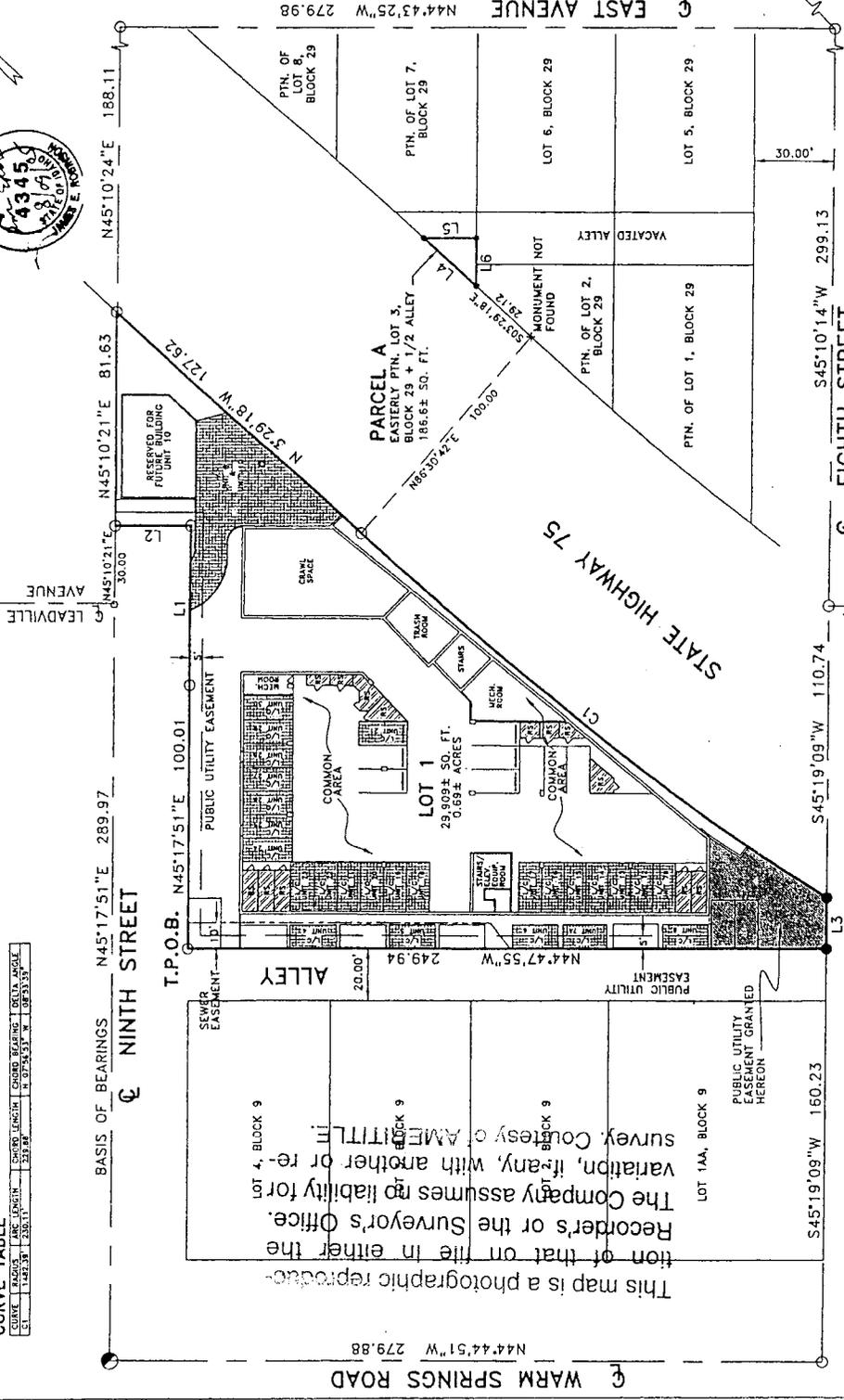
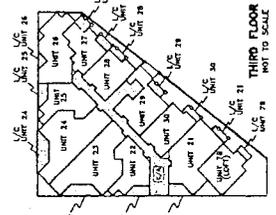
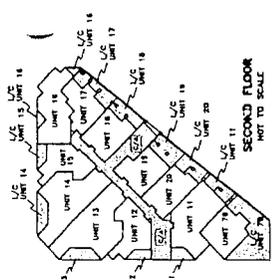
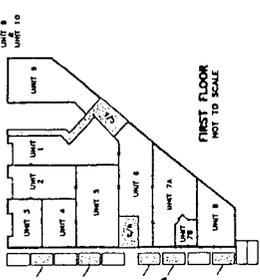
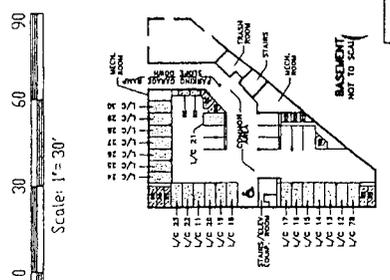
AUGUST 2005

