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AMENDMENT #3

DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR CARRIAGE LANE CONDOMINIUM APARTMENT HOMES

This amendment to DECLARATION is made and executed this 22nd day of February 1993 by the Carriage Lane Condominium Apartment Home Owners Association, now known as Carriage Lane, Inc., a Utah Non Profit Corporation.

RECITALS:

WHEREAS the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS are dated February 4, 1965 were recorded February 4, 1965 as Entry No. 2059029 recorded in Book 2289 Page 151.

WHEREAS AMENDMENT TO RESTRICTIVE COVENANTS dated March 6, 1967 and recorded March 10, 1967 as Entry No. 2190998 in Book 2535 Page 591.

WHEREAS AMENDMENT TO RESTRICTIVE COVENANTS #2 DATED 6 December 1990 and recorded 10 December 1990 as Entry No. 4999356 in Book 6274 Page 2173.

WHEREAS 80% of the owners in their Annual Meeting on January 21, 1993 approved the amending of paragraph 13 and 1. of the Declaration of Covenants as follows:

Add at the end of paragraph 13. "The Owner shall be responsible for 50% (fifty per cent) of the cost of replacement of glass in exterior windows and doors."

Add to the end of paragraph 14. "Some air conditioning units are located in attics above or crawl spaces beneath the apartment units. When these air conditioning units have to be replaced, they will be replaced with equipment which meets environmental requirements and is architecturally compatible with the common area. The replacement units may be located at ground level or on the roof in a location approved in writing by the Management Committee. The replacement cost is the responsibility of the owner."

IN WITNESS whereof the parties herein below have executed this Amendment this 22nd day of February 1993.

ATTEST

Lavon T. Larson

Lavon T. Larson
Secretary

CARRIAGE LANE, INC.

Louis C. Larsen

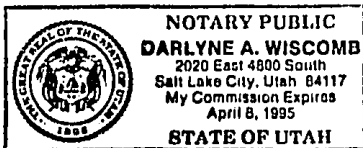
Louis C. Larsen
Chairman, Management Committee

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STATE OF UTAH
COUNTY OF SALT LAKE

On the 22nd day of February 1993, personally appeared before me
Louis C. Larsen and Lavon T. Larson who
did say that they are the CHAIRMAN and SECRETARY respectively of
the CARRIAGE LANE CONDOMINIUM APPARTMENT HOME OWNERS ASSOCIATION
(i.e. Carriage Lane Inc.,) a non profit corporation and that the
within instrument was signed on behalf of CARRIAGE LANE INC. by
authority of its bylaws and said Louis C. Larsen and Lavon T.
Larson duly acknowledge to me said Corporation executed the same.

My Commission expires: 4-8-95



Darlyne A. Wiscomb
Notary Public
Residing at Salt Lake City, UT

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26 FEBRUARY 93 03:29 PM
KATIE L. DIXON
RECORDER, SALT LAKE COUNTY, UTAH
WILLIAM A EADS
2209 E CARRIAGE LANE NO. 39
SLC UT 84117
REC BY: KARMA BLANCHARD , DEPUTY

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