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WHEN RECORDED, PLEASE MAIL TO:

Parr Waddoups Brown Gee & Loveless
Attn: Robert A. McConnell
185 South State Street, Suite 1300
Salt Lake City, Utah 84111-1537

7782683
12/18/2000 04:42 PM 59.00
Book - 8408 Pg - 9050-9054
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
PARR WADDOUPS BROWN GEE &
185 S STATE #1300 LOVELESS
SLC UT 84111-1536
BY: RDJ, DEPUTY - WI 5 P.

Space above for County Recorder's use

**Assignment and Assumption of
Declarant's Interest under the
Declaration of Condominium for
Oquirrh Park Phase 2 Condominiums**

This Assignment and Assumption of Declarant's Interest under the Declaration of Condominium for Oquirrh Park Phase 2 Condominiums ("Assignment") is made as of December 12th, 2000, by and among Maxim Homes, Inc., an Arizona corporation, hereinafter referred to as "Assignor," and Oquirrh Shadows II, LLC, a Utah limited liability company, hereinafter referred to as "Assignee," whose address is 4198 East Prospector Drive, Salt Lake City, Utah 84121.

RECITALS:

A. Assignor is the declarant ("Declarant") under that certain Declaration of Condominium for Oquirrh Park Phase 2 Condominiums dated as of September, 1999, and recorded September 30, 1999, as Entry Number 7478251 in Book 8312 at Pages 7991-8061 of the Official Records of Salt Lake County, Utah (the "Declaration").

B. Pursuant to Section 20.05 of the Declaration, Assignor may assign the Declarant's rights and powers ("Declarant's Interest") under the Declaration by a written recorded instrument expressly assigning such rights and powers.

C. Assignor and Assignee entered into a Purchase Agreement pursuant to which Assignee purchased from Assignor certain real property (the "Land") identified on Exhibit A hereto, which Land is the same Land as is the subject of the Declaration.

D. Pursuant to Assignee's acquisition of the Land, Assignor has agreed to assign and Assignee has agreed to fully assume all of Assignor's Declarant's Interest with respect to the Declaration.

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AGREEMENT:

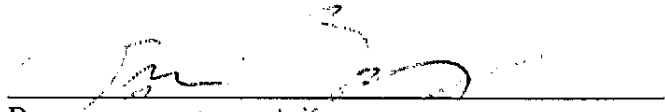
NOW, THEREFORE, in consideration of the mutual covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby agree as follows:

1. Assignor hereby assigns to Assignee all of Assignor's Declarant's Interest under the Declaration.
2. Assignee hereby assumes and agrees to perform and abide by all obligations and responsibilities of Declarant under the Declaration arising from and after December 12th, 2000.
3. The terms and provisions of the Declaration and this Assignment shall inure to the benefit of, and be binding upon, the parties hereto and their respective heirs, officers, employees, representatives, agents, members, successors, and assigns.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment by and through their respective, duly authorized representatives as of the dates set forth below.


"Assignor"

Maxim Homes, Inc., an Arizona corporation


By: _____
Its: Golden Realty
Date: 12-12-00

"Assignee"

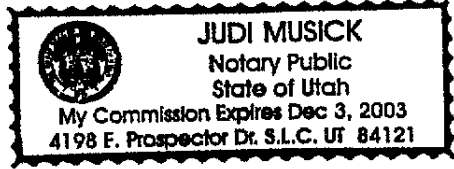
Oquirrh Shadows II, LLC, a Utah limited liability company


Terry C. Diehl, Manager
Date: 12-12-00

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

The foregoing Assignment and Assumption was acknowledged before me this 12th day of December, 2000, by Brian Brady, the President of Maxim Homes, Inc.

Judi Musick
Notary Public



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

The foregoing Assignment and Assumption was acknowledged before me this 12th day of December, 2000, by Terry C. Diehl, the Manager of Oquirrh Shadows II, LLC.

Judi Musick
Notary Public

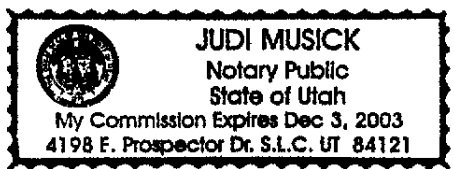


EXHIBIT A
to
Assignment and Assumption of Declarant's Interest
under the
Declaration of Condominium for Oquirrh Park Phase 2 Condominiums

(Description of the Land)

TRACT-1

Beginning at a point which lies South 00°00'01" East 1951.04 feet along the East section of Section 18, and South 89°59'59" West 40.00 feet from the Northeast corner of Section 18, Township 3 South, Range 1 West, Salt Lake Base & Meridian said point being a point on the West right-of-way line of 4000 West Street; and traversing thence

