

SECOND AMENDMENT TO DECLARATION OF
BRISTOL SQUARE FOURTH HOMEOWNERS' ASSOCIATION

Common Interest Community No. 504

(Annexing Additional Real Estate)

THIS AMENDMENT, is executed the ____ day of October, 2006,
by M.W. Johnson Construction, Inc., a Minnesota corporation
("the "Declarant").

RECITALS

1. The following described property in Dakota County, Minnesota is subject to the Declaration of Bristol Square Fourth Homeowners' Association, Common Interest Community No. 504, dated April 14, 2005, and recorded April 18, 2005, as Dakota County Doc. No. 2313400 (the "Declaration"):

Lots 1 through 7, Block 1
Lots 1 through 14, Block 2
Lots 1 through 16, Block 3
Lots 1 through 6, Block 4
Bristol Square Fourth Addition, Dakota County, Minnesota
and
Lots 1 through 7, Block 4
Bristol Square Fifth Addition

2. Section 16 of the Declaration reserves unto the Declarant the right to add Additional Real Estate to the Property by unilateral action under Minnesota Statutes Section 515B.2-111. That additional real estate is described on Exhibit C of the Declaration, as corrected and amended, and consists of Outlots A, B, and D, Bristol Square Fourth Addition, and Outlot L, Bristol Square First Addition, Dakota County, Minnesota.

3. The Declarant now desires to add the Additional Real Estate into the Property, and to fully subject said real estate to the Declaration, as amended.

AMENDMENT

1. Additional Property. The Declaration is hereby amended by adding the following described real estate to the definition of the "Property" that is subjected to the Declaration.

Lots 4 through 7 and Lot 12, Block 2, Bristol Square Fifth Addition;

Lots 6 through 13, and Lot 18, Block 3, Bristol Square Fifth Addition, Dakota County, Minnesota (hereinafter "Additional Property").

2. Units. The Additional Property consists of 12 different Units, and contains the Common Area, Lot 12, Block 2, and Lot 18, Block 3, Bristol Square Fifth Addition.

3. Subjection to Declaration. The Additional Property is hereby fully subjected to the Declaration. The Additional Property shall be transferred, held, sold, conveyed, and developed always subject to the easements, covenants, restrictions, conditions and other terms and provisions of the Declaration to the same extent as though the Additional Property had been designated as Property in the original Declaration.

4. Completion of Governed Real Estate. The Additional Property subjected herein constitutes all of the remaining property to be subjected to the Declaration.

5. Maximum Number of Units. The maximum number of Units to be built in CIC No. 504 is as set forth in the Declaration, which is inclusive of the Additional Property.

6. Unit Owners. All of the Additional Property subjected herein is owned by the Declarant.

7. Unit Identifiers. Each Unit's unit identifier is its lot and block numbers and the subdivision name.

8. Property Interests. Common element interests, votes in the association, and common expense liabilities shall remain as equal rights and obligations inclusive of the twelve (12) Units now included by way of this Amendment.

9. Limited Common Elements. Any limited common elements formed out of the Additional Property are determined and governed under the Declaration.

10. Effect of Amendment. All provisions of the Declaration shall remain in full force and effect, except as amended hereby.

IN WITNESS WHEREOF, the Declarant has executed this Amendment as of the day and year first above written.

