

L-85

DOUBLE SYSTEM
STATE OF HAWAII
OFFICE OF ASSISTANT REGISTRAR
RECORDED

JAN 20, 1994 08:01 AM

Doc No(s) 2109682

on Cert(s) 154,928

/s/ S. FURUKAWA
ASSISTANT REGISTRAR

R-186

STATE OF HAWAII
BUREAU OF CONVEYANCES
RECORDED

JAN 20, 1994 08:01 AM

Doc No(s) 94-009533

/s/ S. FURUKAWA
REGISTRAR OF CONVEYANCES

REGULAR SYSTEM

ALL () PICKUP ():

KODANI & SAKODA
PACIFIC TOWER, SUITE 2888
1001 BISHOP STREET
HONOLULU, HAWAII 96813

TG 328546M

DS
⑤

EIGHTH AMENDMENT TO THE MAUNA LANI RESORT
ASSOCIATION DECLARATION OF COVENANTS
AND RESTRICTIONS - CONSOLIDATION AND RE-SUBDIVISION
OF LOT 8 AND LOT 9

WHEREAS, the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Declaration") made on June 3, 1982 was filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii as Land Court Document No. 1120889 and noted on Transfer Certificate of Title No. 154,928 and also recorded in the Bureau of Conveyances of the State of Hawaii in Liber 16425, at Page 203;

WHEREAS, an Amendment of Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "First Amendment") was filed in said Office of the Assistant Registrar of the Land Court as Land Court Document No. 1121081 and

noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau of Conveyances in Liber 16428, at Page 456;

WHEREAS, a Second Amendment of Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Second Amendment") was filed in said Office of the Assistant Registrar of the Land Court as Land Court Document No. 1129996 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau of Conveyances in Liber 16545, at Page 345;

WHEREAS, the Second Amendment cancelled, nullified and rescinded the First Amendment and declared the First Amendment to be void and of no force and effect;

WHEREAS, the Second Amendment amended the Declaration by deleting the first page of Exhibit A attached to said Declaration and substituting a description of the total property made available for future annexation in to the Mauna Lani Resort Association;

WHEREAS, by amending Exhibit A to the Declaration, the Second Amendment effectively annexed and incorporated the Mauna Lani Terrace condominium project into the Mauna Lani Resort Association (the Mauna Lani Terrace condominium project was already incorporated into Exhibit B to the Declaration);

WHEREAS, the Third Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Third Amendment") was filed in said Office of the Assistant Registrar of the Land Court as Land Court Document No. 1380755 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau of Conveyances in Liber 19613, at Page 236;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as

amended by the Second Amendment, the Third Amendment effectively annexed and incorporated the Mauna Lani Point Condominium project into the Mauna Lani Resort Association;

WHEREAS, the Fourth Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Fourth Amendment") was filed in said Office of the Assistant Registrar of the Land Court as Land Court Document No. 1432988 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau of Conveyances in Liber 20284, at Page 384;

WHEREAS, Mauna Lani Resort, Inc., a Hawaii corporation, the Declarant herein, was required to make certain changes to the original Declaration, as amended by the First Amendment, the Second Amendment and the Third Amendment in order to obtain a registration permit in the State of California;

WHEREAS, the Fifth Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Fifth Amendment") was filed in said Office of the Assistant Registrar of the Land Court as Land Court Document No. 1507024 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau of Conveyances in Liber 21287, at Page 398;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, and the Fourth Amendment, the Fifth Amendment effectively annexed and incorporated the Mauna Lani "T" site into the Mauna Lani Resort Association;

WHEREAS, the Sixth Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Sixth Amendment")

was filed in said Office of the Assistant Registrar of the Land Court as Land Court Document No. 1560401 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau of Conveyances in Liber 22084, at Page 131;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, and the Fifth Amendment, the Sixth Amendment effectively corrected the description of the lands which comprise the "Master Plan Area" which Declarant intends to develop pursuant to the terms of the California Department of Real Estate registration application and permit and annexed and incorporated the Ritz-Carlton parcel into the Mauna Lani Resort Association;

WHEREAS, the Seventh Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Seventh Amendment") was filed in said Office of the Assistant Registrar of the Land Court as Land Court Document No. 1832379 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau of Conveyances as Document No. 91-089395;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment, and the Sixth Amendment, the Seventh Amendment effectively corrected the description of the lands which comprise the "Master Plan Area" and annexed and incorporated Lot 8 of Mauna Lani Resort Phase IV as shown on File Plan Number 1926 into the Mauna Lani Resort Association;

WHEREAS, MC MAUNA LANI PARTNERSHIP, a Hawai limited partnership,

is the fee owner of said Lot 8;

WHEREAS, Lot 8 and Lot 9, MAUNA LANI RESORT PHASE IV, as shown on File Plan No. 1926, situate at Waikoloa, South Kohala, Hawaii, were consolidated and resubdivided into Lots 1 and 2, MAUNA LANI RESORT PHASE VI, situate at Waikoloa, South Kohala, Hawaii, which was approved by the Planning Director, County of Hawaii, on August 31, 1993;

WHEREAS, said Lot 1 is the same real property as Lot 8, with certain changes to the boundaries of said real property;

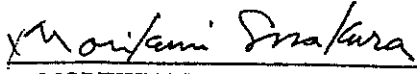
WHEREAS, Declarant desires to amend Exhibit B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment, the Sixth Amendment, and the Seventh Amendment so that said Exhibit B will accurately describe the land which was annexed and made a part of the Mauna Lani Resort Association;

NOW, THEREFORE, Declarant hereby amends said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment, the Sixth Amendment, and the Seventh Amendment, by DELETING the description of Lot 8 contained in Exhibit B, Page 6e, of said Seventh Amendment, and SUBSTITUTING in the place thereof the description of Lot 1 contained in Exhibit B, attached hereto and made a part hereof by reference.

All other terms, conditions, covenants and provisions of the Declaration, as amended, shall be and remain unchanged and shall continue to be valid, binding and fully enforceable.

IN WITNESS WHEREOF, the undersigned have executed these presents on the
day and year first written above.

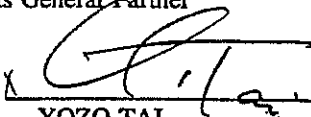
MAUNA LANI RESORT, INC.

By 
MORIKUNI SASAKURA
Its President

"Declarant"

MC MAUNA LANI PARTNERSHIP, a
Hawaii limited partnership

By MC Investment Hawaii, Inc.
Its General Partner

By 
YOZO TAI
Its President

STATE OF HAWAII

COUNTY OF HAWAII

SS:

On this 3RD day of DECEMBER, 1993, before me appeared MORIKUNI SASAKURA, to me personally known, who, being by me duly sworn, did say that he is the President of MAUNA LANI RESORT, INC., a Hawaii corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and said MORIKUNI SASAKURA acknowledged that he executed said instrument as the free act and deed of said corporation.

D.B. Wilson

Notary Public in and for the
above-noted State and County

My Commission Expires:

July 5, 1994

LS

NOTARIAL CERTIFICATE

This is to certify that Mr. Yozo TAI, President of
MC INVESTMENT HAWAII, INC., has subscribed his signature in my
very presence to the attached document.

Dated this 24th day of December, 1993.

