

When Recorded, Return to:

Woodside Amberly, LLC, Woodside Berkeley, LLC, Woodside Cambria, LLC, Woodside Stonehaven, LLC, Woodside Castleton, LLC.

Attn: Nathan W. Pugsley
39 East Eagleridge Drive, Suite 100
North Salt Lake, UT 84054

RETURNED

JAN 03 2008

E 2331934 B 4441 P 405-412
RICHARD T. MAUGHAN
DAVIS COUNTY, UTAH RECORDER
01/03/2008 10:43 AM
FEE \$332.00 Pgs: 8
DEP RTT REC'D FOR WOODSIDE HOMES C
ORP

DECLARATION OF EXPANSION #1
FOXBORO NORTH

REFERENCE IS MADE to that certain Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Foxboro North, recorded on June 26, 2007 as Instrument No. 2283375 in Book 4313 Page 127-203, recorded in the Official Records, Davis County Recorder, Davis County, Utah, and that certain First Certificate of Amendment to the Declaration of Covenants, Conditions, and Restrictions and Reservation of Easements for Foxboro North, recorded on June 29, 2007, as Instrument No. 2284619 in Book 4315, Page 2638-2646, recorded in the Official Records, Davis County Recorder, Davis County, Utah, collectively referred to herein as the "Declaration").

Pursuant to Section 20, paragraph 20.1 of the Declaration, Declarant reserved the right to further annex additional real property to be subject to the Declaration, and to further such complementary additions and modifications of the covenants, conditions, and restrictions contained in the Declaration as may be necessary to hereby further annex, to the real property currently covered by the Declaration, that real property described on Exhibit A, attached hereto ("Expansion Property").

Upon the recordation of this Declaration of Expansion, the covenants, conditions and restrictions and reservation of easements contained in the Declaration shall apply to the Expansion Property in the same manner as if the Expansion Property originally had been covered

in the Declaration and constituted a portion of the Original Property. Upon said recordation, the rights, privileges, duties and liabilities of the parties to the Declaration with regard to the Expansion Property shall be the same as with regard to the Original Property, and the rights, obligations, privileges, duties and liabilities of the Owners and occupants of Lots within the Expansion Property shall be the same as those of the Owners and occupants of Lots within the Original Property.

The Identifying Number of each Lot in the Expansion Property is the lot number as shown on the Plat.

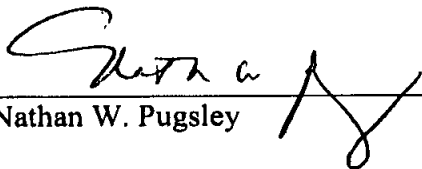
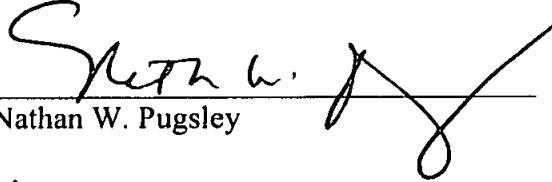
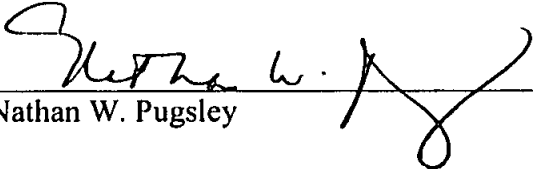
Upon the recordation of this Declaration of Expansion, the Expansion Property shall become, and shall thereafter be, subject to the provisions of the Declaration, including, without limitation, the obligations regarding architectural review.

Capitalized terms herein not otherwise defined shall have the meanings set forth in the Declaration.

[Remainder of page intentionally left blank. Signatures to follow.]

IN WITNESS WHEREOF, Declarant has executed this Declaration of Expansion #1 as of this
2nd day of January, 2008.

DECLARANT:

<p>Woodside Amberly, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>	<p>Woodside Stonehaven, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>
<p>Woodside Cambria, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>	<p>Woodside Castleton, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>
<p>Woodside Berkeley, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>	

STATE OF UTAH

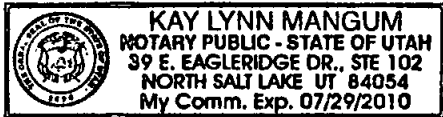
County of Davis.

On the 2nd day of January, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said **Woodside Amberly, LLC**, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 7-29-10

Nathan W. Pugsley
Notary Public



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STATE OF UTAH

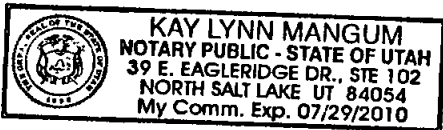
County of Davis.