LINE TABLE

LINE	BEARING	DIST.
1	S 45°19'09" W	150.23
2	S 45°19'09" W	110.74
3	S 45°19'09" W	299.13
4	S 45°19'09" W	279.98
5	S 45°19'09" W	188.11

CURVE TABLE

CURVE	RADIUS	ARC LENGTH	CHORD BEARING	CHORD ANGLE
1	142.31	330.11	S 97°54'51" W	0°53'33"
2	142.31	330.11	S 97°54'51" W	0°53'33"



LEGEND:

- PROPERTY BOUNDARY
- 5' PUBLIC UTILITY EASEMENT
- 10' SEWER EASEMENT
- FOUND 1/2" REBAR
- FOUND 5/8" REBAR
- SET 1/2" REBAR
- SET 5/8" REBAR
- FOUND ALUMINUM CAP
- C/A COMMON AREA
- LIMITED COMMON
- PUBLIC UTILITY EASEMENT
- RESIDENTIAL STORAGE

9. A TEN (10) FOOT WIDE SEWER EASEMENT IS GRANTED AS SHOWN HEREON.
 10. FUTURE UNIT 19 IS DESIGNATED AND RESERVED FOR (1) ONE FUTURE CONDOMINIUM UNIT.
 11. UNITS 17, 18, 19, 20 & 28 ARE DEED RESTRICTED. REFER TO THE "COMMUNITY HOUSING CONDOMINIUM PLAT OF KETCHUM TOWNSITE", RECORDED RECORDS OF BLAINE COUNTY, IDAHO.

HEALTH CERTIFICATE
 Sanitary restrictions as required by Idaho Code Title 59, Chapter 13, have been satisfied. Sanitary restrictions may be reimposed, in accordance with Chapter 13, Section 50-326, by the issuance of a health certificate.

PREPARED BY: BENCHMARK ASSOCIATES P.A.
 K.C. BOX 733 - 100 BELL DRIVE
 PHOENIX, AZ 85016
 PHONE (208) 726-3512 FAX (208) 726-3514
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SHUM'S FRENCHMANS PLACE
 CONDOMINIUMS
 LOCATED WITHIN: SEC. 13, T4N, R17E, B.M.
 BLOCKS 9 & 29 KETCHUM
 BLAINE COUNTY, IDAHO

PREPARED FOR: PEG DEVELOPMENT
 PROJECT NO. 04067 DRAWN BY: CPL/JEL FILE 04067condompl.DWG
 A CONDOMINIUM PLAT DATE: 08/03/05 SHEET 1 OF 7

