

SUPPLEMENT TO DECLARATION OF CONDOMINIUMS

OF

LAS PALMAS RESORT CONDOMINIUMS II

Phase III

(A Utah Expandable Condominium Community)

RONALD W. SNOW and JEFF CHAPMAN, jointly as Declarant, pursuant to Article VI of the following described Declaration, hereby file this Supplement to (i) the 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; (ii) that certain Amendment to Declaration of Condominium of Las Palmas Resort Condominiums II, a Utah Expandable Condominium Community, dated October 7, 1996, and recorded on the records of the Washington County Recorder on December 17, 1996, as Entry No. 552312, in Book 1061, at Pages 23-27; and (iii) that certain Supplement to Declaration of Condominiums of Las Palmas Resort Condominiums II (a Utah Expandable Condominium Community) dated June 9, 1998, and recorded on the records of the Washington County Recorder on July 27, 1998, as Entry No. 611495, in Book 1238, at pages 779-785.

Declarant hereby adds the following described additional land to the Las Palmas Resort Condominium II:

The following described land is located in Washington County, State of Utah:

Beginning at a point common to the easterly boundaries of Las Palmas Resort Condominiums II, Phase I and Phase II as recorded in Book 1003, Page 860 and Book 1238, Page 778 respectively in the office of the Washington County Recorder, State of Utah, said point being South 88°45'14" East 969.36 feet along the center section line and North 00°00'00" West 414.62 feet from the west quarter corner of Section 35, Township 42 South, Range 16 West of the Salt Lake Base and Meridian and running thence coincident with the boundary of said Phase I in the following three (3) courses. North 16°51'42" East 118.82 feet; thence South 73°08'18" East 143.79 feet; thence North 16°51'42" East 55.00 feet; thence leaving said boundary line South 73°08'18" East 191.79 feet; thence South 16°51'42" West 30.00 feet along a radial line to a point on the arc of a 10.00 foot radius curve concave to the southeast; thence southwesterly 15.71 feet along the arc of said curve through a central angle of 90°00'00" to the point of tangency; thence South 16°51'42" West 17.00 feet to the point of curvature of a 65.00 foot radius curve concave to the northwest; thence southwesterly 86.22 feet along the arc of said curve through a central angle of 76°00'17" to a point on a non-tangent line, from which the radius point bears North 02°51'59" East; thence South 16°51'42" West 103.60 feet; thence North 73°08'18"

West 276.30 feet to a point on the boundary line of said Phase II; thence coincident with said boundary line North 16°51'42" East 49.85 feet to the point of beginning Contains 1.362 acres.

Building 17 of the Project has been or will be constructed upon the above-described property. Said property shall include such Common Areas and Limited Common Areas as shown on the Survey Map recorded concurrently herewith. Building 17 shall consist of a three-story condominium building, without basement, and containing enclosed garages located across the street from the Units. The location and configuration of said improvements are shown on the Map. The Property also contains other improvements such as outdoor lighting, walkways, landscaping, and fencing. The Map shows the number of the Building, the number of Units which are included in the Building, and the general parking areas. Building 17 is further composed of the following building materials: exterior walls consisting of stucco; clay tile roof; interior walls of stick lumber construction with wall finished with sheet rock according to applicable building codes. The Map shows each Unit number, its location, dimensions from which the Size may be determined, the Common Areas to which it has immediate access, and the Limited Common Areas, if any, reserved for each Unit. The content of Exhibit A establishes the Unit number and its Size for Building 17. The content of Exhibit B contains the following information with respect to each Unit contained in the Project: (i) Unit Number, (ii) its Size; (iii) the Percentage Interest which is assigned to and appurtenant to the Unit; and (iv) the Number of votes of the Owner of the Unit as a Member of the Association.

Declarant hereby reserves all rights, powers and authority granted to it in the Declaration of Condominium of Las Palmas Resort Condominiums II dated March 20, 1996, and recorded May 23, 1996, as Entry No. 533360, in Book 1004, at Pages 1-46, as amended and supplemented. All property subject to this Supplemental Declaration shall be subject to the terms and conditions of the Declaration of Condominium of Las Palmas Resort Condominiums II, together with that certain amendment to the Declaration of Las Palmas Resort Condominiums dated October 7, 1996.

DATED this 21st day of June, 2001.

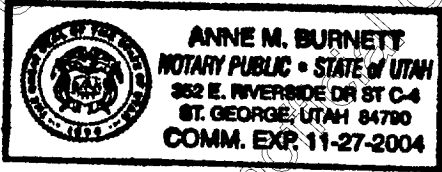
DECLARANT:

By: Ronald W. Snow
Ronald W. Snow

By: Jeff Chapman
Jeff Chapman

STATE OF UTAH,)
:ss.
County of Washington)

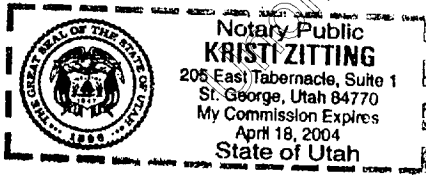
On this 21st day of June, 2001, personally appeared before me Ronald W. Snow, who being personally known by me (or satisfactorily proved to me), and who duly acknowledged before me that he signed the foregoing Supplement to Declaration freely and voluntarily and for the uses and purposes stated therein.



Anne M. Burnett
Notary Public

STATE OF UTAH,)
:ss.
County of Washington.)

