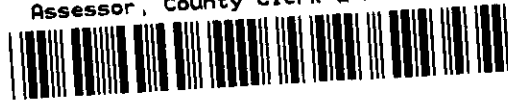


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 Recorded in Official Records
 County of Riverside
 Larry W. Ward
 Assessor, County Clerk & Recorder



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Recording Requested By:
 Glenoak Hills Community Association
 When Recorded, Return To:
 Glenoak Hills Community Association
 c/o Ralston Management
 41874 Sixth Street
 Temecula, CA 92590



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**AMENDMENT TO YEAR 2000 AMENDED AND RESTATED DECLARATION
 OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR GLENOAK HILLS
 COMMUNITY ASSOCIATION, A CALIFORNIA NONPROFIT MUTUAL
 BENEFIT, APPROVED ON SEPTEMBER 22, 2011
 RE: 4.08(b) MAINTENANCE AND STORAGE AND SCREENING.**

**NOTICE
 (Govt. Code §12956.1)**

If this document contains any restriction based on race, color, religion, sex, gender, gender identity, gender expression, sexual orientation, familial status, marital status, disability, genetic information, national origin, source of income as defined in subdivision (p) of section 12955, or ancestry, that restriction violates state and federal fair housing laws and is void, and may be removed pursuant to section 12956.2 of the Government Code. Lawful restrictions under state and federal law on the age of occupants in senior housing or housing for older persons shall not be construed as restrictions based on familial status.

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Amendment to "Year 2000 Amended and Restated Declaration of Covenants, Conditions and Restrictlons for Glenoak Hills Community Association," a California nonprofit mutual benefit; Amendment approved on September 22, 2011; Re: 4.08(B) Maintenance And Storage And Screening.

THIS AMENDMENT is made on March _____, 2012, by Glenoak Hills Community Association, a California nonprofit mutual benefit association ("Association"), with reference to the following:

RECITALS

A. The Association is a corporation that owns the Common Area lots and whose Members are the Owners of all the residential Lots within that certain real property as fully described in Exhibit A attached hereto and incorporated herein by reference.

B. The Association was developed as a Planned Development, as defined in section 1351(k) of the California Civil Code, and consists of three hundred seven (307) residential Lots.

C. The Association is currently subject to the covenants, conditions, restrictions, rights, reservations, easements, equitable servitudes, liens and charges set forth in the "Year 2000 Amended and Restated Declaration of Covenants, Conditions and Restrictions" recorded on April 10, 2001 in the Official Records of the County Recorder of Riverside County as File/Page No. 2001-150276 ("Declaration").

D. Association and its Members now desire to amend the Declaration as set forth below.

E. Article IX, Section 9.02 of Declaration, states that the Declaration, or any provisions hereof or any covenant condition or restriction contained therein, may be amended with the written consent of owners of fifty-one percent (51%) of the lots subject to the Declaration. The undersigned President and Secretary of the Association certify that, to the best of their knowledge, the affirmative vote or written consent of at least the required percentage of Association Members has been obtained. The vote was 164 in favor of approval, 34 disapprovals, 1 not voted, a total of 199 ballots were submitted out of total possible 307.

NOW THEREFORE, the Declaration is hereby amended as follows:

Notwithstanding any other provisions in the Declaration, the provisions of this Amendment shall apply and shall prevail in any inconsistency between this Amendment and the Declaration.

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AMENDMENT TO THE DECLARATION
APPROVED ON SEPTEMBER 22, 2011

This amendment replaces the language of Section 4.08(b) in Article IV of the Declaration in its entirety, as stated below:

ARTICLE IV

4.08 Maintenance and Storage and Screening.

- (b) No materials, supplies, house trailers, flat bed trucks or trailers, detached campers, inoperable vehicles, heavy construction equipment or any other vehicle with a Gross Vehicle Weight of more than 2 tons shall be stored in any area on a Parcel except inside a closed building or within a screened area. Motor homes, boats, horse trailers, and any equipment used for the maintenance and upkeep of property are exempt from this requirement but shall be appropriately parked in an attempt to conceal them from view. Storage for trash and debris shall be within a screened enclosure having a maximum of fifty (50) square feet. Outdoor clothes lines shall be screened from view. All screening and its location shall require Committee approval. Responsibility for screening rests with the Owner whose condition requires screening.

IN WITNESS WHEREOF, the undersigned have executed this Amendment to the Year 2000 Amended and Restated Declaration of Covenants, Conditions and Restrictions on this 30th day of March, 2012.