NOTES:
 1. THE CONDOMINIUM DECLARATION AND GOVERNMENT CONDITIONS & INSTRUMENT NO. 210241 AND L&L WAS RECORDED AS RESTRICTED RECORDS OF BLAINE COUNTY, IDAHO.
 2. IN INTERPRETING THE DECLARATION, MAPS OR PLATS, AND DEEDS OF THE EXISTING BOUNDARIES OF A UNIT, THE SURVEYOR SHALL BE GOVERNED BY THE BOUNDARIES SHOWN ON THIS PLAT.
 3. HORIZONTAL OR SLOPING PLANES SHOWN HEREON FINISHED CEILING, VERTICAL PLANES ARE FINISHED NUMBER DENOTE INTO UNITS.
 4. DIMENSIONS SHOWN HEREON WILL BE SUBJECT TO THE NECESSARY ADJUSTMENTS TO NORMAL CONSTRUCTION TOLERANCES.
 5. CONSULT THE CONDOMINIUM DECLARATIONS FOR THE DEFINITION OF COMMON AREA.
 6. ELEVATION DATUM IS NAVD 78. ALL ELEVATIONS AND DISTANCES ARE IN U.S. FEET.
 7. NO GARAGE MAY BE CONDOMINIUMIZED OR SOLD SEPARATELY FROM A CONDOMINIUM UNIT.
 8. A FIVE (5) FOOT WIDE PUBLIC UTILITY EASEMENT IS GRANTED AS SHOWN HEREON.

#524898, 8/22/2005

SHUM'S FRENCHMANS PLACE CONDOMINIUMS

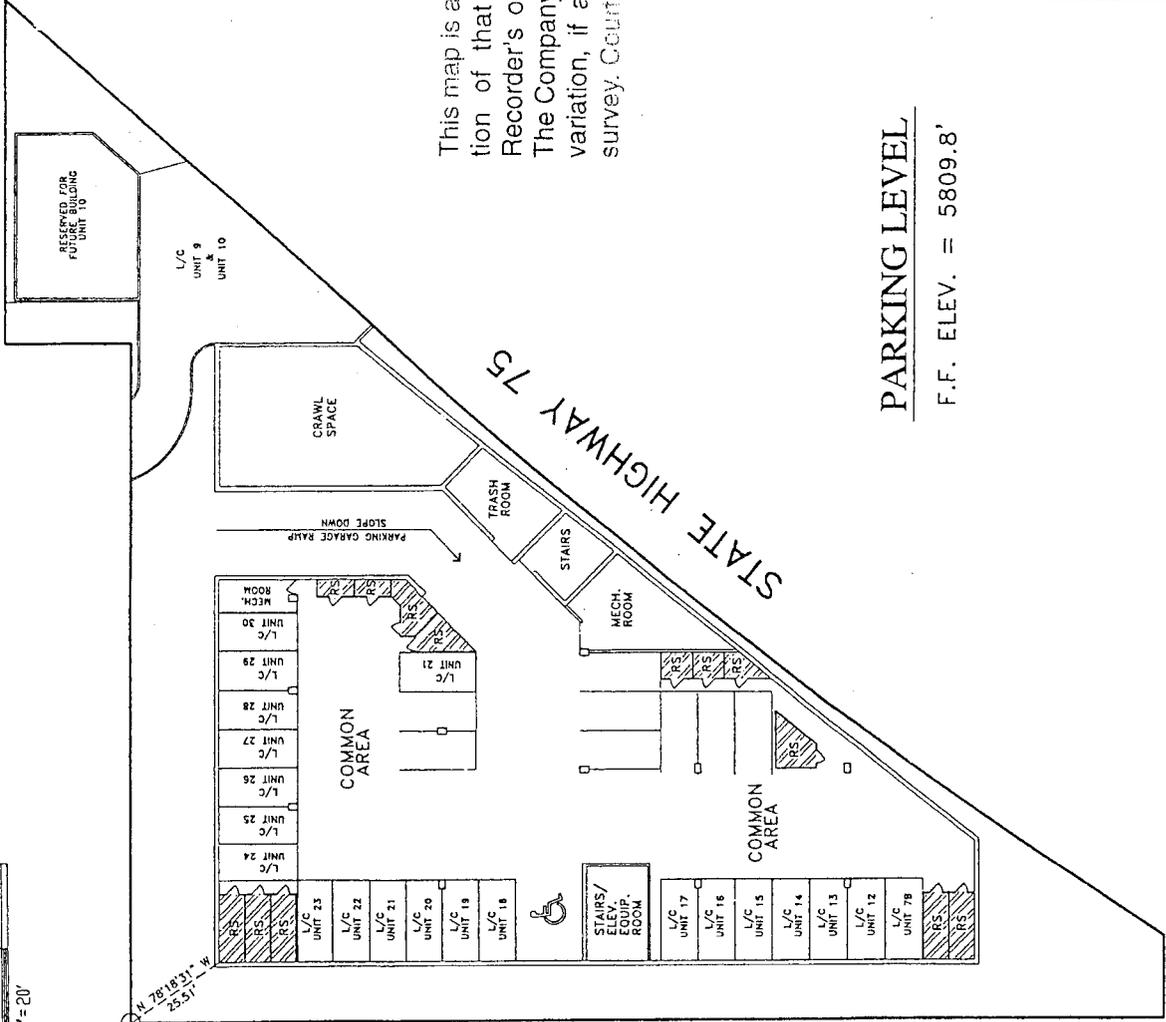
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A CONDOMINIUM PLAT OF KETCHUM TOWNSITE: BLOCKS 9 & 29: LOT 1.

