

## DECLARATION OF ANNEXATION

THIS IS A DECLARATION OF ANNEXATION, to annex the real property known as Phase IIIA of the Mesa Palms Development ("Phase IIIA"), which is more particularly described on Exhibit "A" attached hereto and incorporated herein by this reference, to the Mesa Palms Development (the "Development") and to be subject to and governed by the Amended Declaration of Covenants and Restrictions of Mesa Palms Townhomes, a Planned Unit Development.

### RECITALS

MESA PALMS DEVELOPMENT, LTD., ("Declarant") is the owner of certain real property (the "Property") located in St. George, Washington County, Utah, which is more particularly described on Exhibit "B".

Amended Declaration of Covenants, Conditions and Restrictions of Mesa Palms Townhomes ("CC&R'S") dated the 16th day of December, 1994, were recorded with the County Recorder for Washington County, state of Utah on the 6th day of October, 1994, as Entry Number 00480756, Page 0671 and Book 0671.

It is the desire and intention of Declarant to annex Phase IIIA to the existing Development and to have Phase IIIA governed by the CC&R'S.

Declarant desires to exercise its right to unilaterally expand and annex additional properties to the Development, as

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RUSSELL SHIRTS \* WASHINGTON CO RECORDER  
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FOR: TERRA TITLE CO

provided by Article IX, of the CC&R'S.

Sherdon Woolstenhulme, Gwen Woolstenhulme, Gerald N. Day, Donna K. Day, Kevin W. Day, Max Greenhalgh and Sherree Greenhalgh (collectively referred to herein as "Owners") are owners of lots in Phase IIIA of the Development.

DECLARATION

NOW THEREFORE, as provided in Article IX of the CC&R'S, Declarant hereby annexes Phase IIIA, in its entirety to the Development and declares that all of Phase IIIA shall be held, sold, conveyed and occupied subject to the CC&R'S. This is for the purpose of protecting the value and desirability of Phase IIIA and the Development.

The Owners hereby agree to the above referenced annexation of Phase IIIA to the Development and to the adoption of the CC&R'S to govern Phase IIIA as part of the Development.

DATED this 18<sup>th</sup> day of December, 1994.

DECLARANT  
MESA PALMS DEVELOPMENT, LTD.  
By: PALMS DEVELOPMENT, INC.  
General Partner

By: Ray W. Jense

Gerald N. Day  
Gerald N. Day

~~Donna K. Day~~

~~Kevin W. Day~~

~~Sherdon Woolstenhulme~~  
Sherdon Woolstenhulme

~~Gwen Woolstenhulme~~  
Gwen Woolstenhulme

~~Max Greenhalgh~~  
Max Greenhalgh

~~Sherree Greenhalgh~~  
Sherree Greenhalgh

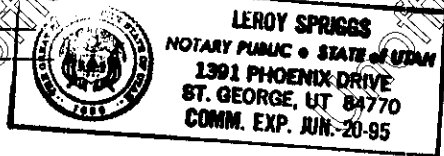
STATE OF UTAH )

COUNTY OF WASHINGTON ) ss.

On this 18TH day of DECEMBER 1994, before me personally appeared GARY W. JENSE, whose identity is personally known to me or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that he is the PRESIDENT of Palms Development Inc., General Partner of Mesa Palms Development, Ltd., and that the foregoing document was signed by him on behalf of that Company by Proper authority and he acknowledged before me that the Company executed the document and the document was the act of the company for its stated purpose.

~~Leroy Spriggs~~  
NOTARY PUBLIC

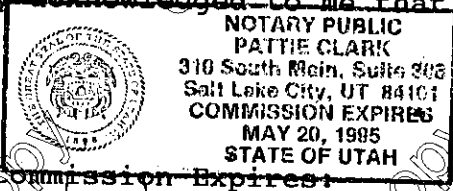
Address: ST. GEORGE, UTAH  
My Commission Expires: JUNE 20, 1995



STATE OF UTAH

COUNTY OF Washington )  
SS.

On the 16<sup>th</sup> day of February, 1994<sup>5</sup>, personally appeared before me, Gerald N. Day, the signer of the within instrument, who duly ~~acknowledged to me~~ that he executed the same.

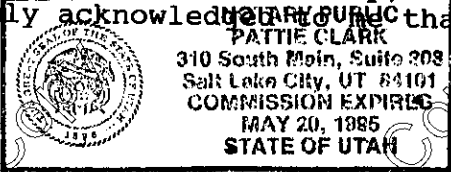


My Commission Expires: 5/20/95

Pattie Clark  
Notary Public  
Residing at Enterprise Ut

STATE OF UTAH )  
COUNTY OF Washington ) SS.

