

B. AMENDMENT.

The Declaration is hereby further amended as follows:

1. Amendment and Disclosure Regarding Mahanalua Nui Water System. Section 6.05 is hereby added to the Declaration, to read as follows:

"6.05 Water System Disclosures and Warnings.

Prior to the date of this Second Amendment, the Declarant has established two affiliated corporations, Launiupoko Water Co., LLC and Launiupoko Irrigation Co., LLC, to provide potable and non-potable water service to Mahanalua Nui Subdivision. Said corporations are regulated by the State of Hawaii Public Utilities Commission.

All lot owners should be aware, and are hereby warned, as follows:

(a) Each water system may be subject to interruptions and cessations in service, changes in water quality or water quantity, and other problems which may occur in the operation of private water systems. Property owners are warned that if they desire to protect themselves against such changes or inconveniences, property owners may wish to construct supplemental water facilities on their own properties, including water storage facilities.

(b) The non-potable water provided by Launiupoko Irrigation Co., LLC is for irrigation purposes and is not suitable for drinking or domestic use. Such water is provided from surface water sources and may contain bacteria which are extremely hazardous to health. All property owners accepting non-potable water service are instructed to warn their family, guests, tenants, visitors and successors in title of these risks and the unsuitability of the water for human consumption or domestic use.

(c) Also, neither the Declarant nor Launiupoko Irrigation Co., LLC shall be responsible

if for any reason the source of non-potable water is withdrawn from use. The control of surface waters in the State of Hawaii is vested in the State of Hawaii Water Resources Commission. The right of the use of said sources for irrigating Mahanalua Nui Subdivision (and other developed areas served by it) has been challenged by certain parties."

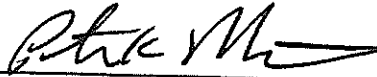
2. An additional Section 8.05A is hereby added to read as follows:

"8.05A Possible Future Development of Adjacent Properties. Adjacent Properties (defined in Section 8.05 above), may be developed in the future. Such developments may include agricultural, residential, non-residential or other types of development, and may be re-zoned which may result in increased development density and changes in use. Development may result in increase in traffic, noise, dust and other nuisances. Declarant may grant to the lots and buyers within the Adjacent Properties the rights to use certain roads and facilities within Mahanalua Nui and may add the owners of said lots to the membership of Mahanalua Nui Homeowners Association, Inc. Neither the Declarant nor the owners of the Adjacent Properties nor any other respective successors in title or assigned shall be held liable for any such nuisance or adverse consequences of such developments."

3. In all other respects the Declaration shall remain in full force and effect.

This Declaration is executed the day and year first above written.

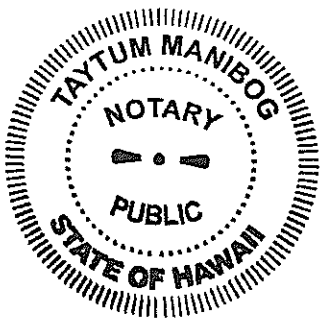
LAUNIUPOKO ASSOCIATES, LLC,
a Hawaii limited liability company

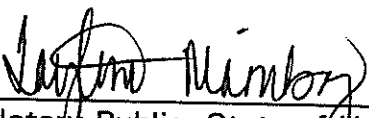
By: 
Peter K. Martin
Its: Member

"Declarant"

STATE OF HAWAII)
) SS.
COUNTY OF MAUI)

On this 16th day of March, 2005, before me personally appeared Peter K. Martin, to me personally known, who, being by me duly sworn or affirmed, did say that such person(s) executed the foregoing instrument as the free act and deed of such person(s), and if applicable, in the capacities shown, having been duly authorized to execute such instrument in such capacities.




Notary Public, State of Hawaii
Printed Name: Taytum Manibog
My Commission Expires: 2-29-2008