

WHEN RECORDED RETURN TO:
The Law Offices of Kirk A. Cullimore
644 East Union Square
Sandy, UT 84070

**AMENDMENT TO THE DECLARATION OF CONDOMINIUM
OF RIDGESTONE CONDOMINIUMS**

This Amendment to the Declaration of Condominium of Ridgestone Condominiums is made this 21st day of June, 2007 by Ridgestone Condos, L.L.C. (the "Declarant").

RECITALS

A. The Declaration of Condominium of Ridgestone Condominiums was recorded in the Utah County Records Office as Entry 109524:2006, as amended and supplemented (the "Declaration").

B. This amendment shall amend the Declaration as noted below and shall apply to the lands described in Exhibit "A" and shall be binding against all of the property described in the Declaration and any annexation, expansion or supplement thereto;

C. The Declarant desires to add additional provisions to the Declaration protecting mortgagees in an effort to qualify project for a wide variety of financing;

D. At the time of this amendment there are no mortgagees and consequently mortgagee approval is not required.

E. Pursuant to Article III, Section 24 of the Declaration, the Declarant exercises its right to amend the Declaration because not units have been conveyed.

NOW, THEREFORE, Declarant hereby amends the following sections of the Declaration, to read as follows:

Article III, Section 27(k) first clause shall be amended to read as follows, the remaining subparagraphs shall not be affected:

(k) Unless at least fifty-one percent (51%) of eligible mortgagees of the Units have given their approval, neither the Management Committee nor the Unit Owners shall:

Article III, Section 27(k)(4) shall be amended in its entirety to read as follows:

(4) The approval of fifty-one percent (51%) of Eligible Mortgagees shall be required to materially amend any provision of the Project Documents, or to add any material provision thereto. A provision shall be considered material if it establishes, provides for, governs or regulates any of the following:

- i) Voting;
- ii) Assessments, assessment liens or subordination of liens;
- iii) Reserves for maintenance, repair, and replacement of Common Areas;
- iv) Insurance or Fidelity Bonds;
- v) Rights to use the Common Areas;
- vi) Responsibility for maintenance and repair of the Units, Limited Common Area, or Common Area;
- vii) Expansion or contraction of the Project;
- viii) Boundaries of Units;
- ix) The interests in the Common Areas and Limited Common Areas;
- x) Convertibility of Units into Common Areas or Common Areas into Units;
- xi) Leasing of Units;
- xii) Imposition of any right of first refusal or similar restriction on the right of a Unit Owner to sell, transfer, or otherwise convey his or her Unit;
- xiii) Establishment of self-management by the Association where professional management has been required by any governmental agency or lending institution;
- xiv) Any provision for the express benefit of Eligible Mortgagees.

Article III, Section 27(l) shall be added and shall read as follows:

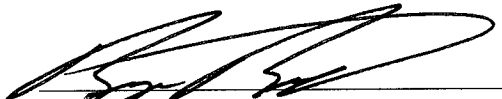
(l) Any Mortgagee failing to provide the Association with a written request for notice shall not be an Eligible Mortgagee and shall lose its entitlement to notice, and any other rights extended to Eligible Mortgagees in the Declaration and Bylaws until such time as it provides the Association with a proper written request for notice.

Article IV, Section 23A shall be added and shall read as follows:

23A. Partial Condemnation. In the event of a taking or acquisition of part or all of the common elements by a condemning authority, the award or proceeds of settlement shall be payable to the Association to be held in trust for the Unit Owners and their first mortgage holders.

IN WITNESS WHEREOF, DECLARANT has executed this Amendment to the Declaration in accordance with Article III, Section 24 of the Declaration.

RIDGESTONE CONDOS, L.L.C.

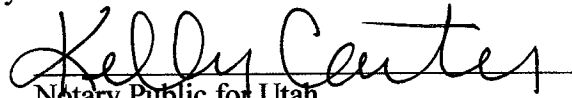


Ryan Remkes
Member

STATE OF UTAH)
 :SS
County of Utah)

On the 21 day of June 2007, personally appeared Ryan Remkes who, being first duly sworn, did that say that he is a managing member of Ridgestone Condos, L.L.C., and that this instrument was signed on behalf of said company by authority of its Members; and acknowledged said instrument to be their voluntary act and deed.





Notary Public for Utah

**EXHIBIT A
Legal Description**

All of Units 110 through 113, 120 through 123, 220 through 223 shown in the Record of Survey Map for Ridgestone Condominiums appearing in the records of the County of Utah State of Utah, and as defined and described in the Declaration of Condominium of Ridgestone Condominiums.