RECORD ONLY AGAINST PROPERTY IN EXHIBIT A. PROPERTY IN EXHIBIT B WILL BE MADE SUBJECT TO THIS DOCUMENT THROUGH SUPPLEMENTAL DECLARATIONS FILED HEREAFTER.

AMENDMENT TO DECLARATION OF CONDOMINIUM OF LAS PALMAS RESORT CONDOMINIUMS II (A Utah Expandable Condominium Community)

This document amends that certain Declaration of Condominium of Las Palmas Resort Condominiums II (A Utah Expandable Condominium Community) dated March 20, 1996, and recorded on the records of the Washington County Recorder on May 23, 1996, as Entry No. 533360, in Book 1004, at pages 1-46.

The following amendment to the above-referenced Declaration of Condominium of Las Palmas Resort Condominiums II (a Utah Expandable Condominium Project) were approved by 66 2/3% of each class of members at a meeting held on September 28, 1996, where a quorum of each class was present and was passed in furtherance of a Plan of Merger wherein the Las Palmas Resort H Owners Association merged with the Las Palmas Owners Association.

Section 1. Amendments:

- 1.3 "Articles" shall mean the Articles of Incorporation, as amended pursuant to that certain Plan of Merger dated September 13, 1996, for the Las Palmas Owners Association, the surviving association after the merger of the Las Palmas Resort II Owners Association with the Las Palmas Owners Association. The Articles of Incorporation of Las Palmas Owners Association, Articles of Merger, and the Plan of Merger are all on file with the Utah Division of Corporations and Commercial Code.
- 1.4 "Association" shall mean the Las Palmas Owners Association, a non-profit owners association, which is the surviving Association after the merger of Las Palmas Resort II Owners Association with Las Palmas Owners Association.
- 1.5 "Management Committee" or "Committee" shall mean the committee or board of trustees of the surviving corporation, Las Palmas Owners Association, now charged with administering the above-referenced Declaration of Condominium of Las Palmas Resort II, including amendments thereto, and having responsibility and authority on behalf of the surviving association to make and enforce all of the

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RS.3.AMEND CC&RS-LPII/323104

reasonable rules and regulations covering the operation and maintenance of this Property. The management committee or committee is also synonymous with the term trustees as used in the Bylaws and Articles of Incorporation of the Las Palmas Owners Association.

1.6 "Bylaws" shall mean the Bylaws of the Las Palmas Owners
Association recorded with the Declaration of Condominium of Las Palmas Resort
Condominiums recorded on November 30, 1984, as Entry No. 269186, in
Book 364, at Pages 140-144.

17.6 Agent for Service of Process. The agent for service of process shall be the registered agent of Las Palmas Owners Association.

Section 2. Affected Property: the real property located in Washington County, State of Utah, is described in Exhibits A and B attached hereto.

DATED this 7 day of October ,1996

Ronald W. Snow, President

Las Palmas Resort II Owners Association

ATTESTED TO BY:

Chris Chapman, Secretary

STATE OF UTAH,

: ss.

County of Washington.

on the ______ day of ________, 1996, personally appeared before me Ronald W. Snow, who being by me duly sworn did say that he is the President of Las Palmas Resort II Owners Association, and that he executed the foregoing Amendment to Declaration of Condominium of Las Palmas Resort Condominiums II (An Expandable Condominium Community) on behalf of said corporation by authority of a resolution of its board of trustees and he did acknowledge to me that the corporation executed the same for the uses and purposes stated therein.



Notary Public

Amendment to Declaration
Las Palmas Resort II Owners Association
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EXHIBIT A

All of Lots Ethrough 57 and the common area of Las Palmas Resort Condominiums Haccording to the Official Plat thereof on file with the Washington County Recorder as Entry No. 533359, in Book 1003, at Page 860, recorded May 23, 1996.

RS.3.EXHIBT A/323104

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EXHIBIT B

Parcel 1:

Beginning at a point on the Boundary Line of Las Palmas Resort Condominiums Phase B said point being North 89°52'27" East 518.04 feet along the Center Section Line and NORTH 662.01 feet from the West 1/4 Corner of Section 35, Township 42 South, Range 16 West, Salt Lake Base and Meridian; and running thence West 194.46 feet; thence South 35°36' East 580.89 feet; thence SOUTH 189.38 feet to a point on the Center Section Line; thence North 89°52'27" East 678.535 feet along the Center Section Line to the 1/16 Corner; thence North 0°52'29" West 759.99 feet along the 1/16 Line; thence North 74°09' West 531.58 feet to a point on the Boundary Line of Las Palmas Resort Condominiums Phase 1-B; thence along said boundary as follows: South 5°00' West 186.48 feet; thence South 43°00' East 53.72 feet; thence South 47°00' West 73.00 feet; thence North 43°00' West 178.00 feet; thence South 47°00' West 41'00 feet; thence North 43°00' West 25.50 feet; thence South 47°00' West 133.29 feet to the point of beginning.

