

WHEN RECORDED, RETURN TO:

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00665954 BK1553 PG00008-00013

ALAN SPRIGGS, SUMMIT CO RECORDER
2003 JUL 18 12:10 PM FEE \$22.00 BY DMG
REQUEST: COALITION TITLE

**SECOND SUPPLEMENTAL DECLARATION
TO THE MASTER DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS OF FLAGSTAFF, A PLANNED COMMUNITY**

THIS SECOND SUPPLEMENTAL DECLARATION TO THE MASTER DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF FLAGSTAFF, A PLANNED COMMUNITY ("Supplemental Declaration"), dated as of the 18 day of July, 2003, by United Park City Mines Company, a Delaware corporation ("Declarant"), amends that certain Master Declaration of Covenants, Conditions and Restrictions of Flagstaff, a planned community dated June 28, 2002, and recorded June 28, 2002 in the office of the Recorder of Summit County, Utah, as Entry No. 623450, Book 1457, Page 747, as amended by the Supplemental Declaration and Amendment to the Master Declaration of Covenants, Conditions and Restrictions of Flagstaff, a Planned Community, dated October 21, 2002, and recorded October 22, 2002, in the office of the Recorder of Summit County, Utah, as Entry No. 635722, Book 1481, Page 1538 (together, the "Original Declaration"). The Original Declaration, as amended and supplemented pursuant to this Second Supplemental Declaration, is collectively referred to herein as the "Declaration," which term, shall for all purposes thereof or of any related document, mean and refer to the Declaration as so amended, supplemented, or otherwise modified. All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Declaration.

- A. Blue Ledge Corporation subjected certain real property located in Summit County, Utah to the Original Declaration.
- B. The Original Declaration established an association known as the Flagstaff Master Owners Association, Inc., a Utah non-profit corporation ("Master Association"), which is responsible for governing Flagstaff on matters of common concern as more particularly described in the Original Declaration.
- C. The Original Declaration provides that Declarant shall have the right and option, from time to time at any time to amend the provisions of the Declaration and to subject property to additional restrictions by the recordation of a Supplemental Declaration, which shall be effective upon filing for recordation, unless otherwise provided therein.
- D. Pursuant to the provisions of Article XVI of the Original Declaration, Declarant desires to subject the real property located in Summit County, Utah ("Subject Property") more particularly described on Exhibit A attached hereto and made a part hereof to the provisions of the Declaration.

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E. Declarant owns all of the Subject Property.

F. Declarant is executing and delivering this Second Supplemental Declaration for the purpose of subjecting the Subject Property to the provisions of the Declaration.

NOW, THEREFORE, in consideration of the foregoing premises, Declarant hereby declares and states as follows:

1. Subject Property.

(a) The Subject Property is hereby subjected to the Declaration, and shall be held, transferred, sold, conveyed and occupied subject to the covenants, restrictions, easements, charges and liens of the Declaration, which provisions are hereby ratified, approved and confirmed, with the same force and effect as if fully set forth herein and made again as of the date hereof and subject to the jurisdiction of the Master Association.

(b) The Land Use Classification, Neighborhood, density allocation and certain other restrictions affecting the Subject Property are yet to be established and when established shall be set forth in a further Supplemental Declaration to be recorded with respect to the Subject Property.

2. The provisions of the Declaration shall run with the Subject Property and shall be binding upon all parties having any right, title, or interest in the Subject Property or any part thereof, their heirs, successors and assigns and shall inure to the benefit of each owner thereof.

4. This Second Supplemental Declaration shall be effective as of the date of its recordation in the office of the Recorder of Summit County, Utah.

IN WITNESS WHEREOF, the Declarant has executed and delivered this Second Supplemental Declaration as of the date and year first above written.

UNITED PARK CITY MINES COMPANY,
a Delaware corporation

By: 

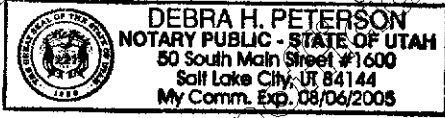
Name: Mark Thorne

Title: Vice-President

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STATE OF UTAH)
 : ss.
COUNTY OF Salt Lake)

The foregoing instrument was acknowledged before me this 15th day of July, 2003 ,
by Mark Thorne , as Vice Pres of United Park City Mines
Company, a Delaware corporation.



Debra H. Peterson
NOTARY PUBLIC

My Commission Expires:

Residing at:

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**EXHIBIT A
TO
SECOND SUPPLEMENTAL DECLARATION**

(Description of Subject Property)

(Serial Nos. S-98)

The real property referred to in this Supplemental Declaration as the Subject Property is located in Summit County, Utah and is more particularly described as:

The following parcels established by Ordinance No. 03-11, An Ordinance Approving A Four Parcel Metes and Bonds Subdivision at Flagstaff Mountain Village, Park City, Utah, dated April 17, 2003, a Certificate of Approval for which dated April 17, 2003, was recorded May 5, 2003, in the records of the Summit County Recorder, as Entry No. 657115, in Book 1532, at Page 718:

CGP PARCEL I A

A parcel of land located in the northeast quarter of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian.

