

Recorded at the Request of:
V. Lowry Snow
SNOW JENSEN & REECE
134 N. 200 E. #302
ST. GEORGE, UT 84771-2747

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RUSSELL SHIRTS * WASHINGTON CO RECORDER
2004 JUN 29 16:33 PM FEE \$50.00 BY AMH
FOR: SNOW JENSEN & REECE

**AMENDMENT TO THE DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS OF
STONE CLIFF, A PLANNED UNIT DEVELOPMENT**

This Amendment to the Declaration of Covenants, Conditions and Restrictions of Stone Cliff, A Planned Unit Development for the real property as described in Exhibit "A," is executed by Stone Cliff Owners Association, Inc., (hereinafter "Association") after receiving a majority vote of the members of the Association at a special meeting of the members of the Association on the 21st day of June, 2003.

RECITALS

- A. The Declaration of Covenants, Conditions and Restrictions of Stone Cliff, A Planned Unit Development, were recorded in the records of the Washington County Recorder on April 3, 1995, as Entry No. 496398, in Book 897, at Pages 500-528 (sometimes hereinafter referred to as "Declaration").
- B. The Stone Cliff Owners Association, Inc., a Utah non-profit corporation was established for the administration of the Stone Cliff Project and the Articles of Incorporation were filed with the state of Utah Department of Commerce, Division of Corporations and Commercial Code, on or about March 3, 1995.
- C. Concurrent with the adoption of this Amendment to the Declaration of Covenants, Conditions and Restrictions of Stone Cliff, A Planned Unit Development, a majority or more of the Members of Stone Cliff Owners Association, Inc., have approved the amendments set forth herein.

NOW THEREFORE, pursuant to Article XIII of the Declaration of Covenants, Conditions and Restrictions of Stone Cliff, A Planned Unit Development, the Declaration is hereby amended as set forth below:

FIRST

Amendment to Article. Article VII, Paragraph 17 is hereby amended so that after amendment it will read as follows:

17. Exception for Declarant. Notwithstanding the restrictions contained in this Article VII, until the sooner of April 3, 2015, or the date on which all three of the following exist: (a) the date is April 3, 2005 or later; (b) Declarant has less than ten (10) Lots for sale in the project; and (c)

no plat is then submitted and pending before the City of St. George for approval of additional phases of the project involving the Additional Land as defined in the Declaration, Declarant shall have the right to use any Lot or Living Unit owned by Declarant, and any part of the Common Areas (including facilities or rooms in any clubhouse or other structure constructed on the Common Areas that are constructed for such intended use) reasonably necessary or appropriate, in furtherance of any marketing or sales effort relating to the Lots owned by Declarant.

SECOND

Amendment to Article. Article VIII, Paragraph 1 is hereby amended so that after amendment it will read as follows:

VIII. ARCHITECTURAL REVIEW

1. *Architectural Review Committee.* The Board of Trustees of the Association shall appoint a five-member Architectural Review Committee ("Committee"), the function of which shall be to insure that all Living Units and other improvements within the Lots harmonize with existing surroundings and structures and comply with requirements set forth in this Article VIII (as said requirements may be supplemented in supplement(s) to this Declaration recorded in conjunction with the addition to the Project of portion(s) of the Additional Land) and the requirements set forth in that certain document entitled "Design Guidelines for Stone Cliff" (the "Design Guidelines"). The Design Guidelines have been established and developed by the Declarant as part of the development and formation of the Project and from the date of this Declaration the Committee shall have the responsibility and obligation to administer said Design Guidelines on behalf of and for the benefit of the Association and all of the Owners in the Project. The Committee shall have the right to amend the Design Guidelines from time to time as they may deem reasonably appropriate. Any amendment to the Design Guidelines shall be approved by the Board of Trustees (the "Board") of the Association. In addition, the Board shall have the right to amend the Design Guidelines without the recommendation or approval of the Committee. Further, the Committee shall have the right to grant variances or exceptions to the Design Guidelines with respect to individual Owners, where to enforce the Design Guidelines as written would impose an unreasonable and unnecessary hardship on the Owner, and provided the variance granted does not substantially or materially deter from the Project and the ambiance and character of the Project as contemplated by the Design Guidelines and this Declaration. Any decision of the Committee with respect to the variance or exception may be appealed to the Board and the Board may override the decision of the Committee. An individual may be a member of both the Committee and the Board. The Committee need not be composed of Owners. If such Committee is not so appointed, the Board itself shall perform the duties required of and shall constitute the Committee. Each member of the Committee shall serve until he or she resigns or until the Board replaces him or her with a new member.

