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Richard Moffat
The Boyer Company
127 South 500 East, Suite 100
Salt Lake City, Utah 84102

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FOR: SOUTHERN UTAH TITLE CO

**DECLARATION ANNEXING MONTEVERDE AT GREEN SPRING PHASE III
TO MONTEVERDE AT GREEN SPRING,
A PROJECT WITHIN THE GREEN SPRING VILLAGES**

THIS DECLARATION ("Declaration") is made this 3rd day of JANUARY, 2000,
by **GREEN SPRING VILLAGES, L.C.**, a Utah limited liability company (Declarant").

RECITALS:

A. Declarant is the successor in interest to the declarant under that certain Declaration of Protective Covenants, Conditions, Restrictions and Easements for The Green Spring Villages dated January 29, 1996 and recorded February 16, 1996 as Entry Number 00523555 in Book 0974 at Pages 0670-0719 of the Official Records of Washington County, Utah (the "Master Declaration").

B. Declarant is also successor in interest to the declarant under that certain Declaration of Protective Covenants, Conditions and Restrictions for Monteverde at Green Spring, a Project Within the Green Spring Villages dated January 29, 1996 and recorded February 16, 1996 as Entry Number 00523556 in Book 0974 at Pages 0720-0726 of the Official Records of Washington County, Utah (the "Monteverde Declaration").

C. The Monteverde Declaration designates the property included within that certain plat entitled "Monteverde Villages at Green Spring Phase #1," recorded February 16, 1996 as Entry Number 00523552 in Book 0974 at Page 667 of the Book of Plats of Washington County, Utah (the "Project Property"), as a Project, as that term is defined in the Master Declaration, within The Green Spring Villages, annexing the Project Property to the Green Spring Villages, and subjecting the Project Property to the Master Declaration, as modified by the Monteverde Declaration.

D. Declarant is also the successor in interest to the declarant under that certain Declaration Annexing Monteverde at Green Spring Phase II to Monteverde at Green Spring, a Project Within the Green Spring Villages dated September 30, 1996 and recorded November 7, 1996 as Entry Number 00548912 in Book 1050 at Pages 0523-0524 of the Official Records of Washington County, Utah (the "Monteverde Declaration").

E. The Monteverde Declaration designates the property included within that certain plat entitled "Monteverde Villages at Green Spring Phase II," recorded November 7, 1996 as Entry Numbers 00548911 in Book 1050 at Page 522 of the Book of Plats of Washington County, Utah (the "Project Property"), as a Project, as that term is defined in the Master Declaration, within The Green

Spring Villages, annexing the Project Property to the Green Spring Villages, and subjecting the Project Property to the Master Declaration, as modified by the Monteverde Declaration.

F. Section 2 of the Monteverde Declaration provides that the Project Property may be expanded by annexing Additional Property, as that term is defined in the Master Declaration, in the manner contemplated by the Master Declaration.

G. On _____, _____, Declarant recorded a plat entitled "Monteverde at Green Spring Phase III, a Project within The Green Spring Villages" (the "Monteverde Plat Phase III") as Entry Number _____ in Book _____ at Pages _____ of the Book of Plats of Washington County, Utah. The property included within the Monteverde Plat Phase III is to be Phase III of the Project designated by the Monteverde Declaration and is hereinafter referred to as the "Project Property Phase III." A description of the Project Property Phase III is attached hereto as Exhibit "A."

H. Declarant wishes to expand the Project Property by annexing the Project Property Phase III to the Project Property on the terms and conditions set forth in this Declaration.

NOW, THEREFORE, the Declarant does hereby declare and provide as follows:

1. **Definitions.** Except as otherwise specifically provided in the Declaration or as clearly required by the context hereof, each of the terms used herein shall have the meanings set forth in the Master Declaration (as the same may be amended from time to time), as modified by the Las Entradas Declaration (as the same may be amended from time to time).

2. **Annexation of Project Property Phase III.** Project Property Phase III is designated as a Project, annexed to the Project Property, and made subject to the Master Declaration (as the same may be amended from time to time), as modified by the Las Entradas Declaration (as the same may be amended from time to time).

3. **Binding Effect.** The Project Property Phase III, including all Common Areas, Project Common Areas and Lots therein, shall be held, conveyed, hypothecated, encumbered, used, occupied, and improved only in accordance with the provisions of the Master Declaration (as the same may be amended from time to time), as modified by the Las Entradas Declaration (as the same may be amended from time to time), which easements, covenants, restrictions, and charges shall run with the Project Property Phase III and shall be binding upon all parties having or acquiring any right, title or interest in the Project Property Phase III or any part thereof and shall inure to the benefit of each Owner thereof.

IN WITNESS WHEREOF, Declarant has executed this Declaration as of the day and year first set forth above.

GREEN SPRING VILLAGES, L.C.,
a Utah limited liability company

By *Kem C. Gardner*
Kem C. Gardner
Trustee

STATE OF UTAH)
) ss
COUNTY OF SALT LAKE)

The foregoing instrument was acknowledged before me this 3 day of January,
2000, by Kem C. Gardner as Trustee of Green Spring Villages, L.C., a Utah Limited liability
company.

My Commission Expires:
4-28-01

Denise D. Balli
Notary Public
Residing at *Salt Lake County*

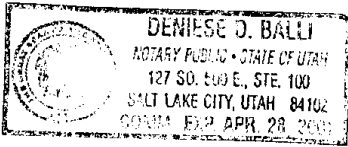


Exhibit "A"**Project Property Phase III**

Beginning at a point which lies N 88°26'53" W 38.77 feet along the section line and S 19°45'37" W 4.81 feet from the South ¼ corner of Section 10, Township 42 South, Range 15 West, Salt Lake Base and Meridian, said point being also on the boundary of Monteverde at Green Spring Phase 1, according to the official plat thereof, records of Washington County and running thence along said boundary the following six courses; N 19°45'37" E 97.45 feet; thence N 66°13'53" W 100.65 feet; thence N 18°16'07" E 30.00 feet; thence N 69°04'19" W 68.48 feet; thence N 20°55'41" E 28.56 feet; thence N 61°47'47" W 84.01 feet to a point on the Easterly right of way of Fairway Drive, said point being also on a curve to the left, the radius point of which bears N 70°22'49" W, 310.00 feet distant; thence Northeasterly along the arc of said curve through a central angle of 18°20'00", a distance of 99.19 feet to the point of tangency; thence N 1°17'11" E 511.86 feet along said right of way; thence S 88°42'49" E 330.00 feet to a point on the Westerly boundary of Buena Vista Subdivision Amended, according to the official plat thereof, records of Washington County; thence along said Westerly boundary the following six courses; S 1°17'11" W 376.24 feet; thence S 7°42'49" E 148.03 feet; thence S 18°10'34" E 146.39 feet; thence S 23°42'49" E 111.78 feet; thence S 88°42'49" E 28.65 feet; thence S 23°42'49" E 80.26 feet to a point on the Northerly boundary of Monteverde at Green Spring Phase 2, according to the official plat thereof, records of Washington County; thence along said Northerly boundary the following four courses; S 66°35'39" W 57.00 feet; thence S 82°23'33" W 55.33 feet; thence N 88°43'43" W 181.00 feet; thence N 78°43'58" W 57.74 feet to the point of beginning. Contains 6.63 acres.