

F. ANN RODRIGUEZ, RECORDER  
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1964

TFATI  
VALSTATE HOMEOWNERS ASSOC  
PO BOX 17539  
TUCSON AZ 85731



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c/o Platinum Management, Inc.  
P. O. Box 17539  
Tucson, Arizona 85731

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AMENDMENT TO AMENDED AND RESTATED DECLARATION OF  
COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS FOR  
VALSTATE COMMUNITY ASSOCIATION, INC.

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THIS AMENDMENT TO THE AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS is executed by FIRST AMERICAN TITLE INSURANCE COMPANY, a California corporation, as Trustee under Trust No. 4970, only and not personally, and KB HOME Tucson, Inc. as Beneficiary of First American Title Insurance Company Trust 4970 ("Declarant") and becomes effective upon its recordation in the Office of the Pima County Recorder.

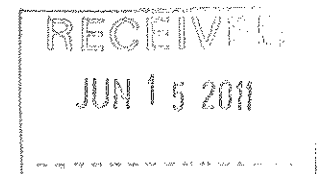
WHEREAS, an Amended and Restated Declaration of Covenants, Conditions, Restrictions and Easements for Valstate Community Association, Inc (the "Declaration") was recorded on January 31, 2006 in Docket 12731 at Page 5017, Pima County Recorder's Office;

WHEREAS, Section 12.1 of the Declaration provides the Declaration may be amended with the approval and consent of the Declarant, so long as the Declarant is an Owner of a Lot; and

WHEREAS, the Declarant still owns Lots, controls the Association pursuant to the Declaration and desires to amend Section 7.24(a) to modify the timeline for the termination of the Class B vote.

Now therefore, Section 7.24(b) is deleted and the following new Section 7.24(b) is added in its place as follows:

Class B Voting Rights. Declarant has Class B voting rights with three (3) votes for each Lot in which Declarant or any of Declarant's Developers have fee title. The Class B voting rights for the Declarant or Declarant's Developers Class B terminate when Declarant or Declarant's Developers no longer have fee title to any Lot, Block or Parcel or at an earlier time if relinquished, in writing, by the Declarant.



All other terms and conditions of the Declaration remain in full force and effect.

IN WITNESS WHEREOF, Declarant has caused this Amendment to the Amended and Restated Declaration to be duly executed, as set forth below.

FIRST AMERICAN TITLE INSURANCE COMPANY, a  
California Corporation, as Trustee of Trust No. 4970, and not in  
its corporate capacity or otherwise.

By: Rachel L. Turnipseed  
Rachel L. Turnipseed  
Its: Trust Officer

STATE OF ARIZONA       )  
                                      )ss:  
County of Pima        )

On May 26, 2011, before me, the undersigned Notary Public, personally appeared Rachel L. Turnipseed, personally known to me (or proven to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument

Cindy A. Reiche  
Notary Public

My Commission Expires:

12/27/14