AUGUST 2005



T.P.O.B.

N 78°18'31" W
25.51'



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PARKING LEVEL

F.F. ELEV. = 5809.8'



SHUM'S FRENCHMANS PLACE
CONDOMINIUMS
LOCATED WITHIN: SEC. 13, T4N, R17E, B.M.,
BLOCKS 9 & 29, KETCHUM
BLAINE COUNTY, IDAHO

PREPARED FOR: PEG DEVELOPMENT
PROJECT NO. 04067 DRAWN BY: JEL FILE 04067unit4.dwg
CONDOMINIUM PLAT DATE: 08/03/05 SHEET 2 OF 7

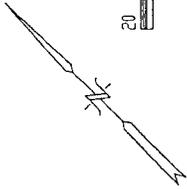
PREPARED BY: BENCHMARK ASSOCIATES P.A.
1000 BELL DRIVE
KETCHUM, IDAHO 83340
PHONE (208)725-9512 FAX (208)726-9514
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#524898, 8/22/2005

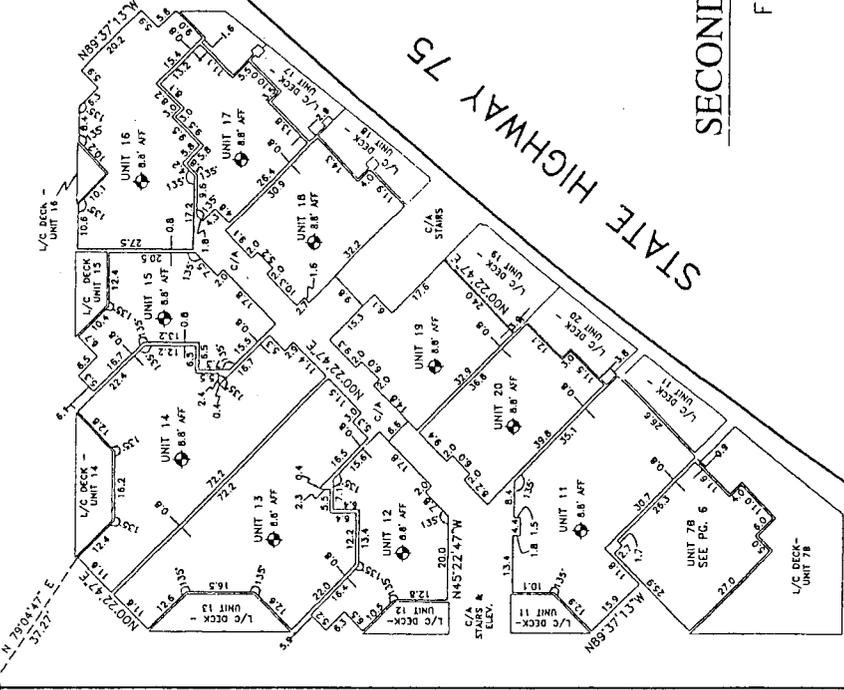
SHUM'S FRENCHMANS PLACE CONDOMINIUMS

LOCATED WITHIN: T4N, R17E, SEC. 13, B.M., KETCHUM, B.M., BLAINE COUNTY, IDAHO
A CONDOMINIUM PLAT OF KETCHUM TOWNSITE: BLOCKS 9 & 29; LOT 1.

