

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

DECLARANT and THE ENTRADA PROPERTY OWNERS ASSOCIATION ("EPOA"), pursuant to the authority granted to them in Sections 11.1 and 11.2 of the AMENDED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF ENTRADA AT SNOW CANYON, recorded as Entry #537850 at Book 1017, Pages 439 to 467, hereby elect 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 - KACHINA CLIFFS, PHASE I. OWNERS, the owners of the property described on Exhibit "A," hereby consent to the annexation.

DECLARANT and EPOA further amend the said AMENDED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF ENTRADA AT SNOW CANYON by adding to Exhibit "B" of said AMENDED DECLARATION all of the real property described in Exhibit "B" attached hereto and by this reference made a part hereof.

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 - Kachina Cliffs Phase I plat, all as provided by the laws of the State of Utah and the appropriate ordinances.

This Amendment received the consent of a majority of the voting members of the EPOA present at a Special Meeting duly noticed and held at the Entrada Sports Center on March 24, 2003.

IN WITNESS WHEREOF, Declarant, EPOA and the Owner of the property being annexed have executed this ____ ANNEXING AMENDMENT TO AMENDED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS this 4th day of April, 2003.

DECLARANT:

THE ENTRADA COMPANY
a Utah corporation

By: Brooks Pace
Brooks Pace, President

**SOUTHERN UTAH TITLE COMPANY
ACCOMMODATION RECORDING ONLY
NOT EXAMINED**

EPOA: ENTRADA PROPERTY OWNERS ASSOCIATION

By: Brooks Pace
Brooks Pace, President

OWNER: STATE OF UTAH SCHOOL AND INSTITUTIONAL TRUST LANDS ADMINISTRATION

Approved as to Form
Mark L. Shurtleff
ATTORNEY GENERAL

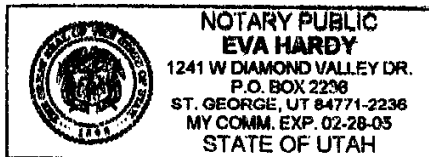
By: Mark L. Shurtleff

By: KJAH

Its: Director

STATE OF UTAH)
) ss.
COUNTY OF WASHINGTON)

On the 4 day of April, 2003, personally appeared before me Brooks Pace, who did say that he is the President of The Entrada Company, a Utah corporation, and that the within and foregoing instrument was signed by him on behalf of said corporation by authority of a resolution of its Board of Directors, and said Brooks Pace duly acknowledged to me that said corporation executed the same.

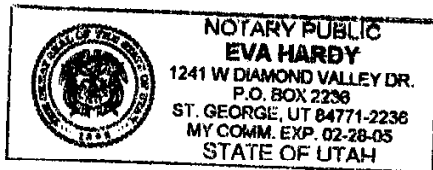


Eva Hardy
Notary Public
Residing at:

(Seal)
My Commission Expires:

STATE OF UTAH)
) ss.
COUNTY OF WASHINGTON)

On the 4 day of April, 2003, personally appeared before me Brooks Pace, who did say that he is the President of The Entrada at Snow Canyon Property Owners Association, a Utah non-profit corporation, and that the within and foregoing instrument was signed by him on behalf of said corporation by authority of a resolution of its Board of Directors, and said Brooks Pace duly acknowledged to me that said corporation executed the same.



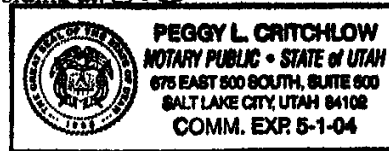
Eva Hardy
Notary Public
Residing at:

(Seal)
My Commission Expires:

STATE OF UTAH)
) ss.
COUNTY OF WASHINGTON)

On the 7 day of May, 2003, personally appeared before me Kevin S. Carter, the Director of the STATE OF UTAH SCHOOL AND INSTITUTIONAL TRUST LANDS ADMINISTRATION, who acknowledged to me that he, being duly authorized, did execute the foregoing instrument on behalf of the School and Institutional Trust Lands Administration.

