

When Recorded, Return to
Boyer Holbrook Farms, L.C.
101 South 200 East, Suite 200
Salt Lake City, Utah 84111

**CORRECTED SECOND SUPPLEMENT TO MASTER DECLARATION
OF COVENANTS, CONDITIONS, AND RESTRICTIONS
AND DEDICATION OF PRIVATE ROAD
FOR
HOLBROOK FARMS
IN
LEHI, UTAH**

This Corrected Second Supplement to the Master Declaration of Covenants, Conditions, and Restrictions, and Reservation of Easements and Dedication of Private Road for Holbrook Farms (the "Project"), located in Lehi, Utah, is made and executed by Boyer Holbrook Farms Residential, L.C. ("BHFR"), a Utah limited liability company, with a registered address of 101 South 200 East, Suite 200, Salt Lake City, Utah 84111 and Clayton Properties Group II, Inc. ("CPG"), a Colorado corporation with a registered address of 5000 Clayton Road, Maryville, TN 37804.

RECITALS

WHEREAS, that certain Master Declaration of Covenants, Conditions, and Restrictions, and Reservation of Easements for Holbrook Farms was recorded with the Office of Recorder for Utah County, Utah on March 3, 2017, as Entry No. 21346:2017 (the "Master Declaration") for the Project;

WHEREAS, the Master Declaration provides that the Project may be developed in phases and additional land may be annexed into and made part of the Project and made subject to the Master Declaration;

WHEREAS, the Master Declaration further provides that said phases and/or additional land may be made subject to additional restrictions, conditions or covenants imposed on a Unit or Owner as part of a discrete phase or neighborhood developed within the Project (collectively, "Additional Covenants") by the recording of a Supplement to Declaration;

WHEREAS, Boyer Holbrook Farms, L.C. is a "Declarant" as defined in the Master Declaration and, consistent with the rights and authority granted in the Master Declaration, has assigned certain Declarant rights to BHFR in connection with BHFR's acquisition of certain real property located in Utah County, Utah more specifically described in Exhibit "A" herein to be developed as Phase 4 of the Project (the "Holbrook Farms Phase 4 Property").

WHEREAS, BHFR recorded a final plat for the Holbrook Farms Phase 4 Property with the Office of Recorder for Utah County on August 2, 2017, as Entry No. 74824-2017 (the "Holbrook Farms Phase 4 Plat");

WHEREAS, an instrument titled “Second Supplement to Master Declaration of Covenants, Conditions, and Restrictions for Holbrook Farms” (the “Supplement to Declaration Document”) was recorded with the Office of Recorder for Utah County on August 7, 2017 as Entry No.76254:2017, which together with the Holbrook Farms Phase 4 Plat formally annexed the Holbrook Farms Phase 4 Property into the Project.

WHEREAS, CPG subsequently purchased all of lots within Holbrook Farms Phase 4 from BHFR and is the current record fee owner of said lots;

WHEREAS, BHFR and CPG desire to amend and correct the Second Supplement Documents and to confirm that the Holbrook Farms Phase 4 Property shall be subject to and burdened and benefitted by the Master Declaration; and

WHEREAS, BHFR also desires to formalize the prior dedication of the private road consistent with the Holbrook Farms Phase 4 Plat to the Holbrook Farms Master Association (the “Master Association”).

**CORRECTED SUPPLEMENT TO MASTER DECLARATION
AND DEDICATION**

NOW, THEREFORE, for the reasons recited above, and for the benefit of the Project and the Owners therein, BHFR and CPG hereby execute this Second Supplement to the Master Declaration of Covenants, Conditions, and Restrictions, and Reservation of Easements and Dedication of Private Road for Holbrook Farms.

1. Legal Description. The Holbrook Farms Phase 4 Property described in Exhibit “A” hereto shall be and hereby is made subject to the Master Declaration. Said land and the Units thereon shall be held, transferred, sold, conveyed and occupied subject to the provisions of the Master Declaration, as it may be further supplemented or amended from time to time.

