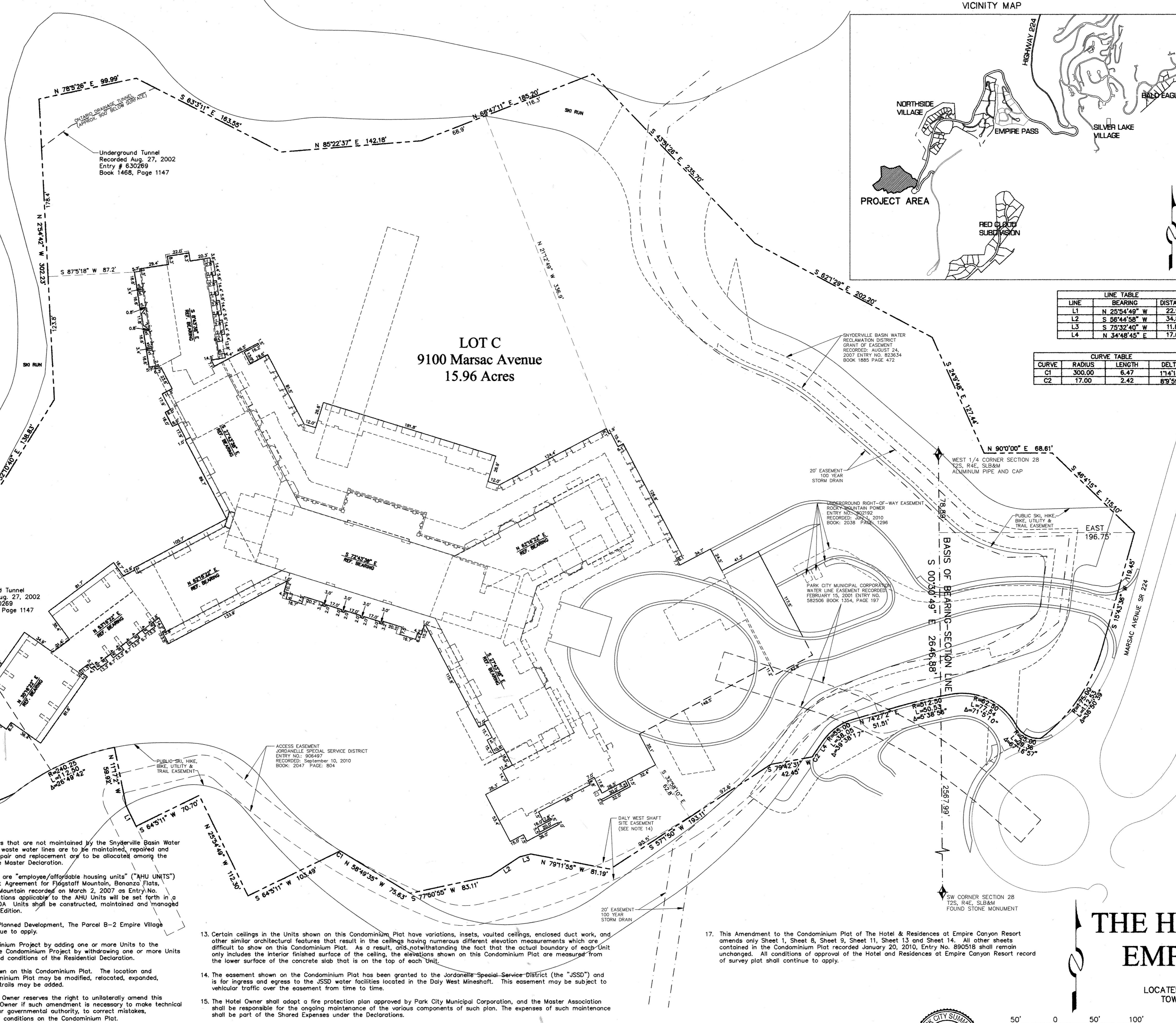


NOTES:

