

When recorded, return to:

Stephen K. Christensen
Nelson Christensen & Helsten
68 South Main Street, 6th Floor
Salt Lake City, Utah 84101

**SUPPLEMENTAL DECLARATION TO
DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS AND
RESERVATION OF EASEMENTS FOR BROOKHAVEN VILLAS**
(a Planned Unit Development)

This Supplemental Declaration and Amendment to Declaration of Covenants, Conditions, and Restrictions and Reservation of Easements for Brookhaven Villas (a Planned Unit Development) (“**Supplemental Declaration**”) is executed this 15th day of SEPTEMBER, 2005, by **Ridgeline Investments LLC**, a Utah limited liability company, and **Brookhaven Investments, LLC**, a Utah limited liability company.

RECITALS

WHEREAS, on or about February 13, 2003 the original Declaration of Covenants, Conditions, and Restrictions and Reservation of Easements for Brookhaven Villas (“**Declaration**”) was recorded as Entry No. 71527:2003, Page 1 of 25, in the official records of Utah County, State of Utah; and **BROOKHAVEN HOMEOWNERS ASSOCIATION, INC WITH A MAILING ADDRESS OF P.O. BOX 51 LEHI, UT 84043**

WHEREAS, on or about _____, 2005, the Supplemental Declaration and Amendment to Declaration of Covenants, Conditions, and Restrictions and Reservation of Easements for Brookhaven Villas Phase II was recorded as Entry No. _____, in the official records of Utah County, State of Utah; and

WHEREAS, Declarant and Members, after due notice and vote, desire to supplement the terms and provisions contained in the Declaration as set forth below to provide for a church in the community.

NOW, THEREFORE, the Declaration is hereby supplemented as follows:

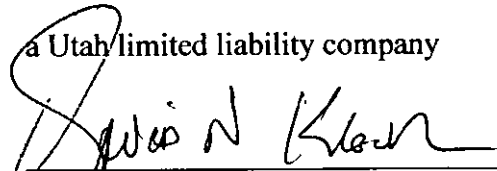
1. The Declaration is hereby supplemented to provide that Phase II of Brookhaven Villas shall be used for the construction of 47 single family residences.
2. This Supplemental Declaration incorporates by reference the Declaration as if fully set forth herein. Except as specifically set forth herein, the terms of the Declaration, as supplemented, shall remain unchanged and shall be applicable to Phase II of Brookhaven Villas.

IT WITNESS WHEREOF this Supplement Declaration has been signed as of the date set forth above.

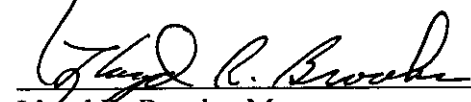
DECLARANT:

RIDGELINE INVESTMENT PROPERTIES

a Utah limited liability company



David N. Klock, Manager



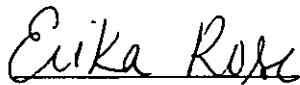
Lloyd R. Brooks, Manager



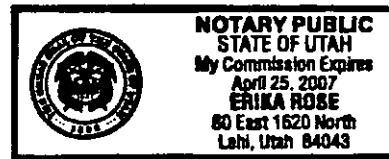
Ron L. Peck, Manager

STATE OF UTAH
COUNTY OF UTAH

On this 15th day of SEPTEMBER, 2005, before me personally appeared David N. Klock, Lloyd R. Brooks and Ron L. Peck to me known to be Members and duly appointed Managers of Ridgeline Investment Properties, LLC, a Utah limited liability company, and acknowledged this instrument to be the free and voluntary act and deed of the company, for the uses and purposes therein set forth, and on oath stated that they were authorized to executed this instrument by authority of its Operating Agreement.



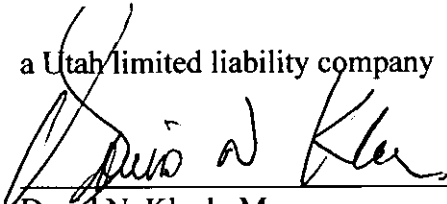
Notary Public




IT WITNESS WHEREOF this Supplement Declaration has been signed as of the date set forth above.

DECLARANT:
Brookhaven Investments, LLC

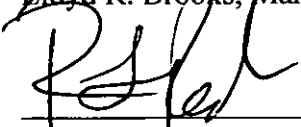
a Utah limited liability company



David N. Klock, Manager



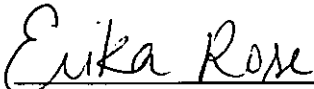
Lloyd R. Brooks, Manager



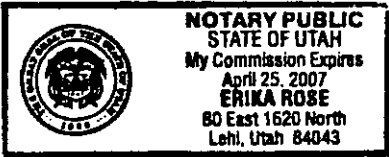
Ron L. Peck, Manager

STATE OF UTAH
COUNTY OF UTAH

On this 15th day of SEPTEMBER, 2007⁵, before me personally appeared David N. Klock, Lloyd R. Brooks and Ron L. Peck to me known to be Members and duly appointed Managers of Brookhaven Investments, LLC, a Utah limited liability company, and acknowledged this instrument to be the free and voluntary act and deed of the company, for the uses and purposes therein set forth, and on oath stated that they were authorized to executed this instrument by authority of its Operating Agreement.



Notary Public



Brookhaven Villas Phase II – Legal Description

Beginning at a point located North 89°57'17" West along quarter section line 1700.72 feet from the East quarter corner of Section 33, Township 4 South, Range 1 East, Salt Lake Base and Meridian:

thence North 89°57'17" West, a distance of 476.85 feet; thence North 00°02'43" East, a distance of 49.57 feet; thence West, a distance of 10.13 feet; thence North 00°09'49" West, a distance of 223.22 feet; thence East, a distance of 161.70 feet; thence North, a distance of 92.86 feet; thence North 51°48'08" West, a distance of 65.63 feet; thence West, a distance of 95.06 feet; thence North 56°06'44" West, a distance of 30.21 feet; thence North, a distance of 449.90 feet; thence West, a distance of 96.18 feet; thence North 11°42'52" West, a distance of 61.78 feet; thence West, a distance of 118.01 feet; thence North 00°50'51" West, a distance of 110.67 feet to the point of curve of a non tangent curve to the left, of which the radius point lies North 02°10'09" East, a radial distance of 450.00 feet; thence easterly along the arc, through a central angle of 13°59'09", a distance of 109.84 feet (chord bears North 85°10'34" East 109.57 feet); thence North 78°11'00" East, a distance of 293.86 feet; thence South 03°52'43" East, a distance of 176.67 feet; thence East, a distance of 62.01 feet; thence South, a distance of 451.90 feet; thence East, a distance of 139.62 feet; thence South 05°32'35" East, a distance of 22.00 feet; thence North 89°58'54" East, a distance of 105.50 feet; thence South 00°01'06" East, a distance of 116.69 feet; thence South 02°39'31" East, a distance of 170.18 feet; thence South, a distance of 177.16 feet to the POINT OF BEGINNING.

Containing 383,618 square feet or 8.8067 acres, more or less. (47 building lots)

Basis of bearing = state plane coordinate system