

ELEVENTH AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF THE HILLCREST
CONDOMINIUMS,
An Expandable Utah Condominium Project

THIS SEVENTH AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF THE HILLCREST CONDOMINIUMS, an expandable Utah condominium project (this "**ELEVENTH AMENDMENT**"), is made effective as of the 4th day of April 2016, by Solitude Construction LLC, a Utah limited liability company ("**Declarant**").

RECITALS:

- A. On or around May 13, 2005, Hillcrest Saratoga Condominiums, LLC, as the original declarant, made and executed that certain Declaration of Covenants, Conditions and Restrictions of the Hillcrest Condominiums, an Expandable Utah Condominium Project (the "**Declaration**") thereby creating Hillcrest Condominiums, an expandable Utah Condominium Project (the "**Project**"), which Declaration was recorded in the office of the Utah County Recorder on May 13, 2005, as Entry No. 51908:2005.
- B. A related condominium plat entitled Phase 1 Hillcrest Condominiums (the "**Plat**") was recorded concurrently with the Declaration in the office of the Utah County Recorder, as Entry No. 2005-51907, Map No. 11082, Book 41, Page 601.
- C. The Declaration and Plat submitted to the provisions of the Utah Condominium Ownership Act (the "**Act**"), Utah Code Annotated, Section 57-8-1, et seq., certain real property described in Recital A of the Declaration and in the Plat.
- D. The original declarant, as provided in Section 16 of the Declaration and pursuant to Section 57-8-13.6 of the Act, reserved the sole and exclusive right to expand the Project from time to time by adding thereto all or any portion of that certain real property (the "**Additional Land**") described in Section 16.7 of the Declaration.
- E. The undersigned Declarant is the successor-in-interest to the original declarant with respect to that portion of the Additional Land described on Exhibit A attached hereto and incorporated herein by reference (the "**Phase 3 Property**").
- F. The undersigned Declarant desires to add to the Project the Phase 3 Property as set forth herein.

AGREEMENT:



NOW, THEREFORE, the Declaration is hereby amended an ELEVENTH time as follows, with such amendment to become effective upon the recording of this ELEVENTH AMENDMENT

and the Plat of the Phase 3 Property (the "**Phase 3 Plat**"), a copy of which is attached hereto as Exhibit B and incorporated herein by reference:

1. Units and Boundaries. The Project as hereby expanded shall consist of one hundred and sixty eight (180) total condominium units located in twelve (15) buildings. Each Unit in the Phase 3 Property is given an identifying number and the single Building constructed on the Phase 3 Property is depicted on the Phase 3 Plat Building O. The Project as expanded by this ELEVENTH AMENDMENT shall continue to be known as Hillcrest Condominiums, an Expandable Utah Condominium Project.

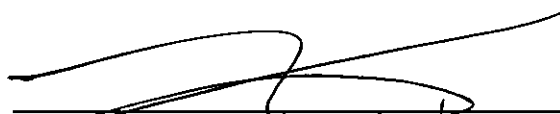
2. Reallocation of Undivided Interests in Common Areas. Attached as Exhibit A to the Declaration is a Table of Units, Undivided Ownership Interests, and Votes (the "**Table of Units & Ownership Interests**"). Pursuant to the provisions of Section 57-8-13.10 of the Act, the undivided ownership interests in the Common Areas and Facilities of the Project and the votes in the Association appurtenant to each Unit in the Project are hereby reallocated between the Units in accordance with the attached Amended Exhibit A to the Declaration of Covenants, Conditions and Restrictions of the Hillcrest Condominiums, an Expandable Utah Condominium Project, Table Of Units, Undivided Ownership Interests, And Votes (the "**Amended Table of Units & Ownership Interests**"), which is attached hereto as Exhibit C and incorporated herein by reference. The Amended Table of Units, Undivided Ownership Interests, and Votes hereby amends, restates and replaces in its entirety each and every prior Table of Units & Undivided Ownership Interests.

3. Construction. From and after the date hereof, all references in the Declaration and the Plat, as amended and supplemented, shall be deemed to and shall refer to the Declaration and the Plat, as amended hereby and by the Phase 3 Plat. Except as modified by this ELEVENTH AMENDMENT, each of the words used in this ELEVENTH AMENDMENT shall have the meaning given to each such term in the Declaration and Declarant hereby ratifies and confirms all of the terms and provisions of the Declaration.

IN WITNESS WHEREOF, the undersigned has executed this ELEVENTH AMENDMENT on the date and year first above written.

