

WHEN RECORDED RETURN TO:

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Attorney at Law
2595 East 3300 South
Salt Lake City, Utah 84109*

7561469
01/25/2000 04:19 PM 63.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
GARY STRANG
1082 W WALDEN PARK DR
MURRAY UT 84123
BY: RDJ, DEPUTY - WI 6 P.

**FIRST SUPPLEMENT TO THE
DECLARATION OF CONDOMINIUM
FOR
HIGHLAND SPRINGS,
a Utah Condominium Project**

7561469

This FIRST SUPPLEMENT to the DECLARATION OF CONDOMINIUM FOR HIGHLAND SPRINGS, a Utah Condominium Project, is made and executed by HIGHLAND SPRINGS, L.L.C., a Utah limited liability company, of 1677 East 4500 South, Salt Lake City, Utah 84117 (hereinafter referred to as "Declarant").

RECITALS

Whereas, the Original Declaration was recorded in the office of the County Recorder of Salt Lake County, Utah on the 26th day of April, 1999, as Entry No. 7333033 in Book 8271 at Page 3047 of the Official Records of the County Recorder of Salt Lake County, Utah (the "Declaration").

Whereas, the related Plat Map(s) for Phase I of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, under Article III, Section 45 of the Declaration, Declarant reserved an option until the seven (7) years from the date following the first conveyance of a Unit in Phase I to a Unit purchaser to expand the Project in accordance with the Act.

Whereas, Declarant is the fee simple owner of record of that certain real property located in Utah County, Utah and described with particularity on Exhibit "A-1" attached hereto and incorporated herein by this reference (the "Phase II Property").

Whereas, under the provisions of the Declaration, Declarant expressly reserved the absolute right to add to the Project any or all portions of the Additional Land at any time and in any order, without limitation.

Whereas, Declarant desires to expand the Project by creating on the Phase II Property a residential condominium development.

Whereas, Declarant now intends that the Phase II Property shall become subject to the Declaration.

BK8338PG1153

SUPPLEMENT:

NOW, THEREFORE, for the reasons recited above, and for the benefit of the Project and the Unit Owners thereof, Declarant hereby executes this FIRST SUPPLEMENT TO THE DECLARATION OF CONDOMINIUM FOR HIGHLAND SPRINGS, a Utah Condominium Project.

1. Supplement to Definitions. Article I of the Declaration, entitled "Definitions," is hereby modified to include the following supplemental definitions:

A. First Supplemental Declaration shall mean and refer to this FIRST SUPPLEMENT TO THE DECLARATION OF CONDOMINIUM FOR HIGHLAND SPRINGS, a Utah Condominium Project.

B. First Supplemental Phase II Map shall mean and refer to the Supplemental Plat Map of Phase II of the Project, prepared and certified to by C. Denile McKenna, L.S., a duly registered Utah Land Surveyor holding Certificate No. 156790, and filed for record in the Office of the County Recorder of Salt Lake County, Utah concurrently with the filing of this First Supplemental Declaration.

Except as otherwise herein provided, the definition of terms contained in the Declaration are incorporated herein by this reference.

2. Legal Description. The real property described in Exhibit A-1 is hereby submitted to the provisions of the Act and said land shall be held, transferred, sold, conveyed and occupied subject to the provisions of the Declaration as hereby supplemented.

3. Annexation. Declarant hereby declares that the Phase II Property shall be annexed to and become subject to the Declaration, which upon recordation of this First Supplemental Declaration shall constitute and effectuate the expansion of the Project, making the real property described in Exhibit A-1 subject to the Declaration and the functions, powers, rights, duties and jurisdiction of the Association.

4. Total Number of Units Revised. As shown on the Phase II Map, six 6 Buildings and forty-four (44) additional Units are or will be constructed and/or created in the Project on the Phase II Property. The additional Buildings and Units are located within a portion of the Additional Land. Upon the recordation of the Phase II Map and this First Supplemental Declaration, the total number of Units in the Project will be sixty-four (64). The additional Buildings and Units are substantially similar in construction, design and quality to the Buildings and Units in the prior Phase.

