

STONELEIGH HEIGHTS NEIGHBORHOOD ASSOCIATION, INC.

FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

THIS FIRST AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS ("First Amendment), is made this 10th day of May, 2005, by STONELEIGH HEIGHTS, L.L.C., a Utah limited liability company ("Declarant").

WITNESSETH:

WHEREAS, Hamlet made, executed and caused to be recorded, as Declarant, that certain Declaration of Covenants, Conditions and Restrictions dated October 4, 2004 and recorded among the Salt Lake County Recorder's Office in Book 9045, page 18-47 et seq., pursuant to which the Declarant subjected all that property described in the Declaration (the "Property") and Declarant formed an association known as, "Stoneleigh Heights Neighborhood Association, Inc." ("Association"); and

WHEREAS, pursuant to Article 1.14 of the Declaration, Declarant reserved the right to add to the Property additional land within that area described in Exhibit "B" attached to the Declaration; and

WHEREAS, Declarant, is the owner of that certain property described in Exhibit "B" attached hereto and incorporated herein, and that property is within the area described in Exhibit "A" attached to the Declaration, and Declarant wishes to add that property described in Exhibit "B" attached hereto to the Property subjected to the Declaration.

NOW THEREFORE, the Declarant hereby declares that the Declaration of Covenants, Conditions and Restrictions be amended as follows:

1. All that property described in Exhibit "B" attached hereto is annexed to the Property subject to the Declaration, and shall be held, sold and conveyed subject to the easements, declarations, covenants and conditions set forth in the Declaration, which are for the purpose of protecting the value and desirability, and enhancing the attractiveness of the Property, and which shall run with the Property and shall be binding upon all parties having any right, title or interest in the Property or any part thereof, their heirs, personal representatives, successors and assigns, and shall inure to the benefit of each owner of the Property or any part thereof and their respective heirs, personal representatives, successors and assigns, and the Association.

9395812
 06/06/2005 11:40 AM \$65.00
 Book - 9140 Pg - 9770-9771 A
 GARY W. OTT
 RECORDER, SALT LAKE COUNTY, UTAH
 HAMLET DEVELOPMENT
 308 E 4500 S STE 200
 MURRAY UT 84107
 BY: ZJM, DEPUTY - WI / P. 3p

2. The Common Area to be owned by the Association at the time of the conveyance of the first lot contained within the Property described in Exhibit "B" attached hereto and made a part hereof. References to streets and other Common Areas described in Exhibit "B" are for reference only, and the streets and Common Areas are intended for use by the Owners for access, ingress, egress, recreation and other related activities. The designated areas are not dedicated hereby for use by the general public, but are dedicated for the common use and enjoyment of the Owners as more fully set forth in the Declaration herein.

In all other respects, the Declaration, as amended, remains unchanged.

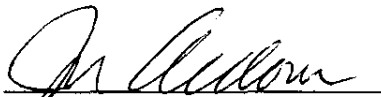
WITNESS the hand and seal of Stoneleigh Heights L.L.C. on the day herein above first written.

WITNESS/ATTEST:

DECLARANT:

STONELEIGH HEIGHTS, L.L.C.



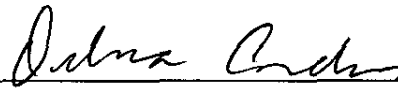
By:  (SEAL)
John Aldous, President of Hamlet Homes
Managing Member of Stoneleigh Heights

LLC

STATE OF UTAH, CITY/COUNTY OF SALT LAKE, TO WIT:

I HEREBY CERTIFY that on this 10th day of May, 2005, before me, the subscriber, a Notary Public of the State of Utah, personally appeared John Aldous, known to me or suitably proven, who acknowledged himself to be President of Hamlet Homes Corporation, Member of Stoneleigh Heights, L.L.C., the entity named in the foregoing instrument, and who, being authorized to do so, in my presence, signed and sealed the same and acknowledged the same to be the act and deed of such entity.

AS WITNESS my hand and seal.



Notary Public

My Commission Expires: Nov 2 2005

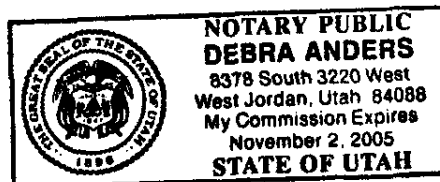


EXHIBIT "B"

All of that real property situate and lying in Salt Lake County, Utah and more fully described as follows:

LOTS: Lots numberd 43 through and including 91 and 117 through and including 119, all as shown on the plat entitled 'STONELEIGH HEIGHTS AT SUNCREST PHASE No. 2A (A PLANNED UNIT DEVELOPMENT)' recorded or intended to be recorded among the Land Records of Salt Lake County, Utah

COMMON AREAS: The areas depicted as "common and/or open areas" as shown on plat entitled "STONELEIGH HEIGHTS AT SUNCREST PHASE NO. 2A (A PLANNED UNIT DEVELOPMENT)" recorded or intended to be recorded among the Land Records of Salt Lake County, Utah.