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WHEN RECORDED RETURN TO:
GATES OF COUNTRYSIDE, L.C.
Wayne H. Corbridge
758 South 400 East
Suite 203
Orem, Utah 84058

7834866
03/02/2001 02:20 PM 50.00
Book - 8430 Pg - 4965-4970
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
CITY OF DRAPER
12441 S 900 E
DRAPER UT 84020
BY: RDJ, DEPUTY - WI 6 P.

**FIFTH SUPPLEMENT TO THE
DECLARATION OF CONDOMINIUM FOR DRAPER LANDING**
an expandable Utah condominium project

This FIFTH SUPPLEMENT to the DECLARATION OF CONDOMINIUM for DRAPER LANDING, an expandable Utah condominium project, is made and executed by GATES OF COUNTRYSIDE, L.C., a Utah limited liability company, and THE JACKSON COMPANY, a California General Partnership, of 758 South 400 East, Suite 203, Orem, Utah 84058 (hereinafter jointly referred to as "Declarant").

RECITALS

Whereas, the original Declaration of Condominium for DRAPER LANDING was recorded in the office of the County Recorder of Salt Lake County, Utah on the 1st day of December, 2000, as Entry No. 7772387 in Book 8405 at Page 3924 of the Official Records of the County Recorder of Salt Lake County, Utah (the "Declaration").

Whereas, the related Plat Map(s) for Phase I of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, the First Supplement to the Declaration was recorded on the 1st day of December, 2000, as Entry No. 7772389 in Book 8405 at Page 3984 of the Official Records of the County Recorder of Salt Lake County, Utah.

Whereas, the related Plat Map(s) for Phase III of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, the Second Supplement to the Declaration was recorded on the 1st day of December, 2000, as Entry No. 7772391 in Book 8405 at Page 3991 of the Official Records of the County Recorder of Salt Lake County, Utah.

Whereas, the related Plat Map(s) for Phase IV of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, the Third Supplement to the Declaration was recorded on the 1st day of December 2000, as Entry No. 7772393 in Book 8405 at Page 3998 of the Official Records of the County Recorder of Salt Lake County, Utah.

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Whereas, the related Plat Map(s) for Phase V of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, the Fourth Supplement to the Declaration was recorded on the 12th day of December, 2000, as Entry No. 7779098 in Book 8407 at Page 6375 of the Official Records of the County Recorder of Salt Lake County, Utah.

Whereas, the related Plat Map(s) for Phase II of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, under Article III, Section 43 of the Declaration, Declarant reserved an option, until seven (7) years from the date following the first conveyance of a Unit in Phase I to a Unit purchaser, to expand the Project in accordance with the Act.

Whereas, Declarant is the fee simple owner of record of that certain real property located in Salt Lake County, Utah and described with particularity on Exhibit "A-6" attached hereto and incorporated herein by this reference (the "PHASE VI property").

Whereas, under the provisions of the Declaration, Declarant expressly reserved the absolute right, subject to the approval of the Department of Veterans Affairs, to add to the Project any or all portions of the Additional Land at any time and in any order, without limitation.

Whereas, Declarant desires to expand the Project by creating on the PHASE VI Property a residential condominium development.

Whereas, Declarant now intends that the PHASE VI property shall become subject to the Declaration.

A G R E E M E N T

NOW, THEREFORE, for the reasons recited above, and for the benefit of the Project and the Unit Owners thereof, Declarant hereby executes this FIFTH SUPPLEMENT to the DECLARATION OF CONDOMINIUM FOR DRAPER LANDING.

1. Supplement to Definitions. Article I of the Declaration, entitled "Definitions," is hereby modified to include the following supplemental definitions:

A. FIFTH SUPPLEMENT TO THE DECLARATION shall mean and refer to this FIFTH SUPPLEMENT TO THE DECLARATION OF CONDOMINIUM FOR DRAPER LANDING.

