

After recording
Please Mail to
Ridge Stone Development,
LLC PO BOX 515
Payson, UT 84651

ENT 118784:2009 PG 1 of 9
RODNEY D. CAMPBELL
UTAH COUNTY RECORDER
2009 Nov 16 2:28 pm FEE 85.00 BY EO
RECORDED FOR PAYSON CITY CORPORATION

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

THIS SECOND AMENDMENT TO DECLARATION OF CONDOMINIUM is made and executed by Declarant, Ridgestone Condominiums, LLC, a Utah limited liability company.

RECITALS

1. By that certain Record of Survey Map of Ridgestone Condominiums Phase I (the "Map") recorded August 23, 2006 as Entry No. 109525:2006 in the Office of the County Recorder of Utah County, Utah, and by that certain Condominium Declaration for Ridgestone Condominiums (the "Declaration") recorded concurrently with the Map in said office as Entry No. 109524:2006, Declarant submitted that certain real property more particularly described on Exhibit A attached hereto and by this reference made a part hereof (the "Property"), to the provisions of the Condominium Ownership Act of the State of Utah (the "Act") as an expandable Utah condominium project containing convertible land known as Ridgestone Condominiums (the "Project"), the defined terms of which Declaration are hereby made part hereof by this reference.
2. By that certain First Amendment to the Declaration of Condominium (the "First Amendment") recorded June 25, 2007, as Entry No 91975:2007 in the Office of the County Recorder of Utah County, Utah, Declarant amended the Declaration as more particularly set forth in the First Amendment.
3. Under the provisions of Article IV of the Declaration, Declarant explicitly reserved the right to expand the Project from time to time by adding to the Project all of any portion of the Additional Land described in the Declaration, together with all improvements constructed or to be constructed thereon, and by creating new Units, common Areas and Facilities and/or Limited Common Areas within those portions of the Additional Land added to the Project, so long as Declarant does so in accordance with provisions of said Article IV and Section 57-8-13.6 of the Act.
4. Declarant now desires further to expand the Project by adding to the Project another portion of the Additional Land described in the Declaration and by creating new Units, Common Areas and Facilities and Limited Common Areas within that portion of the Additional Land hereby added to the Project, all as hereinafter more particularly set forth.
5. In order to do so, the Act and Article IV of the Declaration require Declarant to record a supplemental records of survey map containing the information necessary to comply with the Act and to record simultaneously therewith an amendment to the Declaration containing a legal description by metes and bounds of that portion of the Additional Land being added to the Project and reallocating undivided interests in the Common Areas and Facilities in accordance with Subsection 57-8-13.10(2) of the Act.

AMENDMENT

NOW, THEREFORE, the Declaration is hereby amended as follows, with such amendment to become effective upon the recording of this Second Amendment and that certain First Supplemental Record of Survey Map of Ridgestone Condos, L.L.C. Phase II, an expandable Utah condominium project containing convertible land, in the office of the County Recorder of Utah County, Utah:

A. Recitals.

Paragraph 1 of the Recitals of the Declaration is amended to read as follows:

1. Declarant is the owner of real property located at 1050 South 1700 West, in the city of

Payson, State of Utah. Said real property is described in Exhibits A, B & C, with Phase I represented by Exhibit A, Phase II represented by Exhibit B, and the List of Units, Votes, Assessment Percentages and Undivided Percentage Interests in Common Areas & Facilities are contained in Exhibit C. Phases I and II are collectively referred to as the "Tract."

The following recital is hereby added as paragraph 5 of the Recitals of the Declaration:

5. Declarant may, from time to time, expand the Project as set forth in Article IV herein. The initial construction will be designated as Phase I, and each expansion thereto will be designated as a Phase of subsequent number (Phase II, Phase III etc.)

B. Article I, (Definitions)

ENT 118784:2009 PG 2 of 9

The following definition is hereby added as part of Paragraph 9:

The term "Declaration" shall refer to the original Declaration together with all approved Amendments thereto.