- This Condominium Plat relates to real property which is subject to that certain Declaration of Covenants, Conditions and Restrictions for the Residences at Empire Canyon Resort, recorded simultaneously herewith, and subsequent amendments thereto (the "RESIDENTIAL DECLARATION") and that certain Master Declaration of Covenants, Conditions and Restrictions for the Hotel and Residences at Empire Canyon Resort, recorded simultaneously herewith, and subsequent amendments thereto (the "MASTER DECLARATION") (the Residential Declaration and the Master Declaration shall be referred to in these notes collectively as the "DECLARATIONS"). The Declarations set forth the easements, restrictions and general plan of improvement for the Resort as described in this Condominium Plat, and the details concerning the rights and obligations of the owners having or acquiring an interest therein including the applicability of the Transfer Assessment to the sales of individual Units. Unless the context clearly indicates otherwise, all capitalized terms as used on this Condominium Plat shall have the meanings set forth in the Declarations. To the extent there are any inconsistencies or conflicts between these notes and provisions of the Declarations, the Declarations shall control.
- This Condominium Plat depicts two separate ownership regimes. The Hotel at Empire Canyon Resort (the "HOTEL") and the Residences at Empire Canyon Resort (the "CONDOMINIUM PROJECT"). The lower floors of the building are comprised of hotel rooms, lobbies, conference facilities, spa, back-of-house and other facilities associated with the use and operation of these areas as commercial resort hotel. The Condominium Project includes the AHU Units to which Note 8 on this Sheet 1 refers (located on Level B-1 as shown on this Condominium Plat); the ADA Units to which Note 8 on this Sheet 1 refers (located on Levels 2 and 3 as shown on this Condominium Plat); and all of the other Units shown on this Condominium Plat (located on Levels 4 through 9 as shown on this Condominium Plat), all of which are referred to in the Declarations and this Condominium Plat as the "Units". The improvements located outside of the Units, including but not limited to the Hotel Areas, Restricted Areas, Access Areas, Parking Areas, Storage Areas, and Balcony/Patio Areas on this Condominium Plat are not part of the Units and do not constitute "common areas and facilities" under the Utah Condominium Ownership Act (the "Act"). Owners of the Units are granted easements to use and enjoy certain portions of such components of the Resort, as set forth in the Declarations, but do not receive any fee simple ownership interest therein. PURCHASERS ARE STRONGLY URGED TO REVIEW THE DECLARATIONS WITH THEIR LEGAL COUNSEL IN ORDER TO FULLY UNDERSTAND THE RIGHTS, INTERESTS, LIMITATIONS AND OBLIGATIONS APPLICABLE TO OWNERSHIP OF A UNIT WITHIN THE CONDOMINIUM PROJECT.
- The Resort as depicted on this Condominium Plat is subject to the rights of the Hotel Owner as described in the Declaration and Hotel Owner shall have the right to exercise any applicable right provided for in the Declarations, including, without limitation, the reservation and granting of certain easements, reducing or relocating improvements within the Resort, adding additional recreational and service facilities and making such other development decisions and changes as Hotel Owner shall determine in its sole and exclusive discretion.
- Pursuant to the Master Declaration, the Empire Canyon Resort Master Association, Inc., a Utah non-profit corporation (the "MASTER ASSOCIATION") is responsible for maintaining all Non-Hotel Use and Support Areas and the Master Association shall have a perpetual non-exclusive easement over the Resort for such maintenance purposes as further described in the Master Declaration.
- Building ties on this sheet are from the property line to the building foundation as shown.
- All land located outside of the footprint of the building is dedicated as a non-exclusive easement to Park City Municipal Corporation, Snyderville Basin Water Reclamation District, Park City Fire Service District and Summit County for the purpose of providing access for utility and drainage installation, use, maintenance and eventual replacement.
- The Units are served by common private lateral waste water lines that are not maintained by the Snyderville Basin Water Reclamation District. Under the Master Declaration, these lateral waste water lines are to be maintained, repaired and replaced by the Hotel Owner, and costs of such maintenance, repair and replacement are to be allocated among the Hotel Owner and the Unit owners in the manner described in the Master Declaration.
- AHU Units 1-10 as shown on Sheet 5 of this Condominium Plat are "employee/affordable housing units" ("AHU UNITS") under Section 2.10.5. of the Amended and Restated Development Agreement for Fjögstoft Mountain, Bonanza Flats, Richardson Flats, the 20-acre Quinn's Junction Parcel and Iron Mountain recorded on March 2, 2007 as Entry No. 00806100 in Book 1850, Page 1897. Details regarding the restrictions applicable to the AHU Units will be set forth in a separate restrictive covenant recorded against the AHU Units. ADA Units shall be constructed, maintained and managed in accordance with International Building Code Chapter 11, 2006 Edition.
- All conditions of approval of the Empire Pass/Pod B-2 Master Planned Development, The Parcel B-2 Empire Village Subdivision, and The Montage Conditional Use Permit shall continue to apply.
- The Hotel Owner has reserved the option to expand the Condominium Project by adding one or more Units to the Condominium Project, and has reserved the right to contract the Condominium Project by withdrawing one or more Units from the Condominium Project, in accordance with the terms and conditions of the Residential Declaration.
- Ski runs and trails cross through and around the Resort as shown on this Condominium Plat. The location and configuration of the ski runs and trails as shown on this Condominium Plat may be modified, relocated, expanded, reduced or eliminated from time to time and new ski runs and trails may be added.
- Pursuant to the terms and conditions of the Declarations, Hotel Owner reserves the right to unilaterally amend this Condominium Plat at any time and from time to time by Hotel Owner if such amendment is necessary to make technical corrections, to satisfy the requirements of Park City or any other governmental authority, to correct mistakes, remove/clarify ambiguities or to accurately reflect the "as-built" conditions on the Condominium Plat.



