

WHEN RECORDED, MAIL TO:

Regal Windflower, LLC
9216 S. Wasatch Blvd.
Cottonwood Heights, Utah 84093
Attention: David P. Rose

LIMITED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

Tax Parcel Nos. 00-0020-8277
00-0020-8278
00-0020-8279

THIS LIMITED DECLARATION AND GRANT OF COVENANTS, CONDITIONS AND RESTRICTIONS (this "**Declaration**") is made and entered into as of October 26, 2020, by Regal Windflower, LLC, with an address of 9216 S. Wasatch Blvd., Cottonwood Heights, Utah 84093 (the "**Regal Windflower**"); Millhaven Construction, LLC, with an address of 272 North 200 West #100, Lindon, Utah 84042 ("**Millhaven**"); and Brookside Heber LLC with an address of 84 West 4800 South, Suite 200, Murray, UT 84107 ("**Hamlet**"). Millhaven is the developer of Phase 4 of the Brookside Subdivision located at approximately 1200 S. Mill Road, Heber City, Utah 84032, the legal description of such Phase 4 is more fully described in **Exhibit A** attached hereto and incorporated herein (the "**Brookside Phase 4 Property**"). Hamlet has purchased part of the Brookside Phase 4 Property, and shortly intends to purchase and own the remaining lots excluding common area in Brookside Phase 4. Regal Windflower is the owner of Phase 5 and Phase 6 of the Brookside Subdivision, the legal description of such Phase 5 and Phase 6 is more fully described in **Exhibit B** attached hereto and incorporated herein (the "**Brookside Phases 5 & 6 Property**"). Regal Windflower, Millhaven and Hamlet are each referred to herein sometimes as a "**Party**" or the "**Parties**". Millhaven has previously granted to Regal Windflower the right to approve the exterior designs and elevations of the patio homes built within Brookside Phase 4.

NOW, THEREFORE, IN CONSIDERATION OF THE PAYMENT OF \$10.00 AND OTHER GOOD AND VALUABLE CONSIDERATION ACKNOWLEDGED AND RECEIVED THIS DAY, the Parties hereby agree to the following terms, covenants, conditions, and restrictions:

1. **Approval of Designs and Elevations**. Millhaven and Hamlet each hereby grant and convey to Regal Windflower as the owner of Brookside Phases 5 & 6 the right to pre-approve the exterior designs and elevations of the homes to be built now or in the future on the Brookside Phase 4 Property and no such home shall be built without first receiving Regal Windflower's written approval of its exterior design and elevation. Regal Windflower has already pre-approved the Alec, Dornie, and Halkirk plans and

elevations, and will have the right to review any additional plans and approve exterior design and elevations that Hamlet intends to offer for sale within Brookside Phase 4.

2. Waiver. The failure of a Party to insist upon strict performance of any of the terms, covenants, conditions or agreements contained herein shall not be deemed a waiver of any rights or remedies that said Party may have, and shall not be deemed a waiver of any subsequent breach or default in any of the terms, covenants, conditions or agreements contained herein by the same or any other Party.
3. Choice of Law; Recordation. This Declaration shall be governed by and construed in accordance with the laws of the State of Utah. This Declaration shall be recorded in the records of the County Recorder of Wasatch County, Utah.
4. Successors and Assigns; Run with the Land. All of the provisions in this Declaration, including the benefits and burdens, shall be and are binding upon and inure to the benefit of the successors and assigns of the Parties hereto. All obligations of the Owners under this Declaration, if more than one person or entity is the successor or assign of any of the Owners, shall be jointly and severally binding on each such person or entity. The covenants agreed to and the restrictions imposed herein shall continue as a servitude running in perpetuity with the Properties and shall survive any death, dissolution or termination of the Owner's existence. The easements, agreements, duties, responsibilities and covenants herein contained shall be easements and covenants running with the land.
5. No Third Party Beneficiaries. Nothing in this Declaration is intended to create an enforceable right, claim or cause of action by any third party against any party to this Declaration.
6. Authority of Signatory. Each person executing this Declaration certifies that he or she is duly authorized to execute this Declaration on behalf of the party for which he or she is signing, and that the person has the authority to bind said party to the terms of this Declaration.
7. Independent Provisions. If any provision herein is held invalid or unenforceable, such a finding shall not affect the validity of the remainder of the Declaration, the parties hereto hereby stipulate that all provisions are deemed severable and independent.
8. Counterparts. This Declaration and any originals of exhibits referred to herein may be executed in any number of duplicate originals or counterparts, each of which (when the original signatures are affixed together with the applicable acknowledgment) shall be an original but all of which shall constitute one and the same instrument.
9. Miscellaneous. The paragraph and other headings contained in this Declaration are for purposes of reference only and shall not limit, expand, or otherwise affect the

