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 12-08-2003 09:56am \$41.00
 PIERCE COUNTY, WASHINGTON

Return Address

Gordon, Thomas, Honeywell, Malanca,
 Peterson & Daheim, L.L.P.
 P.O. Box 1157
 Tacoma, WA 98401-1157
 Attn: William F. Lynn

Please print or type information.

Document Title(s) (or transactions contained therein):

1. Fourth Amendment to Second Amended and Restated Declaration of Covenants, Conditions and Restrictions for Sky Island
- 2.
- 3.

Grantor(s) (Last name first, then first name and initials)

1. Northwest Heritage Group, Inc.
- 2.
3. Additional Names on Page 7 of Document.

Grantee(s) (Last name first, then first name and initials)

1. Sky Island Vista Neighborhood Association
- 2.
- 3.
4. Additional Names on Page _____ of Document.

Legal Description (abbreviated: *i.e.*, lot, block, plat or section, township, range)

A portion of NW quarter of NW quarter of Section 4 and Government Lot 1 of Section 5, Township 19N, Range 5E, W.M.
 Full Legal Description on Page 8 of Document.

Reference Number(s) of Documents Assigned or Released:

9803130060; 9901270433

Additional Reference Numbers on Page _____ of Document.

Assessor's Property Tax Parcel/Account Number

7001150220; 7001150230; 7001150240; 7001150250; 7001150260; 7001150270; 7001150280; 7001150290;
 7001150300; 7001150310; 7001150500; 7001150510; 7001150520; 7001150530; 7001150540; 7001150550;
 7001150560; 7001150570; 7001150760; 7001150770; 7001150780

The Auditor/Recorder will rely on the information provided on this cover sheet. The staff will not read the document to verify the accuracy or completeness of the indexing information provided herein.

**FOURTH AMENDMENT TO THE
SECOND AMENDED AND RESTATED DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS
FOR SKY ISLAND**

THIS FOURTH AMENDMENT TO THE SECOND AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS FOR SKY ISLAND is made on the 29th day of November 2003, by Northwest Heritage Group, Inc., a Washington corporation ("Developer"), and by the below-named owners of Lot Nos. 22 through 31, Lot Nos. 50 through 57, and Lot Nos. 76 through 78, such lots all being within Sky Island Division III.

BACKGROUND

A. Developer owns certain real property in Pierce County, Washington, on which it is developing the residential community of "Sky Island." Developer has subjected portions of the property to the Second Amended and Restated Declaration of Covenants, Conditions and Restrictions for Sky Island (the "Declaration"), which was recorded with the Pierce County Auditor under file number 9803130060. Developer subjected Sky Island Division III to the Declaration pursuant to the First Amendment to the Declaration (the "First Amendment"), which was recorded with the Pierce County Auditor under file number 9901270433. Under the First Amendment, Developer also established Lot Nos. 22 through 31, Lot Nos. 50 through 57, and Lot Nos. 76 through 78 of Sky Island Division III as a neighborhood to be known as "Sky Island Vista."

B. Pursuant to Article II, Section 2.4 of the Declaration, Developer may subject property submitted to the Declaration initially or by Supplemental Declaration to additional covenants and easements. These additional covenants and easements must be consented to in writing by the owners affected thereby. In addition, pursuant to Article VI, Section 6.6 of the Declaration, property that is specially benefited may be subject to Neighborhood Assessments.

C. Developer has conveyed certain lots within Sky Island Vista to other entities and individuals for the purpose of creating a private, gated residential neighborhood. Developer and the owners of lots within Sky Island Vista now desire to create the private, gated neighborhood of Sky Island Vista, subject to the additional covenants and easements set forth in this Fourth Amendment.

DECLARATION

1. Neighborhood Covenants and Easements. Pursuant to Sections 2.4 and 6.6 of the Declaration, the Developer and the owners of lots within Sky Island Vista hereby subject the property legally described on Exhibit "A" to the covenants and easements set forth herein. These covenants and easements supplement and are in addition to the covenants and easements set forth in the Declaration. If there is a conflict between the covenants and easements set forth herein and those contained in the Declaration, the covenants and easements in the Declaration will prevail.

a. Neighborhood Association. Every owner of a Lot within Sky Island Vista (including Developer) is a Member of the Sky Island Vista Neighborhood Association (the "Neighborhood Association"). Membership is appurtenant to and may not be separated from ownership of any Lot within Sky Island Vista. Ownership of a Lot within Sky Island Vista is the sole qualification for membership. Owners of lots within Sky Island Vista are also members of the Sky Island Homeowner's Association formed pursuant to the provisions of the Declaration.

i. Purpose of Neighborhood Association. The primary purpose of the Neighborhood Association is to maintain the common areas and improvements associated with Sky Island Vista and to assess and collect the associated Neighborhood Assessments.

ii. Sky Island Vista Membership Class. All members of the Neighborhood Association shall have the right of Class "A" members as described in Article IV, Section 4.2 of the Declaration. Unless otherwise stated, all actions of the Neighborhood Association shall be by majority vote of the members.

iii. Governing Committee. The Neighborhood Association is managed by a Governing Committee elected by a majority of the members of the Neighborhood Association. The members of the Governing Committee are elected in accordance with guidelines adopted by the Neighborhood Association. In the absence of such guidelines, the election of the members of the Governing Committee, and all other proceedings of the Neighborhood Association, shall be in accordance with the procedures set forth in the Bylaws governing the Sky Island Homeowner's Association.

iv. Neighborhood Assessments. The Neighborhood Association may, upon authorization by the Sky Island Homeowner's Association, levy Neighborhood Assessments at a uniform rate upon all lots

within Sky Island Vista and file liens for delinquent Neighborhood Assessments and costs of collection, including attorney's fees. The procedures, rights and remedies set forth in Article VI of the Declaration will also apply to Neighborhood Assessments of the Neighborhood Association; provided that, as to Neighborhood Assessments, the Governing Committee will act as the Board of Directors, and the Neighborhood Association will act as the Sky Island Homeowner's Association. These Neighborhood Assessments will cover the costs of maintenance of, and electricity and phone service for, the entrance gate to Sky Island Vista; costs of landscaping of the Common Areas of Sky Island Vista; costs of maintenance of all Common Areas and Improvements of Sky Island Vista, including but not limited to the private roads, landscaping, signs, stormwater system and sidewalks; and will be sufficient to establish an adequate reserve fund for the maintenance, repair and replacement of those Common Areas of Sky Island Vista that require such actions on a periodic basis.

- b. Common Areas and Improvements. The Common Areas and Improvements of Sky Island Vista consist of the following: the private roads associated with Sky Island Vista (i.e., 99th Street East and 181st Avenue Court); the private gate located on 99th Street East at the entrance to Sky Island Vista; the landscaped areas (including irrigation) and signs, if any, located on 99th Street East at the entrance to Sky Island Vista; the sidewalks located along 99th Street East and 181st Avenue Court; and any storm drainage and sewer systems located along 99th Street East and 181st Avenue Court.
- c. Easements. The Easements set forth in Article V of the Declaration also apply to Common Areas and Improvements of Sky Island Vista for the benefit of the Developer, the owners of lots within Sky Island Vista, and the Neighborhood Association; provided, however, that the Easement for Entrance Monument provided for under Section 5.6 of the Declaration applies to Lot Nos. 30 and 31 of Sky Island Division III for the purposes of establishing an entrance monument for Sky Island Vista.
- d. Maintenance. The Maintenance provisions set forth in Article VII of the Declaration also apply to the Neighborhood Association for the common areas and improvements of Sky Island Vista and to the owners of lots within Sky Island Vista.

DRAFT

e. Architectural Control Committee. Sky Island Vista may not have its own Architectural Control Committee.

f. Incorporation. The members of the Sky Island Vista Neighborhood Association may incorporate that association upon a majority vote of the members.

2. Duplicate Originals. The signatures of the parties may be affixed to multiple copies of this Fourth Amendment, each of which shall be considered an original. By signing below, the parties authorize the original signature pages to be affixed to one original for purposes of recording.

3. Successors and Assigns. This Fourth Amendment shall run with the title to the affected properties and shall be binding upon and inure to the benefit of the parties, their heirs, successors and assigns.