LINE	BEARING	DISTANCE
L1	N 25°54'49" W	22.95
L2	S 58°44'58" W	34.84
L3	S 75°32'40" W	11.84
L4	N 34°48'45" E	17.05

CURVE	RADIUS	LENGTH	DELTA
C1	300.00	6.47	174°11"
C2	17.00	2.42	89°59"

SURVEYOR'S CERTIFICATE

I, John Demkowicz, do hereby certify that I am a Registered Land Surveyor and that I hold Certificate No. 154491 as prescribed by the laws of the State of Utah, and that I have caused to be made under my direction and by the authority of the owner(s), this First Amendment to Condominium Plat of The Hotel & Residences at Empire Canyon Resort, a Utah Condominium Project, in accordance with the provisions of Section 57-18-13 (1) of the Utah Condominium Ownership Act. I further certify that the information shown hereon is correct.

John Demkowicz, L.S. #154491
 DATE: 5-16-2011

PROFESSIONAL LAND SURVEYOR
 No. 154491
 JOHN DEMKOWICZ
 State of Utah

BOUNDARY DESCRIPTION 1

LOT C of Parcel B-2 EMPIRE VILLAGE SUBDIVISION, according to the official plat recorded as of May 23, 2007 as Entry No. 814178, in the office of the Summit County Recorder, Summit County, Utah.

Excepting therefrom all minerals and subsurface rights including all mine tunnels, including but not limited to the mine tunnels conveyed in the Quit-Claim Deed recorded August 27, 2002 as Entry No. 630269 in Book 1468 at Page 1147.

GROUND LESSEE'S DEDICATION AND CONSENT TO RECORD

KNOW ALL MEN BY THESE PRESENTS THAT, DV LUXURY RESORT LLC, a Delaware Limited Liability Company, the owner of a long term leasehold interest in the tract of land described herein as the First Amendment to The Hotel & Residences at Empire Canyon Resort, a Utah Condominium Project, hereby certifies that it has caused this survey to be made and this Condominium Plat to be prepared, and does hereby consent to the recordation of this Condominium Plat and submit this property to the Utah Condominium Ownership Act.

DV Luxury Resort LLC, hereby offers for dedication to Park City Municipal Corporation, Snyderville Basin Water Reclamation District, and private utility providers non-exclusive utility easements as shown on this plat in accordance with an irrevocable offer of dedication.

