

WHEN RECORDED MAIL TO:
Bryan J. Pattison
DURHAM JONES & PINEGAR
192 East 200 North, 3rd Floor
St. George, Utah 84770

00937017 Bk 1730 Pg 1451
RUSSELL SHIRTS * WASHINGTON CO RECORDER
2005 APR 07 13:56 PM FEE \$38.00 BY AMH
FOR: DURHAM JONES & PINEGAR

**FIRST AMENDMENT TO THE
DECLARATION OF COVENANTS CONDITIONS AND RESTRICTIONS OF
HIDDEN VALLEY HEIGHTS**

THIS AMENDMENT TO the Declaration of Covenants Conditions and Restrictions of Hidden Valley Heights is made and executed this 7th day of April, 2005.

The Declaration of Covenants Conditions and Restrictions of Hidden Valley Heights (hereafter "Declaration"), was recorded on the 17th day of August, 2004, as Entry No. 00895718, in Book 1663, at pages 0223-0250 in the records of the Washington County Recorder, and affects the following described property:

See Exhibit A attached hereto and incorporated herein by this reference

This Amendment is made pursuant to Article 13, which gives the Declarant unilateral authority to amend the Declaration. Pursuant to its authority, Declarant amends the Declaration as follows:

AMENDMENTS

Article 4, Section 4.2 of the Declaration is hereby amended to provide as follows:

4.2 Creation of Lien and Personal Obligation of Assessments. Excepting Declarant, each Owner of any Lot by acceptance of a deed therefor, whether or not it shall be so expressed in any such deed or other conveyance, covenants and agrees to pay to the Association all assessments authorized in the Governing Documents, including but not limited to: (1) annual assessments or charges; (2) special assessments for capital improvements, such assessments to be fixed, established, and collected from time to time as hereinafter provided; (3) additional assessments; (4) emergency assessments; (5) any other amount or assessment levied or charged by the Association or Board of Directors pursuant to this Declaration; and (6) interest, costs of collection and reasonable attorney fees, as hereinafter provided.

All such amounts shall be a charge on the Lot and shall be a continuing lien upon the Lot against which each such assessment or amount is charged. Such assessments and other amounts shall also be the personal obligation of the person who was the Owner of such Lot at the time when the assessment became due. No Owner may exempt himself from liability for assessments by non-use of Common Area, abandonment of his Unit, or any other means. The obligation to pay assessments is a separate and independent covenant on the part of each Owner. No diminution or abatement of assessments or set-off shall be claimed or allowed for any alleged failure of the Association or Board to take some action or perform some function required of it, or for inconvenience or discomfort arising from the making or repairs or improvements, or from any other action it takes, or from any failure to deliver any services advertised or expected during any period of expansion as provided in Article 12.

It being necessary to clarify Declarant's original intent and to correct an error in the amount of the assessment authorized in the Declaration, which was intended to require a maximum assessment of \$160.00 monthly rather than annually, **Article 4, Section 4.4 of the Declaration is hereby amended to provide as follows:**

4.4 Maximum Annual Assessment. Until January 1 following recording of this Declaration, the maximum annual assessment shall be One Thousand Nine Hundred Twenty Dollars (\$1,920.00) per Lot (\$160.00 monthly). This amount shall be the basis of calculation for future maximum annual assessments.

- (a) From and after the date referred to above the maximum annual assessment shall be increased each year by five percent (5%) above the maximum assessment for the previous year, without a vote of the membership.
- (b) The Association may change the basis and maximum of the assessments fixed by this Section prospectively for any annual period provided that such change may be made by the Board if there is Class B membership and if there is no Class B membership, any such change shall have the assent of sixty-seven percent (67%) of the votes of the Entire Membership, voting in person or by proxy, at a meeting duly called for this purpose.

The actual annual assessment need not increase annually. The Board shall set the actual annual assessment on an annual basis. Notice shall be given to each Owner as provided in Section 4.8. The Board must set the actual annual assessment to be an amount at or less than the Maximum Annual Assessment.