Chihiro Katakura



CHIHIRO KATAKURA

NOTARY

NO. 1-1, 2-CHOME UCHISATWAICHO
CHIYODAKU TOKYO JAPAN

総公証第 3 号

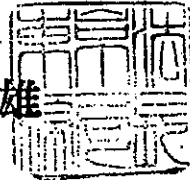


証 明

この認証の付与は、在職中の公証人が
その権限に基づいてしたものであり、か
つ、その押印は、真実のものであること
を証明する。

平成 6 年 1 月 6 日

東京法務局長 荒木友雄



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: JAPAN

This public document

2. has been signed by Chihiro KATAKURA

3. acting in the capacity of Notary Public of the Tokyo
Legal Affairs Bureau

4. bears the seal/stamp of Chihiro KATAKURA, Notary Public

Certified

5. at Tokyo

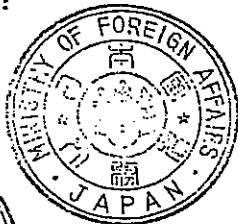
6. JAN - 6 1994

7. by the Ministry of Foreign Affairs

8. No. 94010017

9. Seal/stamp:

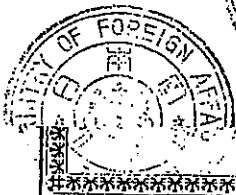
10. Signature:



A handwritten signature in cursive script, appearing to read "H. Saito".

(Mr.) Hiroaki SAITO

For the Minister for Foreign Affairs



公 証 人 役 場

Official Certificate No. 3

CERTIFICATION

I CERTIFY that this authentication was provided
by a notary public in office on his own proper authority,
and that the seal affixed on it is a true and accurate
seal impression.

January 6, 1994

[Seal affixed]

TOMOO ARAKI
Chief
Tokyo Bureau of Legal Affairs

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

1. My name is Emiko Sakurai;

3. I passed an examination for Japanese

4. I have a high level of proficiency in the

5. The Japanese-language document attached hereto

is a certificate issued by the Tokyo Bureau of Legal Affairs;

6. I have carefully reviewed said Japanese document and faithfully translated it into English;

7. And to the best of my knowledge and belief, the attached English translation is a true and accurate translation of the attached Japanese-language certificate.

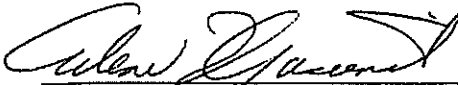
FURTHER affiant sayeth naught.



EMIKO SAKURAI, Ph.D.
Legal Translator
Consultant

Subscribed and sworn to before me

this 12th day of January, 1994.



Notary Public, State of Hawaii

My commission expires: 11/16/95

Certificate of Translation 2

EXHIBIT "B"

All of that certain parcel of land situate at Kaliahuiupuaa, Waikoloa, South Kohala, Island and County of Hawaii, State of Hawaii, being Lot 1, "MAUNA LANI RESORT PHASE VI", containing an area of 49.736 acres, more or less, more particularly described as follows:

Beginning at the Southwest corner of this parcel of land, also being the Northwest corner of Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU HINAI" being 16,189.39 feet North and 26,588.53 feet West and thence running by azimuths measured clockwise from true South:

1. 151° 19' 36.20 feet along Lot 13, Mauna Lani Resort - Phase IV (File Plan 1926), being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
2. Thence along Lot 13, Mauna Lani Resort - Phase IV (File Plan 1926), being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu, on a curve to the right with a radius of 1170.00 feet, the chord azimuth and distance being: 166° 07' 597.74 feet;
3. 180° 55' 214.40 feet along Lot 13, Mauna Lani Resort - Phase IV (File Plan 1926), being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
4. 335° 30' 171.56 feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
5. 246° 45' 265.00 feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;

6.	219°	40'		197.00	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
7.	167°	24'	14"	786.02	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
8.	244°	50'		557.00	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
9.	292°	00'		986.00	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
10.	265°	50'		119.29	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
11.	312°	34'		472.73	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
12.	44°	30'		745.96	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
13.	74°	00'		657.52	feet along Lot 2, Mauna Lani Resort - Phase VI, being a

portion of R.P. 5671,
L.C.Aw. 8521-B, Ap. 1 to
G.D. Hueu;

- | | | | | |
|-----|-----|-----|--------|--|
| 14. | 50° | 13' | 533.26 | feet along Lot 2, Mauna Lani
Resort - Phase VI, being a
portion of R.P. 5671,
L.C.Aw. 8521-B, Ap. 1 to
G.D. Hueu; |
| 15. | 65° | 40' | 474.53 | feet along Lot 2, Mauna Lani
Resort - Phase VI, being a
portion of R.P. 5671,
L.C.Aw. 8521-B, Ap. 1 to
G.D. Hueu to the point of
beginning and containing an
area 49.736 Acres, more or
less; and |

RESERVING, HOWEVER, Easement A for sewerline purposes affecting Lot 1,
more particularly described as follows:

Portions of that certain Lot 1, "MAUNA LANI RESORT PHASE VI", situate at
Kaliahuipuaa, Waikoloa, South Kohala, Island and County of Hawaii, State of Hawaii, and thus
bounded and described:

Beginning at the South corner of this parcel, also being the Southwest corner of
Lot 1, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1
to G.D. Hueu, the coordinates of said point of beginning referred to Government Survey
Triangulation Station "PUU HINAI" being 16,189.39 feet North and 26,588.53 feet West and
thence running by azimuths measured clockwise from true South:

1. 151° 19' 36.20 feet;
2. Thence on a curve to the right with a radius of 1170.00 feet, the chord azimuth
and distance being: 153° 07' 28" 73.82 feet;
3. 275° 34' 220.35 feet;
4. 65° 40' 185.00 feet to the point of beginning and containing an area
of 0.234 Acre.

BEING a portion of the premises described in that certain deed dated June 21, 1991, by and between MAUNA LANI RESORT, INC., a Hawaii corporation, as "Grantor", to MC MAUNA LANI PARTNERSHIP, a Hawaii limited partnership, as "Grantee", recorded in the Bureau of Conveyances of the State of Hawaii as Document No. 91-081217.

SUBJECT, HOWEVER, to the following:

1. Reservation in favor of the State of Hawaii of all mineral and metallic mines.
2. Mauna Lani Resort Association Declaration of Covenants and Restrictions dated June 3, 1982, effective June 3, 1982, filed with the Assistant Registrar of the Land Court of the State of Hawaii as Document No. 1120889, and recorded in the Bureau of Conveyances of the State of Hawaii in Liber 16425 at Page 203. Said Declaration was amended by instruments dated June 3, 1982, effective June 3, 1982, filed as aforesaid as Document No. 1121081, and recorded as aforesaid in Liber 16428 at Page 456, dated August 13, 1982, filed as aforesaid as Document No. 1129996, and recorded as aforesaid in Liber 16545 at Page 345, dated June 23, 1986, filed as aforesaid as Document No. 1380755, and recorded as aforesaid in Liber 19613 at Page 236, dated January 8, 1987, filed as aforesaid as Document No. 1432988, and recorded as aforesaid in Liber 20284 at Page 384, dated October 28, 1987, filed as aforesaid as Document No. 1507024, and recorded as aforesaid in Liber 21287 at Page 398, dated June 22, 1988, filed as aforesaid as Document No. 1560401, and recorded as aforesaid in Liber 22084 at Page 131, and dated June 25, 1991, filed as aforesaid as Land Court Document No. 1832379, and recorded as aforesaid as Document No. 91-089395.
3. Any facts an archaeological study would disclose, including without limitation, trails, rights of way, historic property and burial sites; and which are not shown by public records.
4. Declaration of Development Covenants, Conditions, and Restrictions dated June 21, 1991, by and between Mauna Lani Resort, Inc., a Hawaii corporation, and MC Mauna Lani Partnership, a Hawaii limited partnership, a memorandum of which is recorded as aforesaid as Document No. 91-081216.

