

**BOARD OF COUNTY COMMISSIONERS
COUNTY OF KITTITAS
STATE OF WASHINGTON**

**RESOLUTION AMENDING THE DEVELOPMENT AGREEMENT BETWEEN
KITTITAS COUNTY AND SUNCADIA LLC RELATING TO THE DEVELOPMENT
KNOWN AS SUNCADIA MASTER PLANNED RESORT TO ALLOW FOR THE USE
OF BINDING SITE PLANS.**

RESOLUTION NO. 2006-170

WHEREAS, Kittitas County and Trendwest Resorts Inc and Trendwest Investments Inc. (Trendwest) did on October 10, 2000 enter into a Development Agreement relating to the Development commonly know as Mountain Star Master Planned Resort and now known as "Suncadia"; and

WHEREAS At the time of the execution of the Development Agreement the Kittitas County Code did not include provisions for the use of a Binding Site Plan as provided for under Washington State Law and therefore the use of Binding Site Plans was not allowed under the Development Agreement; and

WHEREAS, Kittitas County has now adopted code allowing for the Use of Binding Site Plans as codified in Kittitas County Code Chapter 16.05; and

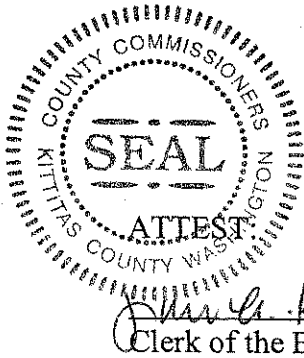
WHEREAS, The Board of County Commissioners conducted a public hearing on November 21, 2006 to consider amending the Development Agreement with Trendwest to allow for the use of Binding Site Plans within the Master Planned Resort pursuant to Kittitas County Code Chapter 16.05; and

WHEREAS, Upon the close of the public hearing the Board of County Commissioner voted to amend the Development Agreement with Trendwest to allow for the use of Binding Site Plans within the Master Planned Resort.

NOW THEREFORE BE IT RESOLVED:

1. The Development Agreement between Kittitas County and Trendwest is hereby amended to include the use of Binding Site Plans as provided for in Kittitas County Code Chapter 16.05
2. No other provisions of the Development Agreement are altered as a result of this action.

DATED this 5th day of December, 2006 at Ellensburg, Washington.



Shirley Kyrnsnik
Clerk of the Board

BOARD OF COUNTY COMMISSIONERS
KITTITAS COUNTY, WASHINGTON

David B. Bowen
David B. Bowen, Chairman

Alan Crankovich
Alan Crankovich, Vice-Chairman

APPROVED AS TO FORM:

Gregory L. Zempel
Prosecuting Attorney WSBA #19125

Perry D. Huston
Perry Huston, Commissioner

SUNCADIA LLC
a Delaware limited liability company

By: Easton Ridge Investors LLC
a Delaware limited liability company,
its Managing Member

By: William G Hunt
It's: Executive Vice President

By: Del E Goehring,
It's: Senior Vice President - Finance