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1080393

DOUG CROFTS
WEBER COUNTY RECORDER
DEPUTY *Maggie Franklin*
JUN 5 1988 PM '88
BEN LOMOND SUITES CONDOMINIUM PROJECT
ASSOCIATED TITLE

After Recording Please Return To:

Daniel J. Torkleson, Esq.
Watkiss & Campbell
310 South Main Street, Suite 1200
Salt Lake City, Utah 84101

AMENDMENT TO DECLARATION OF CONDOMINIUM
OF THE
BEN LOMOND SUITES CONDOMINIUM PROJECT

This Amendment is made this 7th day of July,
1988, by the Ben Lomond Suites Owners Association, a Utah non-profit
corporation (the "Association"), whose address is 2510 Washington
Boulevard, Ogden, Utah 84401.

RECITALS:

A. On July 18, 1984, Ben Lomond Suites, Ltd., a Utah limited
partnership, and Weber County, Utah, a political subdivision of the
State of Utah, executed a Declaration of Condominium of the Ben Lomond
Suites Condominium Project (the "Declaration") and caused the Declaration
to be recorded in the official records of the Weber County Recorder
on September 18, 1984, as Entry No. 919072, at Pages 71 - 150, in Book
1454 and caused the Record of Survey Map (the "Survey Map") to be
recorded in the official records of the Weber County Recorder on
September 18, 1984, as Entry Nos. 919703, at Pages 41 to 45, in Book 26
of Plats.

RE: 1562 REG 235

B. In accordance with the Declaration, the Association was created by filing Articles of Incorporation with the Utah Division of Corporations on September 6, 1984. The Association has taken all steps necessary to be and is now a duly formed validly existing nonprofit corporation under the laws of the State of Utah.

C. The Association has determined that it is in its best interest to amend the Declaration and Survey Map to provide for the replatting of the basement and Floors 2 and 3 of the Ben Lomond Suites Condominium Project.

D. Prior to this Amendment, the basement and Floors 2 and 3 consisted of Convertible Spaces 1, 2, 3 and 201 and Units 202 through 207, inclusive, and 301 through 313, inclusive. Convertible Space 1 was owned by Ben Lomond Suites, Ltd. Convertible Spaces 2, 3 and 201 were owned by Weber County. Units 202 through 207, inclusive, and 301 through 313, inclusive, were owned by RSH Ltd. After this Amendment the basement and Floors 2 and 3 will consist of Convertible Spaces 1B, 2 and 201 and Units 1A, 221 through 225, inclusive, and 321 through 333, inclusive. Convertible Space 1B and Unit 1A will be owned by Ben Lomond Suites, Ltd. Convertible Spaces 2 and 201 will be owned by Weber County. Units 221 through 225, inclusive, and 321 through 333, inclusive, will be owned by RSH Ltd.

E. In accordance with Section 57-8-7(2) of the Utah Code Annotated and Section 13.06 of the Declaration, the Association hereby certifies that the members of the Association have unanimously consented

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to this amendment. (The written consent of each member is attached hereto.)

F. In accordance with Section 13.02 of the Declaration, the Association hereby certifies that the consent of CrossLand Savings, FSB, which is a Mortgagor (as defined in the Declaration) holding Mortgages on Units which, considered together, have appurtenant thereto at least sixty-seven percent (67%) of such part of the total undivided ownership interest in the Common Areas as is then subject to one or more Mortgages, has been obtained by the Association. (The consent of CrossLand Savings, FSB, is attached hereto.)

G. In accordance with Section 13.06 of the Declaration, Ogden City has approved the amendment to the Declaration and the Survey Map.

H. The Board of Trustees of the Association has authorized the President and Secretary to take all actions necessary to effectuate the Amendment of the Declaration and the Survey Map.

NOW, THEREFORE, the Declaration and the Survey Map of the Ben Lomond Suites Owners Association are hereby amended as follows:

1. Amendment to Declaration of Condominium

(a) Exhibit A to the Declaration is amended to read as set forth in Exhibit A attached hereto and incorporated herein by this reference.

(b) A new Section 2.04 is hereby added to the Declaration to read as follows:

2.04. Ownership of Units Created by Amendment.

(i) Conveyance to Ben Lomond Suites, Ltd. Each owner of a Convertible Space or Unit in the Project hereby conveys, transfers and sets over to Ben Lomond Suites, Ltd., a Utah limited partnership, whose address is 2510 Washington Boulevard, Ogden, Utah 84401, all of their right, title and interest in and to the following:

01-075-0001 X0002X
Convertible Space 18 and Unit 1A, contained within the Ben Lomond Suites Condominium Project, as the same are identified in the Record of Survey Map for said Project recorded in Weber County, Utah, on September 18, 1984, as Entry No. 919073, at Pages 41 to 45, in Book 26 of Plats (the "Survey Map") and in the Declaration of Condominium for said Project recorded in Weber County, Utah, on September 18, 1984, as Entry No. 919072, at pages 71 - 150, in Book 1454 (the "Declaration"), as such Survey Map and Declaration are amended by this Amendment dated July 7th, 1988. Together with the undivided ownership interest in said Project's Common Areas and Facilities which is appurtenant to each of said Convertible Spaces and Units as more particularly described in this Declaration as amended by this Amendment.

(ii) Conveyance to Weber County, Utah. Each owner of a Convertible Space or Unit in the Project hereby conveys, transfers and sets over to Weber County, Utah, whose address is Municipal Building, Ogden, Utah 84401, all of their right, title and interest in and to the following:

01-075-0002 X0015X
Convertible Spaces 2 and 201 contained within the Ben Lomond Suites Condominium Project, as the same are identified in the Record of Survey Map for said Project recorded in Weber County, Utah, on September 18, 1984, as Entry No. 919073, at Pages 41 to 45, in Book 26 of Plats (the "Survey Map") and in the Declaration of Condominium for said Project recorded in Weber County, Utah, on September 18, 1984, as Entry No. 919072, at pages 71 - 150, in Book 1454 (the "Declaration"), as such Survey Map and

Declaration are amended by this Amendment dated July 7th, 1988. Together with the undivided ownership interest in said Project's Common Areas and Facilities which is appurtenant to each of said Convertible Spaces and Units as more particularly described in this Declaration as amended by this Amendment.

X
01-076-0001 to 0004/0006 to 0019 - ALL
REF. ONLY

(iii) Conveyance to RSH, Ltd. Each owner of a Convertible Space or Unit in the Project hereby conveys, transfers and sets over to RSH, Ltd., a Utah limited partnership whose address is 2510 Washington Boulevard, Ogden, Utah 84401, all of their right, title, and interest in and to the following:

Units 221 through 225, inclusive, and 321 through 333, inclusive, contained within the Ben Lomond Suites Condominium Project, as the same are identified in the Record of Survey Map for said Project recorded in Weber County, Utah, on September 18, 1984, as Entry No. 919073, at Pages 41 to 45, in Book 26 of Plats (the "Survey Map") and in the Declaration of Condominium for said Project recorded in Weber County, Utah, on September 18, 1984, as Entry No. 919072, at pages 71 - 150, in Book 1454 (the "Declaration"), as such Survey Map and Declaration are amended by this Amendment dated July 7th, 1988. Together with the undivided ownership interest in said Project's Common Areas and Facilities which is appurtenant to each of said Convertible Spaces and Units as more particularly described in this Declaration as amended by this Amendment.

