

attached hereto and made a part hereof ("Lot 3"). Lot 3 is owned by the Declarant as of the date of this Amendment. Pursuant to Declarant's rights reserved under Section 4 of the Declaration, the parties desire to amend easements 9 and 9A, to remove that portion of said easements which are located on Lot 3.

AMENDMENT: The Declarant hereby amends the descriptions of Easements 9 and 9A by deleting therefrom all portions of Easements 9 and 9A which are located upon, cross or encumber Lot 3. Lot 3 is hereby released from Easements 9 and 9A and said easements no longer encumber Lot 3, in any respect.

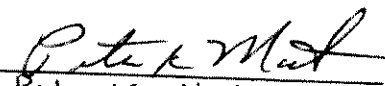
Declarant is aware that Easements 9 and 9A, as a result of this Second Amendment, may have gaps which render the remaining portions of said easements non-contiguous and without connection to the trail system. Declarant reserves the right, pursuant to Section 4 of the Declaration, to further amend the Declaration to provide additional easements or relocations of the deleted portions of Easements 9 and 9A to establish such access and connections, but no portion of any new or relocated easement shall be located within the boundaries of Lot 3. Said further amendment shall be in Declarant's sole discretion.

The Association hereby joins in and consents to this Amendment.

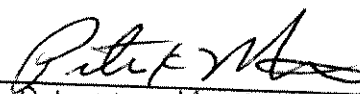
In all other respects the Declaration shall remain in full force and effect and unmodified, except as amended by the First Amendment and this Second Amendment.

Executed the day and year first above written.

MAKILA LAND CO., LLC

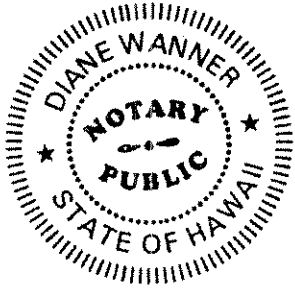
By: 
Peter K. Martin
Its: Managing Member

MAKILA NUI HOMEOWNERS'
ASSOCIATION

By: 
Peter K. Martin
Its: President

STATE OF HAWAII)
)
COUNTY OF MAUI) SS.

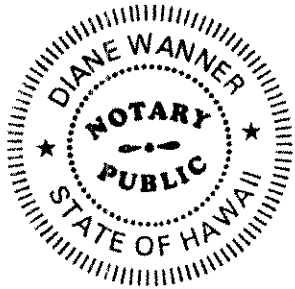
On this 22nd day of April, 2007, before me personally appeared Peter K. Martin, to me personally known, who, being by me duly sworn or affirmed, did say that such person(s) executed the foregoing instrument as the free act and deed of such person(s), and if applicable, in the capacities shown, having been duly authorized to execute such instrument in such capacities.



Diane Wanner
Notary Public, State of Hawaii
Printed Name: Diane Wanner
My Commission Expires: 7-17-07

STATE OF HAWAII)
)
COUNTY OF MAUI) SS.

On this 23rd day of April, 2007, 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.



Diane Wanner
Notary Public, State of Hawaii
Printed Name: Diane Wanner
My Commission Expires: 7-17-07

EXHIBIT "A"

MAHANALUA NUI SUBDIVISION, PHASE V

LOT 3

Being a portion of Lot 2
of Launiupoko (Large Lot) Subdivision No. 2,
being also a portion of Royal Patent Grant No. 1358,
Land Commission Award No. 82 to Thomas Phillips,
situate at Launiupoko, Lahaina, Maui, Hawaii

Beginning at the Northeast corner of this parcel of
land, being also the Southeast corner of Lot 13-A, being a
portion of Lot 13 of Mahanalua Nui Subdivision Phase IV, the
coordinates of said point of beginning referred to Government
Survey Triangulation Station "LAUNIUPOKO" being 775.98 feet
North and 1,288.35 feet East, and running by azimuths measured
clockwise from true South:

1. 331° 46' 44" 159.15 feet along Roadway Lot 11 of
(Wailau Place) of Mahanalua Nui
Subdivision Phase V, along the
remainder of R. P. 1358, L. C.
Aw. 82 to Thomas Phillips;

Thence along Roadway Lot 11
(Wailau Place) of Mahanalua Nui
Subdivision Phase V, along the
remainder of R. P. 1358, L. C.
Aw. 82 to Thomas Phillips, on a
curve to the right with a
radius of 100.00 feet, the
chord azimuth and distance
being;
2. 7° 05' 22" 115.60 feet;
3. 42° 24' 333.22 feet along Roadway Lot
11 (Wailau Place) of Mahanalua
Nui Subdivision Phase V, along
the remainder of R. P. 1358,
L. C. Aw. 82 to Thomas
Phillips;

Thence along Roadway Lot 11 (Wailau Place) of Mahanalua Nui Subdivision Phase V, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips, on a curve to the right with a radius of 500.00 feet, the chord azimuth and distance being:

4. 56° 48' 248.69 feet;

5. 71° 12' 77.29 feet along Roadway Lot 11 (Wailau Place) of Mahanalua Nui Subdivision Phase V, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips;

Thence along Roadway Lot 11 (Wailau Place) of Mahanalua Nui Subdivision Phase V, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips, on a curve to the right with a radius of 20.00 feet, the chord azimuth and distance being:

6. 98° 11' 18.15 feet;

Thence along Roadway Lot 11 (Wailau Place) of Mahanalua Nui Subdivision Phase V, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips, on a curve to the right with a radius of 48.00 feet, the chord azimuth and distance being:

7. 92° 01' 45" 52.48 feet;

8. 148° 25' 180.12 feet along Lot 4 of Mahanalua Nui Subdivision Phase V, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips;

9. 69° 42' 1,108.70 feet along same;
10. 204° 48' 419.81 feet along Lots 1 and 2 of Mahanalua Nui Subdivision Phase V, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips;
11. 197° 28' 619.22 feet along Lot 2 of Mahanalua Nui Subdivision Phase V, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips;
12. 235° 01' 447.00 feet along same;
13. 297° 41' 30" 191.21 feet along Lots 15 and 14 of Mahanalua Nui Subdivision Phase IV, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips;
14. 287° 57' 10" 363.67 feet along Lots 14 and 13-A of Mahanalua Nui Subdivision Phase IV, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips;
15. 296° 39' 40" 333.87 feet along Lot 13-A of Mahanalua Nui Subdivision Phase IV, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips;
- Thence along Roadway Lot 13-A of Mahanalua Nui Subdivision Phase IV, along the remainder of R. P. 1358, L. C. Aw. 82 to Thomas Phillips, on a curve to the left with a radius of 100.00 feet, the chord azimuth and distance being:
16. 263° 51' 40" 108.34 feet to the point of beginning and containing an area of 25.868 acres, more or less, as

per survey of Erik S.
Kaneshiro, Licensed
Professional Land Surveyor,
Certificate No. 9826 dated
February 15, 2007.

Being a portion of the land conveyed by the following:

(1) Limited Warranty Deed and Reservation of Rights between Pioneer Mill Company, Limited, a Hawaii corporation, as Grantor, and Makila Land Co., LLC, a Hawaii limited liability company, as Grantee, dated January 16, 2001, recorded in the said Bureau of Conveyances as Document No. 2001-006058.

(2) Deed and Reservation of Rights between Pioneer Mill Company, Limited, a Hawaii corporation, as Grantor, and Makila Land Co., LLC, a Hawaii limited liability company, as Grantee, dated January 16, 2001, recorded in the said Bureau of Conveyances as Document No. 2001-006059.

END OF EXHIBIT "A"

Tax Key: (2) 4-7-001-025 (portion)