

**THIRD AMENDMENT TO THE
DECLARATION OF EASEMENTS, COVENANTS,
CONDITIONS AND RESTRICTIONS**

**For
HILLSDALE
A Planned Unit Development**

ENT 146423:2007 PG 1 of 22
RANDALL A. COVINGTON
UTAH COUNTY RECORDER
2007 Oct 10 1:12 pm FEE 70.00 BY EO
RECORDED FOR RAY QUINNEY & NEBEKER

THIS AMENDMENT (hereinafter "Amendment") to the Amendment to the Declaration of Easements, Covenants, Conditions and Restrictions for Hillsdale, a Planned Unit Development, recorded as Entry Number 4068 in Book 3865 at pages 341 et seq. of the records of the Utah County Recorder (hereinafter the "Declaration") is made and executed this 10th day of September 2007, by the owners of the lots indicated on the signature page hereto.

RECITALS

WHEREAS, those individuals indicated on the signature page of this Amendment are the record title owners of Lots 1-19, as shown in the Plat for Hillsdale, Phase I, recorded in the office of the County Recorder of Utah County, Utah, together with all easements and common areas related thereto, which property is more particularly described in Exhibit A hereto; and

WHEREAS, the signers of this Amendment constituting the requisite number of votes to amend the Declaration; and

WHEREAS, the Declaration was previously amended to require that each home be owner-occupied, which amendment was recorded as Entry Number 37034:2000 in the records of the Utah County Recorder; and

WHEREAS, the signers of this Amendment desire to amend the Declaration to modify and clarify prior amendments regarding owner occupancy and other related occupancy and use standards; and

WHEREAS, the signers of this Amendment desire to eliminate the requirement for night lighting at each house;

NOW THEREFORE, pursuant to Article XIV, Section 14.02 of the Declaration, the Declaration is hereby amended as follows:

I. Section 10.04(f) regarding night lighting is hereby stricken from the Declaration and of no more force or effect. There is no replacement Section 10.04(f) and the Declaration shall skip from Section 10.04(e) to Section 10.04(g).

II. Section 9.02 entitled Use of Lots and Residences, shall be stricken in its entirety and replaced with the following:

9.02 Use of Lots and Residences. All Lots are intended to be improved with Residences, approved and authorized accessory buildings, approved and authorized hardscape, landscape, and fencing, and are restricted to such use. No Lot or Residence shall be used, occupied, or altered in violation of law, so as to create a nuisance, or interfere with the rights of any Owner, or in a way which would result in an increase in the cost of any insurance covering the Common Areas. Each Residence shall be owner-occupied and used only as a family Residence.

A. **"Owner Occupant"** shall mean:

(1) an individual who:

- (a) possesses, as shown by a recorded deed, fifty percent (50%) or more ownership in a dwelling unit, and
- (b) occupies the dwelling unit with a bonafide intent to make it his or her primary residence; or

(2) an individual who:

- (a) is a trustor of a family trust which:
 - (i) possesses fee title ownership to a dwelling unit; and
 - (ii) was created for estate planning purposes by one (1) or more trustors of the trust; and
- (b) occupies the dwelling unit owned by the family trust with a bonafide intent to make it his or her primary residence.

B. **"Family"** shall mean:

(1) One (1) individual living alone, or

(2) One (1), but not more than one (1) at the same time, of the following groups of individuals described in subsections (a) or (b), who together occupy a one-family dwelling unit as one (1) nonprofit housekeeping unit and who share common living, sleeping, cooking and eating facilities:

(a) a head of household, and

(i) all persons related to the head of household as a parent, child, grandparent, grandchild, brother, sister, uncle, aunt, nephew, niece, great-grandparent or great-grandchild by blood, marriage, adoption, guardianship, or any other duly authorized custodial relationship and the spouse(s) of any of the above, and

(ii) not more than one (1) additional related or unrelated person, including but not limited to, personal care or personal service provider; or

(b) two (2) related or unrelated individuals and any children of either individual, if any.

- C. **"Family"** does not include:
 - (1) batching singles, as defined by Provo City Ordinances, even if related as set forth in Subsection (B)(2)(a) of this section;
 - (2) any society, club, fraternity, sorority, association, lodge, combine, federation, coterie, or like organization;
 - (3) any number of individuals whose association is temporary or seasonal in nature; or
 - (4) any number of individuals who are in a group living arrangement as a result of criminal offenses.

- D. **"Head of Household"** shall mean one (1) individual who occupies a dwelling unit and who has a parent/child relationship, grandparent/child relationship or a legal marriage relationship with another individual occupying the same dwelling unit.

- E. The requirement that a Residence be owner-occupied may be waived for a period of up to three (3) years by a duly authorized vote of the Trustees of the Hillsdale Homeowners' Association for any bona fide professional or ecclesiastical reason. The requirement for family occupancy may not be waived.