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(c) Section 3.01 of the Declaration is amended to read as follows:

3.01. Declaration of Improvement. The improvements included in the Project are now or will be located upon the Tract. The significant improvements contained in the Project (other than improvements located on

500 1562 PEE 240

or otherwise associated with the Additional Land) include: (i) One hundred and forty-one (141) Units (including Convertible Spaces) located within the historic Ben Lomond Hotel ("Building A") which contains a basement level, a ground floor level, a shop mezzanine level, a mezzanine level, twelve (12) additional above ground levels consisting of floors two through thirteen, inclusive, and a mechanical penthouse on the roof; (ii) A vehicular entrance canopy adjacent (but not attached) to Building A on the south; (iii) twenty-seven (27) uncovered parking spaces; and (iv) landscaping, walkways, and driveways. The location and configuration of the improvements referred to in the foregoing sentence, including the basement stories, and/or levels of Building A, are depicted on the Survey Map. The four story portion of Building A (consisting of the northwest corner of said Building) is composed primarily of the following materials: footings and foundations are of reinforced concrete and stone; floors and roof are of wood joists surfaced with wood planks; interior loadbearing walls are of brick and contain glass windows; interior loadbearing walls are of brick; interior nonloadbearing walls are of sheetrock on wood studs; and the roof is surfaced with buildup membrane roofing. The tower portion of Building A (consisting of the south and east parts of said Building) is composed primarily of the following materials: loadbearing girders, columns, footings, foundations, floors, and roof are of reinforced concrete; interior nonloadbearing walls are of sheetrock on metal studs; exterior walls are brick veneer over clay tile and metal studs and contain glass windows; and the roof is surfaced with buildup membrane roofing.

(d) Section 6.01 of the Declaration is amended to read as

follows:

6.01. Use Restrictions on Residential Units. The term "Residential Units" as

used in this Article VI shall mean and refer to (1) Units 221 through 225, inclusive, 321 through 333, inclusive, 401 through 414, inclusive, 501 through 514, inclusive, 601 through 614, inclusive, 701 through 714, inclusive, 801 through 814, inclusive, 901 through 914, inclusive, 1001 through 1014, inclusive, and 1101 through 1106, inclusive; and (ii) any Unit or Convertible Space which ceases (from and after the time it ceases) to be an "Office Unit", as defined in Section 6.01 hereof. Each Residential Unit shall be used exclusively as a commercial hotel room or sleeping apartment. A Residential Unit may also be used as a single-family residence if the parking for such Unit is approved by Ogden City. No restriction shall be placed on the rental of a Residential Unit for any of such uses, but any and all occupants of a Residential Unit shall be subject to this Declaration and all reasonable rules and regulations governing the Project as promulgated by the Association from time to time. No Residential Unit shall be used for any office, business, industrial, or commercial purposes.

(e) Section 6.02 of the Declaration is amended to read as

follows:

6.02. Use Restrictions on Office Units. The term "Office Units", as used in this Article VI and in Section 3.03, shall mean and refer to Units 103 and 107, Convertible Spaces 2, 104, 108, and 201, and any and all Units created from any of such Convertible Spaces; provided, however, that when any of said Units, Convertible Spaces, or Units created from any of such Convertible Spaces ceases to be used for the purposes applicable to "Office Units" described in this Section 6.02, and is occupied for the first time for any of the purposes applicable to Residential Units described in the foregoing Section 6.01, such Unit, Convertible Space, or a Unit created from any of such Convertible Spaces shall irrevocably

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and immediately cause to be an "Office Unit" and shall automatically become a residential unit subject to said Section 6.01. Each Office Unit shall be used exclusively for offices for County departments or for other business offices of the type and quality commonly found in first-class office buildings, including (without limitation) banking and financial facilities and offices data processing facilities and offices, travel agencies, brokerage offices, and professional offices, provided, however, that the County shall not change its departments occupying any of the Office Units without the prior written consent of Partnership and in any manner which would tend to reduce the value of any other Units or which would negatively impact Partnership's commercial hotel operation or the other uses of Units in the Project. County departments involved in unemployment services, job services, welfare, transient assistance, or similar governmental functions shall not, under any circumstances, use any of the Office Units. No restriction shall be placed on the rental of an Office Unit for any of the uses permitted in this section, but any and all occupants of, or invitees to, such Unit shall be subject to this Declaration and all reasonable rules and regulations governing the Project as promulgated by the Association from time to time.

- (f) Section 11.02 of the Declaration is amended to read as follows:

11.02. Power to Convert. The Owner of any Convertible Space shall have the sole power and authority to convert, and shall be deemed to be the Declarant for the purpose of converting, such Convertible space and each and any portion thereof into Units and/or Common Areas as set forth in this Article, subject, however, to the limitations and provisions contained in this Article and in the Act. For purposes of this Article, the Owner of a Convertible

Space will undertake any conversion of such convertible Space or any portion or portions thereof to so convert to so convert County hereby irrevocably assigns, transfers and sets over to Partnership all of County's rights, powers, and authority as Declarant which are in any way related to or connected with the right, power, or authority to so convert Convertible Spaces 1B, 101, 102, 105, 106, 110, 111, 1107, 1108, 1201, and 1301, and each and any portion thereof. Partnership hereby irrevocably assigns, transfers, and sets over to County all of Partnership's rights, powers, and authority as Declarant which are in any way related to or connected with the right, power or authority to so convert Convertible Spaces 2, 104, 108, and 201, and each and any portion thereof. The right, power and authority to so convert Convertible Space 109 shall initially be jointly held by County and Partnership. The right, power, and authority to so convert any particular Convertible Space shall be an appurtenance of the Convertible Space in question, may not be separated from the ownership of such Space, and shall be automatically transferred to and held by any successor in title to Partnership or County who becomes the Owner of such Convertible Space.

2. Amendment to Record of Survey Map

(a) The Amendment to Survey Map is being filed contemporaneously with this Amendment and is incorporated herein by this reference.

3. Unless specifically amended by Sections 1 and 2 above, the Declaration and Survey Map shall remain in full force and effect as originally recorded.

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DATED THE 27th DAY OF MAY, 1989.

BEN LOMOND SUITES OWNERS
ASSOCIATION, A UTAH NONPROFIT

BY: 
President

ATTEST:


Secretary

STATE OF UTAH)
COUNTY OF WEBER)
ss:

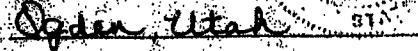
The foregoing instrument was acknowledged before me on this the
24th day of May, 1989, by Robert R. Cheney and MICHAEL D.
Cheney, the President and Secretary of Ben Lomond
Suites Owners Association.


NOTARY PUBLIC

My Commission Expires:

6/7/89

Residing at:


Ogden, Utah

BNF 1582 PG 244

CONSENT TO AMENDMENT

Each of the undersigned hereby consents to this Amendment to
Declaration of Condominium of the Banffwood Suites Condominium Project
and to the Amendment to the Record of Survey Map filed herewith.

WEBER COUNTY, UTAH

By: *Lowell A. Peterson*
Chairman
Board of County Commissioners

STATE OF UTAH)
COUNTY OF WEBER)

The foregoing instrument was acknowledged before me this 18th
day of January, 1988, by Lowell Peterson, the
Chairman of the Board of County Commissioners of Weber County Utah.

