

Final
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WHEN RECORDED MAIL TO:

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RANDALL A. COVINGTON
UTAH COUNTY RECORDER
2007 Aug 01 11:26 am FEE 70.00 BY CH
RECORDED FOR OREM CITY

**SECOND SUPPLEMENTARY DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS OF
THE TUSCAN VILLAS, A PLANNED UNIT DEVELOPMENT**

THIS SECOND SUPPLEMENTARY DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF THE TUSCAN VILLAS, A PLANNED UNIT DEVELOPMENT (hereinafter the "Second Supplementary Declaration") is made on the date hereinafter set forth by Gunsmoke Properties, L.L.C., a Utah limited liability company (hereinafter "Declarant").

RECITALS

A. The Master Declaration of Covenants, Conditions and Restrictions of The Tuscan Villas, a Planned Unit Development was recorded in the office of the County Recorder of Utah County, State of Utah on August 10, 2006, as Entry No. 103104:2006 (hereinafter the "Declaration") and the Subdivision Plat of Phase "1" Tuscan Villas, Planned Unit Development was recorded in the office of the County Recorder of Utah County, State of Utah on June 19, 2006, as Entry No. 76155:2006 (hereinafter the "Plat").

B. The First Amendment to Master Declaration of Covenants, Conditions and Restrictions of the Tuscan Villas, a Planned Unit Development, was recorded in the office of the County Recorder of Utah County, State of Utah on September 28, 2006, as Entry No. 128604:2006 (hereinafter the "First Amendment").

C. The FIRST SUPPLEMENTARY DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF THE TUSCAN VILLAS, A PLANNED UNIT DEVELOPMENT (hereinafter the "First Supplementary Declaration") was recorded in the office of the County Recorder of Utah County, State of Utah on May 25, 2007 as Entry No. 77686:2007 (hereinafter the "First Supplementary Declaration").

D. The Declaration, the First Amendment, and the First Supplementary Declaration of Covenants, Conditions and Restrictions encumber that certain real property located in Utah County, State of Utah and more particularly described on Exhibits "A", "B" and "C" attached hereto and incorporated herein by reference.

F. Under the provisions of Article 17 of the Declaration, Declarant may expand the Project by annexing to the Project all or any part of the Expansion Property more particularly described in Exhibit "D" attached hereto and incorporated herein by this reference, without the approval, consent or vote of the Association or its Members.

G. Declarant now desires by recording this **SECOND SUPPLEMENTARY DECLARATION OF CONVENANTS, CONDITIONS AND RESTRICTIONS OF THE TUSCAN VILLAS, A PLANNED UNIT DEVELOPMENT** (hereinafter the "Second Supplementary Declaration") and that certain Subdivision Plat of Phase "3" Tuscan Villas, Planned Unit Development (hereinafter the "**Phase 3 Plat**"), to be recorded concurrently herewith in the office of the County Recorder of Utah County, State of Utah, to expand the Project by annexing to the Project that certain portion of the Expansion Property and the improvements located thereon more particularly described in the Phase 3 Plat and Exhibit "D" attached hereto and incorporated herein by reference (hereinafter the "**Phase 3 Annexed Land**").

DECLARATION

NOW, THEREFORE, the Declaration is hereby amended as follows, with such amendment to become effective upon the recording of this Second Supplementary Declaration and the Phase 3 Plat:

1. Lots and Boundaries. The Phase 3 Annexed Land is hereby annexed to the Property and made subject to the Declaration, and the Project as hereby expanded shall consist of One Hundred Fourteen (114) total Lots. Each Lot hereby added to the Project is given an identifying number and is depicted on the Phase 3 Plat.