The following definition is hereby added as Paragraph 12(a) of Article I of the Declaration:

First Supplemental Record of Survey Map" shall mean and refer to that certain First Supplemental Record of Survey Map of Ridgestone Condos, L.L.C. recorded concurrently with that certain Second Amendment to the Declaration.

The following definition is hereby added as Paragraph 18 of Article I of the Declaration:

Phase shall mean and refer to an expansion of the condominium project. It is Declarant's intent that as each new expansion or phase is added and recorded, that the use of the terms "Project," "Tract," "Map" and any other terms which refer to aspects of the condominium project should mean and refer to the entire project, including any expansion which is recorded and the amendment associated therewith adopted, even though said expansion was not constructed at the time the prior Declaration with expansions was executed.

C. Article II (Submission to the Act.)

The following is hereby added to Article II of the Declaration entitled "Submission To The Act." at the end thereof:

Declarant hereby submits to the provisions of the Act the Additional Real Property contained in Phase II of the Expandable Project, situated in Utah County, State of Utah, described in Exhibit "B" attached to this Second Amendment to the Declaration and by this reference made a part hereof, to the provisions of the Act as a part of the Condominium Project created by the Map and the Declaration, as concurrently amended by the First Supplemental Record of Survey Map and this Second amendment to the Declaration, hereby adds that portion of the Additional Real Property described on Exhibit B attached hereto to the Project and hereby expands the Project to include said portion of the Additional Real Property described on Exhibit B attached hereto, with said submission, addition and expansion to become effective upon the recording of this Second Amendment to the Declaration and the First Supplemental Record of Survey Map in the office of the recorder of the county in which the Project is situated. This Second Amendment to the Declaration is submitted in accordance with the terms and provisions of the Act and shall be construed in accordance therewith. It is the intention of the Declarant that the provisions of the Act shall apply to that portion of the Additional Land described on Exhibit B attached hereto and that said portion of the Additional Real Property described on Exhibit B attached hereto shall hereafter be construed to be an integral part of the Property as defined in the Declaration.

D. Article III (Covenants, Conditions, and Restrictions)

Paragraph 1 of Article III is amended to read as follows: ENT 118784:2009 PG 3 of 9

Description of Improvements. The improvements included in Phase I of the Project are now or will be located on the Tract and described on the Map submitted with the original declaration "Phase I Map." The Phase I Map indicates the number of Units which are to be contained in the buildings which comprise a part of such improvements, the dimensions of the Units, and other significant facts relating to the building and Common Areas. Phase I of the Condominium Project will consist of a total of Thirty-Six (36) new Units.

Phase II of the Project will be constructed on that portion of additional land added to the Project by the First Supplemental Record of Survey Map and this Second Amendment to the Declaration. Phase II of the Condominium Project will consist of a total of Twenty-Four (24) new Units together with Common Areas and Limited Common Areas as set forth in the First Supplemental Record of Survey Map.

All further references to Units, Common Areas, Limited Common Areas together with other covenants, conditions and restrictions are to the expanded Project including both Phase I and Phase II of the Project.

IN WITNESS WHEREOF, the undersigned Declarant(s) and other owners have executed this instrument on the 16 day of November, 2009.

RIDGE STONE DEVELOPMENT,
LLC, a Utah limited liability company


Stan Goodrich, Member


Ryan Remkes, Member

STATE OF UTAH)
 ss.)
COUNTY OF UTAH)

On this 16 day of November, 2009, personally appeared before me Stan Goodrich and Ryan Remkes, Managing members of Ridge Stone Development, LLC, and on their oath acknowledged that they are Managing Members of Ridge Stone Development, LLC and that they signed this instrument with the authority and on behalf of said limited liability company.

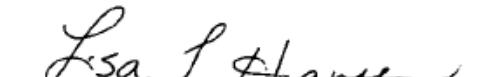

NOTARY PUBLIC



EXHIBIT A

The property in Phase I, Plat A Ridgestone Condominiums is described as: 36 Residential Condominium units that are privately owned, together with common areas, limited common areas, and amenities as per Plat A Ridgestone Condominiums Record of Survey Map filed concurrently with the Declaration of Condominium of Ridgestone Condominiums, an expandable Utah Condominium Project.

