AMENDMENT 1 TO
DEVELOPER'S PUBLIC REPORT
FOR A CONDOMINIUM

CONDOMINIUM PROJECT NAME:	ISLAND COURTYARDS AT MILILANI MAUKA (INCREMENT B)
PROJECT ADDRESS:	Ukuwai Street Mililani, Hawaii 96789
REGISTRATION NUMBER:	6234
EFFECTIVE DATE OF REPORT:	**September 25, 2007**
MUST BE READ TOGETHER WITH DEVELOPER'S PUBLIC REPORT DATED:	Developer's Public Report dated: February 20, 2007
DEVELOPER(S):	Castle & Cooke Homes Hawaii, Inc.

Preparation of this Amendment

The Developer prepared this amendment pursuant to the Condominium Property Act, Section 514B-56, Hawaii Revised Statutes (HRS), as amended from time to time. Section 514B-56, HRS, requires that after the Commission has issued an effective date for the Developer's Public Report, if there are any changes, either material or pertinent changes, or both, regarding the information contained in or omitted from the Developer's Public Report, or if the developer desires to update or change the information set forth in the Developer's Public Report, the developer shall immediately submit to the Commission an amendment to the Developer's Public Report or an amended Developer's Public Report clearly reflecting the change, together with such supporting information as may be required by the Commission, to update the information contained in the Developer's Public Report.

The law defines "material change" as used in parts IV and V of Chapter 514B, HRS means any change that directly, substantially, and adversely affects the use or value of (1) A purchaser's unit or appurtenant limited common elements; or (2) Those amenities of the project available for the purchaser's use.

The law defines "pertinent change" to mean, as determined by the commission, a change not previously disclosed in the most recent public report that renders the information contained in the public report or in any disclosure statement inaccurate, including, but not limited to (1) The size, construction materials, location, or permitted use of a unit or its appurtenant limited common element; (2) The size, use, location, or construction materials of the common elements of the project; or (3) The common interest appurtenant to the unit. A pertinent change does not necessarily constitute a material change.

The filing of an amendment to the Developer's Public Report or an amended Developer's Public Report, in and of itself, shall not be grounds for a purchaser to cancel or rescind a sales contract. A purchaser's right to cancel or rescind a sales contract shall be governed by sections 514B-86 and 514B-87, HRS, the terms and conditions of the purchaser's contract for sale, and applicable common law.

This Amendment has not been prepared or issued by the Real Estate Commission or any other governmental agency. The issuance by the Commission of an effective date for this amendment to the Developer's Public Report (1) does not mean that the Commission approves or disapproves of the project; (2) does not mean that the Commission thinks that either all material facts, material changes, or pertinent changes about the project have been fully or adequately disclosed; and (3) is not the

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Commission's judgment of the value or merits of the project.

The law defines "material facts" to mean any fact, defect, or condition, past or present that to a reasonable person, would be expected to measurably affect the value of the project, unit, or property being offered or proposed to be offered for sale.

This amendment may be used by the Developer for promotional purposes only if it is used with the last Developer's Public Report in its entirety.

Prospective purchasers and purchasers are encouraged to read this amendment carefully and to seek professional advice.

Summary of Changes from Earlier Developer's Public Report are Described Beginning on the Next Page

Summary of Changes from Earlier Developer's Public Report:

This summary contains a general description of the changes, if any, made by the developer since the last Developer's Public Report was issued an effective date. It is not necessarily all inclusive. Prospective purchasers and purchasers must read this amendment together with the last Developer's Public Report with the effective date as noted on the top of page 1 if they wish to know the specific changes that have been made.

Changes made are as follows (include a description of what the change is and page number and or exhibit alphabet or number; additional pages may be used):