Beginning at a point that is North 88°09'24" East 93.48 feet along Section Line and South 1169.39 feet from the north quarter corner of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian; and running thence North 09°03'53" East 188.41 feet; thence North 17°47'47" West 102.41 feet; thence North 08°48'47" West 184.89 feet; thence North 27°56'12" West 29.67 feet; thence North 62°03'48" East 22.77 feet; thence North 55°44'19" East 101.85 feet; thence North 78°05'46" East 32.40 feet; thence South 68°38'07" East 41.06 feet to a point on a 45.00 foot radius curve to the left; thence easterly along the arc of said curve 117.78 feet (chord bears South 74°09'44" East 86.92 feet) to a point on a 15.00 foot radius reverse curve to the right of which the radius point bears South 59°08'28" East; thence northeasterly along the arc of said curve 11.62 feet through a central angle of 44°23'39" to a point on a 47.00 foot radius compound curve to the right of which the radius point bears South 14°44'49" East; thence easterly along the arc of said curve 43.39 feet through a central angle of 52°53'38"; thence South 51°51'12" East 107.93 feet to a point on a 375.00 foot radius curve to the left of which the radius point bears North 38°08'48" East; thence easterly along the arc of said curve 371.95 feet through a central angle of 56°49'49" to a point on a 15.00 foot radius reverse curve to the right of which the radius point bears South 18°41'01" East; thence easterly along the arc of said curve 18.69 feet through a central angle of 71°24'14" to a point on the southerly line of the Marsac Avenue Right of Way, according to the official plat thereof on file and of record in the office of the recorder, Summit County, Utah; thence along the southerly line of the Marsac Avenue Right of Way the following three (3) courses: 1) South 37°16'47" East 62.90 feet to a point on a 425.00 foot radius curve to the left of which the radius point bears North 52°43'13" East; thence 2) southeasterly along the arc of said curve 110.79 feet through a central angle of 14°56'10"; thence 3) South 52°12'57" East 74.75 feet; thence South 41°23'39" West 262.38 feet; thence North 77°28'34"

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West 189.26 feet; thence North 86°52'45" West 196.66 feet; thence South 75°02'27" West 190.91 feet; thence South 80°22'11" West 155.52 feet to the Point of Beginning.

Description contains 7.54 acres.

CGP PARCEL I B

A parcel of land located in the northeast quarter of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian.

Beginning at a point that is North 88°09'24" East 64.11 feet along Section Line and South 348.33 feet from the north quarter corner of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian; and running thence North 03°42'27" West 181.80 feet; thence North 89°36'26" East 354.76 feet to a point on the southerly line of the Marsac Avenue Right of Way, according to the official plat thereof on file and of record in the office of the recorder, Summit County, Utah, and on a 725.00 foot radius curve to the right; thence along the southerly line of the Marsac Avenue Right of Way the following five (5) courses: 1) southerly along the arc of said curve 21.56 feet (chord bears South 13°23'27" East 21.56 feet) to a point on a 425.00 foot radius reverse curve to the left of which the radius point bears North 77°27'40" East; thence 2) southeasterly along the arc of said curve 245.75 feet through a central angle of 33°07'47" to a point on a 975.00 foot radius reverse curve to the right of which the radius point bears South 44°19'52" West; thence 3) southeasterly along the arc of said curve 288.14 feet through a central angle of 16°55'57" to a point on a 375.00 foot radius reverse curve to the left of which the radius point bears North 61°15'49" East; thence 4) southeasterly along the arc of said curve 55.92 feet through a central angle of 08°32'36"; thence 5) South 37°16'47" East 41.31 feet to a point on a 15.00 foot radius curve to the right of which the radius point bears South 52°43'13" West; thence southerly along the arc of said curve 29.75 feet through a central angle of 113°39'10" to a point on a 325.00 foot radius compound curve to the right of which the radius point bears North 13°37'37" West; thence westerly along the arc of said curve 293.68 feet through a central angle of 51°46'25"; thence North 51°51'12" West 107.93 feet to a point on a 97.00 foot radius curve to the left of which the radius point bears South 38°08'48" West; thence northwesterly along the arc of said curve 32.19 feet through a central angle of 19°00'59"; thence North 10°03'54" West 45.64 feet; thence North 10°26'27" East 50.68 feet; thence North 46°17'19" West 100.92 feet; thence North 71°43'44" West 236.35 feet to the Point of Beginning.

Description contains 4.11 acres.

CGP PARCEL I C

A parcel of land located in the northwest quarter of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian.

Beginning at a point that is North 88°09'24" East 2021.31 feet along Section Line and South 603.08 feet from the northwest corner of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian, said point also being on the southerly line of the Marsac Avenue Right of Way, according to the official plat thereof on file and of record in the office of the recorder, Summit County, Utah; and running thence North 85°30'52" East 129.46 feet; thence North

57°41'29" East 151.08 feet; thence North 50°01'04" East 195.25 feet; thence North 57°59'57" East 213.73 feet; thence South 00°37'34" East 358.74 feet; thence South 00°49'54" West 60.81 feet to a point on a 1025.00 foot radius curve to the right; thence southwesterly along the arc of said curve 300.36 feet (chord bears South 58°25'03" West 299.28 feet); thence North 23°11'16" West 50.00 feet; thence South 66°48'44" West 12.88 feet to a point on a 815.86 foot radius curve to the left of which the radius point bears South 23°11'16" East; thence southwesterly along the arc of said curve 378.29 feet through a central angle of 26°33'58" to a point on a 292.28 foot radius reverse curve to the right of which the radius point bears North 49°45'13" West; thence southwesterly along the arc of said curve 25.69 feet through a central angle of 05°02'08"; thence North 08°56'35" West 82.91 feet; thence North 63°10'40" West 94.29 feet to a point on the southerly line of the Marsac Avenue Right of Way and on a 215.00 foot radius curve to the left; thence along the southerly line of the Marsac Avenue Right of Way the following three (3) courses: 1) northerly along the arc of said curve 26.84 feet (chord bears North 15°18'49" East 26.83 feet); thence 2) North 11°44'12" East 109.47 feet to a point on a 509.74 foot radius curve to the right of which the radius point bears South 78°15'48" East; thence 3) northeasterly along the arc of said curve 208.55 feet through a central angle of 23°26'29" to the Point of Beginning.

Description contains 5.74 acres.

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