Article 4, Section 4.11 of the Declaration is hereby amended to provide as follows:

4.11 Effect of Non-Payment of Assessment - Remedies of the Association. Any assessment or installment thereof not paid within ten (10) days after the due date therefor shall be delinquent and shall bear interest from the due date at the rate of eighteen percent (18%) per annum (or such lesser rate as the Directors shall determine appropriate) until paid. In the event any assessment or installment becomes delinquent, the Directors may, in the name of the Association, take any or all of the following actions:

- (a) Assess a late fee for each delinquent installment which shall not exceed ten percent (10%) of the installment;
- (b) Bring an action at law against the Owner personally obligated to pay any such delinquent assessment without waiving the lien of assessment;
- (c) Foreclose the lien against the Lot in accordance with the laws of the State of Utah applicable to the exercise of powers of sale in deeds of trust or to the foreclosure of mortgages, or in any other manner permitted by law;
- (d) Restrict, limit, or totally terminate any or all services performed by the Association on behalf of the delinquent Member and/or any and all rights such Member has to the use and enjoyment of the Common Area and facilities; and/or

- (e) Accelerate all assessment installments that will become due within the subsequent twelve (12) months so that all such assessments for that period become due and payable at once. This acceleration provision may only be invoked against an Owner who has been delinquent in paying any assessment or installment two (2) or more times within a twelve (12) month period.

4.11.1. There shall be added to the amount of any delinquent assessment the costs and expenses of any action, sale or foreclosure, and reasonable attorney fees, together with an account for the reasonable rental for the Lot from time to time of commencement of the foreclosure. The Association shall be entitled to the appointment of a receiver to collect the rental income or the reasonable rental without regard to the value of the other security.

4.11.2. A power of sale is hereby conferred upon the Association which it may exercise. Under the power of sale the Lot of an Owner may be sold in the manner provided by Utah law pertaining to deeds of trust as if said Association were beneficiary under a deed of trust. The Association may designate any person or entity qualified by law to serve as trustee for purposes of power of sale foreclosure.

Article 9, Section 9.5 of the Declaration is hereby amended to provide as follows:

9.5 Animals. No animals, livestock or poultry of any kind shall be raised, bred or kept on any of said Lots, except that an Owner may keep no more than one dog, cat, or other household pet in his/her Unit, provided that such pet is not kept, bred or maintained for any commercial purpose. Notwithstanding the foregoing, no animals or fowl may be kept on the Property which result in an annoyance or are obnoxious, by noise, smell or otherwise, to Lot Owners. All pets must be kept on the Lots of their owners or on a leash when in the Common Areas. This provision may be made more restrictive by Rule of the Association.

--SIGNATURE ON NEXT PAGE--

IN WITNESS WHEREOF, the undersigned, being the Declarant, has hereunto set its hand this 7 day of April, 2005.

DECLARANT
Salisbury Development, L.C.

By: [Signature]
Tyler Vranes

STATE OF UTAH)
) ss.
COUNTY OF WASHINGTON)

On this 7th day of April, 2005, before me personally appeared TYLER VRANES whose identity is personally known to me or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that he is an authorized agent of SALISBURY DEVELOPMENT, L.C., a Utah limited liability company and that the foregoing document was signed by him on behalf of that Company by proper authority and he acknowledged before me that the Company executed the document and the document was the act of the Company for its stated purpose.

Jaime Gargano
NOTARY PUBLIC

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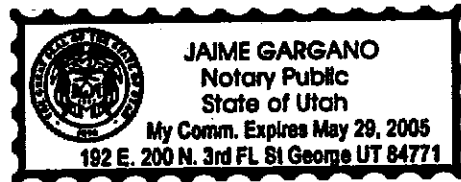


Exhibit "A"



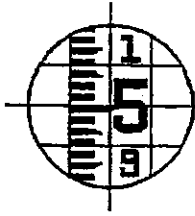
LARSEN & MALMQUIST, INC.
CONSULTING ENGINEERS AND LAND SURVEYORS
 1574 West 1700 South • Salt Lake City, Utah 84104 • (801) 972-2634

Revised
Legal Description
For Phase One of the
Hidden Valley Townhomes P.U.D.