The Committee may be expanded from a five (5) member committee to a seven (7) member committee by a majority vote of the Board of Trustees.

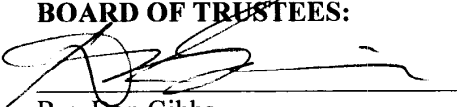
THIRD

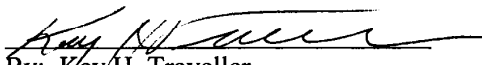
Declaration of Covenants, Conditions and Restrictions of Stone Cliff, A Planned Unit Development Shall Remain in Full Force and Effect. The Declaration of Covenants, Conditions and Restrictions of Stone Cliff, A Planned Unit Development shall in all other respects remain in full force and effect.

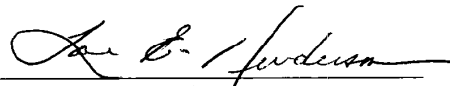
IN WITNESS WHEREOF, the Board of Trustees have executed this Amendment to the Declaration of Covenants, Conditions and Restrictions of Stone Cliff, A Planned Unit Development the 21st day of June, 2003.

BOARD OF TRUSTEES:

STONE CLIFF OWNERS ASSOCIATION, INC.

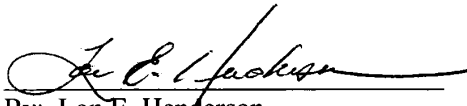

By: Don Gibbs
Its Trustee


By: Kay H. Traveller
Its Trustee


By: Lon E. Henderson
Its Trustee

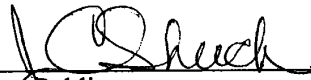
CERTIFICATION

As required by Article XIII, Paragraph III of the Declaration, the Association hereby certifies that a Meeting of the Association was held on June 21, 2003, at 2241 East Cobalt Drive, St. George, Utah, after providing written notice to the Members of the Association 10 to 50 days prior to the Meeting. A majority of the Members attended the meeting in person or by proxy and a majority of the Members of the Association voted to amend the Declaration as set forth above. The amendment affects that certain real property located in Washington County, State of Utah, which is more particularly described in Exhibit A, which is attached hereto and incorporated herein by this reference.

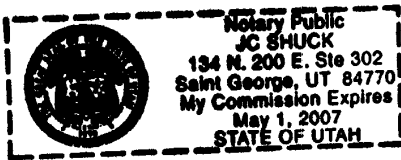

By: Lon E. Henderson
Its Secretary

STATE OF UTAH)
 : ss.
COUNTY OF WASHINGTON)

On the 21ST day of June, 2003, personally appeared before me DON GIBBS, KAY H. TRAVELLER, and LON E. HENDERSON, who being by me duly sworn did say that each is a Trustee of STONE CLIFF OWNERS ASSOCIATION, INC., and that they executed the foregoing AMENDMENT TO THE DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS OF STONE CLIFF, A PLANNED UNIT DEVELOPMENT on behalf of said corporation by authority of a resolution of its board of directors and they did acknowledge to me that the corporation executed the same for the uses and purposes stated therein.



Notary Public



**EXHIBIT A
REAL PROPERTY AT STONE CLIFF
A Planned Unit Development**

Phase One

All of Lots One (1) through Thirty-nine (39) of Stone Cliff Phase One.

Phase Two

All of Lots Forty (40) through Fifty (50) of Stone Cliff Phase Two.

Phase Three

All of Lots Fifty-One (51) through Sixty-eight (68) of Stone Cliff Phase Three.

Phase Four

All of Lots Seventy-five (75) through Eighty-seven (87) of Stone Cliff Phase Four.

Phase Five

All of Lots Five Hundred and One (501) through Five Hundred Twenty-seven (527) of Stone Cliff Phase Five.

Phase Six

All of Lots Six Hundred and One (601) through Six Hundred and Eight (608) of Stone Cliff Phase Six.

Phase Seven

All of Lots Seven Hundred and One (701) through Seven Hundred and Ten (710) of Stone Cliff Phase Seven.

Phase Nine

All of Lots Nine Hundred and One (901) through Nine Hundred and Seventeen (917) of Stone Cliff Phase Nine; containing 8.815 acres.

