

WHEN RECORDED RETURN TO:

DICKINSON WRIGHT PLLC
1850 North Central Avenue, Suite 1400
Phoenix, Arizona 85004
Attention: Spencer W. Cashdan



FIRST AMENDMENT TO LICENSE AGREEMENT

This First Amendment to License Agreement (this "First Amendment") is made as of September 26, 2017, by and between LA MERRA HOLDINGS, LLC, a Delaware limited liability company ("Licensor") and SEDONA RANCH ON OAK CREEK ASSOCIATION, an Arizona nonprofit corporation ("Licensee").

RECITALS

A. Licensor and Licensee are parties to a License Agreement dated August 1, 2017, which was recorded in the Official Records of the Office of the Yavapai County Recorder on August 17, 2017, as Document No. 2017-0042205 (the "License").

B. Licensor and Licensee wish to amend the License as set forth in this First Amendment.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Licensor and Licensee hereby agree as follows.

AGREEMENT

1. Definitions. Capitalized terms used in this First Amendment without definition shall have the meanings assigned to such terms in the License, unless the context expressly requires otherwise.
2. Licensee. Is also known as "SEDONA RANCH ON OAK CREEK HOMEOWNERS ASSOCIATION, an Arizona nonprofit corporation.
3. Legal Description. Exhibit "A" of the License is amended by deleting the legal description thereon and replacing it with the following legal description:

Lots 1 through 45 inclusive, and Tracts A, B, C, D, E, F, G and H, Sedona Ranch on Oak Creek, according to the re-plat of record in Document No. 2017-0047349, in the records of Yavapai County, Arizona.

4. License Area. The License Area is hereby amended to be the following real property:

Tract H, Sedona Ranch on Oak Creek, according to the re-plat of record in Document No. 2017-0047349, in the records of Yavapai County, Arizona.

5. Legal Description. Exhibit A to the Memorandum of License that is attached to the License is amended to be the legal description set forth in Paragraph 4, above.

6. **Full Force and Effect.** Except as expressly modified by this First Amendment, the License remains unmodified and in full force and effect. All references in the License to “**this License**” shall be deemed references to the License as modified by this First Amendment.

Counterparts; Electronic Signatures. This First Amendment may be executed in one or more counterparts and the signature pages combined to constitute one document. Electronic signatures shall have the same force and effect as original signatures.

[Signatures on Following Page]

IN WITNESS WHEREOF, the parties hereto have executed this First Amendment as of the date first above written.

LICENSOR:

LA MERRA HOLDINGS, LLC,
a Delaware limited liability company

By: Michael Benjamin Coy
Name: Michael Benjamin Coy
Its: Signature

Signature Date: 9/26/2017

LICENSEE:

**SEDONA RANCH ON
OAK CREEK HOMEOWNERS ASSOCIATION,**
an Arizona nonprofit corporation

By: Michael Benjamin Coy
Name: Michael Benjamin Coy
Its: Signature

Signature Date: 9/26/2017

STATE OF Arizona)
) ss.
County of Yavapai)

On September 26, 2017, before me, Heather Pugsley, a Notary Public in and for said state, personally appeared Michael Benjamin Strey, the signature of La Merra Holdings, LLC, a Delaware limited liability company, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons 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 entity upon behalf of which the person acted, executed the instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Heather Pugsley
Notary Public

My Commission Expires:



STATE OF Arizona)
) ss.
County of Yavapai)

On September 26, 2017, before me, Heather Pugsley, a Notary Public in and for said state, personally appeared Michael Benjamin Strey, the signature of Sedona Ranch on Oak Creek Homeowners Association, an Arizona nonprofit corporation, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons 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 entity upon behalf of which the person acted, executed the instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Heather Pugsley
Notary Public

My Commission Expires:

