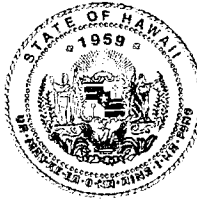


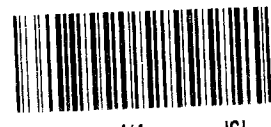
FFSUPP



STATE OF HAWAII
BUREAU OF CONVEYANCES
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April 14, 2020 8:01 AM

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/s/ LESLIE T. KOBATA
REGISTRAR

LAND COURT SYSTEM

REGULAR SYSTEM

Return by Mail Pickup

To:

RS/4

Kukui'ula Development Company (Hawaii), LLC
2700 Ke Alaula Street, Suite B
Koloa, Hawaii 96756

TG 201953355P

Total Pages: 6

Tax Map Key Nos.: (4) 2-6-019-017

AMENDED AND RESTATED SUPPLEMENT

to

SECOND AMENDED AND RESTATED COVENANT FOR THE CLUB AT KUKUI'ULA
(Parcel FF)

THIS AMENDED AND RESTATED SUPPLEMENT TO SECOND AMENDED AND RESTATED COVENANT FOR THE CLUB AT KUKUI'ULA (PARCEL FF) (this "Amended and Restated Supplement") is made this 14th day of April, 2020, by KUKUI'ULA DEVELOPMENT COMPANY (HAWAII), LLC, a Hawaii limited liability company (the "Declarant"), whose mailing address is 2700 Ke Alaula Street, Suite B, Koloa, Hawaii 96756;

WITNESSETH

WHEREAS, Declarant is the "Declarant" under that certain Covenant for The Club at Kukui'ula, dated May 8, 2006, recorded in the Bureau of Conveyances of the State of Hawaii (the "Bureau") on May 11, 2006, as Document No. 2006-088740, as amended and restated by that certain Second Amended and Restated Covenant for The Club at Kukui'ula, dated August 5, 2015, and recorded in the Bureau as Document No. A-56951010, as supplemented and amended and as may be further supplemented and amended (collectively, the "Covenant");

WHEREAS, Chapter 3 of the Covenant provides that Declarant may submit to the terms of the Covenant all or any portion of the property described in Exhibit "B" to the Covenant by recording a Supplement describing the additional property to be submitted, with the consent of the owner of such property;

WHEREAS, Lot 17 of the Kukui'ula Residential Subdivision, Phase III-A ("Lot 17") is a portion of the Property described in Exhibit "B" to the Covenant;

WHEREAS, by that certain instrument dated November 27, 2013 and recorded in the Bureau as Document No. A-50840987 (the “**FF Supplement**”), Declarant submitted Lot 17 (a) to the Covenant and to the jurisdiction of The Club at Kukui‘ula, a Hawaii nonprofit corporation, described in the Covenant (“**The Club**”), and (b) to certain reservations, terms, covenants and conditions as therein provided;

WHEREAS, Lot 17 was consolidated with other property and resubdivided pursuant to the subdivision map entitled “Kukui‘ula Parcel FF Subdivision” and approved by the Planning Commission of the County of Kauai on March 25, 2020, and attached as an exhibit to the Affidavit of Erik S. Kaneshiro, Austin, Tsutsumi & Associates, Inc., dated April 1, 2020 and recorded in the Bureau as Document No. A-~~12110652~~, as may be amended (the “**Parcel FF Subdivision**”);

WHEREAS, the real property described in Exhibit “A” attached hereto and made a part hereof (the “**Subject Property**”) is a portion of the property consolidated and resubdivided pursuant to the Parcel FF Subdivision;

WHEREAS, pursuant to the powers reserved to Declarant in Section 6.1 of the Covenant, Declarant desires to amend the FF Supplement to reflect the foregoing consolidation and resubdivision;

WHEREAS, pursuant to the powers reserved to Declarant in Section 6.1 of the Covenant, Declarant desires to amend and restate the FF Supplement and all exhibits thereto so as to read as set forth below in this Amended and Restated Supplement;

