

**AMENDMENT TO
DECLARATION OF
RESTRICTIONS FOR
SHEPHERDS' PASS
SUBDIVISION**

Document Number

Document Title

THIS AMENDMENT ("Amendment") to Declaration of Restrictions for Shepherds' Pass Subdivision is made and entered into by Delafield Property Group, LLC, ("Declarant") and Shepherds' Pass of Delafield Homeowners' Association ("Association"). Declarant was the previous owner of the lots within Shepherds' Pass Subdivision ("Shepherds' Pass") being a subdivision of part of the SE 1/4, the SW 1/4, the NE 1/4 and the NW 1/4 of the NW 1/4 of Section 25, Town 7 North, Range 18 East, Town of Delafield, Waukesha County, Wisconsin.

WITNESSETH:

The undersigned owners of lots within Shepherds' Pass constitute more than 75% of the total number of lots within Shepherds' Pass. Article B of the Declaration of Restrictions for Shepherds' Pass dated November 12, 2001 and recorded in the Office of the Register of Deeds for Waukesha County, Wisconsin on December 3, 2001 as Document No. 2727315 ("Declaration") requires the consent of more than 75% of the owners within Shepherds' Pass, the Declarant and the Town.

Recording Area

Name and Return Address:
Nancy L. Haggerty, Esq.
Michael Best & Friedrich
LLP
100 East Wisconsin Avenue
Milwaukee, WI 53202

PIN:

Dennis Hilgart, Lloyd Williams and Mary Sue Graf as board members of the Association as appointed by the Declarant pursuant to the Declaration ("Initial Board"), by signature below, hereby certify that the Association has obtained the written consent of the Town of Delafield to this Amendment.

The undersigned owners, Declarant and Association desire to amend the Declaration to establish an incorporated homeowners' association and change the enforcement procedures.

NOW THEREFORE, the Declarant and Association hereby amend the Declaration as follows:

1. The following shall be added as paragraph 28 of Article A of the Declaration:

"If any Owner of a Lot deems it necessary to extend the foundation drainpipes from their Single-Family Residence to the Common Areas adjacent to their Lot, such Owner is authorized to extend their foundation drainpipes. If at any time the Association deems it necessary, the Association is allowed to install drainage

systems in the Common Areas to provide additional drainage within the Subdivision. The installation of foundation drainpipes or drainage systems in the Common Areas must have prior review and written approval by the Waukesha County Department of Parks and Land Use – Land Resources Division.”

2. Article B of the Declaration shall be amended as follows:

A. Paragraph 1 is deleted in its entirety and replaced with the following:

“An incorporated association (herein referred to as the “Association”) of the Owners of land in Shepherds’ Pass (and all future stages of development as provided in Article C herein), is hereby created for purposes of: (a) managing and controlling the common affairs of Shepherds’ Pass, (b) managing, controlling and maintaining any Common Areas in Shepherds’ Pass (as defined below), and, (c) performing other duties as set forth herein for the common benefit of the Owners. The Association shall be known as the “Shepherds’ Pass Homeowners’ Association, Inc.” The Association shall adopt Bylaws at its next annual meeting of Owners (“Initial Annual Meeting”).

B. Wherever the word “Committee” is referred to in Sections 3, 4, 5, 6, 7, 8, 9A-9D, 10, 11, 12, 13 and 14, it is deleted in its entirety and replaced with “Board.” “Board” is defined as the Board of Directors for Shepherds’ Pass Homeowners’ Association, Inc. which shall be the governing body of the Association, elected in accordance with this Declaration and the Bylaws. Section 9F is amended to be labeled as Section 9E and the third sentence of said Section shall be deleted in its entirety and replaced with the following: “Such Architectural Review Board shall consist of three (3) persons appointed by the Declarant or, in the future, the Board, if and when the Declarant has deferred future Architectural Review authority to the Board and delegated this appointment right to the Board pursuant to Article A, Section 27 herein.”

C. Sections 3 and 7 are hereby amended to confirm that the Declarant has previously appointed the Initial Board. The terms of the Initial Board shall expire at the Initial Annual Meeting. Each Board member elected to replace the members of the Initial Board shall be a Board member for two (2) calendar years from the date of their election. All other portions of Sections 3 and 7 are confirmed.

3. Pursuant to Paragraph 27 of Article A of the Declaration, the Declarant hereby delegates and assigns the authority and responsibilities of the Declarant to enforce the specific terms, conditions and restrictions contained within Article B of the Declaration to the incorporated Association.

4. Except as otherwise stated herein, all other terms and conditions of the Declaration shall remain in full force and effect.