In witness whereof the undersigned has set its hand on this 16th day of May, 2011.

DV LUXURY RESORT LLC, a Delaware limited liability company,
 By: *Alex Hill*
 Name: *Alex Hill*
 Title: *Vice President*

JILL WELTER
 COMM. # 1747815
 NOTARY PUBLIC - CALIFORNIA
 LOS ANGELES COUNTY
 My Comm. Expires May 26, 2011

ACKNOWLEDGMENT

State of California
 County of San Diego
 This instrument was subscribed and sworn before me this 16 day of May 2011 by Alex Hill the Vice President of DV LUXURY RESORT LLC, a Delaware Limited Liability Company.

Jill Welter
 Notary Public commissioned in Utah
 Printed Name: Jill Welter
 My commission expires: 5/28/11

OWNER'S DEDICATION AND CONSENT TO RECORD

KNOW ALL MEN BY THESE PRESENTS THAT, Talisker Empire Pass Hotel LLC, a Delaware Limited Liability Company, is the underlying fee simple interest holder of the tract of land described herein as the First Amendment to The Hotel & Residences at Empire Canyon Resort, a Utah Condominium Project, hereby certifies that it has caused this survey to be made and this Condominium Plat to be prepared, and does hereby consent to the recordation of this Condominium Plat and submit this property to the Utah Condominium Ownership Act.

Talisker Empire Pass LLC, hereby offers for dedication to Park City Municipal Corporation, Snyderville Basin Water Reclamation District, and private utility providers non-exclusive utility easements as shown on this plat in accordance with an irrevocable offer of dedication.

In witness whereof the undersigned has set its hand on this 16th day of May, 2011.

TALISKER EMPIRE PASS HOTEL LLC, a Delaware Limited Liability Company,
 By: *David S. Smith*
 Its: *Authorized Signing Officer*

ACKNOWLEDGMENT

State of Utah
 County of Summit
 This instrument was acknowledged before me this 16th day of May 2011 by David S. Smith the Authorized Signing Officer of TALISKER EMPIRE PASS HOTEL LLC, a Delaware Limited Liability Company.

Lorrie S. Hoggan
 Notary Public commissioned in Utah
 Printed Name: Lorrie S. Hoggan
 My commission expires: 6-3-12

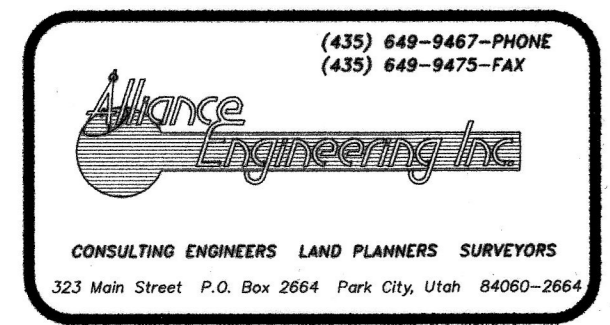
FIRST AMENDMENT TO CONDOMINIUM PLAT

THE HOTEL & RESIDENCES AT EMPIRE CANYON RESORT

A UTAH CONDOMINIUM PROJECT
 LOCATED IN THE WEST 1/2 OF SECTION 28, AND THE EAST 1/2 OF SECTION 29
 TOWNSHIP 2 SOUTH, RANGE 4 EAST SALT LAKE BASE & MERIDIAN

SHEET 1 OF 18

JOB NO.: 2-1-08 FILE: X:\Emp\dwg\mntge\srv\CNDOPLT\SHTS\Sh01Site.dwg



SNYDERVILLE BASIN WATER RECLAMATION DISTRICT
 REVIEWED FOR CONFORMANCE TO SNYDERVILLE BASIN WATER RECLAMATION DISTRICT STANDARDS ON THIS 12th DAY OF May, 2011 A.D.
 BY: *Ben D...*
 S.B.W.R.D.

