

FIFTH SUPPLEMENT TO
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
OF

DUTCH FIELDS, P.U.D.

(PHASE VI)

THIS FIFTH SUPPLEMENT TO DECLARATION is made and executed this 22 day of May, 2006, by **WATTS DUTCH FIELDS, L.L.C.**, a Utah limited liability company (hereinafter referred to as "**Declarant**").

RECITALS:

- A. Declarant is the Declarant as identified and set forth in that certain Declaration of Covenants, Conditions and Restrictions of Dutch Fields, P.U.D. dated October 4, 2002, and recorded in the office of the Wasatch County Recorder on October 4, 2002 as Entry No. 249391 in Book 0580 beginning at page 0715 (the "Declaration").
- B. On or about the 17th day of August, 2004, Declarant made and executed that certain First Supplement to Declaration of Covenants, Conditions and Restrictions of Dutch Fields, P.U.D. (Phase II) (herein the "First Supplement"), which First Supplement was recorded in the office of the County Recorder of Wasatch County, State of Utah, on the 15th day of September, 2004, as Entry No. 275223, in Book 0713, beginning at Page 0024. The First Supplement added Phase II to the Project.
- C. On or about the 19th day of April, 2005, Declarant made and executed that certain Second Supplement to Declaration of Covenants, Conditions and Restrictions of Dutch Fields, P.U.D. (Phase III) (herein the "Second Supplement"), which Second Supplement was recorded in the office of the County Recorder of Wasatch County, State of Utah, on the 20th day of April, 2005, as Entry No. 282048, in Book 0749, beginning at Page 0178. The Second Supplement added Phase III to the Project.
- D. On or about the 31st day of July, 2005, Declarant made and executed that certain Third Supplement to Declaration of Covenants, Conditions and Restrictions of Dutch Fields, P.U.D. (Phase IV) (herein the "Third Supplement"), which Third Supplement was recorded in the office of the County Recorder of Wasatch County, State of Utah, on the 18th day of August, 2005, as Entry No. 287310, in Book 777, beginning at Page 761. The Third Supplement added Phase IV to the Project.
- E. On or about the 13th day of October, 2005, Declarant made and executed that certain Fourth Supplement to Declaration of Covenants, Conditions and Restrictions of Dutch Fields, P.U.D. (Phase V) (herein the "Fourth Supplement"), which Fourth Supplement was recorded in the office of the County Recorder of Wasatch County, State of Utah, on the 13th day of October, 2005, as Entry No. 290416, in Book 795, beginning at Page 11. The Fourth Supplement added Phase V to the Project.
- F. Under the terms of the Declaration, Declarant reserved the right to annex certain additional real properties ("Additional Land" or portions thereof) to the provisions of the Declaration and now desires to do the same in order to further the intent of the Declarant as expressed in the Declaration.

NOW, THEREFORE, in consideration of the recitals set forth hereinabove, the Declarant hereby declares and certifies as follows:

1. Submission of Phase VI. Declarant hereby submits the following described real properties, and its interests therein, to the terms, conditions, restrictions, covenants and easements to the terms of the Declaration, as amended:

SEE SCHEDULE "A" ATTACHED HERETO

TOGETHER WITH all easements, rights-of-way, and other appurtenances and rights incident to, appurtenant to, or accompanying the above-described real property (the real property).

RESERVING UNTO DECLARANT, however, such easements and rights of ingress and egress over, across and through and under the above-described tract and any improvements now or hereafter constructed thereon as may be reasonably necessary for Declarant or any assignee of Declarant (in a manner which is reasonable and not inconsistent with the provisions of this Declaration): (i) to construct a Living Unit on each and every Lot; and (ii) to improve the Common Areas with such facilities, including, but not limited to, roads, recreational facilities, walkways and various landscaped areas, designed for the use and enjoyment of all the Members as Declarant may reasonably determine to be appropriate; and (iii) for the benefit of the Additional Land, however developed or utilized, over the real property described on Exhibit "B" attached to the Declaration, whether or not the Additional Land, or portions thereof, is part of the Development. If, pursuant to the foregoing reservation, the above-described tract 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 reservation hereby effected shall, unless sooner terminated in accordance with its terms, expire twenty (20) years after the date on which the Declaration was filed for record in the office of the County Recorder of Wasatch 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 and exclusions; all mineral reservations of record and rights incident thereto; all instruments of record which affect the above-described tract or any portion thereof, including without limitation, any mortgage or deed of trust; all visible easements and rights-of-way; and all easements and rights-of-way of record.

