

**AMENDMENT
TO THE
OFFICIAL RECORD COPY
MELODY RANCH PUD
(PUD 93-0001)
FINAL DEVELOPMENT PLAN
AND
STATEMENT OF OUTSTANDING OBLIGATIONS AND CONDITIONS**

THIS AMENDMENT TO THE OFFICIAL RECORD COPY MELODY RANCH PUD (PUD 93-0001) FINAL DEVELOPMENT PLAN is made this 20th day of April, 1999, by agreement between Teton County and certain Melody Ranch entities, with reference to the following basic facts:

RECITALS:

A. **Melody Estancia LLC**, a Wyoming limited liability company, is the owner of Lot 6 of Melody Ranch Upper Ranch Master Plat, Plat No. 856, **AND Melody Ranch Investments I LLC**, a Wyoming limited liability company, is the owner of Lot 2-A of the Melody Ranch Upper Ranch Master Plat First Amendment, Plat No. 862, and Lots 3-B and 15 of Melody Ranch Upper Ranch Master Plat Second Amendment, Plat No. 884; all plats of record in the Office of the Clerk of Teton County, Wyoming;

B. Said Lots are part of the Melody Ranch Planned Unit Development (which is shown on the "Illustrative Map Of The Melody Ranch Planned Unit Development" attached hereto as Exhibit I) and are subject to the terms and conditions of the Final Development Plan of said Planned Unit Development approved by the Teton County Board of County Commissioners on October 3, 1995; and memorialized in that OFFICIAL RECORD COPY MELODY RANCH PUD (PUD 93-0001) FINAL DEVELOPMENT PLAN AND STATEMENT OF OUTSTANDING OBLIGATIONS AND CONDITIONS APRIL 1998 of record in said Office in Book 355 of Photo, pages 801-831.

C. Said Lots are parts of the following areas defined by said Final Development Plan:

RELEASED	LOT NUMBER:	FINAL DEVELOPMENT PLAN AREA:	
INDEXED	2-A (Plat 862)	Development Area One	Grantor: TETON COUNTY ET AL
ABSTRACTED	3-B (Plat 884)	Development Area Two	Grantee: TETON COUNTY ET AL
SCANNED	6 (Plat 856)	Agricultural Open Space	Doc 0487460 bk 375 pg 290-303 Filed at 3:55 on 04/20/99
	15 (Plat 884)	Development Area Two	Sherry L Daigle, Teton County Clerk fees: 32.00
			By MELISSA K JOURDEN Deputy

Said Final Development Plan Areas are shown on the "Illustrative Map of the Originally Approved Development/Agricultural Open Space Areas of the Melody Ranch Planned Unit Development" attached hereto as Exhibit II-A.

D. Said Lots 2-A, 3-B, and 15 are reserved for future development in accordance with said Final Development Plan; and Lot 6 is dedicated as Agricultural Open Space.

E. With the approval of the Teton County Board of County Commissioners, said owners desire to revise the plan for the proposed development of said Lots 2-A, 3-B and 15 to allow for better neighborhood development, and to provide economically feasible affordable housing units/lots which are well integrated with market lots; said revisions are in accord with, and in part, a response to that action taken by the Board of County Commissioners on August 18, 1998 regarding reallocation of affordable housing within said Melody Ranch Planned Unit Development. (See **Section N** below)

F. Said revisions include modification of the number of development units allowed for by said Final Development Plan for each of said Lots 2-A, 3-B and 15, with necessary adjustment to the exterior boundary and total acreage of said Lot 3-B; said adjustments in turn resulted in adjustments to the exterior boundary and total acreage of the adjoining Lot 6. Said revisions are reflected on the "Illustrative Map of the Amended Development/Agricultural Open Space Areas of the Melody Ranch Planned Unit Development" attached hereto as Exhibit II-B,

on the "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office, and will be reflected on the Melody Ranch Upper Ranch Master Plat Third Amendment to be recorded concurrently with this instrument. Said revisions are summarized below:

1. Adjustment of the common boundary of Lot 3-B and Lot 6*; i.e. revisions to the common boundary of Agricultural Open Space and Development Area Two.
2. Increase in the acreage of Lot 3-B, with a resulting decrease in the acreage of Lot 6*; i.e. changes in the total acreage of Agricultural Open Space and Development Area Two.
3. An increase of twelve (12) (from 102 to 114) for the total number of dwelling units allowed within Lot 3-B (part of Development Area Two), and a decrease of eleven (11) (from 21 to 10) for the total number of dwelling units allowed within Lot 15 (part of Development Area Two) which results in a net increase of one (1) (from 149 to 150) for the total number of dwelling units allowed within Development Area Two ; AND a decrease of one (1) (from 86 to 85) for the total number of dwelling units allowed within Lot 2-A (part of Development Area One), which results in a net decrease of one (1) (from 181 to 180) for the total number of dwelling units allowed within Development Area One; i.e. a change in the maximum number of dwelling units in Development Areas One and Two.

G. Sections Q. and U.7 of said Official Record Copy of the Melody Ranch PUD Development Plan require an amendment to said document if one or more of the following occur:

1. There is increase or decrease in the total acreage contained in said Development Areas or Agricultural Open Space;
2. There are any alterations of the boundaries of said Development Areas or Agricultural Open Space; or
3. The maximum number of dwelling units contained in any of said Development Areas changes.

(* Note that the modification to the boundary of said Lot 3-B also impacts the boundaries of Lot 5 (of said Plat No. 856) and Lot 16 (of said Plat No. 884); however, said modifications are internal to said Development Area Two, and are not required to be part of this Amendment; said changes will, however, be reflected in the Melody Ranch Upper Ranch Master Plat Third Amendment.)