South 00°00'01" East 2303.20 feet along said right-of-way; thence leaving said right-of-way

North 29°31'50" West	2406.46 feet; thence
North 53°02'25" East	233.42 feet; thence
North 57°51'35" East	156.79 feet; thence
North 62°49'11" East	155.48 feet; thence
North 67°00'06" East	105.61 feet; thence
North 71°05'14" East	153.23 feet; thence
South 26°56'13" East	143.37 feet; thence
South 15°14'18" East	109.86 feet; thence
North 75°57'31" East	102.82 feet; thence
North 80°05'03" East	101.47 feet; thence
North 83°15'42" East	70.29 feet; thence
North 86°50'24" East	123.20 feet; to the point of beginning.

contains 1,498,797 sf or 34.41 acres more or less

TRACT-2

Beginning at a point which lies South 00°00'01" East 2021.73 feet along the West section line of Section 17, and North 89°59'59" East 40.00 feet from the Northwest corner of Section 17, Township 3 South, Range 1 West, Salt Lake Base & Meridian and traversing thence

North 89°59'59" East	96.38 feet to the beginning of a 525.00-foot radius curve to the right; thence
Southeasterly 828.33 feet along the arc of said curve through a central angle of 90°23'59"; thence	
South 00°23'58" West	93.60 feet; thence
North 89°36'02" West	620.73 feet; thence
North 00°00'01" West	617.93 feet to the point of beginning.

contains 326,138 sf or 7.49 acres more or less

RXLP OQUIRRH PARK PH 2 CONDO B FLG	BLK/BLDG	IND FLG	LOT/QUAR	BLK, LOT-QUAR PARCEL NUMBER	OBSOLETE
		U	1	27-18-426-001-0000	NO
		U	2	27-18-426-002-0000	NO
		U	3	27-18-426-003-0000	NO
		U	4	27-18-426-004-0000	NO
		U	5	27-18-426-005-0000	NO
		U	6	27-18-426-006-0000	NO
		U	7	27-18-426-007-0000	NO
		U	8	27-18-426-008-0000	NO
		U	9	27-18-426-009-0000	NO
		U	10	27-18-426-010-0000	NO
		U	11	27-18-426-011-0000	NO
		U	12	27-18-426-012-0000	NO
		U	13	27-18-426-013-0000	NO
		U	14	27-18-426-014-0000	NO
		U	15	27-18-426-015-0000	NO
		U	16	27-18-426-016-0000	NO
		U	17	27-18-426-017-0000	NO
		U	18	27-18-426-018-0000	NO
		U	19	27-18-426-019-0000	NO
		U	20	27-18-426-020-0000	NO

RXLP OQUIRRH PARK PH 2 CONDO B FLG	BLK/BLDG	IND FLG	LOT/QUAR	BLK, LOT-QUAR PARCEL NUMBER	OBSOLETE
		U	21	27-18-426-021-0000	NO
		U	22	27-18-426-022-0000	NO
		U	23	27-18-426-023-0000	NO
		U	24	27-18-426-024-0000	NO
		U	25	27-18-426-025-0000	NO
		U	26	27-18-426-026-0000	NO
		U	27	27-18-426-027-0000	NO
		U	28	27-18-426-028-0000	NO
		U	29	27-18-426-029-0000	NO
		U	30	27-18-426-030-0000	NO
		U	31	27-18-426-031-0000	NO
		U	32	27-18-426-032-0000	NO
		U	33	27-18-426-033-0000	NO
		U	34	27-18-426-034-0000	NO
		U	35	27-18-426-035-0000	NO
		U	36	27-18-426-036-0000	NO
		U	37	27-18-426-037-0000	NO
		U	38	27-18-426-038-0000	NO
		U	39	27-18-426-039-0000	NO
		U	40	27-18-426-040-0000	NO

RXLP OQUIRRH PARK PH 2 CONDO B FLG	BLK/BLDG	IND FLG	LOT/QUAR	BLK, LOT-QUAR PARCEL NUMBER	OBSOLETE
		U	41	27-18-426-041-0000	NO
		U	42	27-18-426-042-0000	NO
		U	AREA	27-18-426-043-0000	NO
		U	AREA1	27-18-251-006-0000	NO
		U	AREA2	27-18-251-005-0000	NO
		U	AREA3	27-18-251-004-0000	NO
		U	AREA4	27-18-251-007-0000	NO
		U	AREA5	27-17-152-001-0000	NO

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