GLENOAK HILLS COMMUNITY ASSOCIATION
a California nonprofit mutual benefit corporation

By: Donna Jean McCullough
Donna Jean McCullough, President

By: William J. DARRACH
William J. DARRACH, Secretary



STATE OF CALIFORNIA)
) ss.
COUNTY OF RIVERSIDE)

On March 30, 2012 before me, LOIS C. STAFFORD, Notary Public, personally appeared DONNA JEAN McCullough and William J. DARRACH, proved to me on the basis of satisfactory evidence to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Witness my hand and official seal.

Lois C. Stafford
Notary Public

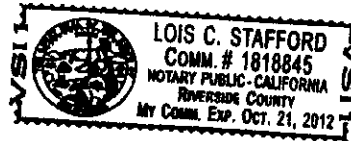


EXHIBIT A

LEGAL DESCRIPTION OF THE SUBJECT PROPERTY

ROADWAY ACCESS EASEMENT

Easements for roadway and public utility purposes to be used in common with others, in and over strips of land over that portion of the Rancho Pauba, in the County of Riverside, State of California, which Rancho was granted by the Government of the United States to Luis Vignes by Patent dated January 19, 1860, and recorded in Book 1, page 46 of Patents, in the office of the County Recorder of San Diego County, State of California, the center lines of which are described as follows:

(i) A 110.00 foot strip of land over that portion of said Rancho Pauba, the center line of which is described as follows:

Beginning at the northeasterly terminus of that certain course described as having a bearing and length of "North 67°21'01" East 1135.06 feet" in the northwesterly boundary of that certain parcel of land described as PURCHASE PARCEL L-3 in deed to John W. Phelps et al, recorded on June 9, 1967, as Instrument No. 49694, of Official Records, in the County Recorders Office of said County of Riverside; thence along said certain course South 67°21'01" West 1135.06 feet to the beginning of a tangent curve concave southeasterly and having a radius of 2000.00 feet; thence southwesterly along said curve through a central angle of 21°47'18" a distance of 760.56 feet; thence tangent to said curve South 45°33'43" West 2000.79 feet to the beginning of a tangent curve concave southeasterly and having a radius of 2000.00 feet; thence southwesterly along said curve through a central angle of 35°37'32" a distance of 1243.57 feet; thence tangent to said curve South 9°56'11" West 701.60 feet to the beginning of a tangent curve concave northwesterly and having a radius of 1200.00 feet; thence southwesterly along said curve through a central angle of 53°22'34" a distance of 1117.91 feet; thence tangent to said curve South 63°18'45" West 1450.70 feet to the beginning of a tangent curve concave southeasterly and having a radius of 2000.00 feet; thence southwesterly along said curve through a central angle of 25°40'17" a distance of 896.10 feet; thence tangent to said curve South 37°38'28" West 902.90 feet to the beginning of a tangent curve concave northwesterly and having a radius of 5000.00 feet; thence southwesterly along said curve through a central angle of 10°43'01" a distance of 935.23 feet; thence tangent to said curve South 48°21'29" West 840.67 feet to the beginning of a tangent curve concave southeasterly and having a radius of 2800.00 feet; thence southwesterly along said curve through a central angle of 38°17'35" a distance of 1871.35 feet; thence tangent to said curve South 10°03'54" West 1189.56 feet to the beginning of a tangent curve concave northwesterly and having a radius of 1200.00 feet; thence southwesterly along said curve through a central angle of 31°33'30" a distance of 660.96 feet; thence tangent to said curve South 41°37'24" West 1072.19 feet.

(ii) A 66.00 foot strip of land over that portion of said Rancho Pauba, the center line of which is the center line of that certain 66.00 foot strip of land described as Roadway Access Easement

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(vi) in deed to Robert L. Unger et ux, recorded on December 30, 1966, as Instrument No. 123986 of said Official Records.

Grantor hereby reserves the right to dedicate Roadway Access Easements herein above described for roadway and utility purposes together with slope easements adjoining said Roadway Access Easements (i) and (ii) at a ratio of 2:1 as required by governmental agencies.

PURCHASE PARCEL

That portion of said Rancho Pauba, described as follows:

Beginning at the southeasterly terminus of that certain course described as having a bearing and length of "North 44°26'17" West 1841.72 feet" in the southwesterly boundary of that certain parcel of land described as PURCHASE PARCEL L-3 in deed to John W. Phelps et al recorded on June 9, 1967 as Instrument No. 49694, of said Official Records; thence along said certain course North 44°26'17" West 1841.72 feet to the center line of Roadway Access Easement (i) above described; thence southwesterly along said center line and following the same in all its various courses and curves to the westerly terminus of that certain course described as having a bearing and length of "South 70°11'50" East 1384.63 feet" in the northerly boundary of that certain parcel of land described as "Palomar Parcel 5-A" in deed to Palomar Land Company, recorded on May 4, 1966 as Instrument No. 46655, of said Official Records; thence along said boundary, the following courses: South 70°11'50" East 1384.63 feet and South 72°06'56" East 1546.93 feet; thence South 26°47'33" West 1013.96 feet; thence North 68°03'02" West 1150.53 feet; thence South 72°11'09" West 817.28 feet; thence South 26°00'40" East 323.84 feet; thence South 79°16'02" East 2024.66 feet; thence South 26°04'20" West 364.09 feet; thence South 48°55'01" West 890.31 feet; thence South 47°22'40" East 1441.82 feet; thence South 23°31'30" East 1206.12 feet to the easterly boundary of said Rancho Pauba; thence along said easterly line North 24°25'18" East to the point of beginning.

