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03/13/97 3:38 PM 6593245 12.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
SUGARPLUM MEADOWS ASSOCIATES
REC BY: J FERGUSON DEPUTY - WI

WHEN RECORDED, RETURN TO:
SUGARPLUM MEADOWS ASSOCIATES
5288 HAVENWOOD LANE
SALT LAKE CITY, UTAH 84117

AMENDMENT TO DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS OF
SUGARPLUM MEADOWS

THIS AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF SUGARPLUM MEADOWS ("Amendment") is executed pursuant to the Declaration this 13 day of March, 1997, by SUGARPLUM MEADOWS ASSOCIATES, a Utah Limited Partnership ("Declarant").

RECITALS

A. Declarant has heretofore filed for record on September 21, 1988, a Declaration of Covenants, Conditions and Restrictions of Sugarplum Meadows, An Expandable Planned Unit Development ("Declaration"), with the Salt Lake County Recorder, as Entry No. 4678093, Book 6065, Pages 2331-2379, together with a Record of Survey Map ("Map"), Entry No. 4678092.

B. Articles 12.4 and 13.1 of the Declaration contain provisions for amendment or expansion of Building Sites, and pursuant to such provisions, the Declarant desires to combine Building Sites 111 and 112 into a single Building Site to be known as Building Site 112.

DECLARATION

1. Building Sites 111 and 112, previously designated in the Declaration and the Map, are hereby combined into a single Building Site to be known as "Building Site 112".

2. This Amendment shall be considered supplemental to the Declaration, to any amendments thereto, and to the Map and any supplements or additions thereto, and except as expressly amended by this Amendment, the Declaration, all previous amendments thereto and the Map and its supplements shall remain in full force and effect and shall not be cancelled, suspended or otherwise abrogated by the recording of this Amendment.

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DATED the year and day first above written.

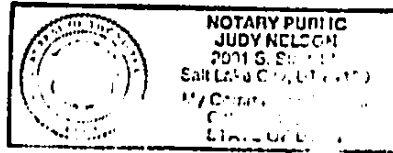
SUGARPLUM MEADOWS ASSOCIATES,
a Utah Limited Partnership

By MADISON COMPANY,
a Utah Corporation, its
General Partner

Ronald Ferrin
By: Ronald Ferrin, President

STATE OF UTAH)
 :
County of Salt Lake)

On this _____ day of March, 1997, personally appeared before me Ronald Ferrin, who being by me duly sworn, did say that he is the President of Madison Company, a Utah Corporation and General Partner of Sugarplum Meadow Associates, a Utah Limited Partnership, and the foregoing instrument was signed in behalf of such limited partnership by authority of its limited partnership agreement, and he acknowledged to me that the corporation and the limited partnership executed the same.



My Commission Expires:
Oct 19, 1997

Judy Nelson
NOTARY PUBLIC
Residing In: Salt Lake County

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