

PROTECTIVE COVENANTS AND EASEMENTS

KNOW ALL MEN BY THESE PRESENTS: That the WKF Corporation, a Wyoming Corporation, has acquired title to the following described real property, situate in Sweetwater County, to-wit:

Oregon Trail Subdivision, Phase III, is a parcel of land in Lot Six (6), of Section Twenty-eight (28), of the Resurvey of Township 19 North, Range 105 West of the Sixth Principal Meridian, Rock Springs, County of Sweetwater, State of Wyoming, being more particularly described as follows, to-wit:

Commencing at the Center Quarter (C 1/4) of said Section 28; thence North 00°02'30" West, 800.05 feet along the North/South Centerline of said Section 28 to the Northeasterly corner of Oregon Trails Subdivision Phase One and the point of beginning; thence North 87°57'32" West, 170.04 feet along the Northerly boundary of said Oregon Trails Subdivision Phase One; thence South 0°02'30" East 29.96 feet along said boundary; thence North 87°57'32" West, 400.00 feet along said boundary of Oregon Trails Subdivision Phase One and Two to the Northwest Corner of Oregon Trails Subdivision Phase Two; thence North 0°02'30" West, 280.19 feet; thence South 87°57'32" East, 400.00 feet; thence North 0°02'30" West, 9.77 feet; thence South 87°57'32" East, 170.04 feet; thence South 0°20'30" East,, 260.00 feet to the point of beginning, and contains an area of 3.58 acres more or less.

That said Subdivision is known as the Oregon Trails Subdivision, Phase III, of the City of Rock Springs, Sweetwater County, Wyoming. that the Owner desires to place protective covenants and easements on said real property for the benefit of the Owner or future Owners, and that the protective covenants, restrictions and reservations shall run with said land and shall be binding upon any Purchasers of any of the real estate, their heirs, successors and assigns, until March 1, 2013, after which time said covenants and restrictions shall be automatically extended for a successive 20 year period unless an instrument signed by a majority of the Owners at the time has been recorded agreeing to change the same in whole or in part. Enforcement of said covenants and restrictions shall be by proceeding at law or in equity against anybody violating or attempting to violate the same, or to recover damages.

In the event any of these covenants and restrictions are invalidated by Judgment or Court Order, the remaining provisions shall not be affected. Said Corporation, by and through its officers, reserved the exclusive right to modify or waive any covenants and restrictions as to any lot or lots where it deems it necessary in unusual circumstances or to prevent hardship.

The covenants and restrictions to run with the Oregon Trails Subdivision, Phase III, of the City of Rock Springs, Sweetwater County, Wyoming, are as follows:

1. Any construction or use of the real property shall be in compliance with and in conformity with the Zoning Ordinances and Building Ordinances of the City of Rock Springs, Wyoming.

2. No lot shall be used except for residential purposes for a single family dwelling of not more than two and one-half stories in height and shall not exceed 28 feet in height and shall not be less than 1,200 square feet of living space.

3. All materials and workmanship that go into the construction of said dwelling and other approved structures shall be of a quality that is in conformity with the surrounding dwellings and structures in the Subdivision.

4. Once construction of a dwelling is commenced, it shall be completed within a one year period from the date it was started.

5. There shall be no noxious, obnoxious or offensive activities carried on upon any lot which would constitute an annoyance or nuisance to the neighborhood.

6. All trash and garbage shall be contained in proper containers or receptacles and disposed of properly so as to give a clean appearance to the property at all times. All equipment for the storage or disposal of such waste materials shall be kept in a clean sanitary condition at all times.

7. The area of any lot on which there is not any erected building, driveway or sidewalk shall be grass or otherwise maintained in a manner that would give the lot a neat and orderly looking appearance, and shall be kept clean of weeds that would present an unsightly appearance.

8. All garages will comply with City Ordinances and Building Regulations with regard to set backs and the like. Such garages will have concrete floors and the construction of said garages will be with quality materials similar to that used in the construction of the dwelling, and shall conform to the decor of such dwelling. All garages shall have a paved asphalt or concrete driveway leading to the garage.

9. Easements for installation and maintenance of utilities and drainage facilities are reserved as set forth on the recorded Plat of the Oregon Trail Subdivision, Phase III. No structures, planting or other materials shall be placed or permitted to remain which might damage or interfere with the installation and maintenance of utilities, or which might change the direction of the flow of drainage channels or which might obstruct or retard the flow of water through drainage channels in the easement area. The easement areas of each lot and improvements on it shall be maintained continuously by the Owner of the lot unless such improvements are the responsibility of the public authority or utility company.

10. The involved party is and will be perpetually, unless any part thereof is terminated, subject to all and each of the easements set forth on the Plat of said Oregon Trails Subdivision, Phase III. Each of the utility companies, which include but are not necessarily limited to U.S. West, Pacific Power and Light Company, Sweetwater Television, Mountain Fuel Supply Company and their successors and assigns will have an easement, together with the rights of ingress and egress for purposes of constructing, installing, maintaining, operating and renewing, or repairing such of their facilities.

IN WITNESS WHEREOF, the undersigned Authorized Agent on behalf of the WKF Corporation, the Owner of all of said real estate in the Oregon Trails Subdivision, Phase III, has caused these presents to be duly executed this Six 16 day of January, 1997.

WKF CORPORATION, a Wyoming corporation,

By Jack M. Smith
Vice-President



Frank J. A. Mau
President

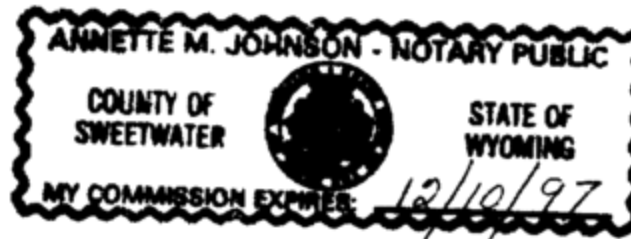
The State of Wyoming)
: ss.
County of Sweetwater)

On this 6th day of January, 1997, before me personally appeared Jack M. Smith and Frank Mau, to me personally know, who, being by me duly sworn did say that they are the Vice-President and President, respectively, of the WKF Corporation, and that the seal affixed to said instrument is the corporate seal of said Corporation by authority of its Board of Directors and said Jack M. Smith acknowledged said instrument to be the free act and deed of said Corporation.

Witness my hand and official seal.

My commission expires:

Annette M. Johnson
Notary Public



A G R E E M E N T

This Agreement entered into this 19th day of February, 1997, by and between WKF Corporation, a Wyoming Corporation, hereinafter also referred to as "WKF" and "Subdivider", the Developer of the Oregon Trails Subdivision, Phase III, of the City of Rock Springs, Wyoming, and the City of Rock Springs, Wyoming, an incorporated city situate in the County of Sweetwater, State of Wyoming, hereinafter referred to as "City" and "Rock Springs",

WITNESSETH:

WHEREAS, pursuant to the provisions of Section 16-504.E of the Ordinances of the City of Rock Springs, a subdivider may request that a subdivision plat be approved without a financial guarantee, but subject to:

- (a) The subdivider entering into an agreement with the City to install all required public improvements as required by Section 16-805 of the Ordinances of the City of Rock Springs within twelve months of approval of the contract or agreement.
- (b) The final plat being held by the Planning Department and not recorded in the Office of the Sweetwater County Clerk until the required public improvements have been installed and accepted by the City Engineer.

AND WHEREAS WKF, the Subdivider, proposes to follow the "Alternate Approval Procedure" as allowed by Section 16-504.E of the Ordinances of the City of Rock Springs for the approval of the Oregon Trails Subdivision, Phase III.

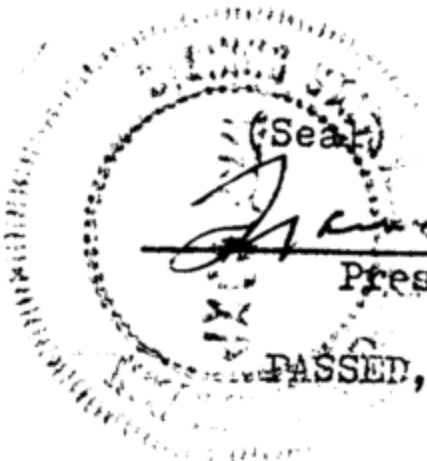
NOW, THEREFORE, in consideration of the above and foregoing premises, it is mutually understood and agreed as follows:

- 1. That the Oregon Trails Subdivision, Phase III, is granted approval according to section 16-504.E of the Ordinances of the City of Rock Springs, and the Subdivider hereby agrees to install the required public improvements as listed on "Exhibit A" attached hereto and by reference made a part hereof as if fully incorporated herein, and that all improvements be completed within twelve (12) months of the date of approval of this Agreement.
- 2. That the final Plat of the Oregon Trails Subdivision, Phase III, shall be held by the Planning Department and not filed with the Sweetwater County Clerk until the required public improvements have been installed and accepted by the City Engineer.
- 3. That the Subdivider shall sell no lots within the Oregon Trails Subdivision III until the Plat has been recorded with the Sweetwater County Clerk.

IN WITNESS WHEREOF the Parties hereto have hereunto set their hands and seals this day, month and year in which this Agreement has written above.

WKF Corporation,


By Jack M. Smith
Vice-President


(Seal)
David A. Ma
President

PASSED, AGREED TO AND APPROVED this 18th day of February, 1997.

President of the City Council

Paul S. Black
Mayor


CITY OF ROCK SPRINGS
INCORPORATED
SEAL
Colleen Peterson
City Clerk

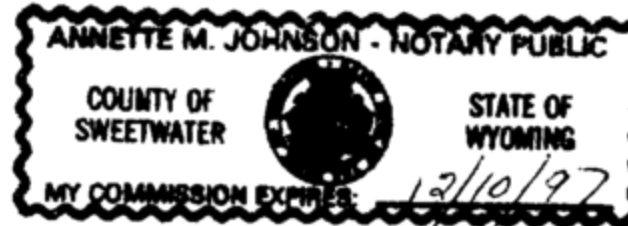
THE STATE OF WYOMING)
) ss.
COUNTY OF SWEETWATER)

On this 6th day of January, 1997, before
me personally appeared Frank A. Mau and Jack M. Smith,
to me personally known, who, being by me duly sworn did say that they are
the President and Vice-President respectively, of the WKF Corporation, and
that the seal affixed to said instrument is the corporate seal of said
Corporation, and that said instrument was signed and sealed on behalf of
said Corporation by authority of its' Board of Directors and said
Jack M. Smith acknowledged said instrument to be the free act and deed
of said Corporation.

WITNESS my hand and official seal.

Annette M. Johnson
Notary Public

My Commission expires 12/10/97.



RECORDED 6/30/1997 AT 04:25 PM RECEIVING# 1241238
BOOK 0887 PAGE# 0779 Page 5 of 7
LORETTA BAILIFF, CLERK of SWEETWATER COUNTY, WYOMING

EXHIBIT A

SUBDIVISION IMPROVEMENTS - OREGON TRAILS III

Itemized list of utilities and other improvements to be constructed or installed for Oregon Trails Subdivision Phase III, Rock Springs, Wyoming:

STREETS

Construct portions of Laramie Street and Sun Dance Lane to include:

| ITEM | QUANTITY |
|---|-----------|
| 1. Portland Cement Concrete curb, gutter and sidewalk | 1631 L.F. |
| 2. Crushed Gravel Road Base | 597 C.Y. |
| 3. Asphaltic Concrete Pavement | 212 C.Y. |

SANITARY SEWER

Construct 680 lineal feet of sewer line including:

| ITEM | QUANTITY |
|-----------------------------|----------|
| 1. Precast Concrete Manhole | 2 each |
| 2. 8" SDR 35 PVC Pipe | 680 L.F. |
| 3. 8"x8"x4" Wye | 11 each |
| 4. 4" SDR 35 PVC Pipe | 300 L.F. |
| 5. 8" Cleanout | 1 |

WATER LINE

Construct 1360 feet of 8" PVC water line including:

| ITEM | QUANTITY |
|---------------------------|-----------|
| 1. 8" AWWA 900 Pipe | 1360 L.F. |
| 2. 8" Gate Valve MJxMJxFE | 10 each |
| 3. 6" Gate Valve MJxFE | 1 each |

- | | | |
|-----|---|---------|
| 4. | 8" Tee MJ | 2 each |
| 5. | 8"x8"x6" Tee MJxMJxFE | 1 each |
| 6. | 8" Cross MJ | 1 each |
| 7. | 8" Cap MJ | 3 each |
| 8. | Cast Iron Valve Box | 11 each |
| 9. | Lot Service (Includes 8"x3/4 saddle, 3/4" Corp Cock, 3/4" Copper Service Line, 3/4" Curb Stop & Curb Stop Box | 13 each |
| 10. | Fire Hydrant | 1 each |
| 11. | 6" AWWA 900 Pipe | 20 L.F. |

UTILITY TRENCH

Construct 750 feet of utility trench for electrical, telephone and television lines including 3-2 inch and 2-3 inch PVC conduits.

NATURAL GAS

Construct 714 feet of gas line including 3 conduits.

DRAINAGE

Construct 2560 feet of drainage ditch within a 25 foot wide easement and install 35 feet of CMP.

wkf.3/aug96

RECORDED 6/30/1997 AT 04:25 PM RECEIVING# 1241238
 BOOK 0887 PAGE# 0781 Page 7 of 7
 LORETTA BAILIFF, CLERK of SWEETWATER COUNTY, WYOMING