1. Since the Condominium Map for the Project was filed, certain changes have been made to the Project: (a) the island between Parking Stall Nos. 10 and 11 has been moved between Parking Stall Nos. 11 and 12; (b) the island between Parking Stall Nos. 18 and 19 has been deleted and an access aisle was installed in its place; (c) the island between Parking Stall Nos. 137 and 138 has been deleted and an access aisle was installed in its place; (d) a trash enclosure adjacent to Building 8 has been relocated due to site conditions to the space where Parking Stall Nos. 146 and 147 are shown on the Condominium Map; (e) Parking Stall Nos. 146 and 147, which are assigned to Unit Nos. 803 and 806, respectively, have been relocated to the space where the trash enclosure adjacent to Building 8 is shown on the Condominium Map; (f) Parking Stall Nos. 146 through 157, inclusive, have been re-numbered; (g) the island between Parking Stall Nos. 2 and 3 has been deleted; and (h) an access aisle between Parking Stall Nos. 77 and 78 has been installed. The Condominium Map and the Declaration of Condominium Property Regime have been amended by that certain First Amendment to Declaration of Condominium Property Regime dated September 13, 2007, filed in the Office of the Assistant Registrar of the Land Court of the State of Hawaii as Document No. 3656153, to reflect the changes described in this paragraph. Page 1c of the Public Report has been revised to reflect the revised site plan for the Project. Page 5 of the Public Report has been revised to reflect the date of the updated title report which has been obtained and submitted to the Commission. Page 10 of the Public Report has been revised to reflect the amendments of the Condominium Map and the Declaration of Condominium Property Regime. Exhibit B of the Public Report has been revised to reflect the revised parking stall assignments due to the re-numbering of the parking stalls. Exhibit G has been revised to reflect the updated encumbrances against title as shown on the updated title report. Revised pages 1c, 5, and 10 and Exhibits B and G are attached to this Amendment to Public Report.

2. The specimen form of the Condominium Unit Deed has been revised since the issuance of the Public Report.

The matters referred to in this Amendment to Public Report constitute a material change to the limited common elements, i.e., the parking stalls, appurtenant to Unit Nos. 803 and 806 only. The matters referred to in this Amendment to Public Report do not constitute a material change to any other units in the Project, and the issuance of the effective date of this Amendment to Public Report will not be the basis for purchasers of units in the Project, other than the purchasers of Unit Nos. 803 and 806, to rescind a binding sales contract.

Changes continued:

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The Developer declares subject to the penalties set forth in Section 514B-69, HRS that this project continues to conform to the existing underlying county zoning for the project, zoning and building ordinances and codes and all applicable permitting requirements adopted by the county in which the project is located, all in accordance with Sections 514B-5 and 32(a) (13), HRS.

For any conversion, if any variances have been granted, they are specified in Section 1.14 of this report as amended, and, if purchaser deposits are to be used by the Developer to cure any violations of zoning, permitting requirements or rules of the county in which the project is located, the violation is specified in Section 1.15 of this report as amended, along with the requirements to cure any violation, and Section 5.5 specifies the date by which the cure will be completed.

The Developer hereby certifies that all the information contained in this report as amended and the exhibits attached to this report (if any) as amended and all documents to be furnished by the Developer to purchasers concerning the project have been reviewed by the Developer and are, to the best of the Developer's knowledge, information and belief, true, correct and complete. The Developer hereby agrees promptly to amend this report as amended to report and include either or all material facts, material or pertinent changes to any information contained in or omitted from this report and to file annually a report to update the material contained in this report as amended at least 30 days prior to the anniversary date of the effective date of this report.

Castle & Cooke Homes Hawaii, Inc.
Printed Name of Developer

Duly Authorized Signatory*

SEP 14 2007
Date

W. Bruce Barrett EXECUTIVE VICE PRESIDENT
Printed Name & Title of Person Signing Above

Distribution:

Department of Finance, City and County of Honolulu

Planning Department, City and County of Honolulu

***Must be signed for a corporation by an officer; for a partnership or limited liability partnership (LLP) by the general partner; for a limited liability company (LLC) by the manager or an authorized member; and for an individual by the individual.**