construction of any of the provisions of this Declaration. Whenever the context reasonably permits, the singular shall include the plural; the plural shall include the singular, and the whole shall include any part thereof. Further, the masculine gender shall include the female gender and neuter, and vice versa. The recital paragraphs set forth above are expressly incorporated in this Declaration by this reference. This Declaration represents the wording selected by the Parties to define their agreement and no rule of strict construction shall apply against any of the Parties. Each Party represents that it has had or has been advised to have the representation of its legal counsel in connection with the preparation of this Declaration and that David P. Rose, a member of the Utah State Bar Association, solely represents Regal Windflower. The words "hereof," "hereto," "herein" and "hereunder" and words of similar import, when used in this Declaration, shall refer to this Declaration as a whole and not to any particular provision of this Declaration. References herein to Paragraphs and Exhibits shall be construed as references to Paragraphs and Exhibits of this Declaration unless the context otherwise requires. Any terms defined in this Declaration in the singular shall have a comparable meaning when used in the plural, and vice versa.

IN WITNESS WHEREOF, the undersigned has caused these presents to be executed as of the day and year first above written.

MILLHAVEN:

MILLHAVEN CONSTRUCTION, LLC,
a Utah limited liability company

By: [Signature]
Name: Screamy Adley
Title: manager

DATED: 28th day of October, 2020.

HAMLET:

BROOKSIDE HEBER, LLC
a Utah LLC

By: [Signature]
Name: Barry Gittleman
Title: President

DATED: 29 day of October, 2020.

REGAL WINDFLOWER:

REGAL WINDFLOWER, LLC
a Utah limited liability company

By:


Name: David P. Rose

Title: Manager

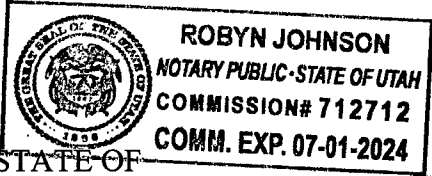
DATED: 29 day of October, 2020.

STATE OF UTAH)

: SS.

COUNTY OF UTAH)

The foregoing instrument was acknowledged before me this 28 day of OCTOBER, 2020, by JEREMY ACKLEY, the MANAGER of MILLHAVEN CONSTRUCTION, LLC,, a Utah limited liability company.



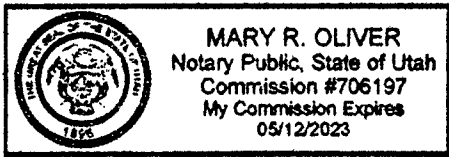
[Signature]
NOTARY PUBLIC

STATE OF _____)

: SS.

COUNTY OF Salt Lake)

The foregoing instrument was acknowledged before me this 29 day of October, 2020, by Carmy Giffelman the President of BROOKSIDE HEBER LLC, a Utah Company/Corporation



[Signature]
NOTARY PUBLIC

STATE OF UTAH)

:SS.

COUNTY OF SALT LAKE)

On the 29 day of October, 2020, personally appeared before me David P. Rose, who duly acknowledged before me that he signed the foregoing instrument.



[Signature]
Notary Public

EXHIBIT A
(Brookside Phase 4 Property)

The following real property is located in Wasatch County, State of Utah and consists or is part of Tax Parcel Numbers 00-0020-8277, 00-0020-8278 and 00-0020-8279:

PARCEL 1. (Consisting of lots 86-92 Brookside Phase 4A)

BEGINNING AT A POINT LOCATED SOUTH 89°50'38" West 886.07 FEET AND SOUTH 1,021.56 FEET FROM THE WASATCH COUNTY SURVEY MONUMENT FOR THE NORTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN; THENCE S39°35'40"E 298.73 FEET. TO THE BEGINNING OF A TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 180.00 FEET; THENCE 50.99 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 16°13'53", WITH A CHORD BEARING AND DISTANCE OF S47°42'37"E 50.82 FEET; THENCE S55°49'33"E 20.12 FEET; THENCE S34°10'27"W 100.00 FEET; THENCE N52°29'32"W 67.70 FEET; THENCE N41°09'22"W 61.33 FEET; THENCE N39°35'40"W 250.00 FEET; THENCE N22°44'51"E 105.33 FEET; TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 70.00 FEET; AND TO WHICH POINT A RADIAL LINE BEAR S25°07'26"W THENCE 30.89 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 25°16'53", WITH A CHORD BEARING AND DISTANCE OF S52°14'07"E 30.64 FEET TO THE POINT OF BEGINNING.

PARCEL CONTAINS 0.894 ACRES, OR 38,942 SQUARE FEET.