Given that said desired revisions affect all three of the above-listed parameters of said Final Development Plan, NOW, THEREFORE, as required by said Sections Q. and U.7 of that OFFICIAL RECORD COPY MELODY RANCH PUD (PUD 93-0001) FINAL DEVELOPMENT PLAN AND STATEMENT OF OUTSTANDING OBLIGATIONS AND CONDITIONS APRIL 1998 said Melody Ranch entities, and said Board of County Commissioners hereby amend those portions of said Final Development Plan, as hereinafter provided, and hereby declare that the future development of said Lots 2-A, 3-B, and 15 shall be subject to the amended conditions and obligations set forth in the text and Exhibits of this document and shown on said "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office.

AND TO FURTHER CLARIFY the record, this amendment includes a restatement of those sections of said Official Record concerning Affordable Housing which were affected by said action regarding reallocation of affordable housing taken by the Board of County Commissioners at their regularly scheduled meeting of August 18, 1998.

Anything herein contained to the contrary, NOTWITHSTANDING, any sections of the OFFICIAL RECORD COPY MELODY RANCH PUD (PUD 93-0001) FINAL DEVELOPMENT PLAN AND STATEMENT OF OUTSTANDING OBLIGATIONS AND CONDITIONS APRIL 1998, or of the maps and exhibits referenced therein and on file with the Teton County Planning Office NOT specifically amended by this instrument shall remain in full force and effect.

The filing of a final plat for any portion of said Lots shall constitute agreement and approval that all conditions set forth in this document with regard to that particular plat have been satisfied and no individual lot purchaser shall have any obligation with regard to the completion of any required improvements or the satisfaction of any obligations set forth herein. All uncompleted portions of the conditions and obligations shall be the subject of future final plat approvals and/or shall be secured by letters of credit or other security as deemed appropriate by Teton County.

SECTIONS BEING AMENDED
TABLE OF CONTENTS OF SECTIONS OF
OFFICIAL RECORD COPY MELODY RANCH PUD FINAL DEVELOPMENT PLAN
AND
STATEMENT OF OUTSTANDING OBLIGATIONS AND CONDITIONS
BEING AMENDED

	<u>Page No.</u>
A. Access Roads Serving East Upper Melody.....	3
C. Other Road Design and Improvement Features	3
D. Recreational Equipment/Maintenance Area.....	4
G. Infrastructure and Development Phasing	4
N. Affordable Housing	4
O. Category I Affordable Housing	6
T. Site Development	8
U. Implementation.....	8

ATTACHED EXHIBITS

- I. Illustrative Map of the Melody Ranch Planned Unit Development
- II-A. Illustrative Map of the Originally Approved Development/Agricultural Open Space Areas of the Melody Ranch Planned Unit Development
- II-B. Illustrative Map of the Amended Development/Agricultural Open Space Areas of the Melody Ranch Planned Unit Development
- III. Melody Ranch Infrastructure Phasing Plan

Section A. Access Road To East Upper Melody shall be restated in its entirety as follows:

- A. Access Roads Serving East Upper Melody. The access road network serving East Upper Melody (identical with Amended Residential Unit Two, which is part of Amended Development Area Two, as shown on that “Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two” on file in the Teton County Planning Office) shall be configured as a grid with each branch having a fifty foot (50.00’) wide right-of-way.

Section C. Other Road Design and Improvement Features, paragraph 1. shall be restated as it applies to Development Area One and Amended Development Area Two as follows:

- 1. Phasing of Road Construction – the roads serving said Development Area One and Amended Development Area Two shall be built in phases corresponding to

the development phases of the residential development which they will serve; the proposed phasing plan for the remaining development of Residential Unit One within Development Area One, as defined in the Final Development Plan Submittal for the Melody Ranch Planned Unit Development, dated August 1995, on file in the Teton County Planning Office, is shown on Exhibits F and G of said document; the proposed phasing plan for the development of Residential Unit Two is shown on said "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office. Said phasing plans provide a general outline of the proposed sequence of development and do not bind the developer to adhere strictly to the sequence given.

Section D. Recreational Equipment/Maintenance Area shall be restated its entirety as follows:

D. Recreational Equipment/Maintenance Area

1. An approximately 3-acre RV storage area shall be developed in the southeast area of Residential Unit Two of Development Area Two as shown on the "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office.
2. The site plan for the storage area shall incorporate a 12-foot high articulated pole fence with entry gates, and shall maintain a 20-foot wide landscape easement, which shall be planted, around the perimeter of the site, as well as provide interior landscaped islands to visually screen and break up the mass of the recreational equipment/maintenance area.
3. A site plan for the development of the RV storage area shall be provided to the County when development of lots require the construction of a road through the area currently used as a temporary RV storage area.
4. Construction of improvements within the permanent RV storage area shall be phased to meet demands of existing residential lot development.

Section G. Infrastructure and Development Phasing shall be restated as it relates to said **Development Area One and Amended Development Area Two** as follows:

G. Infrastructure and Development Phasing

1. The phasing of the remaining infrastructure improvements within said Development Area One and said Amended Development Area Two shall be carried out and coordinated with the subdivision and platting of lots for sale (and/or construction of multi-family units).
2. The infrastructure phasing schedule is presented in the "Melody Ranch Infrastructure Phasing Plan," attached hereto as Exhibit III. County planning staff shall continue to review this schedule to verify that all infrastructure improvements and obligations are listed; this infrastructure phasing plan shall be considered a working document subject to change and continuing review.
3. If the schedule as presented changes, the Developer shall file copies of the revised phasing schedule with the County Planning Director for review and approval.

