

When Recorded, Mail To:

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RANDALL A. COVINGTON
UTAH COUNTY RECORDER
2006 Apr 21 11:23 am FEE 26.00 BY HI
RECORDED FOR HENRIOD, TOM

DECLARATION OF ANNEXATION OF PLATS 2, 3, & 4 OF THE
GRAY FARMS SUBDIVISION WITHIN THE AMENDED MASTER
DECLARATION OF PROTECTIVE COVENANTS, CONDITIONS,
EASEMENTS, RESERVATIONS AND RESTRICTIONS FOR GRAY
FARMS SUBDIVISION IN LEHI, UTAH COUNTY, UTAH

This Declaration of Annexation is made this ^{April} 20 day of ~~February~~, 2006, by Richmond American Homes of Utah, Inc., a Colorado corporation ("Richmond"), and Wentworth Development, L.L.C., a Utah limited liability company ("Wentworth").

RECITALS

A. Wentworth is the owner of the real property located in Utah County, Utah, and known as Gray Farms Subdivision, phases 2, 3, & 4, as more fully described in Exhibit "A" hereto.

B. Richmond previously caused to be recorded in the Office of the County Recorder for Utah County on February 15, 2006 at Entry No. 18524, that certain Amended Master Declaration of Protective Covenants, Conditions, Easements, Reservations and Restrictions for Gray Farms Subdivision in Lehi, Utah County, Utah (the "CC&R's")

C. Pursuant to the terms of the CC&R's, additional property which is part of the Gray Farms subdivision, including Plats 2, 3 & 4, may be subjected to the terms of the CC&R's.

D. Wentworth is now prepared to develop Plats 2, 3 & 4 and wishes to subject Plats 2, 3 & 4 to the CC&R's by this Declaration of Annexation. Richmond hereby agrees by its joinder in this Declaration of Annexation that Plats 2, 3 & 4 may be subjected to the CC&R's.

E. All capitalized terms herein shall have the same meaning as those set forth in the CC&R's unless otherwise stated herein.

DECLARATION

Wentworth hereby declares that all of the lots within Plats 2, 3 & 4 shall be held, sold, conveyed, encumbered, leased, used, occupied and approved subject to the protective covenants, conditions, restrictions and equitable servitude set forth in the CC&R's, all of which are created for the mutual benefit of the Owners. It is the intention of the Declarant in imposing these covenants, conditions, and restrictions to protect and enhance the property values and aesthetic values of the Lots by eliminating inconsistent uses or improvements, all for the mutual protection and benefit of the Owners. The covenants, conditions and restrictions set forth in the CC&R's are intended to, and shall in all cases run with the title of the land, and be binding upon the successors, assigns, heirs, lien holders, and any other person holding any interest in the Lots, and shall inure to the benefit of all other Lots in the Subdivision to be located on the Entire Property. The covenants, conditions and restrictions set forth in the CC&R's shall be binding upon the Declarant as well as its successors and interest, and may be enforced as provided for in the CC&R's.

Notwithstanding the foregoing, no provision of this Declaration shall prevent Wentworth from doing any of the following, in addition to such rights as may be described elsewhere in the CC&R's: (1) installation and completion of the Subdivision Improvements on property or Lots owned by Wentworth in Plats 2, 3 & 4; (2) use of any Lot in Plats 2, 3 & 4 owned by Wentworth as a model home, or for the placement of temporary construction or sales office; (3) installation of maintenance of signs incidental to sales or construction, which are in compliance with applicable laws, statutes, ordinances or regulations and are placed on any Lot or property in Plats 2, 3 ,& 4 owned

by Wentworth; (4) assignment of Wentworth's rights under this Declaration of Annexation, in whole or in part, to one or more persons intending to construct homes within the subdivision on property or Lots in Plats 2, 3, & 4 owned by Wentworth; (5) construction of any improvements, including homes, on property or Lots in Plats 2, 3, & 4 by Wentworth as approved by appropriate governmental authorities; (6) access over any Lot in Plats 2, 3, & 4 for the installation of improvements; and (7) erection of permanent or temporary signs on property or Lots in Plats 2, 3 & 4 for use during the selling and marketing of the project.

COVENANTS, CONDITIONS AND RESTRICTIONS

1. Incorporation of CC&R's. Declarant hereby incorporates the covenants conditions and restrictions set forth in the CC&R's as if repeated and fully set forth herein.
2. Identification of Property. Plats 2, 3, & 4 are identified in the CC&R's as a portion of the "Additional Property" and it is the intent of Wentworth to subject Plats 2, 3 & 4 to all of the rights, obligations, covenants, conditions and restrictions set forth in the CC&R's as if Plats 2, 3 & 4 were originally subject to the CC&R's at the time of its recording.

Executed on the date stated above.

WENTWORTH DEVELOPMENT, L.L.C.
A UTAH LIMITED LIABILITY COMPANY

By: _____


Gentry W. Jensen
Its President

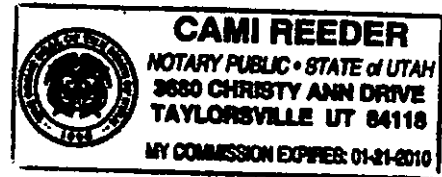
STATE OF UTAH)

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COUNTY OF UTAH)

The foregoing instrument was acknowledged before me by Gentry W. Jensen the President of Wentworth Development, L.L.C., a Utah limited liability company.