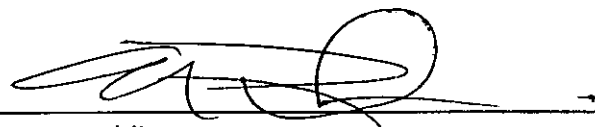
DECLARANT:

SOLITUDE CONSTRUCTION LLC, a Utah limited liability company


 Printed Name: Nathan Hutchinson
 Title: Manager

STATE OF UTAH)
) ss.
County of Utah)

The foregoing instrument was acknowledged before me this ^{4th} ~~14th~~ day of ^{April} ~~August~~, 2015,
by ~~NATHAN F. HUTCHINSON~~ as an authorized officer of Solitude Construction LLC.



Notary Public

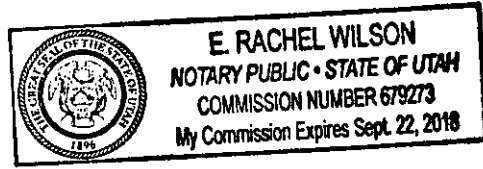


EXHIBIT A
PHASE 3 PROPERTY LEGAL DESCRIPTION

That certain real property located in Utah County, Utah, legally described as follows.

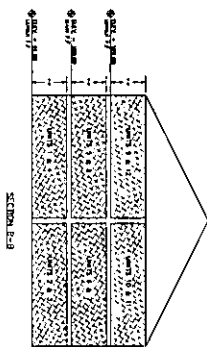
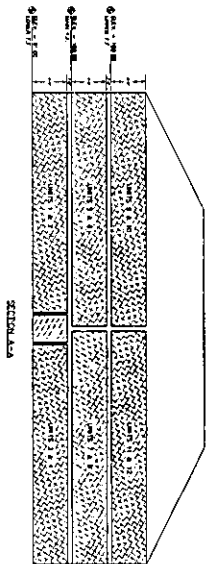
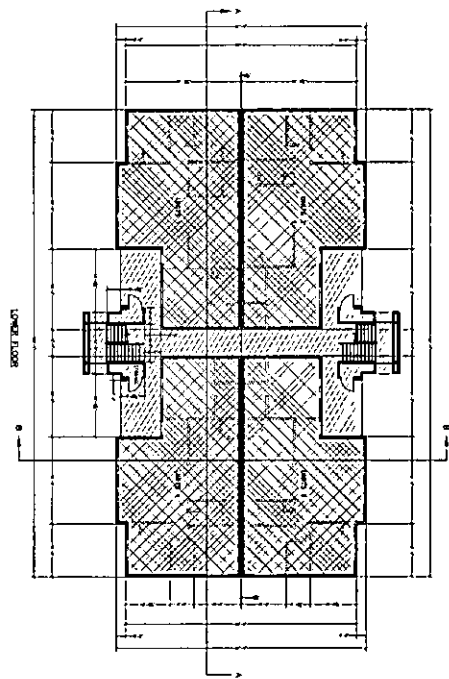
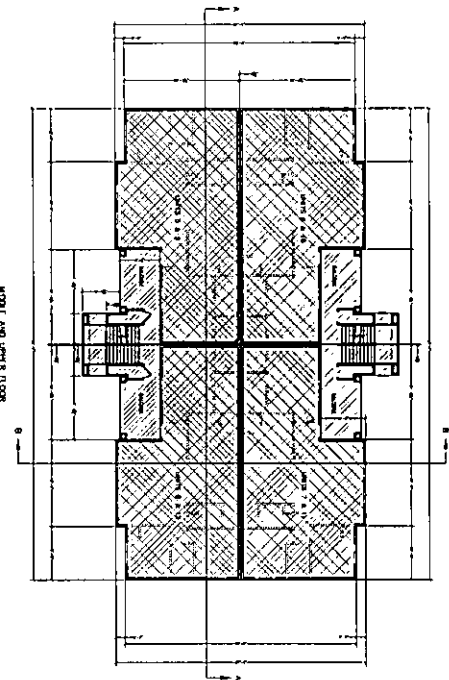
Commencing at a point which is West 1714.77 feet and South 3335.28 feet from the North Quarter Corner of Section 11, Township 5 South, Range 1 West, Salt Lake Base and Meridian; thence along Plat 3M-N of Hillcrest Condominiums the following five courses; South 77°15'23" East 67.36 feet; thence South 12°44'37" West 8.98 feet; thence; South 77°15'23" East 130.78 feet; thence South 24°42'00" East 63.88; thence South 34°57'39" East 30.35 feet; thence South 59°33'15" West 115.36 feet; thence South 55°33'17" West 34.92 feet; thence North 33°24'53" West 62.64 feet; thence North 77°15'23" West 106.41 feet; thence North 12°44'38" East 141.31 feet to the point of beginning.

