

Amended Restrictive Covenants Page 1 of 21
 Russell Shirts Washington County Recorder
 03/06/2013 12:37:59 PM Fee \$81.00 By
 BINGHAM SNOW & CALDWELL, LLP

When recorded return to:
 Heath H. Snow, Esq.
 BINGHAM SNOW & CALDWELL, LLP
 253 West St. George Blvd., Suite 100
 St. George, Utah 84790

Parcels Affected: *See Exhibit A*

**FIRST AMENDMENT TO
 CORRECTED FIRST AMENDED AND RESTATED
 DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
 FOR SUN RIVER ST. GEORGE**

THIS FIRST AMENDMENT TO CORRECTED FIRST AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR SUN RIVER ST. GEORGE ("Amendment") approved by SUN RIVER ST. GEORGE DEVELOPMENT, L.C., a Utah limited liability company ("Declarant") and INTEGRA INVESTMENT GROUP, L.C., a Utah limited liability company ("Integra"), is hereby submitted for recording in the Official Records on file in the Office of the Recorder of Washington County, State of Utah.

RECITALS

WHEREAS, the Declarant is the developer of certain real property located in St. George, Washington County, State of Utah, commonly known as Sun River St. George (hereinafter "Property"); and

WHEREAS, the Property is more particularly described in the Declaration of Covenants, Conditions and Restrictions of Sun River St. George, dated February 27, 1998, and recorded in the Official Records on file in the Office of the Recorder of Washington County, State of Utah on March 10, 1998, as Entry No. 00594446, Book 1187, Pages 294 through 365 (hereinafter "Master Declaration"), and

WHEREAS, the Master Declaration has been amended from time to time as follows:

a. First Amendment to the Declaration of Covenants, Conditions and Restrictions of Sun River St. George recorded in the records of the Washington County Records as Entry No. 683971 on May 2, 2000;

b. Second Amendment to the Declaration of Covenants, Conditions and Restrictions of Sun River St. George recorded in the records of the Washington County Recorder as Document No. 20060034475 on August 3, 2006;

c. Third Amendment to the Declaration of Covenants, Conditions and Restrictions of Sun River St. George recorded in the records of the Washington County Recorder as Document No. 20110037135 on December 5, 2011; and

d. Fourth Amendment to the Declaration of Covenants, Conditions and

Restrictions of Sun River St. George recorded in the records of the Washington County Recorder as Document No. 20110037261 on December 6, 2011.

e. A Fifth Amendment to the Declaration of Covenants, Conditions and Restrictions of Sun River St. George ("Fifth Amendment") is undertaken pursuant to Article XVI, Section 16.2, of the Declaration, and was approved by an affirmative vote by at least sixty-seven percent (67%) of the total vote in the Sun River St. George Community Association, Inc. ("Association") by way of mail-in ballots. The vote has been acknowledged by the President of the Association, Don Stricklin and the Board of Trustees of the Association. The Fifth Amendment amends Article II, Section 2.7, Article XIV, Section 14.2, and Article VIII, Section 8.14 of the Declaration.

WHEREAS, the Master Declaration is also supplemented by:

a. Supplemental Declaration for Sun River St. George Phases 1A, 1B, 1C, 1D, 1E, 2A, 3A, and 5B recorded in the records of the Washington County Records as Entry No. 00876279 on April 23, 2004;

b. Supplemental Declaration for Sun River St. George Phases 1A-1E, 2A-2B, 3A-3B, 5A-5B, 6, 7, 8, 9, 10 recorded in the records of the Washington County Records as Entry No. 00876280 on April 23, 2004;

c. Supplemental Declaration for Sun River St. George Phases 1-3 and 5-10 recorded in the records of the Washington County Records as Entry No. 00886676 on June 24, 2004;

d. Supplemental Declaration for Sun River St. George Phase 1, Plat 1A, Amended recorded in the records of the Washington County Records as Entry No. 00730700 on August 7, 2001;

e. Supplemental Declaration for Sun River St. George Phase 1, Plat 1C recorded in the records of the Washington County Records as Entry No. 00808236 on March 12, 2003;

f. Supplemental Declaration for Sun River St. George Phase 2B recorded in the records of the Washington County Records as Entry No. 00687617 on June 8, 2000;

g. Supplemental Declaration for Sun River St. George Phase 2B recorded in the records of the Washington County Records as Entry No. 00729444 on July 30, 2001;

h. Supplemental Declaration for Sun River St. George Phase 3B recorded in the records of the Washington County Records as Entry No. 00689701 on March 31, 2000;

i. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 4 recorded in the records of the Washington County Records as Entry No. 00907299 on October 22, 2004;

j. Supplemental Declaration for Sun River St. George Phase 5A recorded in the records of the Washington County Records as Entry No. 00705604 on December 26, 2000;

k. Supplemental Declaration for Sun River St. George Phase 5B recorded in the records of the Washington County Records as Entry No. 00716511 on April 2, 2001;

l. Supplemental Declaration for Sun River St. George Phase 6 recorded in the records of the Washington County Records as Entry No. 00768934 on June 13, 2002;

m. Supplemental Declaration for Sun River St. George Phase 7 recorded in the records of the Washington County Records as Entry No. 00764340 on May 10, 2002;

n. Supplemental Declaration for Sun River St. George Phase 8 recorded in the records of the Washington County Records as Entry No. 00862429 on January 28, 2004;

o. Supplemental Declaration for Sun River St. George Phase 9 recorded in the records of the Washington County Records as Entry No. 00866073 on February 23, 2004;

p. Supplemental Declaration for Sun River St. George Phase 10 recorded in the records of the Washington County Records as Entry No. 00869109 on March 11, 2004;

q. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 11 recorded in the records of the Washington County Records as Entry No. 00915428 on December 9, 2004;

r. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 12 recorded in the records of the Washington County Records as Entry No. 00915430 on December 9, 2004;

s. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 13 recorded in the records of the Washington County Records as Entry No. 00986523 on November 21, 2005;

t. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 14 recorded in the records of the Washington County Records as Entry No. 00986525 on November 21, 2005;

u. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 15 recorded in the records of the Washington County Records as Entry No. 00933543 on March 22, 2005;

v. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 16 recorded in the records of the Washington County Records as Entry No. 20060006443 on March 6, 2006;

w. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 17(a) recorded in the records of the Washington County Records as Entry No. 00984536 on November 10, 2005;

x. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 17(b) recorded in the records of the Washington County Records as Entry No. 00984538 on November 10, 2005;

y. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 18 recorded in the records of the Washington County Records as Entry No. 20120042084 on December 10, 2012;

z. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 20 recorded in the records of the Washington County Records as Entry No. 20070015452 on March 28, 2007;

aa. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 21 recorded in the records of the Washington County Records as Entry No. 20060044954 on September 28, 2006;

bb. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 22 recorded in the records of the Washington County Records as Entry No. 20060027157 on June 22, 2006;

cc. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 23 recorded in the records of the Washington County Records as Entry No. 20060027155 on June 22, 2006;

dd. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 24 recorded in the records of the Washington County Records as Entry No. 20070003055 on January 19, 2007;

ee. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 26 recorded in the records of the Washington County Records as Entry No. 20080025795 on June 24, 2008;

ff. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 27 recorded in the records of the Washington County Records as Entry No. 20070020471 on April 23, 2007;

gg. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 28 recorded in the records of the Washington County Records as Entry No. 20070030068 on June 11, 2007;

hh. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 29 recorded in the records of the Washington County Records as Entry No. 20090026598 on July 9, 2009;

ii. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 30 and Tract Declaration for Church recorded in the records of the Washington County Records as Entry No. 20080013564 on April 2, 2008;

jj. Amended Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 30 and Tract Declaration for Church recorded in the records of the Washington County Records as Entry No. 20080030169 on July 29, 2008;

kk. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 31 recorded in the records of the Washington County Records as Entry No. 20110016700 on June 1, 2011;

ll. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 33 recorded in the records of the Washington County Records as Entry No. 20120001752 on January 19, 2012; and

mm. Supplemental Declaration for Sun River St. George and Neighborhood Designation Phase 34 recorded in the records of the Washington County Records as Entry No. 20120031170 on September 17, 2012.

(Collectively, "Supplemental Declarations").

WHEREAS, the Master Declaration and the Supplemental Declarations were combined and restated in a comprehensive restatement entitled Corrected First Amended and Restated Declaration of Covenants, Conditions and Restrictions for Sun River St. George which were recorded in the records of Washington County Records as Entry No. 20120043524 ("Restated Declaration")

WHEREAS, throughout this Amendment, the Master Declaration, Supplemental Declarations and the Restated Declaration shall collectively be referred to as the "Master Declaration."

WHEREAS, the portions of the Property which are presently primarily subject to, and affected by, the Master Declaration are the platted lots within the Property described more fully in *Exhibit A*, which is attached hereto and incorporated herein by this reference.

WHEREAS, the Declarant caused the Property to be subject to Master Declaration for the purpose of keeping a common scheme and protecting property rights and values within the Property; and

WHEREAS, pursuant to Section 7.3 of the Master Declaration, the Declarant has the unilateral right during the Development Period (as defined in the Master Declaration) to amend the Master Declaration to withdraw any portion of the Property from the coverage of the Master Declaration; and

WHEREAS, any such amendment of the Master Declaration to withdraw a portion of the Property from the Master Declaration requires only the consent of the Declarant and the consent of the owner of the portion of the Property to be withdrawn, if not owned by the Declarant; and

WHEREAS, the Declarant now desires to amend the Master Declaration to withdraw the portions of the Property described in *Exhibit B* and depicted in *Exhibit C* attached hereto and incorporated herein by this reference (the "Withdrawal Parcels") from the coverage of the Master Declaration; and

WHEREAS, Integra owns one or more portions of the Withdrawal Parcels to be withdrawn from the coverage of the Master Declaration; and

WHEREAS, Integra consents to Declarant's withdrawal of the Withdrawal Parcels from the coverage of the Master Declaration; and

WHEREAS, pursuant to the Master Declaration, the following amendment is being made unilaterally by the Declarant pursuant to Sections 7.3 and 16.2 of the Master Declaration.

NOW, THEREFORE, the Declaration of Covenants, Conditions, and Restrictions for Sun River St. George, as amended by and restated by that certain instrument entitled Corrected First Amended and Restated Declaration of Covenants, Conditions and Restrictions recorded in the Official Records on file in the Office of the Recorder of Washington County, State of Utah on the 19th day of December, 2012 as Document No. 20120043524 ("Restated Master Declaration"), is hereby amended to withdraw the Withdrawal Parcels from the coverage of the Restated Master Declaration as follows:

1. Declarant hereby withdraws and removes the Withdrawal Parcels and all improvements thereto from the coverage of the Restated Master Declaration. The Withdrawal Parcels are located in Washington County, State of Utah and more particularly described on *Exhibit A* attached hereto.
2. This Amendment is executed for the sole purpose of withdrawing the Withdrawal Parcels from the coverage of the Restated Master Declaration as set forth above, and does not constitute or in any way operate as an amendment, alteration, release or discharge of any other terms, conditions, rights or obligations as set forth in the Restated Master Declaration.

IN WITNESS WHEREOF, this Amendment is executed to be effective on this 6th day of March, 2013

DECLARANT:

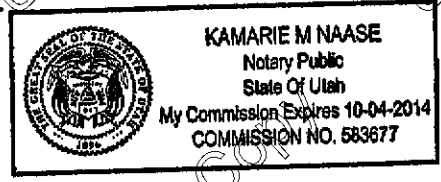
SUN RIVER ST. GEORGE DEVELOPMENT, LC
a Utah limited liability company

By: *Darcy Stewart*
Darcy Stewart, Manager

STATE OF UTAH)
)ss
COUNTY OF WASHINGTON)

On the 6th day of March, 2013, personally appeared before me, Darcy Stewart, who being by me duly sworn, did say that he is a Manager of Sun River St. George Development, LC, a Utah limited liability company, and that said instrument was signed on behalf of said company by virtue of the authority given him by the company's operating agreement, and he did acknowledge to me that the company executed the same for its intended purpose.