PLANNING COMMISSION
 APPROVED BY THE PARK CITY PLANNING COMMISSION THIS 8th DAY OF DECEMBER, 2010 A.D.
 BY: *[Signature]*
 CHAIRMAN

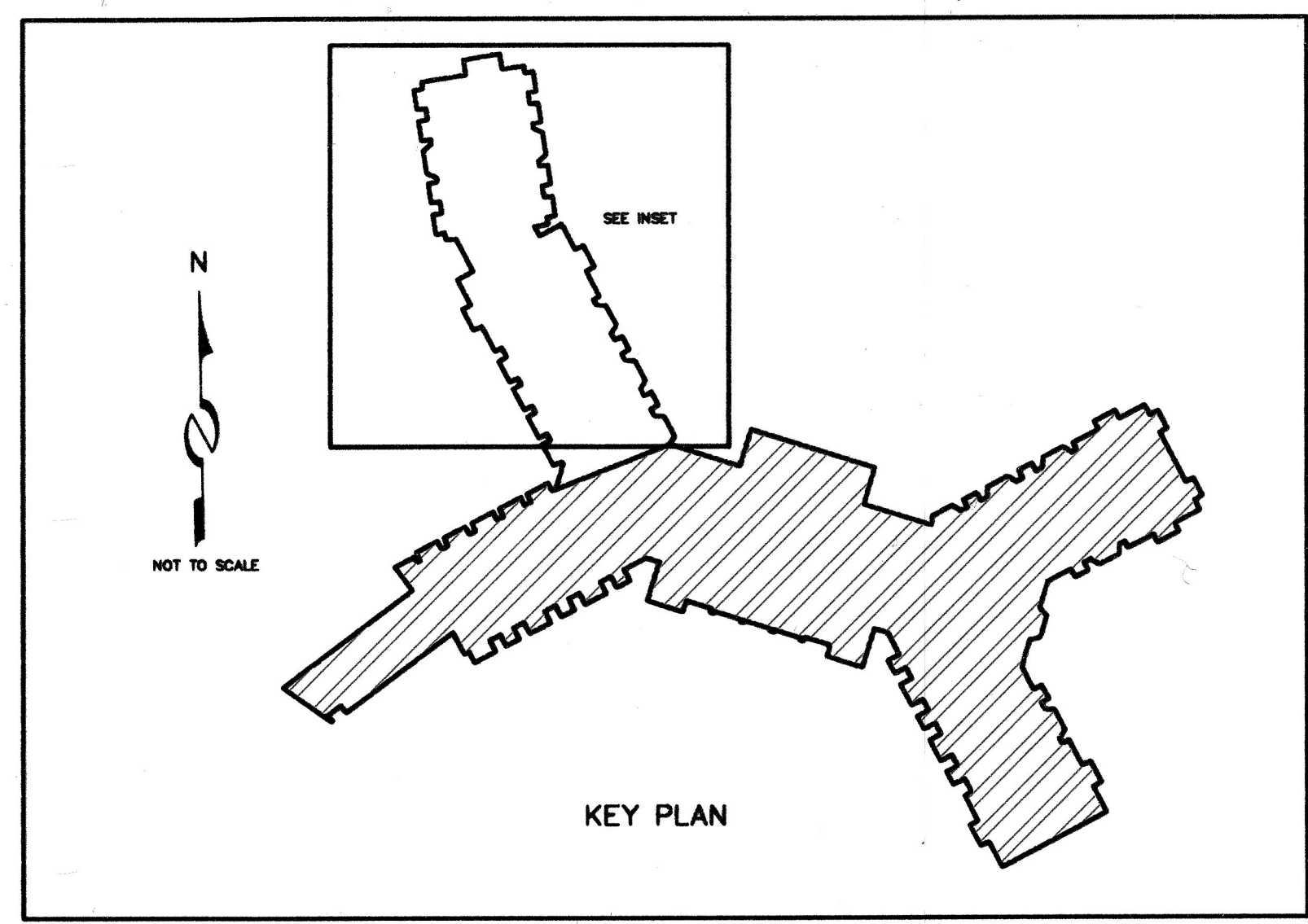
