

WHEN RECORDED, RETURN TO:

Patrick H. Holmes
 HOLMES HOMES, INC.
 45 West 10000 South, Suite 206
 Sandy, Utah 84070

PARCEL I.D. # 20-3A-45A-071

**AMENDMENT NO. ELEVEN
 FOR EXPANSION OF
 IVY SPRINGS CONDOMINIUMS**
 (An Expandable Condominium Project)

9357095
 04/25/2005 11:35 AM \$162.00
 Book - 9121 Pg - 6524-6528
 GARY W. OTT
 RECORDER, SALT LAKE COUNTY, UTAH
 HOLMES HOMES INC
 45 W 10000 S STE 206
 SANDY UT 84070
 BY: ZJM, DEPUTY - WI 5 P.

THIS AMENDMENT NO. ELEVEN ("Amendment") to the Declaration of Condominium of Ivy Springs Condominiums, an expandable condominium project (the "Declaration"), is made effective as of the date of the recording hereof in the Salt Lake County Recorder's Office by JVC, LLC, a Utah limited liability company ("Declarant"), pursuant to Section 57-8-13.6 of the Utah Condominium Ownership Act and Article 16 of the Declaration.

RECITALS:

A. On October 30, 2002, Declarant filed the Declaration, as Entry No. 8403950, in Book 8675, beginning at page 2580 in the official records of the Salt Lake County Recorder, State of Utah, with the Record of Survey Map (the "Plat").

B. The Plat created an expandable residential condominium project (the "Condominium Project"), consisting of twelve (12) units ("Phase One"), and additional land that may be used to expand the Condominium Project with up to 132 additional units ("Additional Land").

C. On March 23, 2003, Declarant filed Amendment No. One to the Declaration, as Entry No. 8577816, in Book 2003, beginning at page 70 of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

D. On June 26, 2003, Declarant filed Amendment No. Two to the Declaration, as Entry No. 8706094, in Book 8826, beginning at page 5867 of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

E. On January 29, 2004, Declarant filed the Amendment No. Three to the Declaration, as Entry No 8964619, in Book 8939, beginning at page 3224 of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

F. Amendment No. Three and the amended Plat expanded the Condominium Project to add Phase Four consisting of twelve (12) units, thereby bringing the total number of units in the Condominium Project to forty eight (48).

G. On January 20, 2004, Declarant filed the Amendment No. Four to the Declaration, as Entry No. 8965155, in Book 8939, beginning at page 6141 of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

H. Amendment No. four and the amended plat expanded the Condominium Project to add Phase Five consisting of fifteen (15) units, thereby bringing the total number of units in the Condominium Project to sixty three (63).

I. ON 04-25-05, Declarant filed the Amendment No. Five to the Declaration, as Entry No. 9357083, in Book _____, beginning at page _____ of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

J. Amendment No. five and the amended plat expanded the Condominium Project to add Phase Six consisting of twelve (12) units, thereby bringing the total number of units in the Condominium Project to seventy five (75).

K. ON 04-25-05, Declarant filed the Amendment No. Six to the Declaration, as Entry No. 9357085, in Book _____, beginning at page _____ of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

L. Amendment No. Six and the amended plat expanded the Condominium Project to add Phase Seven consisting of twelve (12) units, thereby bringing the total number of units in the Condominium Project to seventy five (87).

M. ON 04-25-05, Declarant filed the Amendment No. Seven to the Declaration, as Entry No. 9357087, in Book _____, beginning at page _____ of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

N. Amendment No. Seven and the amended plat expanded the Condominium Project to add Phase Seven consisting of twelve (12) units, thereby bringing the total number of units in the Condominium Project to seventy five (99).

O. ON 04/25/05, Declarant filed the Amendment No. Eight to the Declaration, as Entry No. 9357089, in Book _____, beginning at page _____ of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

P. Amendment No. Eight and the amended plat expanded the Condominium Project to add Phase Seven consisting of twelve (12) units, thereby bringing the total number of units in the Condominium Project to one hundred eleven (111).

Q. ON 04/25/05, Declarant filed the Amendment No. Nine to the Declaration, as Entry No. 9357091, in Book _____, beginning at page _____ of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

R. Amendment No. Nine and the amended plat expanded the Condominium Project to add Phase Seven consisting of twelve (12) units, thereby bringing the total number of units in the Condominium Project to one hundred twenty three (123).

S. ON 04/25/05, Declarant filed the Amendment No. Ten to the Declaration, as Entry No. 9357093, in Book _____, beginning at page _____ of the official records of the Salt Lake County Recorder, State of Utah, with an Amendment to the Plat.

T. Amendment No. Ten and the amended plat expanded the Condominium Project to add Phase Seven consisting of twelve (12) units, thereby bringing the total number of units in the Condominium Project to one hundred thirty five (135).

U. Declarant is the owner of fee simple title to all of the remaining Additional Land and now desires to add nine (9) units, Unit Nos. 1128-1, 1128-2, 1128-3, 1129-1, 1129-2, 1129-3, and 1130-1, 1130-2, 1130-3 and the Pool and Clubhouse ("Phase Twelve"), to the existing Condominium Project pursuant to the terms of the Declaration.