Section N. Affordable Housing shall be restated its entirety as follows:

N. Affordable Housing

1. As provided for by Section N.b.(3) of said OFFICIAL RECORD COPY MELODY RANCH PUD (PUD 93-0001) FINAL DEVELOPMENT PLAN AND STATEMENT OF OUTSTANDING OBLIGATIONS AND CONDITIONS APRIL 1998, at a regularly scheduled meeting on August 18, 1998, the Board of

County Commissioners of Teton County approved a reallocation of the required Melody Ranch PUD affordable housing units. In recognition of the economic difficulty of producing completely constructed affordable housing residences or rental units, the Commissioners approved a mix of affordable housing units (completely constructed residences or rental units) and attainable lots. The total number of housing units/attainable lots was unchanged by that approval and remains at 128. In accordance with said action of the Board of County Commissioners, at build out there shall be 128 affordable housing units/attainable lots in Upper Melody Ranch; the establishment and administration of restrictions on the resale of the affordable housing units and attainable lots, and criteria for rental or ownership occupants shall be established to the satisfaction of the Teton County Housing Authority; these restrictions and criteria shall follow the Teton County Housing Authority Affordable Housing Guidelines as closely as practicable.

2. Allocation and Phasing

- a. The total number of affordable housing units/attainable lots within the Melody Ranch PUD and the timing of their creation shall remain as originally approved and was determined as follows:

- (1) The number of affordable housing units or attainable lots required shall equal approximately 46.89% of the number of market units built. At full build out, in accordance with the limits established by the Melody Ranch Final Development Permit, the distribution of units/lots shall be as follows:

		Percentage of Total	Percentage of Market Units
Total Market Units	273	68.08	100.00
Total Affordable Units/Lots	128	31.92	46.89
Total Dwelling Units	401	100.00	

- (2) Phasing of affordable housing shall proceed on a proportionate basis with the development of market units based on the following formula:

Multiply the total number of all units in a phase by 0.3192

A plat for market units will not be allowed to be recorded unless the requisite number of affordable units or attainable lots are also being, or have already been provided for to the satisfaction of the County.

- (3) All affordable housing shall be provided in the Melody Ranch Upper Ranch and shall be distributed in the Development Areas of said Upper Ranch (shown on the "Illustrative Map of the Amended Development/Agricultural Open Space Areas of the Melody Ranch Planned Unit Development" attached hereto as Exhibit II-B) in accordance with said action of the Board of County Commissioners. As determined by said action, the allocation of affordable housing units or attainable lots at build out within said Development Areas shall be as follows:

Development Area	Total Number of Units/Lots	Number of Units/Lots in Each Category*			
		I	II	III	IV
One	20	0	0	9	11
<u>Amended Two</u>	<u>108</u>	<u>43</u>	<u>49</u>	<u>10</u>	<u>6</u>
Totals At Build out	128	43	49	19	17

At the time of the execution of this amendment the following **affordable housing units** have been developed:

Development Area	Total Number of Units/Lots	Number of Units/Lots in Each Category*			
		I	II	III	IV
One	9	0	0	9	0

<u>Amended Two</u>	24	0	20	4	0
Totals At Build out	33	0	20	13	0

At the time of the execution of this amendment the following **affordable housing units or attainable lots** remain to be developed:

Development Area	Total Number of Units/Lots	Number of Units/Lots in Each Category*			
		I	II	III	IV
One	11	0	0	0	11
<u>Amended Two</u>	84	43	29	6	6
Totals At Build out	95	43	29	6	17

All remaining Category I housing is proposed to consist of affordable housing units; all remaining Category II, III and IV housing is proposed to consist of attainable lots.

The remaining required units/lots shall be apportioned within each Development Area as mutually agreed between the developer and Teton County; a general concept of the apportionment within Development Area Two is shown on "Illustrative Map of the Development and Agricultural Open Space Areas of the Melody Ranch Planned Unit Development" attached hereto as Exhibit II-B.

*See Section N.b. below for discussion of Affordable Housing Categories

b. The allocation of the housing units/attainable lots shall be by categories

(1) The Affordable Housing Categories are defined per said action of the Board of County Commissioners in the Table below:

	Category I **** (Rental or For Sale Units)	Category II (Attainable Lots)	Category III (Attainable Lots)	Category IV (Attainable Lots)
Number Of Units/Lots	43	49	19	17
Maximum Family Income*		1.2 X AMI (Currently 67,800)	1.4 X AMI (Currently 94,500)	1.75 X AMI (Currently \$98,875)
Maximum Family Assets**	N.A.	\$175,000	\$200,000	\$200,000
Residency	Employed In Teton County	Employed In Teton County	Employed In Teton County	Employed In Teton County
Primary Occupant	Yes	Yes	Yes	Yes
Development Density Lot Size	8 Units/Acre	5500± S.F.	8500± S.F.	10,500± S.F.
Estimated Cost Per Lot/Unit***	\$13,000 Infrastructure Reimbursement to Melody Ranch	\$36,000-\$46,000	\$46,000-\$59,000	\$59,000-\$80,000
Unit/Lot Resale	At CPI+	At CPI+	At CPI+	At CPI+
Term of Affordable Housing Restriction	20 Years – All Buyers	20 Years – All Buyers	20 Years – All Buyers	20 Years – All Buyers
Original Preference for Buyer	N.A.	Income of 0.8 - 1.2 AMI; County Resident for 6 Months to >4 years	Income of 1.0 - 1.2 AMI; County Resident for 6 Months to >4 years	Income of 1.0 - 1.75 AMI; County Resident for 6 Months to >4 years

* Maximum Family Income as a multiplier of the Area Mean Income (AMI) to be inflated annually per HUD data; as of March 26, 1999 AMI = \$56,500.