Tax Map Key: (3) 6-8-022-007

TITLE GUARANTY OF HAWAII
INCORPORATED
HONOLULU, HAWAII

TITLE GUARANTY OF HAWAII, INCORPORATED
HEREBY CERTIFIES THAT THIS IS A TRUE COPY
OF THE ORIGINAL DOCUMENT RECORDED AS

LAND COURT DOCUMENT NO. 2281205

AND NOTED ON TRANSFER CERTIFICATE

OF TITLE NO. 154928

AND ALSO RECORDED AS REGULAR SYSTEM DOCUMENT NO. 95-168247

ON DECEMBER 28, 1995 AT 8:01 A.M.

BY: 

2281205 R MAUNA LANI RESORT INC

DATE OF RECORDING : DECEMBER 28, 1995

DESCRIPTION : DECLN 1120889

DOCUMENT TYPE : AM CPR

TCT NO. : 154928

168247 R MAUNA LANI RESORT INC

DATE OF RECORDING : DECEMBER 28, 1995

DESCRIPTION : DECLN 16425/203

DOCUMENT TYPE : AM DECLN COVEN

FILE 215359CCT

Stamped original in the master file.

LAND COURT SYSTEM

REGULAR SYSTEM

AFTER RECORDATION, RETURN BY MAIL () PICK-UP ()

TO: Watanabe Ing & Kawashima
745 Fort Street, 5th Floor
Honolulu, Hawaii 96813
Attn: Donna Y. Kanemaru

0098358.01

NINTH AMENDMENT
OF THE
MAUNA LANI RESORT ASSOCIATION
DECLARATION OF COVENANTS AND RESTRICTIONS
(Annexation and Clarification of
Annexed Property and Master Plan Area)

WHEREAS, the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Declaration") made on June 3, 1982 was filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii (hereinafter referred to as "Land Court") as Document No. 1120889 and noted on Transfer Certificate of Title No. 154,928 and also recorded in the Bureau of Conveyances of the State of Hawaii (hereinafter referred to as the "Bureau") in Liber 16425 at Page 203;

WHEREAS, an Amendment of Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "First Amendment") was filed in said Land Court as Document No. 1121081 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau in Liber 16428 at Page 456;

WHEREAS, a Second Amendment of Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Second Amendment") was filed in said Land Court as Document No. 1129996 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau in Liber 16545 at Page 345;

WHEREAS, the Second Amendment canceled, nullified and rescinded the First Amendment and declared the First Amendment to be void and of no force and effect;

WHEREAS, the Second Amendment amended the Declaration by deleting the first page of Exhibit A attached to said Declaration and substituting a description of the total property made available for future annexation into the Mauna Lani Resort Association;

WHEREAS, by amending Exhibit A to the Declaration, the Second Amendment effectively annexed and incorporated the Mauna Lani Terrace condominium project into the Mauna Lani Resort Association (the Mauna Lani Terrace Condominium Project was already incorporated into Exhibit B to the Declaration);

WHEREAS, the Third Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Third Amendment") was filed in said Land Court as Document No. 1380755 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau in Liber 19613 at Page 236;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as amended by the Second Amendment, the Third Amendment effectively annexed and incorporated the Mauna Lani Point Condominium project into the Mauna Lani Resort Association;

WHEREAS, the Fourth Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Fourth Amendment") was filed in said Land Court as Document No. 1432988 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau in Liber 20284 at Page 384;

WHEREAS, Mauna Lani Resort, Inc., a Hawaii corporation (hereinafter referred to as the "Declarant"), was required to make certain changes to the original Declaration, as amended by the First Amendment, Second Amendment, and Third Amendment in order to obtain a registration permit in the State of California;

WHEREAS, the Fifth Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Fifth Amendment") was filed in said Land Court as Document No. 1507024 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau in Liber 21287 at Page 398;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, and the Fourth Amendment, the Fifth Amendment effectively annexed and incorporated the Mauna Lani "T" site into the Mauna Lani Resort Association;

WHEREAS, the Sixth Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Sixth Amendment") was filed in said Land Court as Document No.

1560401 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau in Liber 22084 at Page 131;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, and the Fifth Amendment, the Sixth Amendment effectively corrected the description of the lands which comprise the "Master Plan Area" which Declarant intends to develop pursuant to the terms of the California Department of Real Estate registration application and permit and annexed and incorporated the Ritz-Carlton parcel into the Mauna Lani Resort Association;

WHEREAS, the Seventh Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Seventh Amendment") was filed in said Land Court as Document No. 1832379 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau as Document No. 91-089395;

WHEREAS, by amending Exhibits A and B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment, and the Sixth Amendment, the Seventh Amendment effectively corrected the description of the lands which comprise the "Master Plan Area" and annexed and incorporated Lot 8 of Mauna Lani Resort Phase IV as shown on File Plan Number 1926 into the Mauna Lani Resort Association;

WHEREAS, the Eighth Amendment to the Mauna Lani Resort Association Declaration of Covenants and Restrictions (hereinafter referred to as the "Eighth Amendment") was filed in said Land Court as Document No. 2109682 and noted on Transfer Certificate of Title No. 154,928 and also recorded in said Bureau as Document No. 94-009533;

WHEREAS, by amending Exhibit B attached to said Declaration, as amended by the First Amendment, the Second Amendment, the Third Amendment, the Fourth Amendment, the Fifth Amendment, the Sixth Amendment, and the Seventh Amendment, the Eighth Amendment effectively deleted the description of Lot 8 contained in Exhibit B, Page 6e of said Seventh Amendment, and substituted in the place thereof the description of Lot 1 contained in Exhibit B attached to and made a part of the Eighth Amendment;

WHEREAS, the Declarant has discovered that the Declaration has been noted as an encumbrance on the title of all property described in Exhibits A and B of the Fourth Amendment;

WHEREAS, the Declaration should be noted as an encumbrance on the title of only the Annexed Property described in Exhibit B attached to the Declaration in accordance with Article III, Section 2(f) of the Declaration which provides that no land except that shown in Exhibit B shall be subject to the Declaration;

WHEREAS, due to the fact that the Declaration, as amended, appears as an encumbrance on the title for The Point Estates at Mauna Lani (TMK No. (3) 6-8-24:1 to 19, 21 and 22 inclusive), Champion Ridge (TMK No. (3) 6-8-27:1 to 35 and 37, inclusive), The Cape at Mauna Lani (TMK No. (3) 6-8-24:23 to 37, inclusive), and The Islands at Mauna Lani (TMK No. (3) 6-8-22:21), it was believed that these parcels of land were annexed into the Mauna Lani Resort Association and subjected to the Declaration, as amended;

WHEREAS, the respective declarations of covenants and restrictions for The Point Estates at Mauna Lani, Champion Ridge, The Cape at Mauna Lani, and The Islands at Mauna Lani expressly state that said projects and the owners of units or lots within said projects are subject to the Declaration, as amended, and automatically become members of the Mauna Lani Resort Association;

WHEREAS, the Declarant desires to amend the Declaration, as amended, to officially annex The Point Estates at Mauna Lani, Champion Ridge, The Cape at Mauna Lani, and The Islands at Mauna Lani into the Mauna Lani Resort Association;