V. The supplemental Plat for Phase Twelve will be recorded concurrently with this Amendment by Declarant in the official records of the Salt Lake County Recorder, State of Utah.

NOW THEREFORE, in pursuance of the foregoing, Declarant declares and certifies as follows:

1. Phase Twelve Expansion. Declarant hereby submits to the provisions of the Utah Condominium Ownership Act, Utah Code Ann. § 57-8-1 et seq. (the "Act"), the real property situated in Salt Lake County, Utah, as more particularly described on Exhibit "A," attached to and incorporated in this Amendment by reference (the "Phase Twelve Property"). As of the date of this Amendment, Declarant is the sole owner of the Phase Twelve Property. The Phase Twelve Property hereby submitted to the Act shall be known as Ivy Springs Condominiums, Phase Twelve, and shall be subject to the terms and conditions of the Declaration.

2. Improvements. The improvements to be built on the Phase Twelve Property shall consist of several multi-unit buildings with a maximum and minimum of nine (9) units, Unit Nos. 1128-1, 1128-2, 1128-3, 1129-1, 1129-2, 1129-3, and 1130-1, 1130-2, 1130-3 and the Pool and Clubhouse ("Phase Twelve"). All improvements constructed on the Phase Twelve Property shall be consistent in terms of quality of construction and shall be compatible in terms of principal materials used and architectural style with the structures in Phase One, Phase Two, Phase Three Phase Four, Phase Five, Phase Six, Phase Seven, Phase Eight, Phase Nine , Phase Ten and Phase Eleven. Further, the Units created in Phase Twelve shall be substantially identical to the Units in Phase One, Phase Two, Phase Three, Phase Four, Phase Five, Phase Six, Phase Seven, Phase Eight, Phase Nine, Phase Ten and Phase Eleven. Each Unit will be provided with one or more parking spaces, which shall be designated as Limited Common Area appurtenant to such Unit.

3. Undivided and Allocated Interests. As specified in Article 16 of the Declaration, with the expansion of the Condominium Project to include Phase Twelve, each Unit Owner in the Condominium Project shall have a maximum 1/144th (or .06944%) undivided interest in the Common Area, 1/144th (or .06944%) allocated interest in the common expenses of the Condominium Project, and a 1/144th (or .06944%) vote for all matters of the Condominium Project's homeowners association.

IN WITNESS WHEREOF, the undersigned, being the Declarant, has caused this instrument to be executed on this 6th day of April, 2005.

DECLARANT:

JVC, LLC, a Utah limited liability company

By [Signature]
PATRICK H. HOLMES, Managing Member

STATE OF UTAH)
: ss.
COUNTY OF SALT LAKE)

April The foregoing instrument was acknowledged before me this 6th day of April, 2005, by PATRICK H. HOLMES, who is the Managing Member of JVC, LLC, a Utah limited liability company.

[Signature]
NOTARY PUBLIC
Residing at Salt Lake County, Utah

My Commission Expires:

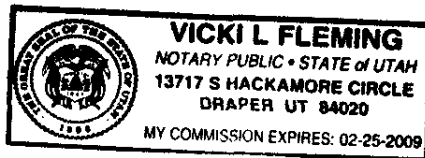


EXHIBIT "A"

LEGAL DESCRIPTION
PHASE TWELVE
IVY SPRINGS CONDOMINIUMS

The following described real property, located in Salt Lake County, Utah, is the parcel representing Phase Twelve of the Condominium Project:

Boundary Description - Ivy Springs Condominiums Phase 12

Beginning at a point which lies North 89°51'27" West along the South line of the Southeast Quarter of Section 34, Township 2 South, Range 2 West, Salt Lake Base & Meridian 1563.84 feet and North 00°08'33" East 1116.73 feet from the Southeast corner of said Section 34; and traversing thence
South 89°24'05" West 69.26 feet; thence
South 21°59'02" East 112.31 feet to a point on a non-tangent curve to the left, having a radius of 67.50 feet and a central angle of 42°20'50"; thence along the arc of said curve a distance of 49.89 feet, said arc subtended by a chord bearing South 20°34'30" West, a distance of 48.76 feet; thence
South 00°35'55" East 21.33 feet; thence
South 89°24'05" West 81.33 feet; thence
North 00°35'55" West 53.57 feet; thence
South 89°24'05" West 53.67 feet; thence
North 00°35'55" West 102.00 feet; thence
South 89°24'05" West 15.00 feet to a point on a curve to the right, having a radius of 5.00 feet and a central angle of 90°00'00"; thence along the arc of said curve a distance of 7.85 feet, said arc subtended by a chord bearing North 45°35'55" West, a distance of 7.07 feet; thence
North 00°35'55" West 82.26 feet to a point on a curve to the right, having a radius of 11.00 feet and a central angle of 89°59'41"; thence along the arc of said curve a distance of 17.28 feet, said arc subtended by a chord bearing North 44°24'14" East, a distance of 15.56 feet; thence
North 89°24'05" East 189.92 feet; thence
South 00°35'55" East 82.45 feet to the point of beginning.

Containing 37,064 sf or 0.85 acres, more or less.