AUGUST 2005



T.P.O.B.



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SECOND FLOOR RESIDENTIAL UNITS

F.F. ELEV. = 5836.9'

LEGEND
- - - ABOVE FINISHED FLOOR
- - - FINISHED FLOOR
- - - CEILING ELEVATION
- - - CHANGE IN CEILING ELEVATION



SHUM'S FRENCHMANS PLACE
CONDOMINIUMS
LOCATED WITHIN: SEC. 13, T4N, R17E, B.M.,
BLOCKS 9 & 29 KETCHUM
BLAINE COUNTY, IDAHO

PREPARED FOR: PEG DEVELOPMENT
PROJECT NO. 04087 DRAWN BY: JEL
CONDOMINIUM PLAT DATE: 08/03/05 FILE: 04087/UNIT.DWG
SHEET 4 OF 7



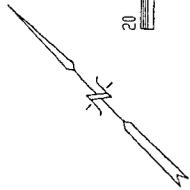
PREPARED BY: BENCHMARK ASSOCIATES P.A.
P.O. BOX 733 - 100 BELL DRIVE
KETCHUM, IDAHO, 83340
PHONE (208)728-9512 FAX (208)728-9514
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8/22/2005, #524898

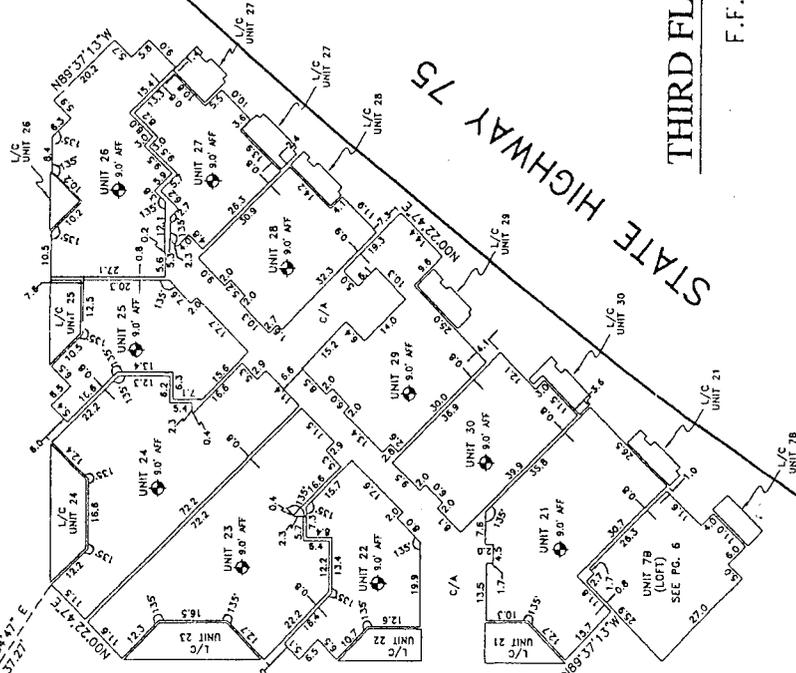
SHUM'S FRENCHMANS PLACE CONDOMINIUMS

LOCATED WITHIN: T4N, R17E, SEC. 13, B.M., KETCHUM, B.M., BLAINE COUNTY, IDAHO
A CONDOMINIUM PLAT OF KETCHUM TOWNSITE: BLOCKS 9 & 29: LOT 1.

