

**SECOND AMENDMENT TO
DECLARATION OF PLANNED UNIT DEVELOPMENT OF
MOUNTAIN VIEW RETIREMENT COMMUNITY LLC**

PHASE II

THIS SECOND AMENDMENT TO DECLARATION OF PLANNED UNIT DEVELOPMENT OF MOUNTAIN VIEW RETIREMENT COMMUNITY LLC, is made by NATHAN K. DONE and MARION W. DONE, in their capacity as President and Secretary, respectively, of the MOUNTAIN VIEW RETIREMENT COMMUNITY LLC PUD ASSOCIATION (the "Association") at the direction of the Association's Management Committee.

RECITALS:

A. On or about December 9, 1997, the Declaration of Planned Unit Development of Mountain View Retirement Community LLC (the "Declaration"), consisting of 36 pages, including Exhibits "A", "AA", "B", and "C", together with an amendment to such Declaration, was filed for record by RONALD J. MOODY as Declarant, as Entry No. 672550 recorded in Book 780, Pages 614 through 649 in the official records of the Cache County, Utah Recorder.

B. The original Declaration contemplated that the PUD would be expanded at some point in the future.

C. The PUD is now being expanded to include additional property that shall be subject to the original Declaration, as amended.

D. The Declaration also contained a few minor errors that require correction, which errors shall be addressed in this Second Amendment.

NOW, THEREFORE, the Association declares and certifies as follows:

1. Additional Property. The Association hereby submits additional real property to the Declaration, as amended, which real property is located in Cache County, Utah and is more fully described on the attached Exhibit "D" (the "Additional Property"). This Additional Property is contiguous to the property previously submitted and made subject to the Declaration originally.

2. Limited Common Areas. The Additional Property includes certain limited common areas, as more fully set forth on the survey map of Phase II of the Mountain View Retirement Community recorded concurrently herewith. All such limited common areas designated on the survey map of Phase II shall be subject to the same limitations and restrictions of limited common areas as set forth in the original Declaration.

3. Common Areas. The owners of units constructed on the Additional Property shall also have an interest in all Common Areas identified in either phase of the Mountain View

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MICHAEL L GLEED, RECORDER - FILED BY MG
CACHE COUNTY, UTAH
FOR PROVIDENCE CITY

Retirement Community, and a reallocation of individual interests in the Common Areas is set forth on the attached amended Exhibit "AA".

4. Corrective Amendments. The following paragraphs in the original Declaration are hereby amended as follows:

a. Article III, paragraph 17 is amended to read as follows:

17. Legal Description of a Unit. Each conveyance or contract for the sale of a Unit and every other instrument affecting title to a Unit may describe that Unit by the letter and number shown on the Map with appropriate reference to the Map and to this Declaration, as each shall appear on the Records of the County Recorder of Cache County, State of Utah, and in substantially the following form:

Unit _____ in Phase _____, as shown in the Record of Survey Map for the "MOUNTAIN VIEW RETIREMENT COMMUNITY LLC" appearing in the Records of the County of Cache, in Book _____, Page _____ and as defined and described in the Declaration, appearing in such Records in Book 780, Page 614, as amended, which amendment to the Declaration appears in such records in Book _____, Page _____. This conveyance is subject to the provisions of the aforesaid Declaration, as amended, of the Mountain View Retirement Community LLC.

Such description will be construed to describe the Unit, together with an Undivided Interest in and to the Common Areas as the same is established and identified in the Declaration and Map referred to herein above, and incorporate all the rights incident to Ownership of the Unit and all of the limitations of such Ownership as described in this Declaration.

b. Article III, paragraph 26 is amended to read as follows:

26. Service of Process. Service of process shall be received by Robbins' Management Company, 1175 East Hwy 189, Payson, Utah 84651. The agent shall be Lynn E. Robbins at 430 South 600 West, Santaquin, Utah 84651, Phone No. (801) 754-3233. She shall serve as agent for service of process in cases authorized by the Act. The Management Committee shall, however, have the right to appoint a successor or substitute process agent. Such successor or substitute agent and his or her address shall be specified by an appropriate instrument filed in the office of the County Recorder of Cache County, State of Utah.

c. Article IV, paragraph 1(d) is hereby deleted from the Declaration.

d. Article IV, paragraph 1(e) is hereby deleted from the Declaration.

