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Tawa Development, L.L.C.

After Recording Mail to:
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St. George, UT 84790

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RUSSELL SHIRTS * WASHINGTON CO RECORDER
2003 MAY 21 15:15 PM FEE \$30.00 BY AMH
FOR: DIXIE TITLE CO

**SUPPLEMENT TO DECLARATION OF CONDOMINIUMS
OF
LAS PALMAS RESORT CONDOMINIUMS II
Phase V (A Utah Expandable Condominium Community)**

TAWA DEVELOPMENT, L.L.C., as Declarant by assignment and pursuant to Article VI of the following described Declaration, hereby files this Supplement to (i) the Declaration of Condominium of Las Palmas Resort Condominiums II (a Utah Expandable Condominium Community), dated March 20, 1996, and recorded on the records of the Washington County Recorder on May 23, 1996, as Entry No. 533360, in Book 1004, at Pages 1-46 (the "Declaration"); (ii) that certain Amendment to Declaration of Condominium of Las Palmas Resort Condominiums II, a Utah Expandable Condominium Community, dated October 7, 1996, and recorded on the records of the Washington County Recorder on December 17, 1996, as Entry No. 552312, in Book 1061, at Pages 23-27; (iii) that certain Supplement to Declaration of Condominiums of Las Palmas Resort Condominiums II (a Utah Expandable Condominium Community) dated June 9, 1998, and recorded on the records of the Washington County Recorder on July 27, 1998, as Entry No. 611495, in Book 1238, at pages 779-785; (iv) that certain Supplement to Declaration of Condominiums of Las Palmas Resort Condominiums II (a Utah Expandable Condominium Community) dated June 21, 2001, and recorded on the records of the Washington County Recorder on July 6, 2001, as Entry No. 727192, in Book 1416, at Pages 1522-1529; and (v) that certain Supplement to Declaration of Condominiums of Las Palmas Resort Condominiums II (a Utah Expandable Condominium Community) dated July 3, 2002, and recorded on the records of the Washington County Recorder on March 6, 2003, as Entry No. 807368, in Book 1527, at Pages 2221-2228.

Declarant hereby adds the Additional Land located in Washington County, State of Utah, and described below, to the Las Palmas Resort Condominium II.

See Exhibit A attached hereto and incorporated herein.

Building 8 of the Project will be constructed upon the above-described property, unless prior to construction of the Building this Supplemental Declaration is voided, set aside or terminated by the Unit Owners of Building 8 and the Survey Map for Building 8 is vacated by the Unit Owners of Building 8. Said property shall include such Common Areas and Limited Common Areas as shown on the Survey Map recorded concurrently herewith. Building 8 shall consist of a three-story condominium building, without basement, and containing enclosed garages located across the street from the Units. The location and configuration of said improvements are shown on the Survey Map. The Property may also contain other improvements such as, without limitation, outdoor lighting, walkways, landscaping, and fencing. The Survey Map shows the number of the Building, the

number of Units which are included in the Building, and the general parking areas. Building 8 when constructed will be composed of the following building materials: exterior walls consisting of stucco; tile roof; interior walls of stick lumber construction with walls finished with sheet rock according to applicable building codes. The Survey Map shows each Unit number, its location, dimensions from which the Size may be determined, the Common Areas to which it has immediate access, and the Limited Common Areas, if any, reserved for each Unit. The content of Exhibit B establishes the Unit number and its Size for Building 8. The content of Exhibit C contains the following information with respect to each Unit contained in the Project: (i) Unit Number, (ii) its Size; (iii) the Percentage Interest which is assigned to and appurtenant to the Unit; and (iv) the Number of votes of the Owner of the Unit as a Member of the Association.

Until such time as Building 8 has been constructed and the Units in Building 8 have been certified for occupancy by the City of St. George, the following shall apply to the Properties affected by this Supplemental Declaration and the Survey Map recorded in connection herewith: (i) the Association shall have no jurisdiction over the Common Area (as defined in the Declaration and the Utah Condominium Ownership Act, Utah Code Ann. Sections 57-1-1, et. seq.) identified on the Survey Map; (ii) the Common Area shall not be deemed to have been established for the benefit of the Members of the Association; (iii) no voting rights in the Association shall accrue to the Owners of Units; (iv) Owners of Units shall not be subject to assessment under the Declaration; (v) neither the Association nor its Members shall have a right to access, utilize or control the Common Areas, the Units or the Property identified on the Survey Map; (vi) the Owners of Units in Building 8 shall own and hold legal title to the Units and the appurtenant Common Area; and (vii) the Owners of Units shall be subject to and receive the benefit of the Declaration, except as otherwise provided for herein. Without limiting the foregoing, upon recording of this Supplemental Declaration and the Survey Map, the property described in Exhibit A hereto shall be deemed to be annexed into and made a part of the Project.

