

**AMENDMENT TO DECLARATION
OF COVENANTS, CONDITIONS AND
RESTRICTIONS AND RESERVATION
OF EASEMENTS FOR WILLOW WOOD SOUTH
A CLUSTER SUBDIVISION**

This Amendment is made this 28 day of January, 2000, by CROWN POINTE DEVELOPMENT, INC., a Utah corporation, Declarant, WILLOW WOOD SOUTH OWNERS' ASSOCIATION, a Utah non-profit corporation, and the owners of the properties comprising WILLOW WOOD SOUTH, a cluster subdivision and WILLOW WOOD SOUTH PHASE III, a cluster subdivision.

RECITALS:

A. Declarant caused to be recorded in the office of the Weber County Recorder, State of Utah, that certain Declaration of Covenants, Conditions and Restrictions and Reservation of Easements for Willow Wood South, dated the 16th day of June, 1998, (Declaration) covering the following described real property situate in Weber County, State of Utah, to-wit:

Part of the Northeast Quarter Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Beginning at a point 411.46 feet North and 269.78 feet West of the East Quarter corner of Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Courses: North 89°25'40" West 444.09 feet along the North line of Highland Springs Subdivision; thence North 00°11'18" West 1.31 feet to a tangent curve to the right; thence Northeasterly 92.97 feet to a reverse curve (R=430.00 feet, DELTA=12° 23'17", T=46.67 feet, CH=92.79 feet, CHB=North 06°00'21" East); thence Northeasterly 84.43 feet to the South line of Yorkshire Meadows (R=433.95 feet; DELTA=11°08'51", T=42.35 feet, CH=84.30 feet, CHB=North 06°01'41" East), to a non-tangent line along the South line of said subdivision; thence South 89°07'14" East 427.97 feet to the West line of Bybee Estates

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DOUG CROFTS, WEBER COUNTY RECORDER
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REC FOR: MOUNTAIN.VIEW.TITLE

Subdivision; thence South 00°47'15" West 175.31 feet along said West subdivision line to the point of beginning.

which includes Willow Wood South, a cluster subdivision.

B. Pursuant thereto, Declarant caused to be filed on June 16, 1998, Articles of Incorporation of Willow Wood South Owners' Association, a Utah non-profit corporation (Articles) and adopted Bylaws and an amendment thereto (Bylaws).

C. The signatories hereto desire to amend the Declaration to have the Declaration, Articles and Bylaws to include the following described real property situate in Weber County, State of Utah, which includes Willow Wood South Phase II, a cluster subdivision, to-wit:

Part of the Northeast Quarter of Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Beginning at a point 420.51 feet North and 711.31 feet West of the East Quarter Corner of Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Courses: North 89°04'01" West 276.95 feet along the North line of Highland Springs Subdivision; thence North 00°00'59" West 176.53 feet; to the South line of Yorkshire Meadows; thence South 89°00'03" East 296.34 feet along said subdivision to a non-tangent curve to the right and the West line of Willow Wood Phase 1; thence Southwesterly 82.76 feet along said West line of said Phase 1 (R=448.10 feet; Delta=10°34'54", T=41.50 feet; CH=82.64 feet; CHB=S 06°17'24" West) to a reverse curve along said subdivision; thence Southwesterly 94.43 feet to the West line of said Phase 1 (R=508.10 feet; Delta=10°38'52", T=47.35 feet; CH=94.43 feet; CHB=S 06°15'25" West) to the point of beginning. Contains 50,511 SF/1.160 acres. Basis of bearing: North 89°09'31" West from said East Quarter Corner to the Center of Section 22

D. The property described at paragraph A and at paragraph C are referred to collectively as the "Properties."

E. The Properties have been subdivided into twelve (12) lots, seven (7) in Willow Wood South and five (5) in Willow Wood South, Phase II, pursuant to the provisions of the cluster subdivision ordinance of the City of South Ogden, and laws of the State of Utah.

F. The Recitals in the Declaration not inconsistent with the foregoing are made, by this reference, part of the Recitals herein.

G. The signatories hereto hereby declare that all of the Properties shall be held, sold, conveyed, encumbered, hypothecated, leased, used, occupied, and improved, subject to the easements, restrictions, covenants, conditions, and equitable servitudes contained in the Declaration as amended herein, all of which are for the purpose of uniformly enhancing and protecting the value, attractiveness and desirability of the Properties, in furtherance of a general plan for the protection, maintenance, subdivision, improvements and sale of the Properties, or any portion thereof. The covenants, conditions, restrictions, reservations, easements and equitable servitudes set forth herein shall run with the Properties and shall be binding upon all persons having any right, title or interest in the Properties or any part thereof, their heirs, successors and assigns, and shall inure to the benefit of every portion of the Properties and any interest therein; and shall inure to the benefit of and be binding upon Declarant, its successors in interest and each owner and his respective successors in interest; and may be enforced by any Owner and his successors in interest and by the Association.