Kamari M. Naase
Notary Public



CONSENT TO WITHDRAWAL

The undersigned party acknowledges that it owns portions of the Withdrawal Parcels and consents to the withdrawal of the Withdrawal Parcels from the coverage of the Master Declaration as set forth above.

INTEGRA:

INTEGRA INVESTMENT GROUP, L.C.,
a Utah limited liability company

By: *Darcy Stewart*
Darcy Stewart, Manager

STATE OF UTAH)

COUNTY OF WASHINGTON)
ss

On the 6th day of March, 2013, personally appeared before me, Darcy Stewart, who being by me duly sworn, did say that he is a Manager of Integra Investment Group, L.C., a Utah limited liability company, and that said instrument was signed on behalf of said company by virtue of the authority given him by the company's operating agreement, and he did acknowledge to me that the company executed the same for its intended purpose.

Kamari M Naase
Notary Public

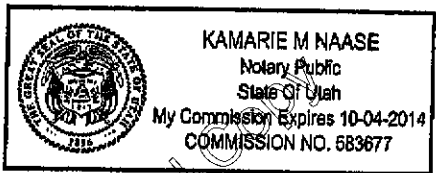


EXHIBIT A**Legal Description of Property Primarily Affected by Master Declaration**

ALL OF PHASES 1 THROUGH 18, PHASES 20 THROUGH 24, PHASES 26 THROUGH 31, PHASES 33 & 34 INCLUDING ANY AND ALL COMMON AREA, as shown on the Official Plats, according to the Official Records on file in the Office of the Recorder of Washington County, State of Utah.

<u>Phase</u>	<u>Lots</u>	<u>Tax ID Nos.</u>
1A	1-12	SG-SUR-1-1A-1-12
1B	14/15; 16-A-17-A	SG-SUR-1-1B-14/15; SG-SUR-1-1B-16-A-17A
	18-24; 25-A	SG-SUR-1-1B-18-24; SG-SUR-1-1B-25-A
	27-80; 81-A	SG-SUR-1-1B-27-80; SG-SUR-1-1B-81-A
	83-84; 85-A	SG-SUR-1-1B-83-84; SG-SUR-1-1B-85-A
	86-87; 88-A-101-A	SG-SUR-1-1B-86-87; SG-SUR-1-1B-88-A-101-A
	102-107	SG-SUR-1-1B-102-107
1C	252-293-295-296	SG-SUR-1-1C-252-293; SG-SUR-1-1C-295-296
1D	194-251	SG-SUR-1-1D-194-251
1E	108-146	SG-SUR-1-1E-108-146
2A	147-193	SG-SUR-2A-147-193
2B	442-449	SG-SUR-2B-442-449
3A	297-367; 368A; 370-371	SG-SUR-3A-297-367; SG-SUR-1-3A-368A; SG-SUR-3A-370-371
3B	372-441	SG-SUR-3B-372-441
4	450-497; 808-828	SG-SUR-4-450-497; SG-SUR-4-808-828
5A	498-513	SG-SUR-5A-498-513
5B	514-562	SG-SUR-5B-514-562
6	563-609	SG-SUR-6-563-609
7	610-650	SG-SUR-7-610-650
8	651-695	SG-SUR-8-651-695
9	696-739	SG-SUR-9-696-739
10	740-807	SG-SUR-10-740-807
11	829-875	SG-SUR-11-829-875
12	876-929	SG-SUR-12-876-929
13	1129-1155; 1157-1165	SG-SUR-13-1129-1155; SG-SUR-13-1157-1165
	1167-1172; 1186-1188	SG-SUR-13-1167-1172; SG-SUR-13-1186-1188
	1209-1211; 1226-1227	SG-SUR-13-1209-1211; SG-SUR-13-1226-1227
	1232, 1235-1245	SG-SUR-13-1232; SG-SUR-13-1235-1245
14	1110-1128; 1166	SG-SUR-14-1110-1128; SG-SUR-14-1166
	1173-1185; 1189-1208	SG-SUR-14-1173-1185; SG-SUR-14-1189-1208
	1212-1225; 1228-1231	SG-SUR-14-1212-1225; SG-SUR-14-1228-1231

<u>Phase</u>	<u>Lots</u>	<u>Tax ID Nos.</u>
	1233-1234	SG-SUR-14-1233-1234
15	930-1013	SG-SUR-15-930-1013
16	1014-1109; 1019B	SG-SUR-16-1014-1109; SG-SUR-16-1019B
17A	1251-1285	SG-SUR-17A-12-51-1285
17B	1286-1313	SG-SUR-17B-1286-1313
18	1314-1346	SG-SUR-18-1314-1346
20	1396-1437	SG-SUR-20-1396-1437
21	1347-1395	SG-SUR-21-1347-1395
22	1516-1530; 1531-A 1532-1555	SG-SUR-22-1516-1530; SG-SUR-22-1531-A SG-SUR-22-1532-1555
23	1556-1586	SG-SUR-23-1556-1586
24	1587-1627	SG-SUR-24-1587-1627
25	A; 1667-1687	SG-SUR-25-A; SG-SUR-25-1667-1687
26	1628-1666	SG-SUR-26-1628-1666
27	1246-1250	SG-SUR-27-1246-1250
28	1438-1479	SG-SUR-28-1438-1479
29	1726-1741	SG-SUR-29-1726-1741
30	A; 1480-1515 1722-1725	SG-SUR-30-A; SG-SUR-30-1480-1515 SG-SUR-30-1722-1725
31	1742-787	SG-SUR-31-1742-1787
33	1788-1808	SG-SUR-33-1788-1808
34	1809-1826	SG-SUR-34-1809-1826
35	A; 1688-1708	SG-SUR-35-A; SG-SUR-35-1688-1708

ALSO AFFECTS PARTS OR ALL OF THE FOLLOWING PARCELS OF REAL PROPERTY:

Tax ID Nos.