PARAGON COVE TOWNHOMES

Phase One

All of Lots One (1) through Twenty-three (23) of Stone Cliff – Paragon Cove Townhomes, Phase One.

Phase Two

All of Lots One (1) through Twenty-five (25) of Stone Cliff – Paragon Cove Townhomes – Phase Two.

STONE CLIFF TOWNHOMES**Phase One**

All of Lots One (1) through Twenty-five (25) of Stone Cliff - Stone Cliff Townhomes – Phase One.

OTHER PARCELS

ALSO the following described parcels:

PARCEL 1

BEGINNING at a point South 89°13'10" West 684.42 feet along the Section line from the North Quarter Corner of Section 3, Township 43 South, Range 15 West, Salt Lake Base and Meridian and running thence South 0°44'45" East 661.57 feet; thence South 89°15'14" West 2179.12 feet; thence North 0°00'00" East 661.31 feet to a point on the north line of Section 4; thence North 89°30'48" East 191.19 feet along the section line to the Section Corner Common to said Sections 3 and 4; thence North 89°13'10" East 1979.33 feet along the section line to the point of beginning. Containing 33.00 acres for Kay Traveller at Stone Cliff.

PARCEL 2

BEGINNING at the most Southerly corner of Lot 59, Stone Cliff Subdivision No 3 as recorded in the Washington County Recorder's Office and running thence North 42°31'55" West 291.27 feet on a radial bearing along the westerly lot line to the most westerly corner of said Lot 59, said point being on a 179.16 foot radius curve to the right; thence Southwesterly through a central angle of 28°49'19" and along the arc of said curve 90.13 feet to a point of tangency; thence South 76°17'24" West 500.81 feet; thence South 13°42'36" East 275.79 feet; thence North 76°23'06" East 299.68 feet; thence North 70°30'43" East 430.10 feet to the point of beginning. Containing 4.075 acres at Stone Cliff.

PARCEL 3

All of Sectional Lots 1 and 2 and portions of sectional Lot 6 together with all of the Southeast Quarter of the Northwest Quarter, all of the Southwest Quarter of the §Northeast Quarter and a portion of the Northwest Quarter of the Southeast Quarter of Section 4, Township 43 South, Range 15 West, Salt Lake Base and Meridian, in addition to all of Sectional Lot 4 and a portion of Sectional Lot 3, Section 3, Township 43 South, Range 15 West, Salt Lake Base and Meridian, said parcel being more particularly described as follows:

BEGINNING at the North Quarter Corner of Section 3, Township 43 South, Range 15 West, Salt Lake Base and Meridian, and running thence South 0°44'45" East, along the Center Section line 89.96 feet; thence South 89°15'15" West 24.40 feet to the Northeast Corner of that particular parcel as described in the Book of Deeds 631, Page 799; thence south 55°51'15" West along said Parcel 267.11 feet; thence South 0°44'45"

East along said parcel 86.40 feet to a point on the North line of that particular parcel as described in the Book of Deeds 406 Page 25; thence South 89°15'15" West along said parcel 437.02 feet; thence South 0°44'45" East along said parcel 338.59 feet to a point on the North line of that particular parcel as described in the Book of Deeds 253, Page 556; thence South 89°15'14" West along said parcel 645.89 feet to a point on the 1/16 line; thence South 0°52'51" East along said Parcel and said 1/16 line 661.18 feet to the Southeast Corner of Sectional Lot 4 of said Section 3; thence South 89°17'37" West along the South line of said Lot 4, 1328.35 feet to the Southwest Corner of Lot 4, said point also being on the Section line common to Sections 3 and 4 of said Township and Range; thence South 89°04'08" West along the South line of Sectional Lot 1 of Section 4, 1300.08 feet to the Southwest Corner of said Lot 1; thence South 0°57'35" East along the 1/16 line 1300.64 feet to the Southeast Corner of the Southwest Quarter of the Northeast Quarter (SE Corner, SW1/4 NE1/4) of said Section 4, said point also being along a ridge line; thence along said ridge line, the following 5 courses, South 55°45'05" West 1074.88 feet; thence South 69°03'19" West 430.11 feet to a point on the ¼ Section line; thence South 74°55'42" West 419.34 feet; thence South 85°10'14" West 679.74 feet; thence South 85°23'38" West 217.13 feet to a point on the West line of Sectional Lot 6, Section 4, Township 43 South, Range 15 West, thence North 0°15'51" West along said West line 896.15 feet to the Northwest Corner of said Lot 6; thence North 0°57'50" West along the 1/16 line 1304.26 feet to the Southwest Corner of said Sectional Lot 3; thence north 89°02'52" East along the South line of said Lot 3, 1293.41 feet to the Southeast Corner of Lot 3; thence North 0°53'10" West along the line common to the Sectional Lots 2 and 3 1340.80 feet to the North Quarter Corner of said Section 4; thence North 89°30'48" East along the North line of Section 4, 2596.82 feet to the Section Corner Common to said Sections 3 and 4; thence North 89°13'10" East along the North line of Section 3, Township 43 South, Range 15 West, 2663.75 feet to the point of beginning.