4. Amendment. This instrument may be amended at any time by a recorded document bearing the signatures of a majority of the members of the Sky Island Vista Neighborhood Association.


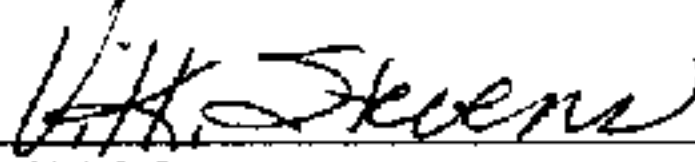
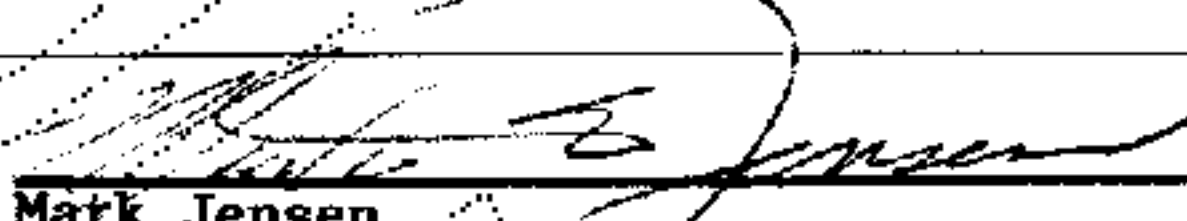
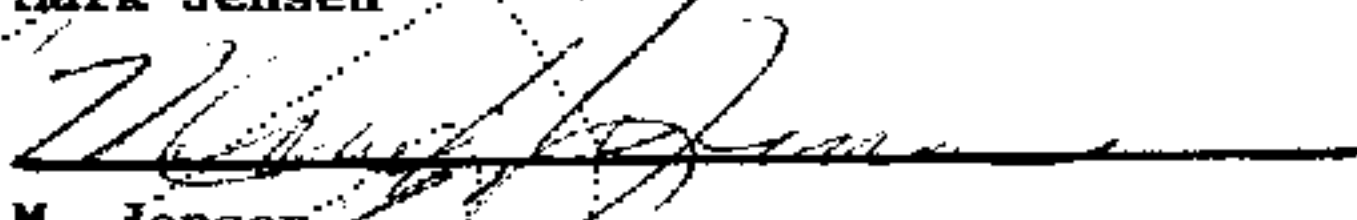

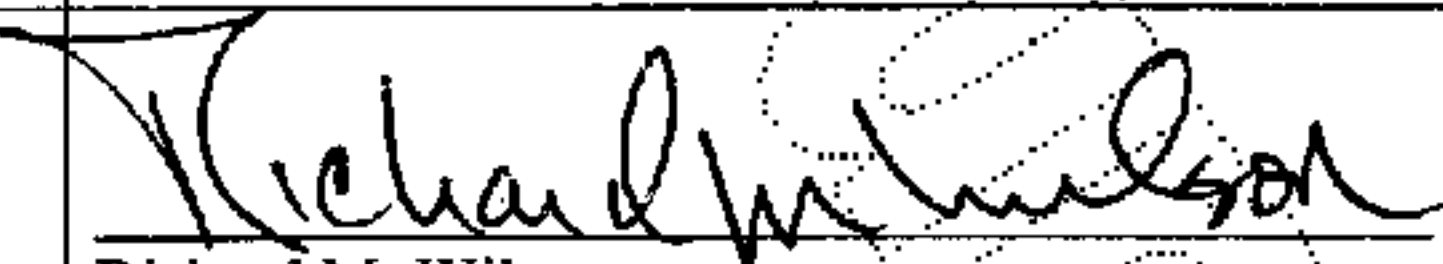

NORTHWEST HERITAGE GROUP

By: *Betsy Maccarato*
Its PRESIDENT

LOT NO.	OWNER(S)
22	<u><i>MS Clarke</i></u> Michelle S. Clarke <u><i>Nancy A. Katzer</i></u> Nancy A. Katzer