WHEREAS, the Declarant desires to amend the Declaration, as amended, to annex the Mauna Lani School (TMK No. (3) 6-8-1:58), the Racquet Club (TMK No. (3) 6-8-22:19), the Resort Maintenance Building (TMK No. (3) 6-8-22:29), the Point Office Building (TMK No. (3) 6-8-22:36), Mauna Lani Point Drive (TMK No. (3) 6-8-24:20), STP (TMK No. (3) 6-8-1:49), Art Gallery (TMK No. (3) 6-8-22:2), Historic Preserve (TMK No. (3) 6-8-22:16) and Public Park (TMK No. (3) 6-8-22:17) into the Mauna Lani Resort Association;

WHEREAS, the Declarant also desires to amend the Declaration, as amended, to clarify the Annexed Property, described in Exhibit B attached thereto, and the Master Plan Area, described in Exhibit A attached thereto;

NOW, THEREFORE, Declarant hereby amends said Declaration, as amended, as follows:

1. Clarification of Mauna Lani Bay Hotel. The Mauna Lani Bay Hotel was annexed into the Mauna Lani Resort Association pursuant to the Fourth Amendment, dated January 8, 1987, filed in Land Court as Document No. 1432988 and recorded in the Bureau in Liber 20284 at Page 384. The underlying land of the Mauna Lani Bay Hotel, Lot 7 as shown on Map 7, Land Court Application 1785, was consolidated with Lot 18-C as shown on Map 11, Land Court Application 1785 and resubdivided into Lots 19 and 20 as shown on Map 12 pursuant to Land Court Order 95193. The underlying land of the project now known as the "Mauna Lani Bay Hotel and Bungalows" is now described as Lot 20 as shown on Map 12, Land Court Application 1785 and noted on Transfer Certificate of Title Number 336,045. Lot 20, Map 12, Land Court Application 1785, is hereby annexed into the Mauna Lani Resort Association.

2. Annexation of Property. The Point Estates at Mauna Lani, Champion Ridge, The Cape at Mauna Lani, and The Islands at Mauna Lani, as described in Exhibit "1" attached hereto and incorporated herein by reference, shall be annexed into the Mauna Lani Resort Association and such annexation shall be deemed effective as of the recordation and/or filing date of the Declaration of Covenants and Restrictions in the Bureau and Office of the Assistant Registrar of the Land Court of the State of Hawaii, as appropriate, for each respective project identified. The Mauna Lani School, the Resort Maintenance Building, the Point Office Building, Mauna Lani Point Drive, the Art Gallery, the Racquet Club, the STP, the Public Park and the Historic Preserve, as described in Exhibit "1", shall be annexed into the Mauna Lani Resort Association and such annexation shall be deemed effective as of the recordation date of this instrument.

3. Annexed Property. Subject to the recordation of this Ninth Amendment in the Bureau and filing in Land Court, the property annexed into the Mauna Lani Resort Association shall be as set forth and described in Exhibit "1". The term "Annexed Property" and all references thereto in the Declaration, as amended, shall be interpreted to mean the property described in Exhibit "1", as may be amended in the future. All references to Exhibit B in the Declaration, as amended, shall be effectively changed to Exhibit "1".

4. Master Plan Area. Subject to the recordation of this Ninth Amendment in the Bureau and filing in Land Court, the property within the Master Plan Area shall be as set forth and described in Exhibit "2" attached hereto and incorporated herein by reference. The term "Master Plan Area" and all references thereto in the Declaration, as amended, shall be interpreted to mean the property described in Exhibit "2" attached hereto. All references to Exhibit A in the Declaration, as amended, shall be effectively changed to Exhibit "2".

5. Exhibit "1" Encumbered Property. Pursuant to Article III, Section 2(f) of the Declaration, as amended, only the real property annexed into the Mauna Lani Resort Association shall be encumbered with the Declaration, as amended. **IN ACCORDANCE WITH SAID ARTICLE III, SECTION 2(f) OF THE DECLARATION, AS AMENDED, ONLY THE REAL PROPERTY DESCRIBED IN EXHIBIT "1" ATTACHED HERETO SHALL BE ENCUMBERED WITH THE DECLARATION, AS AMENDED.** Any references to the Declaration, as amended, encumbering the real property described in Exhibit "2" shall be removed and deleted from title upon recordation of this Ninth Amendment in the Bureau and filing in Land Court. The real property described in Exhibit "2" shall become encumbered with the Declaration, as amended, only upon annexation.

All other terms, conditions, covenants and provisions of the Declaration, as amended, shall be and remain unchanged and shall continue to be valid, binding and fully enforceable.

IN WITNESS WHEREOF, the Declarant has executed this instrument on
the 7th day of November, 1995.

MAUNA LANI RESORT, INC.

By M. Sma/cara
Its PRESIDENT

STATE OF HAWAII
COUNTY OF HAWAII

)
) SS:
)

On this 7TH day of NOVEMBER, 1995, before me appeared MONIKUNI SASAKURA, to me personally known, who, being by me duly sworn, did say that he is the PRESIDENT of MAUNA LANI RESORT, INC., a Hawaii corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and said MONIKUNI SASAKURA acknowledged that he executed said instrument as his free act and deed of said corporation.

JS

Ed B. Wilson
Notary Public in and for the
above noted State and County

My commission expires: July 5, 1998

EXHIBIT "1"

ANNEXED PROPERTY

All real property described herein is situated at Kalahuipuaa, Waimea, District of South Kohala, Island, County and State of Hawaii.

Mauna Lani Bay Hotel and Bungalows: Annexed by Fourth Amendment, Document No. 1432988, Liber 20284 at Page 384

Being Lot 20, area 19.052 acres, as shown on Map 12, filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii with Land Court Application 1785 of Francis Hyde Ii Brown and being a portion of the land described in Transfer Certificate of Title No. 336,045 issued to Mauna Lani Bay Hotel, Inc and Dai-Ichi Life (USA), Inc.

Mauna Lani Bay Hotel and Bungalows: Annexed by Fourth Amendment, Document No. 1432988, Liber 20284 at Page 384

Being all of Lot 14 of Mauna Lani Resort-Phases II & III, area 12.039 acres, more or less, as shown on Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1821.

Mauna Lani Terrace: Annexed by Fourth Amendment, Document No. 1432988, Liber 20284 at Page 384

Being Lot 1-B, area 11.894 acres, as shown on Map 5, filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii with Land Court Application 1785 of Francis Hyde Ii Brown and being a portion of the land described in Transfer Certificate of Title No. 154,928 issued to Mauna Lani Resort, Inc.

Mauna Lani Terrace: Annexed by Fourth Amendment, Document No. 1432988, Liber 20284 at Page 384

Being all of Lot 15 of Mauna Lani Resort-Phases II and III, area 1.447 acres, more or less, as shown on Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1821.

Mauna Lani Point: Annexed by Fourth Amendment, Document No. 1432988, Liber 20284 at Page 384

Being all of Lot 3 of Mauna Lani Point, area 14.042 acres, more or less, as shown on Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1856.

Mauna Lani Point: Annexed by Fourth Amendment, Document No. 1432988, Liber 20284 at Page 384

Being all of Lot 14, area 3.741 acres, as shown on Map 7, filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii with Land Court Application 1785 of Francis Hyde II Brown and being a portion of the land described in Transfer Certificate of Title No. 154,928 issued to Mauna Lani Resort, Inc.