My Commission Expires:
4/24/90

NOTARY PUBLIC

Residing at:

Ogden, Utah



SOV150202 245

STATE OF UTAH

COUNTY OF WEBER

The foregoing instrument was acknowledged before me this 2nd
day of February, 1989, by K. O. Miller, the
City Manager, of Ogden City, Utah.

Albert J. Bennett
NOTARY PUBLIC

My Commission Expires:

August 10 1991

Residing at:

Ogden, Utah

SPS 1582 USE 246

NOTARIAL INSTRUMENT
PURCHASE AGREEMENT

BY: RBN Co., a Utah corporation
President, Director

BY: Robert B. Cheney
President

BY: Michele D. Anidjar
Secretary

Date: 12-21-88

STATE OF UTAH)

COUNTY OF WEBER)

The foregoing instrument was acknowledged before me this 21st
day of December, 1988, by Robert B. Cheney and Michele D. Anidjar,
the President and Secretary of RBN Co.

Parker L. Cook
NOTARY PUBLIC

My Commission Expires:

6/7/89

Residing at:

Ogden, Utah



REC'D 1582 PMK 247

NEW DEVELOPMENT LTD.
A VENICE, CALIFORNIA COMPANY
D/C DEVELOPMENT CORPORATION,
A HONOLULU CORPORATION

By: Daniel M. Cook

Its: President

Date: 12/19/88

STATE OF UTAH
COUNTY OF WEBER

The foregoing instrument was acknowledged before me this 19th
day of December, 1988, by Daniel M. Cook, the President of DCA
Development Corporation.

Daniel E. Cook
NOTARY PUBLIC

Residing at:

Ogden, Utah

My Commission Expires:

6/7/89

1562 248

Each of the members listed on
behalf of the company by NSI Co.
NORTH CORPORATION, waives power
of attorney.

Sig: Robert B. Chaney
Sig: Michael D. Fidler
Date: 11/11/88
SNT: 100-11113
TIN: 12-11113

STATE OF UTAH)
COUNTY OF WEBER)

The foregoing instrument was acknowledged before me this 19th
day of December, 1988, by Robert B. Chaney and Michael D. Fidler,
the President and Secretary of NSI, Co.

My Commission Expires:
6/7/89

Barbara E. Cook
NOTARY PUBLIC

Residing at:

Ogden, Utah

AT-1562-12x 249

Crossland Savings FSB

BY: Donald V. Bell

IC# 1100111111111111

DATE: 1/10/57

STATE OF UTAH

COUNTY OF WEAVER

The foregoing instrument was acknowledged before me this 10
day of January, 1957 by Donald V. Bell, a Vice
President of Crossland Savings FSB.



NOTARY PUBLIC

Residence at:

Salt Lake County

ML1582 rev 250

STATE OF UTAH
NOTARIAL PAPER
AND HEATING

BY _____
LAWYER OR NOTARY PUBLIC

DATE: December 1, 1988

STATE OF UTAH

COUNTY OF WEBER

The foregoing instrument was acknowledged before me this 27th
day of December, 1988, by Marlow Halverson, the President
of Marlow Halverson Plumbing and Heating.

Marlow Halverson
NOTARY PUBLIC

My Commission Expires:

12/89

Residing at:

840 S. 1st W.



File #1562 PG 251

STATE OF UTAH

COUNTY OF WEBER

NOTARY PUBLIC

BY: Gary T. Crompton

Vice President

Date: 10/10/88

STATE OF UTAH

COUNTY OF WEBER

The foregoing instrument was acknowledged before me this 21st
day of December, 1988, by Lynn Wardley and Gary T. Crompton, the
President and Vice President of USW Investments.

Barbara E. Cade
NOTARY PUBLIC

Residing at:

Logan, Utah

My Commission Expires:
6/7/89

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100-1562 rev 252

R. McNealy

PAULINE MCNEALY

P. McNealy

PAULINE MCNEALY

R. Phillips

ROBERT PHILLIPS

D. F. Phillips

DONNA F. PHILLIPS

Dated: 1/18/89

STATE OF UTAH

COUNTY OF WEBER

The foregoing instrument was acknowledged before me this 18th day of January, 1989, by Raymond McNealy, Pauline McNealy, Robert Phillips, and Donna F. Phillips.

Barbara E. Cook
NOTARY PUBLIC

Residing at:

Ogden, Utah

STATE

My Commission Expires:

6/17/89

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SAC 1562 NO 253

RECORDED

Unit or Commodity Space No.	BUILDING No.	SIZE	Per Unit or Undivided Ownership in Common Area	Number of Votes
1A	A	2272	1.949	1949
1B	A	3631	3.115	3115
2	A	6131	5.974	5974
101	A	5530	4.743	4743
102*	A	1320	1.132	1132
103	A	80	0.068	68
104*	A	3580	3.071	3071
105*	A	1800	1.544	1544
106*	A	850	0.558	558
107	A	300	0.257	257
108	A	2940	2.522	2522
109*	A	3570	3.082	3082
110*	A	2690	2.307	2307
111	A	1510	1.295	1295
201	A	4640	4.152	4152
221	A	1072	0.920	920
222	A	933	0.800	800
223	A	1105	0.948	948
224	A	1040	0.892	892
225	A	877	0.752	752
321	A	582	0.499	499
322	A	482	0.413	413
323	A	515	0.442	442
324	A	532	0.458	456
325	A	529	0.454	454
326	A	523	0.449	449
327	A	531	0.455	455
328	A	483	0.414	414
329	A	597	0.512	512
330	A	789	0.677	677
331	A	484	0.415	415
332	A	501	0.430	430
333*	A	424	0.384	384
401	A	610	0.523	523
402	A	530	0.455	455
403	A	530	0.455	455

01-075-0004 TO 0014 0016 TO 0019 X
01-077-0001 TO 0028 01-078-0001 TO 0028 X ABS. ONLY
01-079-0001 TO 0028 01-080-0001 TO 0020 X

UNITED COMMON SPACE NO.	EMITTER ID	SPZ	TRANSMITTING OWNER ID	VOTES
			Common Area	
404	A	530	0.437	437
405	A	520	0.436	436
406	A	520	0.436	436
407	A	520	0.436	436
408	A	510	0.437	437
409	A	530	0.435	435
410	A	560	0.480	480
411	A	510	0.437	437
412	A	510	0.437	437
413	A	460	0.395	395
414	A	460	0.395	395
501	A	610	0.523	523
502	A	530	0.455	455
503	A	530	0.455	455
504	A	530	0.455	455
505	A	520	0.446	446
506	A	520	0.446	446
507	A	520	0.446	446
508	A	510	0.437	437
509	A	530	0.455	455
510	A	560	0.480	480
511	A	510	0.437	437
512	A	510	0.437	437
513	A	460	0.395	395
514	A	460	0.395	395
601	A	610	0.523	523
602	A	530	0.455	455
603	A	530	0.455	455
604	A	530	0.455	455
605	A	520	0.446	446
606	A	520	0.446	446
607	A	520	0.446	446
608	A	510	0.437	437
609	A	530	0.455	455
610	A	560	0.480	480
611	A	510	0.437	437
612	A	510	0.437	437
613	A	460	0.395	395
614	A	460	0.395	395
701	A	610	0.523	523
702	A	530	0.455	455