SG-6-3-22-112
 SG-6-3-23-134
 SG-6-3-22-2412
 SG-6-3-23-13021
 SG-6-3-23-31012
 SG-6-3-23-41041
 SG-6-3-23-4131
 SG-6-3-23-414
 SG-6-3-23-417
 SG-6-3-26-110

EXHIBIT B

Withdrawal Parcels

Parcel 1:

Beginning at a point being North 01°13'39" East 3,869.47 feet along and beyond the section line and West 27.91 feet from the Southeast Corner of Section 22, Township 43 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence South 30°39'20" West 685.02 feet;
thence South 47°00'21" West 663.28 feet;
thence South 61°50'31" West 161.28 feet;
thence South 47°50'23" West 140.69 feet;
thence South 79°03'02" West 176.54 feet;
thence North 80°25'42" West 181.98 feet;
thence South 47°18'47" West 167.63 feet;
thence South 13°00'36" West 91.71 feet;
thence South 01°07'45" East 20.00 feet;
thence westerly 84.42 feet along an arc of a 1,200.00 foot radius curve to the right (center bears North 01°07'45" West, long chord bears North 89°06'50" West 84.40 feet with a central angle of 04°01'51");

thence North 87°05'54" West 151.91 feet;
thence North 30°45'21" East 222.62 feet;
thence North 47°45'23" West 61.62 feet;
thence North 87°50'35" West 156.50 feet;
thence North 01°11'22" East 1,406.16 feet;
thence North 76°19'47" East 971.92 feet;
thence North 44°01'10" East 224.17 feet;
thence North 16°22'55" East 448.23 feet;
thence North 59°16'03" East 344.03 feet;
thence South 86°17'52" East 165.15 feet;
thence North 84°25'49" East 327.33 feet;
thence North 70°46'18" East 122.78 feet;
thence South 88°11'11" East 530.02 feet;
thence South 80°43'20" East 320.52 feet;
thence North 83°11'49" East 427.91 feet;
thence South 88°43'37" East 675.00 feet;
thence North 83°08'27" East 179.65 feet to the northwest corner of Sun River St. George Phase 27;

thence South 01°20'36" West 297.36 feet along and beyond the westerly line of said Sun River St. George Phase 27;

thence South 88°46'23" East 104.40 feet;
thence South 01°13'37" West 126.84 feet;
thence South 88°46'23" East 126.82 feet;
thence South 05°07'04" West 67.55 feet;
thence North 88°46'23" West 1.16 feet;
thence South 42°53'05" West 95.55 feet;
thence South 50°49'48" West 57.63 feet;

thence North 59°57'13" West 149.99 feet;
thence North 01°13'37" East 68.18 feet;
thence South 84°43'01" West 539.52 feet;
thence South 63°18'39" West 194.57 feet;
thence North 79°35'37" West 104.81 feet;
thence North 63°21'55" West 74.45 feet;
thence North 14°55'44" West 66.67 feet;
thence North 53°14'08" East 151.20 feet;
thence North 18°53'26" West 110.75 feet;
thence North 52°46'29" West 283.34 feet;
thence South 81°56'55" West 182.29 feet;
thence South 02°26'05" West 131.95 feet;
thence South 40°49'59" West 132.16 feet;
thence South 20°51'15" West 119.42 feet;
thence South 29°56'34" East 36.27 feet to the northeast corner of Sun River Phase 1, Plat 1B,
second Amended;
thence South 48°15'46" West 146.77 feet along the northerly line of said Sun River Phase 1, Plat
1B, second Amended;
thence South 60°03'26" West 700.00 feet along the northerly line of said Sun River Phase 1, Plat
1B, second Amended;
thence South 54°17'07" West 103.20 feet;
thence South 42°37'05" West 327.81 feet to the Point of Beginning.

Containing 4,475,831 square feet or 102.75 acres.

Parcel 2:

Beginning at the southeast corner of Sun River Phase 1 Plat 1A Amended, said point being North
01°13'39" East 2,548.40 feet along and beyond the section line and East 1,997.58 feet from the
Southeast Corner of Section 22, Township 43 South, Range 16 West, Salt Lake Base & Meridian, and
running;

thence northwesterly the following (5) courses along said Sun River Phase 1 Plat 1A Amended;
thence North 09°19'52" West 23.27 feet;
thence North 28°20'44" West 252.12 feet;
thence North 74°48'06" West 50.58 feet;
thence South 88°43'57" West 217.23 feet;
thence South 58°16'51" West 7.93 feet to the southeast corner of Sun River Phase 1, Plat 1B,
second Amended ;
thence northerly the following (20) courses along the easterly line of said Sun River Phase 1, Plat
1B;
thence northwesterly 84.87 feet along an arc of a 193.00 foot radius curve to the left (center bears
South 58°16'51" West, long chord bears North 44°19'00" West 84.19 feet with a central angle of
25°11'42");
thence North 56°54'51" West 19.35 feet;
thence North 33°05'09" East 65.00 feet;
thence North 56°54'51" West 229.53 feet;

thence northerly 184.78 feet along an arc of a 142.00 foot radius curve to the right (center bears North 33°05'09" East, long chord bears North 19°38'05" West 172.02 feet with a central angle of 74°33'32");

thence North 72°21'19" West 65.00 feet;

thence northerly 17.42 feet along an arc of a 207.00 foot radius curve to the right (center bears South 72°21'19" East, long chord bears North 20°03'19" East 17.41 feet with a central angle of 04°49'16");

thence northerly 117.33 feet along an arc of a 293.00 foot radius curve to the left (center bears North 67°32'03" West, long chord bears North 10°59'38" East 116.55 feet with a central angle of 22°56'38");

thence North 00°28'41" West 12.52 feet;

thence North 89°31'19" East 65.00 feet;

thence North 00°28'41" West 485.85 feet;

thence northwesterly 278.42 feet along an arc of a 308.00 foot radius curve to the left (center bears South 89°31'19" West, long chord bears North 26°22'29" West 269.04 feet with a central angle of 51°47'36");

thence South 37°43'43" West 65.00 feet;

thence northwesterly 28.14 feet along an arc of a 243.00 foot radius curve to the left (center bears South 37°43'43" West, long chord bears North 55°35'19" West 28.12 feet with a central angle of 06°38'03");

thence northwesterly 60.50 feet along an arc of a 179.93 foot radius curve to the right (center bears North 31°05'40" East, long chord bears North 49°16'20" West 60.22 feet with a central angle of 19°16'00");

