

NOTICE OF CANCELLATION AND REINSTATEMENT
(Canyon Breeze R.V. Resort)

The undersigned, being all the current trustees of the Canyon Breeze Owners Association, a Utah non-profit corporation ("Association"), an entity organized to provide for the operation, maintenance, preservation and architectural control of residential living lots and common areas within that certain tract of property described as Canyon Breeze R.V. Resort, and to promote the health, safety and welfare of the residents of the project and any additions thereto as may hereinafter be brought within the jurisdiction of this Association, declare the following:

DESCRIPTION OF LAND

The Canyon Breeze R.V. project is located in Washington County, State of Utah. The legal description of said project more particularly described as All of Lots 1 through 186 as shown on the Official Plat of Canyon Breeze R.V. Resort, recorded on December 17, 1984 as Entry No. 269798, in Book 365 at Page 145.

SECTION ONE

On June 29, 1992, the then acting Board of Trustees of the Association recorded on the official Washington County records a Declaration of Covenants, Conditions and Restrictions of Canyon Breeze Adult Park, a/k/a Canyon Breeze Resort as Entry No. 409866, in Book 667, at pages 311-330. Said Declaration affected that certain real property in Washington County, Utah with the legal meets and bounds description as more particularly described in Exhibit A attached hereto and incorporated herein. Said Declaration is revoked and declared to be of no force and effect.

SECTION TWO

On May 19, 1993, the then acting Board of Trustees of the Association recorded on the official Washington County records a Declaration of Covenants, Conditions and Restrictions of the Canyon Breeze R.V. Resort as Entry No. 433944, in Book 728, at pages 720-741. Said Declaration affected that certain real property in Washington County, Utah with the legal meets

Snow & Jensen
St. George, Utah
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FOR: SNOW & JENSEN

and bounds description as more particularly described in Exhibit B attached hereto and incorporated herein.

SECTION THREE

The original Declaration of Covenants, Conditions and Restrictions of Canyon Breeze R.V. Resort dated December 12, 1984 was recorded on the official Washington County records on December 17, 1984 as Entry No. 269799, in Book 365, at pages 146-166. Said Declaration is hereby reinstated and declared to be the controlling Declaration of Canyon Breeze R.V. Resort.

SECTION FOUR

This Notice of Cancellation and Reinstatement (Canyon Breeze R.V. Resort) shall take effect upon its being filed for record in the Office of the County Recorder of Washington County, Utah.

EXECUTED this 17 day of February, 1994.

Byron Memmot
BYRON MEMMOT, President

Vyrl Goff
VYRL GOFF

Jan Liston
JAN LISTON

Ione Wilcox
IONE WILCOX

Kenneth Forshiee
KENNETH FORSHEE

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

On the 19th day of February, 1994, personally appeared before me, BYRON MEMMOT, President, VYRL GOFF, JAN LISTON, IONE WILCOX and KENNETH FORSHEE, whose identity is personally known to or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that (i) they are the Trustees of Canyon Breeze Owners Association, a Utah non-profit corporation, (ii) that the action taken in the foregoing document was approved by written resolution of the Board of Trustees at a meeting of said Trustees held on February 19, 1994 and (iii) that the foregoing document was signed by them for its stated purpose.

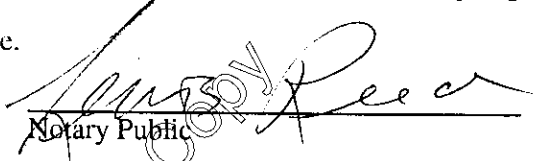

Notary Public

EXHIBIT A

BEGINNING at the Northeast Corner of the Southwest 1/4 of the Southwest 1/4 of Section 15, Township 42 South, Range 15 West, Salt Lake Base and Meridian, said Point of Beginning also being 50° 53' E 1322.37 Feet along the Section Line and N 89° 35' 15" E 1318.77 Feet along the 1/16 line from the West 1/4 corner of said Section 15 and running thence 50° 34' 55" E 80.15 Feet to a point on the Northerly Right-of-Way Line of I-15 Frontage Road and a curve to the left, the radius point of which is 548° 00' 56" E 1979.86 Feet; thence Southwesterly 42.64 feet along the arc of said curve to the point of tangency; thence S 40° 39' 02" W 378.00 Feet along said Right-of-Way to a point of a curve to the right, the radius point of which is S 48° 20' 58" W 1839.86 Feet; thence Southwesterly 280.98 Feet along the arc of said curve to the point of tangency; thence S 49° 24' 02" W 94.75 feet along said Right-of-Way; thence N 32° 30' W 389.57 feet; thence S 50° 59' W 230.00 feet to a point on the Northerly Right-of-Way line of Red Lodge Road; thence N 29° 30' W 17.945 feet along said Right-of-Way to a point of a curve to the left, the radius point of which is S 60° 30' W 200.00 feet; thence Northwesterly 212.81 feet along the arc of said curve and along said Right-of-Way to the point of tangency; thence 589° 32' W 665.00 feet along said Right-of-Way; thence N 20° 00' E 373.89 feet to the North line of the Southeast 1/4 of the Southeast 1/4 of Section 16, Township 42 South, Range 15 West, Salt Lake Base and Meridian; thence N 89° 32' E 335.00 feet along said W Line to the 1/16 Corner; thence N 89° 35' 15" E 1318.77 feet along said 1/16 line to the POINT OF BEGINNING.