#1552 282

Condo No.	Unit No.	Size	Percentage of Undivided Common Area		Value	
			Common Area			
			Common Area	Common Area		
703	A	530	0.455	455		
704	A	530	0.455	455		
705	A	520	0.446	446		
706	A	520	0.446	446		
707	A	520	0.446	446		
708	A	510	0.437	437		
709	A	530	0.455	455		
710	A	560	0.480	480		
711	A	510	0.437	437		
712	A	510	0.437	437		
713	A	460	0.395	395		
714	A	460	0.395	395		
801	A	610	0.523	523		
802	A	530	0.455	455		
803	A	530	0.455	455		
804	A	530	0.455	455		
805	A	520	0.446	446		
806	A	520	0.446	446		
807	A	520	0.446	446		
808	A	510	0.437	437		
809	A	530	0.455	455		
810	A	560	0.480	480		
811	A	510	0.437	437		
812	A	510	0.437	437		
813	A	460	0.395	395		
814	A	460	0.395	395		
901	A	610	0.523	523		
902	A	530	0.455	455		
903	A	530	0.455	455		
904	A	530	0.455	455		
905	A	520	0.446	446		
906	A	520	0.446	446		
907	A	520	0.446	446		
908	A	510	0.437	437		
909	A	530	0.455	455		
910	A	560	0.480	480		
911	A	510	0.437	437		
912	A	510	0.437	437		
913	A	460	0.395	395		
914	A	460	0.395	395		
1001	A	610	0.523	523		

Area 1552 ft² 256

Unit or Convertible Space No.	Building No.	Size	Percentage of Undivided Ownership In Common Area	Number of Votes
1002	A	530	0.455	455
1003	A	530	0.455	455
1004	A	530	0.455	455
1005	A	520	0.446	446
1006	A	520	0.446	446
1007	A	520	0.446	446
1008	A	510	0.437	437
1009	A	530	0.455	455
1010	A	560	0.480	480
1011	A	510	0.437	437
1012	A	510	0.437	437
1013	A	460	0.395	395
1014	A	460	0.395	395
1101	A	510	0.523	523
1102	A	530	0.455	455
1103	A	530	0.455	455
1104	A	530	0.455	455
1105	A	520	0.446	446
1106	A	520	0.446	446
1107*	A	2370	2.033	2033
1108*	A	2210	1.896	1896
1201*	A	1440	1.235	1235
1301*	A	1380	1.184	1184
TOTAL		116,583	100	100,000

* DENOTES CONVERTABLE SPACE

EXHIBIT
TO
AMENDMENT
OF
DECLARATION

*Attach to
original declaration
copy*

SP-1562 -ME 258

401 We the undersigned owner's of condominium unit number's _____ and Members of the Ben Lomond Suite Owners Association ("Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 16 day of July, 1987

Name(s) as they appear on Deed _____
to Condominium Units _____

SUBSCRIBED AND SWEORN TO before me this 16 day of July, 1987

Signature _____
NOTARY PUBLIC

My Commission Expires:
7/15/87

402 We the undersigned owner's of condominium unit number's _____ and Members of the Ben Lomond Suites Condominium Project ("the Project" and "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 16 day of June, 1987

Name(s) as they appear on Deed _____
to Condominium Units _____

SUBSCRIBED AND SWEORN TO before me this 16 day of June, 1987

Signature _____
NOTARY PUBLIC

My Commission Expires:
6/17/89

403 In the Ben Lomond Suites Condominium Project ("the Project" and "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah Limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 22 day of June, 1987

Name(s) as they appear on Deed _____
to Condominium Units _____

SUBSCRIBED AND SWEORN TO before me this 22 day of June, 1987

Signature _____
NOTARY PUBLIC

My Commission Expires:
6/23/89

404 We the undersigned owner's of condominium unit number's _____ and Members of the Ben Lomond Suites Condominium Project ("the Project" and "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 26 day of June, 1987

Name(s) as they appear on Deed _____
to Condominium Units _____

SUBSCRIBED AND SWEORN TO before me this 26 day of June, 1987

Signature _____
NOTARY PUBLIC

My Commission Expires:
6/27/89

405 We the undersigned owner's of condominium unit number's _____ and Members of the Ben Lomond Suites Condominium Project ("the Project" and "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 12 day of June, 1987

Name(s) as they appear on Deed _____
to Condominium Units _____

SUBSCRIBED AND SWEORN TO before me this 12 day of June, 1987

Signature _____
NOTARY PUBLIC

My Commission Expires:
6/13/89

406 We the undersigned owners of condominium unit number(s) _____ in the Ben Lomond Suites Condominium Project ("the Project" and "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah Limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 22 day of June, 1987

Name(s) as they appear on Deed _____
to Condominium Units _____

SUBSCRIBED AND SWEORN TO before me this 22 day of June, 1987

Signature _____
NOTARY PUBLIC

My Commission Expires:
6/23/89

411 We the undersigned, James A. St. John Corporation, Unit Number 1, in the Ben Lomond Suites Condominium Project, the "Project", and members of the Ben Lomond Suite Owners Association, the "Association", do hereby irrevocably appoint RSM Co., a firm corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, or the sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore, RSM Co. is an interested party with respect to this power of attorney. This Power of Attorney shall remain in effect as long as any amounts remain outstanding on the loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15th day of June, 1987.

Given under my hand and seal
Name is as shown above on Deed
to condominium unit #1

SUBSCRIBED AND SWORN TO before me this 25th day of

James C. Middle
NOTARY PUBLIC
Residing in:
Ogden, Ut

My Commission Expires:
July 22, 1990

411 We the undersigned, James A. St. John Corporation, Unit Number 1, in the Ben Lomond Suites Condominium Project, the "Project", and members of the Ben Lomond Suite Owners Association, the "Association", do hereby irrevocably appoint RSM Co., a firm corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, or the sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore, RSM Co. is an interested party with respect to this power of attorney. This Power of Attorney shall remain in effect as long as any amounts remain outstanding on the loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15th day of June, 1987.

Given under my hand and seal
Name is as shown above on Deed
to condominium unit #1

SUBSCRIBED AND SWORN TO before me this 16th day of

Laura Thompson
NOTARY PUBLIC
Residing in:
Ogden, Ut

My Commission Expires:
6/1/89

411 We the undersigned, James A. St. John Corporation, Unit Number 1, in the Ben Lomond Suites Condominium Project, the "Project", and members of the Ben Lomond Suite Owners Association, the "Association", do hereby irrevocably appoint RSM Co., a firm corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, or the sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore, RSM Co. is an interested party with respect to this power of attorney. This Power of Attorney shall remain in effect as long as any amounts remain outstanding on the loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15th day of June, 1987.

Given under my hand and seal
Name is as shown above on Deed
to condominium unit #1

SUBSCRIBED AND SWORN TO before me this 16th day of

Laura Thompson
NOTARY PUBLIC
Residing in:
Ogden, Ut

My Commission Expires:
6/1/89

411 We the undersigned, James A. St. John Corporation, Unit Number 1, in the Ben Lomond Suites Condominium Project, the "Project", and members of the Ben Lomond Suite Owners Association, the "Association", do hereby irrevocably appoint RSM Co., a firm corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, or the sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore, RSM Co. is an interested party with respect to this power of attorney. This Power of Attorney shall remain in effect as long as any amounts remain outstanding on the loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15th day of June, 1987.

Given under my hand and seal
Name is as shown above on Deed
to condominium unit #1

SUBSCRIBED AND SWORN TO before me this 15th day of

Judy K. Thomas
NOTARY PUBLIC
Residing in:
Stockton, Ut 84071

My Commission Expires:
6/1/87

411 We the undersigned, James A. St. John Corporation, Unit Number 1, in the Ben Lomond Suites Condominium Project, the "Project", and members of the Ben Lomond Suite Owners Association, the "Association", do hereby irrevocably appoint RSM Co., a firm corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, or the sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore, RSM Co. is an interested party with respect to this power of attorney. This Power of Attorney shall remain in effect as long as any amounts remain outstanding on the loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15th day of June, 1987.

Given under my hand and seal
Name is as shown above on Deed
to condominium unit #1

SUBSCRIBED AND SWORN TO before me this 16th day of

Laura Thompson
NOTARY PUBLIC
Residing in:
Ogden, Ut

My Commission Expires:
6/1/89

411 We the undersigned, James A. St. John Corporation, Unit Number 1, in the Ben Lomond Suites Condominium Project, the "Project", and members of the Ben Lomond Suite Owners Association, the "Association", do hereby irrevocably appoint RSM Co., a firm corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, or the sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore, RSM Co. is an interested party with respect to this power of attorney. This Power of Attorney shall remain in effect as long as any amounts remain outstanding on the loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15th day of June, 1987.

Given under my hand and seal
Name is as shown above on Deed
to condominium unit #1

SUBSCRIBED AND SWORN TO before me this 16th day of

Laura Thompson
NOTARY PUBLIC
Residing in:
Ogden, Ut

My Commission Expires:
6/1/89

We the undersigned Owners of the Project, and Members of the Ben Lomond Suites Condominium Project, the "Project" and Members of the Ben Lomond Suites Owners Association and "Association" do hereby irrevocably amend the E&M Agreement, Utah Corporation, 2313 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact, to sign, execute and record in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

to complete such renovation and reconstruction.

RSH Co. is the General Partner of RSH Ltd., the joint limited partnership, and will be obtaining financing for such renovation and redesigning. Therefore RSH Co. is an Interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement at figures 2 and 3 of the attached drawing.

JACOB BEHNKE - *Jack Behnke*
Dated June 19th 1954
Satisfied and Work to Date to Date
to Complainant
Signed
JUNE 19 1954

Frank George
NEW YORK STREET
~~100-102~~ CADEN ST.
JAN 30, 1991 JEBER CO.

564 16. The Surveyor shall file a copy of the Record of Survey Map in the San Joaquin State Surveyor's Association, and Members of the San Joaquin State Surveyor's Association Association, or Surveyor, irrevocably appoint ASK as a corporation, 100, Washington Boulevard, Redden, California, as my agent and attorney, to receive and accept any documents and or any money, or any other thing, which may be given, sent, or delivered to my benefit, and for all acts and services, to sign, execute and deliver any amendments to the Declaration of Covenants and Restrictions, or any other instrument, or agreement, or any other document, or instrument, or record, or map, or survey, or plan, or drawing, or sketch, or any other thing, which may be filed in connection with the Record of Survey Map filed in connection with the Permit provided that such amendments relate to the separation, redesignating, or re-assessment of Figures 2 and 1 of the Permit and to sign, execute and deliver any other instruments necessary

"PSH Co., is the Name at Partner of PSH Ltd., the first limited partnership, that will be established, consisting for such purposes and redesigning, thereof as PSH Ltd., in the registered office, with respect to this power, Attorney. This Power of Attorney shall be irrevocable, as long as any amounts remain outstanding on account advance, for the provision or redesigning of the statement of floors 2 and 3 of the , please, /

DATE: 1944-07-01 SAY OF: July 1944
Kingsbury, N.D. ADDRESS: In Dead, Bismarck, N.D.
TO: Commandant, U.S. Army
SUBJ: INSPIRED AND INFORM TO DEFEND
SAY: 1

Kearns, Thompson
NOTARY PUBLIC
Notarial Seal
6/7/89

508 / *SAC* "I, the undersigned, have this 11th day of January, 1945, before me, the members of the Communist Party USA, comprising the Western Conference, if any, Ben Leonard, Sam Johnson, Association of American Workers, and James Edward, representing the American Association, do hereby irrevocably appoint ASHLEY COOPER, 1100 North Telegraph, Salt Lake City, Utah, as my true lawful attorney-in-fact and in my name, place, and stead and believe any and all acts done by him in accordance with the Declaration of Condemnation and the Board of Survey Map 44-44-1, in connection with the above-named premises, which amendments relate to the above-mentioned remodeling of one of the basement or floors 2 and 3 of the above-named building, to execute and deliver any and other documents necessary to complete such demolition and remodeling.

158
ASH CO. is the General Partner of ASH Ltd., the Utah limited partnership that will be purchasing financing for such removal and reconditioning, therefore ASH CO. is an interested party, and is given the Power of Attorney. This Power of Attorney shall remain in effect until all amounts remain outstanding and the funds advanced for the reparation or reconditioning of the defendant's aircraft and/or engine project.

James L. Sander DATED 1-16-67 BY 2000-01-16
NAME & ADDRESS ON RECORD
UNIVERSITY OF TORONTO LIBRARIES

June 1987 RECALLED AN SWING TO DRAFT AND SAY
BY COMMISSIONER EXPLORE
Hudson Bay
BUTTERFLY TRAIL
PENINSULA, INC.

500, \$50. We the undersigned, Owner's of condominium unit #2001
and Members of the Ben Lomond Suites Condominium Owners Association
Association, do hereby irrevocably appoint Bill Jo, a citizen
of the United States of America, as my attorney-in-fact,
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any Amendments to the Declaration of Clandominium or
the Record of Survey appended in connection with the Project
provisions and such documents as may be necessary to receive
redesigning of the basement or floors 2 and 1 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable so long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

Robert B. Hensley *Robert B. Hensley*
Date of Birth *July 1, 1917* Signature
Name as it appears in Books
Signature

RECORDED AND SWORN to before me this 11th day of

James K. Morgan
NOTARY PUBLIC
Residing at: 100 E. 4th St.
Waco, Texas

6/16/ *Urgent*

506 We the Owners of Owner's # 12 condominium at 1500 Parkside # 1 in the Ben Lomond Suites Condominium Project, the President and Members of the Ben Lomond Suites Owners Association do "Association" to hereby irrevocably appoint RSM Co., as my true Corporation, 233 Washington Boulevard, Ogden, Utah, as my true attorney-in-fact, with full power and authority to do all acts and do on my behalf and for my use and benefit to sign, execute and deliver my amendments to the Declaration of Condominium or the Report of Survey file in connection with the Project, provided that such amendments relate to the reparation or remodeling of the common areas in Figure 1 and 2 of the Project, and the repair, maintenance and delivery of any documents necessary in conducting such reparation and remodeling.