** Maximum Family Assets to be inflated annually per CPI.

*** All cost figures are preliminary and subject to mutual agreement by both Melody Ranch and Teton County

**** See also Section O of this document

(2) The cost of the housing units/lots developed in each category of affordable housing shall reflect a range of prices across the category and shall not be concentrated at the high end or at the low end of each category.

- (3) The allocation of units to each category may be altered through the mutual agreement between the Developer and the County based upon evolving housing market conditions and actual absorption rates.
3. The affordable housing shall be planned and designed to be compatible with the remainder of the development and that all restrictive covenants and architectural controls established by the Developer and approved by the County as a part of the Final Development Plan approval shall equally apply to the affordable housing.
4. A detailed agreement between the Developer and the County regarding all of the respective responsibilities and obligations affecting the development and sale of the affordable dwelling units shall be executed at a future date.

Section O. Category I Affordable Housing shall be restated in its entirety as follows:

O. Category I Affordable Housing

The Developer has provided and built thirty-three (33) units of Category II and III affordable housing as hereinabove set forth. The Developer has determined that in order to avoid subsidies to affordable housing far in excess of those contemplated by the parties at the time of the approval of the project, the Developer will avail itself of the option provided to it of offering to Teton County or the Teton County Housing Authority lands within the development of Residential Unit Two for construction by Teton County or the Teton County Housing Authority or other entity or agency of the County's choosing of Category I affordable units. The land for the Category I affordable units shall be made available to the County or its assignee as follows:

1. The density utilized for initial planning and purchase purposes for the Category I housing shall be eight (8) units per acre.
2. Each parcel of property offered to Teton County for purchase and development of affordable Category I housing units shall be served by a street or road with utilities to include sewer, water, electricity, natural gas, telephone and cable TV to be extended to each of the blocks on which the units are to be developed as said blocks are portrayed on the "Amended Final Development Plan Drawings for Melody Ranch Residential Unit Two" without cost to Teton County or its assigns over and above the purchase price of the property as set forth below.
3. The purchase price for each parcel to be obtained by Teton County or its assigns for the development of Category I affordable housing shall be determined by determining the Developer's cost of utilities and infrastructure on a per unit basis for each individual utility and for each item of infrastructure (i.e., roads, pathways, bridges and general landscaping) and dividing that number by the number of units to be served by that utility or infrastructure element. The resulting number shall be multiplied by the number of units allowed to be constructed on the parcel to be acquired based on eight (8) density units per acre to arrive at the purchase price.
4. At the time of the filing of the final plat for each phase of development of Melody Ranch Planned Unit Development, the Developer shall make available to the County the land for the construction of the requisite number of Category I affordable housing units, either by direct sale and purchase by the County or at the option of the County by providing to Teton County or its assigns an option to acquire the land for such units within four (4) years from the date of the approval of the plat. The land made available by sale or by option shall either have all infrastructure and utility improvements installed and completed to the lot line or a letter of credit shall have been submitted to Teton County for completion of such work in conjunction with the final plat approval and filing.
5. Any property for which an option is taken by the County and for which the option is not exercised within four (4) years of the date of the filing of the final plat which generated the requirement for the Category I affordable housing units may, at the option of the Developer, be removed from any requirement for the provision of affordable housing and the number of units for such parcel allocated on the basis of eight (8) density units per acre shall be deemed to have been provided and the

requirement for affordable housing of that number of units shall be satisfied. The unconstructed units may then be utilized by the Developer to augment the densities and create additional lots in other development areas.

6. Notwithstanding the preceding, the County and Developer may reallocate the units to another affordable housing category and agree upon alternate valuation methods for the purchase of Category I parcels by mutual agreement.

Section T. Site Development shall be supplemented so that all development standards relating to building setbacks, site coverage, impervious surface coverage and building heights within Residential Unit Two of Development Area Two (as shown on said "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office) shall conform to the Site Design Limitations approved by the Board of County Commissioners; notwithstanding, total habitable gross floor area above ground shall not exceed a total of 8,000 square feet (which may include 1,000 square feet in a guest house), in accordance with sections 2360 and 2450 of the current Teton County Land Development Regulations.

Section U. Implementation shall be amended as follows:

Subsection 4.b. Site Development Plans, Paragraphs 1 and 2 shall be restated in their entirety to read as follows:

- (1) A site development plan shall be submitted for development within said Lot 15 of Melody Ranch Upper Ranch Master Plat Second Amendment.
- (2) A site development plan shall be submitted for the Recreational Equipment/Maintenance Area defined in Section D of this document.

Subsection 5. Phasing, b. paragraph (1) shall be supplemented by excluding any lands within said Residential Unit Two of Development Area Two (as more specifically shown on said "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office) from the referenced Development Phasing Schedule Plans.

Subsection 5. Phasing, b. paragraph (2) shall be supplemented by excluding any lands within said Residential Unit Two of Development Area Two (as more specifically shown on the "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office) from the referenced Infrastructure/Obligations Phasing Plan.

Subsection 5. Phasing, b. shall be supplemented by adding a paragraph (4) as follows:

- (4) A phasing plan for development within Residential Unit Two of Amended Development Area Two is provided on said "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office.

IN WITNESS WHEREOF the undersigned parties have acknowledged the foregoing instrument by affixing their signatures hereto to be effective this 20 day of April, 1999.

ATTEST:

BOARD OF COUNTY COMMISSIONERS
COUNTY OF TETON

[Signature]
Clerk

[Signature]
Chair

MELODY RANCH INVESTMENTS I LLC,
a Wyoming limited liability company;

MELODY ESTANCIA LLC,
a Wyoming limited liability company

By: Melody Ranch Investments, Inc.,
a Wyoming corporation

NO SEAL

By: [Signature] [Signature]
Paul von Gontard, President, by
David K. Larson as Attorney-in-Fact pursuant to
to that Record Document Number 0487172

ATTEST:

BY: [Signature]
David Quinn, Vice President

STATE OF WYOMING)
)ss.
COUNTY OF TETON)

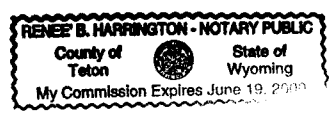
The foregoing instrument was acknowledged before me by Ana H. Stephenson, Chair of the Teton County Board of County Commissioners, and Sherry L. Dalghe, Teton County Clerk, this 20th day of April, 1999.

Witness my hand and official seal.

[Signature]
Notary Public

My Commission Expires: June 19, 2000

STATE OF WYOMING)
)ss.
COUNTY OF TETON)

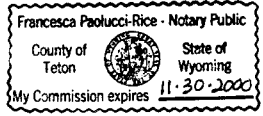


The foregoing instrument was acknowledged before me by David K. Larson Attorney-In-Fact for Paul T. von Gontard and by David Quinn, as President and Vice President, respectively, of Melody Ranch Investments, Inc., as Manager and Member of Melody Ranch Investments I LLC and Melody Estancia LLC and acknowledged that they executed the foregoing as such officers in the name and on behalf of said corporation this 19th day of April, 1999.

Witness my hand and official seal.

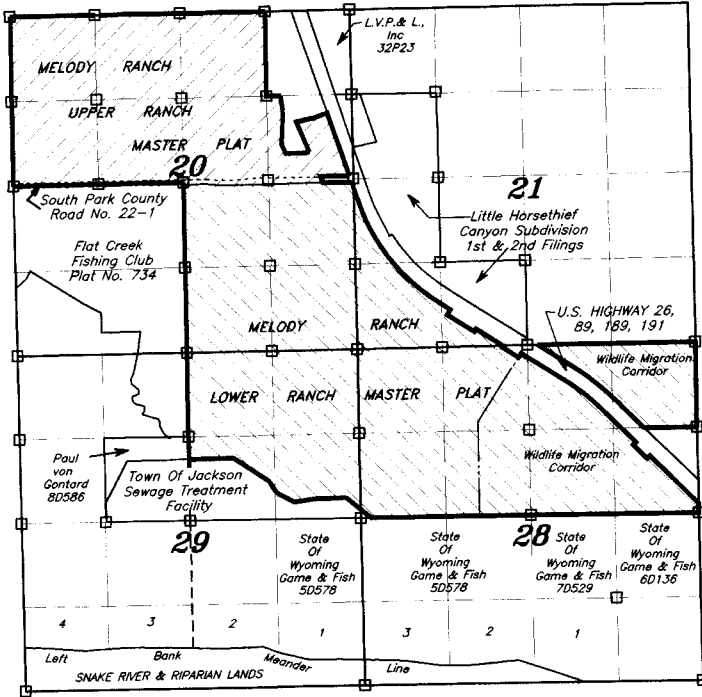
[Signature]
Notary Public

My Commission Expires: November 30, 2000



Amendment To Final Development Plan
Page 9 of 9

T40N R116W
TETON COUNTY, WYOMING



□ indicates a Corner Record filed.

— indicates the boundary of the MELODY RANCH PLANNED UNIT DEVELOPMENT (containing 892.75 acres).

▨ indicates lands within the Melody Ranch Planned Unit Development platted as the Melody Ranch Upper Ranch Master Plat and its Amendments (containing 267.53 Acres).

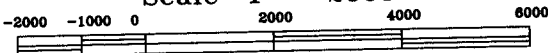
▨ indicates lands within the Melody Ranch Planned Unit Development platted as Melody Ranch Lower Ranch Master Plat (containing 625.22 Acres).

NOTE: At the time of preparation of this Exhibit, the following phases, NOT SHOWN HEREON, have been platted within the Upper Ranch Master Plat; they are the Melody Ranch Residential Unit One First, Second, and Third Filings (Plat Nos. 858, 863, and 925); and Melody Ranch Townhomes First Filing (Plat No. 909).

**ILLUSTRATIVE MAP
OF THE
MELODY RANCH
PLANNED UNIT DEVELOPMENT
LOCATED WITHIN
PORTIONS OF
SECTIONS 20, 21, 28, & 29
T40N, R116W
TETON COUNTY, WYOMING
EXHIBIT I**

AMENDMENT TO
OFFICIAL RECORD COPY OF
MELODY RANCH PLANNED UNIT DEVELOPMENT
FINAL DEVELOPMENT PLAN
AND
STATEMENT OF OBLIGATIONS
AND
CONDITIONS
JANUARY 1999

Scale 1" = 2000'



JORGENSEN ENGINEERING & LAND SURVEYING P.C.
P.O. Box 9550 Jackson, Wyoming 83002
307-733-5150

Project No. 91085.41/Project No. 91085.2

SUMMARY OF ORIGINALLY APPROVED LAND USE

PROJECT ACREAGE:
 Upper Ranch - 267.53 Acres
 Lower Ranch - 623.22 Acres
TOTAL ACREAGE - 890.75 ACRES

TOTAL NUMBER OF RESIDENTIAL UNITS: 401 UNITS

SUMMARY OF USE BY DEVELOPMENT AREA:

DEVELOPMENT AREA ONE:
 187 Residential Units:
 157 Single-Family Residential Market Lots
 24 Single Family Affordable Lots
 (Category III - & IV)

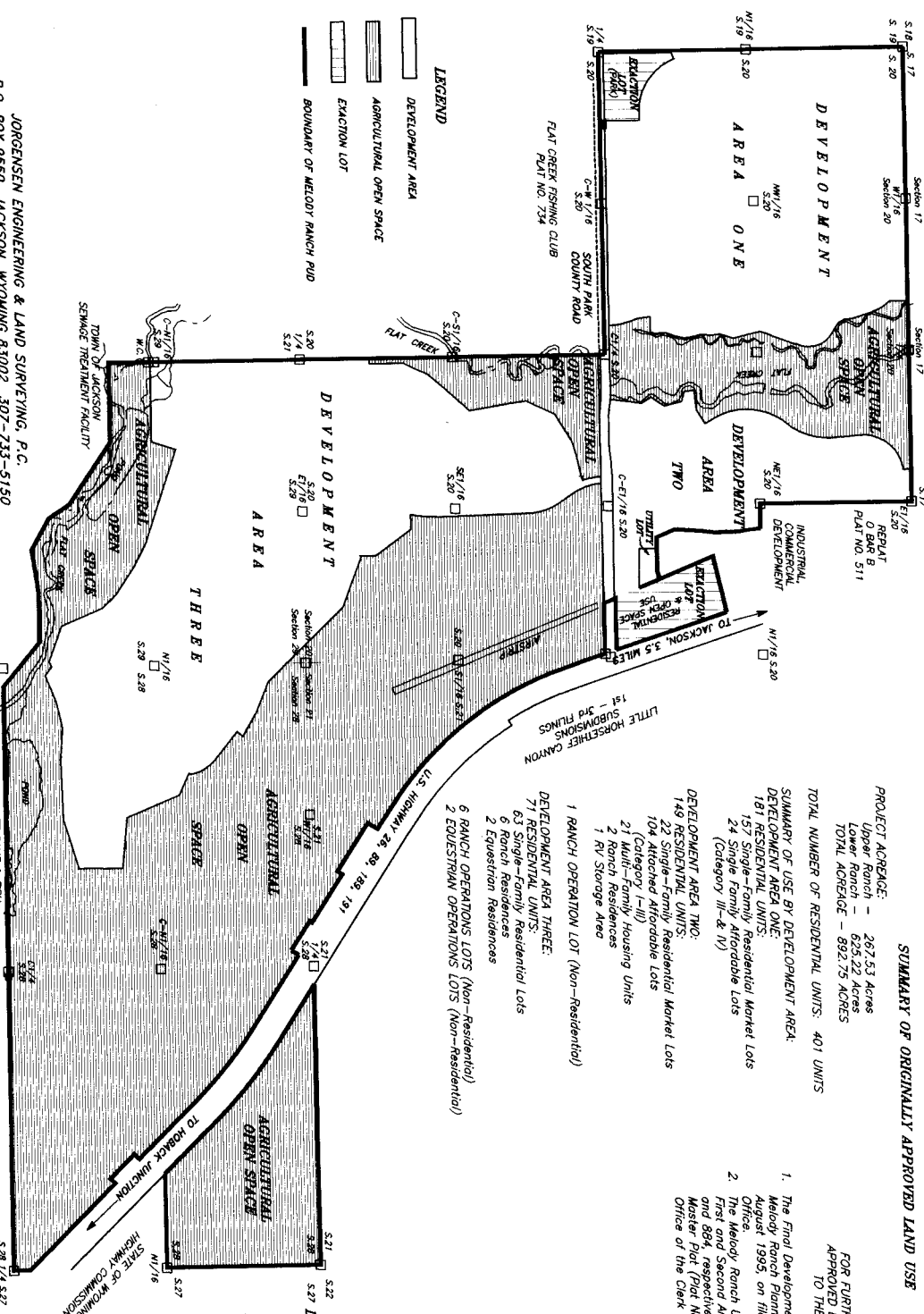
DEVELOPMENT AREA TWO:
 149 Residential Units:
 22 Single-Family Residential Market Lots
 104 Attached Affordable Lots
 (Category I-III)
 21 Multi-Family Housing Units
 2 Ranch Residences
 1 RV Storage Area

DEVELOPMENT AREA THREE:
 71 Residential Units:
 63 Single-Family Residential Lots
 6 Ranch Residences
 2 Equestrian Residences

6 RANCH OPERATIONS LOTS (Non-Residential)
2 EQUESTRIAN OPERATIONS LOTS (Non-Residential)

NOTE:
 FOR FURTHER DETAILS OF
 APPROVED LAND USE REFER
 TO THE FOLLOWING:

- The Final Development Plan Submitted for the Melody Ranch Planned Unit Development, dated August, 1995, on file in the Teton County Planning Office.
- The Melody Ranch Upper Ranch Master Plat and its First and Second Amendments (Plat Nos 855, 862, and 864, respectively), the Melody Ranch Lower Ranch Master Plat (Plat No. 875), all of record in the Office of the Clerk of Teton County, Wyoming.



SCALE: 1" = 1000'

ILLUSTRATIVE MAP OF THE ORIGINALLY APPROVED DEVELOPMENT AGRICULTURAL OPEN SPACE AREAS OF THE MELODY RANCH PLANNED UNIT DEVELOPMENT SHOWING PORTIONS OF SECTIONS 20, 21, 28 AND 29 T.40N, R.16W TETON COUNTY, WYOMING

EXHIBIT II-A
 FOR AMENDMENT TO OFFICIAL RECORD COPY OF MELODY RANCH PLANNED UNIT DEVELOPMENT FINAL DEVELOPMENT PLAN JANUARY 1999

Project Nos. 91085-41/91085-22

EXHIBIT II-A

SUMMARY OF AMENDED LAND USE

PROJECT ACREAGE: 267.53 Acres
 Upper Ranch - 625.22 Acres
 Lower Ranch - 625.22 Acres
 TOTAL ACREAGE - 892.75 ACRES

TOTAL NUMBER OF RESIDENTIAL UNITS: 401 UNITS

SUMMARY OF USE BY DEVELOPMENT AREA AS AMENDED:
 DEVELOPMENT AREA ONE:
 180 RESIDENTIAL UNITS:
 160 Single-Family Residential Market Lots
 20 Single-Family Affordable Lots
 (Category III - & IV)

AMENDED DEVELOPMENT AREA TWO:
 150 RESIDENTIAL UNITS:
 40 Single-Family Residential Market Lots
 110 Single-Family Residential Affordable Lots
 (Category II - IV)
 24 Attached Affordable Lots
 (Category II - IV)
 43 Affordable Category I Lots/Units
 2 Ranch Residences

1 RV STORAGE SITE (Non-Residential)
 1 RANCH OPERATION LOT (Non-Residential)

DEVELOPMENT AREA THREE:
 71 RESIDENTIAL UNITS:
 63 Single-Family Residential Lots
 6 Ranch Residences
 2 Equestrian Residences

6 RANCH OPERATIONS LOTS (Non-Residential)
 2 EQUESTRIAN OPERATIONS LOTS (Non-Residential)

- The Final Development Plan Submitted, and the Amended Final Development Plan Submitted for the Melody Ranch Planning Office, dated August 1993, and January 1998.
- The Melody Ranch Upper Ranch Master Plat and its First, Second, and Third Amendments, and the Melody Ranch Lower Ranch Master Plat, all subdivisions of record in the Office of the Clerk of Teton County, Wyoming.
- The Official Record Copy Melody Ranch PUD (93-0001) Final Development Plan and Statement of Outstanding Obligations and Conditions April 1998 of record in the Office of the Clerk of Teton County, Wyoming in Book 555 of Photo, pages 801-851.

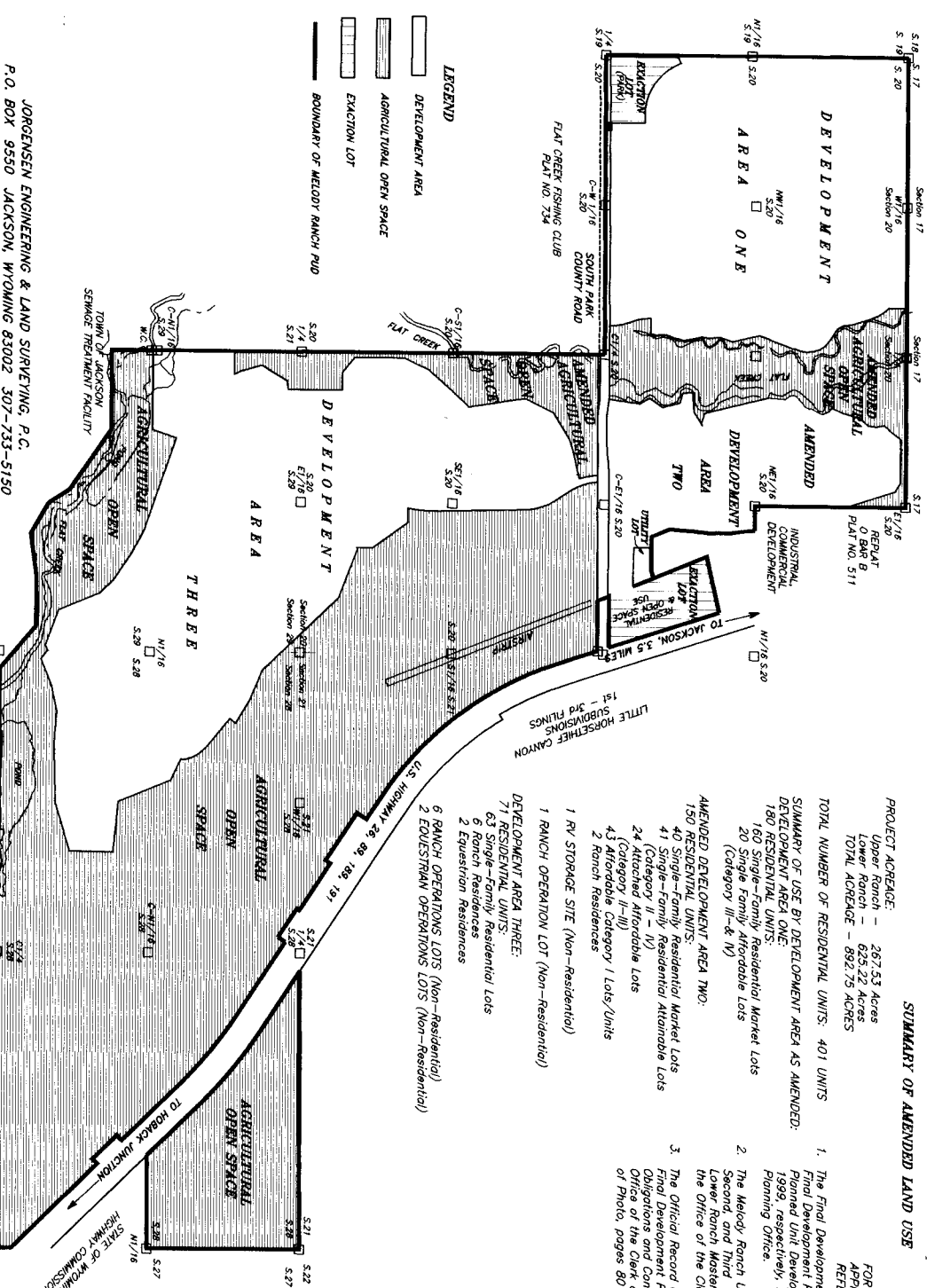
NOTE:
 FOR FURTHER DETAILS OF APPROVED LAND USE ALSO REFER TO THE FOLLOWING:



SCALE 1" = 1000'
 ILLUSTRATIVE MAP OF THE AMENDED DEVELOPMENT/AGRICULTURAL OPEN SPACE AREAS OF THE MELODY RANCH PLANNED UNIT DEVELOPMENT

SHOWING PORTIONS OF SECTIONS 20, 21, 28 AND 29 T40N, R116W TETON COUNTY, WYOMING

EXHIBIT II-B FOR AMENDMENT TO OFFICIAL RECORD PLAN OF PLANNED UNIT DEVELOPMENT FINAL DEVELOPMENT PLAN JANUARY 1999



JORGENSEN ENGINEERING & LAND SURVEYING, P.C.
 P.O. BOX 9550 JACKSON, WYOMING 83002 307-733-5150

EXHIBIT III
MELODY RANCH
INFRASTRUCTURE PHASING PLAN
Revised: April 16, 1999

Items completed as of January 27, 1999:

- Dedication of Park and Development/Open Space Exaction Parcels
- Dedication of South Park Road right-of-way
- Reservation of easement for landscape, trail, utilities, and temporary road construction on South Park Road
- Irrevocable offer to dedicate agricultural open space easement
- Establish development area boundaries and maximum number of dwelling units
- Reservation of easement for sewer service to O-Bar-B Subdivision
- Dedication of easement for Highway 89 trail and approval of Engineer's estimate
- Dedication of Elk Migration Corridor easement
- Installation of complete water system (except for standby power and possible third supply well)
- Formation of Service and Maintenance District
- Formation of West Melody Homeowners Association
- Stub utilities to Highway 89 exaction parcel
- Water service available to Highway 89 exaction parcel
- Construct Highway 89 trail along east boundary of Melody Ranch (contribution per Condition E-1)

As of the date of this revised schedule, Filings A-1, A-2, a portion of A-3, A-4 and D-1 have been completed along with required infrastructure improvements and open space dedications.

The following is a list of proposed improvements by filing. The filings B-1, B-2, B-3, E-1 and F-2 refer to filings shown on Exhibit F and G of the Final Development Plan submittal dated August, 1995, and on file in the Teton County Planning Office. Phase numbers for those filings have been left off due to the changes since the original submittal. The filings RU2-1 through RU2-3 refer to filings shown on Sheet 3 of 7 of the "Amended Final Development Plan Drawings For Melody Ranch Residential Unit Two" on file in the Teton County Planning Office.

<u>Filing</u>	<u>Improvement</u>
RU2-1	<ul style="list-style-type: none">• Provide verification of alternate power or install standby power generator for water supply system• Construct pathway section along Melody Ranch Townhomes First Filing Plat No. 909 to Lot 15 during summer 1999
RU2-2	<ul style="list-style-type: none">• Construct initial school bus stop (refers to the Affordable Housing portion of D-2)

- RU2-2 • Improve recreational equipment/maintenance yard (in new location)
- Construct Upper Loop pathway connecting Residential Area One to Residential Area Two; construct Flat Creek pedestrian bridge

By End of Construction Season 2001 • Construct South Park pathway from Filing A-2 to Highway 89

- B-1 • Construct sewer lift station, East Melody Ranch

- B-2 • Improve soccer field

- B-3 • Complete second water main loop under Flat Creek
- Complete trail link from west entrance to Filing A-2
- Install landscaping and drip irrigation system along north side of South Park Road, grade and surface pedestrian/equestrian trail from Filing A-1 to West Melody boundary along South Park Road

- RU2-3 • Install landscaping and drip irrigation system along south side of South Park Road
- Install third supply well (if determined necessary by water use data)

- F-2 • Construct sewer pump station, South Melody

The normal filing by filing improvements, which will be constructed in each filing, are set out below and are not listed in this schedule.

- A. Incremental provision of affordable units, attached and detached.
- B. Agricultural Open Space Easements.
- C. Improvement drawings, security and recordation of plats for each filing.
- D. Annexation of Plat lots to homeowners association.
- E. Incremental (filing by filing) provision of private streets, underground utilities, trails, irrigation systems, ponds, streetscape, landscaping and open space
- F. Dedication of easements for trails, street landscaping, utilities, drainage, grading and temporary road construction.
- G. Contribution of funds for construction of South Park Road and Flat Creek Bridge, \$1,000 per lot platted. Payment upon recordation.