On the 16<sup>th</sup> day of February, 1994<sup>5</sup>, personally appeared before me, Donna K. Day, the signer of the within instrument, who duly ~~acknowledged to me~~ that she executed the same.

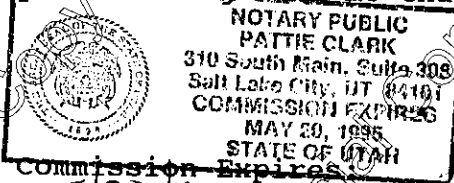


My Commission Expires: 5/20/95

Pattie Clark  
Notary Public  
Residing at Enterprise Ut

STATE OF UTAH )  
COUNTY OF Washington ) SS.

On the 16<sup>th</sup> day of February, 1994<sup>5</sup>, personally appeared before me, Kevin W. Day, the signer of the within instrument, who duly ~~acknowledged to me~~ that he executed the same.

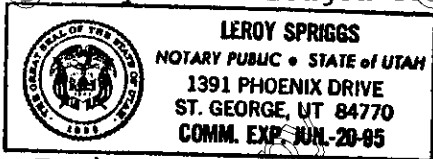


My Commission Expires: 5/20/95

Pattie Clark  
Notary Public  
Residing at Enterprise Ut

STATE OF UTAH )  
COUNTY OF WASHINGTON ) ss.

On the 18TH day of DECEMBER, 1994, personally appeared before me, Sherdon Woolstenhulme, the signer of the within instrument, who duly acknowledged to me that he executed the same.

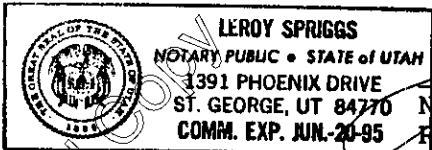


*Leroy Spriggs*  
Notary Public  
Residing at ST. GEORGE, UTAH

My Commission Expires:  
JUNE 20, 1995

STATE OF UTAH )  
COUNTY OF WASHINGTON ) ss.

On the 18TH day of DECEMBER, 1994, personally appeared before me, Gwen Woolstenhulme, the signer of the within instrument, who duly acknowledged to me that she executed the same.

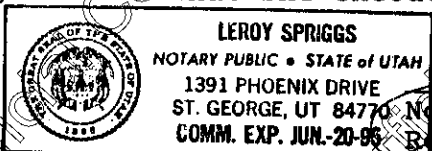


*Leroy Spriggs*  
Notary Public  
Residing at ST. GEORGE, UTAH

My Commission Expires:  
JUNE 20, 1995

STATE OF UTAH )  
COUNTY OF WASHINGTON ) ss.

On the 18TH day of DECEMBER, 1994, personally appeared before me, Sherree Greenhalgh, the signer of the within instrument, who duly acknowledged to me that she executed the same.



*Leroy Spriggs*  
Notary Public  
Residing at ST. GEORGE, UTAH

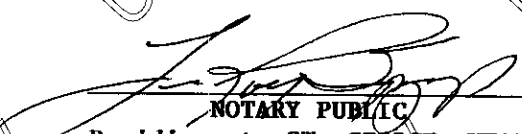
My Commission Expires:  
JUNE 20, 1995

STATE OF UTAH )  
 : ss  
COUNTY OF WASHINGTON )

On the 18th day of December, 1994, personally appeared before me, MAX GREENHALGH, the signer of the within instrument, who duly acknowledged to me that he executed the same.

My commission expires:

JUNE 20, 1995

  
NOTARY PUBLIC  
Residing at: ST. GEORGE, UTAH

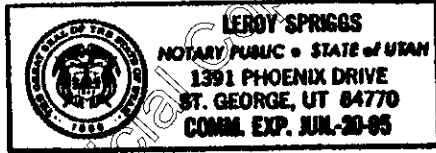


Exhibit "A"

Beginning at a point on the boundary line of "MESA PALMS HOMES- PHASE III" TOWNHOMES, said point being North 89°17'00" East 1237.35 feet along the center section line and North 00°00'00" East 964.32 feet from the West 1/4 corner of Section 1, Township 43 South, Range 16 West, Salt Lake Base and Meridian and running thence North 18°08'00" East 260.82 feet to a point on the South right-of-way line of "Dixie Downs Drive"; thence along said right of way line as follows: North 63°44'05" West 117.73 feet to a 1640.00 foot radius curve to the right (LC bearing North 60°42'45" West 172.93 feet); thence Northwesterly along the arc of said curve 173.01 feet to a point on the projected center line of "MESA PALMS DRIVE"; thence along said projected center line South 37°36'35" West 210.03 feet to a point on the boundary line of "MESA PALMS HOMES- PHASE III"; thence along said boundary line South 51°52'00" East 284.16 feet to the point of beginning.