

SECOND SUPPLEMENTAL DECLARATION

THIS SECOND SUPPLEMENTAL DECLARATION is made this 11 day of MAY, 2010 by RED LEDGES LAND DEVELOPMENT, INC., a Florida corporation (hereinafter referred to as "Declarant"), and joined by RED LEDGES COMMUNITY ASSOCIATION, INC., a Utah non-profit corporation (hereinafter referred to as the "Association").

WHEREAS, a Declaration of Covenants, Conditions and Restrictions for Red Ledges dated October 11, 2007, executed by the Declarant and the Association (the "Declaration"), has been recorded in the land records of Wasatch County, Utah (the "Land Records") in Book 951, at Page 1779; and

WHEREAS, a First Supplemental Declaration Dated June 4, 2008, executed by the Declarant and the Association, has been recorded in the Land Records in Book 969, at Page 1394; and

WHEREAS, the Declarant is authorized to execute and record in the Land Records a Supplemental Declaration pursuant to Article II, Section 2 of the Declaration; and

WHEREAS, the Declarant desires to supplement the Declaration and is executing this Second Supplemental Declaration for such purpose;

NOW THEREFORE, the Declarant hereby supplements the Declaration as follows (capitalized terms used herein which are not defined shall have the meaning ascribed to them in the Declaration):

1. Creation of Neighborhoods.

(a) The Declarant hereby declares that the real property described on Exhibit A attached hereto and made a part hereof is hereby considered a Neighborhood for purposes of the Declaration. This Neighborhood is herein referred to as the "Timp Villas Neighborhood."

(b) The Declarant hereby declares that the real property described on Exhibit B attached hereto and made a part hereof is hereby considered a Neighborhood for purposes of the Declaration. This Neighborhood is herein referred to as the "Alpine Villas Neighborhood."

2. Maintenance Requirements.

(a) Notwithstanding anything to the contrary in the Declaration, the Association shall, with respect to each Lot within the Timp Villas Neighborhood and within the Alpine Villas Neighborhood, maintain the area between the footprint of the Unit developed on the Lot and the legal boundary of the Lot (the "Excess Lot Area"). The

cost of such maintenance as relates to the Lots within the Timp Villas Neighborhood shall be considered a Neighborhood Expense which shall result in a Neighborhood Assessment to be levied equally on all of the Lots within the Timp Villas Neighborhood. The cost of such maintenance as relates to the Lots within the Alpine Villas Neighborhood shall be considered a Neighborhood Expense which shall result in a Neighborhood Assessment to be levied equally on all Lots within the Alpine Villas Neighborhood.

(b) (i) The property within the Timp Villas Neighborhood excluding the Lots shall be deemed to be Neighborhood Common Area. The Association will be responsible for the maintenance of this Neighborhood Common Area. The expenses associated with the maintenance of this Neighborhood Common Area shall be a Neighborhood Expense and shall be part of the Neighborhood Assessment relative to the Timp Villas Neighborhood.

(ii) The property within the Alpine Villas Neighborhood excluding the Lots shall be deemed to be Neighborhood Common Area. The Association will be responsible for the maintenance of the Neighborhood Common Area. The expenses associated with the maintenance of this Neighborhood Common Area shall be a Neighborhood Expense and shall be part of the Neighborhood Assessment relative to the Alpine Villas Neighborhood.

(c) The maintenance provided for in subparagraphs (a) and (b) above shall specifically include snow removal from streets, driveways and walkways located within the Timp Villas Neighborhood and the Alpine Villas Neighborhood.

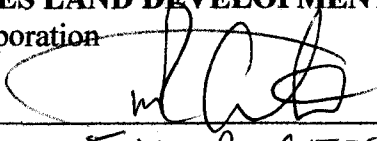
3. Restrictions Regarding Timp Villas Neighborhood and Alpine Villas Neighborhood.

(a) Owners of Lots within the Timp Villas Neighborhood or within the Alpine Villas Neighborhood are not permitted to improve, modify or otherwise make use of the Excess Lot Area, except for any walkway thereon and except as provided in subparagraph (b) below, or improve, modify or make use of any part of the Neighborhood Common Area, except for any walkway or driveway thereon.

(b) Owners of Lots within the Timp Villas Neighborhood or within the Alpine Villas Neighborhood are permitted to enhance the landscaping, if any, planted in the Excess Lot Area and existing at the time of the initial closing on the Lot in question. If no landscaping has been planted in the Excess Lot Area at the time of the initial closing on a Lot within either such Neighborhood, an Owner is permitted to plant landscaping material therein. Any proposed planting by an Owner of a Lot within the Timp Villas Neighborhood or within the Alpine Villas Neighborhood is subject to the requirements of Article VII of the Declaration, which includes obtaining the written approval of the ARC before the planting.

IN WITNESS WHEREOF, this Second Supplemental Declaration has been executed as of the day and year first above written.

RED LEDGES LAND DEVELOPMENT, INC.,
a Florida corporation

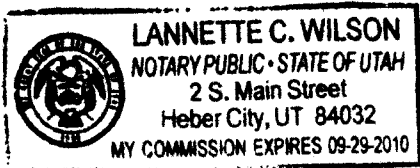
By: 
Name: TODD R CATES
Title: VP

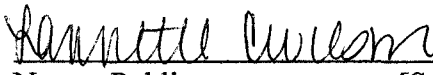
STATE OF UTAH

SS:

COUNTY OF WASATCH

On the 11 day of MAY, 2010, personally appeared before me TODD R CATES, as VP of Red Ledges Land Development, Inc., a Florida corporation, who acknowledged before me, a Notary Public, that he executed the foregoing instrument as his sole act and deed and produced UDL # 148549526 as identification.





Notary Public [Seal]

My Commission Expires: _____

The undersigned entity hereby joins in this Second Supplemental Declaration.

RED LEDGES COMMUNITY ASSOCIATION, INC., a Utah non-profit corporation

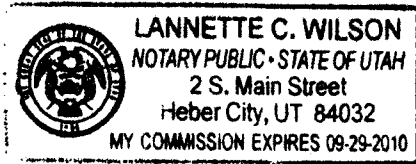
By: 
Name: TODD R CATES
Title: PRESIDENT

STATE OF UTAH

ss:

COUNTY OF WASATCH

On the 11 day of MAY, 2010, personally appeared before me TODD R. CATES as PRESIDENT of Red Ledges Community Association, Inc., a Utah non-profit corporation, who acknowledged before me, a Notary Public, that he executed the foregoing Supplemental Declaration as his sole act and deed and produced UDL # 148549536 as identification.



Lannette C. Wilson
Notary Public [Seal]