P&G Co. is the General Partner of RSH Ltd., the Utah limited partnership ship that will be obtaining financing for such renovation, therefore, P&G Co. is the most appropriate party to act in respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on advances for the renovation or redesigning of the cassette.

of slopes 2 and 3 of the project.
I hereby declare that the above information is true and correct to the best of my knowledge and belief.
Name as they appear on Deed
Mr. John W. Thompson, Plaintiff

510 We the undersigned, as of this date, in the State of _____, and Number _____ of the General Sales Condominium Project No. _____, Association, do hereby irrevocably appoint USH Co., a Utah corporation, 1510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf; and for my use and benefit, to sign, execute and deliver any amendment to the Declaration of Condominium or the Articles of Incorporation of the Association, or any other documents or instruments which may be required to effect the removal of any provision or any part of such documents or instruments relating to the management of floors 2 and 1 of the project, and to signs execute and deliver any other documents necessary to complete such conveyance and rededicating.

ASH Co. is the General Partner of BBR Ltd., the joint limited partnership that will be obtaining financing for such renovation and redesigning, therefore ASH Co. is an uninterested party with respect to this Power of Attorney. This Power of Attorney shall be revocable as long as any amounts remain outstanding in any loans advanced for the renovation or redesigning of the basement or floors J and L of the Project.

DATED THIS 13rd DAY OF July, 1964.
James J. Weller Resident Manager
BANK-ET-TECH APARTMENT BUILDING
CONDOMINIUM UNIT(S)

SUBSCRIBED AND SIGNED in the presence of GENE DAY SE
FEBRUARY 1968
BY COMMISSIONER OF ELECTIONS
W. ALLEN TROTTER

I, the undersigned owner(s) of condominium unit number(s) **513 & 514** in the Ben Lomond Suites Condominium Project (the "Project"), and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute, and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 22 day of July, 1987.

William A. Child
Patricia W. Child
Name(s) as they appear on Deed
to condominium Unit(s)

Patricia W. Child
Signature
William A. Child
Signature

SUBSCRIBED AND SWORN to before me this 22 day of July,

Roberta Valdez
NOTARY PUBLIC

Residing In:
Bountiful, Utah

My Commission Expires:

1-12-91

603-602
I, the undersigned owner(s) of condominium unit number(s) **603 & 602** in the Ben Lomond Suites Condominium Project (the "Project"), and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute, and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 22 day of July, 1987.
Wm. R. Mueller
William R. Mueller
Name(s) as they appear on Deed
to condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 22 day of June, 1987.

John B. S.
NOTARY PUBLIC

My Commission Expires:

Expires: 3-7-89, Reside in:

Expires: 3-7-89, Reside in:

3-11-90

605-606
262
I, the undersigned owner(s) of condominium unit number(s) **605 & 606** in the Ben Lomond Suites Condominium Project (the "Project"), and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute, and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 12 day of June, 1987.
Robert G. and Nancy A. Gehring
Name(s) as they appear on Deed
to condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 12 day of June, 1987.

Margaret P. Gehring
NOTARY PUBLIC

My Commission Expires:

12-6-91

We, the undersigned owner(s) of condominium unit number(s) **601** in the Ben Lomond Suites Condominium Project (the "Project"), and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute, and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 12 day of June, 1987.

Merle and Linda Shaver
Name(s) as they appear on Deed
to condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 12 day of June.

Laura Thompson
NOTARY PUBLIC

My Commission Expires:

6/17/89

Residing in:

Ogden, Utah

We, the undersigned owner(s) of condominium unit number(s) **602** in the Ben Lomond Suites Condominium Project (the "Project"), and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute, and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 17 day of June, 1987.

Merle and Linda Shaver
Name(s) as they appear on Deed
to condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 17 day of June.

Laura Thompson
NOTARY PUBLIC

My Commission Expires:

3-11-90

Residing in:

Ogden

We, the undersigned owner(s) of condominium unit number(s) **602** in the Ben Lomond Suites Condominium Project (the "Project"), and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute, and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 22 day of June, 1987.

Merle and Linda Shaver
Name(s) as they appear on Deed
to condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 22 day of June.

Laura Thompson
NOTARY PUBLIC

My Commission Expires:

3-16-90

Residing in:

Ogden

660 We the undersigned owner's of condominium unit #660 in the Ben Lomond Suites Condominium Project, the "Project" and Members of the Ben Lomond Suite Owners Association ("Association") do hereby irrevocably appoint RSM Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSM Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 12 day of June 1987

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 15th day of June 1987

My Commission Expires:
July 24, 1987

Frederick Lange
NOTARY PUBLIC
Residing In:
Ogden, Utah

661 We the undersigned owner's of condominium unit #661 in the Ben Lomond Suites Condominium Project, the "Project" and Members of the Ben Lomond Suite Owners Association ("Association") do hereby irrevocably appoint RSM Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSM Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 12th day of June 1987

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 24th day of June 1987

My Commission Expires:
6/18/87

Laura Thompson
NOTARY PUBLIC
Residing In:
Ogden, Utah

662 We the undersigned owner's of condominium unit #662 in the Ben Lomond Suites Condominium Project, the "Project" and Members of the Ben Lomond Suite Owners Association ("Association") do hereby irrevocably appoint RSM Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSM Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 14th day of July 1987

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 14th day of July 1987

My Commission Expires:
7/15/1987

John D. Martin
NOTARY PUBLIC
Residing In:
Ogden, Utah

663 We the undersigned owner's of condominium unit #663 in the Ben Lomond Suites Condominium Project, the "Project" and Members of the Ben Lomond Suite Owners Association ("Association") do hereby irrevocably appoint RSM Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSM Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 16th day of June 1987

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 16th day of June 1987

My Commission Expires:
11/12/89

Fred C. Lange
NOTARY PUBLIC
Residing In:
Ogden, Utah

664 We the undersigned owner's of condominium unit #664 in the Ben Lomond Suites Condominium Project, the "Project" and Members of the Ben Lomond Suite Owners Association ("Association") do hereby irrevocably appoint RSM Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSM Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 16th day of June 1987

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 20th day of June 1987

My Commission Expires:
11/12/91

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

665 We the undersigned owner's of condominium unit #665 in the Ben Lomond Suites Condominium Project, the "Project" and Members of the Ben Lomond Suite Owners Association ("Association") do hereby irrevocably appoint RSM Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSM Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 21st day of July 1987

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 21st day of July 1987

My Commission Expires:
11/12/93

Signature
Name(s) as they appear on Deed
to Condominium Unit(s)

101 We the undersigned owner's of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association ("the
Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2510 Washington Boulevard, Oden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 1 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 15 day of July, 1987,
Signature
Name(s) as they appear on Deed
to condominium units.

SUBSCRIBED AND SWEORN TO before me this 1st day of

July
Helen Thompson
NOTARY PUBLIC
Signature
My Commission Expires:
6/31/89

102 We the undersigned owner's of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association ("the
Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2510 Washington Boulevard, Oden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 1 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 16 day of July, 1987,
Signature
Name(s) as they appear on Deed
to condominium units.

SUBSCRIBED AND SWEORN TO before me this 1st day of

July
Helen Thompson
NOTARY PUBLIC
Signature
My Commission Expires:
6/31/89

103 We the undersigned owner's of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association ("the
Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2510 Washington Boulevard, Oden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 1 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 17 day of July, 1987,
Signature
Name(s) as they appear on Deed
to condominium units.

SUBSCRIBED AND SWEORN TO before me this 1st day of

July
Helen Thompson
NOTARY PUBLIC
Signature
My Commission Expires:
6/31/89

104 We the undersigned owner's of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association ("the
Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2510 Washington Boulevard, Oden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 15 day of July, 1987,
Signature
Name(s) as they appear on Deed
to condominium units.