A parcel of ground located in the Southeast Quarter of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point North $36^{\circ}35'04''$ West 501.62 feet from the Southeast corner of Section 7, Township 43 South, Range 15 West Salt Lake Base and Meridian and running thence North $50^{\circ}01'38''$ West 81.92 feet; thence North $64^{\circ}46'42''$ West 287.39 feet to the Easterly line of Hidden Valley Drive, a publicly dedicated street; thence North $25^{\circ}13'18''$ East along said Easterly line 387.46 feet; thence South $64^{\circ}58'01''$ East 321.71 feet; thence South $27^{\circ}50'32''$ West 123.49 feet; thence South $51^{\circ}04'54''$ East 66.40 feet; thence South $24^{\circ}41'16''$ West 206.94 feet; thence South $39^{\circ}17'52''$ West 65.33 feet to the point of beginning.

Contains 140,508.79 sq.ft. or 3.22 acres



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**Legal Description
For Phase Two of the
Hidden Valley Townhomes P.U.D.**

A parcel of ground located in the Southeast Quarter of Section 7 and the Southwest Quarter of Section 8, Township 43 South, Range 15 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point North $19^{\circ}32'40''$ West 909.69 feet from the Southeast Corner of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian and running thence North $64^{\circ}58'01''$ West 168.10 feet to a point on the Easterly line of Hidden Valley Drive, a publicly dedicated street; thence North $25^{\circ}13'18''$ East along said East line 434.24 feet to a point of a 24.00 foot radius curve to the right, the radius point of which bears South $64^{\circ}46'42''$ East, said point also being on the Southerly line of Brigham Road, a publicly dedicated street; thence Easterly along said Southerly line the following (3) courses: thence Northeasterly along the arc of said curve 17.24 feet through a central angle of $41^{\circ}09'49''$; thence South $59^{\circ}18'00''$ East 119.11 feet to a point of a 950.00 foot radius curve to the right, the radius point of which bears South $30^{\circ}42'00''$ West; thence Easterly along the arc of said curve 40.01 feet through a central angle of $2^{\circ}24'48''$; thence South $56^{\circ}53'12''$ East 230.01 feet; thence South $32^{\circ}50'01''$ West 154.25 feet; thence North $57^{\circ}42'16''$ West 100.39 feet; thence South $32^{\circ}36'16''$ West 70.91 feet; thence South $14^{\circ}42'01''$ West 20.36 feet; thence South $46^{\circ}10'30''$ West 160.16 feet; thence North $64^{\circ}58'01''$ West 41.31 feet; thence South $25^{\circ}01'59''$ West 21.30 feet to the point of beginning.

Contains: 127,932 sq.ft. or 2.9 acres



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**Revised
Legal Description
For Phase Three of the
Hidden Valley Townhomes P.U.D.**

