

**AMENDMENT TO THE DECLARATION OF  
COVENANTS, CONDITIONS AND RESTRICTIONS OF  
THE FRANKLIN PARK CONDOMINIUMS**  
(An Expandable Condominium Project)

This amendment to the Declaration of Covenants, Conditions and Restrictions of the Franklin Park Condominiums, an Expandable Condominium Project (hereinafter referred to as the "Declaration"), is made as of the date hereinafter set forth by Utah Armadillo Limited Company (hereinafter referred to as "Declarant") pursuant to Section 24 of Article III of the Declaration.

**RECITALS**

WHEREAS, the Declaration provides for the expansion of the condominium project, and

WHEREAS, Section 35 of Article III of the Declaration sets forth that the project may be expanded by the addition of other phases, each phase consisting of one twelve-unit building up to an overall total of eight twelve-unit buildings, and

WHEREAS, said Section 35 outlines the order in which said phases shall be added to the project, and

WHEREAS, Phases II, III and IV have heretofore been added to the initial Phase I by the recording of amendments for expansion and supplemental record of survey maps, and

WHEREAS, Declarant has determined that it is in the best interest of the project and the existing property heretofore annexed into the project, to modify the order in which the remaining phases are added to the project,

NOW THEREFORE, for the foregoing purposes and pursuant to Section 24 of Article III of the Declaration, Declarant hereby declares and certifies as follows:

1. The second, third and fourth paragraphs of Section 35 of Article III of the Declaration shall be amended to read as set forth below. With the amendment of those paragraphs, Section 35 shall read in its entirety as follows:

35. Expansion. The additional lands described on Exhibits "B--H" attached hereto may be annexed by the Declarant without the consent of the Unit Owners within seven (7) years of the date of the recordation of this instrument. If any of the property described in Exhibits "B--H" is not annexed within said seven (7) year period, the Declarant's option to expand the Project to include any such property which has not been theretofore added, shall expire. Any such expansion shall be deemed to have occurred at the time of the recordation of the record of survey map for the property being annexed together with an amendment to the Declaration providing for such expansion. To the extent permitted by applicable laws, improvements intended for any additional land shall be

substantially completed before such additional land is annexed. All improvements constructed on the additional land shall be consistent in quality of construction and principal materials and shall be compatible in architectural styles with the structures on the land within the original Project identified as Phase I. Any Building erected on any portion of the additional land added to the Project will be substantially identical to the Building erected within Phase I. No assurances are made as to the location of improvements within the portions of the additional land to be added to the condominium Project. The use of any additional land is restricted exclusively for residential purposes.

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As stated in Section 1 above, Phase I will consist of one building with a total of twelve units. Each Unit Owner will have an undivided one-twelfth (1/12) interest in the Common Areas and Facilities. If and when annexed, Phase II will contain one Building with a maximum and minimum of twelve Units, making a total number of Units in Phases I and II of twenty-four. After the annexation of Phase II, each Unit Owner will have an undivided one twenty-fourth (1/24) interest in the Common Areas and Facilities. If and when annexed, Phase III will contain one Building with a maximum and minimum number of additional Units of twelve. After the annexation of Phase III, the total number of Units in Phases I, II and III will be thirty-six. Each Unit Owner will then have an undivided one thirty-sixth (1/36) interest in the Common Areas and Facilities. If and when annexed, Phase IV will contain one Building with a maximum and minimum number of additional Units of twelve. After the annexation of Phase IV, the total number of Units in Phases I--IV will be forty-eight. Each Unit Owner will then have an undivided one forty-eighth (1/48) interest in the Common Areas and Facilities. If and when annexed, Phase VII will contain one Building with a maximum and minimum number of additional Units of twelve. After the annexation of Phase VII, the total number of Units in Phases I, II, III, IV and VII will be sixty. Each Unit Owner will then have an undivided one sixtieth (1/60) interest in the Common Areas and Facilities. If and when annexed, Phase VIII will contain one Building with a maximum and minimum number of additional Units of twelve. After the annexation of Phase VIII, the total number of Units in Phases I, II, III, IV, VII and VIII will be seventy-two. Each Unit Owner will then have an undivided one seventy-second (1/72) interest in the Common Areas and Facilities. If and when annexed, Phase V will contain one Building with a maximum and minimum number of additional Units of twelve. After the annexation of Phase V, the total number of Units in Phases I, II, III, IV, VII, VIII and V will be eighty-four. Each Unit Owner will then have an undivided one eighty-fourth (1/84) interest in the Common Areas and Facilities. If and when annexed, Phase VI will contain one Building with a maximum and minimum number of additional Units of twelve. After the annexation of Phase VI, the total number of Units in Phases I, II, III, IV, VII, VIII, V and VI will be ninety-six. Each Unit Owner will then have an undivided one ninety-sixth

(1/96) interest in the Common Areas and Facilities.