DRAFT

UNOFFICIAL

23	 Rickey O. Stevens  Vikki Stevens
24	 Michael D. Allen Maureen D. Allen
25	 Mark Jensen  M. Jensen
26	 ESSAY ANNE VANDERBILT ESSAY ANNE VANDER Essay Anne Vanderbilt
27	 Richard M. Wilson  Dena K. Wilson

23

Rickey O. Stevens

Rickey O. Stevens

Vikki Stevens

Vikki Stevens

24

Michael D. Allen

Michael D. Allen

Maureen D. Allen

Maureen D. Allen

25

Mark Jensen

Mark Jensen

M. Jensen

M. Jensen

26

Essay Anne Vanderbilt

~~Essay Anne Vanderbilt~~

ESSAY ANNE VANDER

Essay Anne Vanderbilt

27

Richard M. Wilson

Richard M. Wilson

Dena K. Wilson

Dena K. Wilson


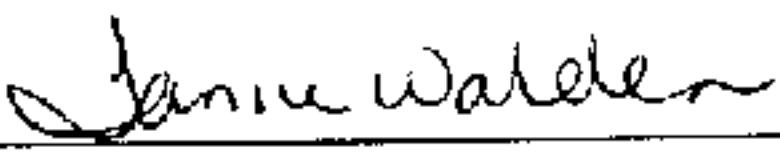


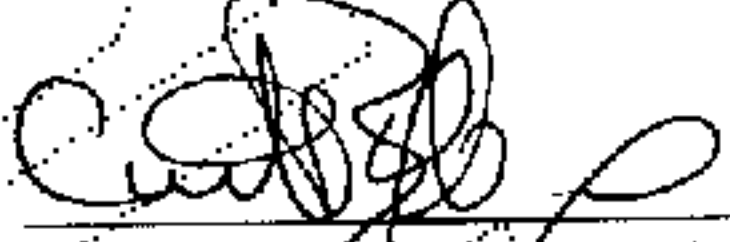
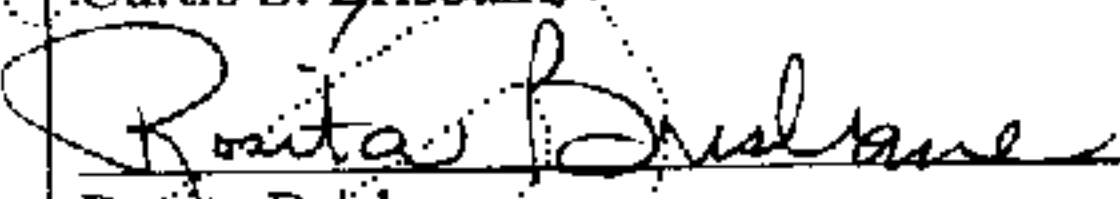
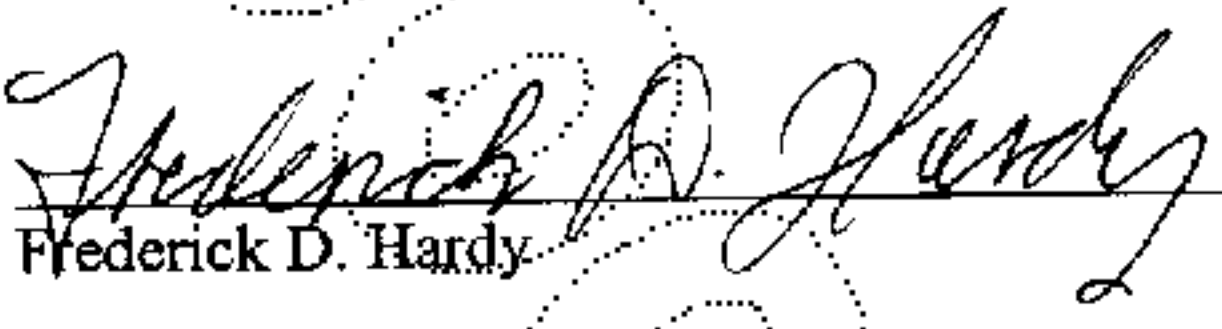
DUPLICATE

