

FOURTH AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS OF PROSPECTOR SQUARE SUBDIVISION A PLANNED COMMERCIAL DEVELOPMENT PARK CITY, SUMMIT COUNTY, UTAH

THIS FOURTH AMENDMENT to the Declaration of Covenants, Conditions and Restrictions of Prospector Square Subdivision, A Planned Commercial Development, is made on the date set forth at the end hereof pursuant to a vote of fifty percent of the necessary members who were present in person or represented by proxy and which were entitled to cast at a special meeting duly called for such purpose.

Recitals

The Declaration of Covenant, Conditions and Restrictions of Prospector Square Subdivision, A Planned Commercial Development, Park City, Summit County, Utah, dated the 5th day of July, 1974, executed by MFT Mortgage Corp., a Utah corporation, was recorded in the Office of the Recorder of the County of Summit, State of Utah, on July 5, 1974, as Entry No. 123717, in Book M58, Pages 1 through 15, covering certain real property situated in Summit County, Utah and described as follows:

All of Prospector Square Subdivision as set forth on the Official Amended Plat of said Subdivision on file in the Office of the Recorder of Summit County, Utah.

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An Amendment to Declaration of Covenants, Conditions and Restrictions of Prospector Square Subdivision, A Planned Commercial Development, Park City, Summit County, Utah, dated the 10th day of March, 1977, executed by Murray First Thrift and Loan Company, was recorded in the Office of the Recorder of Summit County, Utah, on the 22nd day of June, 1977, as Entry No. 138572,

RECORDED 2-27-86 at 10:00 M

Entry No. 246993
REQUEST OF Summit County Recorder
FEE \$ 1.00 ALAN SPRINGS, SUMMIT CO. RECORDER
By [Signature]

Book M95, Pages 763-764.

A SECOND AMENDMENT to The Declaration of Covenants, Conditions and Restrictitons of Prospector Square Subdivision, A Planned Commercial Development, Park City, Summit County, dated September 11, 1978, executed by Prospector Square Property Owner's Association, was recorded in the Office of the Recorder of Summit County, Utah, on the 15th day of April, 1980, as Entry No. , Book 156, pages 74-81.

A THIRD AMENDMENT to The Declaration of Covenants, Conditions and restrictions of Prospector Square Subdivision, A Planned Commercial Development, Park City, Summit County, executed by Prospector Square Property Owners' Association, was recorded in the Office of the Recorder of Summit County, Utah, on April 13, 1981, as entry no. 178317, Book M184, papges 504-505.

The owners of the subdivision desire to amend the Declaration in certain respects.

NOW, THEREFORE, the Declaration is hereby amended as follows:

I

This Fourth Amendment to the Declaration of Covenants, Conditions and Restrictions of Prospector Square Subdivision, A Planned Commercial Development, Park City, Summit County, Utah, is in addition to the Amendments referred to above.

II

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1. Article IV, section 2 shall be amended to read in its entirety as follows:

VOTING RIGHTS: The Association shall have the following

voting membership:

Members entitled to vote shall be members in good standing. Members in good standing shall be entitled to one vote for each 100 square feet of ground space in each Lot in which the interest required for membership in the Association is held. In no event, however, shall more than one vote exist with respect to any 100 square feet of ground space for each Lot. No vote shall be allowed for the remaining ground space in each Lot of less than 100 square feet of ground space.

Members in good standing shall be defined as those owners who have paid their membership dues and any special assessments when assessed by the Association as set forth in Article VI herein. Members who have not paid their membership dues or any special assessments when levied shall forfeit their voting rights.

Members who have forfeited their voting rights by failing to pay dues or special assessments as assessed by the Association may reinstate their right to vote by paying to the Association all current assessments and all prior assessments which are delinquent together with interest thereon as set forth in Article VI, section 8.

2. Article VI, section 3 shall be amended to read in its entirety as follows:

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From and after the date set forth herein pursuant to Article VI, section 6, the Association may levy special assessments for the purpose of defraying, in whole or in part:

(i) any expenses not reasonably capable of being fully paid with

funds generated by monthly assessments, or (ii) the cost of any construction, reconstruction, or unexpectedly required repair or replacement of an improvement or of personal property upon the Common Areas. Any such special assessment must be assented to by sixty percent (60%) of the votes of members in good standing present in person or represented by proxy, at a meeting duly called for the purpose. Written notice setting forth the purpose of the meeting shall be sent to all Members at least ten (10) days but not more than thirty (30) days prior to the meeting date.

