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BUREAU OF CONVEYANCES

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Imanaka Asato LLLC
745 Fort Street Mall, 17th Floor
Honolulu, Hawaii 96813
(808) 521-9500 (MAI)

Tax Map Key No(s). (1) 2-3-002: 107, 109, and 110

Total Pages: 6

**THIRD AMENDMENT TO DECLARATION OF
CONDOMINIUM PROPERTY REGIME OF 'A'ALI'I**

THIS AMENDMENT is made this 14th day of March, 2019, by **AALII, LLC**, a Delaware limited liability company, with its principal place of business and post office address at 1240 Ala Moana Boulevard, Suite 200, Honolulu, Hawaii 96814 ("**Developer**").

WITNESSETH:

WHEREAS, the 'A'ali'i condominium project ("**Project**") was created by that certain Declaration of Condominium Property Regime of 'A'ali'i, dated June 16, 2017, and recorded at the Bureau of Conveyances of the State of Hawaii ("**Bureau**") as Document Nos. A-64250735A through A-64250735C, as amended by that certain First Amendment to Declaration of Condominium Property Regime of 'A'ali'i, dated October 24, 2017, recorded at said Bureau as Document No. A-65070806, as further amended by that certain Second Amendment to Declaration of Condominium Property Regime of 'A'ali'i, dated September 6, 2018, recorded at said Bureau as Document No. A-68230820, as the same may be further amended from time to time ("**Declaration**"), and that certain Condominium Map No. 5677, as the same may be amended from time to time; and

WHEREAS, Victoria Ward, Limited, a Delaware corporation, was the fee simple owner of the land described in Exhibit "A" to the Declaration and submitted to the 'A'ali'i condominium property regime ("**Project Land**"); and

WHEREAS, Victoria Ward, Limited conveyed the Project Land to Developer by that certain Deed with Reservation of Easements and Other Rights, dated November 20, 2018, and recorded at said Bureau as Document No. A-68991231; and

WHEREAS, pursuant to Article XVI, Section B.1 of the Declaration, Developer has the reserved right to amend the Declaration at any time prior to the closing of the sale of the first Residential Unit in the Project; and

WHEREAS, pursuant to Article XVI, Section A of the Declaration, the Declaration may be amended by the written consent of Owners of Units to which are appurtenant at least sixty-seven percent (67%) of the Common Interest; and

WHEREAS, Developer holds fee simple title to all Units in the Project and one hundred percent (100%) of the Common Interest in the project; and

WHEREAS, pursuant to Article XXXV of the Declaration, to and until the end of the Development Period, Developer has the reserved right to amend the Declaration to remove all references to "Landowner" as the fee simple owner of the Project Land upon Developer's acquisition of the Project Land; and

WHEREAS, the Development Period has not yet expired; and

WHEREAS, Developer desires to amend the Declaration to remove all references to "Landowner";

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Developer hereby amends the Declaration as herein set forth:

1. Exhibit "A" to the Declaration shall be replaced in its entirety with Exhibit "A" attached hereto and incorporated herein by reference, which reflects Developer as the fee simple owner of the Project Land.

2. The second paragraph of the Declaration is amended and replaced in its entirety with the following:

"WHEREAS, Developer is the owner in fee simple of the real property described in Exhibit 'A' attached hereto and incorporated herein by reference (the '*Land*');"

3. All provisions and references to "Landowner" in the Declaration are hereby deleted.

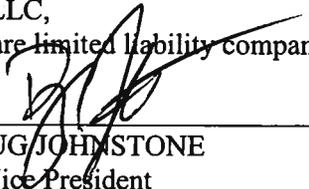
4. In all other respects, said Declaration shall remain unchanged and in full force and effect.

5. Capitalized terms used herein, unless otherwise noted, shall have the meanings assigned to such terms in the Declaration.

(The remainder of this page is intentionally left blank. Signature page to follow.)

IN WITNESS WHEREOF, the undersigned has executed these presents on the date first written above.

AALII, LLC,
a Delaware limited liability company

By: 
DOUG JOHNSTONE
Its Vice President

"Developer"

STATE OF HAWAII

CITY AND COUNTY OF HONOLULU

SS:

On this 14th day of MARCH, 2019, before me appeared DOUG JOHNSTONE, to me personally known, who, being by me duly sworn or affirmed, did say that such person(s) executed the foregoing instrument as the free act and deed of such person(s), and if applicable, in the capacities shown, having been duly authorized to execute such instrument in such capacities.



Tracy K. Morisugi

Print Name: Tracy K. Morisugi
Notary Public, in and for said State of Hawaii

My commission expires: 9/14/2022

NOTARY CERTIFICATION STATEMENT

Document Identification or Description: **THIRD AMENDMENT TO DECLARATION OF CONDOMINIUM PROPERTY REGIME OF 'A'ALI'I**

Document Date: _____ or Undated at time of notarization

No. of Pages: 6 Jurisdiction: First Circuit
(in which notarial act is performed)

Tracy K. Morisugi

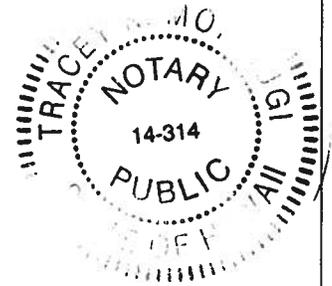
3/14/19

Signature of Notary

Date of Notarization and Certification Statement

Tracy K. Morisugi

Printed Name of Notary



(Official Stamp or Seal)

EXHIBIT "A"

PROPERTY DESCRIPTION

All of that certain parcel of land (being portions of the land(s) described in and covered by Royal Patent 5716, Land Commission Award 10605, Apana 7 to Kamakee Piikoi, and Lot 2-A, Block 4 of Land Court Consolidation No. 53 of Victoria Ward, Limited, having been deregistered and recorded in the Bureau of Conveyances of the State of Hawaii as Document No. A-46240640) situate at Kukuluaeo, Honolulu, City and County of Honolulu, State of Hawaii, being a portion of Lots 1, 4 and 5 of DPP 2015/SUB-19, being LOT A, as shown on Subdivision Map approved by the City and County of Honolulu, on December 22, 2017, File No. DPP 2017/SUB-40, and thus bounded and described in instrument recorded as Document No. A-66420633, as per survey dated February 22, 2018:

Beginning at the most northerly corner of this parcel, on the northeast corner of Lot 16 of Kewalo Tract, Block 4, and on the southwest side of Queen Street, the coordinates of said point of beginning referred to Government Survey Triangulation Station "PUNCHBOWL" being 5,837.68 feet south and 1,389.23 feet west, and running by azimuths measured clockwise from true South:

1. 321° 52' 142.57 feet along Southwesterly side of Queen Street;

2. Thence, along the remainder of Consolidation of Lots 1, 3, 4 and 5 as shown on DPP File No. 2015/SUB-19, along the remainders of R.P. 5716, L.C. Aw. 10605, Ap. 7 to Kamakee Piikoi and R.P. 1944 to E.W. Clark, L.C. Aw. 387 to the American Board of Commissioners for Foreign Missions, on a curve to the right with a radius of 28.00 feet, the chord azimuth and distance being:

 22° 22' 05" 27.57 feet;

3. 51° 52' 7.77 feet along the remainders of Consolidation of Lots 1, 3, 4 and 5 as shown on DPP File No. 2015/SUB-19, along the remainders of R.P. 5716, L.C. Aw. 10605, Ap. 7 to Kamakee Piikoi and R.P. 1944 to E.W. Clark, L.C. Aw. 387 to the American Board of Commissioners for Foreign Missions;

4. Thence, along the same, on a curve to the right with a radius of 50.00 feet, the chord and azimuth and distance being:

 63° 51' 30" 20.78 feet;

5. Thence, along the same, on a curve to the left with a radius of 260.00 feet, the chord azimuth and distance being:

 56° 36' 171.44 feet;

6. 37° 21' 26.03 feet along the same;
7. Thence, along the same, on a curve to the right with a radius of 20.00 feet, the chord and azimuth and distance being:
81° 16' 46" 27.75 feet;
8. Thence along the same, on a curve to the left with a radius of 341.00 feet, the chord azimuth and distance being:
119° 50' 06" 63.87 feet;
9. 114° 27' 40" 227.10 feet along the same;
10. 204° 27' 40" 74.86 feet along the same;
11. 231° 52' 71.13 feet along the same;
12. 294° 27' 40" 12.27 feet along the same;
13. 204° 27' 40" 129.76 feet along the same;
14. 294° 27' 40" 109.96 feet along the same;
15. 231° 52' 10.04 feet along the same;
16. 308° 46' 15" 119.00 feet along Lot 16 of Kewal Tract, along the remainder of R.O. 5716, L.C. Aw. 10605, Ap. 7 to Kamakee Piikoi;
17. 231° 52' 54.76 feet along the same to the point of beginning and containing an area of 91,967 square feet, more or less.

BEING THE PREMISES ACQUIRED BY DEED WITH RESERVATION OF EASEMENTS AND OTHER RIGHTS

GRANTOR : VICTORIA WARD, LIMITED,
a Delaware corporation

GRANTEE : AALII, LLC,
a Delaware limited liability company

DATED : November 20, 2018

RECORDED : Document No. A-68991231

END OF EXHIBIT "A"