AUGUST 2005



T.P.O.B. (Top of Benchmarks)



THIRD FLOOR RESIDENTIAL UNITS

F.F. ELEV. = 5847.4'

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SHUM'S FRENCHMANS PLACE
CONDOMINIUMS
LOCATED WITHIN: SEC. 13, T4N, R17E, B.M.
BLOCKS 9 & 29, KETCHUM
BLAINE COUNTY, IDAHO

PREPARED FOR: PEC DEVELOPMENT
PROJECT NO. 04067 | DRAWN BY: JEL | FILE 04067.units.dwg
CONDOMINIUM PLAT | DATE: 08/03/05 | SHEET 5 OF 7

LEGEND
A/R/F FINISHED FLOOR
A/F FINISHED FLOOR
FF CEILING ELEVATION
Change in Ceiling Elevation

PREPARED BY: BENCHMARK ASSOCIATES P.A.
P.O. BOX 733 - 100 BELL DRIVE
KETCHUM, IDAHO, 83340
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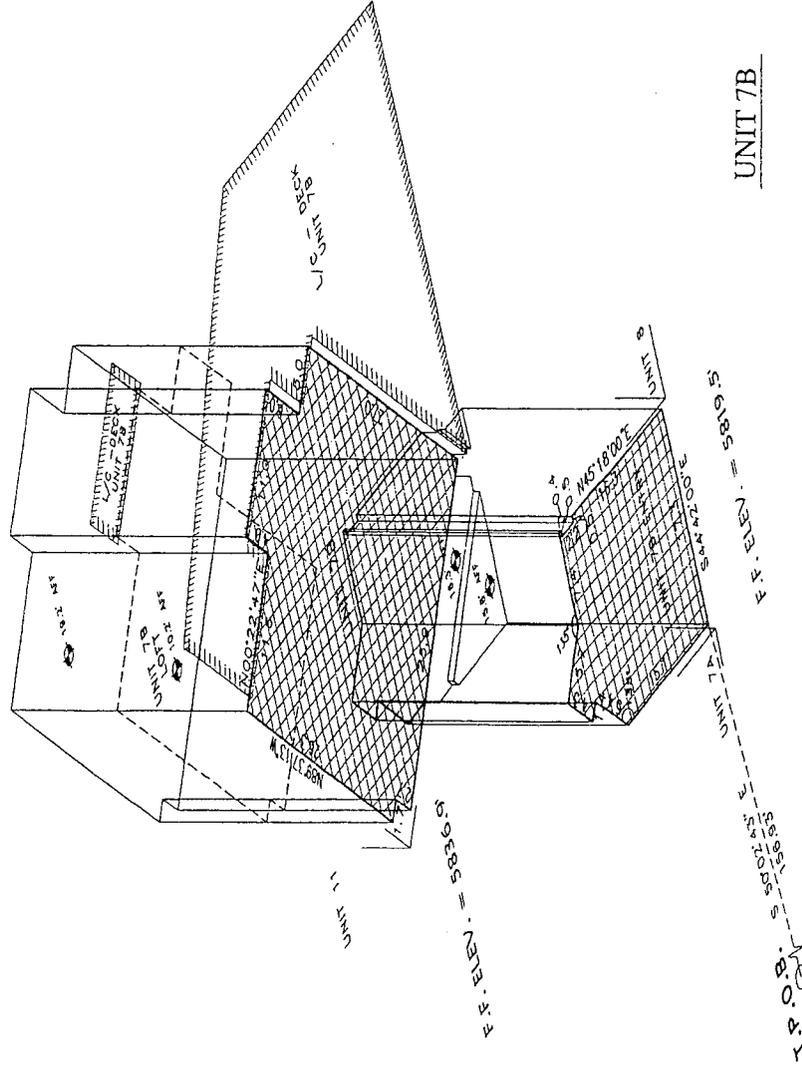
#524898, 8/22/2005

SHUM'S FRENCHMANS PLACE CONDOMINIUMS

LOCATED WITHIN: T4N, R17E, SEC. 13, B.M., KETCHUM, B.M., BLAINE COUNTY, IDAHO
A CONDOMINIUM PLAT OF KETCHUM TOWNSITE: BLOCKS 9 & 29; LOT 1.

