



Kerry S. Bucklin
Bucklin Evens PLLC
7525 SE 24th Street, Suite 600
Mercer Island, WA 98040

**SECOND SUPPLEMENTAL DECLARATION FOR
UPLANDS SOUTH HILL, A PLANNED DEVELOPMENT DISTRICT
ADDING PHASE 1C**

Grantor/Declarant: UPLANDS 320 L.L.C., a Washington limited liability company
Grantee: UPLANDS SOUTH HILL, A PLANNED DEVELOPMENT DISTRICT
Abbreviated Legal: TRACT K, UPLANDS PDD PHASE 1A, REC NO. 202404175001
Tax Parcel No.: 6026410710
Official legal description: Schedule A-1
Reference # (if applicable): Map, Pierce County Recording No. 2024 07035001

THE COMMUNITY AMENDED BY THIS SECOND SUPPLEMENTAL DECLARATION IS A PLAT COMMUNITY SUBJECT TO THE WASHINGTON UNIFORM COMMON INTEREST OWNERSHIP ACT, CHAPTER 64.90 RCW.

**SECOND SUPPLEMENTAL DECLARATION FOR
UPLANDS SOUTH HILL, A PLANNED DEVELOPMENT DISTRICT
ADDING PHASE 1C**

This Second Supplemental Declaration (this "Supplemental Declaration"), dated for reference purposes July 2, 2024, amends that certain Declaration of Covenants, Conditions, and Restrictions for Uplands South Hill, a Planned Development District, recorded in Pierce County under Recording Number 202303090141, as amended by the First Supplemental Declaration dated February 27, 2024 and recorded in Pierce County under Recording Number 202404170192 (collectively, the "Declaration"). The Map for the Community is recorded in Pierce County under Recording Number 202303095003, as amended by the Map for Phase 1A recorded in Pierce County under Recording Number 202404175001 (collectively, the "Map"). The undersigned Declarant is executing this Supplemental Declaration pursuant to the rights reserved to it in Section 9.1 of the Declaration and as authorized by RCW 64.90.250 to add the Units identified herein within Phase 1C. The Units are shown on the Supplemental Map for Phase 1C being recorded together with this Supplemental Declaration in Pierce County under Recording Number _____ (the "Supplemental Map – Phase 1C"). Capitalized terms used and not defined herein are defined in the Declaration. References to the Declaration mean the Declaration as amended by this Supplemental Declaration and all future supplemental declarations unless the context indicates otherwise.

NOW, THEREFORE, Declarant hereby publishes the following Amendment:

1. Additional Units. Declarant hereby declares and establishes eighty-seven (87) Units in Phase 1C. The Master Community now has 155 Units with the 68 Units previously added in Phase 1A. The land in the Master Community containing Units, including Phase 1C added by this Supplemental Declaration, is described on attached Exhibit A. The remaining land within the Master Community subject to the development right to add Units is described on attached Exhibit B. The designation, area, and Allocated Interest for each Unit in the Master Community, including those Units added by this Supplemental Declaration, are shown on attached Exhibit D. Declarant amends Section 2.2 of the Declaration to allow some of the Allocated Interests to be rounded up or down by .001 to cause the total Allocated Interests to equal 100.000.

2. Number of Directors and Classes. Units in Phase 1A and new Phase 1C comprise a single class of Detached Homes. The Board of Directors has three (3) directors. Declarant anticipates creating a second class for Townhomes and expanding the Board of Directors to allow for additional directors to be elected by the owner(s) of the Townhomes by class voting. Declarant will confirm these decisions when recording a Supplemental Declaration to add Townhomes to the Master Community.

3. Amendment to the Map. The Supplemental Map for Phase 1C shows the matters required by RCW 64.90.245 for the 87 Units in Phase 1C.