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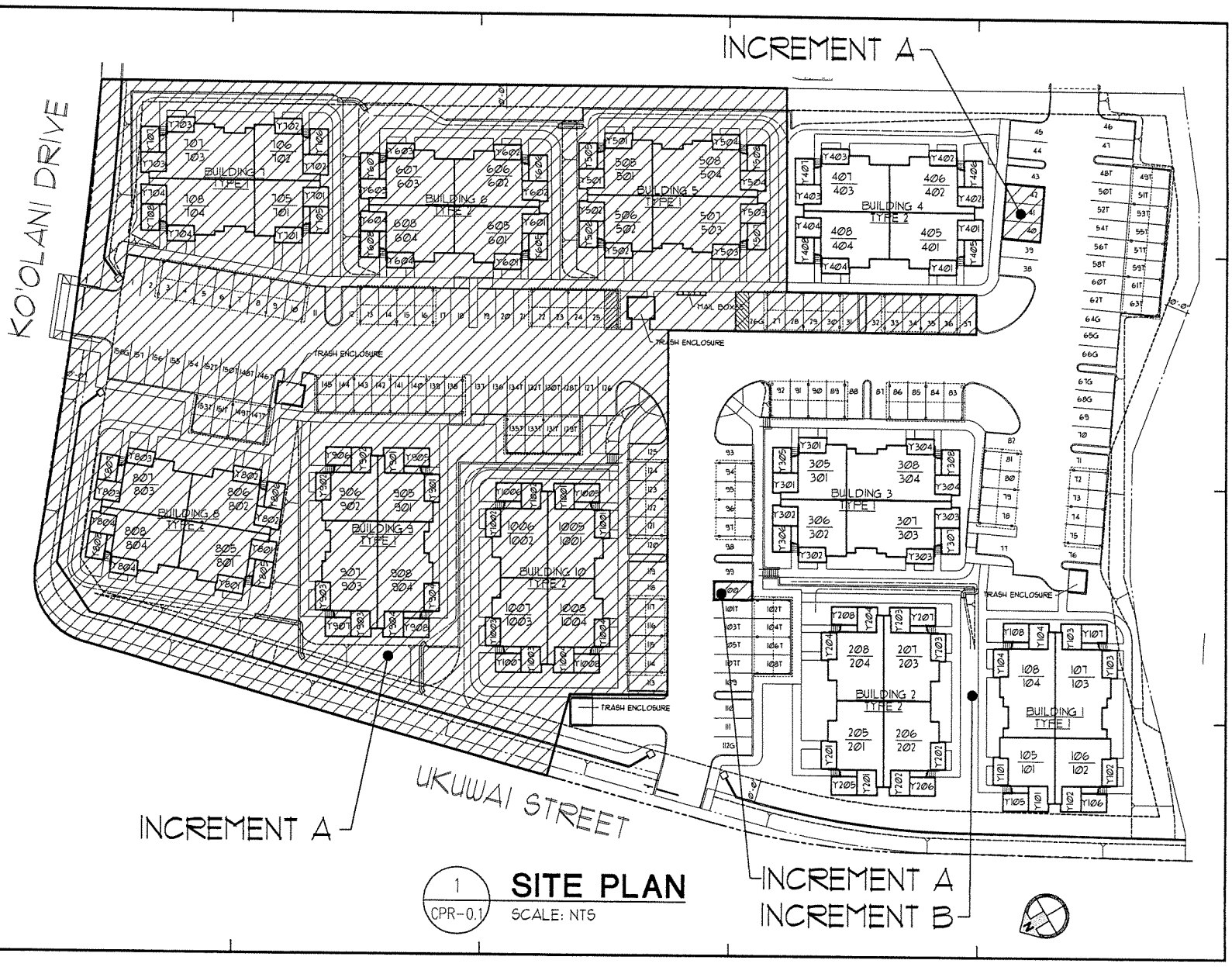

1 CPR-0.1 **SITE PLAN**

SCALE: NTS

Design Partners Incorporated

Architects
Interior Designers
Planning
Graphics

Vernon Ineshita AIA
Michael Goshi AIA
Michael Muromoto AIA
Duane Hamada AIA

MICHAEL N. GOSHI LICENSED PROFESSIONAL ARCHITECT No. 5402 HAWAII, U.S.A.

Signature

Expiration Date of this License

"The work was prepared by me or under my supervision and construction of the project will be under my observation."

Revision Number/Description

Project Name

Mililani Mauka
Island Courtyards
CASTLE & COOKE HOMES
HAWAII, INC.

Drawing Title: SITE PLAN

Project Number	Date
04041-2	AUG. 2007

Drawn	Checked	Designed
CAD	KS/RG	LT/CS

Drawing Number: 1.0

Sheet No 2 of 10

1c

1.9 Common Elements

Common Elements: Common elements are those parts of the condominium project other than the individual units and any other real estate for the benefit of unit owners. Although the common elements are owned jointly by all unit owners, those portions of the common elements that are designated as limited common elements (see Section 1.10 below) may be used only by those units to which they are assigned. In addition to the common facilities described in Section 1.8 above, the common elements for this project, as described in the Declaration, are set forth below.
Described in Exhibit E.
Described as follows:

Common Element	Number
Elevators	0
Stairways	4 in each building
Trash Chutes	0

1.10 Limited Common Elements

Limited Common Elements: A limited common element is a portion of the common elements that is reserved for the exclusive use of one or more but fewer than all units in the project.
Described in Exhibit F.
Described as follows:

1.11 Special Use Restrictions

The Declaration and Bylaws may contain restrictions on the use and occupancy of the units. Restrictions for this project include, but are not limited to, those described below.	
☒	Pets: No animals allowed, except that dogs, cats and other household pets (as determined by the Board of Directors) in reasonable number and size as determined by the Board of Directors (but not to exceed a total of 2 such animals per unit) may be kept in the unit and/or the yard area, if any, appurtenant to such unit.
☐	Number of Occupants:
☒	Other: Ask to see "Rules & Regulations" (House Rules) regarding other possible restrictions. Also see owner-occupancy requirements noted on page 1b of this Report
☐	There are no special use restrictions.

1.12 Encumbrances Against Title

An encumbrance is a claim against or a liability on the property or a document affecting the title or use of the property. Encumbrances may have an adverse effect on the property or your purchase and ownership of a unit in the project. Encumbrances shown may include blanket liens which will be released prior to conveyance of a unit (see Section 5.3 on Blanket Liens).
Exhibit G describes the encumbrances against title contained in the title report described below.
Date of the title report: September 14, 2007
Company that issued the title report: Title Guaranty of Hawaii, Incorporated

3. CREATION OF THE CONDOMINIUM AND CONDOMINIUM DOCUMENTS

A condominium is created by recording in the Bureau of Conveyances (Regular System) or filing in the Office of the Assistant Registrar of the Land Court, or both, a Declaration of Condominium Property Regime, a Condominium Map and the Bylaws of the Association of Unit Owners. The Condominium Property Act (Chapter 514B, HRS), the Declaration, Bylaws and House Rules control the rights and obligations of the unit owners with respect to the project and the common elements, to each other, and to their respective units.

3.1 Declaration of Condominium Property Regime

The Declaration of Condominium Property Regime contains a description of the land, buildings, units, common interests, common elements, limited common elements, and other information relating to the condominium project.

Land Court or Bureau of Conveyances	Date of Document	Document Number
Land Court	January 16, 2007	3545947

Amendments to Declaration of Condominium Property Regime		
Land Court or Bureau of Conveyances	Date of Document	Document Number
Land Court	September 13, 2007	3656153

3.2 Bylaws of the Association of Unit Owners

The Bylaws of the Association of Unit Owners govern the operation of the condominium project. They provide for the manner in which the Board of Directors of the Association of Unit Owners is elected, the powers and duties of the Board, the manner in which meetings will be conducted, whether pets are prohibited or allowed and other matters that affect how the condominium project will be governed.

Land Court or Bureau of Conveyances	Date of Document	Document Number
Land Court	January 16, 2007	3545948

Amendments to Bylaws of the Association of Unit Owners		
Land Court or Bureau of Conveyances	Date of Document	Document Number

3.3 Condominium Map

The Condominium Map contains a site plan and floor plans, elevations and layout of the condominium project. It also shows the floor plan, unit number and dimensions of each unit.

Land Court Map Number	1862
Bureau of Conveyances Map Number	

Dates of Recordation of Amendments to the Condominium Map: September 14, 2007

PUBLIC REPORT ON
ISLAND COURTYARDS AT MILILANI MAUKA (INCREMENT B)

EXHIBIT B

COMMON INTERESTS AND LIMITED COMMON ELEMENT ASSIGNMENTS

Unit No.	Unit Type	Bldg. No.	Parking Stall No(s).	Yard Area No.	Common Interest
101*	1A	1	47, 79	Y101	.89034%
102*	1AR	1	46, 74	Y102	.89034%
103*	3AR	1	71, 72	Y103	1.62729%
104*	3A	1	81, 82	Y104	1.62729%
105*	1	1	44, 80	Y105	.89034%
106*	1R	1	45, 73	Y106	.89034%
107*	3R	1	75, 76	Y107	1.62729%
108*	3	1	77, 78	Y108	1.62729%
201*	2A	2	107T, 108T	Y201	1.24119%
202*	2AR	2	101T, 102T	Y202	1.24119%
203*	2A	2	96, 110	Y203	1.24119%
204*	2AR	2	94, 109	Y204	1.24119%
205*	2	2	105T, 106T	Y205	1.24118%
206*	2R	2	103T, 104T	Y206	1.24118%
207*	2	2	97, 98	Y207	1.24118%
208*	2R	2	95, 111	Y208	1.24118%
301*	1A	3	90, 93	Y301	.89034%
302*	1AR	3	91, 99	Y302	.89034%
303*	3AR	3	84, 88	Y303	1.62729%
304*	3A	3	69, 85	Y304	1.62729%
305*	1	3	38, 89	Y305	.89034%
306*	1R	3	43, 92	Y306	.89034%
307*	3R	3	70, 83	Y307	1.62729%
308*	3	3	86, 87	Y308	1.62729%
401*	2A	4	60T, 61T	Y401	1.24119%
402*	2AR	4	54T, 55T	Y402	1.24119%
403*	2A	4	50T, 51T	Y403	1.24119%
404*	2AR	4	56T, 57T	Y404	1.24119%
405*	2	4	62T, 63T	Y405	1.24118%
406*	2R	4	52T, 53T	Y406	1.24118%

