

RETURNED

FEB 19 2008

When Recorded, Return to:

Woodside Amberly, LLC, Woodside Berkeley, LLC, Woodside Cambria, LLC, Woodside Stonehaven, LLC, Woodside Castleton, LLC.

Attn: Nathan W. Pugsley
39 East Eagleridge Drive, Suite 100
North Salt Lake, UT 84054

E 2342428 B 4472 P 1761-1768
RICHARD T. MAUGHAN
DAVIS COUNTY, UTAH RECORDER
02/19/2008 03:44 PM

FEE \$104.00 Pgs: 8
DEP RT REC'D FOR WOODSIDE HOMES CO

06-298-0201 through 06-298-0219
06-299 + lots
06-300 + lots
06-301 + lots
06-302 + lots

06-303 + lots
06-304 + lots

DECLARATION OF EXPANSION #2
FOXBORO NORTH

REFERENCE IS MADE to that certain Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Foxboro North, recorded on June 26, 2007 as Instrument No. 2283375 in Book 4313 Page 127-203, recorded in the Official Records, Davis County Recorder, Davis County, Utah, and that certain First Certificate of Amendment to the Declaration of Covenants, Conditions, and Restrictions and Reservation of Easements for Foxboro North, recorded on June 29, 2007, as Instrument No. 2284619 in Book 4315, Page 2638-2646, recorded in the Official Records, Davis County Recorder, Davis County, Utah, collectively referred to herein as the "Declaration").

Pursuant to Section 20, paragraph 20.1 of the Declaration, Declarant reserved the right to further annex additional real property to be subject to the Declaration, and to further such complementary additions and modifications of the covenants, conditions, and restrictions contained in the Declaration as may be necessary to hereby further annex, to the real property currently covered by the Declaration, that real property described on Exhibit A, attached hereto ("Expansion Property").

Upon the recordation of this Declaration of Expansion, the covenants, conditions and restrictions and reservation of easements contained in the Declaration shall apply to the Expansion Property in the same manner as if the Expansion Property originally had been covered

in the Declaration and constituted a portion of the Original Property. Upon said recordation, the rights, privileges, duties and liabilities of the parties to the Declaration with regard to the Expansion Property shall be the same as with regard to the Original Property, and the rights, obligations, privileges, duties and liabilities of the Owners and occupants of Lots within the Expansion Property shall be the same as those of the Owners and occupants of Lots within the Original Property.

The Identifying Number of each Lot in the Expansion Property is the lot number as shown on the Plat.

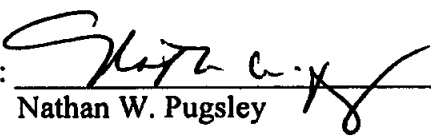
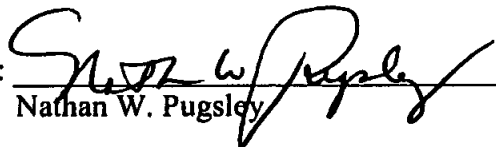
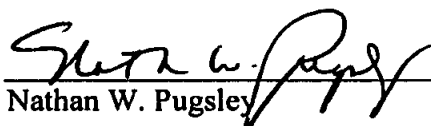
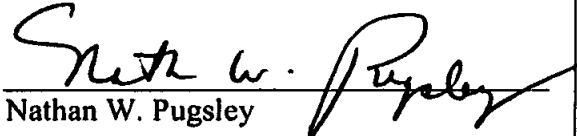
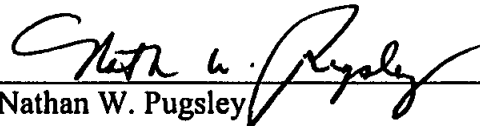
Upon the recordation of this Declaration of Expansion, the Expansion Property shall become, and shall thereafter be, subject to the provisions of the Declaration, including, without limitation, the obligations regarding architectural review.

Capitalized terms herein not otherwise defined shall have the meanings set forth in the Declaration.

[Remainder of page intentionally left blank. Signatures to follow.]

IN WITNESS WHEREOF, Declarant has executed this Declaration of Expansion #2 as of this
14 th day of February, 2008.

DECLARANT:

<p>Woodside Amberly, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>	<p>Woodside Stonehaven, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>
<p>Woodside Cambria, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>	<p>Woodside Castleton, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>
<p>Woodside Berkeley, LLC A Utah limited liability company</p> <p>By: <u></u> Nathan W. Pugsley</p> <p>Its: Manager</p>	

STATE OF UTAH

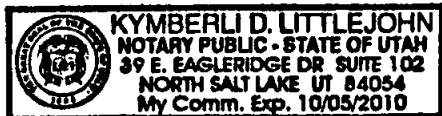
County of Davis.

On the 14th day of February, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said Woodside Amberly, LLC, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 10/5/2010

KyMBERLI D Littlejohn
Notary Public



STATE OF UTAH

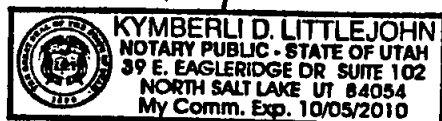
County of Davis.