4. Common Elements and Areas of Common Responsibility. The Supplemental Map for Phase 1C identifies the following Tracts:

TRACT:	USE:
A	Open Space
B	Private Shared Access Facility/Public Sanitary Sewer Easement
C	Alley
F	Passive Recreation/Storm
I	Active/Passive Recreation/
J	Open Space
K	Open Space
O	Open Space
P	Open Space

Each of the Tracts are Common Elements and Areas of Common Responsibility. Areas of Common Responsibility in Phase 1C also include the right of way streetscape along public roads, mailbox stands and kiosks, entry monuments, fencing in the wetland buffers and open space, and walls in the open space.

5. Clarification of the Master Plan. Declarant's master development plan currently anticipates adding an additional 559 lots for Detached Homes in eight subsequent phases (for a total of 714 Detached Homes), and 312 lots for Townhomes in three subsequent phases. Declarant intends to have all Detached Homes comprise one class, and all Townhomes comprise a separate class. Declarant will expand the Board when Townhomes are added to the Master Community to allow for one or more directors to be appointed by the owner(s) of the Townhome lots.

6. Miscellaneous. The Declaration shall remain in full force and effect according to its terms as amended by this Supplemental Declaration. This Supplemental Declaration shall be effective upon recording.

IN WITNESS WHEREOF, the undersigned Declarant has executed this Supplemental Declaration as of the date first above written.

UPLANDS 320 L.L.C., a Washington limited liability company

By: Investco L.L.C., a Washington limited liability company

By: [Signature]
Justin Geisenhoff, Vice President, Portfolio Manager

STATE OF WASHINGTON)

COUNTY OF ~~PIERCE~~ KING)

ss.

This record was acknowledged before me on JULY 2, 2024 by Justin Geisenhoff, as the Vice President and Portfolio Manager of Investco L.L.C., which is the Authorized Representative of Uplands 320 L.L.C., a Washington limited liability company.



[Signature]
NOTARY PUBLIC in and for the State of
Washington, residing at SEATTLE
My Appointment expires: 9/23/24

EXHIBIT A
LAND CONTAINING UNITS

PHASE 1A:

TRACT 1A, UPLANDS PDD PHASE 1, RECORDED UNDER RECORDING NUMBER 202303095003,
RECORDS OF PIERCE COUNTY, WASHINGTON.

PHASE 1C:

TRACT K, UPLANDS PDD PHASE 1A, RECORDED UNDER RECORDING NUMBER 202404175001,
RECORDS OF PIERCE COUNTY, WASHINGTON.

EXHIBIT B
LAND SUBJECT TO DEVELOPMENT RIGHTS TO ADD UNITS

LOTS 1 THROUGH 7, RECORD OF SURVEY FOR SEGREGATION, RECORDED UNDER RECORDING NUMBER 202405085001;

AND TRACTS BB, CC, AND DD, UPLANDS PDD PHASE 1, RECORDED UNDER RECORDING NUMBER 202303095003;

RECORDS OF PIERCE COUNTY, WASHINGTON.

EXHIBIT D
UNIT DATA – PHASES 1A AND 1C

PHASE	UNIT	AREA	ALLOCATED INTEREST
1A	1	8158	0.645
1A	2	6561	0.645
1A	3	7553	0.645
1A	4	6353	0.645
1A	5	7548	0.645
1A	6	7085	0.645
1A	7	8158	0.645
1A	8	6899	0.645
1A	9	6522	0.645
1A	10	9498	0.645
1A	11	7769	0.645
1A	12	6956	0.645
1A	13	5852	0.645
1A	14	6474	0.645
1A	15	5775	0.645
1A	16	5749	0.645
1A	17	6614	0.645
1A	18	8466	0.645
1A	19	5871	0.645
1A	20	5779	0.645
1A	21	5427	0.645
1A	22	7042	0.645
1A	23	6152	0.645
1A	24	6800	0.645
1A	25	6197	0.645
1A	26	7073	0.645
1A	27	7152	0.645
1A	28	6052	0.645
1A	29	6097	0.645
1A	30	5177	0.645
1A	31	5425	0.645
1A	32	4566	0.645
1A	33	4554	0.645
1A	34	4553	0.645
1A	35	7455	0.645
1A	36	6321	0.645
1A	37	5902	0.645
1A	38	9871	0.645
1A	39	5500	0.645
1A	40	5500	0.645
1A	41	5451	0.645
1A	42	4746	0.645
1A	43	4747	0.645
1A	44	4761	0.645