B. FIFTH SUPPLEMENTAL PHASE VI MAP shall mean and refer to the Supplemental Plat Map of PHASE VI of the Project, prepared and certified to by Gary Wier, a duly registered Utah Land Surveyor holding Certificate No. 333098, and filed for record in the Office of the County Recorder of Salt Lake County, Utah concurrently with the filing of this FIFTH SUPPLEMENT TO THE DECLARATION.

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Except as otherwise herein provided, the definition of terms contained in the Declaration are incorporated herein by this reference.

2. Legal Description. The real property described in Exhibit A-6 is hereby submitted to the provisions of the Act and said land shall be held, transferred, sold, conveyed and occupied subject to the provisions of the Declaration, as supplemented.

3. Annexation. Declarant hereby declares that the PHASE VI Property shall be annexed to and become subject to the Declaration, which upon recordation of this FIFTH SUPPLEMENT TO THE DECLARATION shall constitute and effectuate the expansion of the Project, making the real property described in Exhibit A-6 subject to the functions, powers, rights, duties and jurisdiction of the Association.

4. Total Number of Units Revised. As shown on the PHASE VI Map, a Building and four (4) additional Units are or will be constructed and/or created in the Project on the PHASE VI Property. The additional Building and Units are located within a portion of the Additional Land. Upon the recordation of the PHASE VI Map and this FIFTH SUPPLEMENT TO THE DECLARATION, the total number of Units in the Project will be thirty (30). The additional Building and Units are substantially similar in construction, design and quality to the Building and Units in the prior Phase.

5. Percentage Interest Revised. Pursuant to the Act and the Declaration, Declarant is required, with the additional Units, to reallocate the undivided percentages of ownership interest in the Common Areas and Facilities (the "Percentage Interests"). Fourth Revised Exhibit "C" (Percentages of Undivided Ownership Interests) to the Declaration is hereby deleted in its entirety and "Fifth Revised Exhibit 'C,'" attached hereto and incorporated herein by this reference, is substituted in lieu thereof.

6. Effective Date. The effective date of this FIFTH SUPPLEMENT TO THE DECLARATION and the PHASE VI Map shall be the date on which said instruments are filed for record in the Office of the County Recorder of Salt Lake County, Utah.

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[SIGNATURE PAGE ATTACHED]

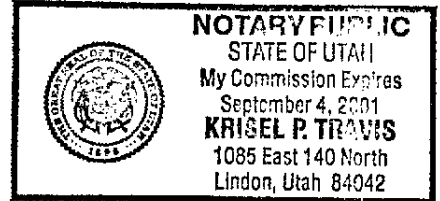
IN WITNESS WHEREOF, Declarant has executed this instrument the 6 day of February, 2001.

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THE GATES OF COUNTRYSIDE, L.C.,
a Utah limited liability company

By: [Signature]
Name: WAYNE H. CORBRIDGE, Manager

STATE OF UTAH)
)ss:
COUNTY OF UTAH)



NOTARY SEAL NOT LEGIBLE
- CO RECORDER -

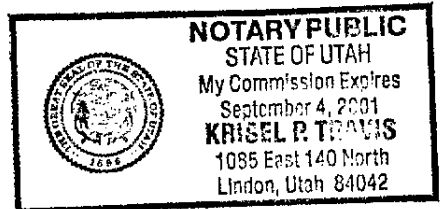
On the 6 day of February, 2001, personally appeared before me WAYNE H. CORBRIDGE, who by me being duly sworn, did say that he is the Manager of THE GATES OF COUNTRYSIDE, L.C., a Utah limited liability company, and that the within and foregoing instrument was signed in behalf of said Company by authority of a resolution of its Members, and said WAYNE H. CORBRIDGE duly acknowledged to me that said Company executed the same.

