

When Recorded, Return to:
 Oquirrh Highlands Condominiums, L.L.C.
 Attn: Nathan W. Pugsley
 39 East Eagleridge Drive, Suite 100
 North Salt Lake, UT 84054

9125149
 07/20/2004 04:10 PM 62.00
 Book - 9016 Pg - 1366-1374
 GARY W. OTT
 RECORDER, SALT LAKE COUNTY, UTAH
 WOODSIDE HOMES
 39 E EAGLERIDGE DR STE 100
 N SALT LAKE UT 84054
 BY: EHB, DEPUTY - WI 9 P.

DECLARATION OF EXPANSION # 2

OQUIRRH HIGHLANDS CONDOMINIUMS

REFERENCE IS MADE to that certain Declaration of Condominium for Oquirrh Highlands Condominiums, recorded on February 9, 2004, as Instrument No. 8973883 in Book 8943, Page 5656, recorded in the Official Records, Salt Lake County Recorder, Salt Lake County, Utah (the "Declaration").

Pursuant to Article 14, Declarant reserved the right to further expand the Project to include additional Units 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 expansions to the real property currently covered by the Declaration, that real property described on Exhibit A-1 to this Declaration of Expansion and depicted on Exhibit A-2 to this Declaration of Expansion (the "Expansion Property").

Upon the recordation of this Declaration of Expansion and pursuant to the terms of the Declaration, all the terms and conditions of the Declaration shall automatically 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 Project. 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 Project, and the rights,

obligations, privileges, duties and liabilities of the Owners and occupants of Units within the Expansion Property shall be the same as those of the Owners and occupants of Units within the Original Property.

Pursuant to the Declaration, Declarant reserved the power to appoint to Unit Owners, from time to time, the percentages in the Common Areas. A revised schedule of undivided interests in the Common Areas created by this Declaration of Expansion is shown on Exhibit B to this Declaration of Expansion (“Revised Schedule of Undivided Interest”).

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

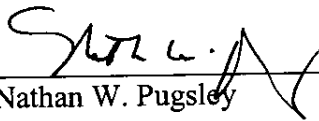
Capitalized terms herein not otherwise defined shall have the meanings set forth in the Declaration.

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

IN WITNESS WHEREOF, Declarant has executed this Declaration of Expansion, as of
this 24 day of June, 2004.

DECLARANT:

OQUIRRH HIGHLANDS CONDOMINIUMS, L.L.C.
a Utah limited liability company




Nathan W. Pugsley
Manager

STATE OF UTAH)

County of Salt Lake)

On the 24th day of June, 2004, personally appeared before me Nathan W. Pugsley who being by me duly sworn did say that he is the Manager of OQUIRRH HIGHLANDS CONDOMINIUMS, L.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 or its Articles of Organization, and said Nathan W. Pugsley, duly acknowledged to me that the said Company executed the same.


NOTARY PUBLIC
Residing at: Davis City, UT
My commission expires: 7/29/06

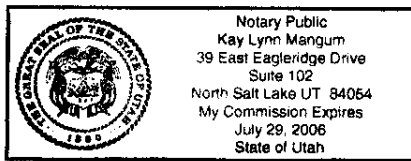


EXHIBIT A-1

Legal Description of Expansion Property

The Expansion Property is commonly known as Oquirrh Highlands Condominiums Phase 1, Plat "C," Recorded on 7-20, 2004 in Book 2004-P of Plats, Page 197, in the office of the County Recorder of Salt Lake County, Utah, and more particularly described as follows:

LEGAL DESCRIPTION

BEGINNING AT A POINT WHICH IS N89°41'44"E, 447.71 FEET AND N0°00'40"W, 222.52 FEET FROM THE SOUTHWEST CORNER OF SECTION 23, TOWNSHIP 2 SOUTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN; AND RUNNING THENCE S89°24'03"W, 209.52 FEET; THENCE N0°00'40"W, 56.72 FEET; THENCE 47.23 FEET ALONG THE ARC OF A 188.50 FOOT RADIUS CURVE TO THE RIGHT (CHORD BEARS N7°10'02"E, 47.11 FEET); THENCE EAST, 169.72 FEET; THENCE N39°57'14"E, 14.22 FEET; THENCE EAST, 24.78 FEET; THENCE S0°00'40"E, 112.17 FEET TO THE POINT OF BEGINNING.

CONTAINS: 0.4976 ACRES

BEING A PART OF AN ENTIRE TRACT OF LAND DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SECTION 23, TOWNSHIP 2 SOUTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN; AND RUNNING THENCE N0°00'48"W, 605.00 FEET ALONG THE SECTION LINE TO THE SOUTHERLY LINE OF OQUIRRH HIGHLANDS PHASE 7 SUBDIVISION; THENCE ALONG SAID SUBDIVISION BOUNDARY THE FOLLOWING THREE COURSES: N89°41'45"E, 718.32 FEET; THENCE S0°01'31"E, 22.00 FEET; THENCE N89°41'45"E, 14.00 FEET; THENCE S0°00'40"E, 583.00 FEET TO THE SECTION LINE; THENCE S89°41'45"W, 732.31 FEET TO THE POINT OF BEGINNING.

20-23-300-023

EXHIBIT A-2

Map of Expansion Property

UNIT ADDRESS	UNIT ADDRESS
UNIT 1	8945 SOUTH TOWNSHIP LANE 8A
UNIT 2	8945 SOUTH TOWNSHIP LANE 8B
UNIT 3	8945 WEST MASSINGER LANE 8A
UNIT 4	8945 WEST MASSINGER LANE 8B
UNIT 5	8945 WEST MASSINGER LANE 8C
UNIT 6	8945 SOUTH TOWNSHIP LANE 9A
UNIT 7	8945 WEST MASSINGER LANE 9A
UNIT 8	8945 SOUTH TOWNSHIP LANE 9B
UNIT 9	8945 SOUTH TOWNSHIP LANE 9C
UNIT 10	8945 WEST MASSINGER LANE 9A
UNIT 11	8945 WEST MASSINGER LANE 9B
UNIT 12	8945 SOUTH TOWNSHIP LANE 9C



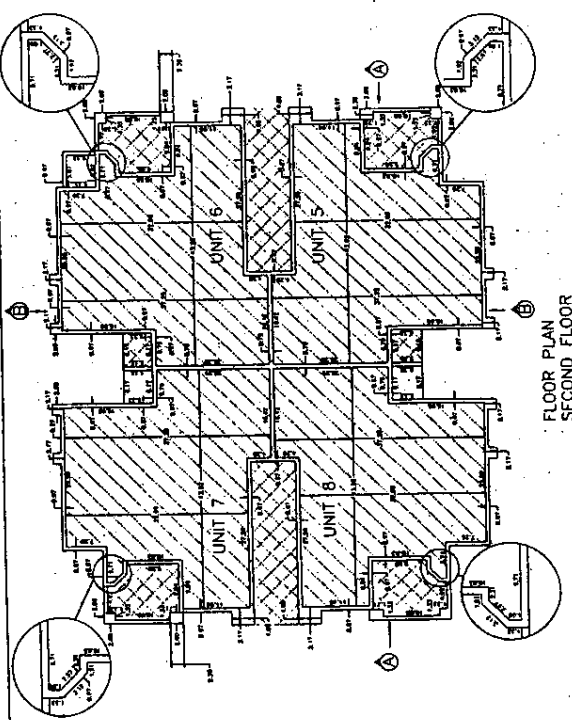
LEGEND

- PRIVATE OWNERSHIP
- UNITED COMMON OWNERSHIP
- COMMON AREAS (NON-HATCHED)

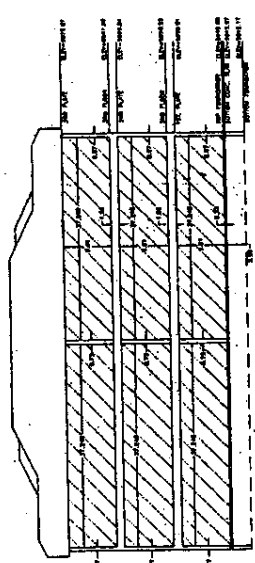
RECORD OF SURVEY PLAT
 OQUIRRH HIGHLANDS CONDOMINIUMS PHASE I PLAT "B"
 A UTM CONDOMINIUM PROJECT LOCATED IN THE SOUTHWEST QUARTER
 OF SECTION 23, TOWNSHIP 2 SOUTH, RANGE 2 WEST
 SALT LAKE BASE AND MERIDIAN

SHEET 2 OF 2
 RECORDED 7

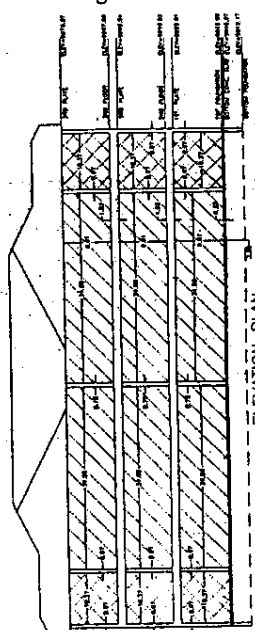
STATE OF UTAH COUNTY OF SALT LAKE - RECORDED AND FILED
 AT THE REQUEST OF _____
 DATE _____ TIME _____ PAGE _____
 FILE _____ SALT LAKE COUNTY RECORDER



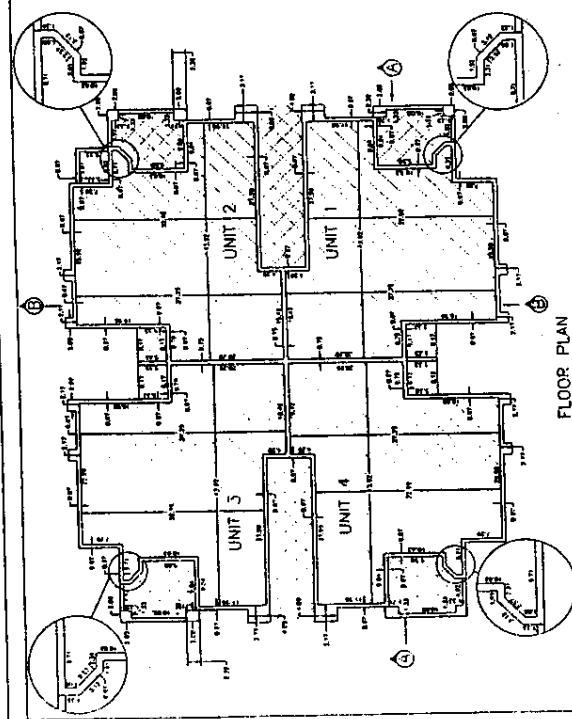
FLOOR PLAN
 SECOND FLOOR



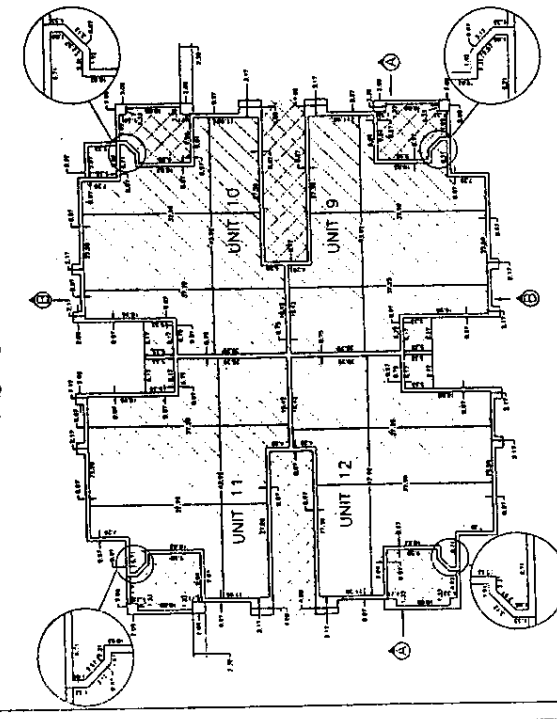
ELEVATION PLAN
 VIEW FROM EAST



ELEVATION PLAN
 VIEW FROM SOUTH



FLOOR PLAN
 FIRST FLOOR



FLOOR PLAN
 THIRD FLOOR

EXHIBIT "B"
 Revised Schedule of Undivided Interest

UNIT	UNIT PERCENTAGE
Phase 1, Plat "A," Unit 1	2.77%
Phase 1, Plat "A," Unit 2	2.77%
Phase 1, Plat "A," Unit 3	2.77%
Phase 1, Plat "A," Unit 4	2.77%
Phase 1, Plat "A," Unit 5	2.77%
Phase 1, Plat "A," Unit 6	2.77%
Phase 1, Plat "A," Unit 7	2.77%
Phase 1, Plat "A," Unit 8	2.77%
Phase 1, Plat "A," Unit 9	2.77%
Phase 1, Plat "A," Unit 10	2.77%
Phase 1, Plat "A," Unit 11	2.77%
Phase 1, Plat "A," Unit 12	2.77%
Phase 1, Plat "B," Unit 1	2.77%
Phase 1, Plat "B," Unit 2	2.77%
Phase 1, Plat "B," Unit 3	2.77%
Phase 1, Plat "B," Unit 4	2.77%
Phase 1, Plat "B," Unit 5	2.77%
Phase 1, Plat "B," Unit 6	2.77%
Phase 1, Plat "B," Unit 7	2.77%
Phase 1, Plat "B," Unit 8	2.77%
Phase 1, Plat "B," Unit 9	2.77%
Phase 1, Plat "B," Unit 10	2.77%
Phase 1, Plat "B," Unit 11	2.77%
Phase 1, Plat "B," Unit 12	2.77%
Phase1, Plat "C," Unit 1	2.77%
Phase1, Plat "C," Unit 2	2.77%
Phase1, Plat "C," Unit 3	2.77%
Phase1, Plat "C," Unit 4	2.77%
Phase1, Plat "C," Unit 5	2.77%
Phase1, Plat "C," Unit 6	2.77%
Phase1, Plat "C," Unit 7	2.77%
Phase1, Plat "C," Unit 8	2.77%
Phase1, Plat "C," Unit 9	2.77%
Phase1, Plat "C," Unit 10	2.77%
Phase1, Plat "C," Unit 11	2.77%
Phase1, Plat "C," Unit 12	2.77%
TOTAL	100.00%