EXHIBIT B
PHASE 3 O PLAT

[see attached]

HILLCREST CONDOMINIUMS PHASE 3-0

USE THIS IN THE EXHIBIT ONLY FOR SECTION 17.0000
 STAIR, MODEL 1 VESTIBULE AND ELEVATOR
 SAUNDERS ARCHITECTS, UTAH COUNTY, UTAH



LIMITED COMMON AREA
 PRIVATE AREA

BUILDING 0, ADDRESS TABLE

001	1001	NORTH CREST ROAD
002	1002	NORTH CREST ROAD
003	1003	NORTH CREST ROAD
004	1004	NORTH CREST ROAD
005	1005	NORTH CREST ROAD
006	1006	NORTH CREST ROAD
007	1007	NORTH CREST ROAD
008	1008	NORTH CREST ROAD
009	1009	NORTH CREST ROAD
010	1010	NORTH CREST ROAD
011	1011	NORTH CREST ROAD
012	1012	NORTH CREST ROAD
013	1013	NORTH CREST ROAD
014	1014	NORTH CREST ROAD
015	1015	NORTH CREST ROAD
016	1016	NORTH CREST ROAD
017	1017	NORTH CREST ROAD
018	1018	NORTH CREST ROAD
019	1019	NORTH CREST ROAD
020	1020	NORTH CREST ROAD
021	1021	NORTH CREST ROAD
022	1022	NORTH CREST ROAD
023	1023	NORTH CREST ROAD
024	1024	NORTH CREST ROAD
025	1025	NORTH CREST ROAD
026	1026	NORTH CREST ROAD
027	1027	NORTH CREST ROAD
028	1028	NORTH CREST ROAD
029	1029	NORTH CREST ROAD
030	1030	NORTH CREST ROAD
031	1031	NORTH CREST ROAD
032	1032	NORTH CREST ROAD
033	1033	NORTH CREST ROAD
034	1034	NORTH CREST ROAD
035	1035	NORTH CREST ROAD
036	1036	NORTH CREST ROAD
037	1037	NORTH CREST ROAD
038	1038	NORTH CREST ROAD
039	1039	NORTH CREST ROAD
040	1040	NORTH CREST ROAD
041	1041	NORTH CREST ROAD
042	1042	NORTH CREST ROAD
043	1043	NORTH CREST ROAD
044	1044	NORTH CREST ROAD
045	1045	NORTH CREST ROAD
046	1046	NORTH CREST ROAD
047	1047	NORTH CREST ROAD
048	1048	NORTH CREST ROAD
049	1049	NORTH CREST ROAD
050	1050	NORTH CREST ROAD

HILLCREST CONDOMINIUMS PHASE 3-0

AN EXPANDABLE UTAH CONDOMINIUM PROJECT, INCLUDING A VACATION OF A PORTION OF LOT 1, HILLCREST DEVELOPMENT, SUBDIVISION NO. 41, 2ND UTAH JUDICIAL CIRCLE, UTAH COUNTY, UTAH, PROJECT NUMBER 2016-001.

DATE: 10/10/2016

SHEET 2 OF 2

SAUNDERS ARCHITECTS, UTAH COUNTY, UTAH

EXHIBIT C
AMENDED TABLE OF UNITS & OWNERSHIP INTERESTS

[see attached]

D	2	1,261	0.5555556%	1
D	3	1,261	0.5555556%	1
D	4	1,261	0.5555556%	1
D	5	1,261	0.5555556%	1
D	6	1,261	0.5555556%	1
D	7	1,261	0.5555556%	1
D	8	1,261	0.5555556%	1
D	9	1,261	0.5555556%	1
D	10	1,261	0.5555556%	1
D	11	1,261	0.5555556%	1
D	12	1,261	0.5555556%	1
E	1	1,261	0.5555556%	1
E	2	1,261	0.5555556%	1
E	3	1,261	0.5555556%	1
E	4	1,261	0.5555556%	1
E	5	1,261	0.5555556%	1
E	6	1,261	0.5555556%	1
E	7	1,261	0.5555556%	1
E	8	1,261	0.5555556%	1
E	9	1,261	0.5555556%	1
E	10	1,261	0.5555556%	1
E	11	1,261	0.5555556%	1
E	12	1,261	0.5555556%	1
F	1	1,261	0.5555556%	1
F	2	1,261	0.5555556%	1
F	3	1,261	0.5555556%	1
F	4	1,261	0.5555556%	1
F	5	1,261	0.5555556%	1
F	6	1,261	0.5555556%	1
F	7	1,261	0.5555556%	1
F	8	1,261	0.5555556%	1
F	9	1,261	0.5555556%	1
F	10	1,261	0.5555556%	1
F	11	1,261	0.5555556%	1
F	12	1,261	0.5555556%	1
G	1	1,261	0.5555556%	1
G	2	1,261	0.5555556%	1
G	3	1,261	0.5555556%	1
G	4	1,261	0.5555556%	1
G	5	1,261	0.5555556%	1
G	6	1,261	0.5555556%	1
G	7	1,261	0.5555556%	1
G	8	1,261	0.5555556%	1
G	9	1,261	0.5555556%	1
G	10	1,261	0.5555556%	1
G	11	1,261	0.5555556%	1
G	12	1,261	0.5555556%	1
H	1	1,261	0.5555556%	1
H	2	1,261	0.5555556%	1
H	3	1,261	0.5555556%	1