My Commission Expires: _____

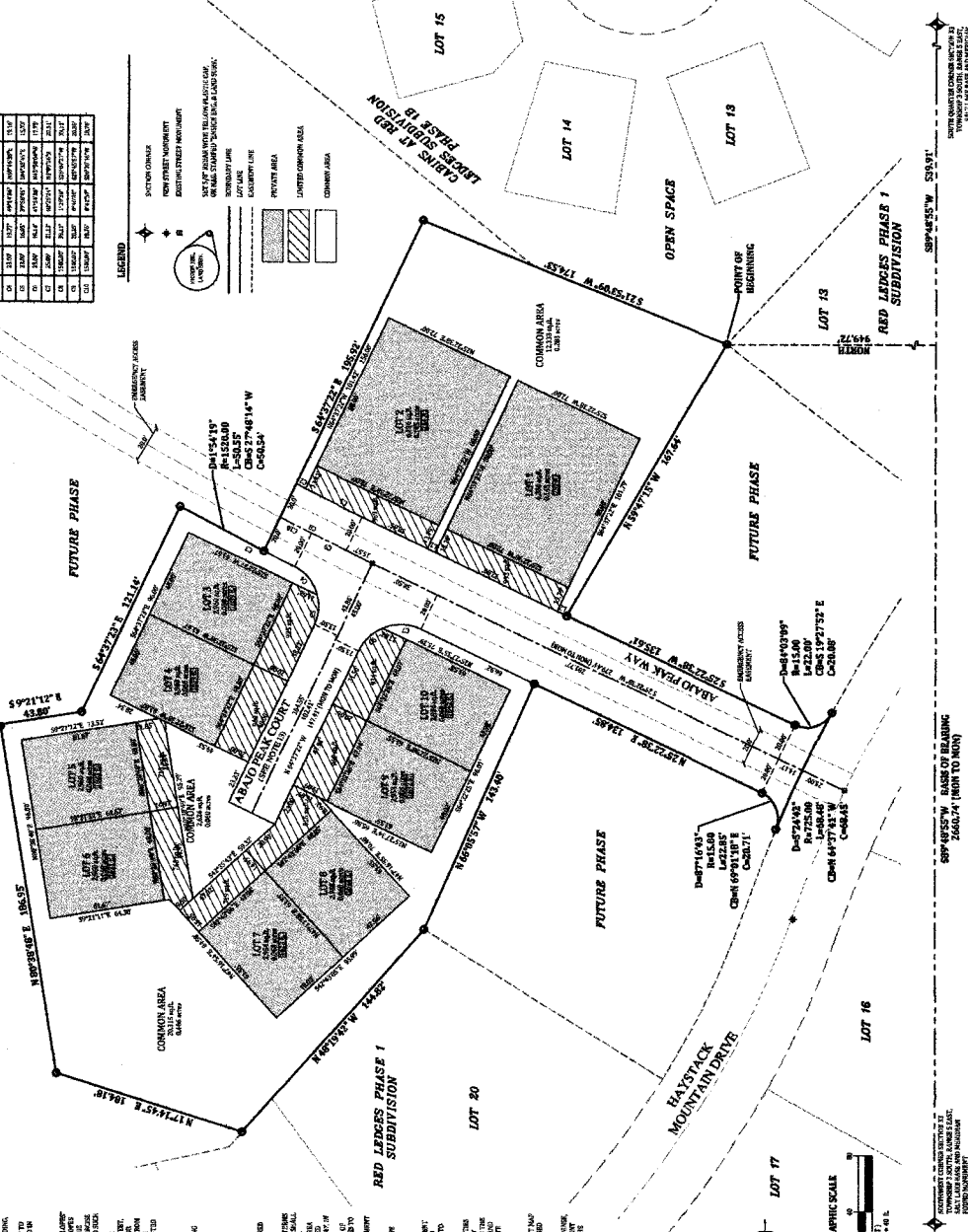
EXHIBIT A

THE VILLAS AT RED LEDGES PHASE 1D SUBDIVISION FINAL PLAN

LOCATED IN THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 3 SOUTH, RANGE 1 EAST, SANGRE DE CERRO COUNTY, NEBRASKA

Table with 2 columns: LOT, AREA (SQ FT), and COMMENTS. Lists lots 1 through 15 with their respective areas and notes.

Table with 2 columns: LOT, AREA (SQ FT), and COMMENTS. Lists lots 16 through 20 with their respective areas and notes.



1. ALL OF THE PROPERTY DESCRIBED IN THIS PLAN IS SUBJECT TO THE REQUIREMENTS OF NEBRASKA STATUTES... 2. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 3. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 4. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 5. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 6. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 7. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 8. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 9. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 10. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 11. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 12. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 13. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 14. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS... 15. THE DEVELOPER HAS OBTAINED ALL NECESSARY PERMITS...

SURVEYOR'S CERTIFICATE THE VILLAS AT RED LEDGES PHASE 1D SUBDIVISION

BOUNDARY DESCRIPTION A Parcel of land located in Section 33, Township 3 South, Range 1 East, Sangre de Cerro County, Nebraska... OWNER'S CERTIFICATE AND CONSENT TO RECORD THE VILLAS AT RED LEDGES PHASE 1D SUBDIVISION

THE VILLAS AT RED LEDGES PHASE 1D SUBDIVISION LOCATED IN THE SOUTHWEST QUARTER OF SECTION 33, TOWNSHIP 3 SOUTH, RANGE 1 EAST, SANGRE DE CERRO COUNTY, NEBRASKA

Administrative and approval sections including: SHEET 1 OF 1, DEVELOPER (RED LEDGES LAND DEVELOPMENT, INC.), SURVEYOR (WASATCH COUNTY SURVEYOR), and various approval stamps from the City of Heber and Heber City Planning.

