

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

6722900
08/25/97 4:38 PM 28.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
MICHAEL D HARRIS
5170 W 10400 N
HIGHLAND, UT 84003
REC BY: R JORDAN , DEPUTY - WI

FIRST SUPPLEMENT TO THE
DECLARATION OF CONDOMINIUM
FOR
SOUTH WILLOW CREEK, A Condominium Project

This SUPPLEMENT to the DECLARATION OF CONDOMINIUM FOR SOUTH WILLOW CREEK is made and executed this 25 day of August, 1997 by SOUTH WILLOW, L.C., a Utah Limited Partnership of 758 South 400 East, Suite 203, Orem, Utah 84058 (hereinafter referred to as "Declarant").

RECITALS

Whereas, the Original Declaration was recorded in the office of the County Recorder of Utah County, Utah on the ___ day of _____, 1997 as Entry No. 6722896, in Book _____, at Page _____ of the Official Records;

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

Whereas, under Article III, Section 44 of the Declaration, Declarant reserved an option until the 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 Utah County, Utah and described with particularity on Exhibit "A-1" attached hereto and incorporated herein by this reference (the "Phase II Property").

Whereas, under the provisions of the Declaration, Declarant expressly reserved the absolute right, subject to the approval of the Office 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 II Property a residential condominium development.

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BK 7741 PG 2156

Whereas, Declarant now intends that the Phase II Property shall become subject to the Declaration and the Act.

NOW, THEREFORE, for the reasons recited above, and for the benefit of the Project and the Unit Owners thereof, Declarant hereby executes this FIRST SUPPLEMENT to the DECLARATION OF CONDOMINIUM FOR SOUTH WILLOW CREEK, a Condominium Project.

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

A. First Supplemental Declaration shall mean and refer to this Supplement to the DECLARATION OF CONDOMINIUM FOR SOUTH WILLOW CREEK, a Condominium Project.

B. First Supplemental Phase II Map shall mean and refer to the Supplemental Plat Map of Phase II of the Project, prepared and certified to by Robert D. Gunnell, a duly registered Utah Land Surveyor holding Certificate No. 142870 and filed for record in the Office of the County Recorder of Utah County, Utah concurrently with the filing of this First Supplemental Declaration.

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-1 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 this Supplemental Declaration:

3. Annexation. Declarant hereby declares that the Phase II Property shall be annexed to and become subject to the Declaration, which upon recordation of this First Supplemental Declaration shall constitute and effectuate the expansion of the Project, making the real property described in Exhibit A-1 subject to the functions, powers, rights, duties and jurisdiction of the Association.

4. Total Number of Units Revised. As shown on the Phase II Map, ten (10) additional Units are created in the Project on the Phase II Property. Said additional Units are contained in a four-plex and six-plex Building, respectively, which are located within a portion of the Additional Land. Upon the recordation of the Phase II Map and this First Supplemental Declaration, the total number of Units in the Project will be twenty-six (26). The said additional Units are substantially similar in construction, design and quality to the Units in the prior

BK7741PG2157

Phases.

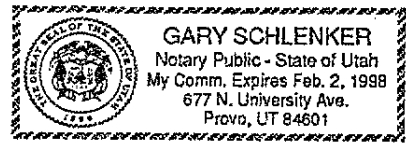
5. Percentage Interest Revised. Pursuant to the Act and the Declaration, Declarant is required, with the additional Units, to reallocate the Percentage Interest. Exhibit "C" to the Declaration is deleted in its entirety and "Revised Exhibit 'C'" attached hereto is substituted in lieu thereof and incorporated herein by this reference. The Percentage Interests set forth in Revised Exhibit "C" have been computed on the basis of par value.

6. Effective Date. The effective date of this First Supplemental Declaration and the Phase II Map shall be the date on which said instruments are filed for record in the Office of the County Recorder of Utah County, Utah.

IN WITNESS WHEREOF, Declarant has executed this instrument the day and year first above written.

SOUTH WILLOW, L.C.

BY: [Signature]
TITLE: Wayne H. Corbridge, Manager



STATE OF UTAH)
COUNTY OF UTAH) ss:

On the 25 day of August, 1997, personally appeared before me WAYNE H. CORBRIDGE, who by me being duly sworn, did say that he is the Manager of SOUTH WILLOW, 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 WAYNE H. CORBRIDGE duly acknowledged to me that said Company executed the same.

[Signature]
NOTARY PUBLIC
Residing At: 5414 1300n Pleasant Grove, Utah.
Commission Expires: Feb. 2, 1998

BK 774 1 PG 2158

Exhibit "A-1"
SOUTH WILLOW CREEK PHASE II
BOUNDARY DESCRIPTION

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

SOUTH WILLOW CREEK CONDOMINIUMS
REVISED PHASE II DESCRIPTION

Beginning at a point which is North 89°48'40" West along the section line 1296.55 feet and North 3569.67 feet from the South 1/4 corner of Section 30, Township 3 South, Range 1 East, Salt Lake Base and Meridian; thence North 00°01'40" West 127.93 feet; thence East 71.44 feet; thence South 71.28 feet; thence East 22.00 feet; thence South 00°01'40" East 34.84 feet; thence East 95.86 feet; thence South 57°39'00" East 19.33 feet; thence South 86.42 feet; thence West 112.19 feet; thence North 14.60 feet; thence West 22.02 feet; thence North 60.35 feet; thence West 71.44 feet; thence North 00°01'40" West 127.93 feet to the point of beginning.

Area = 0.516 Acres or 22,487.54 Sq. Ft.

BK7741PG2159

REVISED EXHIBIT "C"
PERCENTAGES OF UNDIVIDED OWNERSHIP INTEREST

<u>Phase/Bldg No.</u>	<u>Unit No.</u>	<u>Percentage of Ownership Interest</u>	<u>Par Value</u>
I	A	1	1/28 (3.5714%) 100
I	A	2	1/28 (3.5714%) 100
I	A	3	1/28 (3.5714%) 100
I	A	4	1/28 (3.5714%) 100
I	B	5	1/28 (3.5714%) 100
I	B	6	1/28 (3.5714%) 100
I	B	7	1/28 (3.5714%) 100
I	B	8	1/28 (3.5714%) 100
I	B	9	1/28 (3.5714%) 100
I	B	10	1/28 (3.5714%) 100
I	C	119	1/28 (3.5714%) 100
I	C	120	1/28 (3.5714%) 100
I	C	121	1/28 (3.5714%) 100
I	C	122	1/28 (3.5714%) 100
I	D	123	1/28 (3.5714%) 100
I	D	124	1/28 (3.5714%) 100
I	D	125	1/28 (3.5714%) 100
I	D	126	1/28 (3.5714%) 100
II	E	11	1/28 (3.5714%) 100
II	E	12	1/28 (3.5714%) 100
II	E	13	1/28 (3.5714%) 100
II	E	14	1/28 (3.5714%) 100
II	E	15	1/28 (3.5714%) 100
II	E	16	1/28 (3.5714%) 100
II	F	69	1/28 (3.5714%) 100
II	F	70	1/28 (3.5714%) 100
II	F	71	1/28 (3.5714%) 100
II	F	72	1/28 (3.5714%) 100
TOTAL:		100%	

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