

WHEN RECORDED RETURN TO:
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8941471
 01/06/2004 11:05 AM 144.00
 Book - 8931 Pg - 1583-1599
 GARY W. OTT
 RECORDER, SALT LAKE COUNTY, UTAH
 JAMES R. BLAKESLEY
 2595 E 3300 S 3RD FLOOR
 SLC UT 84109
 BY: SEM, DEPUTY - WI 17 P.

**AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND
 RESTRICTIONS FOR THE SULTAN,
 a Utah planned unit development**

This Amendment to the Declaration of Covenants, Conditions and Restrictions of The Sultan, a Utah planned unit development, is made and executed by The Sultan Homeowners Association, of 5900 S. Sultan Circle, Murray, Utah 84107 (the "Association").

RECITALS

A. The Declaration of Condominium for SULTAN was recorded in the office of the County Recorder of Salt Lake County, Utah on March 20, 1974 as Entry No. 2687218 in Book 3539 of the official records (the "Declaration").

B. The Class B voting period has ended and management and control of the Project has since been transferred by the original Declarant to the Association.

C. This document affects the real property located in Salt Lake County, Utah, described with particularity on Exhibit "A," attached hereto and incorporated herein by this reference.

D. All of the voting requirements of Article IV, Section 3 of the Declaration have been satisfied and this amendment has been approved by the affirmative vote of at least 75% of the Lot Owners, copies of which are attached hereto and incorporated herein by this reference.

NOW, THEREFORE, for the reasons recited above, and for the benefit of the Project and the Unit Owners thereof, the Association hereby executes this Amendment To Declaration Of Covenants, Conditions And Restrictions For The Sultan for and on behalf of all of the Lot Owners.

1. Limitation of Lot Ownership To One Per Person and Lease Restrictions. In order for the Association to protect the equity of the individual property owners at The Sultan (the "Project"); carry out the purpose for which the Project was formed by preserving the character of the Project as a homogenous residential community of predominantly owner-occupied Lots and by preventing the Project from assuming the character of an apartment, renter-occupied complex; and to comply with the eligibility, requirements for financing in the primary and secondary mortgage market insofar as such criteria provide that the Project be substantially owner-occupied:

(a) A person purchasing a Lot must occupy it for at least eighteen (18) months following the Closing of the transaction and no person may own or control more than one Lot at the Project.

(b) No more than twenty (20%) percent of the Lots in the Project may be leased or occupied by non-Owner residents. Any Owner who intends to lease his Lot shall submit a written application to the Management Committee requesting permission to do so, which consent shall not be unreasonably withheld, delayed or conditioned so long as at least eighty (80%) percent of the Lots in the Project are Owner-occupied. The term "Owner-occupied" shall mean a Lots occupied by *one* of the following: (1) the owner of record, (2) the owner of record and/or his spouse, children or parents, (3) the shareholder, partner, member, trustor, beneficiary or other legal representative of an institutional owner of record (provided, such person holds a beneficial interest in such legal entity of at least 50.0%) and/or his spouse, children or parents.

(c) The Management Committee, in its sole discretion, is empowered to allow reasonable leasing of Lots beyond the percentage limitation set forth above upon written application to avoid undue hardship on an Owner. By way of illustration and not by limitations, examples of circumstances which would constitute undue hardship are those in which: (1) an Owner must relocate his residence and cannot, within ninety (90) days from the date the Lots was placed on the market, sell the Lots while offering it for sale at a reasonable price no greater than its current appraised market value; (2) the Owner dies and the Lots is being administered by his estate; (3) the Owner takes a leave of absence or temporarily relocates and intends to return to reside in the Lots; (4) the Lots is to be leased to a member of the Owner's immediate family, which shall be deemed to encompass children, grandchildren, grandparents, brothers, sisters, parents, and spouses. Those Owners who have demonstrated that the inability to lease their Lots would result in undue hardship and have obtained the requisite approval of the Management Committee may lease their Lots for such duration as the Management Committee reasonably determines is necessary to prevent undue hardship.