28	<p><u>Robert O Gard</u> Robert Gard</p> <p><u>Kathryn M Gard</u> Kathryn Gard</p>
29	<p><u>Paul D Brady</u> Paul D. Brady</p> <p><u>Cindy M Brady</u> Cindy M. Brady</p>
30	<p><u>Richard Lamp</u> Richard Lamp</p> <p><u>Lisa L. Lamp</u> Lisa L. Lamp</p>
31	<p><u>David P. Dreiling</u> David P. Dreiling</p> <p><u>Vicki A. Dreiling</u> Vicki A. Dreiling</p>
50	<p><u>Michael W. Johnson</u> Michael W. Johnson</p>

UNOFFICIAL

51	<p><i>James Christofer</i> James Christofer</p> <p><i>Valerie Christofer</i> Valerie Christofer</p>
52, 57	<p>Haggai Development, Inc.</p> <p>By <i>[Signature]</i> Its <i>[Signature]</i></p>
53	<p><i>Bruce W. Beatty</i> Bruce Beatty</p> <p><i>Beth Beatty</i> Beth Beatty</p>
54	<p><i>Robert A. Ballard</i> Robert A. Ballard</p> <p><i>Debbie E. Ballard</i> Debbie E. Ballard</p>
55	<p><i>Kevin J. Richardson</i> Kevin J. Richardson</p> <p><i>Rhonda B. Richardson</i> Rhonda B. Richardson</p>

DRAFT

56	 Todd Walden  Janice Walden
76	 Owen Davidson  Barbara Davidson
77	 Curtis S. Brisbane  Rosita Brisbane
78	 Frederick D. Hardy

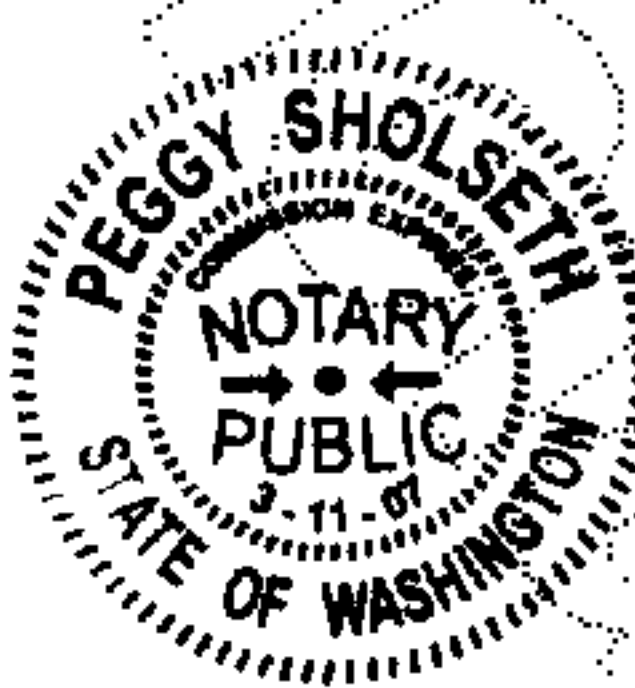
STATE OF WASHINGTON)

County of PIERCE)

) ss.

I certify that I know or have satisfactory evidence that MICHELLE S. CLARKE is the person who appeared before me, and said person acknowledged that she signed this instrument and acknowledged it to be her free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 14th day of October, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at BONNEY LAKE

My appointment expires: 03/11/07

STATE OF WASHINGTON)

County of PIERCE)

) ss.

I certify that I know or have satisfactory evidence that NANCY A. KATZER is the person who appeared before me, and said person acknowledged that she signed this instrument and acknowledged it to be her free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 14th day of October, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at BONNEY LAKE

