

Amendment Number 2 to Restrictive Covenants
RUNNING INDIAN ESTATES,
OTERO COUNTY, NEW MEXICO

WHEREAS, this document provides for an Amendment to Restrictive Covenants for Running Indian Estates as filed for record at Book 1027, Pages 252 through 260, dated June 20, 2002, and subsequently modified by Amendment Number 1, dated November 6, 2003 and filed for record at Book 1107, Page 197, dated November 12, 2003, of the records of the Otero County Clerk.

This Amendment Number 2 shall place into effect the following:

Regarding Part II, Section B, this Amendment shall provide for a change in the type of dwelling units allowed, more specifically to no longer allow modular or manufactured housing. Paragraph 1. shall be changed to read :

"Dwellings must be site built. They shall conform otherwise to all requirements relating to such single family residential construction in new subdivisions as may be required by acts, statute, rule, regulation or ordinance of Federal, State and Local authorities and agencies and shall, as constructed, conform generally to the requirements of conventional or Federal, State or Local mortgage financing programs."

Regarding Part II, Section C, this Amendment shall provide for a changes in the minimum construction requirements.

Paragraph 1. shall be changed to read:

"Contain a minimum of twelve hundred (1200) square feet with an attached single car garage.

Paragraph 3. shall be changed to read :

"Sidewall minimum ceiling height of 8 feet."

Regarding Part II, Section C, this Amendment shall eliminate references to conditions and requirements specifically applicable only to modular or manufactured housing.

Paragraph 6, Paragraph 7, Paragraph 9, and Paragraph 12 shall be deleted.

Regarding Part II, Section C, this Amendment shall provide for a change in the time allowed to complete construction. Paragraph 10. shall be changed to read :

"All site improvements and amenities must be in place and completed within ninety (90) days from the start of construction, unless an extension of time is specifically granted, in writing, by the Architectural Control Committee."

Regarding Part II, Section D, this Amendment shall provide for a modification of Architectural Control provisions.

Paragraph 2. shall be deleted.

Regarding Part II, Section F, this Amendment shall eliminate the minimum lot width requirement. Paragraph 1. shall be changed to read :

"Each lot shall have an area of not less than six thousand (6,000) square feet."

Regarding Part III, this Amendment shall designate a new Architectural Control Committee. The membership of the Committee shall be changed to the following members:

- 1. Kit Johnson
P.O. Box 1409
Mesilla Park, NM 88047
- 2. Michael L. Bowlin
150 Louisiana NE
Albuquerque, NM 87108
- 3. Keith Lee Johnson
P.O. Box 391
Alamogordo, NM 88311

This Amendment Number 2 shall be effective as of the execution date noted below. Any dwellings in existence prior to this effective date shall be given a grandfathered status and shall be allowed to exist, if compliant with the Covenants prior to this Amendment Number 2, until such dwellings are modified or rebuilt. Any such grandfathered dwelling shall be required to comply with Covenants in existence at the time of modification or rebuilding.

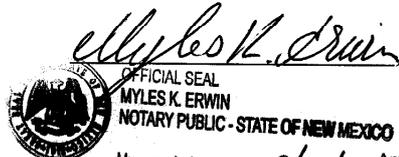
All other Covenants as originally filed on June 20, 2002, or as subsequently amended on November 6, 2003, are intended to remain in effect and are unchanged by this Amendment Number 2.

This Amendment Number 2 is being filed as provided by Part IV. GENERAL PROVISIONS, Paragraph 5, of the original Restrictive Covenants filed June 20, 2002. In keeping with Part IV, Paragraph 5, this Amendment Number 2 is being signed by a majority of the owners. The party signing below, testifies that Bowlin Travel Centers Inc is, as of this date, 97.14% 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 21 day of July, 2005.

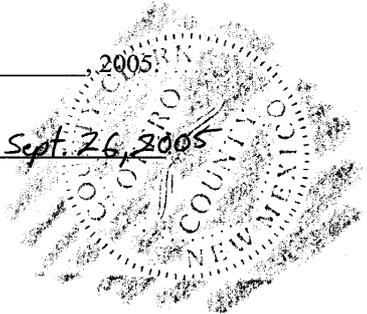
Signed: [Signature]
Director of Operations
Authority: Bowlin Travel Centers, Inc

Subscribed and sworn before me on the 21st day of July, 2005.



Myles K. Erwin Notary Public. My commission expires: Sept. 26, 2005

My commission expires: 9/26/05 Amendment Number 2 to Restrictive Covenants
Running Indian Estates, Otero County, New Mexico
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STATE OF NEW MEXICO, County of Otero, ss, Filed for record in my office this 21st day of July, 2005, at 12:55 O'clock PM, and duly recorded in Book 1196 Page 979 of the Records of said county. Robyn Silva County Clerk by Christina Nuni Deputy

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