(d) The foregoing multiple ownership and leasing restrictions do not apply to Mortgagees when obtaining or having obtained a lot in foreclosure, and nothing herein contained, and no violation of the covenants, conditions and restrictions governing the Project shall invalidate or impair the lien of any mortgage or deed of trust, given in good faith and for value.

(2) The effective date of this Amendment is the date it is recorded in the office of the County Recorder of Salt Lake County, Utah.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 14 day of October, 2003.

THE SULTAN HOMEOWNERS ASSOCIATION

By: Lisa M. Tomlin
Name: Lisa Marie Tomlin
Title: President

STATE OF UTAH)
)ss:
COUNTY OF SALT LAKE)

On the 14 day of October, 2003, personally appeared before me LISA MARIE TOMLIN, who by me being duly sworn, did say that she is the President of The Sultan Homeowners Association, and that the within and foregoing instrument was signed in behalf of said Association by authority of a resolution of its Management Committee or its Declaration and Bylaws, and said LISA MARIE TOMLIN duly acknowledged to me that said Association executed the same.

Cheryl J. Bohner
NOTARY PUBLIC
Residing at:
My Commission Expires:

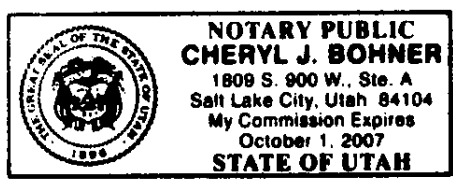


EXHIBIT A

Legal Description

The land described in the foregoing document is located in Salt Lake County, Utah and is described more particularly as follows:

<u>Lot No.</u>	<u>Parcel No.</u>
1	21-13-455-012-0000
2	21-13-455-013-0000
3	21-13-455-014-0000
4	21-13-455-015-0000
5	21-13-455-016-0000
6	21-13-455-017-0000
7	21-13-455-018-0000
8	21-13-455-019-0000
9	21-13-455-020-0000
10	21-13-455-021-0000
11	21-13-455-022-0000
12	21-13-455-011-0000
13	21-13-455-010-0000
14	21-13-455-009-0000
15	21-13-455-008-0000
16	21-13-455-007-0000
17	21-13-455-006-0000
18	21-13-455-005-0000
19	21-13-455-004-0000
20	21-13-455-003-0000
21	21-13-455-002-0000
22	21-13-455-001-0000
23	21-13-454-007-0000
24	21-13-454-006-0000
25	21-13-454-005-0000
26	21-13-454-004-0000
27	21-13-454-003-0000
28	21-13-454-002-0000
29	21-13-454-001-0000
30	21-13-454-008-0000
31	21-13-454-009-0000
32	21-13-454-010-0000
33	21-13-454-011-0000
34	21-13-454-012-0000
35	21-13-454-013-0000
36	21-13-454-014-0000
37	21-13-454-022-0000
38	21-13-454-025-0000
42	21-13-454-015-0000
43	21-13-454-016-0000

<u>Lot No.</u>	<u>Parcel No.</u>
44	21-13-454-017-0000
45	21-13-454-018-0000
46	21-13-454-019-0000
64	21-13-456-018-0000
68	21-13-455-038-0000
69	21-13-455-036-0000
70	21-13-455-035-0000
71	21-13-455-037-0000
72	21-13-455-032-0000
73	21-13-455-034-0000
74	21-13-455-033-0000
75	21-13-455-031-0000
76	21-13-455-025-0000
77	21-13-455-023-0000
78	21-13-455-024-0000
79	21-13-455-026-0000
80	21-13-455-027-0000
81	21-13-455-029-0000
82	21-13-455-030-0000
83	21-13-455-028-0000
84	21-13-456-001-0000
85	21-13-456-002-0000
86	21-13-456-003-0000
87	21-13-456-004-0000
88	21-13-456-005-0000
89	21-13-456-006-0000
90	21-13-456-007-0000
91	21-13-456-014-0000
92	21-13-456-013-0000
93	21-13-456-012-0000
94	21-13-456-011-0000
95	21-13-456-010-0000
96	21-13-456-009-0000
97	21-13-456-008-0000
98	21-13-454-023-0000
39A	21-13-454-024-0000
40A	21-13-454-021-0000
41A	21-13-454-020-0000
47A	21-13-454-026-0000
48A	21-13-454-027-0000