3. Article VI, section 4 shall be amended to read in its entirety as follows:

A quorum called for the purposes of levying a special assessment as set forth in Article IV, section 3 hereinabove shall consist of the following: Members in good standing or proxies representing members in good standing entitle to cast sixty percent of the available voting rights. If a quorum is not present at the first meeting or any subsequent meeting, another meeting may be called, subject to the requirement notice herein, at which a quorum shall be one half of the voting rights held by members in good standing required at the immediately preceding meeting. No subsequent meeting shall be held more than forty-five following the immediately preceding meeting.

4. Article X, section 3 shall be amended in its entirety as follows:

Any amendments to this Declaration shall require: (i) The affirmative vote of at least two thirds of votes cast by members

in good standing present in person or represented by proxy at a meeting duly called for such purpose; (ii) Written notice setting forth the purpose of the meeting and the substance of the amendment proposed shall be sent to all members in good standing at least ten (10) but not more than thirty (30) days prior to the meeting date. The quorum required for any such meeting shall be as follows: At the first meeting called the presence of Members in good standing and of proxies represented entitled to be cast shall constitute a quorum. If a quorum is not present at the first meeting or any subsequent meeting, another meeting may be called, subject to the notice requirements set forth in Section 3 hereinabove, at which a quorum shall be one half of the quorum which was required at the immediately preceding meeting. Any amendment authorized pursuant to this section shall be accomplished through the recordation of an instrument executed by the Association shall certify that the vote required by this Section for Amendment has occurred.

5. Article I, section 3 shall be amended in its entirety, as follows:

Member in Good Standing shall mean a person who holds membership in the Association and who has paid all membership dues and assessments when assessed.

6. Article IV, section 5 shall be amended to include in its entirety the following:

Except as otherwise provided in these articles, in the Declaration, or by law those members in good standing present or by proxy shall constitute a quorum at any meeting of the Members.

7. Article X shall be amended to include a new section 9 as follows:

The Board of Directors is authorized and shall have the power to initiate and/or approve, in its sole discretion, any and all improvements and/or structures proposed for areas designated as common area.

The Board of Directors shall have the sole authority to determine if said structure is in the best interest of the membership. If it is determined by the Board of Directors that said structure is not in the memberships best interest, the Board shall have the power to remove said improvement and/or structure from the common area.

8. Article VI, section 8, pertaining to interest on past due assessments shall be amended as follows:

The interest rate charged on past due assessments shall be raised from 10% per annum to 18% per annum which rate shall be effective immediately. Said rate of interest shall be reviewed and adjusted annually by the Board of Directors. Notice thereof shall be given at each subsequent annual meeting held and also in writing.

The remainder of Article IV, section 8 which is not contrary to the amendment herein shall remain in full force and effect.

9. Article X shall be amended to add a new section 10 as follows:

The members of the Board of Directors shall be elected to serve the following terms: One member for a period of three

years; two members for a period of two years respectively; and two members for a period of one year respectively.

IN WITNESS WHEREOF, the Prospector Square Property Owners' Association, pursuant to a duly held meeting has executed this Fourth Amendment to the Declarartion this day of January, 1986, and certifies that it was duly adopted by the Owners in accordance with the Declaration.

Prospector Square Property Owners Association

[Handwritten Signature]

President

Attest:

[Handwritten Signature]

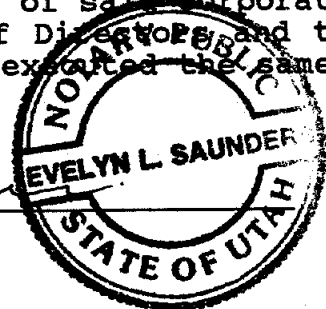
Secretary

State of Utah

County of Summit

On this day of January, 1986, personally appeared before me *KATHLEEN A. McLENNAN* and *Jack REID* who being by me duly sworn, did state that they are the *President* and *Secretary* respectively of Prospector Square Property Owners' Association and that said instrument was signed on behalf of said corporation by authority of a resolution of its Board of Directors and that they duly acknowledged that said corporation executed the same.

[Handwritten Signature]



Residing at:

My Commission Expires: