

AFTER RECORDING PLEASE RETURN TO:
 SunCrest Development, Corp.
 Attn: Jeff Anderson
 2021 East Village Green Circle
 Draper, Utah 84020

**SUPPLEMENTAL DECLARATION
 TO
 THE DECLARATION OF COVENANTS,
 CONDITIONS AND RESTRICTIONS
 FOR
 SUNCREST, A PLANNED COMMUNITY**

(TO DESIGNATE A LIMITED USE DRIVEWAY IN OAK VISTA NO. 5)

THIS SUPPLEMENTAL DECLARATION TO THE DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR SUNCREST, A PLANNED COMMUNITY (this "Supplemental Declaration"), is executed pursuant to the provisions of the Declaration described in Recital "A" below by DAE/Westbrook, L.L.C., a Delaware limited liability company ("Declarant").

WITNESSETH:

A. On December 28, 1999, Declarant recorded with the Recorder of Salt Lake County, Utah, that certain Declaration of Covenants, Conditions, Easements and Restrictions for SunCrest, a Planned Community as Entry No. 7543075 at Book 8332, Page 4708, which Declaration Declarant also recorded with the Recorder of Utah County, Utah on December 22, 2000, as Entry No. 101565:2000 ("Original Declaration"), covering the initial real property and improvements situated in Salt Lake County, Utah, more particularly described in Exhibit "A" attached thereto ("SunCrest").

B. On May 21, 2001, Declarant recorded with the Recorder of Salt Lake County, Utah, an Official Plat of OAK VISTA No. 5 AT SUNCREST as Entry No. 7900412 at Book 2001P, Page 119 ("Oak Vista No. 5 Plat"). On October 8, 2001, in connection with the recording of the Oak Vista No. 5 Plat, Declarant recorded with the Recorder of Salt Lake County, Utah, a Supplemental Declaration and Amendment to add Additional Land to the Declaration covering OAK VISTA No. 5 and recorded as Entry No. 8024622 at Book 8509, Page 4949 ("Oak Vista No. 5 Declaration"), covering the real property situated in Salt Lake County, Utah, more particularly described in Exhibit "A" attached hereto and incorporated herein by this reference.

C. On October 11, 2002, Declarant recorded with the Recorder of Salt Lake County, Utah, a First Amendment to Declaration of Covenants, Conditions, Easements and Restrictions for SunCrest, a Planned Community as Entry No. 8383413 at Book 8664, Page 2560, which First Amendment Declarant also recorded with the Recorder of Utah County, Utah on August 14, 2002 as Entry No. 93174:2002 ("First Amendment").

D. The Original Declaration, as amended and supplemented pursuant to the First Amendment, the Oak Vista No. 5 Declaration and this Supplemental Declaration, and as amended and supplemented pursuant to certain other Supplemental Declarations that Declarant has or may in the future record against various projects, Lots, Parcels and Neighborhoods within SunCrest, is collectively referred to as the "Declaration," which term shall, for all purposes thereof or of any related document, mean and refer to the Original Declaration as so amended, supplemented, or otherwise modified.

E. Among other things, the First Amendment created a new Land Use Classification known as Limited Community Areas, which Land Use Classification includes Limited Use Driveways as further described in the First Amendment. In particular, Section 10.4 of the Declaration provides that a Limited Use Driveway to be maintained by the Master Association must be identified on Plats or in Supplemental Declarations recorded or approved by Declarant.

F. The Oak Vista No. 5 Plat originally depicted a Private Right-of-Way/Access Easement No. 1 across Lot 419 in favor of Lots 420 and 421 ("Access Easement"), to be used and maintained in common by Owners of Lots 419, 420 and 421. Declarant desires to designate and fix such Access Easement as a Limited Use Driveway to be maintained by the Master Association, and to identify the Owners of Lots 419, 420 and 421 as Benefited Owners that are benefited by such Limited Use Driveway that is reserved, pursuant to the terms and conditions of the Declaration and this Supplemental Declaration, for the exclusive use, occupancy and benefit of Lots 419, 420 and 421 to which such Limited Use Driveway is adjacent and to which the same is required for access to such Lots.