AUGUST 2005

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UNIT 7B

LEGEND

- ABOVE FINISHED FLOOR
- FINISHED FLOOR
- CEILING ELEVATION
- CHANGE IN CEILING ELEVATION

PREPARED BY: BENCHMARK ASSOCIATES P.A.
 P.O. BOX 75
 KETCHUM, IDAHO 83340
 PHONE (208)726-9512 FAX (208)726-9514
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SHUM'S FRENCHMANS PLACE
 CONDOMINIUMS
 LOCATED WITHIN: SEC. 13, T4N, R17E, B.M.
 BLOCKS 9 & 29 KETCHUM
 BLAINE COUNTY, IDAHO

PREPARED FOR: PEG DEVELOPMENT
 PROJECT NO. 04067
 DRAWN BY: JEL
 FILE: 04087UNIT5.DWG
 CONDOMINIUM PLAT DATE: 08/23/05 SHEET 6 OF 7

SHUM'S FRENCHMAN'S PLACE CONDOMINIUMS

OWNER'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS that FRENCHMAN'S PLACE, LLC, an Idaho limited liability company, and KYAMME ENTERPRISES LIMITED PARTNERSHIP do hereby certify that they are the owners of a certain parcel of land described as follows:

A parcel of land within Section 13, Township 4 North, Range 17 East, Boise Meridian, Ketchum, Blaine County, Idaho, more particularly described as follows:

LOT 1 in Blocks 9 & 29 of KETCHUM TOWNSITE: BLOCKS 9 & 29; LOT 1, 522358, records of Blaine County, Idaho.

The easements shown hereon are not dedicated to the public, but the right to use said easements for the intended purposes is hereby reserved forever. No structures other than for such utility and other designated uses are to be erected within the lines of said easements.

Pursuant to Idaho Code 50-1334, we, the undersigned, as owners, do hereby state that the units on this plat are eligible to receive water service from the Ketchum Water Department.

It is the intention of the undersigned to and they do hereby include said land in this plat.

IN WITNESS WHEREOF, we have hereunto set our hands.

Frenchman's Place, LLC
FRENCHMAN'S PLACE, LLC.

By: [Signature]
CAMERON QUINTER, MANAGER

Signed this 19th day of July, 2005.

KYAMME ENTERPRISES LIMITED PARTNERSHIP
KYAMME ENTERPRISES LIMITED PARTNERSHIP

By: [Signature]
ROGER M. KYAMME, General Partner

Signed this 1st day of August, 2005.

ACKNOWLEDGEMENT

STATE OF IDAHO
COUNTY OF BLAINE

On this 1st day of August, 2005, before me, the undersigned, a Notary Public for said State, personally appeared Roger M. Kyamme, known or identified to me to be the general partner of the above named limited partnership, who executed the instrument on behalf of said partnership and acknowledged to me that said partnership executed the same.

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

My commission expires: 7/20/2008
[Signature]
Notary Public



OWNER'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS that FRENCHMAN'S PLACE, LLC, an Idaho limited liability company does hereby certify that it is the owner of a certain parcel of land described as follows:

A parcel of land within Section 13, Township 4 North, Range 17 East, Boise Meridian, Ketchum, Blaine County, Idaho, more particularly described as follows:

THE EASTERLY PORTION OF LOT 3, BLOCK 29 AND 1/2 OF THE VACATED ALLEY, KETCHUM TOWNSITE, records of Blaine County, Idaho.

The easements shown hereon are not dedicated to the public, but the right to use said easements for the intended purposes is hereby reserved forever. No structures other than for such utility and other designated uses are to be erected within the lines of said easements.

Pursuant to Idaho Code 50-1334, we, the undersigned, as owners, do hereby state that the units on this plat are eligible to receive water service from the Ketchum Water Department.

It is the intention of the undersigned to and they do hereby include said land in this plat.

IN WITNESS WHEREOF, we have hereunto set our hands.

Frenchman's Place, LLC
FRENCHMAN'S PLACE, LLC.

By: [Signature]
CAMERON QUINTER, MANAGER

Signed this 19th day of July, 2005.

The undersigned, as Recorder of that on file in either the Recorder's or the Surveyor's Office, The Company assumes no liability for variation, if any, with another or re-survey conducted by AMERISTYLE survey company.

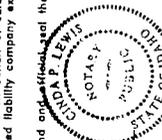
ACKNOWLEDGEMENT

STATE OF IDAHO
COUNTY OF BLAINE

On this 19th day of July, 2005, before me, the undersigned, a Notary Public for said State, personally appeared Cameron Quinter, known or identified to me to be the manager of Frenchman's Place, LLC, an Idaho limited liability company, who executed the instrument on behalf of said limited liability company, and acknowledged to me that said limited liability company executed the same.