Containing 15.26 acres.

TOGETHER WITH all easements, rights-of-way, and other appurtenances and rights incident to, appurtenant to, or accompanying the above described parcel of real property, including specifically that certain Right of Way Easement described on the Plat.

ALL OF THE FOREGOING IS SUBJECT TO: all liens for current and future taxes, assessments, and charges imposed or levied by governmental or quasi-governmental authorities; all Patent reservations and exclusions; any mineral reservations or record and rights incident thereto; all instruments of record which affect the above-described land or any portion thereof, including without limitation, any mortgage or deed of trust; all visible easements and rights-of-way; all easements and rights-of-way of record; any easements, rights-of-way, an easement for each and every pipe, line, cable, wire, utility line, or similar facility which traverses or partially occupies the above-described land at such time as construction of all Project improvements is complete; and all easements necessary for ingress to, egress from, maintenance of, and replacement of all such pipes, lines, cables, wires utility lines, and similar facilities.

RESERVING UNTO DECLARANT, however, such easements and rights of ingress and egress over, across, through, and under the above described land and any improvements now or hereafter constructed thereon as may be reasonable necessary for Declarant or for any assignee or successor of Declarant (in a manner which is reasonable and not inconsistent with the provisions of this Declaration): (i) To construct and complete improvements as Declarant deems to be appropriate, and to do all things reasonable necessary or proper in connection therewith; (ii) To construct and complete on additional lands or any portion thereof such improvements as Declarant or said assignee or successor shall determine to build in its sole discretion; (iii) To improve portions of the Property with such other or additional improvements, facilities, or landscaping designed for the use and enjoyment of all the Owners or Declarant or as such assignee or successor may reasonable determine to be appropriate. If, pursuant to the foregoing reservations, the above described land or any improvement thereon is traversed or partially occupied by a permanent improvement or utility line, a perpetual easement for such improvement or utility line shall exist. With the exception of such perpetual easements, the reservations hereby effected shall, unless sooner terminated in accordance with their terms, expire seven (7) years after the date on which this Declaration is filed for record in the Office of the County Recorder of Washington County, Utah.

EXHIBIT B

BEGINNING at the Northeast Corner of the Southwest 1/4 of the Southwest 1/4 of Section 15, Township 42 South, Range 15 West, Salt Lake Base and Meridian, said Point of Beginning also being 50° 53' E 1322.37 Feet along the Section Line and N 85° 35' 15" E 1318.77 Feet along the 1/16 line from the West 1/4 corner of said Section 15 and running thence 50° 34' 55" E 80.15 Feet to a point on the Northerly Right-of-Way Line of 1-15 Frontage Road and a curve to the left, the radius point of which is 348° 06' 56" E 1979.86 Feet; thence Southwesterly 42.64 feet along the arc of said curve to the point of tangency; thence S 40° 39' 02" W 378.00 Feet along said Right-of-Way to a point of a curve to the right, the radius point of which is N 48° 20' 58" W 1839.86 Feet; thence Southwesterly 280.98 Feet along the arc of said curve to the point of tangency; thence S 49° 24' 02" W 94.75 feet along said Right-of-Way; thence N 32° 30' W 389.57 feet; thence S 50° 59' W 230.00 feet to a point on the Northerly Right-of-Way line of Red Edge Road; thence N 29° 30' W 170.45 feet along said Right-of-Way to a point of a curve to the left, the radius point of which is S 60° 30' W 200.00 feet; thence Northwesterly 212.81 feet along the arc of said curve and along said Right-of-Way to the point of tangency; thence S 89° 32' W 665.00 feet along said Right-of-Way; thence N 20° 00' E 373.89 feet to the North line of the Southeast 1/4 of the Southeast 1/4 of Section 16, Township 42 South, Range 15 West, Salt Lake Base and Meridian; thence N 89° 32' E 335.00 feet along said Line to the 1/16 Corner; thence N 89° 35' 15" E 1318.77 feet along said 1/16 line to the POINT OF BEGINNING.

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