EXCEPTING THEREFROM that portion thereof which lies within that certain parcel of land described as PURCHASE PARCEL L-6 in deed to Robert L. Unger et ux, recorded on December 30, 1966 as Instrument No. 123986, of said Official Records.

ALSO EXCEPT THEREFROM that portion lying northerly of a line which bears North 44°26'17" West and passes through a point in the easterly line of said land distant thereon South 24°25'18" West 1090.77 feet from the northeast terminus of said land.

ALSO EXCEPTING THEREFROM that portion described as follows:

Beginning at the southerly terminus of that certain curve having a radius of 2000.00 feet and a length of 896.10 feet in Roadway Access Easement (i) hereinabove described; thence northerly along said curve 346.25 feet through a central angle of 9°55'09"; thence South 51°46' 15" East 265.65 feet; thence South 86°21'00" East 329.15 feet; thence North 85°06'56" East 338.05 feet; thence South 58°59'14" East 209.01 feet; thence South 82°40'14" East 348.83 feet to the beginning of a tangent curve concave to the South having a radius of 500.00 feet; thence easterly along said curve 112.11 feet through a central angle of 12°50'50"; thence tangent to said curve South 69°49'24" East 183.69 feet to a point in a non-tangent curve concave to the East having a radius of 300.00 feet a radial line to said point bears North 69°49'24" West;

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thence southerly along said curve 45.21 feet through a central angle of 8°38'05"; thence South 78°27'29" East 30.00 feet to the "TRUE POINT OF BEGINNING"; thence South 11°32'31" West 58.74 feet to the beginning of a tangent curve concave to the east having a radius of 2480.00 feet; thence southerly along said curve 284.39 feet through a central angle of 6°34'13"; thence tangent to said curve South 04°58'18" West 103.71 feet to the beginning of a tangent curve concave to the East having a radius of 480.00 feet; thence southerly along said curve 106.78 feet through a central angle 12°44'42"; thence tangent to said curve South 07°46'24" East 83.27 feet to the beginning of a tangent curve concave to the Northeast having a radius of 16.00 feet; thence southeasterly along said curve 28.66 feet through a central angle of 102°37'33" to a point of reverse curve concave to the Southeast having a radius of 450.00 feet; thence northeasterly along said curve 13.84 feet through a central angle of 1°45'46"; thence tangent to said curve North 71°21'49" East 110.05 feet to the beginning of a tangent curve concave to the South having a radius of 180.00 feet; thence easterly along said curve 34.51 feet through a central angle of 10°59'03"; thence North 07°44'11" East 158.68 feet; thence North 21°30'23" East 350.00 feet; thence North 31°01'50" West 121.65 feet; thence North 83°34'03" West 209.60 feet to a point in a non-tangent curve concave to the East having a radius of 270.00 feet a radial line to said point North 75°21'48" West; thence southerly along said curve 14.58 feet through a central angle of 3°05'41" to the "TRUE POINT OF BEGINNING."

PURCHASE PARCEL contains 1316.239 Acres in gross.

Reserving unto Grantor, its successors and assigns, non-exclusive easements appurtenant to the lands of Grantor, as described in a deed from Vail Company, to Rancho California, dated November 25, 1964, recorded December 4, 1964, in Book 3868, Page 233, records of Riverside County, California, for roadway and utility purposes and with the additional right of Grantor or its successors to dedicate these easements for roadway and utility purposes together with slope easements adjoining said easements at a ratio of 2:1 as required by governmental agencies over the following described strips of land:

A 110.00 foot strip of land over a portion of the said Rancho Pauba the center line of which is described as follows:

All of Roadway Access Easement (i) above described. EXCEPT THEREFROM any portion thereof not included within PURCHASE PARCEL above described.

A 66.00 foot strip of land over a portion of said Rancho Pauba the center line of which is described as follows:

All of Roadway Access Easement (ii) above described. EXCEPT THEREFROM any portion thereof not included within PURCHASE PARCEL above described.