"T" Site (aka. Nomura Hawaii Village): Annexed by Fifth Amendment, Document No. 1507024, Liber 21287 at Page 398

Being Lot 25-A, a portion of Lot 25 of Mauna Lani Resort, Phases II and III (File Plan 1821) same being a portion of Royal Patent 7522, Land Commission Award 4452, Apana 3 to H. Kalama at Anaehoomalu, South Kohala, Hawaii, Hawaii.

Beginning at the Southwest corner of this parcel of land, on the East side of Lot 39 (roadway) and being the West corner of Lot 43, said lots being portions of Mauna Lani Resort, Phases II and III (File Plan 1821), the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU HINAI" and being 12,991.34 feet North and 32,338.05 feet West, and thence running by azimuths measured clockwise from true South:

1. Along the East side of Lot 39 (roadway) of Mauna Lani Resort, Phases II and III (F.P. 1821), on a curve to the right with a radius of 470.00 feet, the chord azimuth and distance being:

187° 57' 37" 190.72 feet;
2. 199° 40' 31.47 feet along the East side of Lot 39 (roadway) of Mauna Lani Resort, Phases II and III (F.P. 1821);
3. Thence along the East side of Lot 39 (roadway) of Mauna Lani Resort, Phases II and III (F.P. 1821), on a curve to the left with a radius of 730.00 feet, the chord azimuth and distance being:

172° 35' 00" 664.72 feet;
4. Thence along the East side of Lot 39 (roadway) of Mauna Lani Resort, Phases II and III

(F.P. 1821), on a curve to the right with a radius of 57.00 feet, the chord azimuth and distance being:

171° 07' 33" 49.30 feet;

5. Thence along the East side of Lot 39

(roadway) of Mauna Lani Resort, Phases II and III (F.P. 1821), on a curve to the left with a radius of 82.00 feet, the chord azimuth and distance being:

185° 58' 12" 30.68 feet;

6. Thence along Lot 25-B, being a portion

of Lot 25 of Mauna Lani Resort, Phases II and III (F.P. 1821), on a curve to the right with a radius of 45.00 feet, the chord azimuth and distance being:

200° 22' 17" 38.30 feet;

7. Thence along Lot 25-B, being a portion

of Lot 25 of Mauna Lani Resort, Phases II and III (F.P. 1821), on a curve to the left with a radius of 120.00 feet, the chord azimuth and distance being:

202° 47' 07" 92.89 feet;

8. 180° 00' 57"

9.84

feet along Lot 25-B, being a portion of Lot 25 of Mauna Lani Resort, Phases II and III (F.P. 1821);

9. Thence along Lot 25-B, being a portion

of Lot 25 of Mauna Lani Resort, Phases II and III (F.P. 1821), on a curve to the left with a radius of 480.00 feet, the chord azimuth and distance being:

181° 36' 31" 26.68 feet;

10. 290° 15' 57"	1025.66	feet along Lot 16, of Land Court Application 1785 (Map 10);
11. 36° 54' 10"	205.21	feet along Lot 43 of Mauna Lani Resort, Phases II and III (F.P. 1821);
12. 50° 40'	920.89	feet along Lot 43 of Mauna Lani Resort, Phases II and III (F.P. 1821);
13. 84° 30'	124.06	feet along Lot 43 of Mauna Lani Resort, Phases II and III (F.P. 1821) to the point of beginning and containing an area of 13.112 Acres, more or less.

Also Lot 16, area 9.519 acres, as shown on Map 10, filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii with Land Court Application 1785 of Francis Hyde Ii Brown and being a portion of the land described in Transfer Certificate of Title No. 304,320 issued to Mauna Lani Resort, Inc.

Ritz-Carlton Mauna Lani: Annexed by Sixth Amendment, Document No. 1560401, Liber 22084 at Page 131

Being Lot 18-A, as shown on Map 11 of Land Court Application No. 1785, and Lot 3, as shown on File Plan No. 1926, filed in the Bureau of Conveyances of the State of Hawaii and containing an area of 32.593 acres.

Lot 1 ("N" Site): Annexed by Seventh Amendment, Document No. 1832379, Document No. 91-089395, and Eighth amendment, Document No. 2109682, Document No. 94-009533

All of that certain parcel of land situate at Kalahuipuaa, Waikoloa, South Kohala, Island and County of Hawaii, State of Hawaii, being Lot 1, "MAUNA LANI RESORT PHASE VI", containing an area of 49.736 acres, more or less, more particularly described as follows:

Beginning at the Southwest corner of this parcel of land, also being the Northwest corner of Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU HINAI" being 16,189.39 feet North and 26,588.53 feet West and thence running by azimuths measured clockwise from true South:

- 5 -

				5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu;
9.	292°	00'	986.00	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu;
10.	265°	50'	119.29	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu;
11.	312°	34'	472.73	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu;
12.	44°	30'	745.96	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu;
13.	74°	00'	657.52	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu;
14.	50°	13'	533.26	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu;
15.	65°	40'	474.53	feet along Lot 2, Mauna Lani Resort - Phase VI, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap.1 to G.D. Hueu to the point of beginning and containing an area of 49.736 Acres, more or less; and

Mauna Lani Point Estates: Annexed by this Ninth Amendment

All of those parcels of land situated on the South side of Land Court Application 1785 and on the southwesterly side of Kaniku Drive, at Kalahuipuaa and Anaehoomalu, South Kohala, Island and County of Hawaii, State of Hawaii, to wit:

Lot 1, area 25,633 square feet
Lot 2, area 17,162 square feet
Lot 3, area 19,194 square feet
Lot 4, area 18,383 square feet
Lot 5, area 20,297 square feet
Lot 6, area 18,278 square feet
Lot 7, area 17,871 square feet
Lot 8, area 15,433 square feet
Lot 9, area 18,124 square feet
Lot 10, area 18,449 square feet
Lot 11, area 15,742 square feet
Lot 12, area 15,855 square feet
Lot 13, area 24,052 square feet
Lot 14, area 16,384 square feet
Lot 15, area 19,099 square feet
Lot 16, area 17,337 square feet
Lot 17, area 16,025 square feet
Lot 18, area 21,694 square feet
Lot 19, area 19,135 square feet
Lot 23, area 7,727 square feet
Lot 24, area 9,115 square feet of the MAUNA LANI POINT ESTATES,
as shown on File Plan 1959, filed in the Bureau of Conveyances of the State of Hawaii.

Champion Ridge at Mauna Lani: Annexed by this Ninth Amendment

All of those parcels of land situated on the south side of Lot 43 of Mauna Lani Resorts-Phases II and III (File Plan 1821) and on the north side of Kaniku Drive, at Waikoloa, South Kohala, Island of Hawaii, State of Hawaii, to wit:

Lot 1, area 20,154 square feet
Lot 2, area 21,356 square feet
Lot 3, area 23,257 square feet
Lot 4, area 31,970 square feet
Lot 5, area 22,438 square feet
Lot 6, area 21,106 square feet
Lot 7, area 24,056 square feet
Lot 8, area 4,723 square feet
Lot 9, area 25,487 square feet
Lot 10, area 27,488 square feet
Lot 11, area 27,031 square feet
Lot 12, area 27,334 square feet
Lot 13, area 23,782 square feet
Lot 14, area 99,201 square feet

Lot 15, area 26,171 square feet
Lot 16, area 24,393 square feet
Lot 17, area 24,949 square feet
Lot 18, area 22,177 square feet
Lot 19, area 24,391 square feet
Lot 20, area 25,249 square feet
Lot 21, area 23,535 square feet
Lot 22, area 27,175 square feet
Lot 23, area 24,226 square feet
Lot 24, area 20,619 square feet
Lot 25, area 20,188 square feet
Lot 26, area 20,170 square feet
Lot 27, area 29,053 square feet
Lot 28, area 23,494 square feet
Lot 29, area 26,129 square feet
Lot 30, area 22,869 square feet
Lot 31, area 21,428 square feet
Lot 32, area 23,289 square feet
Lot 33, area 29,732 square feet
Lot 34, area 22,076 square feet
Lot 35, area 20,454 square feet
Lot 36, area 123,719 square feet
Lot 37, area 27,891 square feet of the Champion Ridge at Mauna Lani, as shown on File Plan 2003, filed in the Bureau of Conveyances of the State of Hawaii.

