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**AUG 31 2012**

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After Recording Return To:

RICHARDS, KIMBLE & WINN, PC  
2040 Murray Holladay Rd., Suite 106  
SLC, UT 84117

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RICHARD T. MAUGHAN  
DAVIS COUNTY, UTAH RECORDER  
08/31/2012 11:26 AM  
FEE \$46.00 Pgs: 7  
DEPT REC'D FOR MADISON SQUARE TO  
UNHOME HOA

**AMENDMENT TO  
DECLARATION OF CONDOMINIUM  
OF MADISON SQUARE TOWNHOMES P.U.D.**

RECITALS

A. Certain real property in Davis County, Utah, known as Madison Square Townhomes P.U.D. was subjected to certain covenants, conditions and restrictions pursuant to a Declaration of Condominium recorded March 6, 2003, as Entry No. 1839806 in the Recorder's Office for Davis County, Utah (the "Declaration").

B. This amendment shall be binding against the property described in the Declaration, as described in **Exhibit "A."**

C. The Madison Square Townhome Owners Association, Inc., (the "Association") and the owner of the real property in the Madison Square P.U.D. - Phase II subdivision has determined that combining the administration, management, operation and governance of the Madison Square Townhomes P.U.D. condominium project and the Madison Square P.U.D. - Phase II subdivision by expanding membership in the Association to include lot owners in the Madison Square P.U.D. - Phase II subdivision is desirable for both developments.

D. This amendment is intended to provide and allow for the expansion of the membership in the Association to include lot owners in the Madison Square P.U.D. - Phase II subdivision and to provide and allow for the administration, management, operation and governance of the two developments by a single homeowners association, but each development will continue to be administered, managed, operated and governed according to the Declarations of each development, as well as the Bylaws of the Association.

E. Pursuant to the Section 7.6 of the Declaration, the undersigned hereby certifies that all of the voting requirements to amend the Declaration have been satisfied and that the affirmative vote of Members holding at least 75% of the Percentage Interests has been obtained to adopt this Amendment.

**NOW, THEREFORE,** the Association hereby amends Section 6.1 of the Declaration to replace the last sentence therein, which reads "No Person other than an Owner shall be a member ("Member") in the Association," with the following: "Notwithstanding anything herein to the contrary, the Association is established for the purpose of maintaining and administering both the Project, a condominium project, and the Madison Square P.U.D. - Phase II subdivision which is adjacent to, but not a part of, the Project and which is not a condominium project (the

"Developments"). Each such Development shall be maintained, administered, managed and governed, and the rights and obligations of the Association and the property owners in each Development are set forth and established, according to the respective Declarations for each Development and the Bylaws of the Association, and according to the laws governing the owners and the Association with respect to each Development. Any reference to the capitalized term "Member" in this Declaration is hereby replaced with the term "Owner."

**NOW, THEREFORE**, the Association hereby amends Section 6.2 of the Declaration to replace the sentence which reads: "Designees of Declarant, Owners and spouses of Owners who permanently occupy their Lots, Mortgagees (or designees of Mortgagees), partners of partnerships, directors or officers of corporations, and members of limited liability companies owning Lots shall be eligible for membership on the Management Committee" with the following sentence: "Qualifications for membership on the Management Committee shall be as set forth in the Bylaws, as the same may be amended from time to time."

**NOW, THEREFORE**, the Association hereby amends the Declaration to replace any reference to "Madison Square Townhomes Owners Association, Inc." with "Madison Square Townhome Owners Association, Inc."

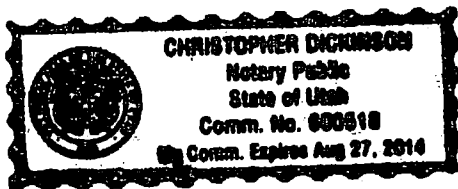
IN WITNESS WHEREOF, MADISON SQUARE TOWNHOME OWNERS ASSOCIATION, INC., has executed this Amendment to the Declaration as of the 30 day of August, 2012.

**MADISON SQUARE TOWNHOME OWNERS ASSOCIATION, INC.**

Chris Tina Jackson Chris Jackson  
Print Name:  
Its: Secretary Treasurer

State of Utah )  
County of DAVIS :SS )

On the 30 day of August, 2012, personally appeared before me \_\_\_\_\_ who, being first duly sworn, did say that they are the authorized agent of the Association, and that this instrument was signed on behalf of the Association by authority of its Board of Directors; and he or she acknowledge said instrument to be their voluntary act and deed.



[Signature]  
Notary Public

**EXHIBIT A**

Legal Description

Lots 1 through 24 and Common Area, MADISON SQUARE TOWNHOMES P.U.D.  
AMENDING LOT 1 WOODS CROSS TOWN CENTER, according to the official plat thereof  
recorded in the records of the Davis County Recorder, Utah.

