

AMENDMENT AND SUPPLEMENT TO DECLARATION
OF COVENANTS AND RESTRICTIONS AFFECTING
THE REAL PROPERTY KNOWN AS THE HERITAGE HILLS SUBDIVISION

This Amendment and Supplement to Declaration of Covenants and Restrictions Affecting the Real Property known as the Heritage Hills subdivision (hereinafter referred to as the "**Amendment and Supplement to Declaration**") is made and executed this 23rd day of August, 2006, by the Declarant, Old Spanish Trail Estate, LLC.

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RECITALS

PATSY CUTLER - IRON COUNTY RECORDER
2006 AUG 25 16:54 PM FEE \$47.00 BY PTC
REQUEST: SO UTAH TITLE CO/CEDAR CITY

A. The Declaration of Covenants and Restrictions Affecting the Real Property Known as the Heritage Hills Subdivision (the "**Declaration**") in effect was executed and recorded in the office of the County Recorder of Iron County, Utah on August 3, 2006, Entry Number 535188, Book 1047 at Page 90-117. The Declaration describes certain real property identified as all lots within the Heritage Hills Subdivision.

B. Article VIII, Subsection 3, of the Declaration provides the following: All of the covenants, restrictions and servitudes set forth herein shall run with the land. All Owners affected hereby, accepting the deed to such premises, accepts the same subject to said covenants, restrictions and servitudes and agrees for himself, his heirs, legal representatives, administrators, and assigns, to be bound by each of said covenants, restrictions, and servitudes jointly, separately, and severally. These covenants shall be in effect until January 1, 2025, and shall be automatically extended for successive periods of ten (10) years each, unless not less than three-fourths (3/4) of the Lot Owners agree to terminate or modify the same, in writing, signed and recorded in the Iron County, Utah, Public Registry at any time prior to the expiration of said term or any succeeding ten (10) year period.

C. At the time of the execution of this Amendment and Supplement to Declaration, Developer owns all lots within the Heritage Hills Subdivision and as such 100% of the lot owners stipulate that it is reasonably necessary and desirable in this instance to amend the Declaration.

D. Based on the foregoing, the Declarant desires hereby to officially amend and supplement the Declaration. The Declaration shall remain in effect except to the extent that it is amended or supplemented herein.

NOW, THEREFORE, for the foregoing purposes and pursuant to the provisions of the original Declaration, the Declarant executes this Amendment and Supplement to Declaration and hereby declares as follows:

1. Article II, Subsection 13, is hereby amended in its entirety to read as follows:

Section 13. Divided Ownership. No Lot, any dwelling thereon, or any Unit shall be leased, purchased, sold, conveyed, owned, used or operated so as to constitute or create a

condominium, multi-complex dwelling, duplex, multi-shared housing, or timeshare estate or unit.

2. Article VIII, Subsection 4, is hereby amended in its entirety to read as follows

Section 4. Supplemental Declarations. Developer for itself, its successors and assigns reserves the right to subject the property now owned by Developer and any property contiguous thereto to the provisions of this Declaration. Such addition(s) shall be made by filing of record Supplementary Declaration of Covenants and Restrictions, which shall identify the property to be included and which shall incorporate this Declaration by reference. All Lot Owner's waive any right to contest or object to such future additions. Any amendment or modification to this Declaration while it remains in effect, or the Plat, shall require: (a) the affirmative vote of at least two-thirds of all membership votes which Members present in person or represented by proxy are entitled to cast at a meeting duly called for such purpose; and (b) so long as the Class B membership exists, the written consent of Declarant. Any amendment authorized pursuant to this Section shall be accomplished through the recordation of an instrument executed by the Association (and by the Declarant if the Class B membership then exists).

Executed the day and month first above written.

Old Spanish Trail Estate, LLC

By *Robert Wheeler*
Its MANAGER

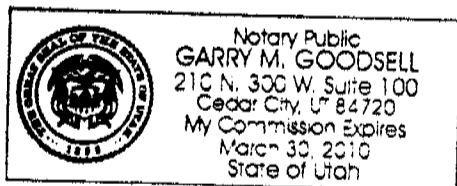
STATE OF UTAH)

: ss.

COUNTY OF IRON)

On the 23RD day of August, 2006 personally appeared before me Robert Wheeler, who being by me duly sworn, did say that (s)he is a Managing Member of Old Spanish Trail Estate, LLC, a Utah Limited Liability Company, and that said instrument was signed in behalf of said Company by authority of its Operating Agreement (or a resolution of its Members) and said Robert Wheeler acknowledged to me that said Company executed the same.

Garry M. Goodsell
Notary Public



All of Lots 1 through 34, HERITAGE HILLS SUBDIVISION, PHASE 1, according to the Official Plat thereof, on file in the Office of the Recorder of Iron County, State of Utah.

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