The Cape at Mauna Lani: Annexed by this Ninth Amendment

All of those parcels of land situated on the South side of Land Court Application 1785 and at the North end of Lot 39 of Mauna Lani Resort-Phases II and III (File Plan 1821), at Kalahuipuaa and Anaehoomalu, South Kohala, Island of Hawaii, State of Hawaii to wit:

Lot 1, area 36,446 square feet
Lot 2, area 25,709 square feet
Lot 3, area 10,624 square feet
Lot 4, area 516 square feet
Lot 6, area 8,866 square feet of MAUNA LANI-THE CAPE, as shown on File Plan 1994, filed in the Bureau of Conveyances of the State of Hawaii.

TOGETHER WITH, all of those parcels of land situated at Kalahuipuaa, Waimea, South Kohala, Island of Hawaii, State of Hawaii to wit:

Lot 22, area 11,958 square feet
Lot 23, area 29,273 square feet
Lot 24, area 40,147 square feet
Lot 25, area 43,611 square feet
Lot 26, area 40,909 square feet
Lot 27, area 54,089 square feet

Lot 28, area 47,427 square feet
 Lot 29, area 47,078 square feet
 Lot 30, area 57,861 square feet
 Lot 31, area 80,194 square feet
 Lot 32, area 41,761 square feet
 Lot 33, area 37,969 square feet
 Lot 34, area 38,080 square feet
 Lot 35, area 55,187 square feet, as shown on Map 13, Land Court
 Application 1785, filed in the Office of the Assistant Registrar of
 the State of Hawaii.

The Islands at Mauna Lani: Annexed by this Ninth Amendment

Lot A-2

At Waikoloa, South Kohala, Island of Hawaii, Hawaii

Being portions of Lots 1 and 2 of

"The Islands at Mauna Lani"

And Lot A

All Being Portions of Royal Patent 5671

Land Commission Award 8521-B, Apana 1 to G.D. Hueu

Beginning at the Northwest corner of this parcel of land, on the South side of Lot 38 (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821), the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU HINAI" being 14,482.83 feet North and 28,812.62 feet West and thence running by azimuths measured clockwise from true South:

1. Along the Southwest side of Lot 38 (Mauna Lani Drive) of Mauna Lani Resorts - Phases II and III (File Plan 1821), on a curve to the left with a radius of 630.00 feet, the chord azimuth and distance being:
 290° 42' 22" 488.06 feet; .
2. 267° 55' 244.61 feet along the Southwest side of Lot 38 (Mauna Lani Drive) of Mauna Lani Resorts - Phases II and III (File Plan 1821);

3.	351°	20'	377.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
4.	311°	48'	184.83	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
5.	4°	30'	322.07	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
6.	42°	00'	215.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
7.	101°	15'	197.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
8.	83°	43'	122.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
9.	57°	30'	150.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
10.	113°	30'	117.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
11.	146°	03'	281.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;

12.	83°	31'	102.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
13.	123°	10'	172.00	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
14.	107°	00'	377.63	feet along Lot A-1, remainder of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu and Lot 10 of Land Court Application 1785;
15.	159°	00'	95.06	feet along Lot 3 of the Islands of Mauna Lani, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
16.	Thence along Lot 3 of the Islands			of Mauna Lani, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu, on a curve to the right with a radius of 1225.00 feet, the chord azimuth and distance being: 165° 46' 43" 289.18 feet;
17.	Thence along Lot 38 of Mauna Lani			Resorts - Phases II and III (File Plan 1821), on a curve to the left with a radius of 50.00 feet, the chord azimuth and distance being: 263° 34' 11" 50.01 feet;
18.	Thence along Lot A-3, being a			portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu, on a curve to the left with a radius of 1175.00 feet, the chord azimuth and distance being: 346° 56' 57" 227.89 feet;
19.	270°	00'	409.10	feet along Lot A-3, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;

20.	231°	34'	229.87	feet along Lot A-3, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
21.	180°	00'	427.64	feet along Lot A-3, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu to the point of beginning and containing an area of 21.931 Acres; and

Mauna Lani Point Office Building: Annexed by this Ninth Amendment

Being Lot 1 of the Mauna Lani Point, area of 0.637 acre, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1856.

Mauna Lani Point Drive: Annexed by this Ninth Amendment

Being Lot 22 of the Mauna Lani Point Estates, area of 31,578 square feet, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1959.

Resort Maintenance Building: Annexed by this Ninth Amendment

Being Lot 29 of the Mauna Lani Resort-Phases II and III, area 9.601 acres, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1821.

Mauna Lani School: Annexed by this Ninth Amendment

Being Lot 7 of the Mauna Lani Resort - Phase V, area of 1.756 acres, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 2100.

Racquet Club: Annexed by this Ninth Amendment

Lot A-3

At Waikoloa, South Kohala, Island of Hawaii, Hawaii

Being Portions of Lots 1 and 2 of

"The Islands at Mauna Lani"

and Lot A

All Being Portions of Royal Patent 5671,

Land Commission Award 8521-B, Apana 1 to G. D. Hueu

Beginning at the Northeast corner of this parcel of land, on the Southwest side of Lot 38 (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821), the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUU HINAI" being 14,482.83 feet North and 28,812.62 feet West and thence running by azimuths measured clockwise from true South:

1. 00° 00' 427.64 feet along Lot A-2, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
2. 51° 34' 229.87 feet along Lot A-2, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
3. 90° 00' 409.10 feet along Lot A-2, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu;
4. Thence along Lot A-2, being a portion of R.P. 5671, L.C.Aw. 8521-B, Ap. 1 to G.D. Hueu, on a curve to the right with a radius of 1175.00 Feet the chord azimuth and distance being:
166° 56' 57" 227.89 feet;
5. Thence along Lot 38 (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821), on a curve to the left with a radius of 50.00 feet, the chord azimuth and distance being:
189° 52' 18" 69.09 feet;
6. Thence along Lot 38 (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821), on a curve to the right with a radius of 35.00 feet, the chord azimuth and distance being:
168° 43' 26.84 feet;
7. 191° 16' 401.74 feet along Lot 38, (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821);

8. Thence along Lot 38 (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821), on a curve to the right with a radius of 275.00 feet, the chord azimuth and distance being:
209° 22' 170.87 feet;
9. 227° 28' 130.90 feet along Lot 38, (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821);
- 10: Thence along Lot 38 (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821), on a curve to the right with a radius of 20.00 feet, the chord azimuth and distance being:
272° 28' 28.28 feet;
11. 317° 28' 468.08 feet along the Southwest side of Lot 38, (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821);
12. Thence along the Southwest side of Lot 38 (Mauna Lani Drive) of Mauna Lani Resort - Phases II and III (File Plan 1821), on a curve to the left with a radius of 630.00 feet, the chord azimuth and distance being:
315° 28' 52" 43.65 feet
to the point of beginning and containing an area of 10.735 Acres.