2. Annexation. Consistent with the rights and authority reserved in the Master Declaration and assigned to BHFR and with the consent of CPG, the Holbrook Farms Phase 4 Property shall be and hereby is annexed into the Project and made subject to and part of the Master Association. Recordation of this instrument shall effectuate the expansion of the Project, making the Holbrook Farms Phase 4 Property and every Owner and Occupant of a Unit thereon subject to the powers, rights, duties, functions, and jurisdiction of the Master Association and Master Association Design Guidelines.

3. Description of the Project, as Supplemented by Corrected Second Supplement to Master Declaration. The initial plat(s) for Holbrook Farms, Phases 1, 2, 6A and 7, collectively, included 129 Units. Thereafter, a final plat for Phase 6A of the Project was recorded on June 7, 2017 as Entry No. 54999-2017 and the First Supplement to Master Declaration of Covenants, Conditions, and Restrictions for Holbrook Farms was recorded on June 19, 2017 as Entry No. 58950:2017 thereby adding an additional 20 Units for a total of 129 Units in the Project. Recordation of the Holbrook Farms Phase 4 Plat added 52 Units (Lots 401 through 452) bringing the current total of Units in the Project to 181 Units.

4. Benefitted Common Area. Consistent with the Master Declaration, the Holbrook Farms Phase 4 Property includes certain Benefitted Common Area (as defined in the Master Declaration) and Benefitted Common Area Expenses may be assessed to the Unit owners in Holbrook Farms Phase 4.

5. Dedication of Private Road. Consistent with the Master Declaration, the Private road identified on the Holbrook Farms Phase 4 Plat shall be and hereby is dedicated to the Master Association as part of the Benefitted Common Area within the Holbrook Farms Phase 4 Property. Upon recording of this instrument, the Master Association shall have authority over and sole responsibility for the operation, maintenance, repair, and replacement of the private road as the owner thereof.

6. Service Area. Further consistent with the Master Declaration, a distinct Service Area shall be and hereby is created for the Holbrook Farms Phase 4 Property, Lots 401 through 452, inclusive. The Master Association may assume, *inter alia*, responsibility for maintenance of all or some of the Lot landscaping for the Units in the Holbrook Farms Phase 4 Property and responsibility for maintenance of the driveways serving the Units. The costs for such maintenance shall be assessed as Service Area Assessments.

7. Driveway Access Easement and Use Rights. As reflected on the Holbrook Farms Phase 4 Plat, a portion of the driveway serving some Units in the Holbrook Farms Phase 4 Property is located outside such Unit's boundary and is located on neighboring Units. Accordingly, there is appurtenant to each Unit in the Holbrook Farms Phase 4 Property an access easement and right to use the shared portion of the driveway serving such Unit. For purposes of this Paragraph 7, the "shared portion" of the driveway shall mean and refer to the section of the driveway between the road and the front boundary line of the last Unit served by that driveway. The "last Unit" shall mean and refer any and all of the following: Lots 401, 404, 405, 408, 409, 412, 413, 418, 421, 422, 426, 427, 428, 429, 432, 433, 436, 437, 440, 441, 444, 445, 447 and 452. The access easement and use rights created by this paragraph 7 may not be severed from the Unit. Further, no Owner shall interfere or permit any other Person to interfere with the access easements and use rights appurtenant to another Unit.

8. Additional Covenants, Conditions and Restrictions to Run with the Land. The Additional Covenants, including the access easements and use rights, established in this instrument are binding on each Owner and his/her/its assigns and successors in interest to the Unit and are intended to and shall run with the land.

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BOYER HOLBROOK FARMS RESIDENTIAL, L.C.