The real property described on Exhibit "B" attached hereto is included in Phase II of the Project and shall be the first portion of the additional land to be annexed. Said real property is contiguous to the real property included in Phase I, as described on Exhibit "A" attached hereto, and is located in Provo, Utah County, State of Utah. The real property described on Exhibit "C" attached hereto shall be the second portion of the additional land to be annexed. Said real property is contiguous to the real property included in Phase II, as described on Exhibit "B" attached hereto. The real property described on Exhibit "D" attached hereto shall be the third portion of the additional land to be annexed. Said real property is contiguous to the real property included in Phase III, as described on Exhibit "C" attached hereto. The real property described on Exhibit "G" attached hereto shall be the fourth portion of the additional land to be annexed. Said real property is contiguous to the real property included in Phase III, as described on Exhibit "C" attached hereto. The real property described on Exhibit "H" attached hereto shall be the fifth portion of the additional land to be annexed. Said real property is contiguous to the real property included in Phase VII, as described on Exhibit "G" attached hereto. The real property described on Exhibit "E" attached hereto shall be the sixth portion of the additional land to be annexed. Said real property is contiguous to the real property included in Phase II, as described on Exhibit "B" attached hereto. The real property described on Exhibit "F" attached hereto shall be the seventh portion of the additional land to be annexed. Said real property is contiguous to the real property included in Phase V, as described on Exhibit "E" attached hereto.

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It is not required that any of the additional land be added to the Condominium Project. If any additional land is added to the Condominium Project, the first portion of such additional land will be the property described as Phase II above. If any portion of the property described in Phase II above is added then all of the property in Phase II will be added. The addition of Phase II does not necessitate the addition of Phase III, but if any of the property included in Phase III is annexed, then all of the property described as Phase III will be added to the Condominium Project. The addition of Phase III does not necessitate the addition of Phase IV, but if any of the property included in Phase IV is annexed, then all of the property described as Phase IV will be added to the Condominium Project. The addition of Phase IV does not necessitate the addition of Phase VII, but if any of the property included in Phase VII is annexed, then all of the property described as Phase VII will be added to the Condominium Project. The addition of Phase VII does not necessitate the addition of Phase VIII, but if any of the property included in Phase VIII is annexed, then all of the property described as Phase VIII will be added to the Condominium Project. The

addition of Phase VIII does not necessitate the addition of Phase V, but if any of the property included in Phase V is annexed, then all of the property described as Phase V will be added to the Condominium Project. The addition of Phase V does not necessitate the addition of Phase VI, but if any of the property included in Phase VI is annexed, then all of the property described as Phase VI will be added to the Condominium Project.

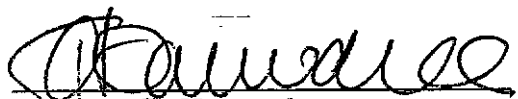
Each Phase which is added to the Condominium Project may be added at a different time, in the order stated above, and within the time limit provided above. The Declarant shall have the right, without the consent of the Unit Owners to create Limited Common Areas and Facilities within any portion of the additional land added to the Condominium Project consistent in terms of types, sizes and number with the Limited Common Areas created as part of Phase I.

2. Reference throughout the Declaration to Exhibits A-H shall mean and refer to Exhibits A-H attached hereto. ENT 90050 BK 4112 PG 835
3. This amendment to the Declaration shall take effect upon its being recorded in the Office of the County Recorder of Utah County, State of Utah.

IN WITNESS WHEREOF, the undersigned, being the Declarant, has caused this instrument to be executed on the 28 day of October, 1996.