SUBSCRIBED AND SWEORN TO before me this 1st day of

August, 1987
Signature
My Commission Expires:
8/13/89

105 We the undersigned owner's of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association ("the
Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2510 Washington Boulevard, Oden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 1 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 15 day of July, 1987,
Signature
Name(s) as they appear on Deed
to condominium units.

SUBSCRIBED AND SWEORN TO before me this 1st day of

July
Laura Thompson
NOTARY PUBLIC
Signature
My Commission Expires:
6/31/89

106 We the undersigned owner's of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association ("the
Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2510 Washington Boulevard, Oden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 17 day of July, 1987,
Signature
Name(s) as they appear on Deed
to condominium units.

SUBSCRIBED AND SWEORN TO before me this 1st day of

July
Laura Thompson
NOTARY PUBLIC
Signature
My Commission Expires:
6/31/89

804 We the undersigned owner(s) of condominium unit number 8
705 in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association (the
"Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2310 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loan advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 6th day of July 1987.

LAWRENCE H. MURRAY SCHMITT
Name(s) as they appear on Deed

Signature

to Condominium Unit(s)

Wanda V. Schmidt

SUBSCRIBED AND SWORN to before me this 6th day of

July 1987.

Ernest D. Beach

NOTARY PUBLIC

My Commission Expires:

Residing In:

My Commission Expires March 30, 1991.

805 We the undersigned owner(s) of condominium unit number 8
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association (the
"Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2310 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loan advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 17th day of June 1987.

Jeanne L. Morris

Name(s) as they appear on Deed

Signature

to Condominium Unit(s)

Subscribed and sworn to before me this 17th day of

June 1987.

Paul S. Dalton

NOTARY PUBLIC

My Commission Expires:

6/24/87

Residing In:

Ogden, Utah

My Commission Expires March 30, 1991.

806 We the undersigned owner(s) of condominium unit number 8
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association (the
"Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2310 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loan advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 18th day of July 1987.

James G. Bailey

Name(s) as they appear on Deed

Signature

to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 18th day of

July 1987.

James G. Bailey

NOTARY PUBLIC

My Commission Expires:

Oct 30, 1988

Residing In:

Ogden, Utah

807 We the undersigned owner(s) of condominium unit number 8
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association (the
"Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2310 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loan advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 10th day of July 1987.

Karen Thompson

Name(s) as they appear on Deed

Signature

to Condominium Unit(s)

SUBSCRIBED AND SWORN to before me this 10th day of

July 1987.

Karen Thompson

NOTARY PUBLIC

My Commission Expires:

Sept 14, 1988

Residing In:

Ogden, Utah

808 We the undersigned owner(s) of condominium unit number 8
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suite Owners Association (the
"Association") do hereby irrevocably appoint RSH Co., a Utah
corporation, 2310 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead,
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement or floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSH Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loan advanced for the renovation or redesigning of the basement
or floors 2 and 3 of the Project.

DATED this 10th day of July 1987.

James A. Thompson

Name(s) as they appear on Deed

Signature

to Condominium Unit(s)

Subscribed and sworn to before me this 10th day of

July 1987.

James A. Thompson

NOTARY PUBLIC

My Commission Expires:

6/3/87

Residing In:

Ogden, Utah

814 I/we the undersigned owner(s) of condominium unit number 814 in the Ben Lomond Suites Condominium Project ("the Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 1510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amount remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 24 day of June 1987.

John Schubert
Signature
Name(s) as they appear on Deed
(Condominium Units)

SUBSCRIBED AND SWORN to before me this 24th day of

June Thompson
NOTARY PUBLIC
Residing in:
Ogden, Utah

My Commission Expires:

6/1/88

815 I/we the undersigned owner(s) of condominium unit number 815 in the Ben Lomond Suites Condominium Project ("the Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 1510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amount remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15 day of June 1987.

John Schubert
Signature
Name(s) as they appear on Deed
(Condominium Units)

SUBSCRIBED AND SWORN to before me this 15 day of

June 1987
NOTARY PUBLIC
Residing in:
Ogden, Utah

My Commission Expires:

MY COMMISSION EXPIRES APRIL 1, 1989

106-906 I/we the undersigned owner(s) of condominium unit number 106-906 in the Ben Lomond Suites Condominium Project ("the Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 1510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amount remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15 day of June 1987.

Chester M. Johnson
Signature
Name(s) as they appear on Deed
(Condominium Units)

SUBSCRIBED AND SWORN to before me this 15 day of

June 1987
NOTARY PUBLIC
Residing in:
Ogden, Utah

My Commission Expires:

6/1/88

901 I/we the undersigned owner(s) of condominium unit number 901 in the Ben Lomond Suites Condominium Project ("the Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 1510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amount remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 1 day of July 1987.

John Schubert
Signature
Name(s) as they appear on Deed
(Condominium Units)

SUBSCRIBED AND SWORN to before me this 1 day of

July 1987
NOTARY PUBLIC
Residing in:
Ogden, Utah

My Commission Expires:

6/30/87

902 I/we the undersigned owner(s) of condominium unit number 902 in the Ben Lomond Suites Condominium Project ("the Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 1510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amount remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15 day of June 1987.

John E. Brown
Signature
Name(s) as they appear on Deed
(Condominium Units)

SUBSCRIBED AND SWORN to before me this 15 day of

June 1987
NOTARY PUBLIC
Residing in:
Kayville, UT

My Commission Expires:

7-30-87

106-907 I/we the undersigned owner(s) of condominium unit number 106-907 in the Ben Lomond Suites Condominium Project ("the Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 1510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amount remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 15 day of June 1987.

John E. Brown
Signature
Name(s) as they appear on Deed
(Condominium Units)

SUBSCRIBED AND SWORN to before me this 15 day of

June 1987
NOTARY PUBLIC
Residing in:
Ogden, Utah

My Commission Expires:

6/30/87

908 We the undersigned owner(s) of condominium unit number 1 and Members of the Ben Lomond Suite Condominium Project (the "Project") and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 22 day of July, 1987 *Floyd T. Costin Bush* *Floyd T. Bush*
Resident as they appear on Deed *Laura L. Hansen*
to Condominium Units.

SUBSCRIBED AND SWORN to before me this 22 day of July, 1987 *Jeanne C. Smith*

NOTARY PUBLIC
Residing in: *Ogden, Utah*
C-3-92

My Commission Expires:

C-11 We the undersigned owner(s) of condominium unit number 1 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 12 day of July, 1987 *Laura L. Hansen*
Resident as they appear on Deed *Laura L. Hansen*
to Condominium Units.

SUBSCRIBED AND SWORN to before me this 12 day of July, 1987 *Jeanne C. Smith*

NOTARY PUBLIC
Residing in: *Ogden, Utah*
C-7/99

913 We the undersigned owner(s) of condominium unit number 1 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 1 day of June, 1987 *Jeanne C. Smith*

Resident as they appear on Deed *Laura L. Hansen*
to Condominium Units.

SUBSCRIBED AND SWORN to before me this 1 day of June, 1987 *Jeanne C. Smith*

NOTARY PUBLIC
Residing in: *Ogden, Utah*
C-12

My Commission Expires:

914 We the undersigned owner(s) of condominium unit number 1 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 20 day of July, 1987 *Floyd T. Bush* *Floyd T. Bush*
Resident as they appear on Deed *Laura L. Hansen*
to Condominium Units.