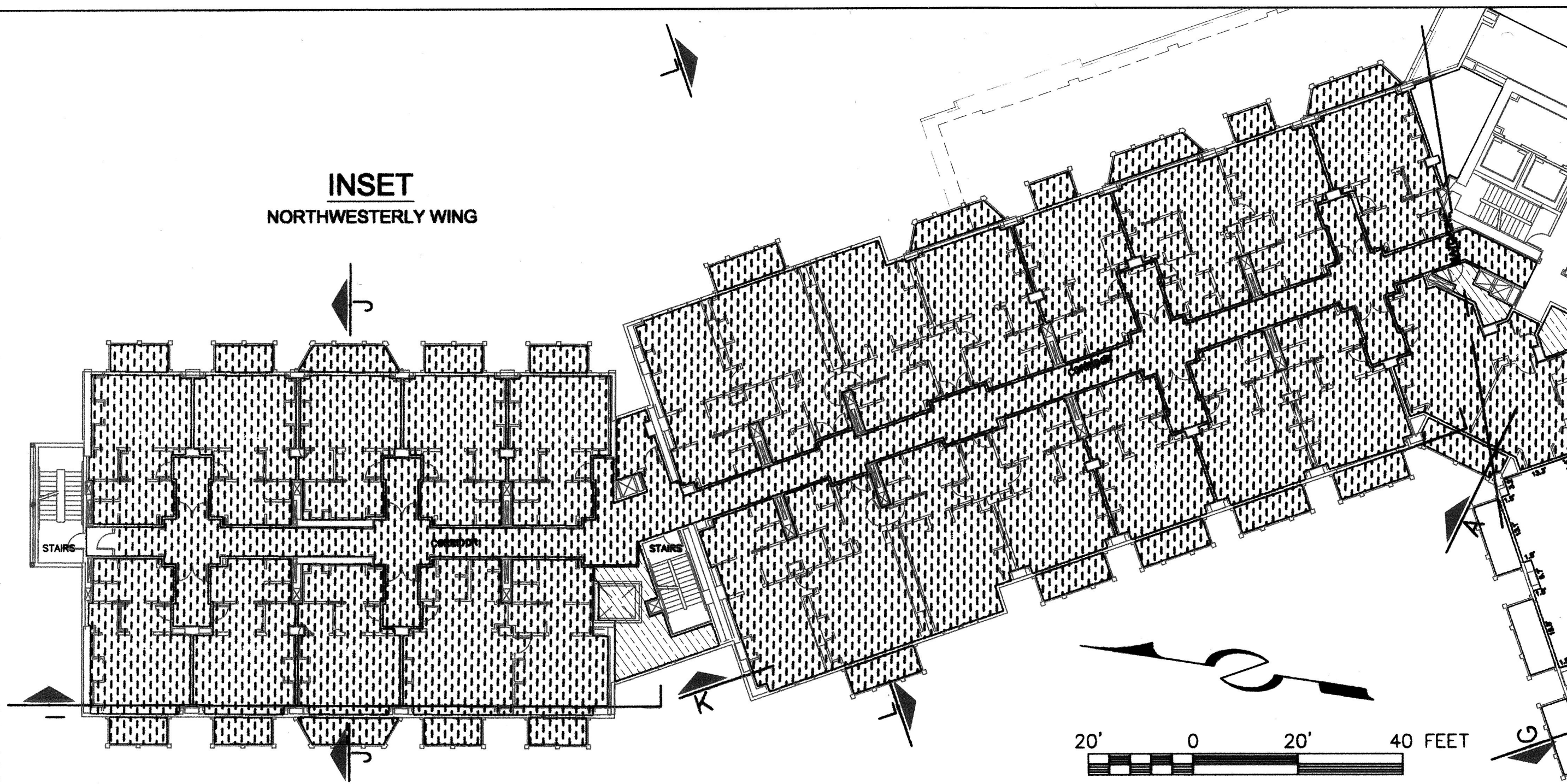
ENGINEER'S CERTIFICATE
 I FIND THIS PLAT TO BE IN ACCORDANCE WITH INFORMATION ON FILE IN MY OFFICE THIS 26th DAY OF May, 2011 A.D.
 BY: *[Signature]*
 PARK CITY ENGINEER

