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Honolulu, Hawaii 96813

Total Pages: 7

Tax Map Key No.: (1) 9-1-013:197 CPR Nos. 0001 through 0059

**FIRST AMENDMENT TO
DECLARATION OF CONDOMINIUM PROPERTY REGIME OF
KA`ULU BY GENTRY I**

THIS FIRST AMENDMENT TO DECLARATION OF CONDOMINIUM PROPERTY REGIME OF KA`ULU BY GENTRY I (this "Amendment"), is made as of December 21, 2023, by GENTRY KALAELOA, LLC, a Hawaii limited liability company ("Declarant"), the address of which is 733 Bishop Street, Suite 1400, Honolulu, Hawaii 96813.

RECITALS:

A. By Declaration of Condominium Property Regime of Ka`ulu By Gentry I, dated July 21, 2023, recorded in the Bureau of Conveyances of the State of Hawaii (the "Bureau") as Document No. A-86560580 (the "Declaration"), and pursuant to Hawaii Revised Statutes Chapter 514B, Declarant submitted certain land and improvements, as described in the Declaration, to a condominium property regime known as Ka`ulu By Gentry I (the "Project"), with the plans therefor filed in the Bureau as Condominium Map No. 6529 (the "Condominium Map").

B. Section E.3 of the Declaration (i) gives Declarant the right to withdraw real property from the Project and the effect of the Declaration by amending the Declaration, and (ii) provides that (a) the withdrawn real property will be deemed deleted from the Project and the Declaration for all purposes upon the Recordation in the Bureau of an amendment to the Declaration that sets forth the withdrawal of the real property, and, (b) upon a withdrawal of real property from the Project and the Declaration, the withdrawn property will cease to be a part of the Project or subject to the Declaration; provided, however, the terms and conditions set forth in Section E.3(c) of the Declaration for such withdrawal must be satisfied.

C. Section E.4 of the Declaration provides: "Declarant has the right to subdivide any portion of the Land and/or consolidate any portion of the Land with other land (and to re-subdivide the consolidated lands if appropriate) in order to effect the addition and/or withdrawal of real property as described in Section E.3 of this Declaration by amending this Declaration, the Bylaws, the Condominium Map and/or any other document that Declarant deems necessary or appropriate to effect such subdivision and/or consolidation."

D. Section Q.1(a) of the Declaration provides, in relevant part, that "Except as otherwise expressly provided in this Declaration or in the Act, this Declaration and/or the Condominium Map may be amended by the affirmative vote and/or written consent of the Owners holding not less than sixty-seven percent (67%) of the common interest of the Project, and will be effective only upon the Recording of an instrument setting forth such amendment and vote and/or consent, duly executed by all of the consenting Owners or any two officers of the Association;"

E. Section Q.3(a) and (b) of the Declaration provides as follows:

"(a) At any time prior to the first Recording in the Bureau of a conveyance of a Unit to a Person other than Declarant or an affiliate of Declarant, Declarant may unilaterally amend this Declaration and the Condominium Map in any manner without the approval or consent of any other Person, including any Unit purchaser. This provision must not be deemed to limit or restrict Declarant's rights to amend this Declaration as a Unit Owner pursuant to this Declaration.

(a) Notwithstanding any other provision in this Section to the contrary, Declarant's Reserved Rights include the right of Declarant, without the approval of any other Person, to amend the Project Documents in accordance with the exercise of any Declarant's Reserved Rights and in accordance with the exercise by Declarant of any other of rights reserved to Declarant in the Project Documents."

F. As of the date of this Amendment, there has not been a conveyance of a Unit to a Person other than Declarant and Declarant is the Owner of 100% of the common interest of the Project.

G. As reflected in that certain Surveyor's Affidavit, dated December 13, 2023 and recorded in the Bureau as Document No. A-87480287 (the "Surveyor's Affidavit"), Lot 13047-C, as described in Exhibit "A" attached to the Declaration, was subdivided into Lots 1 to 13, inclusive, Lots 47 to 49, inclusive, and Lot A, pursuant to Department of Planning and Permitting ("DPP") File No. 2023/SUB-75.

