

**Amendment Number 1 to Restrictive Covenants
RUNNING INDIAN ESTATES,
OTERO COUNTY, NEW MEXICO**

WHEREAS, this document provides for an Amendment to the Restrictive Covenants for Running Indian Estates as filed for record at Book 1027, Pages 252 through 260, dated June 20, 2002, of the records of the Otero County Clerk.

This Amendment Number 1 shall place into effect the following:

Regarding Part II, Section C, this Amendment Number 1 shall add Paragraph 14 to the list of building requirements. Paragraph 14 shall read as follows:

- 14. The buyer must start site improvements within 1 year after the date of purchase.

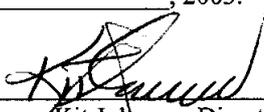
Regarding Part II, Section D, paragraph 3, this Amendment Number 1 shall provide for a change in the type of materials used in the construction of the fence. Paragraph 3 shall be changed to read as follows:

All backyards are required to be fenced. Fences shall be 6 feet tall and constructed of PVC material similar to and consistent with the existing fences installed in the subdivision as of the date of the filing of this Amendment Number 1 in order to maintain the same or similar appearance throughout the subdivision.

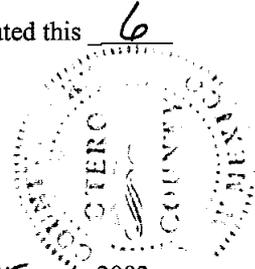
All other Covenants as originally filed on June 20, 2002 are intended to remain in effect and are unchanged by this Amendment Number 1.

This Amendment Number 1 is being filed as provided by Part IV. GENERAL PROVISIONS, Paragraph 5, of the original Restrictive Covenants file June 20, 2002. In keeping with Part IV, Paragraph 5, this Amendment Number 1 is being signed by a majority of the owners. The party signing below testifies that Bowlin Travel Centers, Inc. is, as of this date, 100% owner of the 35 lots making up the total residential lots of Running Indian Estates.

IN WITNESS WHEREOF, the said owner has caused this instrument to be executed this 6 day of November, 2003.



(Kit Johnson, Director of Operations
Bowlin Travel Centers, Inc.)



Subscribed and sworn to before me on the 6 day of November, 2003.
, Notary Public My commission expires: 7/5/05

14401

STATE OF NEW MEXICO, County of Otero, ss, Filed for record in my office this 12 day of November, 2003, at 8:55 o'clock A. M. and duly recorded in Book 1107 Page 197 of the Records of said county Mary Queen by Jim Day
County Clerk Deputy