Upon completion of construction of Building 8 and issuance of certificates of occupancy for the Units therein by the City of St. George, the foregoing shall not longer apply and the Association, its Members and Owner of Units in Building 8 shall specifically have the following rights in addition to all others provided for in the Declaration, as the same is amended and supplemented from time to time: (i) the Association shall have jurisdiction over the Common Area (as defined in the Declaration and the Utah Condominium Ownership Act, Utah Code Ann. Sections 57-1-1, et. seq.) identified on the Survey Map; (ii) the Common Area shall be deemed to have been established for the benefit of the Members of the Association; (iii) voting rights in the Association shall accrue to the Owners of Units; (iv) Owners of Units shall be subject to assessment under the Declaration; (v) the Association and its Members shall have the right to access, utilize and manage the Common Areas, the Units or the Property, as provided for in the Declaration.

Capitalized terms in this Supplemental Declaration are defined and shall have such meaning as given to them in the Declaration, unless the context requires otherwise

Declarant hereby reserves all rights, powers and authority granted to it in the Declaration of

Condominium of Las Palmas Resort Condominiums II dated March 20, 1996, and recorded May 23, 1996, as Entry No. 533360, in Book 1004, at Pages 1-46, as amended and supplemented. Subject to the terms of this Supplemental Declaration, all property subject to this Supplemental Declaration shall be subject to the terms and conditions of the Declaration of Condominium of Las Palmas Resort Condominiums II, together with that certain amendment to the Declaration of Las Palmas Resort Condominiums dated October 7, 1996, and all other amendments and supplements to the Declaration.

DATED this 7th day of March, 2003.

DECLARANT:
Tawa Development, L.L.C.

By: [Signature]
Jeff Chapman, Manager

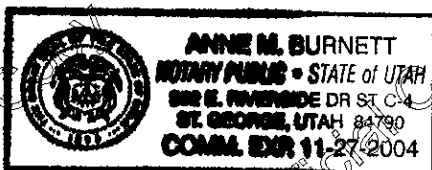
By: [Signature]
Ronald W. Snow, Manager

STATE OF UTAH,)
:SS.
County of Washington.)

On this 7th day of March, 2003, personally appeared before me Jeff Chapman, who being personally known to me (or satisfactorily proved to me), and who being by me duly sworn did say that he is a Manager of Tawa Development, L.L.C., a Utah limited liability company, and that he executed the foregoing Supplemental Declaration on behalf said limited liability company being authorized and empowered to do so by the operating agreement of said company or resolution of its managers, and he/she acknowledged before me that such company executed the same for the uses and purposes stated therein.

[Signature]
Notary Public

STATE OF UTAH,)
:SS.
County of Washington.)



On this 7th day of March, 2003, personally appeared before me Ronald W. Snow, who being personally known to me (or satisfactorily proved to me), and who being by me duly sworn did say that he is a Manager of Tawa Development, L.L.C., a Utah limited liability company, and that he executed the foregoing Supplemental Declaration on behalf said limited liability company being authorized and empowered to do so by the operating agreement of said company or resolution of its managers, and he/she acknowledged before me that such company executed the same for the uses

and purposes stated therein.

Anne M. Burnett
Notary Public



EXHIBIT A
Phase V

Real Property located in Washington County, Utah

LEGAL DESCRIPTION

Beginning at the Southeast Corner of Las Palmas Resort Condominiums II, Phase I as found on record at the Washington County Recorder's Office as Entry No. 533359, said point being South 88°45'14" East 1,157.43 feet along the center section line and North 543.35 feet from the West Quarter Corner of Section 35, Township 42 South, Range 16 West, Salt Lake Base & Meridian, and running;

thence northeasterly, northwesterly and northeasterly the following (3) courses along the easterly line of Las Palmas Resort Condominiums II, Phase I;

thence North 16°51'42" East 49.00 feet;

thence North 73°08'18" West 21.46 feet;

thence North 16°40'51" East 209.02 feet;

thence South 72°41'51" East 141.22 feet;

thence South 00°32'25" West 267.72 feet;

thence North 73°08'18" West 194.34 feet to the Point of Beginning

Containing 44,874 square feet or 1.030 acres.