APPROVAL AS TO FORM
 APPROVED AS TO FORM THIS 17th DAY OF June, 2011 A.D.
 BY: *[Signature]*
 PARK CITY ATTORNEY

CERTIFICATE OF SURVEY
 I CERTIFY THIS RECORD OF SURVEY MAP WAS APPROVED BY PARK CITY COUNCIL THIS 16 DAY OF January, 2011 A.D.
 BY: *[Signature]*
 DEPUTY PARK CITY RECORDER

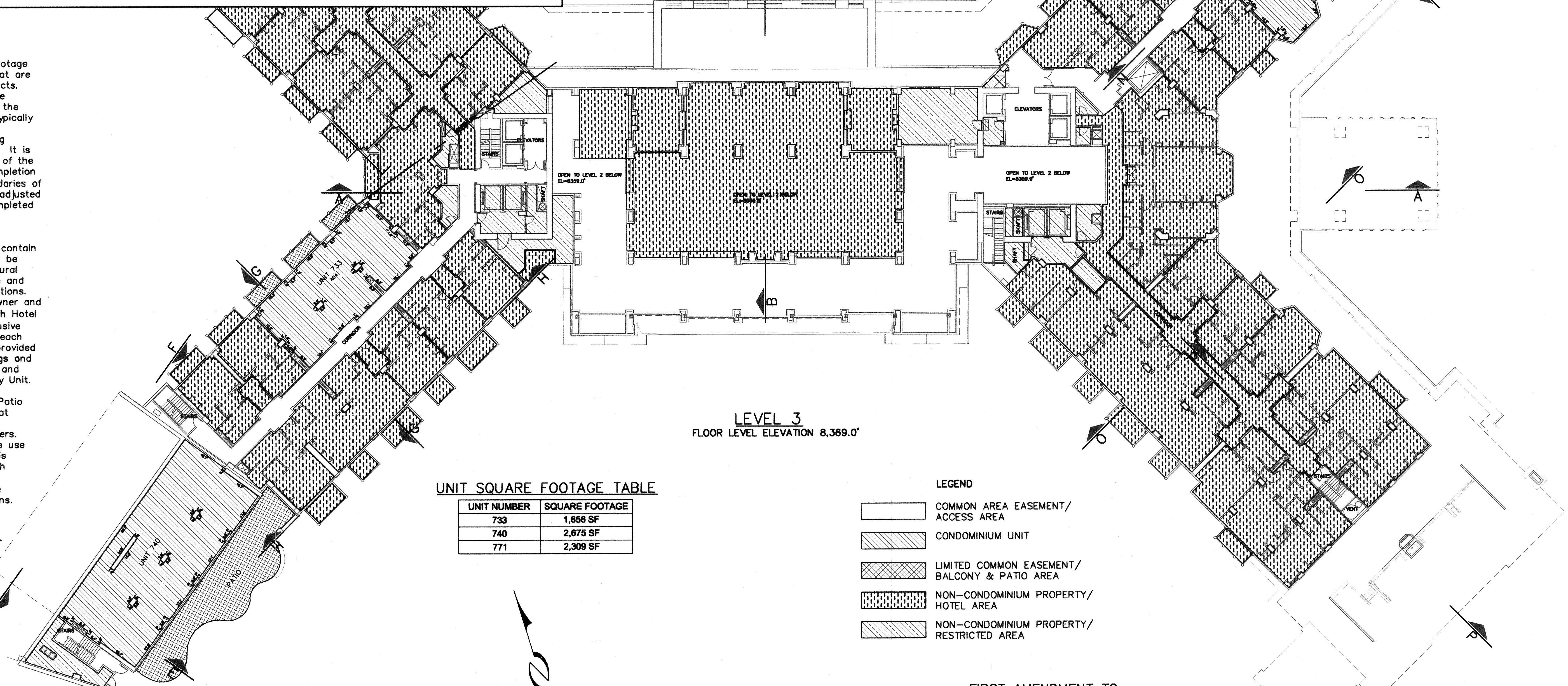
COUNCIL APPROVAL AND ACCEPTANCE
 APPROVAL AND ACCEPTANCE BY THE PARK CITY COUNCIL THIS 16TH DAY OF JANUARY, 2011 A.D.
 BY: *[Signature]*
 MAYOR

