

RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:

Stonebriar L.P.
c/o William Lyon Homes, Inc.
9216 Kiefer Boulevard, Suite 8
Sacramento, CA 95827
Attn: Stephen Hicks

CERTIFIED TO BE A TRUE COPY
OF DOCUMENT RECORDED
SERIES NO. 2003-0022862
OFFICIAL RECORDS OF El Dorado COUNTY

Chicago Title Co.

BY P. [Signature]

Recorded 3-7-03
3/7/03
0022862

NOTICE OF ANNEXATION OF TERRITORY AND
SUPPLEMENTAL DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS

*Stonebriar
Unit 6*

THIS NOTICE OF ANNEXATION is made by Stonebriar L.P., a California limited partnership ("Declarant"), with reference to the following facts.

A. Declarant is owner of that certain real property located in the unincorporated area of the County of El Dorado, State of California, described as follows:

Lots 98-114, inclusive, Lots 118-128, inclusive, and Lots 187-215, inclusive as shown on the Final Map entitled "Stonebriar, Unit No. 6," recorded on March 5, 2003, in the Official Records of the County in Book I of Maps at Page 150 et seq.

B. The real property described in Recital A is a part of that certain residential development project commonly known as Stonebriar, and is referred to in this Notice as the "Annexed Property." The Annexed Property is annexable into the Stonebriar planned community pursuant to that certain Declaration of Covenants, Conditions, and Restrictions (Stonebriar) recorded in the Official Records of El Dorado County, California on May 2, 2001, as Instrument No. 2001-0025367-00 (the "Declaration"). All capitalized terms not otherwise defined in this Notice shall have the meanings given to them in the Declaration, and unless otherwise indicated, all references to a "Section" shall mean and refer to a section of the Declaration.

C. Declarant now desires to annex the Annexed Property into the Property pursuant to Section 4.11 of the Declaration.

NOW, THEREFORE, Declarant declares as follows:

1. Annexation. The Annexed Property is hereby added to and made a part of the Property subject to the Declaration. The Annexed Property shall be held, conveyed,

RECORDING REQUESTED BY AND
WHEN RECORDED MAIL TO:

Stonebriar L.P.
c/o William Lyon Homes, Inc.
9216 Kiefer Boulevard, Suite 8
Sacramento, CA 95827
Attn: Stephen Hicks

CERTIFIED TO BE A TRUE COPY
OF DOCUMENT RECORDED
SERIES NO. 2003-0022862
OFFICIAL RECORDS OF El Dorado COUNTY

Chicago Title Co.

BY P. [Signature]

Recorded 3-7-03
3/7/03
0022862

NOTICE OF ANNEXATION OF TERRITORY AND
SUPPLEMENTAL DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS

*Stonebriar
Unit 6*

THIS NOTICE OF ANNEXATION is made by Stonebriar L.P., a California limited partnership ("Declarant"), with reference to the following facts.

A. Declarant is owner of that certain real property located in the unincorporated area of the County of El Dorado, State of California, described as follows:

Lots 98-114, inclusive, Lots 118-128, inclusive, and Lots 187-215, inclusive as shown on the Final Map entitled "Stonebriar, Unit No. 6," recorded on March 5, 2003, in the Official Records of the County in Book I of Maps at Page 150 et seq.

B. The real property described in Recital A is a part of that certain residential development project commonly known as Stonebriar, and is referred to in this Notice as the "Annexed Property." The Annexed Property is annexable into the Stonebriar planned community pursuant to that certain Declaration of Covenants, Conditions, and Restrictions (Stonebriar) recorded in the Official Records of El Dorado County, California on May 2, 2001, as Instrument No. 2001-0025367-00 (the "Declaration"). All capitalized terms not otherwise defined in this Notice shall have the meanings given to them in the Declaration, and unless otherwise indicated, all references to a "Section" shall mean and refer to a section of the Declaration.

C. Declarant now desires to annex the Annexed Property into the Property pursuant to Section 4.11 of the Declaration.

NOW, THEREFORE, Declarant declares as follows:

1. Annexation. The Annexed Property is hereby added to and made a part of the Property subject to the Declaration. The Annexed Property shall be held, conveyed,

hypothecated, encumbered, leased, occupied, built upon and otherwise used, improved or transferred, in whole or in part, subject to this Notice and the Declaration. This Notice constitutes the notice of annexation required by Section 4.11.

2. Annexation of Territory and Establishment of General Plan.

2.1 General Plan. This Notice is recorded in furtherance of an overall general plan for the development and sale of the Annexed Property and the Property, and for the purpose of enhancing the value, desirability and attractiveness of the Annexed Property and the Property.

2.2 Equitable Servitudes. The covenants, conditions and restrictions contained in this Notice and the Declaration are hereby imposed as equitable servitudes upon each Lot within the Annexed Property, as a servient tenement, for the benefit of each and every other Lot within the Annexed Property and the Property, as dominant tenements.

2.3 Covenants Appurtenant. Unless otherwise terminated or amended in accordance with the Declaration, the covenants, conditions and restrictions of this Notice shall run with, inure to the benefit of and be binding upon all of the land comprising the Lots, and shall be binding upon, inure to the benefit of and be enforceable by all Owners, for a period coterminous with the term of the Declaration.

3. Miscellaneous Provisions.

3.1 Restrictions Severable. Each of the provisions of this Notice shall be deemed independent and severable, and the invalidity or partial invalidity of any provision(s) shall not affect the validity or enforceability of any other provision(s).

3.2 Singular Includes Plural. Unless the context requires a contrary construction, the singular shall include the plural, the plural shall include the singular, and the masculine, feminine or neuter shall each include the masculine, feminine and neuter.