My appointment expires: 03/11/07

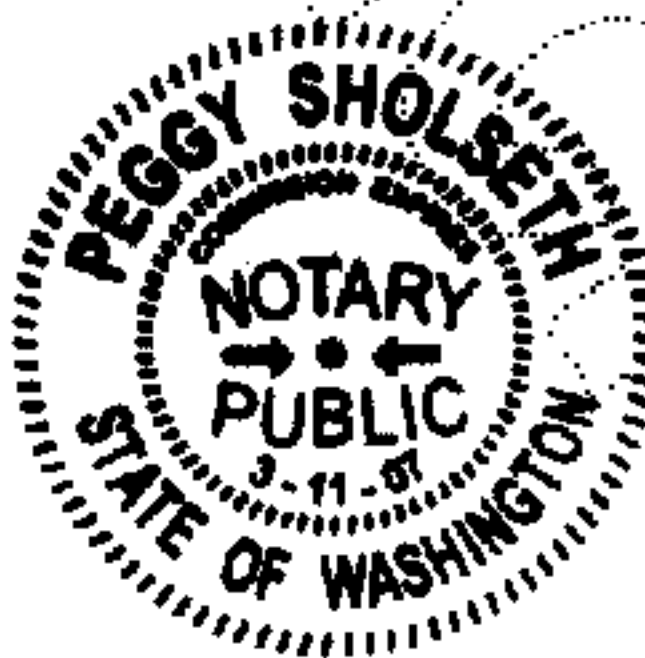
STATE OF WASHINGTON)

County of PIERCE)

) ss.
)

I certify that I know or have satisfactory evidence that RICKEY O. STEVENS and VIKKI STEVENS are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 29th day of September, 2003.



Peggy Sholseth
PEGGY SHOLSETH

(Type/Print Name above)
Notary Public in and for the State of Washington,
residing at BONNEY LAKE
My appointment expires: 03/11/07

STATE OF WASHINGTON)

County of _____)

) ss.
)

I certify that I know or have satisfactory evidence that MICHAEL D. ALLEN and MAUREEN D. ALLEN are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this _____ day of _____, 2003.

(Type/Print Name above)
Notary Public in and for the State of Washington,
residing at _____
My appointment expires: _____

STATE OF WASHINGTON)

County of PIERCE)

) ss.
)

I certify that I know or have satisfactory evidence that RICKEY O. STEVENS and VIKKI STEVENS are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 24th day of September, 2003.



Peggy Sholseth
PEGGY SHOLSETH

(Type/Print Name above)
Notary Public in and for the State of Washington,
residing at BONNEY LAKE
My appointment expires: 03/11/07

STATE OF WASHINGTON)

County of PIERCE)

) ss.
)

I certify that I know or have satisfactory evidence that MICHAEL D. ALLEN and MAUREEN D. ALLEN are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 2nd day of December, 2003.



Peggy Sholseth
PEGGY SHOLSETH

(Type/Print Name above)
Notary Public in and for the State of Washington,
residing at BONNEY LAKE
My appointment expires: 03/11/07

STATE OF WASHINGTON)

County of PIERCE)

)
) ss.
)

I certify that I know or have satisfactory evidence that **Mark Jensen and M. Jensen** are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 24th day of November, 2003.

Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07



STATE OF WASHINGTON)

County of PIERCE)

)
) ss.
)

I certify that I know or have satisfactory evidence that **Essay Anne Vanderbilt** are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 25th day of November, 2003.

Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07



STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that RICHARD M. WILSON and DENA K. WILSON are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 30th day of SEPTEMBER, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at Bonney Lake

My appointment expires: 03/11/07

STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that RICHARD GARD and KATHRYN GARD are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 15th day of October, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at BONNEY LAKE

My appointment expires: 03/11/07

STATE OF WASHINGTON)

)

) SS.

County of PIERCE)

I certify that I know or have satisfactory evidence that PAUL D. BRADY and CINDY M. BRADY are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 29th day of SEPTEMBER, 2003.

Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at Bonny Lake

My appointment expires: 03/11/07



STATE OF WASHINGTON)

)

) SS.

County of PIERCE)

I certify that I know or have satisfactory evidence that RICHARD LAMP and LISA L. LAMP are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 13th day of OCTOBER, 2003.