thence North 50°21'40" East 63.09 feet;

thence North 29°15'56" West 208.45 feet;

thence North 60°03'26" East 114.99 feet;

thence North 29°56'34" West 70.00 feet;

thence North 60°03'26" East 20.00 feet;

thence South 63°06'33" East 162.98 feet;

thence North 64°21'29" East 108.54 feet;

thence southeasterly 99.59 feet along an arc of a 132.00 foot radius curve to the left (center bears North 82°44'24" East, long chord bears South 28°52'25" East 97.24 feet with a central angle of 43°13'38");

thence southeasterly 256.69 feet along an arc of a 618.00 foot radius curve to the right (center bears South 39°30'46" West, long chord bears South 38°35'18" East 254.85 feet with a central angle of 23°47'53");

thence South 26°41'21" East 175.45 feet;

thence southeasterly 132.85 feet along an arc of a 165.60 foot radius curve to the left (center bears North 63°18'39" East, long chord bears South 49°40'15" East 129.31 feet with a central angle of 45°57'47");

thence South 72°39'08" East 11.79 feet;

thence easterly 136.04 feet along an arc of a 177.00 foot radius curve to the left (center bears North 17°20'52" East, long chord bears North 85°19'46" East 132.72 feet with a central angle of 44°02'13");

thence North 63°18'39" East 1.00 feet to the westerly line of Sun River St. George, Phase 2B;

thence South 26°41'21" East 58.49 feet along the westerly line of said Sun River St. George, Phase 2B;

thence South 03°05'38" West 16.72 feet Sun River St. George, Phase 2B to the Northerly line of Sun River St. George, Phase 2A;

thence northwesterly and southeasterly the following (12) courses along the westerly line of said Sun River St. George Phase 2A;

thence South 76°05'17" West 81.76 feet;
thence North 73°06'00" West 164.32 feet;
thence South 11°56'10" West 108.33 feet;
thence South 18°29'32" East 144.92 feet;
thence South 12°00'40" West 156.26 feet;
thence South 03°59'24" East 104.77 feet;
thence South 21°22'12" East 98.40 feet;
thence South 24°10'41" East 99.67 feet;
thence South 57°57'23" East 410.00 feet;
thence South 48°02'42" East 153.83 feet;
thence South 52°27'45" East 6.39 feet;
thence South 37°27'55" West 36.85 feet;
thence South 29°20'15" East 37.15 feet;
thence southeasterly 38.17 feet along an arc of a 170.58 foot radius curve to the right (center bears South 60°38'27" West, long chord bears South 22°56'55" East 38.09 feet with a central angle of 12°49'17");
thence South 16°30'59" East 33.02 feet;
thence southerly 66.69 feet along an arc of a 56.00 foot radius curve to the right (center bears South 73°29'01" West, long chord bears South 17°35'52" West 62.81 feet with a central angle of 68°13'41");
thence South 51°42'43" West 18.85 feet;
thence South 30°14'13" East 25.03 feet;
thence South 34°29'40" West 26.45 feet;
thence South 47°41'49" West 39.23 feet to the north line of Sun River Parkway;
thence South 77°29'39" West 203.19 feet along said north line of Sun River Parkway to the POINT OF BEGINNING.

Containing 792,953 sq. ft. 18.20 acres.

Parcel 3:

Beginning at a point on the westerly line of Sun River St. George Phase 4, said point being North 01°13'39" East 2,237.39 feet along and beyond the section line and West 1,382.79 feet from the Southeast Corner of Section 22, Township 43 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence southeasterly the following (7) courses along the southwesterly line of said Sun River St. George Phase 4;

thence South 63°50'51" East 92.69 feet;
thence South 24°56'53" East 65.46 feet;
thence South 56°44'33" East 36.50 feet;
thence South 82°02'11" East 146.13 feet;
thence South 63°50'51" East 29.74 feet;
thence South 29°25'06" East 25.27 feet;
thence South 00°44'03" East 56.65 feet;
thence South 73°55'45" West 54.04 feet;

thence North 84°50'06" West 413.93 feet;
thence North 67°51'15" West 184.52 feet;
thence North 61°20'54" West 96.26 feet;
thence North 10°02'08" West 199.70 feet;
thence South 87°05'54" East 151.91 feet;
thence easterly 57.91 feet along an arc of a 1,300.00 foot radius curve to the left (center bears North 02°54'06" East, long chord bears South 88°22'29" East 57.91 feet with a central angle of 02°33'09");
thence South 00°06'36" East 42.14 feet;
thence South 79°56'26" East 32.35 feet;
thence South 71°20'09" East 76.87 feet;
thence South 83°34'49" East 70.73 feet;
thence South 73°42'37" East 45.65 feet to the Point of Beginning.

Containing 140,162 square feet or 3.22 acres.

Parcel 4:

Beginning at a point being North 01°13'39" East 1,880.34 feet along and beyond the section line and West 445.02 feet from the Southeast Corner of Section 22, Township 43 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence South 57°21'48" East 615.66 feet;
thence South 75°19'36" East 767.48 feet to and along the southerly line of Sun River St. George Phase 8;
thence South 38°16'10" East 927.50 feet along said southerly boundary of Sun River St. George Phase 8 and to and along Sun River St. George Phase 7 and Phase 6, respectively;
thence easterly and northerly the following (4) courses along the southerly and easterly line of said Sun River St. George Phase 6;
thence North 83°04'45" East 436.03 feet;
thence North 40°47'57" East 207.59 feet;
thence North 10°04'28" West 85.36 feet;
thence North 14°11'21" West 415.56 feet;
thence North 07°00'56" West 558.81 feet to and along the easterly line of Sun River St. George Phase 5B;
thence North 23°14'03" East 620.71 feet along said easterly line of Sun River St. George Phase 5B and to and along the easterly line of Sun River St. George Phase 5A to the southerly line of Sun River Parkway;
thence North 77°29'39" East 231.22 feet along the southerly line of Sun River Parkway;
thence easterly 170.80 feet along an arc of a 1,448.99 feet radius curve to the right (center bears South 12°30'25" East long chord bears North 80°52'12" East 170.70 feet with a central angle of 06°45'13") along the southerly line of Sun River Parkway to the westerly line of Sun River St. George Phase 22;
thence southerly the following (2) courses along the westerly line of Sun River St. George Phase 22;
thence South 05°45'28" East 32.32 feet;
thence South 20°34'53" East 140.35 feet to the northerly line of Sun River St. George Phase 23;

