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 2/8/2008 4:42:00 PM \$130.00
 Book - 9568 Pg - 2342-2349
 Gary W. Ott
 Recorder, Salt Lake County, UT
 FIRST AMERICAN TITLE
 BY: eCASH, DEPUTY - EF 8 P.

WHEN RECORDED, RETURN TO:

Kennecott Land Company
 5295 South 300 West, Suite 475
 Murray, Utah 84107
 Attention: Senior Contracts and Revenue Analyst

**SECOND AMENDED AND RESTATED SUPPLEMENT TO AMENDED AND
 RESTATED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
 FOR
 DAYBREAK TOWNHOME 1 PROJECT
 (Plats 7A and 7B)**

THIS SECOND AMENDED AND RESTATED SUPPLEMENT TO AMENDED AND RESTATED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR DAYBREAK TOWNHOME 1 PROJECT (this "Second Amended and Restated Supplement") is made this January 28, 2008 by **KENNECOTT LAND COMPANY**, as declarant ("**Declarant**") under the Amended and Restated Declaration of Covenants, Conditions and Restrictions for Daybreak Townhome 1 Project, recorded on October 19, 2005, as Entry No. 9528106, in Book 9205, beginning at Page 4779, as amended by that certain Amendment No. 1 to Amended and Restated Declaration of Covenants, Conditions and Restrictions for Daybreak Townhome 1 Project, recorded on June 7, 2007, as Entry No. 10125269, in Book 9475, beginning at Page 2842 (as amended from time to time, the "**Declaration**"), and is consented to by Kennecott Land Residential Development Company, a Delaware corporation ("**KLRDC**") and Holmes Homes, Inc., a Utah corporation ("**Holmes Homes**").

RECITALS

- A. Pursuant to the Declaration, Declarant has established the Daybreak Townhome 1 Project (the "**Project**") initially consisting of 64 lots as shown on the plat entitled "DAYBREAK TOWNHOME 1 SUBDIVISION", which lots are improved with certain attached residential units called "Townhomes." The Project is located within the community commonly known as "Daybreak" located in South Jordan, Utah.
- B. KLRDC has previously recorded or is concurrently herewith recording those certain subdivision maps entitled "KENNECOTT DAYBREAK PLAT 7A SUBDIVISION AMENDING LOTS 382 THRU 397, PARCELS A, B, C, D, E, F, Q & R AND ADDING LOTS 575 THRU 596" and "KENNECOTT DAYBREAK PLAT 7B SUBDIVISION AMENDING LOTS 141 thru 153, 225 thru 244, 268 thru 277, 281 thru 286 and 331 thru 335, adding Lots 597 thru 606" (the "**Plats**"). It is anticipated that Townhomes will be constructed on certain of the lots (the "**Townhome Lots**") located within the Plats, which lots are more particularly described on Exhibit A.

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**ACCOMMODATION RECORDING ONLY
 NO LIABILITY FOR CONTENT, TIME OR
 EFFECT OF RECORDING OF DOCUMENT
 IS ASSUMED HEREBY**

- C. Holmes Homes owns certain Townhome Lots. KLRDC is the owner of the remaining Townhome Lots.
- D. Declarant previously recorded that certain Amended and Restated Supplement to Amended and Restated Declaration of Covenants, Conditions and Restrictions for Daybreak Townhome 1 Project on August 27, 2007, as Entry No. 10203902, in Book 9507, beginning at Page 9136 of the official records of Salt Lake County (the "**Previous Amended and Restated Supplement**"). Declarant desires to amend, restate and replace the Previous Amended and Restated Supplement in its entirety.
- E. Declarant desires to add the Townhome Lots to the Project and submit and subject the Townhome Lots to the Declaration (to the extent they were not so formerly added, submitted or subjected), as the terms, conditions, covenants and restrictions of the Declaration now exist or may hereafter be amended.

