

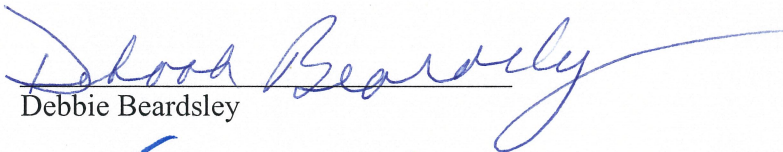
**FIRST AMENDMENT TO BYLAWS  
OF THE COVENANT COMMISSION**

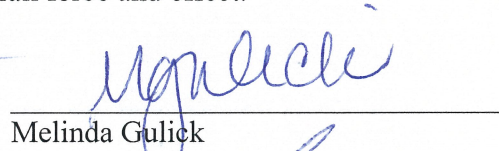
This First Amendment to Bylaws of the Covenant Commission is made effective as of June 14, 2010.

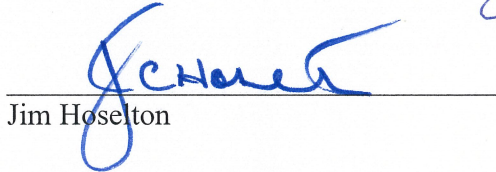
Pursuant to Section 7.6 of the Bylaws of the Covenant Commission dated September 13, 1996 (the "Bylaws"), the undersigned, being all of the members of the Board of the Covenant Commission, hereby amend the Bylaws, to clarify their original intent, by deleting the last paragraph of Section 4.3 of the Bylaws in its entirety and replacing it with the following:

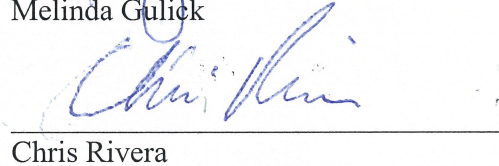
After Declarant no longer has the right to appoint Commissioners, all of the following shall apply: (i) successor Commissioners shall be appointed by a vote the Board, (ii) any appointment of a successor by the Board shall be made upon a majority vote of the Commissioners, (iii) in the event of a tie in the voting, the President shall cast the deciding vote, and (iv) Commissioners may not serve consecutive terms, although former Commissioners may be re-appointed after an absence from the Board of at least one year. For so long as Declarant retains the right to appoint Commissioners, however, none of the foregoing shall apply and Declarant shall be free to appoint Commissioners without any restriction as to consecutive terms or otherwise.

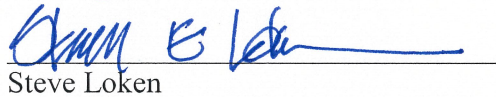
Except as set forth above, the Bylaws shall remain in full force and effect.

  
Debbie Beardsley

  
Melinda Gulick

  
Jim Hoselton

  
Chris Rivera

  
Steve Loken

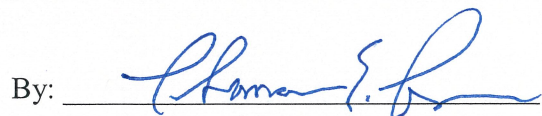
**CONSENT OF DECLARANT**

DC Ranch, L.L.C., an Arizona limited liability company, as the "Declarant" under the Bylaws, hereby consents to the foregoing First Amendment to Bylaws of The Covenant Commission.

DC RANCH L.L.C., an Arizona limited liability company

By: DMB Property Ventures Limited Partnership, a Delaware limited partnership, administrative member

By: DMB GP, Inc., an Arizona corporation, general partner

By: 

Its: S.U.P.