This amendment of Section 9.02 is patterned after Provo City Ordinances in effect as of the date of this Amendment. However, any changes, modifications or amendments of the Provo City Ordinances shall not have the effect of further modifying this Section 9.02 as amended.

LOT OWNERS:

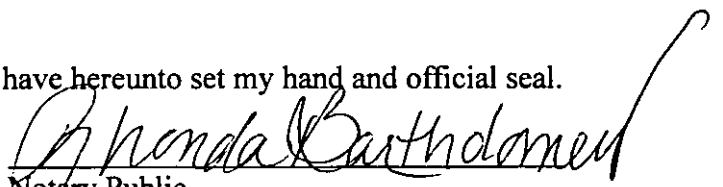


 Rian C. Krommenhoek
 Lot 1

STATE OF UTAH)
 :SS
 COUNTY OF UTAH)

On the 9 day of October, 2007 personally appeared before me Rian C. Krommenhoek, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



 Notary Public



[Handwritten Signature]

Lorenzo A. Pope
Lot 2

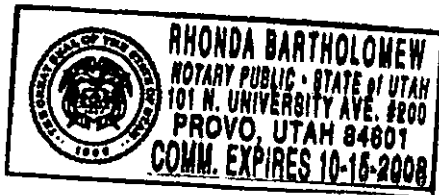
STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the 9 *October* day of September, 2007 personally appeared before me Lorenzo A. Pope, the signer of the above instrument, who duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

[Handwritten Signature]

Notary Public



[Handwritten Signature]

David Jack Rose
Lot 3

STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the 11th day of September, 2007 personally appeared before me David Jack Rose, the signer of the above instrument, who duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

[Handwritten Signature]

Notary Public



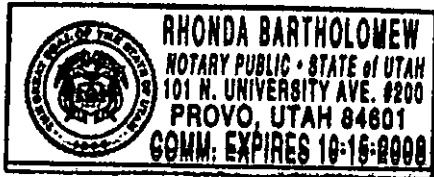
Jamara Rather

Calvin Rumbaugh, Trustee of the
RUMBAUGH FAMILY TRUST
Lot 5

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 9 day of October, 2007 personally appeared before me
Tamara Rather as proxy for Calvin Rumbaugh, a Trustee of the Rumbaugh Family
Trust, the signer of the above instrument, who duly acknowledged to me that he/she
executed the same on behalf of the Rumbaugh Family Trust.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Rhonda Bartholomew
Notary Public

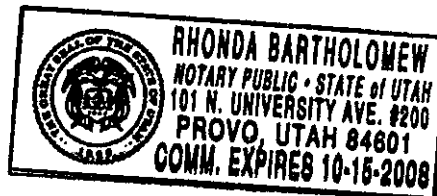
Jamara Rather

Trilby L. Rumbaugh, Trustee of the
RUMBAUGH FAMILY TRUST
Lot 5

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 9 day of October, 2007 personally appeared before me
Tamara Rather as proxy for Trilby L. Rumbaugh, a Trustee of the Rumbaugh
Family Trust, the signer of the above instrument, who duly acknowledged to me that
he/she executed the same on behalf of the Rumbaugh Family Trust.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Rhonda Bartholomew
Notary Public

Allan H. Kubota
Lot 6

STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the _____ day of September, 2007 personally appeared before me Allan H. Kubota, the signer of the above instrument, who duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Notary Public

Darla Hansen
Lot 7

STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the _____ day of September, 2007 personally appeared before me Darla Hansen, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

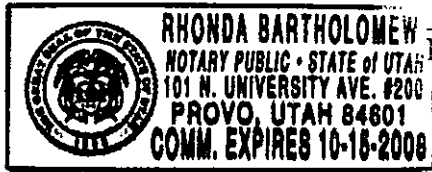
Notary Public

[Handwritten Signature]
Daniel R. Harper
Lot 9

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 11th day of September, 2007 personally appeared before me Daniel R. Harper, the signer of the above instrument, who duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



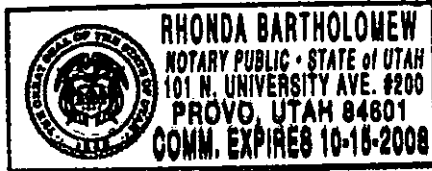
[Handwritten Signature]
Notary Public

[Handwritten Signature]
Laura Harper
Lot 9

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 11th day of September, 2007 personally appeared before me Laura Harper, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



