

SUPPLEMENTARY RESTRICTIONS

**(Replacement and Substitution to Previously
Recorded Supplementary Restrictions)**

THE SENIORS COMMUNITY

AT

SARATOGA SPRINGS

Plat 23

And future plats 24, 25, 26, 27, 28, 29, 30

COURTESY RECORDING

THIS DOCUMENT IS BEING RECORDED SOLELY AS A
COURTESY AND AN ACCOMODATION TO THE PARTIES
NAMED HERE IN. PRIORITY TITLE COMPANY HEREBY
EXPRESSLY DISCLAIMS ANY RESPONSIBILITY OR
LIABILITY FOR THE CONTENT THERE OF

Introduction of Amendment

The arrangement of land uses, roads and lots is planned to allow for a mix of housing sizes and styles, while concurrently supporting adjoining neighbors in achieving a harmonious environment. As such, the City of Saratoga Springs and the Developers have reviewed the land use arrangement of the Plat 23 area and other parcels to the south of plat 23 and determined that the area was suitable and desirable for seniors-style living and to that extent have planned for common area facilities, housing lot arrangements, house architectural styles and house types that would accommodate this objective.

The City has approved and endorsed the amendments, which are consistent with the conceptualization of the overall community and consistent in use to the project master plan

A new set of deed restrictions has been created specifically for the southern portion of the Saratoga Springs Development that 1.) Supplement the Master Declaration and 2.) Replace the previously recorded Supplementary Restrictions to be more appropriate for the senior's living style.

Each lot may have its own individual peculiarities which should be addressed and discussed with the Saratoga Springs Architectural Control Committee (ACC). Owners and their respective architects, engineers and designers should visit early and frequently in the acquisition, design and construction terms with the ACC to avoid wasteful expense in redesign or disappointment from anticipation.

The Lot And House Location

The minimum setbacks for each of the lots is to be:

Front setback – 15 feet

Side setbacks – 5 feet

Rear setback – 10 feet

On corner lots or lots that have a street frontage on more than one side, all frontages will be treated as "front" conditions and the 15 foot setback will prevail. The property setback line along Centennial Boulevard and the other (yet unnamed) collector street to the south of the golf clubhouse, shall in all cases be measured as a front yard setback regardless of the type of home orientation on such a lot.

Please remember that setbacks are measured from the property line and not the curb line.

Home Size And Architectural Design

The Seniors Community has been designed to allow for home design, All homes of a "rambler" or single-story design shall have a minimum floor area of 1,300 square feet of livable area excluding basement and garage spaces.

Exteriors shall be of durable materials suitable for the housing styles but specifically exclude any vinyl, aluminum or non-masonry siding boards.

Roof materials shall be suited to the architectural style of the home, however roof pitches less than 6/12 will not be permitted.

Any out-buildings, caretaker units, freestanding garages, barns or other support structures shall be required to be constructed from the same materials, roofing, colors, and design style as the principle structure.

No flag poles or banners are permitted that fly seasonal or other flags (other than with a builders model home sales program, or as a part of the golf course, and then only as permitted by the ACC), with the exception that any home may have one single flagpole with a single state or national flag, with the pole not exceeding 16' in height, and the flag not more than 6' in length.

For any lot which has any yard against the golf course, outdoor play structures, exercise equipment, trampolines, children's play sets, or other free standing outdoor erected equipment in the yard shall be prohibited. For any lot which does not have yard abutting the golf course, such outdoor structures, as described above, shall be submitted for review by the ACC relative to height, colors and location, as they might intrude upon the living enjoyment of other owners in the subdivision. The ACC may accept the proposal, deny the proposal or approve subject to modifications.

Fencing

The open views in The Golf Community are considered important to all homes. All fencing along any frontage along the golf course shall be black square-tube wrought iron or commercial grade aluminum, of no greater than 6 feet in height with no openings between pickets being greater than 4 inches. There shall be no greater than 8 feet between iron support posts. Side yard fences shall also be no higher than 6 feet in height.

