

AFTER RECORDING RETURN TO:
HUGH LEWIS, ATTORNEY AT LAW, P.C.
114 W. MAGNOLIA ST., SUITE 414
BELLINGHAM, WA 98225



200302060085
Skagit County Auditor
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TITLE OF DOCUMENT: FIFTH AMENDMENT TO DECLARATION FOR STONEBRIDGE CONDOMINIUM
AF# OF AFFECTED DOCUMENT: AF # 200104030061
GRANTOR: LANDED GENTRY DEVELOPMENT, INC.
GRANTEE: THE GENERAL PUBLIC
ABBREV. LEGAL DESCRIPTION: STONEBRIDGE CONDOMINIUM, AF # 200104030061

FIFTH AMENDMENT TO DECLARATION FOR STONEBRIDGE CONDOMINIUM

PURPOSE: TO EXERCISE DEVELOPMENT RIGHT TO ADD ADDITIONAL PHASE

THIS AMENDMENT is made this 5th day of February, 2003, by LANDED GENTRY DEVELOPMENT, INC., a Washington corporation ("Declarant").

WITNESSETH THAT:

WHEREAS, the Declarant caused a certain Condominium Declaration (the "Declaration") establishing Stonebridge Condominium ("the Condominium") to be recorded at Auditor's File No. 200104030061 among the land records of Skagit County, Washington, along with a Survey Map and Plans, which were contemporaneously recorded at Auditor's File No. 200104030060; the Declaration has been amended previously by Amendments to Declaration recorded at Auditor's File Nos. 200106220057, 200202250202, 200207290131 and 200210110205, records of Skagit County, Washington; the Survey Map has been amended previously by Amendments recorded at Auditor's File Nos. 200106220058, 200202250201, 200207290130 and 200210110206, records of Skagit County, Washington;

WHEREAS, pursuant to RCW 64.34.236 and Sections 3.3.2 and 17.6 of the Declaration, the Declarant may unilaterally amend the Condominium Instruments from time to time to exercise Development Rights; and

WHEREAS, in Section 3.3.1 of the Declaration, as amended in the Third Amendment to Declaration, the Declarant reserved Development Rights to develop the Condominium in up to 5 "Phases" by adding

improvements to the Condominium and creating additional Units, Common Elements, or Limited Common Elements within the real property included in the Condominium; and

WHEREAS, the Declarant now wishes to exercise one or more of such Development Rights and has created additional improvements, Units and Common Elements as more particularly described below, all for the purpose of creating an additional Phase of Development, known as "Phase 4", consisting of ten (10) additional Units and additional amenities as described in Section 3.3.1 of the Declaration.

NOW, THEREFORE, pursuant to and in compliance with Section 3.3.2 of the Declaration and RCW 64.34.236, the Declarant hereby amends the following Sections of the Declaration, as follows:

1.2.1 Reference to Fifth Amendment to Survey Map.

Contemporaneously with the recordation of this Amendment, the Declarant has recorded with the Auditor of Skagit County, Washington a Fifth Amendment to the Survey Map and Condominium plans, showing the location and dimensions of the new Units and other improvements constructed or contemplated to be constructed for Phase 4 of this Condominium, together with other information required by the Condominium Act; this Fifth Amendment to the Survey Map and Plans is recorded at Auditor's File No. 200302060085 among the land records of Skagit County, Washington.

3.1 Land and Street Address.

The land on which the buildings and improvements of this Condominium are located is situated at 2400 - 2419 and 2500 - 2523 Stonebridge Way, 500 - 523 Shady Lane, and 500 - 518 N. LaVenture Road, Mount Vernon, Skagit County, Washington.

4.1.1 Number of Units Following Amendment. The Condominium contains fifty-four (54) Units. The location of existing Units within the project and their boundaries and dimensions are shown on the Condominium Survey Map and Plans, as amended. The Fifth Amendment to Exhibit B to the Declaration attached hereto contains a list of all Units, their identifying numbers, location, style and the Allocated Interests appurtenant to each Unit. The Allocated Interests have been reallocated among all Units in accordance with Section 3.3.2 of the Declaration and with RCW 64.34.236(1).

20. Certificate of Completion of All Units

Declarant hereby certifies, pursuant to RCW 64.34.200(2), that all Residential Units in the Condominium, including the Units added by this Amendment, are substantially completed to a stage of development suitable for the construction of improvements and mechanical systems necessary for the residential uses contemplated in the Declaration, and that all Villa Units added to the Condominium by this Amended Declaration, other than Units 51 - 54, are substantially completed.

___ Exhibits.



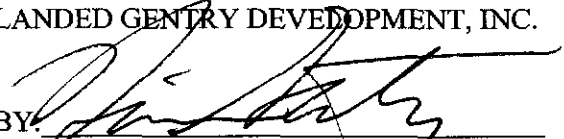
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Attached hereto is the Fifth Amendment to Exhibit B to the Declaration.