( Parcel Numbers 06-224-0001 through 06-224-0025 )

After Recording Return To:  
Richards, Kimble & Winn, PC  
2040 Murray-Holladay Rd, Suite 106  
Salt Lake City, UT 84117

**AMENDMENT TO BYLAWS  
OF  
MADISON SQUARE TOWNHOME OWNERS ASSOCIATION, INC.**

This Amendment to the Bylaws of Madison Square Townhome Owners Association, Inc. ("Bylaws") is made on the date indicated below by the Madison Square Townhome Owners Association, Inc. (the "Association").

**RECITALS**

A. This amendment and the Bylaws of the Association shall be binding against the property described in **Exhibit A**;

B. The Madison Square Townhome Owners Association, Inc., (the "Association") and the owner of the real property in the Madison Square P.U.D. - Phase II subdivision has determined that combining the administration, management, operation and governance of the Madison Square Townhomes P.U.D. condominium project and the Madison Square P.U.D. - Phase II subdivision by expanding membership in the Association to include lot owners in the Madison Square P.U.D., Phase II subdivision is desirable for both developments.

C. This amendment is intended to provide and allow for the expansion of the membership in the Association to include lot owners in the Madison Square P.U.D. - Phase II subdivision and to provide and allow for the administration, management, operation and governance of the two developments by a single homeowners association, but each development will continue to be administered, managed, operated and governed according to the Declarations of each development, as well as these Bylaws.

D. Pursuant to Article X of the Bylaws, the affirmative vote of Members holding at least 67% of the Percentage Interests was duly received to adopt this amendment to the Bylaws.

**NOW, THEREFORE**, the Association hereby amends Article II of the Bylaws by replacing it in its entirety with the following:

**ARTICLE II  
DEFINITIONS**

The term "Member" shall mean and refer to those persons entitled to membership and required to be members of the Association as provided in the Declaration for the Madison Square Townhomes P.U.D. condominium project and the Declaration for the Madison Square P.U.D. - Phase II subdivision, (the "Declarations"), which project and subdivision are located in Davis

County, Utah (the "Developments"). The terms "Lot" shall mean a privately owned parcel of land identified in the Madison Square Townhomes P.U.D. plat map or the Madison Square P.U.D. - Phase II plat map, and any modifications or amendments to either plat map. "Lot Owner" shall mean the person or entity holding fee title to a Lot.

NOW, THEREFORE, the Association hereby amends the Bylaws to replace any reference to:

1. "Madison Square Townhomes Owners Association, Inc." with "Madison Square Townhome Owners Association, Inc."
2. the term "Percentage Interests" with the term "total votes of the Association."
3. the term "Declaration" with the term "Declarations," except that in Section 5.2, the term "Declaration" shall be replaced with "Bylaws."

NOW, THEREFORE, the Association hereby amends Article X of the Bylaws by adding the following to the existing language: In the case of any conflict not described herein and not decided by applicable statute, the unanimous vote of the Board shall decide which provision governs. The Board shall be the exclusive arbitrator of any disputes regarding interpretation or construction of the Declarations, Bylaws, Articles of Incorporation, rules and regulations and any other governing document of the Association, and any unanimous decision rendered by the Board with respect to any such dispute shall be final, binding and conclusive for all purposes.

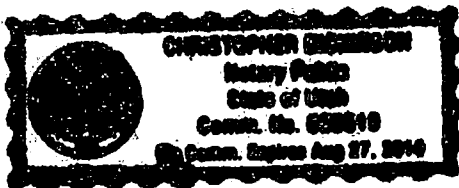
IN WITNESS WHEREOF, the Madison Square Townhome Owners Association, Inc., has adopted and executed this Amendment to the Bylaws as of the 30 day of August, 2012, in accordance with Article X of the Bylaws.

MADISON SQUARE TOWNHOME OWNERS ASSOCIATION, INC.

*Christopher Jackson*  
By:  
Its:

State of Utah )  
County of DAVIS :SS )

On the 30 day of August, 2012, personally appeared before me \_\_\_\_\_ who, being first duly sworn, did say that they are the authorized agent of the Association, and that this instrument was signed on behalf of the Association by authority of its Board of Directors; and he or she acknowledge said instrument to be their voluntary act and deed.



*Christopher Jackson*  
Notary Public for Utah

CONSENT TO RECORDING

The owner of all property within the Madison Square Townhomes P.U.D. – Phase 2 subdivision hereby consents to the recording of the Bylaws, including the foregoing Amendment, against the property described in Exhibit A hereto.

Chris J. Johnson Secretary/Treasurer  
By:  
Its:



**EXHIBIT A**

Legal Description

Lots 1 through 24 and Common Area, MADISON SQUARE TOWNHOMES P.U.D.  
AMENDING LOT 1 WOODS CROSS TOWN CENTER, according to the official plat thereof  
recorded in the records of the Davis County Recorder, Utah.

Parcel Numbers 06-224-0001 through 06-224-0025

Lots 1 through 22, MADISON SQUARE TOWNHOMES P.U.D. -- PHASE 2 AMENDING  
LOT 2 WOODS CROSS TOWN CENTER, according to the official plat thereof recorded in the  
records of the Davis County Recorder, Utah.

(Not yet recorded)