SUBSCRIBED AND SWORN to before me this 20 day of July, 1987 *Laura L. Hansen*

NOTARY PUBLIC
Residing in: *Ogden, Utah*
C-17/99

My Commission Expires:

915 We the undersigned owner(s) of condominium unit number 1 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 12 day of July, 1987 *Laura L. Hansen* *Laura L. Hansen*
Resident as they appear on Deed *Laura L. Hansen*
to Condominium Units.

SUBSCRIBED AND SWORN to before me this 12 day of July, 1987 *Wilma J. Miller*

NOTARY PUBLIC
Residing in: *Ogden, Utah*
C-17/99

My Commission Expires:

916 We the undersigned owner(s) of condominium unit number 1 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suite Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 2510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning; therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 1 day of June, 1987 *Jeanne C. Smith*

Resident as they appear on Deed *Laura L. Hansen*
to Condominium Units.

SUBSCRIBED AND SWORN to before me this 1 day of June, 1987 *Jeanne C. Smith*

NOTARY PUBLIC
Residing in: *Ogden, Utah*
C-12

My Commission Expires:

SB#1582 SEC 267

1002 We the undersigned owner(s) of condominium unit number 1002 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 3510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 5 day of July 1987

Robert A. Salley
Signature
Name(s) as they appear on Deed
to Condominium Units

SUBSCRIBED AND SWORN TO before me this 6 day of

July 1987

Robert A. Salley
Signature
NOTARY PUBLIC
Residing In: Ogden, Ut.

My Commission Expires: 3-18-91

1006 We the undersigned owner(s) of condominium unit number 1006 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 3510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 21 day of July 1987

Robert A. Salley
Signature
Name(s) as they appear on Deed
to Condominium Units

SUBSCRIBED AND SWORN TO before me this 21st day of

July 1987

Robert A. Salley
Signature
NOTARY PUBLIC
Residing In: Ogden, Ut.

My Commission Expires: 10/7/89

1102 We the undersigned owner(s) of condominium unit number 1102 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 3510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 11 day of July 1987

Robert A. Salley
Signature
Name(s) as they appear on Deed
to Condominium Units

SUBSCRIBED AND SWORN TO before me this 11th day of

July 1987

Robert A. Salley
Signature
NOTARY PUBLIC
Residing In: Ogden, Ut.

My Commission Expires: 1-7-91

We the undersigned owners(s) of condominium unit number 1002 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 3510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 21st day of July 1987

Robert A. Salley
Signature
Name(s) as they appear on Deed
to Condominium Units

SUBSCRIBED AND SWORN TO before me this 21st day of

July 1987

Robert A. Salley
Signature
NOTARY PUBLIC
Residing In: Ogden, Ut.

My Commission Expires: 6/9/89

We the undersigned owner(s) of condominium unit number 1002 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 3510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 21st day of July 1987

Robert A. Salley
Signature
Name(s) as they appear on Deed
to Condominium Units

SUBSCRIBED AND SWORN TO before me this 21st day of

July 1987

Robert A. Salley
Signature
NOTARY PUBLIC
Residing In: Ogden, Ut.

My Commission Expires: 1-10-91

We the undersigned owner(s) of condominium unit number 1102 in the Ben Lomond Suites Condominium Project (the "Project") and Members of the Ben Lomond Suites Owners Association (the "Association") do hereby irrevocably appoint RSH Co., a Utah corporation, 3510 Washington Boulevard, Ogden, Utah, as my true and lawful attorney-in-fact and in my name, place, and stead, and on my behalf, and for my use and benefit, to sign, execute and deliver any amendments to the Declaration of Condominium or the Record of Survey Map filed in connection with the Project, provided that such amendments relate to the renovation or redesigning of the basement or floors 2 and 3 of the Project, and to sign, execute and deliver any other documents necessary to complete such renovation and redesigning.

RSH Co. is the General Partner of RSH Ltd., the Utah limited partnership that will be obtaining financing for such renovation and redesigning, therefore RSH Co. is an interested party with respect to this Power of Attorney. This Power of Attorney shall be irrevocable as long as any amounts remain outstanding on any loans advanced for the renovation or redesigning of the basement or floors 2 and 3 of the Project.

DATED this 11 day of July 1987

Robert A. Salley
Signature
Name(s) as they appear on Deed
to Condominium Units

SUBSCRIBED AND SWORN TO before me this 11th day of

July 1987

Robert A. Salley
Signature
NOTARY PUBLIC
Residing In: Ogden, Ut.

My Commission Expires: 1-7-91

100-1
I, the undersigned owner(s) of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suites Owners Association (the
"Association"), do hereby irrevocably appoint RSM Co., a Utah
corporation, 2510 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement of floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSM Co. is the general Partner of RSM Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSM Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
of floors 2 and 3 of the Project.

Dated this 24 day of June 1987.

Peggy W. Critchlow, *Peggy J. Critchlow*
Handwritten Signature
Notary Public

Handwritten Signature on behalf
of Condominium Unit #1

SWORN TO before me this 24 day of
June 1987
Suzanne Ann Abbott
Notary Public
Residing in
Morgan, Utah

Commission Expires:
12/8/90

108
I, the undersigned owner(s) of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suites Owners Association (the
"Association"), do hereby irrevocably appoint RSM Co., a Utah
corporation, 2510 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement of floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSM Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
of floors 2 and 3 of the Project.

DATED this 24 day of June 1987.

John C. Lewis, *John C. Lewis*
Handwritten Signature
Notary Public

Handwritten Signature
Notary Public
Residing in
Roy, Utah

Commission Expires:
12/8/90

108
Dated this 24 day of June 1987.
Donna S. Chambers
Notary Public
Residing in
Roy, Utah

BUREAU FILE NUMBER: 269
BUREAU FILE NUMBER: 269

100-1
I, the undersigned owner(s) of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suites Owners Association (the
"Association"), do hereby irrevocably appoint RSM Co., a Utah
corporation, 2510 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement of floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSM Co. is the general Partner of RSM Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSM Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
of floors 2 and 3 of the Project.

Dated this 24 day of June 1987.

John C. Lewis, *John C. Lewis*
Handwritten Signature
Notary Public

108
I, the undersigned owner(s) of condominium unit number 1
in the Ben Lomond Suites Condominium Project (the "Project")
and Members of the Ben Lomond Suites Owners Association (the
"Association"), do hereby irrevocably appoint RSM Co., a Utah
corporation, 2510 Washington Boulevard, Ogden, Utah, as my true
and lawful attorney-in-fact and in my name, place, and stead
and on my behalf, and for my use and benefit, to sign, execute
and deliver any amendments to the Declaration of Condominium or
the Record of Survey Map filed in connection with the Project,
provided that such amendments relate to the renovation or
redesigning of the basement of floors 2 and 3 of the Project,
and to sign, execute and deliver any other documents necessary
to complete such renovation and redesigning.

RSM Co. is the General Partner of RSM Ltd., the Utah limited
partnership that will be obtaining financing for such renovation
and redesigning, therefore RSM Co. is an interested party with
respect to this Power of Attorney. This Power of Attorney shall
be irrevocable as long as any amounts remain outstanding on any
loans advanced for the renovation or redesigning of the basement
of floors 2 and 3 of the Project.

Dated this 24 day of June 1987.

John C. Lewis, *John C. Lewis*
Handwritten Signature
Notary Public