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e. Article IV, paragraph 5 is hereby amended to read as follows:

5. Compatibility with Structures in the Initial Project. Declarant (or his successor in interest) intends to erect structures on any portion of the additional land added to the project that will be compatible with the structures on the land initially within the project. However, Declarant (or his successor in interest) hereby reserves the right to select the design and configuration of any improvements erected on any portion of the additional land added to the project that in the judgment of the Declarant (or his successor in interest) may be required to achieve the best development of the property provided that such improvements are consistent with the improvements on the land initially within the project and meet the conditions imposed upon the project when approved by Providence City, or amended hereafter. Declarant (or his successor in interest) must build said improvements in accordance with an approved plan for the total development of the project supported by detailed plats and plans.

5. Recordation of Declaration. In connection with the recordation of the original Declaration, there appears to be an error in the order of pages recorded with the original Declaration. Specifically, in Book 780 at Page 636, there is recorded a page that contains the first part of Article III of the Association Bylaws attached as Exhibit "C" to the Declaration. This page is recorded out of order and should be read as if it were recorded between pages 641 and 642 of Book 780.

6. Capitalized Terms. All capitalized terms used herein shall have the meanings ascribed thereto in the Declaration.

7. Reaffirmation of Declaration. Except as amended and modified herein, the original Declaration is hereby ratified and affirmed.

DATED this _____ day of October, 2000.

MOUNTAIN VIEW RETIREMENT
COMMUNITY LLC PUD ASSOCIATION

By Nathan K. Done
Nathan K. Done, President

ATTEST:

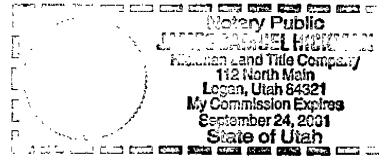
Marion W. Done
Marion W. Done, Secretary

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STATE OF UTAH)
 :SS.
 County of Cache)

On the 12th day of October, 2000, personally appeared before me NATHAN K. DONE and MARION W. DONE, who, being by me duly sworn, did say that they are the President and Secretary, respectively, of the MOUNTAIN VIEW RETIREMENT COMMUNITY LLC PUD ASSOCIATION, and that the foregoing SECOND AMENDMENT TO DECLARATION OF PLANNED UNIT DEVELOPMENT MOUNTAIN VIEW RETIREMENT COMMUNITY LLC PHASE II was signed by NATHAN K. DONE and MARION W. DONE on behalf of the Association as directed by the Association's Management Committee in accordance with Section 24, Article III of the original Declaration, and that the said officers affirmed that the foregoing Second Amendment was approved by the vote of a two-third (2/3) majority vote of the undivided ownership interest in the common areas and facilities held by the Association, and by authority of its Management Committee.


Notary Public



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EXHIBIT "D"

A part of the Northeast Quarter of Section 10, Township 11 North, Range 1 East of the Salt Lake Base and Meridian; also a part of Block 35, Plat "A" of the Providence Farm Survey, described as follows:

Beginning at a point East 312.96 feet from the Southwest corner of Lot 2 of said Block 35, said point being in the North R.O.W. line of 200 North Street, and running thence N00°19'30"W 1014.89 feet (N00°21'58"W 1014.50 feet B.R.) along a fence; thence N89°23'14"E 351.47 feet (N89°11'24"E 351.90 feet B.R.) along a fence; thence S00°45'38"E 451.27 feet (S00°39'10"E 452.08 feet B.R.) along a fence; thence N89°49'08"W 37.27 feet (36.12 feet B.R.); thence S00°00'42"E 65.75 feet; thence West 206.99 feet; thence S05°43'22"W 87.41 feet; thence S43°10'39"W 91.99 feet; thence S00°21'58"E 347.72 feet to a point in the North R.O.W. line of 200 North Street; thence West 38.00 feet to the point of beginning. Containing 4.74 acres, more or less.

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**AMENDED
EXHIBIT "AA"**

The amount of Common Area of Phase I consisting of 28 units is a total of 74,030 square feet.

The amount of Common Area of Phase II consisting of 23 units is a total of 146,083 square feet.

Therefore, the total amount of Common Area in Phase I and Phase II is 220,113 square feet. The total number of units in Phase I and Phase II is 51 units. The amount of Common Area per unit averages 4,316 square feet for Phases I and II.

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