EXHIBIT B

The added property of Phase II, Plat B Ridgestone Condominiums is described as: 24 Residential Condominium units that are privately owned, together with common areas, limited common areas, and amenities as per Plat B Ridgestone Condominiums Record of Survey Map filed concurrently with the Declaration of Condominium of Ridgestone Condominiums, an expandable Utah Condominium Project.

Phase II property is located in Utah County, Utah and is more particularly described as follows: Beginning at a point located North 89°42'17" East along the Section line 1381.51 feet and North 409.13 feet from the Southwest Corner of Section 18, Township 9 South, Range 2 East, Salt Lake Base and Meridian. Thence North 0°30'28" West 154.44 feet; thence East 101.83 feet; thence North 66°32'16" East 15.16 feet, thence East 199.04 feet; thence South 115.52 feet, thence along an arc of 25.00 foot radius curve 44.72 feet, through a central angle of Δ 102°28'53" (chord South 51°14'27" East, 38.99 feet); thence South 12°28'53" East 5.00 feet; thence along an arc of 50.00 foot radius curve 39.66 feet, through a central angle of Δ 45°26'54" (chord South 54°47'40" West, 38.63 feet, radius bears South 12°28'53" East); thence North 62°02'00" West 36.14 feet; thence West 88.49 feet; thence South 83°55'14" West 81.95 feet; thence South 89°08'52" West 111.44 feet to the point of beginning. Containing 1.12 acres.

EXHIBIT C

ENT 118784:2009 PG 6 of 9

Unit	Address	Approx. Sq. Footage	Votes	Assessment/ Ownership Percentages
Phase 1 – Building 1				
110	1045 S. 1700 W. #110 Payson UT 84651	1265	1	1.66%*
111	1045 S. 1700 W. #111 Payson UT 84651	1265	1	1.66%*
112	1045 S. 1700 W. #112 Payson UT 84651	1265	1	1.66%*
113	1045 S. 1700 W. #113 Payson UT 84651	1265	1	1.66%*
120	1045 S. 1700 W. #120 Payson UT 84651	1265	1	1.66%*
121	1045 S. 1700 W. #121 Payson UT 84651	1265	1	1.66%*
122	1045 S. 1700 W. #122 Payson UT 84651	1265	1	1.66%*
123	1045 S. 1700 W. #123 Payson UT 84651	1265	1	1.66%*
130	1045 S. 1700 W. #130 Payson UT 84651	1265	1	1.66%*
131	1045 S. 1700 W. #131 Payson UT 84651	1265	1	1.66%*
132	1045 S. 1700 W. #132 Payson UT 84651	1265	1	1.66%*
133	1045 S. 1700 W. #133 Payson UT 84651	1265	1	1.66%*
Phase 1 – Building 2				
210	1045 S. 1700 W. #210 Payson UT 84651	1265	1	1.66%*
211	1045 S. 1700 W. #211 Payson UT 84651	1265	1	1.66%*
212	1045 S. 1700 W. #212 Payson UT 84651	1265	1	1.66%*

* This is an expandable condominium project with a maximum approved 180 Units to be constructed in five (5) phases. Upon completion of the entire project, the percent of ownership per Unit will be reduced to 0.55%.

Unit	Address	Approx. Sq. Footage	Votes	Assessment/ Ownership Percentages
213	1045 S. 1700 W. #213 Payson UT 84651	1265	1	1.66%*
220	1045 S. 1700 W. #220 Payson UT 84651	1265	1	1.66%*
221	1045 S. 1700 W. #221 Payson UT 84651	1265	1	1.66%*
222	1045 S. 1700 W. #222 Payson UT 84651	1265	1	1.66%*
223	1045 S. 1700 W. #223 Payson UT 84651	1265	1	1.66%*
230	1045 S. 1700 W. #230 Payson UT 84651	1265	1	1.66%*
231	1045 S. 1700 W. #231 Payson UT 84651	1265	1	1.66%*
232	1045 S. 1700 W. #232 Payson UT 84651	1265	1	1.66%*
233	1045 S. 1700 W. #233 Payson UT 84651	1265	1	1.66%*
Phase 1 – Building 3				
310	1045 S. 1700 W. #310 Payson UT 84651	1265	1	1.66%*
311	1045 S. 1700 W. #311 Payson UT 84651	1265	1	1.66%*
312	1045 S. 1700 W. #312 Payson UT 84651	1265	1	1.66%*
313	1045 S. 1700 W. #313 Payson UT 84651	1265	1	1.66%*
320	1045 S. 1700 W. #320 Payson UT 84651	1265	1	1.66%*
321	1045 S. 1700 W. #321 Payson UT 84651	1265	1	1.66%*
322	1045 S. 1700 W. #322 Payson UT 84651	1265	1	1.66%*

