

THIRD AMENDMENT TO AMENDED DECLARATION OF  
COVENANTS, CONDITIONS, AND RESTRICTIONS  
OF ENTRADA AT SNOW CANYON

DECLARANT, pursuant to the authority granted to it in Section 11.1 of the AMENDED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF ENTRADA AT SNOW CANYON recorded as # 537850 in the offices of the Washington County Recorder on July 10, 1996 at Book 1017, Pages 439 to 467 hereby elects to annex, and to subject to the provisions of said Declaration and the jurisdiction of the Association created thereby, all of the real property described in Exhibit "A" attached hereto and by this reference made a part hereof, to be known as "Paiute Springs at Entrada." This annexation shall be accomplished by filing this Amendment annexing such property in the public records of Washington County, Utah and by recording the Paiute Springs at Entrada plat, all as provided by the laws of the State of Utah and the appropriate municipal ordinances.

This Amendment does not require the consent of Voting Members.

IN WITNESS WHEREOF, Declarant has executed this FIRST AMENDMENT TO AMENDED DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS this 7th day of January, 1997.

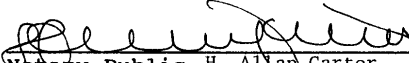
THE ENTRADA COMPANY, L.L.C.,  
a Utah limited liability company

By: ELLESSA MAE, a Utah  
limited liability company  
Its: Managing Member

By:   
Managing Member

STATE OF UTAH )  
 )  
 ) ss.  
COUNTY OF Washington )

On the 6th day of January, ~~1996~~, 1997  
personally appeared before me H. BRENT BEESLEY, the signer of the  
within instrument, who duly acknowledged to me that he is the  
Managing Member of ELLESSA MAE, L.L.C., a Utah limited liability  
company, that ELLESSA MAE, L.L.C., is the Managing Member of THE  
ENTRADA COMPANY, L.L.C., and that he executed the within instrument  
for and on behalf of ELLESSA MAE, L.L.C., as Managing Member of THE  
ENTRADA COMPANY, L.L.C., and pursuant to authority granted to  
ELLESSA MAE, L.L.C., by THE ENTRADA COMPANY'S duly executed  
Operating Agreements.

  
Notary Public H. Allan Carter  
Residing at: 2/22/2000

My Commission Expires on:  
2/22/2000

St. George, UT 84790

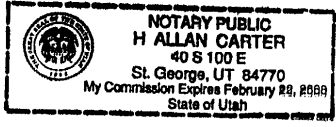


Exhibit A  
Paiute Springs at Entrada

A parcel of land situated in the Southwest Quarter of the Northeast Quarter of Section 10, Township 42 South, Range 16 West, Salt Lake Base and Meridian, said parcel being more particularly described as follows:

Beginning S 89° 18' 58" W, 1348.45 feet along the 1/4 section line and N 0° 33' 10" W, 720.32 feet along the 1/16 section line from the East 1/4 corner Section 10, T42S, R16W, SLB&M, said point being on the centerline of Tuweap Drive a proposed 66 foot wide street; thence along said centerline S 40° 01' 38" W, 39.13 feet to the beginning of a curve to the left, having a radius of 697.00 feet and a central angle of 22° 38' 05" (long chord bears S 28° 42' 35" W, 273.56 feet); thence along the arc of said curve 275.35 feet; thence S 17° 23' 33" W, 143.34 feet to the beginning of a curve to the right, having a radius of 503.00 feet and a central angle of 22° 38' 05" (long chord bears S 28° 42' 35" W, 197.42 feet); thence along the arc of said curve 198.71 feet; thence S 40° 01' 38" W, 190.02 feet to the 1/4 Section line; thence S 89° 18' 58" W, 747.86 feet along said 1/4 section line to the westerly boundary of Anasazi Hills at Entrada - Phase 1; thence N 0° 19' 15" E, 65.99 feet along said westerly line to the beginning of a non tangent curve to the left having a radius of 325.00 feet and a central angle of 16° 11' 17" (long chord bears S 80° 43' 57" E, 91.52 feet); thence along the arc of said curve 91.83 feet; thence N 0° 11' 42" E, 133.48 feet; thence N 40° 01' 38" E, 450.00 feet; thence N 30° 48' 01" E, 436.56 feet; thence N 49° 44' 15" E, 415.02 feet; thence N 40° 01' 38" E, 179.76 feet to the southwesterly right of way line of a proposed roadway said point also being the beginning of a non-tangent curve to the right having a radius of 8982.31 feet and a central angle of 1° 09' 25" (long chord bears S 42° 57' 14" E, 181.37 feet); thence along the arc of said curve 181.37 feet to the 1/16 section line; thence S 0° 33' 10" E, 443.18 feet along said 1/16 line to the point of beginning. Contains 17.212 acres.

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