<u>Lot No.</u>	<u>Parcel No.</u>
49A	21-13-454-028-0000
50A	21-13-454-029-0000
51A	21-13-454-030-0000
52B	21-13-454-031-0000
53B	21-13-454-034-0000
54B	21-13-454-033-0000
55A	21-13-454-035-0000
56A	21-13-454-036-0000
57A	21-13-454-037-0000
58A	21-13-456-024-0000
59A	21-13-456-023-0000
60A	21-13-456-022-0000
61A	21-13-456-021-0000
62A	21-13-456-020-0000
63A	21-13-456-019-0000
64A	21-13-456-018-0000
65A	21-13-456-017-0000
66A	21-13-456-016-0000
67A	21-13-456-015-0000
99A	21-13-454-032-0000
AREA	21-13-455-039-0000

Amendment - CC&R's

- 5901 Honora Van Tiel FOR AGAINST
- 5902 Ann Grolit FOR AGAINST
- 5903 _____ FOR _____ AGAINST _____
- 5904 A. J. Dargues FOR AGAINST _____
- 5905 Kenneth T. Elgreen FOR AGAINST _____
- 5906 Peggy Crouch FOR AGAINST _____
- 5907 _____ FOR _____ AGAINST _____
- 5908 Donna Terry FOR AGAINST _____
- 5909 Chris FOR AGAINST _____
- 5910 _____ FOR _____ AGAINST _____
- 5911 Loren Passy FOR AGAINST _____
- 5912 Willy Paulson FOR AGAINST _____
- 5913 _____ FOR _____ AGAINST _____
- 5914 Maurat Lamm FOR AGAINST _____
- 5915 Ewa Bridges FOR AGAINST _____
- 5916 Lisa Jomlin FOR AGAINST _____
- 5917 Charles Lee FOR AGAINST _____
- 5918 Freda B. Wilson FOR AGAINST _____
- 5919 _____ FOR _____ AGAINST _____
- 5920 _____ FOR _____ AGAINST _____
- 5921 _____ FOR _____ AGAINST _____

- 5922 Audrey N. Busby FOR AGAINST _____
- 5923 Kathryn H. Buisson FOR AGAINST _____
- 5924 Lenice F. Nelson FOR AGAINST _____
- ~~5927~~ _____ FOR _____ AGAINST _____
- 5925 Shirley Weidner FOR AGAINST _____
- 5926 See attached FOR AGAINST _____
- 5927 Karna Prescott FOR AGAINST _____
- 5928 Sherie Pendleton FOR AGAINST _____
- 5929 Beed Ulych FOR AGAINST _____
- 5930 Jim Turner FOR AGAINST _____
- 5931 _____ FOR _____ AGAINST _____
- 5932 Loose papers FOR AGAINST _____
- 5933 _____ FOR _____ AGAINST _____
- 5934 _____ FOR _____ AGAINST _____
- 5935 See attached FOR AGAINST _____
- 5936 _____ FOR _____ AGAINST _____
- 5937 James R. Powell FOR AGAINST _____
- 5938 Arnold Stewart FOR AGAINST _____
- 5939 _____ FOR _____ AGAINST _____
- 5940 Walter Z. Boyd FOR AGAINST _____
- 5941 _____ FOR _____ AGAINST _____

