

In witness whereof, the parties have caused this First Amendment to be executed as of the day and date first above written.

LIFETIME COMMUNITIES, INC.

Joany Nolas
Witness
Eugene Okonien
Witness

By: [Signature]
Its: Vice President

Joany Nolas
Witness
Eugene Okonien
Witness

By: Leonard M. Altman
Its: Assistant Secretary

SECURITY PACIFIC NATIONAL BANK

Joany Nolas
Witness
Eugene Okonien
Witness

By: Cathy L. Chase
Cathy L. Chase
Its Vice President