NOW, THEREFORE, Declarant hereby declares the following:


1. **Definitions.** Unless otherwise defined herein, all capitalized terms shall have the meaning assigned to them in the Declaration.
2. **Submission to Declaration.** Pursuant to Article 14 of the Declaration, Declarant hereby adds the Townhome Lots to the Project and submits and subjects the Townhome Lots to the Declaration (to the extent they were not so formerly added, submitted or subjected), including, without limitation, all covenants, restrictions, easements, conditions, charges and liens set forth in the Declaration. KLRDC and Holmes Homes hereby consent to the submission of the Townhome Lots to the Declaration. The Townhome Lots shall be held, transferred, sold, conveyed and occupied subject to the Declaration, including, without limitation, all covenants, restrictions, easements, conditions, charges, and liens set forth in the Declaration. This Second Amended and Restated Supplement amends, restates and replaces the Previous Amended and Restated Supplement in its entirety.
3. **Full Force and Effect.** The Declaration, as supplemented hereby, shall remain in full force and effect.
4. **Incorporation by Reference.** The Recitals and Exhibit to this Second Amended and Restated Supplement are hereby incorporated by this reference.

[Signatures on Next Page]

IN WITNESS WHEREOF, as of this January 28, 2008, Declarant has executed this Second Amended and Restated Supplement, and KLRDC and Holmes Homes have consented to the same.

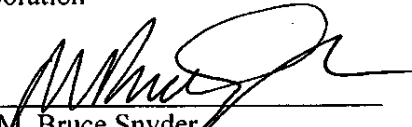
Declarant:

KENNECOTT LAND COMPANY,
a Delaware corporation

By: 
M. Bruce Snyder
Its: Vice President, Residential and
Commercial Development


KLRDC:

**KENNECOTT LAND RESIDENTIAL
DEVELOPMENT COMPANY,** a Delaware
corporation

By: 
M. Bruce Snyder
Its: Vice President, Residential and
Commercial Development

Holmes Homes:

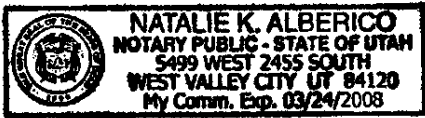
HOLMES HOMES, INC., a Utah corporation

By: 
Name: Heidi Topham
Its: Secretary

STATE OF UTAH)
) SS.
COUNTY OF SALT LAKE)

On January 28, 2008 personally appeared before me, a Notary Public, M. Bruce Snyder,
the Vice President of KENNECOTT LAND COMPANY personally
known or proved to me to be the person whose name is subscribed to the above instrument who
acknowledged to me that he executed the above instrument on behalf of KENNECOTT LAND
COMPANY.

WITNESS my hand and official Seal.



Natalie K. Alberico
Notary Public in and for said State

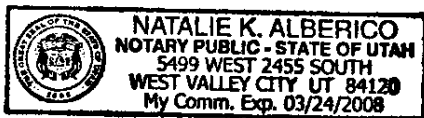
My commission expires: 3/24/2008

[SEAL]

STATE OF UTAH)
) SS.
COUNTY OF SALT LAKE)

On January 28, 2008 personally appeared before me, a Notary Public, M. Bruce Snyder,
the Vice President of KENNECOTT LAND RESIDENTIAL
DEVELOPMENT COMPANY personally known or proved to me to be the person whose name is
subscribed to the above instrument who acknowledged to me that he executed the above instrument
on behalf of KENNECOTT LAND RESIDENTIAL DEVELOPMENT COMPANY.

WITNESS my hand and official Seal.



Natalie K. Alberico
Notary Public in and for said State

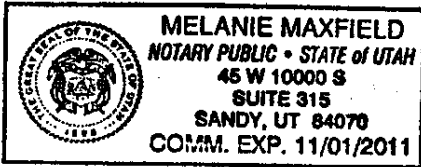
My commission expires: 3/24/2008

[SEAL]

STATE OF UTAH)
) SS.
COUNTY OF SALT LAKE)

On 1/23/08, personally appeared before me, a Notary Public, Heidi Topham
the Secretary of **HOLMES HOMES, INC.**, personally known or
proved to me to be the person whose name is subscribed to the above instrument who
acknowledged to me that he executed the above instrument on behalf of **HOLMES HOMES, INC.**

WITNESS my hand and official Seal.