Any private home fence (as opposed to project perimeter fence) that is along a street right-of-way (a side or rear yard situation – since no fencing of the front yard is permitted) shall be located a minimum of 10 feet from the street right-of-way.

Each fencing proposal must be submitted and approved by the ACC prior to the owner's purchase of materials or contract for installation of any fencing. The ACC will consider fence construction details and location prior to approval or denial of any application. If

localized screening is necessary, owners are encouraged to use landscape materials as approved by the ACC.

For lots abutting the lake, if the ACC approves of fencing along the rear yard (lake side), then such fencing shall be held back at least five (5) feet from the lakeside trail, if that condition exists.

Golf Liability

Regardless of the amendments to Plat 23 and the other plats that are a part of the senior's lifestyle community, the home sites and lots are a part of the area where golf is a major influence on the arrangement and location of lots.

Given that many homes within the senior's community are located with property lines adjacent to the course, and despite following accepted course design principles in locating appropriate lots, owners should keep in mind that there may be cases wherein stray golf balls may land on the property of the residence. This is an inherent risk of being located along the course, and owners should design their activity areas, yard uses and homes to account for this inevitability.

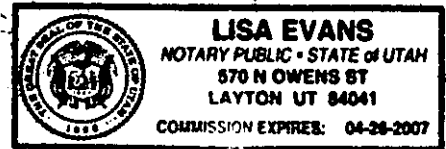
Lot owners within the golf community (which includes plat 23) herein specifically indemnify the developers and golf course operators and players for any liability or damages to their person or property as a result of home location near the golf course.

IN WITNESS WHEREOF the Grantor has executed this amendment to Supplementary Restrictions as of the date below set forth.

GRANTOR:

SARATOGA SPRINGS DEVELOPMENT, LLC

BY *[Signature]*



*State of Utah
County of Salt Lake*

[Signature]

*NOTARY
Residing in: Layton, UT*

*My Commission Expires:
April 26, 2007*

LEGAL DESCRIPTION
EXHIBIT A

PARCEL NO. 1:

BEGINNING at the Northwest corner of Section 1, Township 6 South, Range 1 West, Salt Lake Base and Meridian; thence south 89 Degrees 38' 49" East along section line 1179.57 feet to the Easterly boundary of Utah Lake; thence the following twenty (20) courses and distance along said Easterly boundary: South 58 Degrees 40' 50" East 225.39 feet; South 47 Degrees 44' 16" East 681.01 feet, South 24 Degrees 26' 38" East 543.74 feet; South 04 Degrees 33' 01" East 289.91 feet; South 34 Degrees 36' 14" East 278.22 feet; South 38 Degrees 01' 08" East 418.88 feet; South 07 Degrees 33' 33" East 212.85 feet; South 28 Degrees 31' 08" East 260.13 feet; South 09 Degrees 20' 47" West 426.09 feet; South 03 Degrees 16' 30" East 367.60 feet; South 06 Degrees 42' 35" East 256.76 feet; South 13 Degrees 41' 03" East 118.36 feet; South 44 Degrees 11' 30" East 801.94 feet; South 38 Degrees 15' 09" East 439.33 feet; South 44 Degrees 44' 47" East 639.23 feet; South 49 Degrees 58' 11" East 783.59 feet; South 37 Degrees 45' 47" East 269.43 feet; South 22 Degrees 55' 06" East 590.62 feet; South 28 Degrees 15' 56" East 663.06 feet; and South 40 Degrees 15' 52" East 264.60 feet to the East line of Section 12 of Township 6 South, Range 1 West; thence South 00 Degrees 09' 24" West 934.75 feet to the East quarter corner of Section 12, Township 6 South, Range 1 West; thence South 89 Degrees 49' 32" West along quarter section line 1515.95 feet to Redwood Road; thence the following sixteen (16) courses and distances along said road; North 23 Degrees 57' 08" West 902.71 feet; along the arc of a 3470.72 foot radius curve to the left 665.32 feet through a central angle of 10 Degrees 59' 00" (chord bears North 29 Degrees 26' 38" West for 664.30 feet); North 34 Degrees 56' 08" West 496.01 feet; along the arc of a 1306.23 foot radius curve to the left 490.16 feet through a central angle of 21 Degrees 30' 00" (chord bears North 45 Degrees 41' 08" West for 487.29 feet); North 56 Degrees 26' 08" West 770.25 feet; along the arc of a 1240.24 foot radius curve to the right 536.83 feet through a central angle of 24 Degrees 48' 00" (chord bears North 44 Degrees 02' 08" West for 532.65 feet); North 31 Degrees 38' 08" West 1189.77 feet; along the arc of a 8561.18 foot radius curve to the right 499.31 feet through a central angle of 3 Degrees 20' 30" (chord bears North 29 Degrees 57' 52" West for 499.24 feet); North 28 Degrees 17' 37" West 412.48 feet; along the arc of a 2324.87 foot radius curve to the left 276.94 feet through a central angle of 6 Degrees 49' 30" (chord bears North 31 Degrees 42' 22" West for 276.77 feet); North 35 Degrees 07' 07" West 772.16 feet; along the arc of a 4264.25 foot radius curve to the right 465.16 feet through a central angle of 6 Degrees 15' 00" (chord bears North 31 Degrees 59' 37" West for 464.93 feet); North 28 Degrees 52' 07" West 677.93 feet; North 60 Degrees 34' 37" East 13.53 feet; North 29 Degrees 25' 23" West 225.35 feet; and along the arc of a 2075.00 foot radius curve to the left 508.36 feet through a central angle of 14 Degrees 02' 13" (chord bears North 36 Degrees 26' 30" West for 507.09 feet); thence North 45 Degrees 00' 00" East 342.29 feet; thence North 45 Degrees 00' 00" West 404.51 feet to the South boundary of Centennial Boulevard as shown on Saratoga Springs Plat 8; thence the following three (3) courses and distances along said Boulevard; along the arc of a 540.00 foot radius curve to the left 347.17 feet through a central angle of 36 Degrees 50' 09" (chord bears North 23 Degrees 50' 50" East for 341.22 feet); North 03 Degrees 31' 45" East 60.33 feet; along the arc of a 297.00 foot radius curve to the right 489.12 feet through a central angle of 94 Degrees 21' 30" (chord bears North 52 Degrees 36' 30" East for 435.69 feet); thence South 463.90 feet; thence South 45 Degrees 00' 00" West 70.71 feet; thence South 89 Degrees 47' 40" East along section line 631.70 feet to the BEGINNING.

LESS AND EXCEPTING THE FOLLOWING:

ALL OF SARATOGA SPRINGS NO. 13, a Planned Unit Development.

ALL OF SARATOGA SPRINGS NO. 13A, a Planned Unit Development

ALL OF SARATOGA SPRINGS NO. 13B, a Planned Unit Development

ALL OF SARATOGA SPRINGS NO. 15C, a Planned Unit Development.

ALL OF SARATOGA SPRINGS NO. 12, a Planned Unit Development.

ALL OF SARATOGA SPRINGS NO. 15, a Planned Unit Development.

ALL OF SARATOGA SPRINGS NO. 23, a Planned Unit Development.