Art Gallery: Annexed by this Ninth Amendment

Being Lot 3 of the Mauna Lani Resort-Phase V, area of 6.478 acres, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 2100.

STP: Annexed by this Ninth Amendment

Being Lot 32 of the Mauna Lani Resort-Phase V Parts A and B, area of 14.486 acres, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 2100.

Historic Preserve: Annexed by this Ninth Amendment

Being Lot 16 of the Mauna Lani Resort-Phases II and III, area of 15.462 acres, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1821.

Public Park: Annexed by this Ninth Amendment

Being Lot 17 of the Mauna Lani Resort-Phases II and III, area of 3.200 acres, more or less, as shown on the Map filed in the Bureau of Conveyances of the State of Hawaii as File Plan 1821.

LIST OF TRANSFER CERTIFICATE OF TITLE NUMBERS
FOR LAND COURT PROPERTY

<u>Project</u>	<u>Lot or Unit No.</u>	<u>TCT No.</u>
Mauna Lani Bay Hotel and Bungalows	Lot 20, Map 12	336,045
Nomura Hawaii Village	Lot 16, Map 10	304,320
Ritz Carlton Mauna Lani	Lot 18A, Map 11	454,325
Mauna Lani Terrace		

<u>Unit No.</u>	<u>TCT No.</u>	<u>Unit No.</u>	<u>TCT No.</u>
A 101	313,299	F 102	328,431
A 102	368,521	F 201	438,901
A 103	290,760	F 202	255,900
A 104	448,533	F 301	388,000
A 201	290,687	F 302	455,279
A 202	461,070	G 101	366,297
A 203	315,117	G 102	256,282
A 204	288,170	G 201	397,034
A 302	255,903	G 202	408,511
A 303	434,471	G 301	442,661
B 101	380,658	G 302	382,875
B 102	321,690	H 101	327,943
B 201	452,584	H 102	328,778
B 202	327,540	H 103	256,210
B 301	386,301	H 201	392,968
B 302	255,907	H 202	376,747 & 387,292
C 101	255,908	H 203	257,191
C 102	262,625	H 301	318,798
C 201	308,670	H 302	430,904
C 202	311,695	H 303	284,521
C 301	460,702	J 101	256,165
C 302	435,763	J 102	457,706
D 101	317,041	J 103	448,534
D 102	333,236	J 104	298,327
D 103	454,218	J 201	452,848
D 201	445,038	J 202	378,529
D 202	362,080	J 203	265,500
D 203	256,030	J 204	344,861
D 301	456,582	J 302	407,288
D 302	255,913	J 303	338,172
D 303	256,031	K 101	442,721
E 101	348,976	K 102	398,929
E 102	437,873	K 201	432,657
E 201	307,779	K 202	317,314
	378,573	K 301	258,531
E 202	384,934 &	K 302	336,673
	427,242	L 101	409,704
E 301	326,927	L 102	255,947

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E 302 415,105
F 101 255,917 &
388,059

L 201 398,009
L 202 308,346
L 301 256,292 & 278,741
L 302 449,913

Mauna Lani Point

<u>Unit No.</u>	<u>TCT No.</u>	<u>Unit No.</u>	<u>TCT No.</u>
A 101	328,857	D 202	361,901
A 102	333,162	D 203	305,457
A 103	360,280	D 204	289,417
A 104	314,971	D 205	303,962
A 105	314,972	D 206	310,919
A 106	316,669	D 304	417,923
A 107	431,389	E 101	353,165
A 201	376,482	E 102	305,096
A 202	440,244	E 103	434,678
A 203	296,645	E 104	398,007
A 204	307,958	E 105	329,185
A 205	314,555	E 106	315,403
A 206	398,491	E 201	460,281
A 207	317,213	E 202	298,393
B 101	320,211	E 203	416,757
B 102	458,635	E 204	446,893
B 103	361,316	E 205	329,184
B 104	446,322	E 206	315,480
B 105	361,805	E 304	302,333
B 106	396,918	F 101	419,742
B 107	357,700	F 102	306,902
B 108	455,956	F 103	301,184
B 109	458,115	F 104	434,111
B 201	317,283	F 105	308,864
B 202	454,771	F 106	312,399
B 203	312,039	F 201	415,623
B 204	455,627	F 202	453,848
B 205	323,764	F 203	289,244
B 206	285,610	F 204	423,583
B 207	401,262	F 205	409,745
B 208	304,659	F 206	314,161
B 209	432,411	F 303	388,098
C 101	308,318	F 304	453,517
C 102	300,730	G 101	315,583
C 103	439,170	G 102	326,459
C 104	314,715	G 103	456,024
C 201	306,792	G 201	343,966
C 202	454,358	G 202	435,538
C 203	350,628	G 203	423,442
C 204	312,300	H 101	442,774
C 302	300,273	H 102	322,732
C 303	300,667	H 103	303,165
D 101	461,814	H 104	423,269
D 102	303,612	H 105	344,500

D 103 304,978
D 104 391,656
D 105 313,728
D 106 452,881
D 201 288,785

H 106 325,836
H 107 330,286
H 201 397,413
H 202 314,160
H 203 387,243

Unit No. TCT No.

H 204 327,146
H 205 316,824
H 206 401,435
H 207 321,844
J 101 329,190
J 102 435,153
J 103 326,872
J 104 447,684
J 105 369,299
J 106 409,797
J 107 264,409
J 201 335,273
J 202 393,226
J 203 445,320
J 204 323,680
J 205 397,414
J 206 332,100
J 207 305,704

The Cape at Mauna Lani

Lot 22, Map 13 351,521
Lot 23, Map 13 351,521
Lot 24, Map 13 351,521
Lot 25, Map 13 351,521
Lot 26, Map 13 453,397
Lot 27, Map 13 413,979
Lot 28, Map 13 416,579
Lot 29, Map 13 398,945
Lot 30, Map 13 352,390
Lot 31, Map 13 352,392
Lot 32, Map 13 352,394
Lot 33, Map 13 352,396
Lot 34, Map 13 352,398
Lot 35, Map 13 443,877

EXHIBIT "2"

MAUNA LANI RESORT

MASTER PLAN AREA

Land Situated on the Westerly Side of Queen Kaahumanu Highway,

On the Southwest by Waikoloa Beach Resort - Phase I
[Amended (File Plan 1562)]

And Bounded on the Northwest by the Sea

At Kalahuipuaa, Lalamilo, Anaehoomalu and Waikoloa,
Island of Hawaii, Hawaii

Being Portions of the Following:

Royal Patent 7522,

Land Commission Award 4452, Apana 3 to H. Kalama;

Royal Patent 5671,

Land Commission Award 8521-B, Apana 1 to G.D. Hueu;

Royal Patent 7523,

Land Commission Award 4452, Apana 4 to H. Kalama;