EXCEPT as modified by this Amendment, all of the terms and provisions of the Condominium Instruments are hereby expressly ratified and confirmed and shall remain in full force and effect.

IN WITNESS WHEREOF, the Declarant has caused this Amendment to be executed as of the date first written above.

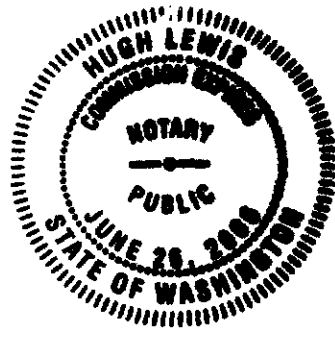
DECLARANT:
LANDED GENTRY DEVELOPMENT, INC.

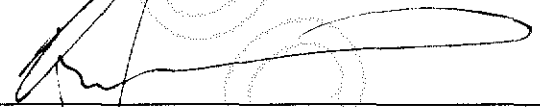
BY: 
BRIAN GENTRY, Its Vice President

STATE OF WASHINGTON)
) ss.
COUNTY OF SKAGIT)

I certify that I know or have satisfactory evidence that BRIAN GENTRY is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and that he acknowledged it as the Vice President of the Declarant, LANDED GENTRY DEVELOPMENT, INC. to be the free and voluntary act of such party for the uses and purposes mentioned in this instrument.

DATED: February 5, 2003.




NOTARY PUBLIC in and for the State of
Washington. My commission expires:
6-26-06

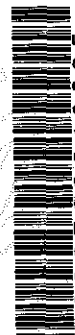


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FIFTH AMENDMENT TO EXHIBIT "B"

TO DECLARATION FOR STONEBRIDGE CONDOMINIUM

| Unit No. | Unit Type Model Type | Street Address | Square Footage | Number of Bedrooms | Number of Bathrooms | Number of Fireplaces | Type of Heat | Allocated Interest* |
|----------|----------------------|----------------------|----------------|--------------------|---------------------|----------------------|--------------|---------------------|
| 1 | A-4. | 2400 Stonebridge Way | 5140 | 3 | 2 | 1 | GFA | 1.85185% |
| 2 | Res. | 2406 Stonebridge Way | 5150 | 2 | 2 | 1 | GFA | 1.85185% |
| 3 | Res. | 2412 Stonebridge Way | 5150 | 2 | 2 | 1 | GFA | 1.85185% |
| 4 | D | 2416 Stonebridge Way | 5150 | 2 | 2 | 1 | GFA | 1.85185% |
| 5 | C-2 | 2420 Stonebridge Way | 5290 | 3 | 2 | 1 | GFA | 1.85185% |
| 6 | C-1 | 2401 Stonebridge Way | 5271 | 2 | 2 | 1 | GFA | 1.85185% |
| 7 | B-2 | 2405 Stonebridge Way | 5300 | 3 | 2 | 1 | GFA | 1.85185% |
| 8 | A-4 | 2411 Stonebridge Way | 5300 | 3 | 2 | 1 | GFA | 1.85185% |
| 9 | B-1 | 2415 Stonebridge Way | 5300 | 2 | 2 | 1 | GFA | 1.85185% |
| 10 | C-2 | 2419 Stonebridge Way | 5609 | 3 | 2 | 1 | GFA | 1.85185% |
| 11 | A-4 | 506 Shady Lane | 5772 | 3 | 2 | 1 | GFA | 1.85185% |
| 12 | D | 504 Shady Lane | 5148 | 2 | 2 | 1 | GFA | 1.85185% |
| 13 | C-1 | 502 Shady Lane | 5054 | 2 | 2 | 0 | GFA | 1.85185% |
| 14 | D | 500 Shady Lane | 5646 | 2 | 2 | 1 | GFA | 1.85185% |



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|----------|----------------------|----------------------|----------------|--------------------|---------------------|----------------------|--------------|---------------------|
| 15 | Res. | 2500 Stonebridge Way | 5299 | TBD | TBD | TBD | GFA | 1.85185% |
| 16 | Res. | 2502 Stonebridge Way | 5022 | TBD | TBD | TBD | GFA | 1.85185% |
| 17 | Res. | 2503 Stonebridge Way | 7210 | 3 | 2 | 1 | GFA | 1.85185% |
| 18 | Res. | 2511 Stonebridge Way | 5040 | TBD | TBD | TBD | GFA | 1.85185% |
| 19 | Res. | 2515 Stonebridge Way | 5928 | TBD | TBD | TBD | GFA | 1.85185% |
| 20 | Res. | 2517 Stonebridge Way | 6604 | TBD | TBD | TBD | GFA | 1.85185% |
| 21 | Res. | 2519 Stonebridge Way | 5334 | TBD | TBD | TBD | GFA | 1.85185% |
| 22 | Res. | 2521 Stonebridge Way | 6294 | 3 | 2 | 1 | GFA | 1.85185% |
| 23 | Res. | 2523 Stonebridge Way | 6430 | 2 | 2 | 1 | GFA | 1.85185% |
| 24 | Res. | 2522 Stonebridge Way | 6767 | 3 | 2 | 1 | GFA | 1.85185% |
| 25 | Res. | 2520 Stonebridge Way | 5845 | 3 | 2 | 1 | GFA | 1.85185% |
| 26 | Res. | 2518 Stonebridge Way | 5124 | TBD | TBD | TBD | GFA | 1.85185% |
| 27 | Res. | 2516 Stonebridge Way | 5050 | TBD | TBD | TBD | GFA | 1.85185% |
| 28 | Res. | 2514 Stonebridge Way | 5050 | TBD | TBD | TBD | GFA | 1.85185% |
| 29 | Res. | 2512 Stonebridge Way | 5050 | TBD | TBD | TBD | GFA | 1.85185% |