Notwithstanding the foregoing, no provision of this Amendment to Declaration shall be construed as to prevent or limit Declarant's rights to complete development of the Properties and construction of improvements therein, no Declarant's rights to maintain model homes, construction, sales, or leasing offices or similar facilities on any property in the Properties owned by Declarant or the Association, or Declarant's right to post signs incidental to construction, sales or leasing.

ARTICLE I

The Declaration shall be and is amended as follows:

1. Section 10 of Article I is amended to read:

"Common Area" shall mean all the real property and improvements, including without limitation, the streets, parking areas, perimeter fence, water and sanitary sewer facilities, and easements and rights-of-way appurtenant to the Properties which are owned by the Association for the common use and enjoyment of the Owners of the Lots. The Common Area to be so owned by the Association at the time of the conveyance of the first Lot shall also include the following described property situate in Weber County, State of Utah, to-wit:

Part of the Northeast Quarter Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Beginning at a point 411.46 feet North and 269.78 feet West of the East Quarter corner of Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Courses: North 89°25'40" West 444.09 feet along the North

line of Highland Springs Subdivision; thence North 00°11'18" West 1.31 feet to a tangent curve to the right; thence Northeasterly 92.97 feet to a reverse curve (R=430.00 feet, DELTA=12° 23'17", T=46.67 feet, CH=92.79 feet, CHB=North 06°00'21" East); thence Northeasterly 84.43 feet to the South line of Yorkshire Meadows (R=433.95 feet; DELTA=11°08'51", T= 42.35 feet, CH=84.30 feet, CHB= North 06°01'41" East), to a non-tangent line along the South line of said subdivision; thence South 89°07'14" East 427.97 feet to the West line of Bybee Estates Subdivision; thence South 00°47'15" West 175.31 feet along said West subdivision line to the point of beginning.

Excluding, however, Lots 1 through 7, inclusive, WILLOW WOOD SOUTH, a Cluster Subdivision

Part of the Northeast Quarter of Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Beginning at a point 420.51 feet North and 711.31 feet West of the East Quarter Corner of Section 22, Township 5 North, Range 1 West, Salt Lake Base and Meridian. Courses: North 89°04'01" West 276.95 feet along the North line of Highland Springs Subdivision; thence North 00°00'59" West 176.53 feet; to the South line of Yorkshire Meadows; thence South 89°00'03" East 296.34 feet along said subdivision to a non-tangent curve to the right and the West line of Willow Wood Phase 1; thence Southwesterly 82.76 feet along said West line of said Phase 1 (R=448.10 feet; Delta=10°34'54", T=41.50 feet; CH=82.64 feet; CHB=S 06°17'24" West) to a reverse curve along said subdivision; thence Southwesterly 94.43 feet to the West line of said Phase 1 (R=508.10 feet; Delta=10°38'52", T=47.35 feet; CH=94.43 feet; CHB=S 06°15'25" West) to the point of beginning. Contains 50,511 SF/1.160 acres. Basis of bearing: North 89°09'31" West from said East Quarter Corner to the Center of Section 22

Excluding however Lots 8, 9, 10, 11 and 12, inclusive, Willow Wood South Phase II, a cluster subdivision.

2. Section 27 of Article I is amended to read:

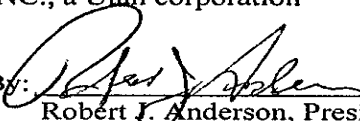
"Section 27. "Properties" shall mean and refer to all o the real property described in paragraphs A and C of the Recitals to this Amendment to the Declaration.

ARTICLE II

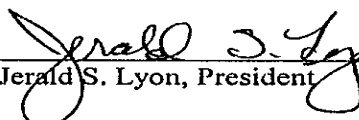
All other provisions of the Declaration not amended herein shall remain the same.

IN WITNESS WHEREOF, the signatories hereto have executed this Amendment to the Declaration as follows:

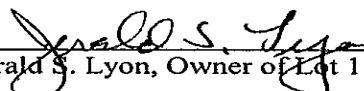
CROWN POINTE DEVELOPMENT,
INC., a Utah corporation