G. Section 4.1 of the Declaration provides that Declarant shall have the right to fix Land Use Classifications for certain portions of SunCrest by the recordation of a Supplemental Declaration. In exercising its authority to record a Supplemental Declaration, the Access Easement will be fixed as a Limited Use Driveway and redesignated as lettered Lot AA, as depicted and identified in the supplemental Plat (the "Oak Vista No. 5 Supplemental Plat"). Declarant has recorded or will record the Oak Vista No. 5 Supplemental Plat with the Recorder of Salt Lake County, Utah in connection with the recording of this Supplemental Declaration.

H. Declarant is the fee and equitable owner of Lots 419 and 420. Scott R. and Fedra A. Chappell are the fee and equitable owners of Lot 421.

I. Pursuant to Section 4.1, Declarant hereby exercises its unilateral right to execute and record this Supplemental Declaration for the purposes of fixing the Limited Use Driveway and designating the Owners of Lots 419, 420 and 421 as Benefited Owners, and for such other purposes set forth and described in this Supplemental Declaration.

NOW, THEREFORE, Declarant hereby unilaterally exercises its right to record this Supplemental Declaration and hereby declares and states as follows:

1. Defined Terms and Status of Recitals. Capitalized terms used and not otherwise defined in this Supplemental Declaration shall have the meaning or meanings given to them in the Declaration. The Recitals set forth above shall constitute a portion of the terms of this Supplemental Declaration.

2. Limited Use Driveway. The Lot lettered AA as depicted and identified in the Oak Vista No. 5 Supplemental Plat is designated as a Limited Use Driveway as further described in the Declaration.

(a) Benefited Owners. Such Limited Use Driveway constitutes a portion of the Limited Community Areas, and is for the exclusive use, occupancy and benefit of the Owners of Lots 419, 420 and 421 to which it is adjacent and to which it is required for access to such Lots. The Benefited Owners include the respective Owners of Lots 419, 420 and 421. The Master Association shall hold fee title to the Limited Use Driveway lettered AA and such Limited Use Driveway shall constitute Master Association Land.

(b) Master Association's Duty to Maintain; Benefited Owners' Assessment Obligations. The Master Association shall maintain, repair, replace and service such Limited Use Driveway in accordance with the provisions of the Declaration, unless Declarant or the Board authorizes the delegation of such responsibility in the Declaration or by an amendment to this Supplemental Declaration. Each Benefited Owner, for each Lot that he or she owns, shall be liable for an equal share of the maintenance, repair, replacement and service costs associated with the Limited Use Driveway, and for all Assessments levied by the Master Association associated with the same, as further described in the Declaration.

3. Binding Provisions. The provisions of this Supplemental Declaration shall be binding upon all parties having any right, title, or interest in the real property covered by the Oak Vista No. 5 Plat, as amended by the Oak Vista No. 5 Supplemental Plat, including but not limited to Lots 419, 420 and 421, or any part thereof, their heirs, successors and assigns and shall inure to the benefit of each Benefited Owner thereof.

4. Effective Date. This Supplemental Declaration shall be effective as of the date of its recordation in the real property records of the Recorder for Salt Lake County, Utah.

5. Declaration Remains in Effect. The Oak Vista No. 5 Declaration, the Oak Vista No. 5 Plat, this Supplemental Declaration and the Oak Vista No. 5 Supplemental Plat shall be considered supplemental to the Declaration. Except as expressly amended by the foregoing, the Declaration shall remain in full force and effect and shall not be cancelled, suspended or otherwise abrogated by the recording of this Supplemental Declaration.

6. Authority. Except for the signature of the Owner of Lot 421 as further described in Section 7 below, Declarant hereby certifies that Declarant may execute this Supplemental Declaration without the consent or signature of any other party or Owner as provided in Section 4.1 of the Declaration.

7. Lot 421 Owner's Consent to Designation of Limited Use Driveway. By placing his or her signature below, the Owner of Lot 421 within the Oak Vista No. 5 Neighborhood hereby agrees and acknowledges that such certain area originally depicted and described as "PRIVATE RIGHT-OF-WAY/ACCESS EASEMENT NO. 1" on the Oak Vista No. 5 Plat is

EXHIBIT "A"

OAK VISTA NO. 5

All real property located within OAK VISTA No. 5 AT SUNCREST as shown on the Official Plat recorded May 21, 2001 as Entry No. 7900412 in Book 2001P and Page 119 of the Official Records of Salt Lake County, Utah.

Salt Lake County APN _____

34-09-451-028

34-09-451-027

34-09-451-035