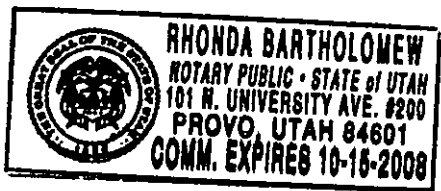
[Handwritten Signature]
Notary Public

Stasie Rose
Stasie Rose
Lot 11

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 17th day of September, 2007 personally appeared before me Stasie Rose, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal



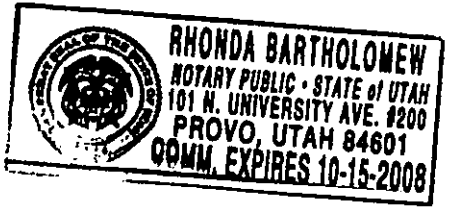
Rhonda Bartholomew
Notary Public

Kim B. Calaway
Kim B. Calaway
Lot 12

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 17th day of September, 2007 personally appeared before me Kim B. Calaway, the signer of the above instrument, who duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Rhonda Bartholomew
Notary Public

Alyson Calaway
Alyson Calaway
Lot 12

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 11th day of September, 2007 personally appeared before me Alyson Calaway, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Rhonda Bartholomew
Notary Public

Sulma Lilian Viñuela
Sulma Lilian Viñuela
Lot 13

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 11th day of September, 2007 personally appeared before me Sulma Lilian Viñuela, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



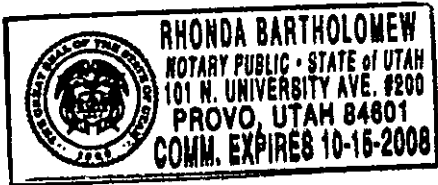
Rhonda Bartholomew
Notary Public

Heather Kelley
Heather Kelley
Lot 15

STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the 9 October day of ~~September~~, 2007 personally appeared before me Heather Kelley, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



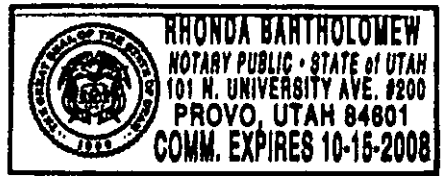
Rhonda Bartholomew
Notary Public

Craig Carlile
Craig Carlile as Proxy for Amy Ringer
Lot 16

STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the 8 October day of ~~September~~, 2007 personally appeared before me Craig Carlile as Proxy for Amy Ringer, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



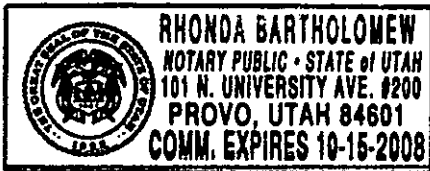
Rhonda Bartholomew
Notary Public

Jane L. Carlile
Jane L. Carlile
Lot 17

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the 9 day of October, 2007 personally appeared before me Jane L. Carlile, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Rhonda Bartholomew
Notary Public

Sterling T. Nixon
Lot 18

STATE OF UTAH)
:SS
COUNTY OF UTAH)

On the _____ day of September, 2007 personally appeared before me Sterling T. Nixon, the signer of the above instrument, who duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Notary Public

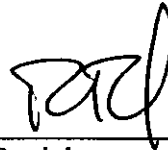
Colleen C. Nixon
Lot 18

STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the 11 day of September, 2007 personally appeared before me Colleen C. Nixon, the signer of the above instrument, who duly acknowledged to me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

Notary Public

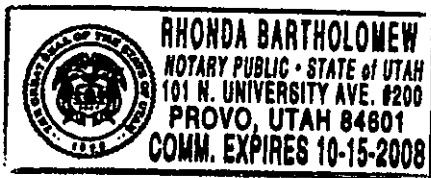


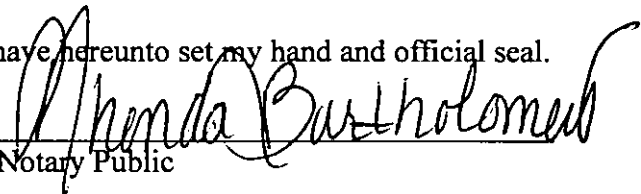
Ronnie Daniel
Lot 19

STATE OF UTAH)
 :SS
COUNTY OF UTAH)

On the 11 day of September, 2007 personally appeared before me Ronnie Daniel, the signer of the above instrument, who duly acknowledged to me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.