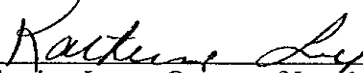
By: 
Robert J. Anderson, President

WILLOW WOOD SOUTH OWNERS'
ASSOCIATION


By: 
Jerald S. Lyon, President

OWNERS IN WILLOW WOOD SOUTH

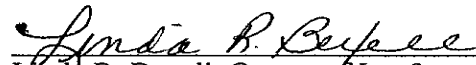

Jerald S. Lyon, Owner of Lot 1


Katherine Lyon, Owner of Lot 1

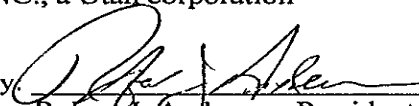

C. Reid Goodliffe, Owner of Lot 2

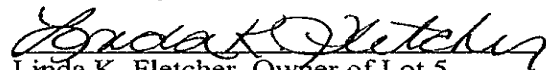

Jane M. Goodliffe, Owner of Lot 2

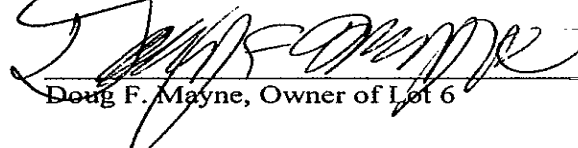

Ronald D. Bexell, Owner of Lot 3



Linda R. Bexell, Owner of Lot 3

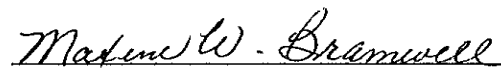
CROWN POINTE DEVELOPMENT,
INC., a Utah corporation

By 
Robert J. Anderson, President
Owner of Lots 4 and 8

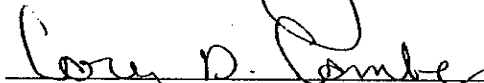

Linda K. Fletcher, Owner of Lot 5


Doug F. Mayne, Owner of Lot 6

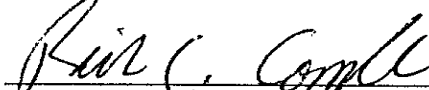

Alicia A. Mayne, Owner of Lot 6


Maxine W. Bramwell, Owner of Lot 7



Linda B. Jones, Owner of Lot 7


Corey D. Combe, Owner of Lot 9

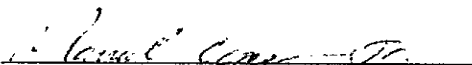

Lenora J. Combe, Owner of Lot 9


Rich C. Combe, Owner of Lot 10


Mikelle S. Combe, Owner of Lot 10


Nathan Weathers, Owner of Lot 11

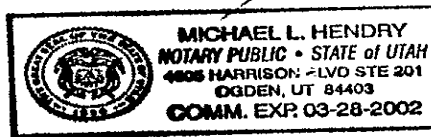

Carrie Weathers, Owner of Lot 11


Manuel Cypers, Jr., Owner of Lot 12

STATE OF UTAH)
) :ss.
COUNTY OF WEBER)

On the 28 day of January, 2000, personally appeared before me ROBERT J. ANDERSON, who being by me first duly sworn did say that he is the President of CROWN POINTE DEVELOPMENT, INC., a Utah corporation, and that the within and foregoing instrument was signed on behalf of said corporation by authority of a resolution of its Board of Directors, and ROBERT J. ANDERSON duly acknowledged to me that said corporation executed the same.


NOTARY PUBLIC



STATE OF UTAH)
) :ss.
COUNTY OF WEBER)

On the 8th day of ~~January~~ ^{February}, 2000, personally appeared before me JERALD S. LYON, who being by me first duly sworn did say that he is the President of WILLOW WOOD SOUTH OWNERS' ASSOCIATION, a Utah non-profit corporation, and that the within and foregoing instrument was signed on behalf of said non-profit corporation by authority of a resolution of its Board of Trustees, and JERALD S. LYON duly acknowledged to me that said non-profit corporation executed the same.


NOTARY PUBLIC



STATE OF UTAH)
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:SS.
COUNTY OF WEBER)

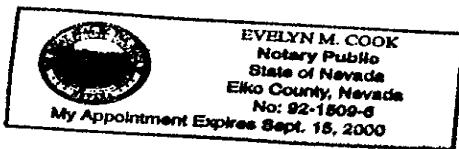
On the 8th day of FEBRUARY, 2000, personally appeared before me JERALD S. LYON and KATHERINE LYON, Owners of Lot 1, WILLOW WOOD SOUTH, a Cluster Subdivision, who duly acknowledged to me that they executed the same.


NOTARY PUBLIC



STATE OF ~~UTAH~~ Nevada)
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:SS.
COUNTY OF WEBER Elko)

On the 18 day of February, 2000, personally appeared before me C. REID GOODLIFFE and JANE M. GOODLIFFE, Owners of Lot 2, WILLOW WOOD SOUTH, a Cluster Subdivision, who duly acknowledged to me that they executed the same.




