

**AMENDMENT TO SECOND AMENDED AND RESTATED DECLARATION
OF COVENANTS, CONDITIONS, AND RESTRICTIONS
OF ENTRADA AT SNOW CANYON**

DECLARANT, pursuant to the authority granted to it in section 1.1 of the SECOND AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF ENTRADA AT SNOW CANYON recorded as #687892 in the offices of the Washington County Recorder on June 12, 2000 at Book 1371, Pages 1039 to 1070 hereby elects to annex, and to subject to the provisions of said Declaration and the jurisdiction of the Association created thereby, all of the real property described in Exhibit "A" attached hereto and by this reference made a part hereof, to be known as "Entrada at Snow Canyon Chaco Bench Phase 2." This annexation shall be accomplished by filing this Amendment annexing such property in the public records of Washington County, Utah and by recording the Entrada at Snow Canyon Chaco Bench Phase 2 plat, all as provided by the laws of the State of Utah and the appropriate municipal ordinances.

This amendment does not require the consent of Voting Members.

IN WITNESS WHEREOF, Declarant has executed this AMENDMENT TO AMENDED DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS this 21 day of October, 2002.

THE ENTRADA COMPANY

THE ENTRADA COMPANY

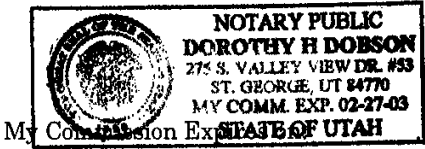
By: Brooks Pace
Brooks Pace, President

Attest: Henry Isaksen, Jr.
Henry Isaksen, Jr., Secretary

STATE OF UTAH)
)
COUNTY OF WASHINGTON) ss.

On the 21 day of October, 2002, personally appeared before me, Brooks Pace, the signer of the within instrument, who duly, acknowledged to me that he is the President of The Entrada Company, a Utah Corporation, and that he executed the within instrument for and on behalf of The Entrada Company and pursuant to authority granted to him, by The Entrada Company's duly executed Operating Agreements.

Dorothy H Dobson
Notary Public
Residing at: _____



STATE OF UTAH)
)
COUNTY OF WASHINGTON) ss.

On the 21 day of October, 2002, personally appeared before me, Henry Isaksen, Jr., the signer of the within instrument, who duly, acknowledged to me that he is the Secretary of The Entrada Company, a Utah Corporation, and that he executed the within instrument for and on behalf of The Entrada Company and pursuant to authority granted to him, by The Entrada Company's duly executed Operating Agreements.