2. Detention Basin. A storm water detention basin (the "**Detention Basin**") and a storm water easement in favor of the City of Orem for the construction, operation and maintenance of a storm water detention basin are more particularly described in the Phase 3 Plat. The Detention Basin shall not be altered without the written permission of the Orem City Engineer. It is anticipated that the Project, Milano Village Condominiums, a Utah Condominium Project, a condominium development being developed by Declarant on property located immediately north of the Project ("**Milano Village**"), Sorrento Village Condominiums, a condominium development to be developed by Declarant on property located immediately west of the Project and adjacent to the Detention Basin ("**Sorrento Village**"), and any development hereafter developed on land owned by Northgate Village Development LC at the corner of 1200 West Street and 900 North Street and identified on the Phase 3 Plat (the "**Northgate Development**") shall all have the right to convey their storm water into the Detention Basin. The Detention Basin is included in and made a part of the joint Common Areas of the Project, Milano Village and Sorrento Village; provided that Declarant hereby reserves the right, without seeking the consent or agreement of the Owners, to convey the Detention Basin to a master association that will be charged with the responsibility of maintaining and landscaping the Detention in compliance with the requirements of this Section 8 for the use and benefit of the City of Orem, the Project, Milano Village, Sorrento Village, and the Northgate Development. The Association, the homeowners' associations for Milano Village and Sorrento Village, and the Northgate Development shall be responsible for maintaining the area of the Detention Basin in grass and in a neat and attractive manner in accordance with good landscaping practices. The Detention Basin shall be maintained in a manner that does not diminish the capacity, operation or effectiveness of the Detention Basin. The outlet structures adjacent to 900 North Street are to be maintained by the City of Orem.

3. Definitions. Each of the words used in this Second Supplementary Declaration shall have the meaning given to each such term in the Declaration.

4. Ratification of Terms and Provisions. Except as modified by the First and Second Amendment and the First and this Second Supplementary Declaration, Declarant hereby ratifies and confirms all of the terms and provisions of the Declaration.

DATED the 1 day of August, 2007.

DECLARANT:

GUNSMOKE PROPERTIES, L.L.C.

By: [Signature]
Name: Scott W. Hansen
Title: Managing Member

STATE OF UTAH)
 : ss.
COUNTY OF UTAH)

The foregoing instrument was acknowledged before me this 1 day of August, 2007, by SCOTT HANSEN the MANAGER of **GUNSMOKE PROPERTIES, L.L.C.**, a Utah limited liability company.

[Signature]
NOTARY PUBLIC



EXHIBIT "A"**DESCRIPTION OF PROPERTY**

That certain real property located in Utah County, State of Utah and more particularly described as follows:

Commencing at a point located North $00^{\circ}39'38''$ West along the Section line 578.38 feet and West 700.47 feet from the East quarter corner of Section 9, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence along the arc of a 20.00 foot radius curve to the left 31.28 feet (chord bears North $45^{\circ}11'54''$ West 28.19 feet); thence West 518.46 feet; thence along the arc of a 20.00 foot radius curve to the left 31.42 feet (chord bears South $45^{\circ}00'00''$ West 28.28 feet); thence West 44.00 feet; thence along the arc of a 20.00 foot radius curve to the left 31.42 feet (chord bears North $45^{\circ}00'00''$ West 28.28 feet); thence North 44.00 feet; thence along the arc of a 20.00 foot radius curve to the left 31.42 feet (chord bears North $45^{\circ}00'00''$ East 28.28 feet); thence North 29.36 feet; thence along the arc of a 666.41 foot radius curve to the right 160.89 feet (chord bears North $05^{\circ}36'22''$ East 160.50 feet); thence along the arc of a 246.00 foot radius curve to the left 98.95 feet (chord bears North $01^{\circ}05'31''$ East 98.29 feet); thence North $79^{\circ}34'06''$ East 161.17 feet; thence South $05^{\circ}56'37''$ East 103.32 feet; thence East 56.74 feet; thence North 64.63 feet; thence East 73.24 feet; thence North 35.94 feet; thence East 92.02 feet; thence North 13.82 feet; thence East 190.85 feet; thence South $00^{\circ}23'49''$ East along the Westerly boundary line of 900 West Street 412.04 feet to the point of beginning.

EXHIBIT "B"
DESCRIPTION OF EXPANSION PROPERTY

That certain real property located in Utah County, State of Utah and more particularly described as follows:

Commencing at a point located North 00°39'38" West along the Section line 990.44 feet and West 698.58 feet from the East quarter corner of Section 9, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence along the Northerly boundary line of Phase 1, Tuscan Villas, Planned Unit Development as follows: West 190.85 feet, South 13.82 feet, West 92.02 feet, South 35.94 feet, West 73.24 feet, South 64.63 feet, West 56.74 feet, North 05°56'37" West 103.32 feet, South 79°34'06" West 117.17 feet; thence along the arc of a 290.00 foot radius curve to the left 408.74 feet (chord bears North 50°48'35" West 375.74 feet); thence South 88°48'45" West 55.30 feet; thence along the arc of a 590.00 foot radius curve to the left 217.12 feet (chord bears South 78°16'12" West 215.90 feet); thence South 67°43'39" West 179.31 feet; thence along the arc of a 605.37 foot radius curve to the right 63.24 feet (chord bears South 69°27'07" West 63.21 feet); thence North 598.17 feet; thence North 89°29'45" East 531.00 feet; thence South 367.99 feet; thence along the arc of a 390.85 foot radius curve to the right 431.36 feet (chord bears South 53°31'28 East 409.80 feet; thence North 45°00'00" East 431.10 feet; thence North 88°36'24" East 153.95 feet; thence South 00°23'49" East 369.23 feet to the point of beginning.