On the 2nd day of January, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said **Woodside Cambria, LLC**, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 7-29-10

Nathan W. Pugsley
Notary Public



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STATE OF UTAH

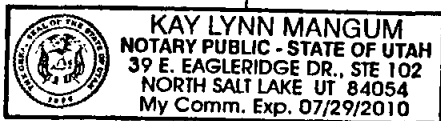
County of Davis.

On the 2nd day of January, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said Woodside Berkeley, LLC, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 1-29-10

Nathan W. Pugsley
Notary Public



STATE OF UTAH

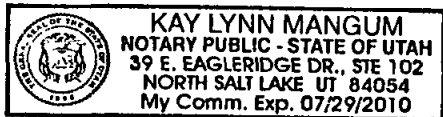
County of Davis.

On the 2nd day of January, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said Woodside Stonehaven, LLC, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 1-29-10

Nathan W. Pugsley
Notary Public



STATE OF UTAH


County of Davis.

On the 2nd day of January, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said **Woodside Castleton, LLC**, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires:

7-29-10


Notary Public



**EXHIBIT A
EXPANSION PROPERTY**

The Expansion Property is as follows:

Lots Four Hundred and Thirty Four (434) through Four Hundred and Forty Three (443) inclusive; contained within Foxboro North Plat 4, recorded in the official records of the Davis County, Utah, Recorder's Office, as Instrument Number 2226549, Book 4176, Page 795 on December 11, 2006

Parcel ID #'S APN'S: 06-271-0434 through 06-271-0444

Lots Seven Hundred and One (701) through Seven Hundred and Twenty Nine (729) inclusive; contained within Foxboro North Plat 7, recorded in the official records of the Davis County, Utah, Recorder's Office, as Instrument Number 2291066, Book 4330, Page 1341 on July 23, 2007.

Parcel ID #'S APN'S: 06-280-0701 through 06-280-0730

Lots Eight Hundred and One (801) through Eight Hundred and Forty Seven (847) and Parcels A, B, C and D inclusive; contained within Foxboro North Plat 8, recorded in the official records of the Davis County, Utah, Recorder's Office, as Instrument Number 2291296, Book 4331, Page 267 on July 25, 2007.

Parcel ID #'S APN'S: 06-281-0801 through 06-281-0851

Lots One Hundred and One (101) through One Hundred and Fifty One (151) and common area; contained within Foxboro Stonehaven North P.U.D. Plat 1, recorded in the official records of the Davis County, Utah, Recorder's Office, as Instrument Number 2284621, Book 4315, Page 2693 on June 29, 2007.

Parcel ID #'S APN'S: 06-291-0101 through 06-291-0187

Plat 1

All of Unit 4, Unit 5, and Unit 6, Building 101; all of Unit 1 Unit 2, and Unit 3, Building 102; all of Unit 1 Unit 2 and Unit 3, Building 103; all of Unit 1 Unit 2 and Unit 3, Building 104 and the Common Area; contained within Castleon North At Foxboro North Plat 1, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2298196, Book 4348, Page 189 on August 17, 2007.

Parcel ID #'S APN'S: 06-282-0001 through 06-282-0013

Plat 2

All of Unit 7, Unit 8, and Unit 9, Building 105; all of Unit 4, Unit 5, and Unit 6, Building 106; all of Unit 1, Unit 2, and Unit 3, Building 107; and the Common Area; contained within Castleton North At Foxboro North Plat 2, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2209845, Book 4377, Page 1636 on September 28, 2007.

Parcel ID #'S APN'S: 06-287-0001 through 06-287-0010

Plat 3

All of Unit 4, Unit 5, and Unit 6, Building 108; all of Unit 4, Unit 5, and Unit 6, Building 109; all of Unit 1, Unit 2, and Unit 3, Building 110; all of Unit 4, Unit 5, and Unit 6, Building 111 and the Common Area; contained within Castleton North At Foxboro North Plat 3, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2310109, Book 4378, Page 623 on October 1, 2007.

Parcel ID #'S APN'S: 06-288-0001 through 06-288-0013

Plat 10

All of Unit 4, Unit 5, and Unit 6, Building 131; all of Unit 4, Unit 5, and Unit 6, Building 132; all of Unit 1, Unit 2, and Unit 3, Building 133; and the Common Area; contained within Castleton North At Foxboro North Plat 10, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2298197, Book 4348, Page 190 on August 17, 2007.

Parcel ID #'S APN'S: 06-283-0001 through 06-283-0010

Unit One Hundred and One (101) through One Hundred and Eighty Six (186) inclusive; contained within Berkeley North P.U.D., recorded in the official records of the Davis County, Utah, Recorder's Office, as Instrument Number 2315804, Book 4395, Page 159 on October 24, 2007.

Parcel ID #'S APN'S: 06-291-0101 through 06-291-0187