1A	45	4866	0.645
1A	46	4883	0.645
1A	47	4825	0.645
1A	48	5490	0.645
1A	49	5533	0.645
1A	50	5400	0.645
1A	51	5400	0.645
1A	52	5400	0.645
1A	53	5309	0.645
1A	54	5300	0.645
1A	55	5897	0.645
1A	56	6049	0.645
1A	57	5300	0.645
1A	58	5341	0.645
1A	59	5605	0.645
1A	60	7946	0.645
1A	61	9210	0.645
1A	62	5884	0.645
1A	63	6214	0.645
1A	64	5965	0.645
1A	65	5647	0.645
1A	66	5030	0.645
1A	67	6130	0.645
1A	68	9309	0.645
1C	1	6625	0.645
1C	2	5338	0.645
1C	3	6626	0.645
1C	4	6013	0.645
1C	5	4862	0.645
1C	6	4955	0.645
1C	7	4800	0.645
1C	8	4800	0.645
1C	9	4824	0.645
1C	10	5661	0.645
1C	11	5760	0.645
1C	12	5429	0.645
1C	13	7748	0.645
1C	14	6371	0.645
1C	15	4683	0.645
1C	16	4667	0.645
1C	17	5824	0.645
1C	18	7106	0.645
1C	19	4725	0.645
1C	20	5530	0.645
1C	21	5765	0.645
1C	22	5967	0.645
1C	23	6661	0.645
1C	24	5299	0.645
1C	25	4787	0.645

1C	26	5086	0.645
1C	27	5090	0.645
1C	28	5095	0.645
1C	29	5099	0.645
1C	30	5104	0.645
1C	31	5108	0.645
1C	32	6118	0.645
1C	33	4200	0.645
1C	34	4200	0.645
1C	35	4200	0.645
1C	36	4200	0.645
1C	37	4200	0.645
1C	38	4200	0.645
1C	39	4200	0.645
1C	40	4200	0.645
1C	41	4334	0.645
1C	42	4047	0.645
1C	43	3911	0.645
1C	44	4040	0.645
1C	45	4040	0.645
1C	46	4040	0.645
1C	47	4040	0.645
1C	48	4040	0.645
1C	49	4040	0.645
1C	50	3978	0.645
1C	51	4040	0.645
1C	52	4040	0.645
1C	53	4040	0.645
1C	54	4253	0.645
1C	55	5710	0.645
1C	56	4626	0.645
1C	57	4622	0.645
1C	58	4622	0.645
1C	59	4622	0.645
1C	60	6567	0.645
1C	61	6650	0.645
1C	62	4725	0.645
1C	63	4725	0.646
1C	64	4725	0.646
1C	65	4725	0.646
1C	66	5720	0.646
1C	67	5546	0.646
1C	68	4200	0.646
1C	69	4200	0.646
1C	70	4200	0.646
1C	71	4200	0.646
1C	72	4200	0.646
1C	73	4200	0.646
1C	74	4200	0.646

1C	75	4200	0.646
1C	76	5026	0.646
1C	77	4200	0.646
1C	78	4200	0.646
1C	79	4200	0.646
1C	80	4200	0.646
1C	81	4200	0.646
1C	82	4200	0.646
1C	83	4200	0.646
1C	84	4200	0.646
1C	85	5519	0.646
1C	86	5797	0.646
1C	87	4969	0.646
Total	155	853,195	100.000

The Allocated Interests are determined by the formula stated in Section 2.2 of the Declaration as amended hereby and will change when Declarant adds more Units to the Master Community. All Units in the Master Community have a Unit weight of 1 and therefore have an equal allocation of undivided interest in the Common Elements, liability for Common Expenses, and votes. When Declarant adds Units with a different Unit weight, the above table will be expanded to show those Unit weights and the different allocation of votes, ownership of the Common Elements, and liability for Common Expenses for those Units.