- 5942 _____ FOR _____ AGAINST _____
- 5943 Margaret Lideep FOR AGAINST _____
- 5944 Donna Day FOR AGAINST _____
- 5945 Shirley Spivey FOR AGAINST _____
- 5946 Zenith McWill FOR AGAINST _____
- 5947 Robert R. Tom FOR AGAINST _____
- 5948 Audrey Dukes FOR AGAINST _____
- 5949 Melby Nelson FOR AGAINST _____
- 5950 Carey Chatham FOR AGAINST _____
- 5951 Berna Dickson FOR AGAINST _____
- 5952 Bonnie Fisher FOR AGAINST _____
- 5953 Kirkland Bromery FOR AGAINST _____
- 5954 See attached FOR AGAINST _____
- 5955 majorie Shontell FOR AGAINST _____
- 5956 Carl Art FOR AGAINST _____
- 5957 Edith Newton FOR AGAINST _____
- 5958 Betty Bruckberg FOR AGAINST _____
- 5959 Dianne Mathis FOR AGAINST _____
- 5960 Kari Howard FOR AGAINST _____
- 5961 Arnold Bye FOR AGAINST _____
- 5962 Shirley C Jones FOR AGAINST _____

- 5963 Dorothy Judd FOR AGAINST _____
- 5964 See attached FOR _____ AGAINST
- 5965 See attached FOR AGAINST _____
- 5966 Tanya Gallegos FOR AGAINST _____
- 5967 Terrell K. Macketh FOR AGAINST _____
- 5968 Paul K. Tamm FOR AGAINST _____
- 5969 _____ FOR _____ AGAINST _____
- 5970 Jan Muenchow FOR AGAINST _____
- 5971 Nathan Christensen FOR AGAINST _____
- 5972 Camille Calvert FOR AGAINST _____
- 5973 Carly Bergant FOR AGAINST _____
- 5974 _____ FOR _____ AGAINST _____
- 5975 _____ FOR _____ AGAINST _____
- 5976 See attached FOR _____ AGAINST
- 5977 Ethel B. Bannor FOR AGAINST _____
- 5978 David Greenwald FOR AGAINST _____
- 5979 Rudolf Flesch FOR AGAINST _____
- 5980 Randall S. Purr FOR AGAINST _____
- 5981 Ruth Parvin FOR AGAINST _____
- 5982 _____ FOR _____ AGAINST _____
- 5983 Kurt P. Becker FOR AGAINST _____

- 5984 Marilyn Metcalf FOR AGAINST
- 5985 Wanda [unclear] FOR AGAINST
- 5986 _____ FOR _____ AGAINST _____
- 5987 Allen Mabey FOR AGAINST
- 5988 Cliff Fox FOR AGAINST
- 5989 Donald D. [unclear] FOR AGAINST
- 5990 Colin H. Barnett FOR AGAINST
- 5991 Marie Zobel FOR AGAINST
- 5992 Thomas [unclear] FOR AGAINST
- 5993 Stuart [unclear] FOR AGAINST
- 5994 Marilyn Gillette FOR AGAINST
- 5995 _____ FOR _____ AGAINST _____
- 5996 Becky Hudson FOR AGAINST
- 5997 Libby P. Murphy FOR AGAINST
- 5998 [unclear] FOR AGAINST
- 5999 Sha [unclear] FOR AGAINST

SULTAN OWNERS ASSOCIATION
5900 SULTAN CIRCLE
MURRAY, UTAH 84107
2003 BALLOT

Absentee Number _____
Date issued _____

Each eligible unit may submit one (1) vote.

INSTRUCTIONS: Absentee ballots must be turned in by 8:00 a.m.
September 23, 2003.

The term of office for three (3) Board members is expiring.

BOARD MEMBER: Vote for three (3)

() Karin Howard () Marilyn Metcalf () Ellen Mabey () Lynn McNeill
() _____ (Write In) () Roger Watkins

Vote for or against amendment to the CC&R's and By-Laws - Stopping investors from buying units for the purpose of turning them into rentals. Person(s) must live in units for 18 mos. to two years before considering renting unit. (This amendment does NOT effect anyone who is currently renting their units).

(X) For () Against

5935 Sultan Circle
Kula Wilkinson

SULTAN OWNERS ASSOCIATION
5900 SULTAN CIRCLE
MURRAY, UTAH 84107
2003 BALLOT

Absentee Number _____
Date issued _____

Each eligible unit may submit one (1) vote.