WHEREAS, unless otherwise defined in this Amended and Restated Supplement, all capitalized terms (other than those at the beginning of sentences) shall have the definitions given to them in the Covenant; and

NOW, THEREFORE, pursuant to Sections 3.2 and 6.1 of the Covenant, the FF Supplement is hereby amended, restated, replaced and superseded in its entirety as set forth in this Amended and Restated Supplement (the FF Supplement, as further amended herein, is hereby referred to as this “**Supplement**”). Declarant does hereby subject the Subject Property to the provisions of the Covenant and to the provisions of this Supplement, which shall apply to the Subject Property in addition to the provisions of the Covenant. The Subject Property shall be sold, transferred, used, conveyed, occupied, and mortgaged or otherwise encumbered pursuant to the provisions of this Supplement and the Covenant (inclusive of all amendments thereto), both of which shall run with the title to such Subject Property and shall be binding upon all persons having any right, title, or any interest in all or any portion of the Subject Property, their respective heirs, devisees, personal representatives, successors, successors in trust, and assigns, as applicable. The provisions of this Supplement shall be binding upon The Club in accordance with the terms of the Covenant.

ARTICLE I

Units and Lodge Designation

1.1 Residential Lots. Each of Lots 1 through 8 identified and described in Exhibit “A” attached hereto as a “Residential Lot” is herein referred to as a “**Residential Lot**.” Each Residential Lot shall be designated numerically as set forth in Exhibit “A” attached hereto. Notwithstanding any other provision in the Covenant to the contrary, each Residential Lot will be considered a “Unit” under the terms of the Covenant upon the recording in the Bureau of the conveyance of the Residential Lot by Declarant and Hai Fu to a subsequent owner.

1.2 Project Units. The Club Bungalows at Kukui‘ula condominium project (the “**Project**”) has been constructed on the portion of the Subject Property identified as Lot 9 in Exhibit “A” attached hereto (the “**Project Lot**”) and consists of residential condominium units. Each of the aforesaid units created and existing from time to time under the Declaration of Condominium Property Regime of The Club Bungalows at Kukui‘ula, and any

amendments thereto, will be referred to individually herein as a “**Project Unit**” and collectively, as “**Project Units**.” Notwithstanding any other provision in the Covenant to the contrary, each Project Unit will be considered a “Unit” under the terms of the Covenant upon the recording in the Bureau of the conveyance of the Project Unit by Declarant and Hai Fu to a subsequent owner.

1.3 Plantation Membership. Subject to the terms and restrictions, if any, of participating in the Kukui‘ula Lodge Rental Program described below, Owners of the Residential Lots and Project Units (collectively, the “**Subject Units**”) shall be entitled to the benefits, and shall be subject to the obligations and duties, of Plantation Membership in The Club as provided in the Covenant, except that neither Declarant nor any “Builder”, as defined in the Community Charter for Kukui‘ula, shall be considered such an Owner.

1.4 Lodge Designation. As set forth in the Amended and Restated Supplement to Second Amended and Restated Community Charter for Kukui‘ula and Declaration of Easements (Parcel FF), dated April 9, 2020 (the “**Charter Supplement**”) and intended to be recorded in the Bureau concurrently herewith, each Owner of a Project Unit is eligible to participate in the “Lodge Rental Program” as therein defined. Each Project Unit for which the Owner from time to time participates in the Lodge Rental Program shall, during the period(s) of such participation, be part of the Lodge Program at Kukui‘ula under the Community Charter. During the period(s) of time that the Owner of a Project Unit participates in the Lodge Rental Program, such Project Unit shall be subject to and shall enjoy the benefits of the provisions of the Covenant pertaining to the Lodge and Lodge guests. Initially, the Residential Lots shall not be eligible to participate in the Lodge Rental Program. However, under the Charter Supplement, Declarant has reserved the right, but shall not be obligated, to unilaterally amend the Charter Supplement to designate other units (including the Residential Lots) as eligible to participate in the Lodge Rental Program.