RECORDED # 925198
 STATE OF UTAH, COUNTY OF SUMMIT, AND FILED AT THE REQUEST OF Park City Title Co
 DATE 6/23/11 TIME 2:30 PM BOOK PAGE
 FEE 274.00
Mary Ann Russell - deputy
 RECORDER



NOTES

1. The dimensions of the Units and square footage calculations shown on this Condominium Plat are based on drawings supplied by HKS Architects. The square footages shown on this plat are calculated in accordance with the Act and the Residential Declaration. Such calculation typically differs somewhat from the square footage determined by the architect or others using different methods of determining unit size. It is the intent that the private ownership area of the Units will be as constructed. Upon the completion of each Unit ("Completed Unit"), the boundaries of the Completed Unit shall be automatically adjusted to be the boundaries of such as-built Completed Unit as described in the Declarations.
2. Although columns, bearing walls and other structural elements within a Unit may not contain any crosshatching, such elements shall not be deemed Access Areas. All common structural elements are designated as Non-Hotel Use and Support Areas, as described in the Declarations. Pursuant to the Declarations, each Unit Owner and the Residential Association (in common with Hotel Owner) are granted the following non-exclusive easements, which shall be appurtenant to each Unit: Structural and Mechanical Support provided by all structural members, columns, footings and foundations which are a part of the Hotel and which are necessary for the support of any Unit.
3. Pursuant to the Declarations the Balcony/Patio Areas as depicted on this Condominium Plat are reserved for the use of certain Unit Owners to the exclusion of other Unit Owners. Except as otherwise designated hereon, the use of each respective patio, deck or balcony is appurtenant to the respective Unit to which such Balcony/Patio Areas are adjacent as shown hereon, subject to the rights of the Hotel Owner as described in the Declarations.

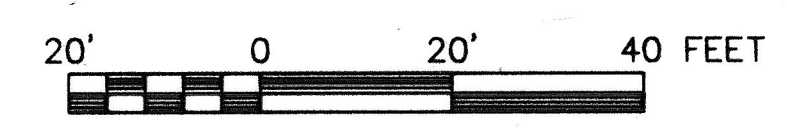


UNIT SQUARE FOOTAGE TABLE

UNIT NUMBER	SQUARE FOOTAGE
733	1,656 SF
740	2,675 SF
771	2,309 SF

- LEGEND**
- COMMON AREA EASEMENT/ ACCESS AREA
 - CONDOMINIUM UNIT
 - LIMITED COMMON EASEMENT/ BALCONY & PATIO AREA
 - NON-CONDOMINIUM PROPERTY/ HOTEL AREA
 - NON-CONDOMINIUM PROPERTY/ RESTRICTED AREA

LEVEL 3
FLOOR LEVEL ELEVATION 8,369.0'



FIRST AMENDMENT TO
CONDOMINIUM PLAT

THE HOTEL & RESIDENCES AT EMPIRE CANYON RESORT

A UTAH CONDOMINIUM PROJECT
LOCATED IN THE WEST 1/4 OF SECTION 28, AND THE EAST 1/4 OF SECTION 29
TOWNSHIP 2 SOUTH, RANGE 4 EAST SALT LAKE BASE & MERIDIAN

JOB NO: 2-1-08

RECORDED #925198

STATE OF UTAH, COUNTY OF SUMMIT, AND FILED
AT THE REQUEST OF *Park City Title Co*

DATE: *2/23/08* TIME: *2:30 PM* BOOK: *---* PAGE: *---*

274⁰⁰ Mary Ann Russell - deputy
FEE RECORDER