EXHIBIT "C"
DESCRIPTION OF THE PHASE 2 ANNEXED LAND

That certain real property located in Utah County, State of Utah and more particularly described as follows:

Commencing at a point located North 00°39'38" West along the Section line 990.44 feet and West 647.86 feet from the East quarter corner of Section 9, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence West along the Northerly boundary line of Phase 1, Tuscan Villas Planned Unit Development 243.59 feet; thence North 261.34 feet; thence East 114.19 feet; thence South 11.95 feet; thence East 76.95 feet; thence North 00°23'49" West 131.50 feet; thence East 52.58 feet; thence South 00°32'47" East along the Easterly boundary line of 900 West Street 131.50 feet; thence South 00°06'36" West along the Easterly boundary line of 900 West Street 249.39 feet to the point of beginning.

EXHIBIT "D"
DESCRIPTION OF THE PHASE 3 ANNEXED LAND

That certain real property located in Utah County, State of Utah and more particularly described as follows:

Commencing at a point located North 00°39'38" West along the Section line 1239.84 feet and West 697.43 feet from the East quarter corner of Section 9, Township 6 South, Range 2 East, Salt Lake Base and Meridian' thence along the Northerly boundary line of Phase 2, Tuscan Villas, Planned Residential Development as follows: West 76.95 feet, North 11.95 feet, West 114.19 feet; thence South along the Westerly boundary line of Phase 2, Tuscan Villas, Planned Residential Development 261.33 feet; thence along the Northerly boundary line of Phase 1, Tuscan Villas, Planned Residential Development as follows: East 2.02 feet, South 13.82 feet, West 92.02 feet, South 35.94 feet, West 73.24 feet, South 64.63 feet, West 56.74 feet, North 05°56'37" West 103.32 feet, South 79°34'06" West 161.17 feet; thence along the arc of a 246.00 foot radius curve to the left 182.14 feet(chord bears North 31°38'32" West 178.00 feet); thence North 52°51'09" West 1.77 feet; thence along the arc of a 278.00 foot radius curve to the left 186.00 feet (chord bears North 72°01'12" West 182.55 feet); thence South 88°48'45" West 25.97 feet; thence along the arc of a 478.00 foot radius curve to the left 175.91 feet (chord bears South 78°16'12" West 174.91 feet); thence South 67°43'39" West 228.05 feet; thence along the arc of a 649.00 foot radius curve to the right 240.28 feet (chord bears South 78°20'01" West 238.91 feet); thence South 88°56'24" West 4.42 feet; thence South 00°31'26" East 4.56 feet; thence South 88°48'34" West 399.09 feet; thence along the arc of a 20.00 foot radius curve to the left 31.21 feet (chord bears South 44°06'41" West 28.13 feet); thence North 00°35'11" West 94.52 feet; thence along the arc of a 25.00 foot radius curve to the left 39.48 feet (chord bears South 45°49'23 East 35.50 feet); thence North 88°56'24" East 397.72 feet; thence along the arc of a 605.00 foot radius curve to the left 223.99 feet (chord bears North 78°20'01" East 222.71 feet); thence North 67°43'39" East 228.05 feet; thence along the arc of a 522.00 foot radius curve to the right 8.39 feet (chord bears North 68°11'17" East 8.39 feet); thence feet; thence North 151.01 feet; thence East 28.70 feet; thence along the arc of a 15.00 foot radius curve to the left 23.92 feet (chord bears North 44°29'20" East 21.46 feet); thence East 168.13 feet; thence along the arc of a 452.00 foot radius curve to the right 493.26 feet (chord bears South 58°44'13" East 469.15 feet); thence North 44°40'41" East 88.20 feet; thence North 45°00'00" West 18.00 feet; thence North 45°00'00" East 44.49 feet; thence South 45°00'00" East 18.00 feet; thence North 45°00'00" East 265.82 feet; thence East 159.62 feet; thence South 00°23'49" East 131.50 feet to the point of beginning.