

NOTICE OF FINAL SETTLEMENT AGREEMENT

Notice is hereby given to all persons that a Final Settlement Agreement was entered into on August 10, 1998 by and between **Star Valley Ranch Association**, a Wyoming nonprofit corporation, having its principal place of business in Lincoln County, Wyoming ("Association") and **Leisure Valley, Inc.**, a Nevada corporation, doing business in the State of Wyoming at P. O. Box 299, Thayne, Lincoln County, Wyoming; **Star Valley Ranch R.V. Park**, a Nevada Limited Partnership, by and through its sole general partner, **Star Valley Ranch R.V. Park, Inc.**, a Nevada Corporation, (all hereinafter collectively referred to as "**Leisure Valley**").

The Final Settlement Agreement sets forth the terms and conditions of the agreement between the Association and Leisure Valley for the Association's acquisition of Leisure Valley's interest in the Star Valley Ranch Subdivision Culinary and Irrigation water system only as set forth in the Transaction Documents and finally settles and resolves all pending and threatened disputes between the parties relating to domestic/culinary, water rights and irrigation water rights, water storage, water distribution systems, roads, access, easements, reversionary rights, pending litigation, pending administrative proceedings and other matters as set out herein.

The Final Settlement Agreement pertains to the lands subject to the Declaration of Conditions, Covenants and Restrictions listed on Exhibit A to this Notice of Final Settlement Agreement attached hereto and by reference made a part hereof.

Dated this 10th day of August, 1998

LEISURE VALLEY, INC.

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Attest:

By: Bradley J. Stewart
Bradley J. Stewart, Secretary

By: Harold P. Stewart
Harold P. Stewart, President

STAR VALLEY RANCH R.V. PARK, a
Nevada Limited Partnership, By and through its
Sole General Partner, STAR VALLEY RANCH
R.V. PARK, INC.

Attest:

By: Bradley J. Stewart
Bradley J. Stewart, Secretary

By: Harold P. Stewart
Harold P. Stewart, President

Original, 1 of 2
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MARSHA MOE
KEMMERER, WYOMING

STAR VALLEY RANCH ASSOCIATION

Attest:

By:

James Howard
James Howard, Secretary

By:

Franklin D. Radford
Franklin D. Radford, Chairman and Director

STATE OF WYOMING)
) ss.
County of Lincoln)

On this 10th day of August, 1998, before me personally appeared Franklin D. Radford as Chairman and Director of Star Valley Ranch Association executing the foregoing document and James Howard attesting this document on behalf of the Association by authority of its Board of Directors and Franklin D. Radford and James Howard acknowledged said instrument to be the free act and deed of the Association.

Witness my hand and official seal.

My commission expires: 4/28/2000

STATE OF WYOMING)
) ss.
County of Lincoln)

Barbara Martin
Notary Public

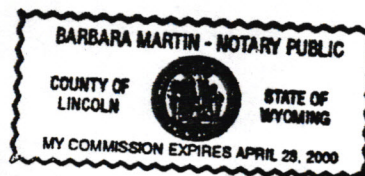


On this 10th day of August, 1998, before me personally appeared Harold P. Stewart as President of Leisure Valley, Inc. executing the foregoing document and Bradley J. Stewart, Secretary, attesting this document on behalf of the corporation by authority of its Board of Directors and Harold P. Stewart and Bradley J. Stewart acknowledged said instrument to be the free act and deed of the Corporation.

Witness my hand and official seal.

My commission expires: 4/28/2000

Barbara Martin
Notary Public



Original, 1 of 2

sv\fsa_notar; August 7, 1998

STATE OF WYOMING)
) ss.
County of Lincoln)

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On this 10TH day of August, 1998, before me personally appeared Harold P. Stewart as President of Star Valley Ranch R. V. Park, Inc. executing the foregoing document and Bradley J. Stewart, Secretary, attesting this document on behalf of the corporation by authority of its Board of Directors and Harold P. Stewart and Bradley J. Stewart acknowledged said instrument to be the free act and deed of the corporation.

Witness my hand and official seal.

My commission expires: 4/28/2000

Barbara Martin
Notary Public



Original, 1 of 2

sv\fsa_notc; August 7, 1998

EXHIBIT A TO NOTICE OF FINAL SETTLEMENT AGREEMENT

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1. DCC&Rs dated August 6, 1970, and recorded August 14, 1970, as Instrument Number 424732, relating to Prater Canyon Estates Unit No. 4.
2. DCC&Rs dated August 4, 1970, and recorded August 6, 1970, as Instrument Number 424573, relating to Star Valley Ranch Plats 1 and 2.
3. Amended DCC&Rs dated August 13, 1970, and recorded August 19, 1970, as Instrument Number 424827, relating to Star Valley Ranch Plats 1 and 2.
4. DCC&Rs dated March 23, 1971, and recorded March 29, 1971, as Instrument Number 429382, relating to Star Valley Ranch Plat 3.
5. DCC&Rs dated June 16, 1971, and recorded June 25, 1971, as Instrument Number 431639, relating to Star Valley Ranch Plats 5 and 6.
6. DCC&Rs dated March 27, 1972, and recorded April 3, 1972, as Instrument Number 437724, relating to Star Valley Ranch Plats 7 and 8.
7. DCC&Rs dated March 17, 1976, and recorded March 23, 1976, as Instrument Number 476628, relating to Star Valley Ranch Plats 9 and 10.
8. DCC&Rs dated August 12, 1977, and recorded August 15, 1971, as Instrument Number 496884, relating to Star Valley Ranch Plats 12, 13 and 14.
9. DCC&Rs dated March 29, 1979, and recorded April 2, 1979, as Instrument Number 522129, relating to Star Valley Ranch Plats 15 and 16.
10. DCC&Rs dated February 29, 1980, and recorded March 7, 1980, as Instrument Number 537213, relating to Star Valley Ranch Plats 17 and 18.
11. DCC&Rs dated March 15, 1983, and recorded March 21, 1983, as Instrument Number 594011, relating to Star Valley Ranch Plat 21.
12. DCC&Rs dated February 19, 1986, and recorded February 20, 1986, as Instrument Number 650503, relating to Star Valley Ranch Plats 4, 11 and 22.