thence southerly the following (7) courses along the westerly line of Sun River St. George Phase 22;

thence South 51°32'05" West 297.72 feet;
thence South 22°13'07" West 392.44 feet;
thence South 07°00'56" East 407.16 feet;
thence South 20°57'34" East 108.80 feet;
thence South 47°38'51" East 383.13 feet;
thence South 13°02'25" West 24.10 feet;
thence South 52°53'10" East 10.10 feet;
thence South 09°09'26" East 407.42 feet to the ;
thence westerly 225.26 feet along an arc of a 250.00 feet radius curve to the left (center bears South 14°47'58" West long chord bears South 78°59'12" West 217.72 feet with a central angle of 51°37'32");

thence South 53°10'26" West 1.93 feet;
thence South 53°10'26" West 19.69 feet;
thence South 48°21'49" West 164.80 feet;
thence South 43°07'49" West 32.60 feet;
thence South 49°55'58" West 65.80 feet;
thence South 60°45'52" West 63.24 feet;
thence South 43°36'37" West 80.28 feet;
thence South 52°41'02" West 68.07 feet;
thence North 59°21'40" West 175.39 feet;
thence South 87°43'59" West 386.90 feet;
thence North 44°49'25" West 1,070.97 feet;
thence North 75°19'36" West 161.11 feet;
thence South 50°47'17" West 111.95 feet;
thence North 72°01'49" West 89.38 feet;
thence North 68°20'20" West 128.69 feet;
thence North 60°09'00" West 266.03 feet;
thence North 60°09'00" West 46.17 feet;
thence North 43°54'18" West 45.27 feet;
thence North 51°55'41" West 69.53 feet;
thence North 66°09'27" West 184.82 feet;
thence North 59°41'17" West 53.27 feet;
thence North 66°32'53" West 37.70 feet;
thence North 46°51'08" West 49.33 feet;
thence North 58°30'31" West 168.11 feet;
thence North 02°38'59" West 233.30 feet;
thence North 74°52'52" East 165.31 feet;
to the Point of Beginning.

Containing 1,729,678 square feet or 39.708 acres.

Parcel 5

Beginning at a point on the easterly line of Sun River St. George Phase 1B, said point being North 01°13'39" East 4,454.86 feet along the extension of the section line and East 1,098.55 feet from the

Southeast Quarter of Section 22, Township 42 South, Range 16 West, Salt Lake Base & Meridian,
and running;

thence northwesterly the following (3) courses along the easterly line of said Sun River St.
George Phase 1B;

thence North 29°56'34" West 70.00 feet;
thence South 60°03'26" West 20.00 feet;
thence North 29°56'34" West 130.00 feet;
thence North 29°56'34" West 36.27 feet;
thence North 20°51'15" East 119.42 feet;
thence North 40°49'59" East 132.16 feet;
thence North 02°26'05" East 131.95 feet;
thence North 81°56'55" East 182.29 feet;
thence South 52°46'29" East 283.34 feet;
thence South 18°53'26" East 110.75 feet;
thence South 53°14'08" West 151.20 feet;
thence North 15°04'04" West 3.30 feet;
thence North 80°07'59" West 16.48 feet;
thence North 70°37'13" West 25.87 feet;
thence South 09°50'13" West 202.09 feet;
thence southerly 39.39 feet along an arc of a 131.76 foot radius curve to the left (center bears
South 80°09'47" East long chord bears South 01°16'21" West 39.24 feet with a central angle of
17°07'45");
thence South 64°21'29" West 108.54 feet;
thence North 63°06'33" West 162.98 feet to the Point of Beginning.

Containing 219,878 square feet or 5.048 acres.

Parcel 6

Beginning at a point on the 1/16th line, said point being North 01°13'39" East 1,367.40 feet along
the extension of the section line and West 2,345.47 feet from the Southeast Corner of Section 22,
Township 43 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence North 88°49'44" West 301.90 feet along said 1/16th line to the center section line;
thence North 01°11'22" East 1,320.25 feet along the center section line to the Center of Section
22, Township 43 South, Range 16 West, Salt Lake Base & Meridian;
thence South 88°48'46" East 744.33 feet along the center section line;
thence South 87°50'35" East 156.50 feet;
thence South 47°45'23" East 61.64 feet;
thence South 30°45'21" West 222.62 feet;
thence South 87°05'54" East 151.91 feet;
thence easterly 84.42 feet along an arc of a 1,200.00 foot radius curve to the left (center bears
North 02°54'06" East, long chord bears South 89°06'50" East 84.40 feet with a central angle of
04°01'51");
thence South 01°07'52" East 99.99 feet;

thence westerly 91.45 feet along an arc of a 1,300.00 foot radius curve to the right (center) bears North 01°07'45" West, long chord bears North 89°06'50" West 91.43 feet with a central angle of 04°01'50");

thence North 87°05'54" West 151.92 feet;
thence South 10°02'08" East 199.70 feet;
thence South 61°20'54" East 96.26 feet;
thence South 67°51'15" East 184.52 feet;
thence South 84°50'06" East 413.93 feet;
thence North 73°55'45" East 54.04 feet;
thence North 00°44'03" West 11.30 feet to the southwest corner of Sun River St. George Phase 4;
thence North 88°58'16" East 320.06 feet along the southerly line of said Phase 4;
thence North 86°45'47" East 50.10 feet along the southerly line of said Phase 4 to the northwest corner of Sun River St. George Phase 15;
thence South 02°38'59" East 159.20 feet along the westerly line of said Phase 15;
thence South 82°56'16" West 231.39 feet;
thence South 74°07'12" West 177.53 feet;
thence North 84°06'13" West 140.48 feet;
thence North 81°12'35" West 300.87 feet;
thence North 79°32'10" West 136.39 feet;
thence North 59°57'59" West 198.77 feet;
thence North 63°21'35" West 100.22 feet;
thence North 72°46'06" West 39.35 feet;
thence North 82°34'56" West 224.69 feet;
thence South 80°58'27" West 112.54 feet;
thence South 46°10'03" West 142.63 feet;
thence South 39°50'36" West 110.39 feet;
thence South 10°14'59" West 160.83 feet;
thence South 01°04'33" East 67.65 feet;
thence South 24°37'47" East 291.03 feet to the Point of Beginning.

