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**AMENDMENT TO BYLAWS OF THE ORCHARD OF COUNTRY WOODS
CONDOMINIUM PROJECT**

8624853

The Bylaws of the Orchard of Country Woods Condominium Project, which Bylaws are dated September 19, 1979 and recorded with the Salt Lake County Recorder as Entry No. 3339570 in book 4948, pages 275 - 287, concerning the parcel of real property set forth on Exhibit A attached hereto and made a part hereof, are hereby amended as follows:

1. Article II, Section 4 of the Bylaws is hereby amended to read as follows:

4. *Annual Meeting. The annual meeting of the Association shall be held during the first quarter of each calendar year, as determined by the Management Committee. The place of the meeting shall be at a location in Salt Lake County, State of Utah as specified in the notice of meeting. At least ten but not more than thirty days before the date of the annual meeting a written notice thereof shall be personally delivered or mailed postage prepaid to each person who appears as an Owner at the latest address of such person appearing in the records of the Committee at the time of delivery or mailing. Such notice shall state the time, place, and general purpose of the meeting.*

2. Article III, Section 1 (l) of the Bylaws is hereby amended to read as follows:

(l). *Keeping books with detailed accounts of the receipts and expenditures affecting the property and the administration of the Project, specifying the maintenance and repair expenses of the Common Areas and any other expenses incurred. The said books and vouchers accrediting the entries thereupon shall be available for examination by the Owners, their duly authorized agents or attorneys, at a mutually convenient time. All books and records shall be kept in accordance with generally accepted accounting practices, and the same, upon resolution of the Association, shall be audited at least once a year by an outside auditor*

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employed by the Committee who shall not be a resident of the project, or an owner therein. The cost of such audit shall be a common expense. A copy of the audit report shall be supplied to any first mortgagee of any unit in the project who requests the same in writing from the secretary.

3 All other provisions of the bylaws shall remain in full force and effect.

DATED and SIGNED this 26 day of September, 2002.

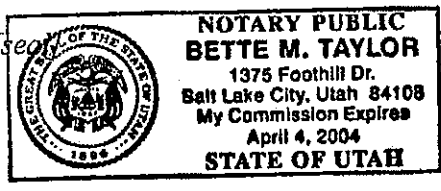
Orchard of Country Woods Condominium
Project Management Committee

Robert McFauler
Chairman

State of Utah)
 : ss.
Salt Lake County)

On the 26th day of September, 2002, personally appeared before me Robert McFauler, who duly acknowledged to me that he has read the foregoing document; that the same is true to the best of his knowledge, information and belief, that the aforementioned amendments were voted upon at a special meeting of the Association, that notice of the meeting was given pursuant to the Bylaws, that the amendments were approved by vote of the unit owners, and that he duly executed the same.

Bette M. Taylor
Notary Public



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EXHIBIT A

TAX ID. # 22-20-458-001

Beginning South 1905.529 ft. and East 453.646 ft. from center of Section 20, Township 2 South, Range 1 East, SLM; thence South 30°11'46" East 229.19 ft; thence South 37°14'52" East 161.82 ft; thence Easterly along a curve to the left 199.31 feet; thence North 51°21'20" East 232.51 feet; thence Northeasterly along a curve to the right 317.23 feet; thence North 33°20'30" West 235.31 feet; thence North 44°26' West 354.27 feet; thence North 61°34' West 143.4 feet; thence North 28° West 9.67 feet; thence West 313.01 feet; thence South 74 feet; thence East 7.57 feet; thence South 34.5 feet; thence West 111 feet; thence South 2° West 117.08 feet; thence South 14°53'18" East 217.19 feet; thence South 30°11'46" East 59 feet to beginning.

12.046 acres, m/l

8624853
04/24/2003 12:18 PM 14.00
Book - 8784 Pg - 993-995
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
HANKS, ROOKER & DENNING PC
JUDGE BLDG STE. 740
8 E BROADWAY
SLC UT 84111
BY: RDJ, DEPUTY - NA 3 P.

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