3.3 Captions. All captions or titles used in this Notice are intended solely for convenience of reference and shall not affect or inform the interpretation or application of any of the provisions hereof.

3.4 Conflicts. If there is any inconsistency between the terms of this Notice and the terms of any other supplemental declaration concerning the Annexed Property, the terms of this Notice shall control. If there is any inconsistency between the terms of this Notice and the terms of the Declaration, the terms of the Declaration shall control.

IN WITNESS WHEREOF, Declarant has executed this Notice as of January 3, 2003
to be effective upon recordation in the El Dorado County Official Records.

Stonebriar L.P., a California limited partnership

By: William Lyon Homes, Inc., a California
corporation, its general partner

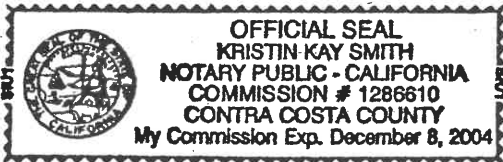
By: 

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of Sacramento } ss.

On January 3, 2003, before me, Kristin Kay Smith, Notary Public
(Date) Name and Title of Officer (e.g., "Jane Doe, Notary Public")
personally appeared Robert F. Knobel
Name(s) of Signer(s)

personally known to me
 proved 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.

WITNESS my hand and official seal
Kristin Kay Smith
Signature of Notary Public

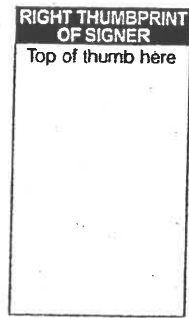
Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document
Title or Type of Document: Notice of Annexation of Territory & Suppl. Stonebear-Unit 10
Document Date: January 2, 2003 Number of Pages: 3 CCP's
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer
Signer's Name: Robert F. Knobel
 Individual
 Corporate Officer — Title(s): Vice President
 Partner — Limited General
 Attorney in Fact
 Trustee
 Guardian or Conservator
 Other: _____



Signer Is Representing: William Lyon Homes, Inc.



El Dorado, County Recorder
William Schultz Co Recorder Office
DOC- 2003-0022058-00

Acct 1-CHICAGO TITLE CO

Wednesday, MAR 05, 2003 14:15:29

Ttl Pd \$0.00

Nbr-0000390652

LJP/C2/1-3

Recording requested by:

CHICAGO TITLE COMPANY

When recorded, return to:

El Dorado County Department of Transportation
2850 Fairlane Court
Placerville, CA 95667
Attn: Orvin C. Lambert

**NOTICE OF RESTRICTION
FOR
STONEBRIAR, UNIT 6**

WHEREAS, the undersigned, STONEBRIAR, L.P., a California Limited Partnership, hereinafter designated for convenience as the Subdivider, is the record owner of that certain real property situated in the County of El Dorado, State of California, and particularly described as follows:

Lots 98 through 114, 118 through 128 and 185 through 215 of STONEBRIAR, UNIT NO. 6, which map was filed for record in Book I of Maps, at Page 150, El Dorado County Records.

WHEREAS, it is the intention of the undersigned Subdivider to impose the following restriction on the subject lots.

NOW, THEREFORE, it is hereby declared and mutually agreed upon that any conveyance made or accepted of the above-described property shall be made and accepted subject to the express restriction that no Certificate of Occupancy shall be issued for any building permit for any of the subject lots until property owner provides proof to the El Dorado County Department of Transportation that one of the following has occurred:

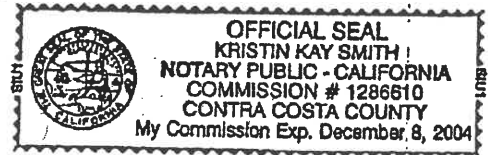
- 1) An election is held to consider a revision to the annual property assessments by the Springfield Meadows Community Services District, and that the result of said election is certified by the County of El Dorado Elections Department.
- 2) The Board of Directors of the Springfield Meadows Community Services District takes an official action to decline to have an election to consider a revision to the annual property assessments by the Springfield Meadows Community Services District. Such action by the Board of Directors can be evidenced by a certified copy of the minutes of the public meeting clearly reflecting an item proposing an election to revise the annual property assessment and reflecting rejection of the proposal by the Board of Directors.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA)
) ss.
COUNTY OF CONTRA COSTA)

On February 14, 2003 before me, Kristin Kay Smith, Notary Public, personally appeared, Robert F. Knobel, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Signature

Kristin Kay Smith

Kristin Kay Smith, Notary Public

Commission #1286610
My Commission Expires on December 8, 2004
Principal County of Business is Contra Costa County

OPTIONAL

Description of Attached Document

Title or Type of Attached Document: Notice of Restriction for Stonebriar, Unit 6

Document Date: February 14, 2003
Signer(s) Other Than Above: _____

Number of Pages: 1

Capacity(ies) Claimed by Signer

- Signer's name: Robert F. Knobel
Individual
 Corporate Officer – Title(s): Vice President
Partner Limited General
Attorney in Fact
Trustee
Guardian or Conservator
Other:

Signer is Representing: William Lyon Homes, Inc.

02205

This restriction shall run with the land for the subject lots and bind all parties having or acquiring any right, title or interest in the subject lots and their successors or assigns. Upon receipt of said proof the Department of Transportation will consent to the recordation of a document to remove this restriction.

Dated: 2/14/03

STONEBRIAR, L.P., a California Limited Partnership

By: William Lyon Homes, Inc., a California Corporation its General Partner

By: 
Robert F. Knobel, Vice President