5. Percentage Interest Revised. Pursuant to the Act and the Declaration, Declarant is required, with the additional Units, to reallocate the undivided percentages of ownership interest in the Common Areas and Facilities (the "Percentage Interests"). Exhibit "C" to the Declaration is deleted in its entirety and "Revised Exhibit 'C,'" attached hereto and incorporated herein by this

reference, is substituted in lieu thereof.

6. Effective Date. The effective date of this First Supplemental Declaration and the Phase II Map shall be the date on which said instruments are filed for record in the Office of the County Recorder of Salt Lake County, Utah.

IN WITNESS WHEREOF, Declarant has executed this instrument the day and year first above written.

HIGHLAND SPRINGS, L.L.C.,
a Utah limited liability company

By: Gary R. Strang
Title: Gary R. Strang, Manager

STATE OF UTAH)
)ss:
COUNTY OF SALT LAKE)

On the 25 day of JANUARY, 2000, personally appeared before me Gary R. Strang who by me being duly sworn, did say that he is the Manager of HIGHLAND SPRINGS, L.L.C., a Utah limited liability company, and that the within and foregoing instrument was signed in behalf of said Company by authority of a resolution of its Members or Articles of Organization, and said Gary Strang duly acknowledged to me that said Company executed the same.

NOTARY PUBLIC
Residing at:
My Commission Expires:

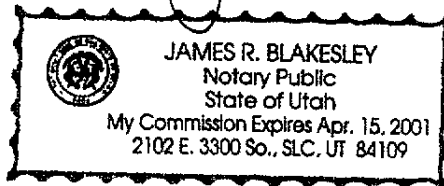


Exhibit "A-1"

HIGHLAND SPRINGS PHASE II AND PHASE III
LEGAL DESCRIPTION

The land described in the foregoing document is located in Salt Lake County, Utah and is described more particularly as follows:

PARCEL 1

BEGINNING AT A POINT WHICH IS CALCULATED TO BE SOUTH 55.888 FEET AND WEST 20.349 FEET FROM THE CENTER OF SECTION 4, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN, SAID BEGINNING POINT ALSO BEING NORTH 89°54'07" WEST 466.047 FEET ALONG THE MONUMENT LINE OF 4500 SOUTH STREET AND NORTH 08°45'00" WEST 198.301 FEET AND DUE WEST 93.333 FEET FROM BRASS CAP MONUMENT LOCATED AT THE INTERSECTION OF SAID 4500 SOUTH STREET AND HIGHLAND DRIVE ; THENCE WEST 186.333 FEET; THENCE NORTH WESTERLY 36.128 FEET ALONG A 23.000 FOOT RADIUS CURVE AND RUNNING TO THE RIGHT (BEARING TO RADIUS POINT BEARS DUE NORTH); THENCE NORTH 66.589 FEET; THENCE EASTERLY 86.394 FEET ALONG A 55.000 FOOT RADIUS CURVE TO THE RIGHT (BEARING TO RADIUS POINT BEARS DUE EAST); THENCE EAST 114.471 FEET; THENCE SOUTHEASTERLY 45.317 FEET ALONG A 35.000 FOOT RADIUS CURVE TO THE RIGHT (DELTA 74°11'04", BEARING TO RADIUS POINT SOUTH); THENCE SOUTH 15°48'56" EAST 105.273 FEET; THENCE WEST 22.504 FEET; THENCE SOUTH 17.840 FEET TO THE POINT OF BEGINNING. CONTAINS .687 ACRES.