INSTRUCTIONS: Absentee ballots must be turned in by 8:00 a.m.
September 23, 2003.

The term of office for three (3) Board members is expiring.

BOARD MEMBER: Vote for three (3)

() Karin Howard () Marilyn Metcalf () Ellen Mabey () Lynn McNeill
() _____ (Write In) () Roger Watkins

Vote for or against amendment to the CC&R's and By-Laws - Stopping investors from buying units for the purpose of turning them into rentals. Person(s) must live in units for 18 mos. to two years before considering renting unit. (This amendment does NOT effect anyone who is currently renting their units).

() For

() Against

Maryjoie Hunsaker, Unit # 5954

SULTAN OWNERS ASSOCIATION
5900 SULTAN CIRCLE
MURRAY, UTAH 84107
2003 BALLOT

5965
JMK

Absentee Number _____
Date issued _____

Each eligible unit may submit one (1) vote.

INSTRUCTIONS: Absentee ballots must be turned in by 8:00 a.m.
September 23, 2003.

The term of office for three (3) Board members is expiring.

BOARD MEMBER: Vote for three (3)

Karin Howard Marilyn Metcalf Ellen Mabey () Lynn McNeill
() _____ (Write In) () Roger Watkins

Vote for or against amendment to the CC&R's and By-Laws - Stopping investors from buying units for the purpose of turning them into rentals. Person(s) must live in units for 18 mos. to two years before considering renting unit. (This amendment does NOT effect anyone who is currently renting their units).

For () Against

SULTAN OWNERS ASSOCIATION
5900 SULTAN CIRCLE
MURRAY, UTAH 84107
2003 BALLOT

Absentee Number _____
Date issued _____

Each eligible unit may submit one (1) vote.

INSTRUCTIONS: Absentee ballots must be turned in by 8:00 a.m.
September 23, 2003.

The term of office for three (3) Board members is expiring.

BOARD MEMBER: Vote for three (3)

() Karin Howard () Marilyn Metcalf () Ellen Mabey () Lynn McNeill
() _____ (Write In) () Roger Watkins

Vote for or against amendment to the CC&R's and By-Laws - Stopping investors from buying units for the purpose of turning them into rentals. Person(s) must live in units for 18 mos. to two years before considering renting unit. (This amendment does NOT effect anyone who is currently renting their units).

() For () Against

Edward L. [Signature] # 5926

**SULTAN OWNERS ASSOCIATION
5900 SULTAN CIRCLE
MURRAY, UTAH 84107
2003 BALLOT**

Absentee Number _____
Date issued _____

Each eligible unit may submit one (1) vote.

INSTRUCTIONS: Absentee ballots must be turned in by 8:00 a.m.
September 23, 2003.

The term of office for three (3) Board members is expiring.

BOARD MEMBER: Vote for three (3)

Karin Howard Marilyn Metcalf Ellen Mabey Lynn McNeill
 _____ (Write In) Roger Watkins

Vote for or against amendment to the CC&R's and By-Laws - Stopping investors from buying units for the purpose of turning them into rentals. Person(s) must live in units for 18 mos. to two years before considering renting unit. (This amendment does NOT effect anyone who is currently renting their units).

For

Against

125964
[Signature]

SULTAN OWNERS ASSOCIATION
5900 SULTAN CIRCLE
MURRAY, UTAH 84107
2003 BALLOT

Absentee Number 5976
Date issued

Each eligible unit may submit one (1) vote.

INSTRUCTIONS: Absentee ballots must be turned in by 8:00 a.m.
September 23, 2003.

The term of office for three (3) Board members is expiring.

BOARD MEMBER: Vote for three (3)

Karin Howard Marilyn Metcalf Ellen Mabey Lynn McNeill
 _____ (Write In) Roger Watkins

Vote for or against amendment to the CC&R's and By-Laws - Stopping investors from buying units for the purpose of turning them into rentals. Person(s) must live in units for 18 mos. to two years before considering renting unit. (This amendment does NOT effect anyone who is currently renting their units).

For

Against

Dale Carling