On this 21 day of June, 2001, personally appeared before me Jeff Chapman, who being personally known by me (or satisfactorily proved to me), and who duly acknowledged before me that he signed the foregoing Supplement to Declaration freely and voluntarily and for the uses and purposes stated therein.



Kristi Zitting
Notary Public

EXHIBIT A

UNIT NUMBER

UNIT SIZE

1701	1346
1702	1578
1703	2000
1704	1578
1705	1735
1706	1346
1707	1578
1708	2000
1709	1578
1710	1735
1711	1346
1712	1578
1713	2000
1714	1578
1715	1735

EXHIBIT B

(This Exhibit B amends and replaces Exhibit B to the Declaration of Condominium at Las Palmas Resort II)

<u>UNITS</u>	<u>SIZE</u>	<u>PERCENTAGE INTEREST</u>	<u>VOTES</u>
1201	1147	.866	866
1202	1147	.866	866
1203	1147	.866	866
1204	1147	.866	866
1205	1147	.866	866
1206	1147	.866	866
1207	1147	.866	866
1208	1147	.866	866
1209	1147	.866	866
1210	1147	.866	866
1211	1147	.866	866
1212	1147	.866	866
1213	1147	.866	866
1214	1147	.866	866
1215	1147	.866	866
1216	1147	.866	866
1217	1147	.866	866
1218	1147	.866	866
1219	1147	.866	866
1220	1147	.866	866
1221	1147	.866	866
601	1375	1.038	1038
602	1910	1.442	1442
603	1684	1.272	1272
604	1451	1.096	1096
605	1375	1.038	1038
606	1910	1.442	1442
607	1684	1.272	1272
608	1451	1.096	1096
609	1375	1.038	1038
610	1910	1.442	1442
611	1684	1.272	1272
612	1451	1.096	1096

701	1375	1.038	1038
702	1910	1.442	1442
703	1684	1.272	1272
704	1451	1.096	1096
705	1375	1.038	1038
706	1910	1.442	1442
707	1584	1.272	1272
708	1451	1.096	1096
709	1375	1.038	1038
710	1910	1.442	1442
711	1684	1.272	1272
712	1451	1.096	1096
901	1375	1.038	1038
902	1910	1.442	1442
903	1684	1.272	1272
904	1451	1.096	1096
905	1375	1.038	1038
906	1910	1.442	1442
907	1684	1.272	1272
908	1451	1.096	1096
909	1375	1.038	1038
910	1910	1.442	1442
911	1684	1.272	1272
912	1451	1.096	1096
1001	868	.655	655
1002	1440	1.087	1087
1003	1915	1.446	1446
1004	1685	1.272	1272
1005	1346	1.016	1016
1006	1362	1.028	1028
1007	868	.655	655
1008	1440	1.087	1087
1009	1915	1.446	1446
1010	1685	1.272	1272
1011	1346	1.016	1016
1012	1362	1.028	1028
1013*	868	.655	655
1014*	1440	1.087	1087
1015*	1915	1.446	1446

1016*	1685	1.272	1272
1017*	1346	1.016	1016
1018*	1362	1.028	1028
1701	1346	1.016	1016
1702	1578	1.192	1192
1703	2000	1.510	1510
1704	1578	1.192	1192
1705	1735	1.310	1310
1706	1346	1.016	1016
1707	1578	1.192	1192
1708	2000	1.510	1510
1709	1578	1.192	1192
1710	1735	1.310	1310
1711	1346	1.016	1016
1712	1578	1.192	1192
1713	2000	1.510	1510
1714	1578	1.192	1192
1715	1735	1.310	1310
90 Units	132,426	100% ¹	99,990

*These Units were incorrectly numbered as 1113, 1114, 1115, 1116, 1117, and 1118 on Exhibit B to the Supplement to Declaration of Condominiums of Las Palmas Resort Condominiums II dated June 9, 1998.

¹Rounded from 99.99%

CONSENT TO RECORDING
OF
SUPPLEMENT TO DECLARATION
OF
LAS PALMAS CONDOMINIUMS II
AND
SURVEY MAP

Phase III

(A Utah Expandable Condominium Community)

Medius Corporation, a Pennsylvania corporation, hereby consents to the recording of (i) that certain Supplement to Declaration of Condominiums of Las Palmas Resort Condominiums II, Phase III (a Utah expandable condominium community); and (ii) that certain Survey Map related thereto.

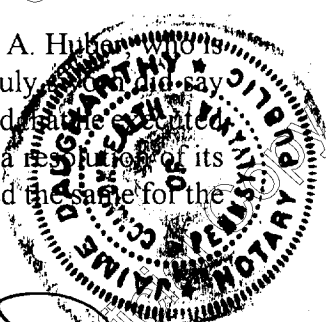
DATED this 22 day of June, 2001.

MEDIUS CORPORATION

By: Timothy A. Huber
Timothy A. Huber
Its: Vice President

State of Pennsylvania,)
ss.
County of Warren.)

On this 22 day of June, 2001, personally appeared before me Timothy A. Huber who is personally known to me (or satisfactorily proved to me), and who being by me duly sworn, did say that he is the Vice President of Medius Corporation, a Pennsylvania corporation, and that he executed the foregoing Consent to Recording on behalf said Corporation by authority of a resolution of its Board of Directors, and he acknowledged before me that the Corporation executed the same for the uses and purposes stated therein.



Jaime Daugharthy
Notary Public

Notarial Seal
Jaime Daugharthy, Notary Public
Warren, Warren County
My Commission Expires Oct. 7, 2004
Member, Pennsylvania Association of Notaries