Unit No.	Unit Type	Bldg. No.	Parking Stall No(s).	Yard Area No.	Common Interest
407*	2	4	48T, 49T	Y407	1.24118%
408*	2R	4	58T, 59T	Y408	1.24118%
501	1A	5	28	Y501	.89034%
502	1AR	5	34, 41	Y502	.89034%
503	3AR	5	36, 37	Y503	1.62729%
504	3A	5	30, 31	Y504	1.62729%
505	1	5	27, 40	Y505	.89034%
506	1R	5	29	Y506	.89034%
507	3R	5	35, 42	Y507	1.62729%
508	3	5	32, 33	Y508	1.62729%
601	2A	6	25, 39	Y601	1.24119%
602	2AR	6	21, 22	Y602	1.24119%
603	2A	6	14, 18	Y603	1.24119%
604	2AR	6	16, 17	Y604	1.24119%
605	2	6	24, 136	Y605	1.24118%
606	2R	6	20, 23	Y606	1.24118%
607	2	6	13, 19	Y607	1.24118%
608	2R	6	15, 137	Y608	1.24118%
701	1A	7	7	Y701	.89034%
702	1AR	7	9	Y702	.89034%
703	3AR	7	1, 4	Y703	1.62729%
704	3A	7	6, 11	Y704	1.62729%
705	1	7	8	Y705	.89034%
706	1R	7	10	Y706	.89034%
707	3R	7	2, 3	Y707	1.62729%
708	3	7	5, 12	Y708	1.62729%
801	2A	8	150T, 151T	Y801	1.24119%
802	2AR	8	142, 155	Y802	1.24119%
803	2A	8	144, 156	Y803	1.24119%
804	2AR	8	146T, 147T	Y804	1.24119%
805	2	8	152T, 153T	Y805	1.24118%
806	2R	8	143, 157	Y806	1.24118%
807	2	8	145, 154	Y807	1.24118%
808	2R	8	148T, 149T	Y808	1.24118%
901	1A	9	139	Y901	.89034%
902	1AR	9	140	Y902	.89034%
903	3AR	9	132T, 133T	Y903	1.62729%
904	3A	9	128T, 129T	Y904	1.62729%

Unit No.	Unit Type	Bldg. No.	Parking Stall No(s).	Yard Area No.	Common Interest
905	1	9	138	Y905	.89034%
906	1R	9	141	Y906	.89034%
907	3R	9	134T, 135T	Y907	1.62729%
908	3	9	130T, 131T	Y908	1.62729%
1001	2A	10	121, 126	Y1001	1.24119%
1002	2AR	10	124, 125	Y1002	1.24119%
1003	2A	10	100, 115	Y1003	1.24119%
1004	2AR	10	117, 118	Y1004	1.24119%
1005	2	10	122, 127	Y1005	1.24118%
1006	2R	10	120, 123	Y1006	1.24118%
1007	2	10	113, 114	Y1007	1.24118%
1008	2R	10	116, 119	Y1008	1.24118%

NOTE: All parking stalls that have a "T" at the end of them are tandem stalls.

All parking stalls are open, regular size stalls.

Parking Stall Nos. 26G, 64G, 65G, 66G, 67G, 68G, 112G, and 158G are guest stalls.

This Public Report covers a portion of the Project and accordingly, it covers only certain units referred to in this exhibit. The units marked with an asterisk (*) are covered by this Public Report. The other units will be covered by separate registrations.