Containing 14.386 acres

LESS AND EXCEPTING THE FOLLOWING TWO DESCRIBED PROPERTIES:

BEGINNING AT A POINT NORTH 89°52'27" EAST 661.74 FEET ALONG THE CENTER SECTION LINE AND NORTH 189.38 FEET FROM THE WEST 1/4 CORNER OF SECTION 35, TOWNSHIP 42 SOUTH, RANGE 16 WEST, SALT LAKE BASE AND MERIDIAN; AND RUNNING THENCE NORTH 54°24'05" EAST 115.99 FEET; THENCE NORTH 9°20' EAST 368.00 FEET; THENCE NORTH 43°00' WEST 30.00 FEET; THENCE SOUTH 47°00' WEST 15.01 FEET; THENCE NORTH 43°00' WEST 178.00 FEET; THENCE SOUTH 47°00' WEST 41.00 FEET; THENCE NORTH 43°00' WEST 25.50 FEET; THENCE SOUTH 47°00' WEST 133.29 FEET; THENCE WEST 194.46 FEET; THENCE SOUTH 35°36' EAST 580.89 FEET TO THE POINT OF BEGINNING.

AND

BEGINNING AT A POINT N 89°47'37" E 495.23 FEET ALONG THE CENTER SECTION LINE AND NORTH 420.18 FEET FROM THE WEST 1/4 CORNER OF SECTION 35, TOWNSHIP 42 SOUTH, RANGE 16 WEST, SALT LAKE BASE & MERIDIAN; AND RUNNING THENCE N 35°36'00" W 297.08 FEET TO THE SOUTH BOUNDARY OF LAS PALMAS RESORT CONDOMINIUMS PHASE 1-B; THENCE ALONG THE BOUNDARY AS FOLLOWS: S 90°00'00" E 194.46 FEET; THENCE N 47°00'00" E 133.29 FEET; THENCE S 43°00'00" E 25.50 FEET; THENCE N 47°00'00" E 41.00 FEET; THENCE S 43°00'00" E 178.00 FEET; THENCE N 47°00'00" E 73.00 FEET; THENCE N 43°00'00" W 53.72 FEET; THENCE N 5°00'00" E 186.48 FEET; THENCE LEAVING SAID BOUNDARY AND RUNNING S 74°09'00" E 389.69 FEET; THENCE S 15°13'48" W 209.02 FEET; THENCE S 74°35'27" E 21.46 FEET; THENCE S 15°24'33" W 104.00 FEET; THENCE N 74°35'27" W 143.79 FEET; THENCE S 15°24'33" W 118.82 FEET; THENCE N 74°35'27" W 120.44 FEET; THENCE N 62°20'43" W 217.63 FEET; THENCE S 50°10'34" W 201.48 FEET TO THE POINT OF BEGINNING.

CONTAINING 5.011 ACRES

RS.3.EXHIBIT B/323104

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Parcel 2:

BEGINNING at a point North 89°52'27" East 400.00 feet along the Center Section Line and North 67°00' West 279.05 feet from the West 1/4 Corner of Section 35, Township 42 South, Range 16 West, Salt Lake Base and Meridian and running thence North 67°00' West 467.95 feet; thence North 50°45' West 345.53 feet; thence North 35°36' West 376.26 feet; thence North 10°57'13" West 57.84 feet; thence South 89°30' East 118.43 feet; thence North 54°24' East 95.00 feet; thence South 35°36' East 410.00 feet; thence North 54°24' East 300.00 feet; thence South 35°36' East 460.64 feet; thence North 54°24' East 269.76 feet to the point of a 414.09 foot radius curve to the right (long chord bearing is N 55°40'02" E 18.31 feet); thence Northeasterly 18.315 feet along the arc of said curve; thence South 35°36' East 30.03 feet to a point on a 384.09 foot radius curve to the left (long chord bearing is S 55°45'58" W 18.31 feet); thence Southwesterly 18.316 feet along the arc of said curve to a point of tangency; thence South 54°24' West 269.76 feet; thence South 35°36' East 191.36 feet; thence South 54°24' West 180.70 feet to the point of beginning.

Containing 8.090 acres

Parcel 3:

Beginning at a point North 89°48'47" West 411.74 feet along the Center Section Line and NORTH 392.82 feet from the East 1/4 Corner of Section 34, Township 42 South, Range 16 West, Salt Lake Base and Meridian; running thence North 50°45' West 185.255 feet; thence North 35°36' West 326.26 feet; thence South 54°24' West 78.00 feet; thence North 35°36' West 14.89 feet; thence South 58°40' West 210.66 feet; thence North 31°20' West 30.00 feet; thence South 58°40' West 55.84 feet; thence North 10°57'13" West 605.39 feet; thence South 89°30' East 61.49 feet; North 0°30' East 110.00 feet; North 89°30' West 7.20 feet; thence North 0°30' East 60.00 feet; thence North 89°30' West 257.08 feet; thence South 10°57'13" East 1014.09 feet; thence South 89°30' East 772.37 feet to the point of beginning.

Containing 7.434 acres

Parcel 4:

Beginning at a point North 89°52'27" East 343.42 feet along the Center Section Line from the West 1/4 Corner of Section 35, Township 42 South Range 16 West, Salt Lake Base and Meridian, said point being on a 1005.00 foot radius curve to the right (center bears \$28°20'39" W) and running thence Southeasterly 180.91 feet along the arc of said curve; thence N 89°52'27" E 847.18 feet; thence N 0°52'29" W 100.01 feet to a 1/16 Corner; thence S 89°52'27" W 939.95 feet along the Center Section Line; thence N 67°00'00" W 747.00 feet; thence N 50°45'00" W 106.27 feet; thence N 89°30'00" W 772.37 feet; thence S 10°57'13" E 404.77 feet; thence S 89°49'26" E 1107.39 feet to the point of beginning.

Containing 12.04 acres

Exhibit B
Amendment to Las Palmas Resort H Condominiums CC&Rs
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