DECLARANT:

UTAH ARMADILLO LIMITED COMPANY

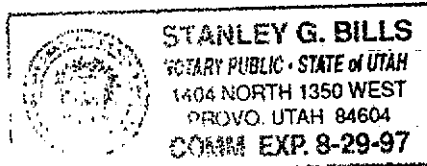
By:   
Terry C. Harward, co-manager

  
David K. Gardner, co-manager

STATE OF UTAH )  
 )ss.  
COUNTY OF UTAH )

On the 28 day of October, 1996, personally appeared before me Terry C. Harward and David K. Gardner, who being by me duly sworn, did say that they are the managers of Utah Armadillo Limited Company and that said instrument was signed in behalf of said company by authority of its operating agreement and they acknowledged to me that said company executed the same.

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Stanley G. Bills  
Notary Public

ENT 90050 BK 4112 PG 836

FRANKLIN PARK CONDOMINIUMS  
PHASE I - PROPERTY DESCRIPTION

Beginning at a point which is SOUTH 222.42 feet and WEST 239.58 feet from the Northwest Corner of Section 12, Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence N72°15'00"W 1.58 feet; thence NORTH 49.53 feet; thence S88°17'22"W 39.29 feet; thence S48°12'27"W 52.89 feet; thence N66°00'00"W 30.66 feet; thence along the arc of a 45.36 foot radius curve to the left 30.74 feet, the chord of which bears N85°25'01"W 30.16 feet; thence S75°09'58"W 45.46 feet; thence S04°11'38"E 45.43 feet; thence S20°54'49"E 118.06 feet; thence S00°36'01"W 71.00 feet; thence EAST 133.02 feet; thence NORTH 206.45 feet; thence EAST 4.42 feet; thence N01°46'00"E 3.30 feet to the point of beginning.

Containing 0.848 acres

ENT 90050 BK 4112 PG 837

EXHIBIT "A"

PHASE II - PROPERTY DESCRIPTION

Beginning at a point which is SOUTH 172.41 feet and WEST 241.08 feet from the Northwest Corner of Section 12, Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence S88°17'22"W 39.29 feet; thence S48°12'27"W 52.89 feet; thence N66°00'00"W 30.66 feet; thence along the arc of a 45.36 foot radius curve to the left 30.74 feet, the chord of which bears N85°25'01"W 30.16 feet; thence S75°09'58"W 47.96 feet; thence along the arc of a 44.00 foot radius curve to the right 29.82 feet, the chord of which bears N85°24'01"W 29.25 feet; thence N66°00'00"W 38.32 feet; thence N29°54'48"W 24.54 feet; thence N01°00'00"E 156.24 feet; thence S89°10'30"E 71.09 feet; thence S00°49'30"W 21.25 feet; thence EAST 186.99 feet; thence S01°00'00"W 52.91 feet; thence SOUTH 86.41 feet to the point of beginning.

Containing 1.00 acres

ENT 90050 BK 4112 PG 838

EXHIBIT "B"

FRANKLIN PARK CONDOMINIUMS  
PHASE III - PROPERTY DESCRIPTION

Beginning at a point which is SOUTH 205.58 feet and WEST 421.82 feet from the Northwest Corner of Section 12, Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence S04°11'38"E 45.42 feet; thence S20°54'49"E 118.06 feet; thence S00°36'01"W 33.91 feet; thence N88°17'34"W 146.56 feet; thence N81°50'03"W 26.51 feet; thence S23°34'55"W 14.17 feet; thence S03°04'02"E 49.44 feet; thence S36°50'18"E 14.13 feet; thence S53°27'07"W 35.58 feet; thence N36°23'07"W 122.17 feet; thence N52°50'12"E 102.15 feet; thence S66°28'21"E 20.47 feet; thence N24°00'00"E 152.34 feet; thence S66°00'00"E 32.33 feet; thence along the arc of a 44.00 foot radius curve to the left 29.82 feet, the chord of which bears S85°24'01"E 29.25 feet; thence N75°09'58"E 2.49 feet to the point of beginning.