Melanie Maxfield
Notary Public in and for said State
My commission expires: 11-1-11

[SEAL]

EXHIBIT A
LEGAL DESCRIPTION OF THE TOWNHOME LOTS

TOWN HOME 2 LOTS:

Lots 141, 142, 143, 144, 145, 146, 147, 148, 149, 150, 151, 152, 153, 225, 226, 227, 228, 229, 230, 231, 232, 233, 234, 235, 236, 237, 238, 239, 240, 241, 242, 243, 244, 268, 269, 270, 271, 272, 273, 274, 275, 276, 277, 281, 282, 283, 284, 285, 286, 331, 332, 333, 334, 335, 597, 598, 599, 600, 601, 602, 603, 604, 605, and 606 inclusive of that certain map entitled "Kennecott Daybreak Plat 7B Subdivision Amending Lots 141 thru 153, 225 thru 244, 268 thru 277, 281 thru 286 and 331 thru 335, adding Lots 597 thru 606, and vacating Lots P-130 thru P-133 of the Kennecott Daybreak Plat 7 Subdivision" recorded on January 15, 2008, as Entry No. 10323754, Book 2008P, at Page 12 of the Official Records of Salt Lake County, Utah.

MANSION TOWN HOME LOTS:

Lots 258, 259, 260, 261, 262, 263, 264, 265, 266, 278, 279, and 280 inclusive of that certain map entitled "Kennecott Daybreak Plat 7 Subdivision Amending OS2 and V1 of the Kennecott Master Subdivision #1 and adding a portion of Quitclaim Deed Book 9277 Page 2603 thru 2605," recorded on October 9, 2006, as Entry No. 9869942, Book 2006P, at Page 294 of the Official Records of Salt Lake County.

TOWN HOME 1 LOTS:

Lots 158, 159, 160, 161, 162, 163, 164, 165, 166, 167, 168, 169, 170, 171, 172, 173, 174, 175, 176, 177, 178, 179, 180, 181, 182, 183, 184, 185, 186, 187, 188, 189, 190, 191, 192, 193, 194, 195, 196, 197, 198, 199, 200, and 201 inclusive of that certain map entitled "Kennecott Daybreak Plat 7 Subdivision Amending OS2 and V1 of the Kennecott Master Subdivision #1 and adding a portion of Quitclaim Deed Book 9277 Page 2603 thru 2605," recorded on October 9, 2006, as Entry No. 9869942, Book 2006P, at Page 294 of the Official Records of Salt Lake County.

Lots 382, 383, 384, 385, 386, 387, 388, 389, 390, 391, 392, 393, 394, 395, 396, and 397 inclusive of that certain map entitled "Kennecott Daybreak Plat 7A Subdivision Amending Lots 382 thru 397, Parcels A, B, C, D, E, F, Q & R and Adding Lots 575 thru 596" recorded on August 15, 2007, as Entry No. 10194877, Book 2007P, at Page 339 of the Official Records of Salt Lake County.

ADDITIONAL TOWNHOME LOTS:

Lots 575, 576, 577, 578, 579, 580, 581, 582, 583, 584, 585, 586, 587, 588, 589, 590, 591, 592, 593, 594, 595, and 596 inclusive of that certain map entitled "Kennecott Daybreak Plat 7A Subdivision Amending Lots 382 thru 397, Parcels A, B, C, D, E, F, Q & R and Adding Lots 575 thru 596" recorded on August 15, 2007, as Entry No. 10194877, Book 2007P, at Page 339 of the Official Records of Salt Lake County.

TAX PARCEL NOS.

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