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|----------|----------------------|-----------------------|----------------|--------------------|---------------------|----------------------|--------------|---------------------|
| 30 | Res. | 2510 Stonebridge Way | 5050 | 3 | 2 | 1 | GFA | 1.85185% |
| 31 | Res. | 2508 Stonebridge Way | 5247 | 3 | 2 | 1 | GFA | 1.85185% |
| 32 | Res. | 2506 Stonebridge Way | 5407 | TBD | TBD | TBD | GFA | 1.85185% |
| 33 | C-1 | 508 Shady Lane | 6000 | 2 | 2 | 1 | GFA | 1.85185% |
| 34 | Res. | 515 Shady Lane | 6000 | TBD | TBD | TBD | TBD | 1.85185% |
| 35 | Res. | 517 Shady Lane | 6003 | TBD | TBD | TBD | TBD | 1.85185% |
| 36 | Res. | 519 Shady Lane | 6003 | TBD | TBD | TBD | TBD | 1.85185% |
| 37 | Res. | 521 Shady Lane | 6003 | TBD | TBD | TBD | TBD | 1.85185% |
| 38 | Res. | 523 Shady Lane | 6047 | TBD | TBD | TBD | TBD | 1.85185% |
| 39 | G-2Villa | 501 Shady Lane | 1358 | 3 | 2 | 1 | GFA | 1.85185% |
| 40 | F-2Villa | 503 Shady Lane | 1239 | 3 | 2 | 1 | GFA | 1.85185% |
| 41 | G-2Villa | 505 Shady Lane | 1358 | 3 | 2 | 1 | GFA | 1.85185% |
| 42 | F-2Villa | 507 Shady Lane | 1239 | 3 | 2 | 1 | GFA | 1.85185% |
| 43 | E-2Villa | 509 Shady Lane | 1347 | 3 | 2 | 1 | GFA | 1.85185% |
| 44 | G-1Villa | 511 Shady Lane | 1295 | 2 | 2 | 1 | GFA | 1.85185% |
| 45 | G-2Villa | 500 N. La Venture Rd. | 1358 | 3 | 2 | 1 | GFA | 1.85185% |



| Unit No. | Unit Type Model Type | Street Address | Square Footage | Number of Bedrooms | Number of Bathrooms | Number of Fireplaces | Type of Heat | Allocated Interest* |
|----------|----------------------|----------------------|----------------|--------------------|---------------------|----------------------|--------------|---------------------|
| 46 | G-2Villa | 502 N. LaVenture Rd. | 1358 | 3 | 2 | 1 | GFA | 1.85185% |
| 47 | G-2Villa | 504 N. LaVenture Rd. | 1358 | 3 | 2 | 1 | GFA | 1.85185% |
| 48 | G-2Villa | 506 N. LaVenture Rd. | 1358 | 3 | 2 | 1 | GFA | 1.85185% |
| 49 | G-2Villa | 508 N. LaVenture Rd. | 1358 | 3 | 2 | 1 | GFA | 1.85185% |
| 50 | G-2Villa | 510 N. LaVenture Rd. | 1358 | 3 | 2 | 1 | GFA | 1.85185% |
| 51 | G-2Villa | 512 N. LaVenture Rd. | 1358 | 2 | 2 | 1 | GFA | 1.85185% |
| 52 | G-2Villa | 514 N. LaVenture Rd. | 1358 | 2 | 2 | 1 | GFA | 1.85185% |
| 53 | G-2Villa | 516 N. LaVenture Rd. | 1358 | 2 | 2 | 1 | GFA | 1.85185% |
| 54 | G-2Villa | 518 N. LaVenture Rd. | 1358 | 2 | 2 | 1 | GFA | 1.85185% |
| Total | | | | | | | | 100.00% |

* Allocated interests are the percentages of undivided interests in the Common Elements, fractional liability for the Common Expenses of the Association and votes in the Association allocated to each Unit under Section 5.3, 7.4.2 and 10.6 of the Declaration, pursuant to RCW 64.34.224(1).

TBD = To be determined during construction of dwelling Units by or under the direction of the Declarant.



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