LESS AND EXCEPTING the following described property:

BEGINNING at a point which is South 43°10'27" West 4458.78 feet from the Washington Survey Monument (1972), accepted as being the Northeast Corner of Section 4, Township 43 South, Range 15 West, Salt Lake Base and Meridian, Washington County, Utah, and running thence South 74°50' West 262.56 feet; thence South 15°10' East 165.90 feet; thence North 74°50' East 262.56 feet; thence N 15°10' West 165.90 feet, to the point of beginning.

FURTHER LESS AND EXCEPTING that portion on the East side of Sectional Lot 3, of Section 3, Township 43 South, Range 15 West, Salt Lake Base and Meridian, contained within the Roadways of the John H. Schmutz Entry.

PARCEL 4

BEGINNING at the North ¼ corner of Section 4, Township 43 South, Range 15 West, Salt Lake Base and Meridian, and running thence S 0°53'10" E 1340.80 feet to the Southeast corner of sectional lot 3 of said Section 4; thence S 89°02'52" W along the South line of sectional lots 3 and 4 of said Section 4, 2601.02 feet to the Southwest

corner of said sectional lot 4; thence N 0°26'33" W; 651.26 feet along the West line of said sectional lot 4 to a point on the South line of a parcel of land as described on Record of Survey dated 2/8/93 as prepared by Rosenberg and Associates, St. George, Utah; thence N 89°30'30" E 38.69 feet along said South line to the Southeast corner of said parcel; thence N 00°22'41" W 21.77 feet along the East line of said parcel; thence N 50°22'17" E 1526.20 feet; thence S 1°03'44" E 275.00 feet to a point on the North line of said sectional lot 4; thence N 89°26'36" E 1319.28 feet along the North line of said sectional lots 4 and 3 to the South ¼ corner of Section 33, Township 42 South, Range 15 West, Salt Lake Base and Meridian; thence N 89°30'48" E 46.61 feet to the point of beginning.

TOGETHER WITH A RIGHT OF WAY EASEMENT FOR UTILITIES AND DRAINAGE OVER UNDER AND ACROSS THE FOLLOWING DESCRIBED PROPERTY.

BEGINNING at a point which is located S 89°29'36" W 1319.28 feet along the Section line 01°03'44" W 275.00 feet along the 1/16 line from the South ¼ Corner of Section 33, Township 42 South, Range 15 West, Salt Lake Base and Meridian and running thence N 1°03'44" W 617.77 feet along the 1/16 line to a point on the South line of a proposed 80 foot wide road; thence N 69°47'37" W. along said road 53.65 feet; thence S 1°03'44" E 677.10 feet; thence N 50°22' 17" E 63.95 feet to the point of beginning.

PARCEL 5

A parcel of land situated within government Lot 5 and the Northwest quarter of the Southwest quarter of Section 4, Township 43 South, Range 15 West, Salt Lake Base and Meridian, being more particularly described as follows:

BEGINNING at the Southeast Corner of said Lot 5, said point being North 88°58'43" E 1319.50 feet along the center section line from the West ¼ corner of said Section 4 and running thence S 0°15'51" E 896.15 feet along the 1/16 line; thence N 81°11'57" W 394.62 feet; thence N 81°16'23" W 285.78 feet; thence N 64°19'00" W 98.17 feet; thence N 52°09'37" W 161.40 feet; thence S 81°42'17" E 228.78 feet; thence S 89°44'11" E 184.52 feet; thence N 67°22'32" E. 161.26 feet; thence N 47°33'14" E 146.86 feet; thence N 14°13'53" E 818.49 feet; thence N 0°26'36" W 54.15 feet; thence N 32°30'47" W 371.92 feet; thence N 70°29'48" W 98.69 feet; thence N 51°07'20" W 167.00 feet; thence N 0°57'08" W 521.72 feet to a point on the North line of said Lot 5; thence N 89°02'52" E 425.04 feet to the Northeast corner of said Lot 5; thence S 0°57'50" E 1304.26 feet to the point of Beginning.

