

WHEN RECORDED L TO: 1756
 MANSION-HALL COMPANY
 Post Office Box 80632
 San Diego, California 92138 \$/2

RECORDED / COI. T. OF
 TITLE IV TRUST CO.
 IN OFFICE RECORDS OF
 ORANGE COUNTY, CALIF.
 8:00 AM JUL 13 1973
 J. WYLIE CARLYLE, County Recorder

SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

THAT CERTAIN DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS executed by MANSION-HALL COMPANY, a partnership, and recorded in the Official Records of Orange County, California, on March 27, 1972, in Book 10053, Page 737, as amended by the First Amendment to Declaration of Covenants, Conditions and Restrictions, recorded in the Official Records of Orange County, California, on January 16, 1973, in Book 10516, Page 109, is hereby modified and amended as follows:

1. MANSION-HALL COMPANY desires to expand the PRD by adding thereto Parcel 3, as described below, and for that purpose certifies as follows:

(a) The Declaration of Covenants, Conditions and Restrictions referred to below concerns, among other real property, the following three (3) parcels of real property located in the City of Huntington Beach, County of Orange, State of California:

Parcel 1
 Lots 1 through 97 of Tract No. 7473, as per map recorded in Book 293, Pages 33 through 40, of Miscellaneous Maps, in the office of the County Recorder of said County.

Parcel 2
 Lots 98 through 169 of Tract No. 8003, as per map recorded in Book 315, Pages 10 through 13 of Miscellaneous Maps, in the Office of the County Recorder of said County.

Parcel 3
 Lots 170 through 223 of Tract No. 8224, as per map recorded in Book 327, Pages 13 through 15 of Miscellaneous Maps, in the Office of the County Recorder of said County.

(b) The undersigned hereby refers to the Declaration of Covenants, Conditions and Restrictions dated March 22, 1972, affecting the above described real property,

THE COUNTY OF ORANGE

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recorded in the Office of the Recorder of Orange County, California, in Book 10053, Page 737, on March 27, 1972, as amended by First Amendment to Declaration of Covenants, Conditions and Restrictions, recorded in the Official Records of Orange County, California, on January 16, 1973, in Book 10516, Page 109.

(c) The undersigned declares that it is desired and intended that the provisions of paragraph 19 of the Declaration of Covenants, Conditions and Restrictions shall apply to and affect Parcel 3 described above (in addition to Parcels 1 and 2 described above).

2. Except as modified or amended hereby, said Declaration of Covenants, Conditions and Restrictions and First Amendment to Declaration of Covenants, Conditions and Restrictions shall and do remain in full force and effect.

Dated: July 9, 1973

MANSION-HALL COMPANY,
a partnership

By: Mansion Properties, Inc.,
a California corporation, Partner

✓ By J. J. [Signature]
Vice Pres.

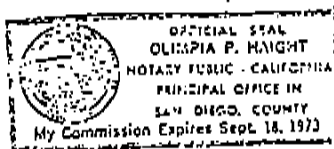
✓ By [Signature]
Secretary

By: A. J. Hall Corporation,
a California corporation, Partner

By [Signature]
Vice-President

By [Signature]
Secretary-Treasurer

STATE OF CALIFORNIA
 On June 29, 1973 before me, the undersigned, a Notary Public in and for said State, personally appeared Marlow Lounis known to me to be the Vice President, and Herbert T. Werry known to me to be the Secretary-Treas. of A. J. Hall Corporation the corporation that executed the within instrument and known to me to be the persons who executed the within instrument on behalf of said corporation, said corporation being known to me to be one of the partners of Mansion-Hall Co. the partnership that executed the within instrument, and acknowledged to me that such corporation executed the same as such partner and that such partnership executed the same.



WITNESS my hand and official seal:
 Signature Olympia P. Haight
Olympia P. Haight
 Name (Typed or Printed)

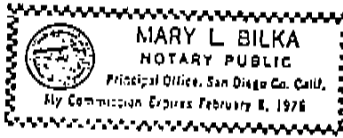
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TO 443 C
(Corporation)

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STATE OF CALIFORNIA }
 COUNTY OF San Diego } SS.

On June 29, 1973 before me, the undersigned, a Notary Public in and for said State, personally appeared Stan Coates known to me to be the Vice President, and Dolores M. Hill known to me to be the Asst. Secretary of the corporation that executed the within instrument, known to me to be the persons who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its bylaws or a resolution of its board of directors.



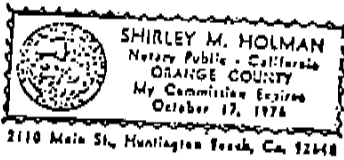
WITNESS my hand and official seal:
 Signature Mary L. Bilka

TO 443 C
(Corporation as a Partner of a Partnership)

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STATE OF CALIFORNIA }
 COUNTY OF Orange } SS.

On July 9, 1973 before me, the undersigned, a Notary Public in and for said State, personally appeared J. J. Shea known to me to be the Vice President, and H. J. Air known to me to be the Asst. Secretary of Mansion Properties, Inc. the corporation that executed the within instrument and known to me to be the persons who executed the within instrument on behalf of said corporation, said corporation being known to me to be one of the partners of Mansion-Hall Company the partnership that executed the within instrument, and acknowledged to me that such corporation executed the same as such partner and that such partnership executed the same.



WITNESS my hand and official seal:
 Signature Shirley M. Holman
Shirley M. Holman
 Name (Typed or Printed)

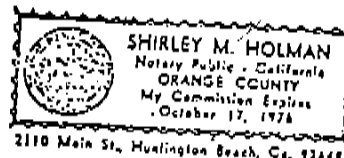
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TO 443 C
(Corporation)

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STATE OF CALIFORNIA }
 COUNTY OF Orange } SS.

On July 9, 1973 before me, the undersigned, a Notary Public in and for said State, personally appeared S. A. Young known to me to be the Vice President, and G. J. Goodwin known to me to be the Asst. Secretary of the corporation that executed the within instrument, known to me to be the persons who executed the within instrument on behalf of the corporation therein named, and acknowledged to me that such corporation executed the within instrument pursuant to its bylaws or a resolution of its board of directors.



WITNESS my hand and official seal:
 Signature Shirley M. Holman
Shirley M. Holman
 Name (Typed or Printed)

(This space for official notarial seal)

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HUNTINGTON BEACH COMPANY, beneficiary under those certain deeds of trust filed for record on December 13, 1972, in Book 10467, Page 875, of Official Records of Orange County, California, and on July 12, 1973 in Book 10794 Page 425, of Official Records of Orange County, California, hereby agrees that the lien and charge of said deeds of trust are and shall be subject and subordinate to the within Second Amendment to Declaration of Covenants, Conditions and Restrictions.

Dated: July 11, 1973

HUNTINGTON BEACH COMPANY
a California corporation

✓ By [Signature]
✓ By [Signature]

HOME FEDERAL SAVINGS AND LOAN ASSOCIATION OF SAN DIEGO, beneficiary under that certain deed of trust filed for record on July 11, 1973, in Book 10794 Page 421, of Official Records of Orange County, California, hereby agrees that the lien and charge of said deed of trust are and shall be subject and subordinate to the within Second Amendment to Declaration of Covenants, Conditions and Restrictions.

Date: July 11, 1973

HOME FEDERAL SAVINGS AND LOAN
ASSOCIATION OF SAN DIEGO

By [Signature]
By [Signature]