ALL OF SARATOGA SPRINGS NO. 16, a Planned Unit Development

ALL THAT PORTION CONVEYED TO GOLF CONSTRUCTION L.L.C. FOR PROPOSED SARATOGA SPRINGS NO. 24, DESCRIBED AS FOLLOWS:

BEGINNING at the western most corner of Lot 2317 as shown on Saratoga Springs No. 23 and recorded in the Office of the Utah County Recorder, said point being located North 00 degrees 12'14" East 615.29 feet, along the section line, and East 3030.37 feet from the Southwest Corner of Section 1, Township 6 South, Range 1 West, Salt Lake Base and Meridian; thence South 35 degrees 11'12" East 231.40 feet; thence South 59 degrees 23'10" East 49.18 feet; thence North 79 degrees 19'48" East 88.34 feet; thence along the arc of a 472.00 foot radius curve to the right, 216.86 feet through a central angle of 26 degrees 19'30" (Chord bears South 02 degrees 11'11" East for 214.96 feet; thence along the arc of a 15.50 foot curve to the left, 25.83 feet through a central angle of 95 degrees 28'04" (Chord bears North 36 degrees 45'28" West for 22.94 feet); thence North 84 degrees 29'30" West 82.57 feet; thence along the arc of a 428.00 foot radius curve to the right, 32.67 feet through a central angle of 4 degrees 22'24" (Chord bears North 82 degrees 18'18" West for 32.66 feet); thence South 16 degrees 51'34" West 352.68 feet; thence along the arc of a 422.00 foot radius curve to the left 134.24 feet through a central angle of 18 degrees 13'33" (Chord bears South 62 degrees 31'04" East for 133.67 feet); thence along the arc of a 15.50 foot radius curve to the left, 25.37 feet through a central angle of 93 degrees 47'11" (Chord bears North 61 degrees 28'34" East for 22.63 feet); thence South 14 degrees 34'59" West 15.80 feet; thence along the arc of a 428.00 foot radius curve to the left 69.44 feet through a central angle of 09 degrees 17'46" (Chord bears South 09 degrees 56'06" West for 69.37 feet; thence South 46 degrees 08'17" West 231.03 feet; thence North 50 degrees 30'32" West 36.57 feet; thence North 45 degrees 11'21" West 803.42 feet; thence North 54 degrees 48'48" East 736.77 feet to the point of BEGINNING.

ALL THAT PORTION CONVEYED TO M&N DEVELOPMENT FOR PROPOSED SARATOGA SPRINGS NO. 18, DESCRIBED AS FOLLOWS:

BEGINNING at a point which is East 2201.15 feet and South 518.27 feet from the West ¼ corner of Section 1, Township 6 South, Range 1 West, Salt Lake Base and Meridian, said point being the Point of Beginning: To a point on a curve, having a radius of 558.00 feet and a central angle of 24 Degrees 42'33", thence along the arc of said curve a distance of 240.64 feet, said arc subtended by a chord bearing North 6 Degrees 43'44" East, a distance of 238.76 feet; thence North 71 Degrees 31' 51" West 211.06 feet; thence South 51 Degrees 35' 12" West 205.60 feet; thence South 13 Degrees 59'41" West 558.03 feet; thence South 16 Degrees 29'46" East 111.51 feet; thence South 76 Degrees 17'45" East 557.73 feet; thence North 1 Degree 42'16" East 245.21 feet to a point on a curve, having a radius of 378.00 feet and a central angle of 5 Degrees 39'03"; thence along the arc of said curve a distance of 37.28 feet, said arc subtended by a chord bearing North 61 Degrees 09'20" East distance of 37.26 feet to a point on a curve, having a radius of 15.50 feet and a central angle of 76 Degrees 11'06"; thence along the arc of said curve a distance of 20.61 feet, said arc subtended by a chord bearing South 83 Degrees 34'24" East, a distance of 19.12 feet to a point on a curve, having a radius of 558.00 feet and a central angle of 18 Degrees 16'00"; thence along the arc of said curve a distance of 177.90 feet,

said arc subtended by a chord bearing North 36 Degrees 20'39" West, a distance of 177.15 feet; thence South 75 Degrees 52'08" West 93.51 feet; thence North 70 Degrees 39'49" West 84.00 feet; thence North 10 Degrees 10'17" East 55.37 feet; thence North 2 Degrees 19'06" East 109.63 feet; thence North 71 Degrees 59'09" East 101.65 feet to the point of BEGINNING.

