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STATE OF HAWAII

BUREAU OF CONVEYANCES

DOCUMENT NO. _____ Doc A-56811068A thru A-56811068B

DATE - TIME _____ July 22, 2015 3:29 PM

LAND COURT SYSTEM

REGULAR SYSTEM

Return by Mail Pickup To:

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

Total Pages: 6

Tax Map Key Nos.: (4) 2-6-020: 001 through 021 (Lots 1 through 21, respectively)
(4) 2-6-020: 023 through 027 (Lots 23 through 27, respectively)

SUPPLEMENT
to
AMENDED AND RESTATED COVENANT FOR THE CLUB AT KUKUI'ULA
(Kainani Neighborhood)

THIS SUPPLEMENT TO AMENDED AND RESTATED COVENANT FOR THE CLUB AT KUKUI'ULA (KAINANI NEIGHBORHOOD) (this "**Supplement**") is made this 22nd day of July, 2015, 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 and KUKUI'ULA RESIDENTIAL DEVELOPMENT, LLC, a Hawaii limited liability company (the "**KRD**"), whose mailing address is 822 Bishop Street, Honolulu, Hawaii 96813;

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 (sometimes herein referred to as the "**Bureau**") on May 11, 2006, as Document No. 2006-088740, as amended and restated by that certain Amended and Restated Covenant for The Club at Kukui'ula, dated September 4, 2012, and recorded in the Bureau as Document No. A-46320955 (as amended, 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, the real property described in Exhibit "A" attached hereto and made a part hereof is a portion of the property described in Exhibit "B" to the Covenant;

WHEREAS, KR D is the current owner of the Subject Lots (defined below);

WHEREAS, Declarant desires to submit the Subject Lots to the Covenant and to the jurisdiction of The Club at Kukui'ula, a Hawaii nonprofit corporation, described in the Covenant ("**The Club**") and KR D has consented to such submission of the Subject Property to the Covenant and the jurisdiction of The Club at Kukui'ula;

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

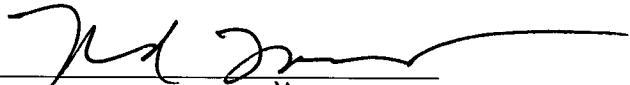
NOW, THEREFORE, pursuant to the powers retained by Declarant under the Covenant and the consent given by KR D herein, Declarant hereby subjects the Subject Lots to the provisions of the Covenant and to the provisions of this Supplement, which shall apply to the Subject Lots in addition to the provisions of the Covenant. The Subject Lots 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 the Subject Lots and shall be binding upon all persons having any right, title, or any interest in all or any portion of the Subject Lots, 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.

Each of the lots described in Exhibit "A" attached hereto is herein referred to as a "**Subject Lot.**" Specific Subject Lots shall be designated numerically or alphabetically (as applicable) as set forth in Exhibit "A" attached hereto. Notwithstanding any other provision in the Covenant to the contrary, each of the Subject Lots shall be considered a Unit under the terms of the Covenant. Each of said Subject Lots is referred to herein as a "**Subject Unit,**" and all of said Subject Lots are collectively referred to herein as the "**Subject Units.**" Owners of 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" or "Sub-Developer" as defined in the Community Charter for Kukui'ula, shall be considered such an Owner.

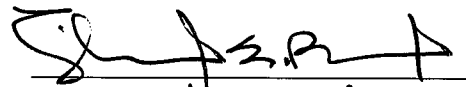
[Signatures on following page]

IN WITNESS WHEREOF, Declarant and KR D have executed this Supplement the date and year first written above.

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

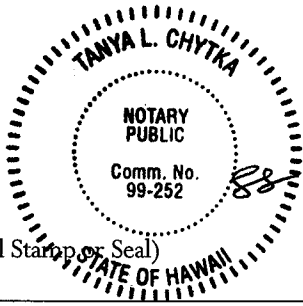
By: 
Name: Richard L. Albrecht
Title: Authorized Signatory "Declarant"

KUKUI'ULA RESIDENTIAL DEVELOPMENT, LLC,
a Hawaii limited liability company

By: 
Name: Thad E. Bond
Title: Authorized Signatory "KR D"

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

On this 18th day of June, 2015, before me personally appeared Richard L. Albrecht, 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 capacities shown, having been duly authorized to execute such instrument in such capacities.



(Official Stamp or Seal)

[Signature]
Notary Public, State of Hawaii

Printed Name: TANYA L. CHYTKA

My commission expires: May 23, 2019

NOTARY CERTIFICATION STATEMENT

Document Identification or Description: Supplement to Amended and Restated Covenant for The Club at Kukui'ula ~~(XXXXXX)~~ (Kainani Neighborhood)

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

No. of Pages: 6

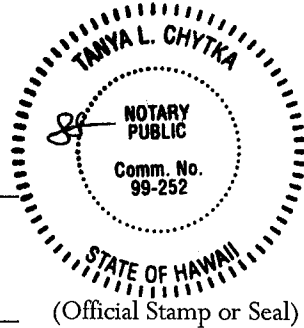
Jurisdiction: Fifth Circuit
(in which notarial act is performed)

[Signature]
Signature of Notary

6/18/15
Date of Notarization and
Certification Statement

TANYA L. CHYTKA

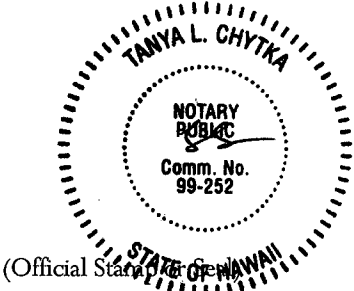
Printed Name of Notary



(Official Stamp or Seal)

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

On this 19th day of June, 2015 before me personally appeared Mad E Bond, 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 capacities shown, having been duly authorized to execute such instrument in such capacities.



[Signature]
Notary Public, State of Hawaii
Printed Name: TANYA L. CHYTKA
My commission expires: May 23, 2019

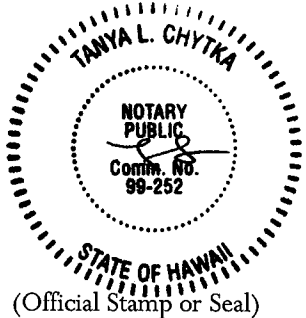
<u>NOTARY CERTIFICATION STATEMENT</u>	
Document Identification or Description: Supplement to Amended and Restated Covenant for The Club at Kukui'ula (XXXXXXXXXX) (Kainani Neighborhood)	
Doc. Date: _____ or <input checked="" type="checkbox"/> Undated at time of notarization.	
No. of Pages: <u>6</u>	Jurisdiction: Fifth Circuit (in which notarial act is performed)
<u>[Signature]</u> Signature of Notary	<u>6/19/15</u> Date of Notarization and Certification Statement
<u>TANYA L. CHYTKA</u> Printed Name of Notary	

EXHIBIT "A"

Subject Lots

Lots 1 to 21, and 23 through 27 of "Kukui'ula Residential Subdivision, Phase III-C," as described in, and depicted on, the Kukui'ula Residential Subdivision, Phase III-C Subdivision Map prepared by Erik S. Kaneshiro, Licensed Professional Land Surveyor No. 9826, dated May 2, 2011, last revised March 18, 2015, approved by the Planning Department of the County of Kauai on March 24, 2015, and attached as Exhibit "B" to the Affidavit of Erik S. Kaneshiro, Austin, Tsutsumi & Associates, Inc., dated April 6, 2015, recorded in the Bureau of Conveyances of the State of Hawaii as Document No. A-55740696.

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