PARCEL 6

BEGINNING at a point located S 89°30'48" W along the section line 495.13 feet from the Northeast corner of Section 4, Township 43 South, Range 15 West, Salt Lake Base and Meridian, said point being the true point of beginning and running thence S 89°30'48" W 19.56 feet; thence N 68°22'20" W 181.53 feet to a point on the East boundary of Stone Cliff Phase 1 Subdivision and continuing the following nine (9)

courses; thence S 63°40'49" W 341.52 feet; thence S 57°14'51" W 281.32 feet; thence S 29°42'13" W 143.21 feet; thence S 20°10'03" W 54.03 feet; thence S 25°17'48" W 266.96 feet; thence S 41°28'31" W 96.79 feet; thence S 59°17'09" W 122.92 feet; thence S 66°23'17" W 179.03 feet; thence N 69°11'53" W 188.65 feet; thence leaving the boundary of said subdivision S 21°02'22" E 1181.35 feet; thence N 89°02'25" E 249.11 feet to a point on the boundary of the property held by Stone Cliff L.C.; thence N 0°57'35" W along said boundary 554.50 feet; thence N 89°04'08" E 650.04 feet; thence S 0°59'49" E 689.47 feet; thence N 53°32'39" E 798.23 feet; thence N 01°02'03" W 225.65 feet; thence N 21°31'03" W 1414.85 feet to the true point of beginning. Contains 50.00 acres.

LESS AND EXCEPTING the following:

BEGINNING at a point on the East boundary of Stone Cliff Phase 1, said point being located S 89°30'48" W along the section line 1226.17 feet and South 230.66 feet from the Northeast corner of Section 4, Township 43 South, Range 15 West, Salt Lake Base and Meridian, said point being the true point of beginning and running thence along said subdivision the following seven (7) courses; S 29°42'13" W 143.21 feet; thence S 20°10'03" W 54.03 feet; thence S 25°17'48" W 266.96 feet; thence S 41°28'31" W 96.79 feet; thence S 59°17'09" W 122.92 feet; thence S 66°23'17" W 179.03 feet; thence N 69°11'53" W 188.65 feet; thence leaving said subdivision boundary S 21°02'22" E 590.72 feet; thence N 89°04'08" E 772.60 feet; thence N 0°55'52" W 577.99 feet; thence N 13°47'38" W 407.00 feet; thence N 53°22'53" W 204.70 feet to the true point of beginning. Contains 15.00 acres.

TOGETHER WITH rights-of-way and easements for vehicular and pedestrian ingress and egress over and across, and a right-of-way and easement for utilities under, all roads and public sidewalks and rights-of-way located from time to time on the following real property, with the right to connect to any existing utilities located within such roads, sidewalks or rights-of-way:

BEGINNING at a point on the East boundary of Stone Cliff Phase 1, said point being located S 89°30'48" W along the section line 1226.17 feet and South 230.66 feet from the Northeast corner of Section 4, Township 43 South, Range 15 West, Salt Lake Base and Meridian, said point being the true point of beginning and running thence along said subdivision the following seven (7) courses; S 29°42'13" W 143.21 feet; thence S 20°10'03" W 54.03 feet; thence S 25°17'48" W 266.96 feet; thence S 41°28'31" W 96.79 feet; thence S 59°17'09" W 122.92 feet; thence S 66°23'17" W 179.03 feet; thence N 69°11'53" W 188.65 feet; thence leaving said subdivision boundary S 21°02'22" E 590.72 feet; thence N 89°04'08" E 772.60 feet; thence N 0°55'52" W 577.99 feet; thence N 13°47'38" W 407.00 feet; thence N 53°22'53" W 204.70 feet to the true point of beginning. Contains 15.00 acres of Stone Cliff L.C. Property

TOGETHER WITH an appurtenant, nonexclusive easement for vehicular ingress and egress over and across and for utilities under, the "Private Streets", as set forth in the Declaration of Covenants, Conditions and Restrictions of Stone Cliff, a Planned Unit

Development, dated March 23, 1995, and recorded April 3, 1995 as Entry No. 496398 in Book 897 at Page 500 of the official records of the Washington County Recorder, State of Utah.

SUBJECT TO nondelinquent taxes and assessments and all matters of record.