Reserving therefrom an easement for roadway access and water pipeline and related appurtenances over that portion of said land being a strip of land 25.00 feet wide, with slope easements adjoining said easement at a ratio of 2:1, the center line of which is described as follows:

Beginning at the southerly terminus of that certain curve having a radius of 2000.00 feet and a length of 896.10 feet in Roadway Access Easement (i) hereinabove described; thence northerly

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along said curve 346.25 feet through a central angle of 9°55'09" to the "TRUE POINT OF BEGINNING"; thence South 51°46'15" East 265.65 feet; thence South 86°21'00" East 329.15 feet; thence North 85°06'56" East 338.05 feet; thence South 58°59'14" East 209.01 feet; thence South 82°40'14" East 348.83 feet to the beginning of a tangent curve concave to the South having a radius of 500.00 feet; thence easterly along said curve 112.11 feet through a central angle of 12°50'50"; thence tangent to said curve South 69°49'24" East 183.69 feet to a point in a non-tangent curve concave to the East having a radius of 300.00 feet a radial line to said point bears North 69°49'24" West; thence southerly along said curve 45.21 feet through a central angle of 8°38'05"; thence South 78°27'29" East 30.00 feet.

THE LAND DESCRIBED IN "PURCHASE PARCEL" ABOVE IS BELIEVED TO INCLUDE THE LAND REFERENCED IN THE TRACT MAPS AND PARCEL MAPS BELOW:

TRACT NO. 3958

Lots 1 through 100, inclusive, and Lots A through N, inclusive, of Tract No. 3958, as per Map recorded on November 13, 1969, in Book 63 of Maps, Pages 68 to 84, inclusive, in the Office of the County Recorder of Riverside County, California;

Lots 79 and 80 of Tract No. 3958 as shown on Parcel Map recorded on November 15, 1971, in Book 4, Page 26 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California;

Lot 47 of Tract No. 3958 and Lot 173 of Tract No. 3944, as shown on Parcel Map recorded on May 17, 1971, in Book 3, Page 26 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California; and

Lots 1 and 2 of Tract No. 3958 as shown on Parcel Map recorded on November 15, 1971, in Book 3, Page 20 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California.

TRACT NO. 3944

Lots 1 through 8, 11, 23 through 27, 30, 31, 34 through 36, 39 through 56, 61, 66, 67, 77 through 89, 98 through 100, 105 through 110, 115, 116, 121 through 126, 131 through 137, 141 through 143, 146, 147, 150, 151, 154 through 175, inclusive, and Lots A through Q, inclusive, of Tract No. 3944, as per Map recorded on February 18, 1970, in Book 64 of Maps, Pages 52 to 82, inclusive, in the Office of the County Recorder of Riverside County, California;

Lot 43 of Tract No. 3944, as shown on Parcel Map 18516 recorded on August 24, 1982, in Book 107, Pages 94-95 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California;

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Lot 45 of Tract No. 3944, as shown on Parcel Map 19274 recorded on February 29, 1984, in Book 120, Pages 78-79 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California;

Lot 50 of Tract No. 3944, as shown on Parcel Map 30053 recorded on June 19, 2002, in Book 202, Pages 14-15 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California;

Lot 52 of Tract No. 3944, as shown on Parcel Map 26275 recorded on December 22, 1997, in Book 190, Pages 91-92 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California;

Lot 61 of Tract No. 3944, as shown on Parcel Map 15718 recorded on January 14, 1981, in Book 87, Pages 13-14 of Maps, inclusive, in the Office of the County Recorder of Riverside County, California;

TRACT NO. 4240

Lots 1 through 88, inclusive, and Lots A through V, inclusive, of Tract No. 4240, as per Map recorded on June 4, 1971, in Book 68 of Maps, Pages 53 to 67, inclusive, in the Office of the County Recorder of Riverside County, California, being a Subdivision of a portion of Tract No. 3944 as set forth above.

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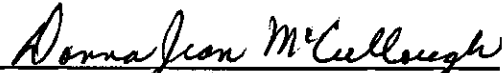
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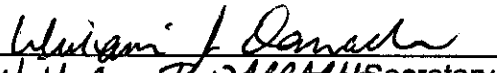
**CERTIFICATE OF BOARD PRESIDENT AND SECRETARY
OF
GLENOAK HILLS COMMUNITY ASSOCIATION
A California Nonprofit Mutual Benefit Corporation**

We, the undersigned, do hereby certify:

That we are the duly elected President and Secretary, respectively, of Glenoak Hills Community Association, a California non-profit, mutual benefit corporation.

That the foregoing Amendment to Section 4.08 (b) of the **Year 2000 Amended and Restated Declaration of Covenants, Conditions and Restrictions for Glenoak Hills Community Association** was approved by a majority vote of the membership on September 22, 2011 and was recorded on March ____, 2012 as Document No. 2012-_____, in the Official Records of Riverside County, California, and affects the real property legally described in Exhibit A to the Amendment.


Donna Jean McCullough President


William P. DARBACH Secretary