A parcel of ground located in the Southeast Quarter of Section 7 and the Southwest Quarter of Section 8, Township 43 South, Range 15 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point North $12^{\circ}19'31''$ East 766.97 feet from the Southeast Corner of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian and running thence North $85^{\circ}07'31''$ West 144.73 feet; thence North $19^{\circ}13'19''$ West 142.23 feet; thence North $57^{\circ}12'23''$ West 136.83 feet; thence North $14^{\circ}42'01''$ East 20.36 feet; thence North $32^{\circ}36'16''$ East 70.91 feet; thence South $57^{\circ}42'16''$ East 100.39 feet; thence North $32^{\circ}50'01''$ East 154.25 feet to a point on the Southerly line of Brigham Road, a publicly dedicated street; thence along said Southerly line the following (2) courses: thence South $56^{\circ}53'12''$ East 239.26 feet to a point of a 1510.48 foot radius curve to the right, the radius point of which bears South $33^{\circ}06'48''$ West; thence along the arc of said curve 138.81 feet through a central angle of $5^{\circ}15'55''$ to a point on a 24.00 foot non-tangent curve to the right, the radius point of which bears North $87^{\circ}40'38''$ West; thence Southwesterly along the arc of said curve 15.40 feet through a central angle of $36^{\circ}45'18''$ to a point on a 1141.51 foot radius reverse curve to the left, the radius point of which bears South $50^{\circ}55'20''$ East, said point also being on the Westerly line of 840 East Street, a publicly dedicated street; thence along the arc of said curve and said Westerly line 190.23 feet through a central angle of $09^{\circ}32'54''$; thence North $60^{\circ}28'13''$ West 100.60 feet; thence South $23^{\circ}47'33''$ West 46.78 feet to the point of beginning.

Contains: 109,523 sq.ft. or 2.5 acres



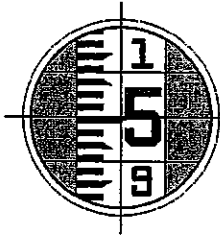
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Revised
Legal Description
For Phase Four of the
Hidden Valley Townhomes P.U.D.

A parcel of ground located in the Southeast Quarter of Section 7 and the Southwest Quarter of Section 8, Township 43 South, Range 15 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point on the Westerly line of 840 East Street, a publicly dedicated street, said point being North 18°30'48" East 533.13 feet from the Southeast Corner of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian and running thence North 73°25'29" West 62.34 feet; thence South 64°22'36" West 47.22 feet; thence North 89°23'46" West 42.68 feet; thence North 25°37'24" West 69.83 feet; thence North 65°34'10" West 68.57 feet to a point on a 232.00 foot radius non-tangent curve to the left, the radius point of which bears North 87°47'18" West; thence Northwesterly along the arc of said curve 229.26 feet through a central angle of 56°37'07"; thence North 64°58'01" West 153.61 feet; thence North 25°01'59" East 21.30 feet; thence South 64°58'01" East 41.31 feet; thence North 46°10'30" East 160.16 feet; thence South 57°12'23" East 136.83 feet; thence South 19°13'19" East 142.23 feet; thence South 85°07'31" East 144.73 feet; thence North 23°47'33" East 46.78 feet; thence South 60°28'13" East 100.60 feet to a point on a 1141.51 foot radius non-tangent curve to the left, the radius point of which bears South 60°28'13" East, said point also being on the Westerly line of said 840 East Street; thence along the arc of said curve and said Westerly line 258.09 feet through a central angle of 12°57'16" to the point of beginning.

Contains: 106,068.78 sq.ft. or 2.43 acres



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Revised
Legal Description
For Phase Six of the
Hidden Valley Townhomes P.U.D.

A parcel of ground located in the Southeast Quarter of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point North $41^{\circ}04'36''$ West 302.88 feet from the Southeast Corner of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian and running thence North $64^{\circ}22'48''$ West 136.19 feet; thence North $48^{\circ}07'43''$ West 185.61 feet; thence North $24^{\circ}23'34''$ East 81.98 feet; thence South $64^{\circ}46'42''$ East 71.20 feet; thence South $50^{\circ}01'38''$ East 81.92 feet; thence North $39^{\circ}17'52''$ East 65.33 feet; thence North $24^{\circ}41'16''$ East 206.94 feet; thence North $51^{\circ}04'54''$ West 66.40 feet; thence North $27^{\circ}50'32''$ East 123.49 feet to a point on a 232.00 foot radius curve to the right, the radius point of which bears South $35^{\circ}35'35''$ West; thence along the arc of said curve 229.26 feet through a central angle of $56^{\circ}37'07''$; thence South $65^{\circ}34'10''$ East 68.57 feet; thence South $25^{\circ}37'24''$ East 16.48 feet; thence South $24^{\circ}32'12''$ West 170.41 feet; thence South $15^{\circ}03'54''$ West 123.08 feet; thence South $63^{\circ}11'12''$ West 109.20 feet to the point of beginning.