ARTICLE II

Additional and Modified Covenants and Disclosures

2.1 Assessments. Notwithstanding anything to the contrary contained in the Covenant, the Club By-Laws or any other document, no Initiation Fee shall be levied upon the transfer of any Subject Unit from Declarant to any Builder.

ARTICLE III

Miscellaneous Provisions

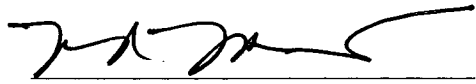
3.1 This Supplement may be executed in counterparts. Each counterpart shall be executed by one or more parties hereinbefore named and the several counterparts shall constitute one instrument to the same effect as though the signatures of all the parties are upon the same document.

3.2 The parties hereto agree that the person or company recording or arranging for the recordation of this Amendment is authorized to complete any blanks contained in this Supplement with the applicable number of pages, dates, and recordation information, whether before or after this Supplement has been notarized by a notary public, and in no event shall completion of any such blanks be deemed an alteration of this Supplement by means of the insertion of new content.

[Remainder of page intentionally left blank; signatures on following page]

IN WITNESS WHEREOF, Declarant has executed this Supplement as of the date and year first written above.

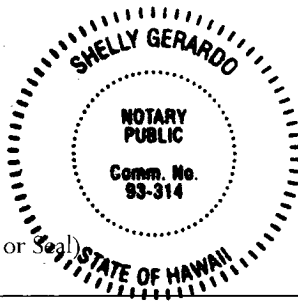
KUKUI'ULA DEVELOPMENT COMPANY (HAWAII), LLC,
a Hawaii limited liability company

By: 
Name: RICHARD L. AUPUNSCIO
Title: PRESIDENT "Declarant"

STATE OF HAWAII)
) S.S.
COUNTY OF KAUAI)

RICHARD L. ALBRECHT

On this 2nd day of April, 2020, before me personally appeared _____, to me personally known, who, being by me duly sworn or affirmed, did say that such person executed the foregoing instrument as the free act and deed of such person, and if applicable in the capacity shown, having been duly authorized to execute such instrument in such capacity.



Shelly Gerardo
Notary Public, State of Hawaii

Printed Name: SHELLY GERARDO

My commission expires: My Commission Expires December 25, 2023

(Official Stamp or Seal)

NOTARY CERTIFICATION STATEMENT

Document Identification or Description: Amended and Restated Supplement to Second Amended and Restated Covenant for The Club at Kukui'ula (Parcel FF)

Doc. Date: _____ or Undated at time of notarization.

No. of Pages: 6

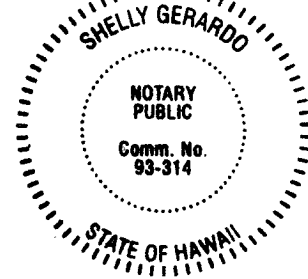
Jurisdiction: Fifth Circuit
(in which notarial act is performed)

Shelly Gerardo
Signature of Notary

4/2/2020
Date of Notarization and
Certification Statement

SHELLY GERARDO

Printed Name of Notary



(Official Stamp or Seal)

EXHIBIT "A"

Subject Property

Residential Lots: Lots 1 through 8 of "Kukui'ula Parcel FF Subdivision," (collectively, "**Residential Lots**"), as described in, and depicted on the subdivision map that is attached to that certain Affidavit of Erik S. Kaneshiro, Austin, Tsutsumi & Associates, Inc., dated April 1, 2020 and recorded in the Bureau of Conveyances of the State of Hawaii as Document No. 71A 70650 (the "**Subdivision Map**").

Project Lot: Lots 9 of "Kukui'ula Parcel FF Subdivision," (the "**Project Lot**"), as described in, and depicted on the Subdivision Map.

The appurtenances and encumbrances to the foregoing lots are intentionally omitted.