H. Pursuant to Sections E.3, E.4, Q.1 and Q.3 of the Declaration, Declarant desires to amend the Declaration to: (i) withdraw Lots 7 to 13, inclusive, Lots 47 to 49, inclusive, and Lot A, as described in the Surveyor's Affidavit (collectively, the "Withdrawn Property"), from the Project and the effect of the Declaration; (ii) amend the description of the Land in Exhibit "A" in the Declaration to reflect that only Lots 1 to 6, inclusive, as described in the Surveyor's Affidavit (collectively, the "Included Property"), are part of the Project and subject to the Declaration; and (iii) to make other changes.

I. As of the date of this Amendment, the terms and conditions set forth in Section E.3(c) of the Declaration for withdrawal of the Withdrawn Property are satisfied.

J. Unless otherwise defined in this Amendment, all capitalized terms (other than those at the beginning of sentences) have the definitions given to them in the Declaration.

AMENDMENT TO THE DECLARATION:

In consideration of the Recitals, Declarant hereby amends the Declaration as follows:

1. The Withdrawn Property is withdrawn from the Project and from the effect of the Declaration and ceases to be a part of the Project or subject to the Declaration.

2. The Included Property remains part of the Project and subject to the Declaration.

3. A new Section A.98 is added to the Declaration, which reads as follows:

"98. '**December 2023 Surveyor's Affidavit**' means that certain Surveyor's Affidavit, dated December 13, 2023 and recorded in the Bureau as Document No. A-87480287."

4. Section C.50 of the Declaration is deleted in its entirety and replaced with the following:

"50. '**Joint Development Area**' means all of the real property subject to the Joint Development Agreement, initially being Lots 1 through 6, inclusive, as such lots are described in Exhibit "A" to this Declaration, Lots 7 to 13, inclusive, Lots 47 to 49, inclusive, and Lot A, as such lots are described in the December 2023 Surveyor's Affidavit, and Lots 13047-D and 13047-E, as such lots are described in the Declaration of Intent to Develop and Merge. Among other real property, the Joint Development Area includes the Land described in **Exhibit "A"** to this Declaration. Declarant reserves the right to amend the Declaration of Intent to Develop and Merge to include additional land in the Joint Development Area, including the parcel where a drainage basin for the Project will be located."

4. The definition of "**Lot**" in Section C.56 of the Declaration is deleted in its entirety.

5. Section D.1 of the Declaration is deleted in its entirety and replaced with the following:

"1. **Project.** The one Project is depicted on the Condominium Map and includes the Units and the common elements described in this Declaration. Declarant plans to develop the Project as follows:

(a) Ka'ulu by Gentry I, Phase 1, consisting of (i) twelve (12) two-story buildings, with each building being its own Detached Single-Family Unit, designated as Units 144 to 147, inclusive, and 169 to 176, inclusive, located on Lot 1, as shown on DPP File No. 2023/SUB-75 and further described in Exhibit "A" ("**Lot 1**"), and (ii) four (4) Parking Stall Units, designated as Parking Stall Units G-1, G-2, G-3 and G-4, located on Lot 1.

(b) Ka'ulu by Gentry I, Phase 2, consisting of one (1) two-story Building 18 (Plantation style) containing eight (8) Attached Multi-Family Units, designated as Units 181 to 188, inclusive, located on Lot 2, as shown on DPP File No. 2023/SUB-75 and further described in Exhibit "A".

(c) Ka'ulu by Gentry I, Phase 3, consisting of one (1) two-story Building 16 (Craftsman style) containing eight (8) Attached Multi-Family Units, designated as Units 161 to 168, inclusive, located on Lot 3, as shown on DPP File No. 2023/SUB-75 and further described in Exhibit "A".

(d) Ka'ulu by Gentry I, Phase 4, consisting of one (1) two-story Building 15 (Plantation style) containing eight (8) Attached Multi-Family Units, designated as Units 151 to 158, inclusive, located on Lot 4, as shown on DPP File No. 2023/SUB-75 and further described in Exhibit "A".

(e) Ka'ulu by Gentry I, Phase 5, consisting of one (1) two-story Building 13 (Craftsman style) containing eight (8) Attached Multi-Family Units, designated as Units 131 to 138, inclusive, located on Lot 5, as shown on DPP File No. 2023/SUB-75 and further described in Exhibit "A".

(f) Ka'ulu by Gentry I, Phase 6, consisting of eleven (11) two-story buildings, with each building being its own Detached Single-Family Unit, designated as Units 101 to 111, inclusive, located on Lot 6, as shown on DPP File No. 2023/SUB-75 and further described in Exhibit "A".