Contains: 108,379.72 sq.ft. or 2.48 acres



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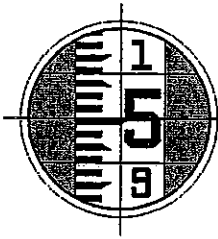
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Legal Description
For Phase Seven of the
Hidden Valley Townhomes P.U.D.

A parcel of ground located in the Southeast Quarter of Section 7 and the Northeast Quarter of Section 18, Township 43 South, Range 15 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point on the Northerly line of Desert Hills Drive said point being South $01^{\circ}11'39''$ West along the section line 24.23 feet from the Southeast Corner of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian and running thence Southwesterly along said Northerly line the following (4) courses: thence North $88^{\circ}45'24''$ West 25.06 feet; thence North $88^{\circ}46'45''$ West 69.33 feet to a point of a 433.00 foot radius curve to the left, the radius point of which bears South $01^{\circ}13'15''$ West; thence Southwesterly along the arc of said curve 334.87 feet through a central angle of $44^{\circ}18'39''$; thence South $46^{\circ}54'38''$ West 73.81 feet; thence North $43^{\circ}05'22''$ West 276.73 feet; thence North $00^{\circ}00'05''$ West 57.95 feet; thence North $46^{\circ}59'56''$ East 85.05 feet; thence North $20^{\circ}18'27''$ East 94.85 feet; thence North $24^{\circ}23'34''$ East 212.37 feet; thence South $48^{\circ}07'43''$ East 185.61 feet; thence South $64^{\circ}22'48''$ East 136.19 feet; thence South $11^{\circ}13'46''$ West 100.60 feet; thence South $88^{\circ}02'08''$ East 154.38 feet; thence South $23^{\circ}14'38''$ East 161.70 feet to the point of beginning.

Contains: 183,949 sq.ft. or 4.2 acres



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Legal Description
For Phase Eight of the
Hidden Valley Townhomes P.U.D.

A parcel of ground located in the Southeast Quarter of Section 7, the Southwest Quarter of Section 8, the Northeast Quarter of Section 18, and the Northwest Quarter of Section 17, Township 43 South, Range 15 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point on the Northerly line of Desert Hills Drive, said point also being South $01^{\circ}11'39''$ West along the section line 24.23 feet from the Southeast Corner of Section 7, Township 43 South, Range 15 West, Salt Lake Base and Meridian and running thence North $23^{\circ}14'38''$ West 161.70 feet; thence North $88^{\circ}02'08''$ West 154.38 feet; thence North $11^{\circ}13'46''$ East 100.60 feet; thence North $63^{\circ}11'12''$ East 109.20 feet; thence North $15^{\circ}03'54''$ East 123.08 feet; thence North $24^{\circ}32'12''$ East 170.41 feet; thence South $25^{\circ}37'24''$ East 53.35 feet; thence South $89^{\circ}23'46''$ East 42.68 feet; thence North $64^{\circ}22'36''$ East 47.22 feet; thence South $73^{\circ}25'29''$ East 62.34 feet to a point on a 1141.51 foot non-tangent curve to the left, the radius point of which bears South $73^{\circ}25'29''$ East, said point also being on the Westerly line of 840 East Street; thence Southerly along said Westerly line the following (3) courses: thence Southerly along the arc of said curve 305.75 feet through a central angle of $15^{\circ}20'47''$; thence South $01^{\circ}13'44''$ West 206.20 feet to a point of a 25.00 foot radius curve to the right, the radius point of which bears North $88^{\circ}46'16''$ West; thence Westerly along the arc of said curve 39.27 feet through a central angle of $90^{\circ}00'00''$; thence North $88^{\circ}45'24''$ West 92.68 feet to the point of beginning.

Contains: 119,517 sq.ft. or 2.7 acres