Dorothy H Dobson
Notary Public
Residing at: _____

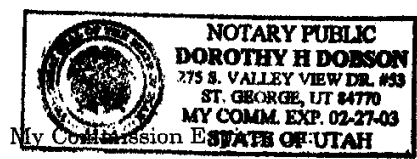


EXHIBIT "A" - LEGAL DESCRIPTION

BEGINNING AT THE NORTHWEST CORNER OF LOT 19 OF ENTRADA AT SNOW CANYON "CHACO BENCH" - PHASE 1, A PLANNED UNIT DEVELOPMENT IN ST. GEORGE UTAH. SAID NORTHWEST CORNER BEING N 00°58'30" E 810.72 FEET ALONG THE SECTION LINE AND EAST 822.00 FEET FROM THE WEST 1/4 CORNER OF SECTION 10, TOWNSHIP 42 SOUTH, RANGE 16 WEST, SALT LAKE BASE AND MERIDIAN; THENCE S 88°53'28" W 50.16 FEET TO A POINT ON A 445.00 FOOT RADIUS CURVE TO THE RIGHT (RADIUS POINT BEARS S 86°31'18" E); THENCE 0.20 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 00°01'34"; THENCE N 03°30'15" E 5.52 FEET TO A POINT OF CURVATURE WITH A 675.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 505.34 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 42°53'40"; THENCE N 78°13'58" W 340.97 FEET; THENCE N 14°36'58" W 277.04 FEET; THENCE N 30°33'17" W 472.57 FEET; THENCE N 37°53'23" W 249.52 FEET; THENCE N 30°56'52" W 331.56 FEET; THENCE N 05°44'42" W 50.00 FEET; THENCE N 04°26'16" W 209.42 FEET; THENCE N 05°02'25" E 357.95 FEET; THENCE N 03°00'48" W 218.53 FEET; THENCE N 07°15'15" E 177.97 FEET; THENCE S 78°51'01" E 174.68 FEET TO A POINT OF ON A 50.00 FOOT RADIUS CURVE TO THE RIGHT (RADIUS POINT BEARS N 71°08'59" E); THENCE 124.23 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 142°21'08" TO A POINT OF REVERSE CURVE WITH A 25.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 18.78 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 43°02'57" TO A POINT OF REVERSE CURVE WITH A 300.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 185.77 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 35°28'49" TO A POINT OF REVERSE CURVE WITH A 275.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 333.59 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 69°30'12" TO A POINT OF REVERSE CURVE WITH A 620.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 459.94 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 42°30'17"; THENCE N 88°56'04" E 47.88 FEET TO A POINT OF CURVATURE WITH A 500.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 144.87 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 16°36'02" TO A POINT OF COMPOUND CURVE WITH A 425.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 185.26 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE 24°58'31"; THENCE S 49°29'22" E 56.47 FEET TO A POINT OF CURVATURE WITH A 1225.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 63.42 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 02°57'59" TO A POINT OF REVERSE CURVE WITH A 250.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 35.30 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 08°05'26" TO A POINT OF REVERSE CURVE WITH A 250.00 FOOT RADIUS TO THE RIGHT; THENCE 53.22 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 12°11'52" TO A POINT OF COMPOUND CURVE WITH A 1232.50 FOOT RADIUS CURVE TO THE RIGHT; THENCE 113.67 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 05°17'03"; THENCE S 37°07'55" E 75.64 FEET TO A POINT OF CURVATURE WITH A 20 FOOT RADIUS CURVE TO THE LEFT; THENCE 29.14 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE 83°28'44" TO A POINT OF CUSP ON A 440.00 FOOT RADIUS CURVE TO THE LEFT (RADIUS POINT BEARS S 30°36'39" E); THENCE 98.55 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 12°50'00" TO A POINT OF CUSP; THENCE N 35°36'48" E 1.62 FEET TO A POINT OF CURVATURE WITH A 20.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 25.39 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 72°44'43"; THENCE N 37°07'55" W 75.75 FEET TO A POINT OF CURVATURE WITH A 1167.50 FOOT RADIUS CURVE TO THE LEFT; THENCE 97.56 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 04°47'15" TO A POINT OF REVERSE CURVE WITH A 250.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 34.94 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 08°00'25" TO A POINT OF REVERSE CURVE WITH A 250.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 53.78 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 12°19'30" TO A POINT OF COMPOUND CURVE WITH A 1175.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 66.69 FEET ALONG THE ARC OF SAID CURVE THROUGH A

EXHIBIT "A" - LEGAL DESCRIPTION - Continued

CENTRAL ANGLE OF 03°15'07"; THENCE N 49°29'22" W 56.47 FEET TO A POINT OF CURVATURE WITH A 375.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 163.46 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 24°58'31" TO A POINT OF COMPOUND CURVE WITH A 450.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 130.38 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 16°36'02"; THENCE S 88°56'04" W 47.88 FEET TO A POINT OF CURVATURE WITH A 570.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 422.85 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 42°30'17" TO A POINT OF REVERSE CURVE WITH A 325.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 326.78 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 57°36'38"; THENCE S 15°41'24" W 74.44 FEET; THENCE S 03°18'46" W 527.72 FEET; THENCE S 11°12'10" E 320.60 FEET; THENCE S 22°20'35" E 154.65 FEET; THENCE S 40°54'25" E 351.82 FEET; THENCE S 31°50'01" E 333.75 FEET; THENCE S 15°34'37" E 294.45 FEET; THENCE S 08°03'47" E 143.35 FEET; THENCE S 48°58'00" E 145.39 FEET; THENCE S 66°02'52" E 149.57 FEET; THENCE S 18°26'48" E 223.79 FEET; THENCE S 77°09'28" W 249.03 FEET TO A POINT ON A 725.00 FOOT RADIUS CURVE TO THE RIGHT (RADIUS POINT BEARS S 79°13'58" W); THENCE 180.58 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 14°16'17"; THENCE S 03°30'15" W 1.69 FEET TO THE POINT OF BEGINNING.