THAT PORTION OF REDWOOD ROAD CONVEYED TO THE TOWN OF SARATOGA SPRINGS, recorded February 13, 2001 as Entry No. 12139:2001.

THAT PORTION OF REDWOOD ROAD CONVEYED TO THE UTAH DEPARTMENT OF TRANSPORTATION, recorded October 5, 1998 as Entry No. 101177 in Book 4801 Page 666.

THAT PORTION OF REDWOOD ROAD 66 FEET WIDE CONVEYED TO THE UTAH STATE DEPARTMENT OF HIGHWAYS, recorded November 21, 1962 as Entry No. 15766 in Book 921 Page 513.

ALL OF SARATOGA SPRINGS GOLF COURSE "NORTH PARCEL", "SOUTH PARCEL" and "EAST PARCEL", more particularly described in Warranty Deed executed by Saratoga Springs Development, L.L.C., to Saratoga Springs Golf, L.L.C., recorded December 29, 2000, as Entry No. 103483:2000.

ALL OF THE FOLLOWING PROPOSED PLATS, DESCRIBED AS FOLLOWS:

PLAT 17

BEGINNING at a point located South 00 Degrees 12' 11" West along section line 1345.70 feet and East 1938.44 feet from the Northwest corner of Section 1, Township 6 South, Range 1 West, Salt Lake Base and Meridian; thence South 06 Degrees 27' 55" East 217.02 feet; thence along the arc of a 478.00 foot radius curve to the left 356.19 feet through a central angle of 42 Degrees 41' 42" (chord bears South 27 Degrees 48' 46" East for 348.01 feet); thence South 49 Degrees 09' 37" East 316.09 feet; thence along the arc of a 397.00 foot radius curve to the left 56.54 feet through a central angle of 08 Degrees 09' 36" (chord bears South 45 Degrees 04' 49" East for 56.49 feet); thence South 48 Degrees 59' 59" West 96.61 feet; thence South 70 Degrees 09' 06" West 17.83 feet; thence South 84 Degrees 57' 22" West 41.45 feet; thence South 81 Degrees 31' 01" West 65.71 feet; thence South 81 Degrees 35' 53" West 55.24 feet; thence South 86 Degrees 23' 03" West 51.40 feet; thence South 76 Degrees 58' 40" West 55.62 feet; thence South 63 Degrees 01' 34" West 81.81 feet; thence South 56 Degrees 13' 40" West 156.37 feet; thence South 59 Degrees 42' 35" West 165.11 feet; thence South 49 Degrees 55' 22" West 54.46 feet; thence South 54 Degrees 53' 18" West 72.39 feet; thence North 77 Degrees 17' 09" West 69.70 feet; thence North 23 Degrees 02' 34" West 95.26 feet; thence North 12 Degrees 20' 58" West 93.72 feet; thence North 19 Degrees 51' 16" West 68.78 feet; thence North 15 Degrees 05' 22" West 51.02 feet; thence North 11 Degrees 01' 44" West 57.73 feet; thence North 04 Degrees 06' 35" West 43.61 feet; thence North 25 Degrees 41' 44" East 38.18 feet; thence North 15 Degrees 35' 24" East 63.31 feet; thence North 26 Degrees 35' 03" East 122.53 feet; thence North 35 Degrees 42' 04" East 84.08 feet; thence North 31 Degrees 08' 37" East 127.48 feet; thence North 36 Degrees 20' 59" East 86.90 feet; thence North 29 Degrees 37' 13" East 95.06 feet; thence North 27 Degrees 41' 08" East 93.01 feet; thence North 36 Degrees 46' 32" East 98.77 feet; thence North 70 Degrees 21' 41" East 65.21 feet; thence South 87 Degrees 41' 58" East 47.01 feet to the point of BEGINNING.