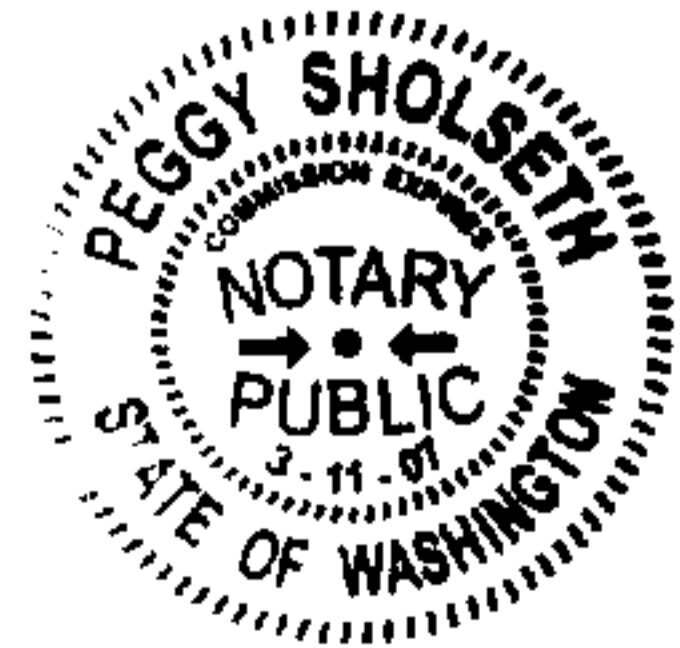
Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at Bonny Lake

My appointment expires: 03/11/07



STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that DAVID P. DREILING and VICKI A. DREILING are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 4th day of October, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at BONNEY LAKE

My appointment expires: 03/11/07

STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that MICHAEL W. JOHNSON is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 26th day of November, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at BONNEY LAKE

My appointment expires: 03/11/07

STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that ~~James Christofer and Valerie Christofer~~ the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 24th day of November, 2003.

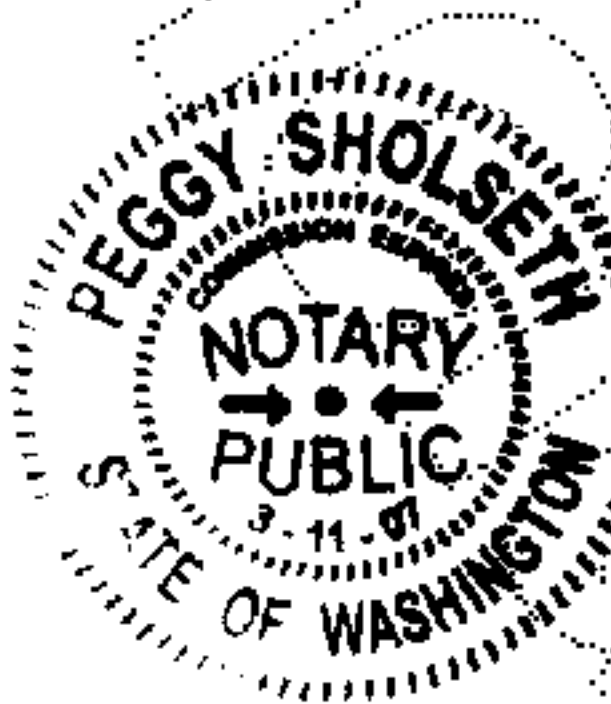
Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at BONNEY LAKE

My appointment expires: 03/11/07



STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that MICHAEL CHRISTENSEN is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the PRESIDENT of HAGGAI DEVELOPMENT, INC. to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

DATED this 15th day of October, 2003.

Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington, residing at BONNEY LAKE

My appointment expires: 03/11/07



STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that BRUCE BEATTY and BETH BEATTY are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 24th day of SEPTEMBER, 2003.

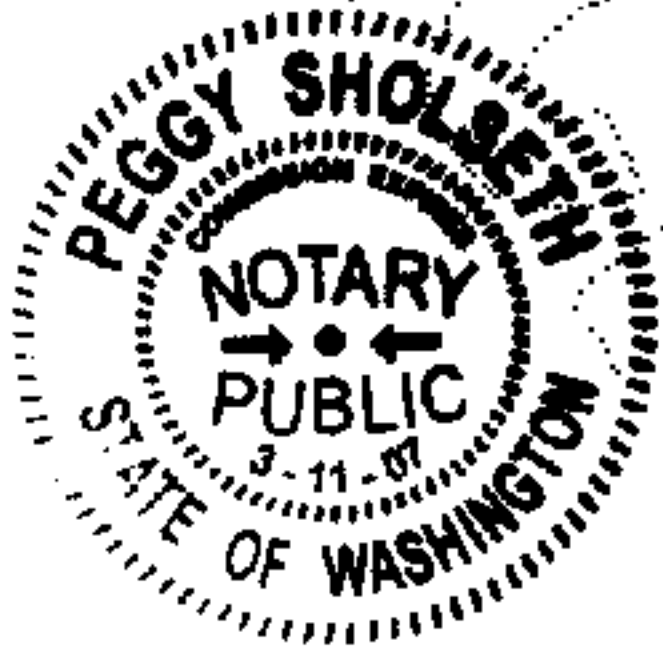
Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at Bonney Lake