Peggy L. Critchlow
Notary Public
Residing at: SLC



(Seal)
My Commission Expires:

5-1-2004

EXHIBIT A

Description of Kachina Cliffs, Phase I property

EXHIBIT "A" - LEGAL DESCRIPTION

PROOFREAD

Beginning at a point North 01°16'04" East, 2663.40 feet along the Quarter Section Line from the South Quarter Corner of Section 3, Township 42 South, Range 16 West, Salt Lake Base and Meridian, said point of beginning being the Center Quarter Corner of said Section 3; thence South 89°07'02" East, 652.80 feet; thence South 19°39'49" East, 554.24 feet; thence South 11°50'02" East, 473.84 feet; thence South 13°22'29" West, 129.23 feet; thence South 49°33'01" West, 139.81 feet; thence South 43°00'53" West, 50.00 feet to a point on a 775.00 foot radius curve to the left (radius point bears South 43°00'53" West); thence Northwesterly 188.98 feet along the arc of said curve through a central angle of 13°58'17"; thence North 60°57'23" West, 58.30 feet to a point of curvature with a 575.00 foot radius curve to the left; thence Westerly 481.42 feet along the arc of said curve through a central angle of 47°58'16" to a point of compound curve with a 225.00 foot radius compound curve to the left; thence Southwesterly 45.63 feet along the arc of said compound curve through a central angle of 11°37'07"; thence South 59°27'13" West, 50.15 feet to the point of curvature with a 45.00 foot radius curve to the left; thence Southwesterly 37.85 feet along the arc of said curve through a central angle of 48°11'23" to a point of reverse curve with a 60.00 foot radius reverse curve to the right; thence Southwesterly 132.05 feet along the arc of said reverse curve through a central angle of 126°05'31" to the point of reverse curve with a 30.00 foot radius reverse curve to the left; thence Westerly 27.40 feet along the arc of said reverse curve through a central angle of 52°19'48"; thence South 85°01'34" West, 26.66 feet to a point of curvature with a 225.00 foot radius curve to the left; thence Southwesterly 54.80 feet along the arc of said curve through a central angle of 13°57'13"; thence South 71°04'21" West, 78.95 feet to a point of curvature with a 225.00 foot radius curve to the left; thence Southwesterly 114.04 feet along the arc of said curve through a central angle of 29°02'25"; thence North 47°58'05" West, 50.00 feet to a point on a 275.00 foot radius curve to the right (radius point bears South 47°58'05" East); thence Northeasterly 139.38 feet along the arc of said curve through a central angle of 29°02'25"; thence North 71°04'21" East, 78.95 feet to a point of curvature with a 275.00 foot radius curve to the right; thence Easterly 66.97 feet along the arc of said curve through a central angle of 13°57'13"; thence North 85°01'34" East, 19.64 feet to a point of curvature with a 45.00 foot radius curve to the left; thence Northeasterly 37.85 feet along the arc of said curve through a central angle of 48°11'23" to a point of reverse curve with a 60.00 foot radius reverse curve to the right; thence Easterly 78.48 feet along the arc of said reverse curve through a central angle of 74°56'51" to a point of reverse curve with a 30.00 foot radius reverse curve to the left; thence Northeasterly 27.40 feet along the arc of said reverse curve through a central angle of 52°19'48"; thence North 59°27'13" East, 57.17 feet to a point of curvature with a 275.00 foot radius curve to the right; thence Northeasterly 55.77 feet along the arc of said curve through a central angle of 11°37'07" to a point of compound curve with a 625.00 foot radius compound curve to the right; thence Easterly 194.18 feet along the arc of said compound curve through a central angle of 17°48'03" to a point of reverse curve with a 25.00 foot radius reverse curve to the left; thence Northeasterly 38.56 feet along the arc of said reverse curve through a central angle of 88°22'42" to a point of compound curve with a 275.00 foot radius compound curve to the left; thence Northwesterly 188.77 feet along the arc of said compound curve through a central angle of 39°19'48"; thence North 38°50'07" West, 499.18 feet to the point of curvature with a 140.00 foot radius curve to the right; thence Northerly 91.77 feet along the arc of said curve through a central angle of 37°33'21"; thence North 01°16'45" West, 316.13 feet; thence South 89°07'02" East, 116.14 feet to the point of beginning.