6. Section E.19 of the Declaration is deleted in its entirety and replaced with the following:

"19. **Community Park, Gazebo and Mail Pavilion.** Declarant reserves the right to design and construct the Community Park, the Mail Pavilion and the Gazebo on portions of Lot 1. The Mail Pavilion will serve as a centralized mail station for the Project and for the rest of the Joint Development Area. The Community Park, the Gazebo and the Mail Pavilion will be available for use by the residents of the Units in the Project and by all the other residents in the Joint Development Area. The several associations of unit owners within the Joint Development Area, including the Association, will have the duty and obligation to maintain the Community Park, the Gazebo and the Mail Pavilion at the common expense of all of the owners of units within the Joint Development Area. This duty and obligation may be delegated to a single association of unit owners should the several associations be merged as described in this Declaration. Upon the merger of this Project with other condominium projects (the "**merged condominium project**"), the owners and occupants of the units in the merged condominium project will have the right to use the common elements of the merged condominium project, which common elements will include the Community Park, the Gazebo and the Mail Pavilion."

7. Exhibit "A" to the Declaration, which is the legal description of the Land, is deleted in its entirety and replaced with Exhibit "A" attached to this Amendment.

Except as amended by this Amendment and by any other previously Recorded amendments, the Declaration will continue in full force and effect as first written.

Declarant has executed this Amendment as of the date first referenced above.

GENTRY KALAELOA, LLC,
a Hawaii limited liability company

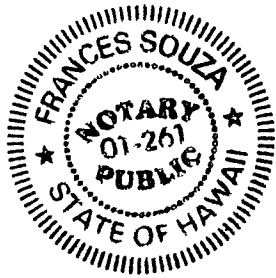
By: Andrew Kamikawa
Name: Andrew Kamikawa
Title: Vice President
Declarant

STATE OF HAWAII)
) SS.
CITY AND COUNTY OF HONOLULU)

On December 21, 2023, before me personally appeared ANDREW KAMIKAWA, 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.

Further, I certify, as of this date, as follows:

Date of Document: December 21, 2023
Number of Pages: 6 (Excluding Exhibit A)
Document Description: First Amendment to Declaration of
Condominium Property Regime of Ka'ulu by Gentry I
Jurisdiction/Judicial Circuit Where Signed: First Circuit



Name: Frances Souza
Notary Public, State of Hawaii
My Commission Expires: November 20, 2024

EXHIBIT "A"

Description of the Land

All of those certain parcels of land (being portions of Lot 13047, shown on Map 957 of Land Court Application No. 1069, having been deregistered and recorded in the Bureau of Conveyances of the State of Hawaii as Document No. A-72090613) situate at Honouliuli, Ewa, City and County of Honolulu, State of Hawaii, described as follows:

Lot 1, containing an area of 62,709 square feet, more or less;

Lot 2, containing an area of 20,052 square feet, more or less;

Lot 3, containing an area of 16,884 square feet, more or less;

Lot 4, containing an area of 19,293 square feet, more or less;

Lot 5, containing an area of 25,435 square feet, more or less; and

Lot 6, containing an area of 65,304 square feet, more or less, all as shown on DPP File No. 2023/SUB-75 and as each such lot is further described in Surveyor's Affidavit recorded in the Bureau of Conveyances of the State of Hawaii (the "**Bureau**") on December 14, 2023 as Document No. A-87480287, which descriptions are incorporated into this Amendment by reference.

Together with, as to Lots 1 through 6, access over Lot 13047-F and Lot 13047-G (together "**Roadway Lots**"), as shown on Map approved by the Department of Planning and Permitting, City and County of Honolulu, Subdivision File No. 2019/SUB-160, on August 13, 2021; provided, however, that in the event that any Roadway Lots are conveyed for public use to the State of Hawaii, the City and County of Honolulu or other governmental authority, said right of access as to said Roadway Lots so conveyed shall immediately terminate.

Being a portion of the premises acquired by Limited Warranty Deed and Reservation of Rights, dated December 29, 2021, recorded in the Bureau as Document No. A-80330557 by Grantor HCHP1 LLC, a Delaware limited liability company, in favor of Grantee, Gentry Kalaeloa, LLC, a Hawaii limited liability company.