PARCEL 2

BEGINNING AT A POINT WHICH IS SOUTH 11.321 FEET AND WEST 264.682 FEET FROM THE CENTER OF SECTION 4, TOWNSHIP 2 SOUTH, RANGE 1 EAST, SALT LAKE BASE AND MERIDIAN, SAID POINT ALSO BEING NORTH 89°54'07" WEST 466.047 FEET ALONG THE MONUMENT LINE OF 4500 SOUTH STREET AND NORTH 08°45'00" WEST 243.393 FEET AND WEST 330.807 FEET FROM BRASS CAP MONUMENT LOCATED AT THE INTERSECTION OF SAID 4500 SOUTH STREET AND HIGHLAND DRIVE; THENCE WEST 98.029 FEET; THENCE NORTH 190.700 FEET; THENCE SOUTH 40°45'00" EAST 13.859 FEET; THENCE NORTH 18°24'30" EAST 188.436 FEET (DEED 211.458 FEET); THENCE SOUTH 59°32'09" EAST 279.026 FEET; THENCE SOUTH 64.507 FEET; THENCE WEST 5.993 FEET; THENCE SOUTH 18.000; THENCE WEST 115.034 FEET TO THE POINT OF TANGENCY OF A 90.000 FOOT RADIUS CURVE TO THE LEFT; THENCE SOUTHWESTERLY 141.372 FEET ALONG SAID CURVE (DELTA 90°00'00" BEARING TO RADIUS POINT BEARS SOUTH); THENCE SOUTH 45.022 FEET TO THE POINT OF BEGINNING. CONTAINS 1.38 ACRES.

REVISED EXHIBIT "C"
 PERCENTAGES OF UNDIVIDED OWNERSHIP INTEREST

<u>Phase</u>	<u>Bldg</u>	<u>Unit No.</u>		<u>Percentage Interest</u>	<u>Par Value</u>
1	1	4480	A	1.56%	100
1	1	4480	B	1.56%	100
1	1	4480	C	1.56%	100
1	1	4480	D	1.56%	100
1	1	4478	A	1.56%	100
1	1	4478	B	1.56%	100
1	1	4478	C	1.56%	100
1	1	4478	D	1.56%	100
1	8	1692	A	1.56%	100
1	8	1692	B	1.56%	100
1	8	1692	C	1.56%	100
1	8	1692	D	1.56%	100
1	8	1694	A	1.56%	100
1	8	1694	B	1.56%	100
1	8	1694	C	1.56%	100
1	8	1694	D	1.56%	100
1	9	1674	A	1.56%	100
1	9	1674	B	1.56%	100
1	9	1674	C	1.56%	100
1	9	1674	D	1.56%	100
2	2	4464	A	1.56%	100
2	2	4464	B	1.56%	100
2	2	4464	C	1.56%	100
2	2	4464	D	1.56%	100
2	2	4452	A	1.56%	100
2	2	4452	B	1.56%	100
2	2	4452	C	1.56%	100
2	2	4452	D	1.56%	100
2	3	1670	A	1.56%	100
2	3	1670	B	1.56%	100
2	3	1670	C	1.56%	100
2	3	1670	D	1.56%	100

<u>Phase</u>	<u>Bldg</u>	<u>Unit No.</u>	<u>Percentage Interest</u>	<u>Par Value</u>
2	3	1672 A	1.56%	100
2	3	1672 B	1.56%	100
2	3	1672 C	1.56%	100
2	3	1672 D	1.56%	100
2	4	1669 A	1.56%	100
2	4	1669 B	1.56%	100
2	4	1669 C	1.56%	100
2	4	1669 D	1.56%	100
2	4	1671 A	1.56%	100
2	4	1671 B	1.56%	100
2	4	1671 C	1.56%	100
2	4	1671 D	1.56%	100
2	5	1685 A	1.56%	100
2	5	1685 B	1.56%	100
2	5	1685 C	1.56%	100
2	5	1685 D	1.56%	100
2	6	4462 A	1.56%	100
2	6	4462 B	1.56%	100
2	6	4462 C	1.56%	100
2	6	4462 D	1.56%	100
2	6	4460 A	1.56%	100
2	6	4460 B	1.56%	100
2	6	4460 C	1.56%	100
2	6	4460 D	1.56%	100
2	7	4465 A	1.56%	100
2	7	4465 B	1.56%	100
2	7	4465 C	1.56%	100
2	7	4465 D	1.56%	100
2	7	4463 A	1.56%	100
2	7	4463 B	1.56%	100
2	7	4463 C	1.56%	100
2	7	4463 D	1.56%	100
			100.00%	6400