Cami Reeder
NOTARY PUBLIC



RICHMOND AMERICAN HOMES, INC.
A COLORADO CORPORATION

By: Vice President of Land

By: [Signature]
Elliott B. Smith
Its Vice President of Land

STATE OF UTAH)

COUNTY OF SALT LAKE)

The foregoing instrument was acknowledged before me by Elliott B. Smith, the Vice President of Land of Richmond American Homes of Utah, Inc. a Colorado corporation.

Cami Reeder
NOTARY PUBLIC

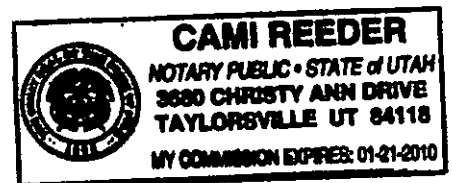


EXHIBIT "A"

Legal Description

Phase 2

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A portion of the Northwest Quarter of Section 18, Township 5 South, range 1 East, Salt Lake Base and Meridian, located in Lehi City, Utah County, Utah, more particularly described as follows:

Beginning at a point North $00^{\circ}08'52''$ West 796.70 feet along the Section line and East 826.80 feet from the West Quarter Corner of Section 18, Township 5 South, Range 1 East, Salt Lake Base and Meridian, and running;

thence South $89^{\circ}27'09''$ East 346.00 feet;
thence South $00^{\circ}48'00''$ West 100.00 feet;
thence South $89^{\circ}27'09''$ East 293.46 feet to a point of curvature;
thence 23.71 feet along the arc of a 15.00 foot radius curve to the left, (center bears North $00^{\circ}32'51''$ East and long chord bears North $45^{\circ}16'26''$ East 21.31 feet with a central angle of $90^{\circ}32'51''$);
thence North 63.85 feet;
thence South $89^{\circ}27'09''$ East 171.60 feet;
thence South $00^{\circ}58'37''$ West 280.00 feet;
thence North $89^{\circ}27'09''$ West 102.24 feet;
thence North $89^{\circ}12'00''$ West 56.00 feet;
thence South $00^{\circ}48'00''$ West 5.24 feet;
thence North $89^{\circ}27'09''$ West 100.99 feet;
thence South $00^{\circ}48'00''$ West 206.00 feet;
thence North $89^{\circ}27'09''$ West 509.00 feet;
thence North $00^{\circ}48'00''$ East 2.00 feet;
thence North $89^{\circ}27'09''$ West 56.00 feet;
thence North $00^{\circ}48'00''$ East 510.00 feet to the point of beginning.

Contains 333,482 sq. ft.
7.66 acres.

EXHIBIT "A"

Legal Description

Phase 3

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A part of the Northwest Quarter of Section 18, Township 5 South, Range 1 East, Salt Lake Base and Meridian described as follows:

Beginning at a point North $0^{\circ}08'52''$ West 797.63 feet along the Section line and East 312.40 feet from the West Quarter Corner of Section 18, Township 5 South, Range 1 East, Salt Lake Base and Meridian, and running;

thence South $89^{\circ}27'09''$ East 514.38 feet to the west line of Gray Farms Subdivision Phase 2;

thence South $0^{\circ}48'00''$ West 506.01 feet along said west line of Gray Farms Subdivision Phase 2 to the north line of Gray Farms Subdivision Phase 1;

thence North $89^{\circ}27'09''$ West 509.37 feet along the north line of said Gray Farms Subdivision Phase 1;

thence North $0^{\circ}14'00''$ East 506.01 feet to the point of beginning.

EXHIBIT "A"

Legal Description

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Phase 4

A part of the Northwest Quarter of Section 18, Township 5 South, Range 1 East, Salt Lake Base and Meridian described as follows:

Beginning at a point North $0^{\circ}08'52''$ West 1111.82 feet along the section line and East 1123.21 feet from the West Quarter Corner of Section 18, Township 5 South, Range 1 East, Salt Lake Base and Meridian, and running;

thence South $89^{\circ}07'00''$ East 534.96 feet;

thence South $00^{\circ}58'37''$ West 335.81 feet to the north line of Gray Farms Subdivision Phase 2;

thence North $89^{\circ}27'09''$ West 171.60 feet along said north line of Gray Farms Subdivision Phase 2;

thence South 63.85 feet along said north line of Gray Farms Subdivision Phase 2 to a point of curvature;

thence 23.71 feet along the arc of a 15.00 foot radius curve to the right, (center bears West, and long chord bears South $45^{\circ}13'23''$ West 21.31 feet, with a central angle of $90^{\circ}32'51''$) along said north line of Gray Farms Subdivision to a point of tangency;

thence North $89^{\circ}27'09''$ West 293.46 feet along said north line of said Gray Farms Subdivision Plat 2;

thence North $0^{\circ}48'00''$ East 100.00 feet along said north line of Gray Farms Subdivision Phase 2;

thence North $89^{\circ}27'09''$ West 51.72 feet along said north line of Gray Farms Subdivision Phase 2;

thence North $0^{\circ}14'18''$ East 317.93 feet to the point of beginning.