Government Land of Lalamilo; and

All of Lots 2 to 14 Inclusive of Land Court Application 1785
as shown on Map 7

Beginning at a pipe at the south corner of this parcel of land,
being the Northeast corner of Lot 39, Mauna Lani Resort - Phases II
and III (File Plan 1821) and on the Westerly side of Queen Kaahumanu
Highway, the coordinates of said point of beginning referred to
Government Survey Triangulation Station "PUU HINAI" being 12,163.60
feet North and 22,683.05 feet West and thence running by azimuths
measured clockwise from true South:

1. 137° 20' 59" 185.15 feet along Lot 37, Mauna Lani
Resort - Phases II and III (File
Plan 1821);
2. Thence along Lot 37, Mauna Lani Resort - Phases II and III
(File Plan 1821), on a curve to the
left with a radius of 940.00 feet,
the chord azimuth and distance
being:
101° 47' 37" 1093.22 feet;

3. 66° 14' 15" 771.30 feet along Lot 37, Mauna Lani
Resort - Phases II and III (File
Plan 1821);
4. Thence along Lot 37, Mauna Lani Resort - Phases II and III
 (File Plan 1821), on a curve to the
 right with a radius of 1260.00
 feet, the chord azimuth and
 distance being:

 100° 24' 34" 1415.43 feet;
5. 134° 34' 53" 1353.72 feet along Lot 37, Mauna Lani
Resort - Phases II and II (File
Plan 1821);
6. 62° 47' 50" 1268.86 feet;
7. 53° 38' 20" 144.85 feet;
8. 49° 55' 356.50 feet along Lot 37, Mauna Lani
Resort - Phases II and III (File
Plan 1821);
9. Thence along Lot 37, Mauna Lani Resort - Phases II and III
 (File Plan 1821), on a curve to the
 right with a radius of 2030.00
 feet, the chord azimuth and
 distance being:

 66° 57' 25" 1189.76 feet;
10. 83° 59' 50" 1088.21 feet along Lot 37, Mauna Lani
Resort - Phases II and II (File
Plan 1821);
11. Thence along Lot 37, Mauna Lani Resort - Phases II and III
 (File Plan 1821), on a curve to the
 right with a radius of 1630.00
 feet, the chord azimuth and
 distance being:

 96° 27' 25" 703.36 feet;
12. 23° 00' 2474.24 feet;
13. 31° 00' 1729.34 feet;
14. 103° 43' 45" 242.00 feet along Lot 25, Waikoloa Beach
Resort - Phase I [Amended (File
Plan 1562)];

15.	116° 10' 55"	2899.12	feet along Lot 25, Waikoloa Beach Resort - Phase I [Amended (File Plan 1562)];
16.	140° 30' 55"	1900.00	feet along Lot 25, Waikoloa Beach Resort - Phase I [Amended (File Plan 1562)];
			Thence along highwater mark at seashore, for the next thirty-eight (38) courses, the direct azimuths and distances between points along said highwater mark being:
17.	240° 52'	339.67	feet;
18.	269° 36'	230.09	feet;
19.	198° 16'	312.00	feet;
20.	267° 34'	251.00	feet;
21.	264° 30'	435.00	feet;
22.	249° 30'	525.00	feet;
23.	319° 30'	402.00	feet;
24.	269° 37'	317.00	feet;
25.	227° 04'	257.00	feet;
26.	336° 59'	149.00	feet;
27.	250° 28'	346.00	feet;
28.	208° 18'	264.00	feet;
29.	272° 44'	108.00	feet;
30.	159° 17'	278.89	feet;
31.	215° 47'	165.00	feet;
32.	160° 04'	483.00	feet;
33.	198° 15'	162.00	feet;
34.	181° 13'	439.33	feet;
35.	204° 45'	430.32	feet;
36.	178° 17' 27"	205.62	feet;

37.	99° 09' 57"	297.76	feet;
38.	198° 33' 57"	595.22	feet;
39.	203° 02' 57"	171.65	feet;
40.	248° 25' 57"	496.28	feet;
41.	223° 36' 57"	415.85	feet;
42.	267° 40' 57"	490.37	feet;
43.	340° 46' 57"	400.66	feet;
44.	259° 42' 57"	488.60	feet;
45.	245° 44' 57"	851.42	feet;
46.	135° 32' 57"	269.26	feet;
47.	213° 39' 57"	298.13	feet;
48.	242° 15' 57"	554.73	feet;
49.	165° 09' 57"	443.00	feet;
50.	229° 14' 57"	963.54	feet;
51.	222° 00' 57"	1240.78	feet;
52.	270° 50' 57"	634.85	feet;
53.	203° 43' 57"	648.52	feet;
54.	146° 19' 57"	241.09	feet;
55.	288° 13' 57"	36.10	feet along remainder of the Government Land of Lalamilo;
56.	198° 38' 57"	135.30	feet along remainder of the Government Land of Lalamilo;
57.	225° 30' 57"	75.00	feet along remainder of the Government Land of Lalamilo;
58.	194° 15' 57"	150.00	feet along remainder of the Government Land of Lalamilo;
59.	174° 00' 57"	190.00	feet along remainder of the Government Land of Lalamilo;
60.	203° 30' 57"	140.00	feet along remainder of the Government Land of Lalamilo;

61.	232° 10' 57"	235.00	feet along remainder of the Government Land of Lalamilo;
62.	192° 30' 57"	110.00	feet along remainder of the Government Land of Lalamilo;
63.	277° 36' 57"	553.70	feet along Grant 10,559 to Annabelle Ruddie;
64.	295° 00'	1568.26	feet;
65.	339° 00'	392.50	feet;
66.	256° 55'	3525.99	feet;
67.	325° 13'	1600.03	feet to a point on the Northwest side of Lot 40, Mauna Lani Resort - Phases II and III (File Plan 1821);
68.	330° 59'	814.14	feet;
69.	259° 48' 30"	773.00	feet along Lot 33, Mauna Lani Resort - Phases II and III (File Plan 1821);
70.	349° 48' 30"	785.00	feet along Lot 36, Mauna Lani Resort - Phases II and III (File Plan 1821);
71.	79° 48' 30"	2000.00	feet partly along Lot 36, Mauna Lani Resort - Phases II and III (File Plan 1821);
72.	55° 30'	3475.00	feet;
73.	62° 30'	1658.67	feet;
74.	314° 34' 53"	1353.72	feet along Lot 36, Mauna Lani Resort - Phases II and III (File Plan 1821);
75.	Thence along Lot 36, Mauna Lani Resort - Phases II and III (File Plan 1821), on a curve to the left with a radius of 1140.00 feet, the chord azimuth and distance being:		
			280° 24' 34" 1280.63 feet;
76.	246° 14' 15"	771.30	feet along Lot 36, Mauna Lani Resort - Phases II and III (File Plan 1821);

77. Thence along Lot 36, Mauna Lani Resort - Phases II and III (File Plan 1821), on a curve to the right with a radius of 1060.00 feet, the chord azimuth and distance being:
281° 47' 37" 1232.78 feet;
78. 317° 20' 59" 185.15 feet along Lot 36, Mauna Lani Resort - Phases II and III (File Plan 1821);
79. Thence along the Westerly side of Queen Kaahumanu Highway, on a curve to the right with a radius of 22,470.35 feet, the chord azimuth and distance being:
47° 20' 59" 120.00 feet
to the point of beginning and containing a gross area of 1546.9 Acres, more or less, and less Exclusions 1 and 2 as shown on Mauna Lani Resort - Phases II and III (File Plan 1821) with an area of 2.217 acres, and also excluding the parcels identified and described in Exhibit "1" attached to this instrument.