NOTARY PUBLIC

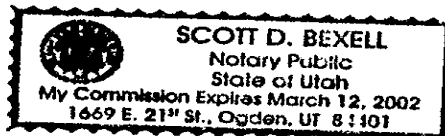
STATE OF UTAH)
)
:SS.
COUNTY OF WEBER)

On the 8th day of FEBRUARY, 2000, personally appeared before me RONALD D. BEXELL and LINDA R. BEKELL, Owners of Lot 3, WILLOW WOOD SOUTH,

a Cluster Subdivision, who duly acknowledged to me that they executed the same.

Scott D. Bexell
NOTARY PUBLIC

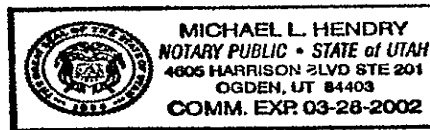
STATE OF UTAH)
 :SS.
COUNTY OF WEBER)



On the 28 day of January, 2000, personally appeared before me ROBERT J. ANDERSON, who being by me first duly sworn did say that he is the President of CROWN POINTE DEVELOPMENT, INC., a Utah corporation, Owner of Lots 4 and 8, WILLOW WOOD SOUTH, a Cluster Subdivision, and that the within and foregoing instrument was signed on behalf of said corporation by authority of a resolution of its Board of Directors, and ROBERT J. ANDERSON duly acknowledged to me that said corporation executed the same.

Robert J. Anderson
NOTARY PUBLIC

STATE OF UTAH)
 :SS.
COUNTY OF WEBER)



On the 30 day of FEBRUARY, 2000, personally appeared before me LINDA K. FLETCHER, Owner of Lot 5, WILLOW WOOD SOUTH, a Cluster Subdivision, who duly acknowledged to me that she executed the same.

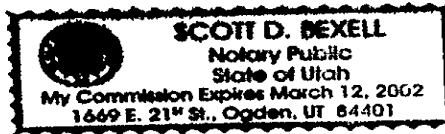
Scott D. Bexell
NOTARY PUBLIC



STATE OF UTAH)
) :ss.
COUNTY OF WEBER)

On the 8TH day of FEBRUARY, 2000, personally appeared before me
DOUG F. MAYNE and ALICIA A. MAYNE, Owners of Lot 6, WILLOW WOOD SOUTH, a
Cluster Subdivision, who duly acknowledged to me that they executed the same.

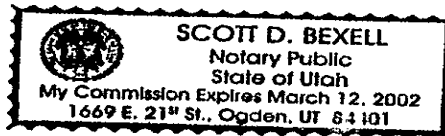

NOTARY PUBLIC



STATE OF UTAH)
) :ss.
COUNTY OF WEBER)

On the 8TH day of FEBRUARY, 2000, personally appeared before me
MAXINE W. BRAMWELL, Owner of Lot 7, WILLOW WOOD SOUTH, a Cluster Subdivision,
who duly acknowledged to me that she executed the same.


NOTARY PUBLIC



STATE OF UTAH)
) :ss.
COUNTY OF WEBER)

On the 8TH day of FEBRUARY, 2000, personally appeared before me

LINDA B. JONES, Owner of Lot 7, WILLOW WOOD SOUTH, a Cluster Subdivision, who duly acknowledged to me that she executed the same.

Scott D. Bexell
NOTARY PUBLIC



STATE OF UTAH)
) :SS.
COUNTY OF WEBER)

On the 28 day of January, 2000, personally appeared before me COREY D. COMBE and LENORA J. COMBE, Owners of Lot 9, WILLOW WOOD SOUTH, a Cluster Subdivision, who duly acknowledged to me that they executed the same.

Michael L. Hendry
NOTARY PUBLIC



STATE OF UTAH)
) :SS.
COUNTY OF WEBER)

On the 28 day of January, 2000, personally appeared before me RICH C. COMBE and MIKELLE S. COMBE, Owners of Lot 10, WILLOW WOOD SOUTH, a Cluster Subdivision, who duly acknowledged to me that they executed the same.

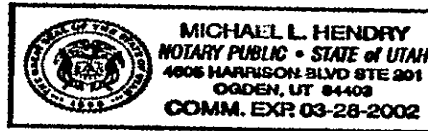
Michael L. Hendry
NOTARY PUBLIC



STATE OF UTAH)
 :ss.
COUNTY OF WEBER)


On the 28 day of January, 2000, personally appeared before me
NATHAN WEATHERS and CARRIE WEATHERS, Owners of Lot 11, WILLOW WOOD
SOUTH, a Cluster Subdivision, who duly acknowledged to me that they executed the same.


NOTARY PUBLIC



STATE OF UTAH)
 :ss.
COUNTY OF WEBER)

On the 28 day of January, 2000, personally appeared before me
MANUEL CYPERS, JR., Owner of Lot 12, WILLOW WOOD SOUTH, a Cluster Subdivision,
who duly acknowledged to me that he executed the same.


NOTARY PUBLIC