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; any mineral reservations of record and rights incident thereto; all instruments of record which affect the real property or any portion thereof, including, without limitation, any mortgage or deed of trust; all visible easements and rights-of-way;

2. Supplemental Plat. The real properties described in Paragraph 1, and the improvements to be constructed thereon, all of which are submitted to the terms and conditions of the Declaration, are more particularly set forth on a supplemental Plat pertaining to the same, which supplemental Plat shall be recorded with this Supplement.

3. Representations of Declarant. Declarant represents as follows:

a. The annexed real property is part of the Additional Land as identified in the Declaration.

b. By the annexation of the real property described in paragraph 1, the total number of Living Units when completed, will equal one hundred twenty eight (128).

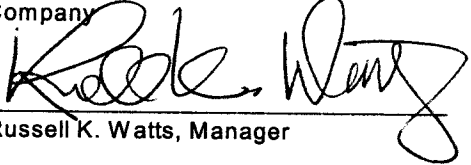
4. Effective Date. This Supplemental Declaration, and the Supplement Plat relative to this addition, shall take effect upon their being filed for record in the office of the County Recorder of Wasatch County, Utah.

EXECUTED the day and year first above written.

Declarant:

WATTS DUTCH FIELDS, L.L.C., a Utah Limited Liability Company

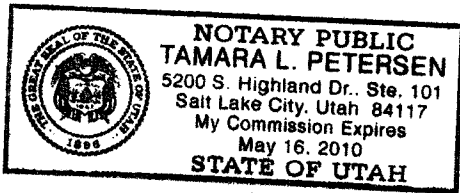
By:


Russell K. Watts, Manager

STATE OF UTAH)
 : ss
COUNTY OF SALT LAKE)

On the 22 day of May, 2006, personally appeared before me Russell K. Watts, who being by me duly sworn did say that he is a Manager of WATTS DUTCH FIELDS, L.L.C., and that the within and foregoing instrument was signed in behalf of said limited liability company by authority of a resolution of its Members and said Russell K. Watts duly acknowledged to me that said limited liability company executed the same.


NOTARY PUBLIC



BOUNDARY DESCRIPTION

BEGINNING AT A POINT LYING ON THE NORTHERLY RIGHT-OF-WAY LINE OF RIVER ROAD AND BEING THE BEGINNING OF A CURVE TO THE RIGHT AND CONCAVE NORTHWESTERLY WITH A RADIUS OF 1,075.93 FEET AND FROM WHICH A RADIAL LINE BEARS NORTH 50°19'26" WEST, SAID POINT OF BEGINNING ALSO LYING SOUTH 89°41'16" WEST 743.05 FEET ALONG THE SECTION LINE AND SOUTH 2235.83 FEET FROM THE WASATCH COUNTY SURVEY MONUMENT FOR THE NORTHEAST QUARTER OF SECTION 26, TOWNSHIP 3 SOUTH, RANGE 4 EAST, SALT LAKE BASE & MERIDIAN, SAID POINT ALSO LYING AT THE BEGINNING OF A CURVE

AND RUNNING THENCE ALONG THE NORTHERLY LINE OF SAID RIGHT-OF-WAY SOUTHWESTERLY 939.01 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 50°00'17" (CHORD BEARS SOUTH 64°40'43" WEST 909.50 FEET); THENCE SOUTH 89°40'51" WEST 76.65 FEET; THENCE NORTH 21°18'40" WEST 381.52 FEET TO THE BEGINNING OF A NON TANGENT CURVE TO THE RIGHT AND CONCAVE SOUTHEASTERLY WITH A RADIUS OF 75.00 FEET AND FROM WHICH A RADIAL LINE BEARS SOUTH 62°25'21" EAST; THENCE NORTHEASTERLY 50.84 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 38°50'07" (CHORD BEARS NORTH 46°59'43" EAST 49.87 FEET) TO THE BEGINNING OF A TANGENT CURVE TO THE LEFT AND CONCAVE NORTHWESTERLY WITH A RADIUS OF 425.00 FEET AND FROM WHICH A RADIAL LINE BEARS NORTH 23°35'13" WEST; THENCE NORTHEASTERLY 61.03 FEET ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 08°13'42" (CHORD BEARS NORTH 62°17'56" EAST 60.98 FEET); THENCE NORTH 39°54'48" WEST 50.57 FEET; THENCE NORTH 48°39'29" WEST 76.81 FEET; THENCE NORTH 68°16'25" EAST 69.21 FEET; THENCE NORTH 67°43'37" EAST 50.03 FEET; THENCE NORTH 76°51'18" EAST 298.44 FEET; THENCE SOUTH 68°12'26" EAST 220.45 FEET; THENCE NORTH 21°47'34" EAST 11.17 FEET; THENCE SOUTH 68°12'26" EAST 283.64 FEET; THENCE SOUTH 71°52'11" EAST 172.20 FEET TO THE POINT OF BEGINNING.

CONTAINING 9.608 ACRES.