My appointment expires: 03/11/07



STATE OF WASHINGTON)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that ROBERT J. BALLARD is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 29th day of SEPTEMBER, 2003.

Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07



STATE OF WASHINGTON)

County of PIERCE)

) ss.
)

I certify that I know or have satisfactory evidence that KEVIN J. RICHARDSON and RHONDA B. RICHARDSON are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 24th day of November, 2003.

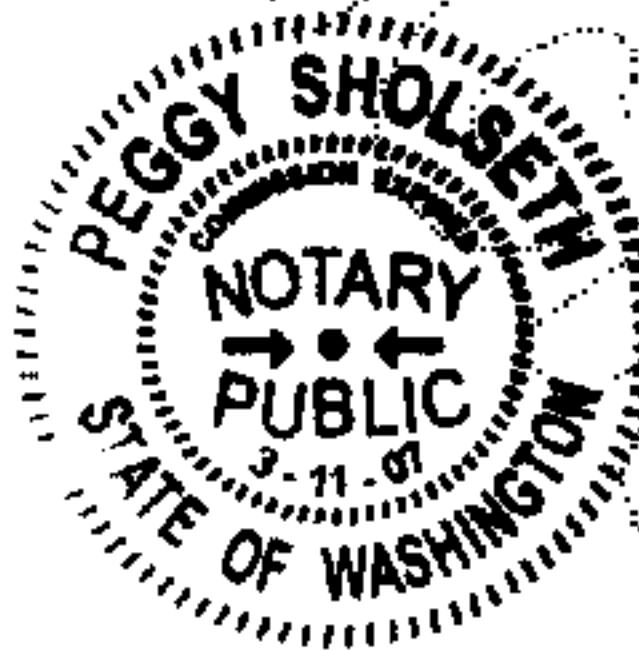
Peggy Skolseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07



STATE OF WASHINGTON)

County of PIERCE)

) ss.
)

I certify that I know or have satisfactory evidence that TODD WALDEN and JANICE WALDEN are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 24th day of SEPTEMBER, 2003.

Peggy Skolseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07



STATE OF WASHINGTON)

)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that OWEN DAVIDSON and BARBARA DAVIDSON are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 29th day of SEPTEMBER, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07

STATE OF WASHINGTON)

)

) ss.

County of PIERCE)

I certify that I know or have satisfactory evidence that CURTIS S. BRISBANE and ROSITA BRISBANE are the persons who appeared before me, and said persons acknowledged that they signed this instrument and acknowledged it to be their free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 29th day of SEPTEMBER, 2003.



Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07

STATE OF WASHINGTON)

County of PIERCE)

)
) ss.
)

I certify that I know or have satisfactory evidence that FREDERICK D. HARDY is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

DATED this 9th day of OCTOBER, 2003.

Peggy Sholseth

PEGGY SHOLSETH

(Type/Print Name above)

Notary Public in and for the State of Washington,
residing at BONNEY LAKE

My appointment expires: 03/11/07



EXHIBIT "A"
to
FOURTH AMENDMENT TO THE
SECOND AMENDED AND RESTATED DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS FOR SKY ISLAND

LEGAL DESCRIPTION OF SKY ISLAND VISTA

Lots 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 50, 51, 52, 53, 54, 55, 56, 57, 76, 77 and 78 of Sky Island Division 3, according to Plat recorded on January 27, 1999, under Recording No. 9901275002, in Pierce County, Washington.