* This is an expandable condominium project with a maximum approved 180 Units to be constructed in five (5) phases. Upon completion of the entire project, the percent of ownership per Unit will be reduced to 0.55%.

Unit	Address	Approx. Sq. Footage	Votes	Assessment/ Ownership Percentages
323	1045 S. 1700 W. #323 Payson UT 84651	1265	1	1.66%*
330	1045 S. 1700 W. #330 Payson UT 84651	1265	1	1.66%*
331	1045 S. 1700 W. #331. Payson UT 84651	1265	1	1.66%*
332	1045 S. 1700 W. #332 Payson UT 84651	1265	1	1.66%*
333	1045 S. 1700 W. #333 Payson UT 84651	1265	1	1.66%*
Phase II – Building 4				
410	1045 S. 1700 W. #410 Payson UT 84651	1265	1	1.66%*
411	1045 S. 1700 W. #411 Payson UT 84651	1265	1	1.66%*
412	1045 S. 1700 W. #412 Payson UT 84651	1265	1	1.66%*
413	1045 S. 1700 W. #413 Payson UT 84651	1265	1	1.66%*
420	1045 S. 1700 W. #420 Payson UT 84651	1265	1	1.66%*
421	1045 S. 1700 W. #421 Payson UT 84651	1265	1	1.66%*
422	1045 S. 1700 W. #422 Payson UT 84651	1265	1	1.66%*
423	1045 S. 1700 W. #423 Payson UT 84651	1265	1	1.66%*
430	1045 S. 1700 W. #430 Payson UT 84651	1265	1	1.66%*
431	1045 S. 1700 W. #431 Payson UT 84651	1265	1	1.66%*

* This is an expandable condominium project with a maximum approved 180 Units to be constructed in five (5) phases. Upon completion of the entire project, the percent of ownership per Unit will be reduced to 0.55%.

Unit	Address	Approx. Sq. Footage	Votes	Assessment/ Ownership Percentages
432	1045 S. 1700 W. #432 Payson UT 84651	1265	1	1.66%*
433	1045 S. 1700 W.#433 Payson UT 84651	1265	1	1.66%*
Phase II – Building 5				
510	1045 S. 1700 W. #510 Payson UT 84651	1265	1	1.66%*
511	1045 S. 1700 W. #511 Payson UT 84651	1265	1	1.66%*
512	1045 S. 1700 W. #512 Payson UT 84651	1265	1	1.66%*
513	1045 S. 1700 W. #513 Payson UT 84651	1265	1	1.66%*
520	1045 S. 1700 W. #520 Payson UT 84651	1265	1	1.66%*
521	1045 S. 1700 W. #521 Payson UT 84651	1265	1	1.66%*
522	1045 S. 1700 W. #522 Payson UT 84651	1265	1	1.66%*
523	1045 S. 1700 W. #523 Payson UT 84651	1265	1	1.66%*
530	1045 S. 1700 W. #530 Payson UT 84651	1265	1	1.66%*
531	1045 S. 1700 W. #531 Payson UT 84651	1265	1	1.66%*
532	1045 S. 1700 W. #532 Payson UT 84651	1265	1	1.66%*
533	1045 S. 1700 W. #533 Payson UT 84651	1265	1	1.66%*

* This is an expandable condominium project with a maximum approved 180 Units to be constructed in five (5) phases. Upon completion of the entire project, the percent of ownership per Unit will be reduced to 0.55%.