BOUNDARY DESCRIPTION

A Parcel of land located in Section 33, Township 3 South, Range 5 East, Salt Lake Base and Meridian, Wasatch County, Utah, being more particularly described as follows:

Beginning at a point being North $89^{\circ}48'50''$ East 597.83 feet and North 1040.76 feet from the South Quarter Corner of Section 33, Township 3 South, Range 5 East, Salt Lake Base and Meridian; and running

thence North $75^{\circ}00'12''$ West 61.67 feet to the Easterly Right-of-Way of Red Ledges Village Way;

thence Northeasterly 176.74 feet along the arc of a 580.00 foot radius curve to the right (center bears North $85^{\circ}18'03''$ East and the chord bears North $04^{\circ}01'51''$ East 176.06 feet with a central angle of $17^{\circ}27'34''$) along the Easterly Right-of-Way of said Red Ledges Village Way;

thence North $12^{\circ}45'38''$ East 270.80 feet along the Easterly Right-of-Way of said Red Ledges Village Way;

thence North $77^{\circ}14'22''$ West 40.00 feet to the Westerly Right-of-Way of said Red Ledges Village Way;

thence North $12^{\circ}45'38''$ East 23.32 feet;

thence South $77^{\circ}10'19''$ East 170.10 feet;

thence South $17^{\circ}50'01''$ West 472.19 feet to the point of beginning.

Contains 50,640 Square Feet or 1.163 Acres

BOUNDARY DESCRIPTION

A Parcel of land located in Section 33, Township 3 South, Range 5 East, Salt Lake Base and Meridian, Wasatch County, Utah, being more particularly described as follows:

Beginning at the Northwest Corner of Lot 13 of Red Ledges Phase 1 Amended Subdivision, said point being South 89°48'55" West 539.91 feet and North 949.72 feet from the South Quarter Corner of Section 33, Township 3 South, Range 5 East, Salt Lake Base and Meridian; and running

thence North 59°47'15" West 167.64 feet;
 thence South 25°22'38" West 135.61 feet;
 thence Southeasterly 22.00 feet along the arc of a 15.00 foot radius curve to the left (center bears South 67°26'17" East and the chord bears South 19°27'52" East 20.08 feet with a central angle of 84°03'09") to the Northerly Right-of-Way Line of Haystack Mountain Drive;
 thence Northwesterly 68.48 feet along the arc of a 725.00 foot radius curve to the left (center bears South 28°04'40" West and the chord bears North 64°37'41" West 68.45 feet with a central angle of 05°24'42") along the Northerly Right-of-Way Line of said Haystack Mountain Drive;
 thence Northeasterly 22.85 feet along the arc of a 15.00 foot radius curve to the left (center bears North 22°39'39" East and the chord bears North 69°01'18" East 20.71 feet with a central angle of 87°16'43");
 thence North 25°22'38" East 134.85 feet;
 thence North 66°05'57" West 143.40 feet to the Northeast Corner of Lot 20 of said Red Ledges Phase 1 Amended Subdivision;
 thence North 48°19'42" West 144.82 feet along the Northerly Boundary Line of said Red Ledges Phase 1 Amended Subdivision;
 thence North 17°14'45" East 104.18 feet;
 thence North 80°38'48" East 186.95 feet;
 thence South 09°21'12" East 43.80 feet;
 thence South 64°37'23" East 121.14 feet;
 thence Southwesterly 50.55 feet along the arc of a 1,520.00 foot radius curve to the left (center bears South 61°14'36" East and the chord bears South 27°48'14" West 50.54 feet with a central angle of 01°54'19");
 thence South 64°37'22" East 195.92 feet to the extension of the Westerly Boundary Line of the Cabins at Red Ledges Subdivision Phase 1B;
 thence South 21°53'09" West 174.53 feet along the extension and said Westerly Boundary Line to the point of beginning.

Contains 96,532 Square Feet or 2.216 Acres