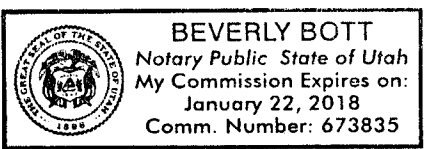
BY: Nathan R. Boyer

DATE: 10/12/17

ITS: MANAGER

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

Personally appeared before me Nathan R. Boyer, whose identity is personally known to me or proven on the basis of satisfactory evidence and who, duly sworn by me, affirmed and did state that said document was signed by him/her in the above capacity and on behalf of said company with all necessary authority, and acknowledged to me that said company executed the same.



Beverly Bott
Notary Public

CLAYTON PROPERTIES GROUP II, INC.

BY: Sam Colgan

DATE: 10/11/17

ITS: ASSISTANT SECRETARY

STATE OF UTAH)
):ss
COUNTY OF Salt Lake)

Personally appeared before me Sam Colgan, whose identity is personally known to me or proven on the basis of satisfactory evidence and who, duly sworn by me, affirmed and did state that said document was signed by him/her in the above capacity and on behalf of said corporation with all necessary authority, and acknowledged to me that said corporation executed the same.



Rachel M. Morris
Notary Public

ACCEPTANCE OF DEDICATION

The Holbrook Farms Master Association, a Utah nonprofit corporation, acting by and through its management committee, hereby accepts the private road identified on the Holbrook Farms Phase 4 Plat of record and on file with the Office of Recorder for Utah County, Utah (the "Private Road") dedicated and conveyed by Boyer Holbrook Farms Residential, L.C. Effective upon recordation of this instrument, the Holbrook Farms Master Association shall own and operate the Private Road and shall have authority over and sole responsibility for its maintenance, repair, and replacement and shall indemnify and defend Boyer Holbrook Farms Residential, L.C. from and against any and all claims arising therefrom.

HOLBROOK FARMS MASTER ASSOCIATION

BY: Ant P. Jurel

DATE: 10/12/17

ITS: PRESIDENT

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

Personally appeared before me CHRISTOPHER P. GAMMOURIAN, whose identity is personally known to me or proven on the basis of satisfactory evidence and who, duly sworn by me, affirmed and did state that said document was signed by him/her in the above capacity and on behalf of said corporation with all necessary authority, and acknowledged to me that said corporation executed the same.

[Signature]
Notary Public

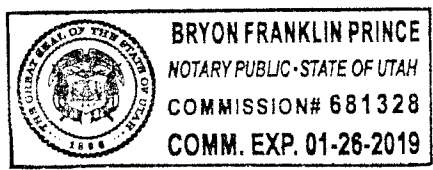


EXHIBIT A

LEGAL DESCRIPTION

Holbrook Farms Phase 4, Lots 401 through 452, inclusive, as shown on the official subdivision final plat on file and of record with the Office of Recorder for Utah County, Utah recorded on August 2, 2017 as Entry No. 74824-2017, and all appurtenant common area and facilities as shown thereon.

Tax ID Nos.:

41-864-0401, 41-864-0402, 41-864-0403, 41-864-0404, 41-864-0405, 41-864-0406, 41-864-0407, 41-864-0408, 41-864-0409, 41-864-0410, 41-864-0411, 41-864-0412, 41-864-0413, 41-864-0414, 41-864-0415, 41-864-0416, 41-864-0417, 41-864-0418, 41-864-0419, 41-864-0420, 41-864-0421, 41-864-0422, 41-864-0423, 41-864-0424, 41-864-0425, 41-864-0426, 41-864-0427, 41-864-0428, 41-864-0429, 41-864-0430, 41-864-0431, 41-864-0432, 41-864-0433, 41-864-0434, 41-864-0435, 41-864-0436, 41-864-0437, 41-864-0438, 41-864-0439, 41-864-0440, 41-864-0441, 41-864-0442, 41-864-0443, 41-864-0444, 41-864-0445, 41-864-0446, 41-864-0447, 41-864-0448, 41-864-0449, 41-864-0450, 41-864-0451, 41-864-0452 and 41-864-0453