[Signature]
NOTARY PUBLIC
Residing At: Lindon, UT
Commission Expires: Sept. 4, 2001

THE JACKSON COMPANY
a California General Partnership

By: [Signature]
Name: E. William Jackson, General Partner

STATE OF UTAH)
)ss:
COUNTY OF UTAH)



NOTARY SEAL NOT LEGIBLE
- CO RECORDER -

On the 7 day of February, 2001, personally appeared before me E. WILLIAM JACKSON, who by me being duly sworn, did say that he is the General Partner of THE JACKSON COMPANY, a California General Partnership, and that the within and foregoing instrument was signed in behalf of said Partnership by authority of the General Partnership Agreement, and said E. WILLIAM JACKSON duly acknowledged to me that said Partnership executed the same.

[Signature]
NOTARY PUBLIC
Residing At: Lindon, UT
Commission Expires: Sept. 4, 2001

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Exhibit "A-6"

DRAPER LANDING PHASE VI
LEGAL DESCRIPTION

The land described in the foregoing document is located in Salt Lake County, Utah and is described more particularly as follows:

BOUNDARY DESCRIPTION

A PARCEL OF LAND LYING WITHIN THE NORTHWEST 1/4 OF SECTION 30, TOWNSHIP 3 SOUTH, RANGE 1 EAST, S.L.B.&M., SALT LAKE COUNTY, UTAH, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

FROM COPY
OF RECORDS

COMMENCING AT A BRASS CAP MONUMENT MARKING THE SOUTH 1/4 CORNER OF SAID SECTION 30; THENCE N. 89°48'40" W. ALONG THE SECTION LINE, A DISTANCE OF 983.49 FEET AND NORTH A DISTANCE OF 3056.62 FEET TO THE REAL POINT OF BEGINNING;

THENCE N. 12°18'54" E. A DISTANCE OF 103.19 FEET; THENCE N. 01°06'47" W. A DISTANCE OF 20.00 FEET; THENCE N. 89°59'29" E. A DISTANCE OF 184.39 FEET; TO A POINT OF CURVATURE OF A 37.00-FOOT RADIUS CURVE TO THE RIGHT; THENCE SOUTHEASTERLY A DISTANCE OF 20.68 FEET ALONG THE ARC OF SAID CURVE, HAVING A CENTRAL ANGLE OF 32°01'43", SUBTENDED BY A CHORD THAT BEARS S. 73°59'39" E. A DISTANCE OF 20.41 FEET; THENCE S. 42°36'58" W. A DISTANCE OF 53.54 FEET; THENCE S. 89°59'29" W. A DISTANCE OF 71.38 FEET; THENCE S. 04°59'15" E. A DISTANCE OF 53.78 FEET; THENCE S. 85°00'45" W. A DISTANCE OF 90.62 FEET; THENCE S. 66°07'02" W. A DISTANCE OF 35.44 FEET TO THE REAL POINT OF BEGINNING, CONTAINING 0.348 ACRES OF LAND.

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FIFTH REVISED EXHIBIT "C"
PERCENTAGES OF UNDIVIDED OWNERSHIP INTEREST

<u>Phase</u>	<u>Building No.</u>	<u>Unit No.</u>	<u>Percentage of Ownership Interest</u>
1	A	1	3.33%
1	A	2	3.33%
1	A	3	3.33%
1	A	4	3.33%
2	F	1	3.33%
2	F	2	3.33%
2	F	3	3.33%
2	F	4	3.33%
2	F	5	3.33%
2	F	6	3.33%
3	N	1	3.33%
3	N	2	3.33%
3	N	3	3.33%
3	N	4	3.33%
3	N	5	3.33%
3	N	6	3.33%
4	M	1	3.33%
4	M	2	3.33%
4	M	3	3.33%
4	M	4	3.33%
5	B	1	3.33%
5	B	2	3.33%
5	B	3	3.33%
5	B	4	3.33%
5	B	5	3.33%
5	B	6	3.33%
6	C	1	3.33%
6	C	2	3.33%
6	C	3	3.33%
6	C	4	3.33%
TOTAL:	6	30	100.0%

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