Containing 952,089 square feet or 21.86 acres.

Parcel 7

Beginning at a point being North 01°13'39" East 1,837.22 feet along the section line and West 603.68 feet along the section line and West 682.46 feet from the Southeast Corner of Section 22, Township 43 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence North 02°38'59" West 192.03 feet to the southerly line of Sun River St. George Phase 4;
thence southeasterly the following (8) course along the southerly line of said Sun River St. George Phase 4;

thence North 85°35'42" East 51.42 feet;
thence South 84°14'55" East 134.75 feet;
thence South 75°19'38" East 99.93 feet;
thence South 70°24'02" East 105.93 feet;
thence South 59°58'26" East 97.96 feet;
thence South 52°37'55" East 28.30 feet;
thence South 48°51'10" East 77.11 feet;

thence South 49°11'13" East 71.09 feet to southwesterly line of Sun River St. George Phase 9;
thence southeasterly the following (2) course along the southerly line of said Sun River St. George
Phase 9;

thence South 44°51'00" East 126.72 feet;
thence South 51°39'15" East 312.71 feet to the westerly corner of Sun River St. George Phase 8;
thence South 44°54'56" East 53.93 feet along said westerly line;
thence North 75°19'36" West 296.43 feet;
thence North 57°21'48" West 615.66 feet;
thence South 74°52'52" West 165.31 feet to the Point of Beginning.

Containing 151,977 square feet or 3.49 acres.

Parcel 8

Beginning at a point on the northeasterly line of Sun River St. George Phase 15, said point being
North 01°13'39" East 1059.89 feet along the extension of the section line and East 414.24 feet from
the Southwest Corner of Section 23, Township 43 South, Range 16 West, Salt Lake Base &
Meridian, and running;

thence North 50°47'17" East 111.96 feet;
thence South 75°19'36" East 161.11 feet;
thence South 44°49'25" East 1,070.97 feet;
thence North 87°43'59" East 386.90 feet;
thence South 59°21'40" East 151.73 feet;
thence South 62°54'30" West 60.67 feet;
thence South 71°19'18" West 151.86 feet;
thence North 70°04'42" West 42.76 feet;
thence South 84°19'03" West 51.74 feet;
thence South 63°16'47" West 84.22 feet;
thence South 68°28'43" West 74.81 feet;
thence South 68°51'13" West 163.68 feet;
thence North 81°50'08" West 50.18 feet;
thence North 31°47'05" West 79.96 feet;
thence North 45°24'26" West 176.09 feet;
thence North 38°24'51" West 188.49 feet;
thence North 57°35'46" West 162.92 feet;
thence North 35°55'42" West 227.02 feet;
thence North 85°53'52" West 26.12 feet to the easterly line of said Phase 15;
thence North 39°12'43" West 469.07 feet along said easterly line of Phase 15 to the Point of
Beginning.

Containing 371,186 square feet or 8.52 acres.

Parcel 9

Beginning at a point on the northerly line of Sun River St. George Phase 29, said point being North 01°13'39" East 616.52 feet along the section line and East 2,550.30 feet from the Southwest Corner of Section 23, Township 43 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence North 09°09'26" West 407.42 feet to the westerly corner of Sun River St. George Phase 25;

thence southeasterly the following (2) courses along the southerly line of said Sun River St. George Phase 25;

thence South 47°38'51" East 166.00 feet;

thence South 64°02'27" East 39.54 feet to the center section line;

thence South 01°13'52" West 310.06 feet along said center section line to the northerly line of said of Sun River St. George Phase 29;

thence northwesterly the following (2) courses along the southerly line of said Sun River St. George Phase 29;

thence North 64°06'53" West 46.07 feet;

thence westerly 48.37 feet along an arc of a 250.02 foot radius curve to the left (center bears South 25°53'07" West, long chord bears North 69°39'26" West 48.29 feet with a central angle of 11°05'05") to the Point of Beginning.

Containing 40,129 square feet or 0.92 acres

Parcel 10

Beginning at a point being North 01°13'39" East 4,565.37 feet along the extension of the section line and East 2,487.22 feet from the Southwest Corner of Section 23, Township 43 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence North 42°53'05" East 95.55 feet;

thence South 88°46'23" East 1.16 feet;

thence North 05°07'04" East 67.55 feet;

thence North 88°46'23" West 126.82 feet;

thence North 01°13'37" East 126.84 feet;

thence South 88°46'23" East 115.57 feet;

thence North 66°09'30" East 102.48 feet to the center section line;

thence South 01°13'52" West 305.00 feet along said center section line;

thence South 40°17'33" West 5.59 feet;

thence North 88°39'24" West 147.29 feet;

Containing 42,613 square feet. 0.98 acres.

Parcel 11

Beginning at the Southeast Corner of the Southwest Quarter of the Northeast Quarter of Section 23, Township 43 South, Range 16 West, Salt Lake Base & Meridian, said point being North 01°13'39" East 2,551.48 feet along and beyond the section line and East 3,956.65 feet from the