H	4	1,261	0.555556%	1
H	5	1,261	0.555556%	1
H	6	1,261	0.555556%	1
H	7	1,261	0.555556%	1
H	8	1,261	0.555556%	1
H	9	1,261	0.555556%	1
H	10	1,261	0.555556%	1
H	11	1,261	0.555556%	1
H	12	1,261	0.555556%	1
I	1	1,261	0.555556%	1
I	2	1,261	0.555556%	1
I	3	1,261	0.555556%	1
I	4	1,261	0.555556%	1
I	5	1,261	0.555556%	1
I	6	1,261	0.555556%	1
I	7	1,261	0.555556%	1
I	8	1,261	0.555556%	1
I	9	1,261	0.555556%	1
I	10	1,261	0.555556%	1
I	11	1,261	0.555556%	1
I	12	1,261	0.555556%	1
J	1	1,261	0.555556%	1
J	2	1,261	0.555556%	1
J	3	1,261	0.555556%	1
J	4	1,261	0.555556%	1
J	5	1,261	0.555556%	1
J	6	1,261	0.555556%	1
J	7	1,261	0.555556%	1
J	8	1,261	0.555556%	1
J	9	1,261	0.555556%	1
J	10	1,261	0.555556%	1
J	11	1,261	0.555556%	1
J	12	1,261	0.555556%	1
K	1	1,261	0.555556%	1
K	2	1,261	0.555556%	1
K	3	1,261	0.555556%	1
K	4	1,261	0.555556%	1
K	5	1,261	0.555556%	1
K	6	1,261	0.555556%	1
K	7	1,261	0.555556%	1
K	8	1,261	0.555556%	1
K	9	1,261	0.555556%	1
K	10	1,261	0.555556%	1
K	11	1,261	0.555556%	1
K	12	1,261	0.555556%	1
L	1	1,261	0.555556%	1
L	2	1,261	0.555556%	1
L	3	1,261	0.555556%	1
L	4	1,261	0.555556%	1
L	5	1,261	0.555556%	1

L	6	1,261	0.555556%	1
L	7	1,261	0.555556%	1
L	8	1,261	0.555556%	1
L	9	1,261	0.555556%	1
L	10	1,261	0.555556%	1
L	11	1,261	0.555556%	1
L	12	1,261	0.555556%	1
M	1	1,261	0.555556%	1
M	2	1,261	0.555556%	1
M	3	1,261	0.555556%	1
M	4	1,261	0.555556%	1
M	5	1,261	0.555556%	1
M	6	1,261	0.555556%	1
M	7	1,261	0.555556%	1
M	8	1,261	0.555556%	1
M	9	1,261	0.555556%	1
M	10	1,261	0.555556%	1
M	11	1,261	0.555556%	1
M	12	1,261	0.555556%	1
N	1	1,261	0.555556%	1
N	2	1,261	0.555556%	1
N	3	1,261	0.555556%	1
N	4	1,261	0.555556%	1
N	5	1,261	0.555556%	1
N	6	1,261	0.555556%	1
N	7	1,261	0.555556%	1
N	8	1,261	0.555556%	1
N	9	1,261	0.555556%	1
N	10	1,261	0.555556%	1
N	11	1,261	0.555556%	1
N	12	1,261	0.555556%	1
O	1	1,261	0.555556%	1
O	2	1,261	0.555556%	1
O	3	1,261	0.555556%	1
O	4	1,261	0.555556%	1
O	5	1,261	0.555556%	1
O	6	1,261	0.555556%	1
O	7	1,261	0.555556%	1
O	8	1,261	0.555556%	1
O	9	1,261	0.555556%	1
O	10	1,261	0.555556%	1
O	11	1,261	0.555556%	1
O	12	1,261	0.555556%	1
Total		211,848	100.000%	180

*Size has been determined on the basis of the approximate number of square feet of floor space within each respective Unit, as shown on the Map and rounded off. Such number is not a representation or warranty of Declarant as to the actual size of a Unit.