PLAT 20

BEGINNING at a point located North 00 Degrees 12' 14" East along Section line 714.08 feet and East 1467.99 feet from the Southwest corner of Section 1, Township 6 South, Range 1 West, Salt Lake Base and Meridian; thence North 31 Degrees 38' 07" West 603.37 feet; thence North 72 Degrees 51' 45" East 365.08 feet; thence South 53 Degrees 14' 41" East 507.51 feet; thence South 23 Degrees 43' 00" West 224.90 feet; thence along the arc of a 261.50 foot radius curve to the left 225.20 feet through a central angle of 49 Degrees 20' 35" (chord bears South 82 Degrees 29' 18" West for 218.31 feet); thence South 57 Degrees 49' 00" West 156.11 feet to the point of BEGINNING.

PLAT 21

Beginning at a point located North 00 degrees 12'14" East along section line 617.87 feet and East 1527.60 feet from the Southwest corner of Section 1, Township 6 South, Range 1 West, Salt Lake Base and Meridian; thence North 57 degrees 49'00" East 200.01 feet; thence along the arc of a 163.50 foot radius curve to the right 246.12 feet through a central angle of 86 degrees 14'50" (chord bears South 79 degrees 03'35" East for 223.53 feet; thence along the arc of a 428.00 foot radius curve to the left 351.65 feet through a central angle of 47 degree 04'31" (chord bears South 57 degrees 28'26" East for 341.85 feet); thence South 02 degrees 22'36" West 61.80 feet; thence South 18 degrees 59'07" West 25.74 feet; thence South 43 degrees 35'31" West 43.06 feet; thence South 61 degrees 40'58" West 127.28 feet; thence South 64 degrees 34'30" West 191.35 feet; thence South 62 degrees 44'37" West 92.31 feet; thence along the arc of a 1183.24 foot radius curve to the right 211.24 feet through a central angle 10 degrees 13'44" (chord bears North 36 degrees West for 210.96 feet); thence North 31 degrees 38'07" West 284.91 feet to the point of beginning.

PLAT 22

BEGINNING at a point located North 00 Degrees 12' 14" East along section line 825.77 feet and East 1816.14 feet from the Southwest corner of Section 1, Township 6 South, Range 1 West, Salt Lake Base and Meridian; thence North 23 Degrees 43' 00" East 224.90 feet; thence South 77 Degrees 24' 28" East 369.14 feet; thence South 83 Degrees 45' 57" East 356.76 feet; thence South 28 Degrees 09' 57" East 153.89 feet; thence South 55 Degrees 50' 00" West 269.63 feet; thence along the arc of a 372.00 foot radius curve to the right 583.28 feet through a central angle of 89 Degrees 50' 17" (chord bears North 79 Degrees 14' 51" West for 525.34 feet); thence along the arc of a 261.50 foot radius curve to the left 175.77 feet through a central angle of a 38 Degree 30' 42" (chord bears North 53 Degrees 35' 04" West for 172.48 feet) to the point of BEGINNING.

Exhibit B

LOTS 2301, 2302, 2303, 2304, 2305, 2306; 2307, 2308, 2309, 2310, 2311, 2312, 2313, 2314, 2315, 2316, 2317, 2318, 2319, 2320, 2321, 2322, 2323, 2324, 2325, AND 2326 SARATOGA SPRINGS NO. 23 PUD, ACCORDING TO THE OFFICIAL PLAT THEREOF ON FILE AND OF RECORD IN THE UTAH COUNTY RECORDER'S OFFICE.

Tax ID# 52-837-0001, 52-837-0002, 52-837-0003, 52-837-0004, 52-837-0005, 52-837-0006, 52-837-0007, 52-837-0008, 52-837-0009, 52-837-0010, 52-837-0011, 52-837-0012, 52-837-0013, 52-837-0014, 52-837-0015, 52-837-0016, 52-837-0017, 52-837-0018, 52-837-0019, 52-837-0020, 52-837-0021, 52-837-0022, 52-837-0023, 52-837-0024, 52-837-0025, AND 52-837-0026