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EXHIBIT B

(Description of SITLA, Reinhold and Moenkopi land that could be annexed
in the future without a vote of the Entrada Property Owners Association)

EXHIBIT "B" - LEGAL DESCRIPTION

BEGINNING AT THE CENTER SECTION OF SECTION 3, T42S, R16W, SLB&M AT A POINT N0°16'04"E, 2663.39 FEET ALONG THE ¼ SECTION LINE FROM THE SOUTH ¼ CORNER OF SAID SECTION 3 (HCN BASIS OF BEARING BEING N01°16'04"E, FROM THE SOUTH ¼ CORNER TO THE NORTH ¼ CORNER OF SAID SECTION 3); THENCE S89°07'02"E, 652.80 FEET; THENCE S19°39'49"E, 554.24 FEET; THENCE S11°50'02"E, 473.84 FEET; THENCE S13°22'29"W, 129.23 FEET; THENCE S40°52'30"E, 291.48 FEET; THENCE S89°27'58"E, 218.21 FEET ALONG THE 1/16TH SECTION LINE TO THE SE 1/16TH CORNER OF SAID SECTION 3; THENCE S01°18'26"W, 263.54 FEET ALONG THE 1/16TH SECTION LINE; THENCE S38°33'10"E, 135.92 FEET; THENCE S55°33'36"E, 155.78 FEET; THENCE S79°24'15"E, 185.12 FEET; THENCE S83°03'29"E, 108.23 FEET; THENCE S56°17'49"E, 119.20 FEET; THENCE S52°29'14"E, 174.89 FEET; THENCE S14°49'11"W, 155.97 FEET; THENCE S42°25'56"W, 126.21 FEET; THENCE S38°21'29"E, 145.22 FEET; THENCE N79°26'54"E, 92.12 FEET; THENCE N85°10'04"E, 239.54 FEET; THENCE S02°33'26"E, 255.19 FEET; THENCE S19°03'18"W, 77.47 FEET TO A POINT ON THE SECTION LINE AT A POINT N87°48'54"W, 299.11 FEET FROM THE NE CORNER OF SECTION 10, T42S, R16W, SLB&M; THENCE S19°03'18"W, 170.46 FEET; THENCE S01°33'20"W, 264.41 FEET; THENCE S15°10'46"E, 128.12 FEET; THENCE S05°19'16"W, 205.59 FEET; THENCE S07°03'41"W, 239.32 FEET; THENCE S08°15'53"W, 217.68 FEET; THENCE S45°02'47"W, 198.41 FEET; THENCE N89°32'25"W, 307.64 FEET ALONG THE 1/16TH SECTION LINE; THENCE N16°17'51"W, 320.35 FEET; THENCE N24°48'48"W, 263.81 FEET; THENCE N30°50'55"W, 273.60 FEET; THENCE N37°25'14"W, 117.37 FEET TO A POINT ON A 345.00 FOOT RADIUS CURVE TO THE RIGHT (RADIUS POINT BEARS N24°04'40"W); THENCE 79.95 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 13°16'38"; THENCE N0°52'02"E, 52.76 FEET ALONG THE 1/16TH SECTION LINE TO A POINT ON A 25.00 FOOT RADIUS CURVE TO THE RIGHT (RADIUS POINT BEARS N0°38'20"W); THENCE 18.38 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 42°07'19" TO A POINT OF REVERSE CURVATURE OF A 50.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 74.99 FEET ALONG THE ARC OF SAID REVERSE CURVE THROUGH A CENTRAL ANGLE OF 85°55'48" TO A POINT OF REVERSE CURVATURE OF A 25.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 12.23 FEET ALONG THE ARC OF SAID REVERSE CURVE THROUGH A CENTRAL ANGLE OF 28°02'15"; THENCE N25°55'11"W, 423.44 FEET; THENCE N57°29'21"E, 19.36 FEET TO A POINT OF CURVATURE OF A 25.00 FOOT RADIUS CURVE TO THE RIGHT; THENCE 21.03

FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 48°11'23" TO A POINT OF REVERSE CURVE WITH A 50.00 FOOT RADIUS REVERSE CURVE TO THE LEFT; THENCE 84.11 FEET ALONG THE ARC OF SAID REVERSE CURVE THROUGH A CENTRAL ANGLE OF 96°22'46" TO A POINT OF REVERSE CURVATURE OF A 25.00 FOOT RADIUS REVERSE CURVE TO THE RIGHT; THENCE 21.03 FEET ALONG THE ARC OF SAID REVERSE CURVE THROUGH A CENTRAL ANGLE OF 48°11'23"; THENCE N32°30'39"W, 50.00 FEET; THENCE N57°29'21"E, 57.48 FEET TO A POINT OF CURVATURE OF A 175.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 93.93 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 30°45'15"; THENCE N52°20'45"W, 242.72 FEET; THENCE N45°58'04"W, 121.25 FEET; THENCE N31°00'40"E, 346.36 FEET; THENCE N51°03'58"W, 86.13 FEET; THENCE N31°32'07"W, 471.61 FEET; THENCE N36°28'16"W, 276.30 FEET; THENCE N36°54'19"E, 148.28 FEET TO A POINT ON A 775.00 FOOT RADIUS CURVE TO THE LEFT (RADIUS POINT BEARS S36°54'19"W); THENCE 106.34 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 7°51'42"; THENCE N60°57'23"W, 58.30 FEET TO A POINT OF CURVATURE WITH A 575.00 FOOT RADIUS CURVE TO THE LEFT; THENCE 302.78 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 30°10'13", THENCE N01°07'37"W, 50.00 FEET TO A POINT ON A 25.00 FOOT RADIUS CURVE TO THE LEFT (RADIUS POINT BEARS N01°07'37"W); THENCE 38.56 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 88°22'42" TO A POINT OF COMPOUND CURVATURE WITH A 275.00 FOOT RADIUS COMPOUND CURVE TO THE LEFT; THENCE 188.77 FEET ALONG THE ARC OF SAID COMPOUND CURVE THROUGH A CENTRAL ANGLE OF 39°19'48"; THENCE N38°50'07"W, 391.57 FEET TO A POINT ON THE ¼ SECTION LINE OF SAID SECTION 3; THENCE N38°50'07"W, 107.61 FEET TO A POINT ON A 140.00 FOOT RADIUS CURVE TO THE RIGHT, THENCE 91.77 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 37°33'21"; THENCE N01°16'45"W, 281.21 FEET, THENCE S89°07'02"E, 114.59 FEET; THENCE N01°16'04"E, 34.90 FEET ALONG THE ¼ SECTION LINE TO THE POINT OF BEGINNING.

CONTAINS 73.201 ACRES

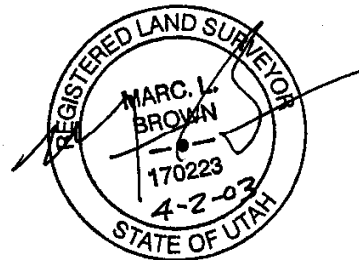


EXHIBIT "B" - LEGAL DESCRIPTION, CONTINUED

A PARCEL OF GROUND LOCATED IN THE NW ¼ OF THE SE ¼ OF SECTION 10, T42S, R16W, SLB&M, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT S1°12'08"W, 1332.215 FEET ALONG THE SECTION LINE AND N89°19'21"W, 1345.70 FEET TO THE 1/16TH CORNER AND N1°04'59"E, 133.00 FEET ALONG THE 1/16TH LINE; THENCE N89°19'21"W, 120.00 FEET; THENCE S1°04'59"W, 100.00 FEET; THENCE N89°19'21"W, 15.00 FEET; THENCE N01°04'59"E, 110.00 FEET; THENCE N89°19'21"W, 127.00 FEET; THENCE S1°04'59"W, 110.00 FEET; THENCE N89°19'21"W, 57.60 FEET; THENCE N0°40'39"E, 381.08 FEET ALONG THE BIRBAS AND TED WARTHEN CENTER PROPERTY; THENCE N89°19'21"W, 368.04 FEET ALONG THE NORTH LINE OF THE TED WARTHEN CENTER PROPERTY; THENCE S1°01'20"W, 381.09 FEET TO THE NORTH LINE OF 2000 NORTH STREET; THENCE N89°19'21"W, 655.92 FEET TO THE ¼ SECTION LINE; THENCE N0°57'50"E, 1301.82 FEET ALONG THE ¼ SECTION LINE TO THE CENTER OF SAID SECTION 10; THENCE S89°16'00"E, 1348.55 FEET ALONG THE ¼ SECTION LINE TO THE 1/16TH CORNER; THENCE S1°04'59"W, 1200.51 FEET ALONG THE 1/16TH LINE TO THE POINT OF BEGINNING.

CONTAINS 36.415 ACRES