PARCEL 2. (Consisting of lots 73-85 Brookside Phase 4A)

BEGINNING AT A POINT LOCATED SOUTH 89°50'38" WEST 616.63 FEET AND SOUTH 1,314.83' FEET FROM THE WASATCH COUNTY SURVEY MONUMENT FOR THE NORTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN; THENCE S55°49'33"E 534.60 FEET; TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTH, HAVING A RADIUS OF 180.00 FEET THENCE 107.90 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 34°20'42", WITH A CHORD BEARING AND DISTANCE OF S72°59'54" E 106.29 FEET; THENCE N89°49'45"E 8.34 FEET; THENCE S00°05'32"E 99.47 FEET; THENCE S89°54'28"W 68.48 FEET; THENCE N65°49'21"W 85.45 FEET; THENCE N60°33'35"W 58.49 FEET; THENCE N53°20'23" W 100.09 FEET; THENCE N55°49'33"W 400.00 FEET; THENCE N34°10'27"E 100.00 FEET TO THE POINT OF BEGINNING.

PARCEL CONTAINS 1.574 ACRES OR 68,584 SQUARE FEET.

PARCEL 3. (Consisting of lots 93-98 Brookside Phase 4B)

BEGINNING AT A POINT LOCATED SOUTH 89°50'38" WEST 577.65 FEET AND SOUTH 1,579.78' FEET FROM THE WASATCH COUNTY SURVEY MONUMENT FOR THE NORTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN; THENCE S67°06'55"E 100.16 FEET; THENCE S62°07'43"E 66.98 FEET; THENCE S46°42'02"E 109.41 FEET; THENCE S55°40'01"E 200.94 FEET; THENCE S44°45'38"E 50.22 FEET; THENCE S37°01'52"E 51.33 FEET; THENCE S50°47'03"E 53.51 FEET; THENCE S00°05'21"E 77.12 FEET; THENCE S89°49'45"W 43.85 FEET; TO THE BEGINNING A NON-TANGENT CURVE CONCAVE NORTHERLY HAVING A RADIUS OF 70.00 FEET; AND TO WHICH POINT A RADIAL LINE BEARS N00°10'15"W THENCE 48.93 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 40°03'07", WITH A CHORD BEARING AND DISTANCE OF N70°08'41"W 47.94 FEET; THENCE N50°07'08"W 391.79 FEET; TO THE BEGINNING OF A TANGENT CURVE CONCAVE SOUTHWESTERLY HAVING A RADIUS OF 330.00 FEET; THENCE 79.52 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 13°48'23", WITH A CHORD BEARING AND DISTANCE OF N57°01'19"W 79.33 FEET; THENCE N63°55'31"W 103.42 FEET; THENCE N26°04'29"E 100.43 FEET TO THE POINT OF BEGINNING.

PARCEL CONTAINS 1.574 ACRES, OR 68,556 SQUARE FEET.

PARCEL 4. (Consisting of lots 99-110 Brookside Phase 4B)

BEGINNING AT A POINT LOCATED SOUTH 89°50'38" WEST 952.44 FEET AND SOUTH 1,453.38' FEET FROM THE WASATCH COUNTY SURVEY MONUMENT FOR THE NORTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN; THENCE S83°32'03"E 178.60 FEET; THENCE S58°54'02"E 93.87 FEET; THENCE S63°56'15"E 100.00 FEET; THENCE S26°04'29" W 100.04 FEET; THENCE N63°55'31"W 54.16 FEET; TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE SOUTHERLY HAVING A RADIUS OF 330.00 FEET; AND TO WHICH POINT A RADIAL LINE BEARS S26°08'18"W THENCE 150.18 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 26°04'29", WITH A CHORD BEARING AND DISTANCE OF N76°57'45"W 148.89 FEET; THENCE WEST 110.00 FEET; THENCE NORTH 145.00 FEET TO THE POINT OF BEGINNING.

PARCEL CONTAINS 0.948 ACRES, OR 41,274 SQUARE FEET.

EXHIBIT B
(Brookside Phase 5 & 6 Property)

The following real property is located in Wasatch County, State of Utah and consists or is part of Tax Parcel Numbers 00-0020-8277:

PARCEL 1:

BEGINNING AT A POINT LYING SOUTH 89°50'38" WEST 988.93 FEET AND SOUTH 1,585.32 FEET FROM THE WASATCH COUNTY SURVEY MONUMENT FOR THE NORTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN, SAID POINT OF BEGINNING BEING COINCIDENT WITH THE EASTERN RIGHT OF WAY LINE FOR SAWMILL BLVD., SAID POINT OF BEGINNING LOCATED AT THE CUSP OF A NON-TANGENT CURVE CONCAVE TO THE NORTHEAST HAVING A RADIUS OF 13.00 FEET, AND TO WHICH POINT A RADIAL LINE BEARS NORTH 89°50'33" EAST; THENCE 20.38 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 89°50'33", WITH A CHORD BEARING AND DISTANCE OF SOUTH 45°04'43" EAST 18.36 FEET; THENCE EAST 133.49 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE SOUTH HAVING A RADIUS OF 330.00 FEET; THENCE 150.18 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 26°04'29", WITH A CHORD BEARING AND DISTANCE OF SOUTH 76°57'45" EAST 148.89 FEET; THENCE SOUTH 63°55'31" EAST 187.59 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE SOUTHWEST HAVING A RADIUS OF 330.00 FEET; THENCE 79.52 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 13°48'23", WITH A CHORD BEARING AND DISTANCE OF SOUTH 57°01'19" EAST 79.33 FEET; THENCE SOUTH 39°52'52" WEST 64.00 FEET; THENCE SOUTH 36°00'47" WEST 100.07 FEET; THENCE SOUTH 02°56'10" WEST 210.45 FEET; THENCE SOUTH 307.77 FEET; THENCE NORTH 89°53'39" WEST 374.11 FEET TO THE BEGINNING OF A NON-TANGENT CURVE CONCAVE TO THE EAST HAVING A RADIUS OF 800.00 FEET; AND TO WHICH POINT A RADIAL LINE BEARS NORTH 71°43'07" EAST THENCE 252.65 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 18°05'42", WITH A CHORD BEARING AND DISTANCE OF NORTH 09°12'17" WEST 251.61 FEET; THENCE NORTH 00°09'27" WEST 571.12 FEET TO THE POINT OF BEGINNING.

SAID PARCEL BEING THE PROPOSED BROOKSIDE PHASE 5.

PARCEL 2:

BEGINNING AT A POINT LYING SOUTH 89°50'38" WEST 462.35 FEET AND SOUTH 1,758.94 FEET FROM THE WASATCH COUNTY SURVEY MONUMENT FOR THE NORTHEAST CORNER OF SECTION 8, TOWNSHIP 4 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN; THENCE S50°07'08"E 391.79 FEET TO THE BEGINNING OF A TANGENT CURVE CONCAVE TO THE NORTH HAVING A RADIUS OF 70.00 FEET; THENCE 48.93 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 40°03'07", WITH A CHORD BEARING AND DISTANCE OF SOUTH 70°08'41" EAST 47.94

Limited Declaration of CC&Rs for Brookside Phase 4 (2020.10.22)

FEET; THENCE NORTH 89°49'45" EAST 78.87 FEET TO THE BEGINNING OF A TANGENT CURVE CONCA VE TO THE NORTHWEST, HAVING A RADIUS OF 13.00 FEET; THENCE 20.40 FEET ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 89°55'06", WITH A CHORD BEARING AND DISTANCE OF NORTH 44°52'12" EAST 18.37 FEET; THENCE NORTH 89°54'39" EAST 12.00 FEET; THENCE SOUTH 00°05'21" EAST 394.80 FEET; THENCE NORTH 89°53'39" WEST 560.84 FEET; THENCE NORTH 307.77 FEET; THENCE NORTH 02°56'10" EAST 210.45 FEET; THENCE NORTH 36°00'47" EAST 100.07 FEET; THENCE NORTH 39°52'52" EAST 64.00 FEET TO THE POINT OF BEGINNING.

SAID PARCEL BEING THE PROPOSED BROOKSIDE PHASE 6.

Tax Parcel No. 00-0020-8277, Serial Number OHE-2004-0-008-045

Brookside Phase 4B Tax Parcel No.:

00-0021-5181, 00-0021-5182, 00-0021-5183, 00-0021-5184, 00-0021-5185, 00-0021-5186, 00-0021-5187, 00-0021-5188, 00-0021-5189, 00-0021-5190, 00-0021-5191, 00-0021-5192, 00-0021-5193, 00-0021-5194, 00-0021-5195, 00-0021-5196, 00-0021-5197, 00-0021-5198

Brookside Phase 5 Tax Parcel No.:

00-0021-4942, 00-0021-4943, 00-0021-4944, 00-0021-4945, 00-0021-4946, 00-0021-4947, 00-0021-4948, 00-0021-4949, 00-0021-4950, 00-0021-4951, 00-0021-4952, 00-0021-4953, 00-0021-4954, 00-0021-4955, 00-0021-4956, 00-0021-4957, 00-0021-4958, 00-0021-4959, 00-0021-4960, 00-0021-4961, 00-0021-4962, 00-0021-4963, 00-0021-4964, 00-0021-4965, 00-0021-4966

Lots 111 through 135, Brookside Subdivision Phase 5, according to the official plat thereof, on file and of record in the Wasatch County Recorder's office.