PUBLIC REPORT ON
ISLAND COURTYARDS AT MILILANI MAUKA (INCREMENT B)

EXHIBIT G

ENCUMBRANCES AGAINST TITLE

1. For any real property taxes that may be due and owing, reference is made to the Office of the Tax Assessor of the City and County of Honolulu.

2. The restrictions on use and other restrictions and all other of the covenants, agreements, obligations, conditions, reservations, easements and other provisions set forth in Declaration of Covenants, Conditions and Restrictions for Mililani Town dated April 19, 1968, filed as Document No. 441561, as amended by instrument dated May 22, 1968, filed as Document No. 445150, as amended by instrument dated January 18, 2007, filed as Document No. 3545946, and as further supplemented and amended.

3. Certificate and Authorization dated June 21, 1989, filed as Document No. 1645132. Said Certificate and Authorization was amended by instruments dated November 12, 1991, recorded as Document No. 96-162477, dated April 15, 1997, recorded as Document No. 97-057583, and dated July 18, 1997, recorded as Document No. 97-100983.

4. Unilateral Agreement and Declaration for Conditional Zoning dated September 15, 1989, recorded in Liber 23653 at Page 571.

5. Mortgage, Assignment of Leases and Rents, Security Agreement and Financing Statement dated September 19, 2000, filed as Document No. 2652425, and also recorded as Document No. 2000-132861, by and between Castle & Cooke Homes Hawaii, Inc., a Hawaii corporation, as Mortgagor, and Bankers Trust Company, a New York corporation, as administrative agent, as Mortgagee, as amended by instrument dated December 27, 2001, filed as Document No. 2767921 and also recorded as Document No. 2002-003137, and instrument dated March 25, 2003, filed as Document No. 2910515 and also recorded as Document No. 2003-060016, and instrument dated December 22, 2003, filed as Document No. 3050192 and also recorded as Document No. 2003-290094, and instrument dated January 11, 2007, filed as Document No. 3543476 and also recorded as Document No. 2007-010916. Said Mortgage was assigned to Wells Fargo Bank, N.A., a national association, as administrative agent, by instrument dated December 27, 2001, filed as Document No. 2767922 and also recorded as Document No. 2002-003138.

6. Financing Statement recorded as Document No. 2000-132862, as amended by Document No. 2002-003142. Said Financing Statement was assigned to Wells

Fargo Bank, N.A., as administrative agent, by instrument recorded as Document No. 2002-003141.

7. Assignment of Leases and Rents dated September 19, 2000, recorded as Document No. 2000-139598, by and between Castle & Cooke Homes Hawaii, Inc., a Hawaii corporation, as Assignor, and Bankers Trust Company, a New York corporation, as administrative agent, as Assignee, as amended by instrument dated December 27, 2001, recorded as Document No. 2002-003139, as amended by instrument dated January 11, 2007, recorded as Document No. 2007-010917. Said Assignment of Leases and Rents was assigned to Wells Fargo Bank, N.A., a national association, as administrative agent, by instrument dated December 27, 2001, recorded as Document No. 2002-003140.

8. Unilateral Agreement and Declaration for Conditional Zoning dated May 20, 2002, filed as Document No. 2807187.

9. Designation of Easement 6748 as shown on Map 1143, as set forth by Land Court Order No. 168583, filed December 1, 2006, for access purposes.

10. Designation of Easement 6749 as shown on Map 1143, as set forth by Land Court Order No. 168583, filed December 1, 2006, for access, sewer and drainage purposes.

11. Designation of Easement 6750 as shown on Map 1143, as set forth by Land Court Order No. 168583, filed December 1, 2006, for sewer and drainage purposes.

12. Designation of Easement 6752 as shown on Map 1143, as set forth by Land Court Order No. 168583, filed December 1, 2006, for drainage purposes.

13. Condominium Map No. 1862, as amended from time to time.

14. Declaration of Condominium Property Regime of Island Courtyards at Mililani Mauka dated January 16, 2007, filed as Document No. 3545947, as amended by First Amendment to Declaration of Condominium Property Regime of Island Courtyards at Mililani Mauka dated September 13, 2007, filed as Document No. 3656153, as further amended from time to time.

15. By-Laws of the Association of Unit Owners of Island Courtyards at Mililani Mauka dated January 16, 2007, filed as Document No. 3545948, as amended from time to time.

16. Grant dated February 5, 2007, filed as Document No. 3565880, to Hawaiian Electric Company, Inc. and Hawaiian Telcom, Inc., of a perpetual right and easement for utility purposes.