On the 14th day of February, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said Woodside Cambria, LLC, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 10/5/2010

KyMBERLI D Littlejohn
Notary Public



STATE OF UTAH

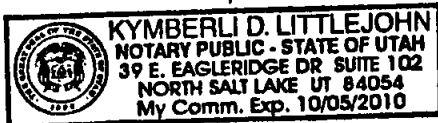
County of Davis.

On the 14th day of February , 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said Woodside Berkeley, LLC, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 10/5/2010

KyMBERLI D Littlejohn
Notary Public



STATE OF UTAH

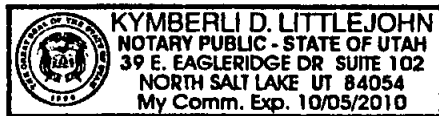
County of Davis.

On the 14th day of February, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said Woodside Stonehaven, LLC, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah

My commission expires: 10/5/2010

KyMBERLI D Littlejohn
Notary Public

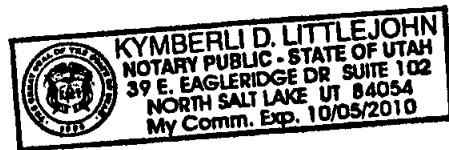


STATE OF UTAH

County of Davis.

On the 14th day of February, 2008, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he, Nathan W. Pugsley is the Manager of said **Woodside Castleton, LLC**, a Utah limited liability company.

Residing at: North Salt Lake, Davis County, Utah



My commission expires:

10/5/2010

KyMBERLI D Littlejohn
Notary Public

**EXHIBIT A
EXPANSION PROPERTY**

The Expansion Property is as follows:

Lots Two Hundred and One (201) through Two Hundred and Eighteen (218) and common area; contained within Foxboro Stonehaven North P.U.D. Plat 2, recorded in the official records of the Davis County, Utah, Recorder's Office, as Instrument Number 2340124, Book 4466, Page 515 on February 8, 2008.

Parcel ID #'S APN'S: 06-298-0201 through 06-298-0219

Plat 4

All of Unit 4, Unit 5, and Unit 6, Building 112; all of Unit 1 Unit 2, and Unit 3, Building 113; all of Unit 4 Unit 5 and Unit 6, Building 114; all of Unit 1 Unit 2 and Unit 3, Building 115; and the Common Area; contained within Castleton North At Foxboro North Plat 4, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2341172, Book 4469, Page 475 on Feb. 13, 2008.

Parcel ID #'S APN'S: 06-299 + lots

Plat 5

All of Unit 4, Unit 5, and Unit 6, Building 116; all of Unit 4, Unit 5, and Unit 6, Building 117; all of Unit 1, Unit 2, and Unit 3, Building 118; all of Unit 1, Unit 2, and Unit 3, Building 119; and the Common Area; contained within Castleton North At Foxboro North Plat 5, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2341371, Book 4469, Page 1610 on Feb. 13, 2008.

Parcel ID #'S APN'S: 06-300 + lots

Plat 6

All of Unit 1, Unit 2, and Unit 3, Building 120; all of Unit 1, Unit 2, and Unit 3, Building 121; all of Unit 4, Unit 5, and Unit 6, Building 122; and the Common Area; contained within Castleton North At Foxboro North Plat 6, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2341742, Book 4476, Page 898 on Feb. 14, 2008.

Parcel ID #'S APN'S: ~~06-302 + lots~~
06-301 + lots

Plat 7

All of Unit 4, Unit 5, and Unit 6, Building 123; all of Unit 1, Unit 2, and Unit 3, Building 124; all of Unit 1, Unit 2, and Unit 3, Building 125; and the Common Area; contained within Castleton North At Foxboro North Plat 7, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2341742, Book 4470, Page 1205 on Feb 14, 2008.

Parcel ID #'S APN'S: 06-302 +lots

Plat 8

All of Unit 4, Unit 5, and Unit 6, Building 126; all of Unit 1, Unit 2, and Unit 3, Building 127; all of Unit 7, Unit 8, and Unit 9, Building 128; and the Common Area; contained within Castleton North At Foxboro North Plat 8, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2341893, Book 4471, Page 579 on Feb. 15, 2008.

Parcel ID #'S APN'S: 06-303 +lots

Plat 9

All of Unit 1, Unit 2, and Unit 3, Building 129; all of Unit 1, Unit 2, and Unit 3, Building 130; and the Common Area; contained within Castleton North At Foxboro North Plat 9, an expandable Utah Condominium project, as the same is identified in the Condominium Plat recorded in the official records of Davis County, Utah, Recorder's Office, as Instrument Number 2341944, Book 4471, Page 863 on Feb. 15, 2008.

Parcel ID #'S APN'S: 06-304 +lots