Containing 0.76 acres

ENT 90050 BK 4112 PG 839

EXHIBIT "C"



PHASE IV - PROPERTY DESCRIPTION

Beginning at a point which is SOUTH 190.73 feet and WEST 482.92 feet from the Northwest Corner of Section 12, Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence S24°00'00"W 152.34 feet; thence N66°28'21"W 20.47 feet; thence S52°50'12"W 102.15 feet; thence N36°02'15"W 154.72 feet; thence N51°36'00"E 53.56 feet; thence EAST 51.94 feet; thence N24°00'00"E 99.00 feet; thence S70°00'00"E 99.00 feet; thence N80°00'00"E 8.37 feet; thence S29°54'48"E 24.54 feet; thence S66°00'00"E 5.99 feet to the point of beginning.

Containing 0.74 acres

ENT 90050 BK 4112 PG 840

EXHIBIT "D"

FRANKLIN PARK CONDOMINIUMS  
PHASE V - PROPERTY DESCRIPTION

Commencing at a point South 33.10 feet and West 240.16 feet from the Northwest corner of Section 12 Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence West 186.99 feet; thence North 00 degrees 49 minutes 30 seconds East 21.25 feet; thence North 89 degrees 10 minutes 30 seconds West 71.09 feet; thence North 01 degrees 00 minutes 00 seconds East 90.13 feet; thence North 89 degrees 00 minutes 00 seconds West 0.72 feet; thence North 01 degrees 00 minutes 00 seconds East 17.88 feet; thence South 89 degrees 10 minutes 30 seconds East 66.45 feet; thence North 00 degrees 49 minutes 30 seconds East 18.00 feet; East 191.85 feet; thence South 01 degrees 00 minutes 00 seconds West 114.74 feet; thence North 49 degrees 45 minutes 00 seconds East 0.78 feet; thence South 01 degrees 00 minutes 00 seconds West 33.10 feet to the point of beginning.

Containing 0.810 acres.

ENT 90050 BK 4112 PG 841

EXHIBIT "E"

FRANKLIN PARK CONDOMINIUMS  
PHASE VI - PROPERTY DESCRIPTION

Commencing at a point North 114.22 feet and West 238.18 feet from the Northwest corner of Section 12 Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence West 191.85 feet; thence South 00 degrees 49 minutes 30 seconds West 18.00 feet; thence North 89 degrees 10 minutes 30 seconds West 66.45 feet; thence North 01 degrees 00 minutes 00 seconds East 147.12 feet; thence South 89 degrees 00 minutes 00 seconds East 258.22 feet; thence South 01 degrees 00 minutes 00 seconds West 125.57 feet to the point of beginning.

Containing 0.780 acres.

ENT 90050 BK 4112 PG 842

EXHIBIT "F"

FRANKLIN PARK CONDOMINIUMS  
PHASE VII - PROPERTY DESCRIPTION

Commencing at a point South 395.07 feet and West 376.71 feet from the Northwest corner of Section 12 Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence North 88 degrees 17 minutes 34 seconds West 146.56 feet; thence North 81 degrees 50 minutes 03 seconds West 26.51 feet; thence South 23 degrees 34 minutes 55 seconds West 14.17 feet; thence South 03 degrees 04 minutes 02 seconds East 49.44 feet; thence South 36 degrees 50 minutes 18 seconds East 14.13 feet; thence South 53 degrees 27 minutes 07 seconds West 35.58 feet; thence South 36 degrees 40 minutes 24 seconds East 107.75 feet; thence South 36 degrees 48 minutes 30 seconds East 26.65 feet; thence North 53 degrees 09 minutes 35 seconds East 156.39 feet; thence North 63.64 feet; thence West 10.00 feet; thence North 00 degrees 36 minutes 01 seconds East 37.08 feet to the point of beginning.

Containing 0.65 acres.

ENT 90050 BK 4112 PG 843

EXHIBIT "G"

FRANKLIN PARK CONDOMINIUMS  
PHASE VIII - PROPERTY DESCRIPTION

Commencing at a point South 432.17 feet and West 244.06 feet from the Northwest corner of Section 12 Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence West 123.02 feet; thence South 63.64 feet; thence South 53 degrees 09 minutes 35 seconds West 156.39 feet; thence South 36 degrees 48 minutes 30 seconds East 409.50 feet; thence North 01 degrees 46 minutes 00 seconds East 210.68 feet; thence West 3.66 feet; thence North 274.69 feet to the point of beginning.

Containing 1.53 acres.

ENT 90050 BK 4112 PG 844

EXHIBIT "H"