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Book - 10101 Pg - 1568-1571
Gary W. Ott
Recorder, Salt Lake County, UT
FIRST AMERICAN NCS
BY: eCASH, DEPUTY - EF 4 P.

**RECORDING REQUESTED BY AND
WHEN RECORDED RETURN TO:**

Birkhill Holdings, LLC
Attn: Ryan Peterson
299 South Main Street, Suite 2400
Salt Lake City, UT 84111

NCS-577287

**ASSIGNMENT OF DECLARANT'S RIGHTS
(Birkhill Townhome)**

This ASSIGNMENT OF DECLARANT'S RIGHTS (this "Assignment") is made as of January 24, 2013, by ATC REALTY ONE, LLC, a Delaware limited liability company ("Declarant"), in favor of BIRKHILL HOLDINGS, LLC, a Utah limited liability company ("Birkhill").

RECITALS

A. Declarant is the Declarant or has succeeded to the rights of the Declarant under that certain Declaration of Protective Covenants, Conditions and Restrictions for Birkhill Townhome, recorded February 18, 2010, as Entry No. 10899706 in Book 9804 at Page 7707 of the Official Records of Salt Lake County, Utah (as amended, the "**Declaration**"), which Declaration pertains to the development of certain real property located in Salt Lake County, Utah and more particularly described on Exhibit A attached hereto (the "**Property**").

B. Concurrently with the execution of this Assignment, Declarant has conveyed the Property to Birkhill, and accordingly desires to assign Declarant's rights under the Declaration to Birkhill.

NOW, THEREFORE, Declarant agrees as follows:

1. **ASSIGNMENT.** Declarant hereby expressly assigns to Birkhill all of the rights and powers of Declarant, its successors and assigns, under the Declaration and obtained by Declarant pursuant to Section 1.4 of the Declaration, including without limitation all voting rights of Declarant thereunder and rights (if any) to appoint members of any owners association boards of directors or management committees, with full power and authority to perform all acts of Declarant thereunder from and after the date hereof.

2. **ASSUMPTION.** Birkhill agrees to assume all of the rights, powers and duties of Declarant as Declarant under the Declaration arising after the date hereof.

3. **MISCELLANEOUS.** This Assignment may be executed in two or more counterparts, each of which shall be deemed an original and all of which together shall constitute and be construed as one and the same instrument. This Assignment shall be governed by and construed in accordance with the laws of the State of Utah.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

State of California

County of SAN FRANCISCO

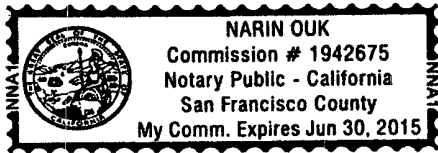
On JANUARY 24, 2013 before me, NARIN OUK, NOTARY PUBLIC
Date Here Insert Name and Title of the Officer

personally appeared DANN MURPHY
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Signature: [Handwritten Signature]
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: ASSIGNMENT OF DECLARANT'S RIGHTS

Document Date: JANUARY 24, 2013 Number of Pages: _____

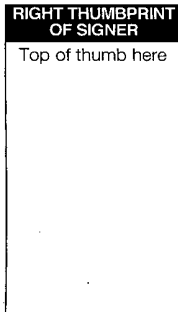
Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: DANN MURPHY

Corporate Officer — Title(s): VP

- Individual
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



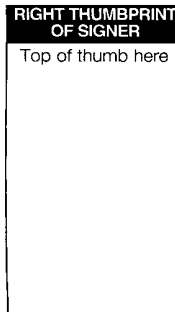
Signer Is Representing: _____

ATC REALTY ONE, LLC

Signer's Name: _____

Corporate Officer — Title(s): _____

- Individual
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____



Signer Is Representing: _____

EXHIBIT A TO ASSIGNMENT OF DECLARANT'S RIGHTS
(Legal Description)

PARCEL 1:

LOTS 101 THROUGH 110, 112 THROUGH 118, INCLUSIVE, BIRKHILL PHASE 1 - 2ND AMENDED, ACCORDING TO THE OFFICIAL PLAT THEREOF ON FILE AND OF RECORD IN THE SALT LAKE COUNTY RECORDER'S OFFICE.

PARCEL 2:

LOT 111 AND LOTS 119 THROUGH 121, INCLUSIVE, BIRKHILL PHASE 1 - 3RD AMENDED, ACCORDING TO THE OFFICIAL PLAT THEREOF ON FILE AND OF RECORD IN THE SALT LAKE COUNTY RECORDER'S OFFICE.

Tax Parcel Nos. 21-01-229-042, 21-01-229-041, 21-01-229-040, 21-01-229-039, 21-01-229-038, 21-01-229-037, 21-01-229-036, 21-01-229-035, 21-01-229-034, 21-01-229-033, 21-01-229-043, 21-01-229-020, 21-01-229-019, 21-01-229-022, 21-01-229-023, 21-01-229-024, 21-01-229-025, 21-01-229-026, 21-01-229-044, 21-01-229-045, 21-01-229-046