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

My commission expires: 7/20/2008
[Signature]
Notary Public



SURVEYOR'S CERTIFICATE

I, James E. Robinson, a duly Registered Professional Land Surveyor in the State of Idaho, do hereby certify that this is a true and accurate map of the land surveyed under my direct supervision and that the same has been established and perpetuated in strict accordance with the State of Idaho Code relating to plats and surveys.



[Signature]
JAMES E. ROBINSON, P.L.S.

8/01/05

CITY ENGINEER'S APPROVAL

I, Richard D. Fosbury, City Engineer for Ketchum, Idaho do hereby approve the foregoing plat.

[Signature]
RICHARD D. FOSSBURY

2 Aug '05

COUNTY SURVEYOR'S APPROVAL

This is to certify that I, Jim W. Koence, County Surveyor for Blaine County, Idaho, have checked the foregoing plat and computations for making the same and have determined that they comply with the laws of the State of Idaho relating thereto.

[Signature]
JIM W. KOENCE

8/1/05

CITY OF KETCHUM APPROVAL

I, Sandra Cady, City Clerk in and for the City of Ketchum, do hereby certify that the foregoing plat was duly accepted and approved according to the Ketchum Subdivision Ordinance.



[Signature]
SANDRA CADY

8/22/05

BLAINE COUNTY TREASURER'S CERTIFICATE

On this 22nd day of August, 2005, the foregoing plat was approved and accepted by the Blaine County Treasurer, Blaine County, Idaho.

[Signature]

COUNTY RECORDER'S CERTIFICATE

I hereby certify that this instrument was filed at the request of _____ on this _____ day of _____, 20____, A.D., in my office and duly recorded in book _____ of plats at page _____ instrument No. _____

Fee: \$ _____
Instrument # 524898
2005-04, BLAINE, IDAHO
Recorded by: AMERISTYLE
KAYAMME, REBORN COUNTY, IDAHO

SHUM'S FRENCHMAN'S PLACE CONDOMINIUMS

LOCATED WITHIN:
SECTION 13, TOWNSHIP 4 NORTH, RANGE 17 EAST
BOISE MERIDIAN, KETCHUM, BLAINE COUNTY, IDAHO

PROJECT NO. 04067
FINAL PLAT
DATE: 07/17/05

FILE: 04067CR2.DWG
SHEET 7 OF 7

Exhibit E
Ownership Allocation Schedule

Shum's Frenchman's Place Condominiums			
<i>Allocation of Ownership Interest in Common Area</i>			
Plat Unit #'s	Unit Address #'s	% of Common Area	Unit Designation
8	108	3.35%	Light Industrial
7A	107	5.42%	Light Industrial
6	106	5.63%	Light Industrial
5	105	5.83%	Light Industrial
4	104	2.70%	Light Industrial
3	103	2.45%	Light Industrial
2	102	3.76%	Light Industrial
1	101	5.46%	Light Industrial
9	109	5.66%	Light Industrial
7B	201	5.07%	Residential Unit
12	202	2.38%	Residential Unit
13	203	4.56%	Residential Unit
14	204	4.58%	Residential Unit
15	205	2.38%	Residential Unit
16	206	3.39%	Residential Unit
17	207 (DR)	0.69%	Residential Unit
18	208 (DR)	0.69%	Residential Unit
19	209 (DR)	0.69%	Residential Unit
20	210 (DR)	0.69%	Residential Unit
11	211	3.86%	Residential Unit
22	302	2.38%	Residential Unit
23	303	4.60%	Residential Unit
24	304	4.56%	Residential Unit
25	305	2.39%	Residential Unit
26	306	3.35%	Residential Unit
27	307	2.10%	Residential Unit
28	308 (DR)	0.69%	Residential Unit
29	309	3.00%	Residential Unit
30	310	2.46%	Residential Unit
21	311	3.85%	Residential Unit
10	Winery	1.38%	Light Industrial
		100.00%	