Southwest Corner of Section 23, Township 43 South, Range 16 West, Salt Lake Base & Meridian,
and running;

thence North 88°43'59" West 538.00 feet along the center section line to the easterly line of
Arrowhead Drive;
thence northerly the following (12) courses along said easterly line of Arrowhead Drive;
thence westerly 1.69 feet along an arc of a 219.47 foot radius curve to the left (center bears South
21°36'48" West, long chord bears North 68°36'24" West 1.69 feet with a central angle of 00°26'24");
thence northwesterly 73.17 feet along an arc of a 50.00 foot radius curve to the right (center bears
North 21°59'49" East, long chord bears North 26°04'55" West 66.81 feet with a central angle of
83°50'31");
thence North 15°50'20" East 59.32 feet;
thence northerly 130.17 feet along an arc of a 967.00 foot radius curve to the right (center bears
South 74°09'40" East, long chord bears North 19°41'43" East 130.07 feet with a central angle of
07°42'45");
thence North 23°33'05" East 260.02 feet;
thence easterly 39.27 feet along an arc of a 25.00 foot radius curve to the right (center bears South
66°26'55" East, long chord bears North 68°33'05" East 35.36 feet with a central angle of 90°00'00");
thence North 23°33'05" East 66.00 feet;
thence northerly 39.27 feet along an arc of a 25.00 foot radius curve to the right (center bears
North 23°33'05" East, long chord bears North 21°26'55" West 35.36 feet with a central angle of
90°00'00");
thence North 23°33'05" East 240.44 feet;
thence northeasterly 164.54 feet along an arc of a 967.00 foot radius curve to the right (center
bears South 66°26'55" East, long chord bears North 28°25'34" East 164.34 feet with a central angle of
09°44'57");
thence North 33°18'02" East 327.79 feet;
thence easterly 35.43 feet along an arc of a 25.00 foot radius curve to the right (center bears South
56°41'58" East, long chord bears North 73°54'13" East 32.54 feet with a central angle of 81°12'23")
to the 1/16th line;
thence South 01°14'33" West 1,244.95 feet along said 1/16th line to the Point of Beginning.

Containing 425,867 square feet or 9.78 acres.

Parcel 12

Beginning at a point being North 01°13'39" East 4,267.94 feet along and beyond the section line
and West 1,155.02 feet from the Southeast Corner of Section 22, Township 43 South, Range 16
West, Salt Lake Base & Meridian, and running;

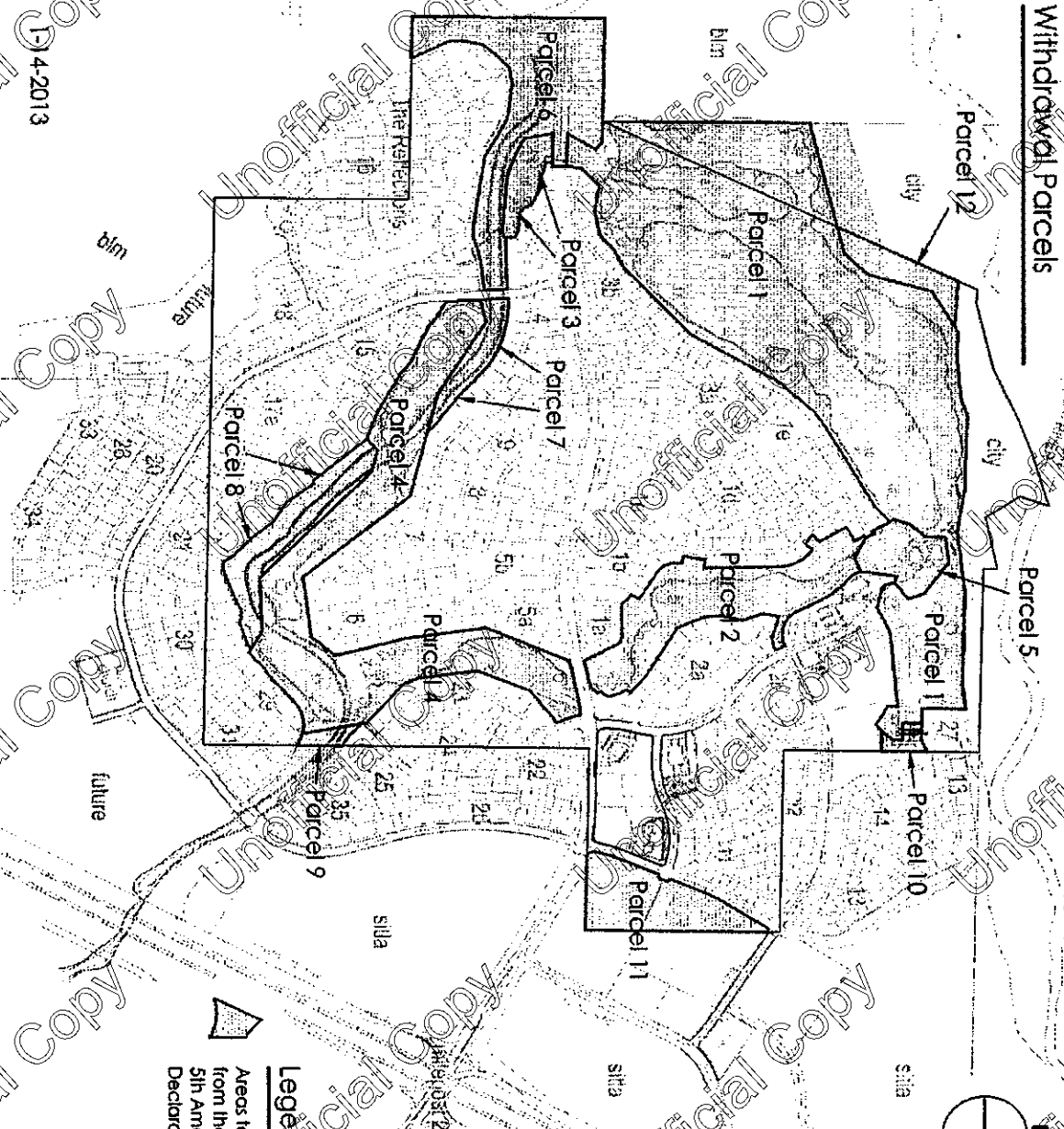
thence North 26°13'33" East 906.48 feet;
thence South 86°00'02" East 329.73 feet;
thence South 59°16'03" West 298.49 feet;
thence South 16°22'55" West 448.23 feet;
thence South 44°01'10" West 224.17 feet;
thence South 76°19'47" West 196.31 feet to the Point of Beginning.

Containing 165,760 square feet or 3.81 acres.

EXHIBIT C

Depiction of Withdrawal Parcels

17-4-2013



Legend
Areas to be Withdrawn
from the Declaration per
5th Amendment to the
Declaration