BASIS OF BEARING NARRATIVE

Considering the Basis of Bearing of this description is a calculated line between the West Quarter Corner of Section 35 and the North Quarter Corner of Section 35, which is North 46°06'52" East.

EXHIBIT B
PHASE V

UNIT NUMBER

UNIT SIZE

801	2311
802	1971
803	2311
804	2347
805	2003
806	2347
807	2347
808	2003
809	2347

EXHIBIT C
PHASE V

(This Exhibit C amends and replaces Exhibit B to the Declaration of Condominium at Las Palmas Resort II)

<u>UNITS</u>	<u>SIZE</u>	<u>PERCENTAGE INTEREST</u>	<u>VOTES</u>
601	1375	.798	798
602	1910	1.108	1108
603	1684	.976	976
604	1451	.843	843
605	1375	.798	798
606	1910	1.108	1108
607	1684	.976	976
608	1451	.843	843
609	1375	.798	798
610	1910	1.108	1108
611	1684	.976	976
612	1451	.843	843
	19260	11.175	11175
701	1375	.798	798
702	1910	1.108	1108
703	1684	.976	976
704	1451	.843	843
705	1375	.798	798
706	1910	1.108	1108
707	1684	.976	976
708	1451	.843	843

709	1375	.798	798
710	1910	1.108	1108
711	1684	.976	976
712	1451	.843	843
	19260	11.175	11175
801	2311	1.342	1342
802	1971	1.143	1143
803	2311	1.341	1341
804	2347	1.361	1361
805	2003	1.162	1162
806	2347	1.361	1361
807	2347	1.361	1361
808	2003	1.162	1162
809	2347	1.361	1361
	19987	11.594	11594
901	1375	.798	798
902	1910	1.108	1108
903	1684	.976	976
904	1451	.843	843
905	1375	.798	798
906	1910	1.108	1108
907	1684	.976	976
908	1451	.843	843
909	1375	.798	798
910	1910	1.108	1108

911	1684	.976	976
912	1451	.843	843
	19260	11.175	11175
1001	868	.504	504
1002	1440	.835	835
1003	1915	1.111	1111
1004	1685	.977	977
1005	1346	.781	781
1006	1362	.790	790
1007	868	.504	504
1008	1440	.835	835
1009	1915	1.111	1111
1010	1685	.977	977
1011	1346	.781	781
1012	1362	.790	790
1013	868	.504	504
1014	1440	.835	835
1015	1915	1.111	1111
1016	1685	.977	977
1017	1346	.781	781
1018	1362	.790	790
	25848	14.994	14994
1201	1147	.665	665
1202	1147	.665	665
1203	1147	.665	665

1204	1147	.665	665
1205	1147	.665	665
1206	1147	.665	665
1207	1147	.665	665
1208	1147	.665	665
1209	1147	.665	665
1210	1147	.665	665
1211	1147	.665	665
1212	1147	.665	665
1213	1147	.665	665
1214	1147	.665	665
1215	1147	.665	665
1216	1147	.665	665
1217	1147	.665	665
1218	1147	.665	665
1219	1147	.665	665
1220	1147	.665	665
1221	1147	.665	665
	24087	13.965	13965
1701	1346	.78078	781
1702	1578	.91536	915
1703	2000	1.16016	1160
1704	1578	.91536	915
1705	1735	1.00643	1006
1706	1346	.78078	781
1707	1578	.91536	915

1708	2000	1.16016	1160
1709	1578	.91536	915
1710	1735	1.00643	1006
1711	1346	.78078	781
1712	1578	.91536	915
1713	2000	1.16016	1160
1714	1578	.91536	915
1715	1735	1.00643	1006
	24711	14.334	14331
1901	1735	1.00643	1006
1902	2000	1.16016	1160
1903	1578	.91536	915
1904	1346	.78078	781
1905	1735	1.00643	1006
1906	2000	1.16016	1160
1907	1578	.91536	915
1908	1346	.78078	781
1909	1735	1.00643	1006
1910	2000	1.16016	1160
1911	1578	.91536	915
1912	1346	.78078	781
	19977	11.588	11586
111 Units	172390	100%	99999