Notary Public

Exhibit A

BOUNDARY DESCRIPTION

BEGINNING AT A POINT WHICH IS 362.70 FEET EAST AND 709.38 FEET SOUTH FROM THE NW CORNER OF SECTION 5, T7S, R3E, SLB&M SAID POINT IS 123.00 FEET PERPENDICULARLY DISTANT FROM THE CENTERLINE OF 1250 EAST STREET; THENCE N 75°58'30" E 318.33 FEET; THENCE S 10°10'53" E 82.22 FEET; THENCE S 08°27'11" E 30.00 FEET; THENCE S 02°48'41" E 37.43 FEET; THENCE S 00°13'19" E 129.59 FEET; THENCE S 02°15'29" E 37.64 FEET; THENCE S 08°36'22" E 46.36 FEET; THENCE S 20°28'55" E 70.70 FEET; THENCE S 22°01'51" E 84.92 FEET; THENCE S 36°11'57" E 61.52 FEET; THENCE ALONG THE ARC OF A 321.12 FOOT RADIUS CURVE TO THE LEFT 449.40 FEET (CENTRAL ANGLE OF 80°11'03" AND A CHORD BEARING S 76°32'11" W 413.61 FEET); THENCE ALONG THE ARC OF A 307.00 FOOT RADIUS CURVE TO THE LEFT 49.62 FEET (CENTRAL ANGLE OF 09°15'35" AND A CHORD BEARING S 31°48'52" W 49.56 FEET); THENCE N 00°25'34" E 4.29 FEET; THENCE N 00°17'30" W PARALLEL TO THE CENTERLINE OF 1250 EAST STREET 612.61 FEET TO THE POINT OF BEGINNING. CONTAINING 4.136 ACRES, MORE OR LESS.

LESS AND EXCEPTING THE FOLLOWING TWO PARCELS:

BEGINNING AT A POINT EAST 362.70 FEET AND SOUTH 709.38 FEET AND N 75°58'30" E 318.33 FEET FROM THE NORTHWEST CORNER OF SECTION 5, TOWNSHIP 7 SOUTH, RANGE 3 EAST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE S 10°10'53" E 82.22 FEET; THENCE S 08°27'11" E 30.00 FEET; THENCE S 02°48'41" E 1.30 FEET; THENCE S 84°57'06" W 8.53 FEET; THENCE N 14°00'57" W 111.84 FEET; THENCE N 75°58'30" E 17.09 FEET TO THE POINT OF BEGINNING. CONTAINING 1484 SQ. FT. OR 0.0341 ACRES, MORE OR LESS.

BEGINNING AT A POINT EAST 362.70 FEET AND SOUTH 709.38 FEET AND N 75°58'30" E 318.33 FEET AND S 10°10'53" E 82.22 FEET AND S 08°27'11" E 30.00 FEET AND S 02°48'41" E 37.43 FEET AND S 00°13'19" E 42.279 FEET FROM THE NORTHWEST CORNER OF SECTION 5, TOWNSHIP 7 SOUTH, RANGE 3 EAST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE S 00°13'19" E 83.81 FEET; THENCE N 05°47'07" W 84.07 FEET; THENCE N 88°50'06" E 8.15 FEET TO THE POINT OF BEGINNING. CONTAINING 342 SQ.FT. OR 0.0079 ACRES, MORE OR LESS.

BASIS OF BEARING: UTAH STATE PLANE COORDINATE SYSTEM, CENTRAL ZONE.

HILLSDALE

homeowners association

762 n. hillsdale lane
provo, ut 84606

est. 1996

Assignment of Proxy

I/We, Calvin Rumbaugh, do hereby assign voting rights, for the meeting on September 10, 2007 to Thomas and/or Tamara Rather

This vote corresponds to home/property located at:

751 Hillsdale Ln., Provo, UT 84606, owned by me.

Signed: Calvin Rumbaugh Date: 11-9-07

HILLSDALE

homeowners association

762 n. hillsdale lane
provo, ut 84606


est. 1996

Assignment of Proxy

I/We, Trilby Rumbaugh, do hereby assign voting rights, for the meeting on September 10, 2007 to Tam & Tammy Rather.

This vote corresponds to home/property located at:

751 Hillsdale Ln., Provo, UT 84606, owned by me.

Signed:  Date: 10-9-07

HILLSDALE

homeowners association

762 n. hillsdale lane
provo, ut 84606

est. 1996

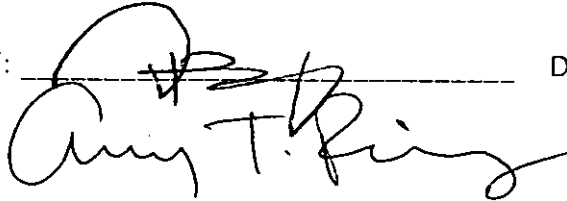
Assignment of Proxy

I/We, JEFF/AMY RINGER, do hereby assign voting rights, for the
meeting on September 10, 2007 to CRAIG CARLILE.

This vote corresponds to home/property located at:

1312 HILLSDALE CIR, Provo, UT 84606, owned by me.

Signed:



Date: 8/30/07