

**SECOND SUPPLEMENT TO
DECLARATION OF EASEMENTS, COVENANTS,
CONDITIONS AND RESTRICTIONS**

OF

WESTGATE RETREAT

Provo, Utah County, Utah

A Planned Unit Development (Expandable)

THIS SECOND SUPPLEMENT TO DECLARATION is made as of this 7th day of March 1994, by WESTGATE, INC., a Utah corporation ("Declarant"), pursuant to the following:

RECITALS:

A. Declarant is the developer of Westgate Retreat, an expandable Planned Unit Development in Provo, Utah (the "Project").

B. On or about January 19, 1994, Declarant caused to be recorded as Entry No. 4901, Book 3348, Page 655, in the office of the Recorder of Utah County, Utah, that certain "Declaration of Easements, Covenants, Conditions and Restrictions of Westgate Retreat, a Planned Unit Development (Expandable) (the "Declaration") relating to the Project.

C. Pursuant to §3.02 of the Declaration, Declarant is permitted to annex into the Project additional real property ("Additional Land") as set forth and described in the Declaration (including any Exhibit thereto) for purposes of development into additional Lots and Common Areas consistent with the existing phases (Plats "A and B") of the Project and with the Declaration.

D. Declarant desires to annex a portion of the Additional Land into the Project for development as Plat "C" of the Project.

NOW, THEREFORE, Declarant hereby declares as follows:

1. All defined terms as used in this Second Supplement to Declaration shall have the same meaning as those set forth and defined in the Declaration.

2. The following described real property situated in the City of Provo, County and State of Utah, is hereby submitted to the provisions of the Declaration and, pursuant thereto, is hereby annexed into the Project to be held, transferred, sold, conveyed and occupied as a part thereof:

Beginning at a point which is North 89° 27' 54" East along the Section Line 942.76 feet and South 2293.99 feet from the North 1/4 Corner of Section 3, Township 7 South, Range 2 East, Salt Lake Base and Meridian; thence South 358.00 feet; thence West 100.00 feet; thence North 68° 11' 55" West 43.08 feet; thence West 102.40 feet; thence North 314.00; thence West 8.63 feet; thence North 00° 44' 50" East 28.00 feet; thence East 250.67 feet to the point of beginning. Containing 1.9524 acres

TOGETHER WITH all easements, rights-of-way, and other appurtenances and rights incident to, appurtenant to, or accompanying the above-described parcel of real property, whether or not the same are reflected on the Plat.

RESERVING UNTO DECLARANT, however, such easements and rights of ingress and egress over, across, through, and under the said property and any improvements (including buildings) now or hereafter constructed thereon as may be reasonably necessary for Declarant (in a manner which is reasonable and not inconsistent with the provisions of the Declaration): (i) to construct and complete each of the buildings and Units and all of the other improvements described in the Declaration or in the Plat recorded concurrently herewith, and to do all things reasonably necessary or proper in connection therewith; (ii) to construct and complete on the Additional Land or any portion thereof such improvements as Declarant shall determine to build in its sole discretion (and whether or not the Additional Land or any portion thereof has been or hereafter will be added to the Development); and (iii) to improve portions of the said property with such other or additional improvements, facilities, or landscaping designed for the use and enjoyment of all the Owners as Declarant may reasonably determine to be appropriate. If, pursuant to the foregoing reservations, the said property or any improvement thereon is traversed or partially occupied by a permanent improvement or utility line, a perpetual easement for such improvement or utility line shall exist. With the exception of such perpetual easements, the reservations hereby effected shall, unless sooner terminated in accordance with their terms, expire twenty (20) years after the date on which the Declaration is filed for record in the office of the County Recorder of Utah County, Utah.

ALL OF THE FOREGOING IS SUBJECT TO all liens for current and future taxes, assessments, and charges imposed or levied by governmental or quasi-governmental authorities; all Patent reservations and exclusions; all mineral reservations of record and rights incident thereto; all instruments of record which affect the above-described real property or any portion thereof, including, without limitation, any Mortgage (and nothing in this paragraph shall be deemed to modify or amend such Mortgage); all visible easements and rights-of-way; all easements and rights-of-way, encroachments, or discrepancies shown on or revealed by the Plat or otherwise existing; an easement for each and every pipe, line, cable, wire, utility line, or similar facility which traverses or partially occupies the said real property at such time as construction of all Development improvements is complete; and all easements necessary for ingress to, egress from, maintenance of, and replacement of all such pipes, lines, cable, wires, utility lines, and similar facilities; AND TO EACH OF THE COVENANTS, EASEMENTS, CONDITIONS AND RESTRICTIONS CONTAINED IN THE DECLARATION AND IN THE VILLAGES OF WESTGATE MASTER DECLARATION, INCORPORATED THEREIN AS FULLY AS IF SET FORTH THEREIN AT LENGTH.

3. Except as amended by the provisions of this Second Supplement to Declaration, the Declaration shall remain unchanged and, together with this Second Supplement to Declaration and all prior supplements thereto, shall constitute the Declaration of Easements, Covenants, Conditions and Restrictions for the Project as expanded by the annexation of the Additional Land described herein.

4. This Second Supplement to Declaration shall be recorded concurrently with the Plat entitled "Plat "C", Westgate Retreat, A Planned Unit Development, Provo City, Utah", prepared and certified to by David V. Thomas (a duly registered Utah Land Surveyor holding Certificate No. 6167), executed and acknowledged by Declarant, accepted by Provo City, and filed for record in the office of the County Recorder of Utah County.

5. This Second Supplement to Declaration shall be the last supplement filed with respect to the Project, all of the allocated Additional Land having been annexed into the Project.

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

DECLARANT:

WESTGATE, INC., a
Utah corporation

By: *H. M. Magleby*
H. M. Magleby, President

STATE OF UTAH)
 : ss.
COUNTY OF UTAH)

On this 7th day of March, 1994, personally appeared before me H. M. Magleby who, being by me duly sworn, did say that he is the President of WESTGATE, INC., a Utah corporation; that said instrument was signed by him in behalf of said corporation pursuant to authority; and that said corporation executed the same.

Sandra Steere
NOTARY PUBLIC

