

After Recordation return to:

The Lakes at Sleepy Ridge, Inc.
c/o Paul Christensen
5011 Edgewood Drive
Provo Utah 84604

UTCT# 21317 d 21318
8/25/10
**AMENDMENT TO COVENANTS, CONDITIONS AND RESTRICTIONS
OF THE LAKES AT SLEEPY RIDGE
PLANNED RESIDENTIAL UNIT DEVELOPMENT**

Pursuant to the provisions of Section 12.2 of the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF THE LAKES AT SLEEPY RIDGE A PLANNED UNIT DEVELOPMENT, made the 17th day of March, 2006, by The Lakes at Sleepy Ridge, Inc., a Utah corporation, and recorded on April 4, 2006 as Entry No. 40252:2006 of the official records of the County Recorder of Utah County, State of Utah, as previously amended by the SUPPLEMENTAL DECLARATION TO THE DECLARATION OF COVENANTS, CONDITIONS, EASEMENTS AND RESTRICTIONS OF THE LAKES AT SLEEPY RIDGE A PLANNED RESIDENTIAL UNIT DEVELOPMENT, made the 26th day of June, 2007, by The Lakes at Sleepy Ridge, Inc., and recorded on August 17, 2007, as Entry No. 120736:2007 of the official records of the County Recorder of Utah County, State of Utah (collectively referred to herein as the "Declaration"), The Lakes at Sleepy Ridge, Inc., a Utah corporation, and Sleepy Holdings, LLC, a Utah limited liability company (collectively referred to herein as "Declarant") and The Lakes at Sleepy Ridge Home Owners Association, a Utah nonprofit corporation (the "Association"), hereby modify and amend the Declaration, which affects and pertains to that certain real property located in Utah County, State of Utah, more particularly described on Exhibit "A" attached hereto and made a part hereof as follows:

1. **BACKGROUND.** Section 12.2 of the Declaration permits the Declarant and the Association to modify or amend the Declaration. Therefore, Declarant and the Association hereby modify and amend the Declaration as provided herein.

2. **CONSIDERATION.** Declarant acknowledges the proffer and receipt of good and valuable consideration for this Amendment.

3. **MODIFICATION and AMENDMENT.** The following sections of the Declaration are hereby modified and amended as follows:

7.1 General Restrictions and Requirements.

(l) Living Units on all Residential Lots shall have at a minimum a two (2) car attached garage.

(m) Roof and materials shall be tile or architectural shingles as approved by the Design Review Committee.

(n) DELETED IN ITS ENTIRETY.

(aa) Unless the Design Review Committee determines otherwise, the landscaping of the Residential Lots shall conform to the following standards:

(1) Landscaping shall be completed within 12 months of closing on the property.

(2) A minimum of two (2) trees per quarter acre shall be required.

(dd) DELETED IN ITS ENTIRETY.

8.2 Living Unit Requirements. No Living Unit shall be permitted on any Residential Lot wherein the ground floor area of the main structure, exclusive of one story open porches and garages, shall be less than that required by any applicable governmental requirements for the Mixed Use Zone. For the purposes of these covenants, bi-level or split level homes shall be considered as single story homes. The Design Review Committee shall require the front exterior of any home to include some brick, stone, or other masonry; it is desirable that the sides should also have some brick, stone, or other masonry product.

8.3 Living Unit Minimum Size. Minimum size shall be as follows:

(a) Ramblers: 1,400 square feet on the main floor;

(b) Multi-Level/Two Story: 1,700 square feet above ground.

8.4 Minimum Roof Slope. There shall be a minimum roof slope of five (5) inches in every one (1) foot.

8.8 Design Review Committee Rules and Architectural Standards. The Board may, upon recommendation from the Design Review Committee, adopt and file as a matter of public record reasonable rules related to the efficient review of plans and specifications including requirements as to the number of sets of plans and specifications to be submitted, the fixing of a review or variance request fee not to exceed Five Hundred Dollars (\$500) per review or variance request, the details to be shown on plans and specifications, and design guidelines consistent with this Declaration and covering such matters as setbacks, height limitations, restrictions on minimum or maximum size and quality of structures.

8.9 Approval Procedure. The Design Review Committee and any subcommittees thereof shall meet from time to time as necessary to perform the

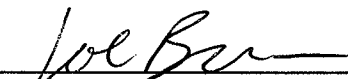
duties of the Design Review Committee. The vote or written consent of a majority of the Design Review Committee or any authorized subcommittee shall constitute the act of the Design Review Committee. Any plans and specifications submitted to the Design Review Committee shall be approved or disapproved within fifteen 15 days after receipt by the Design Review Committee. If the Design Review Committee fails to take action within such period, the plans and specifications shall be deemed to be approved as submitted.

4. SCOPE. Except as otherwise specifically modified or amended by this Amendment, all other provisions of the Declaration, including all Sections and Subsections of the Declaration that are not specifically referred to herein, remain in full force and effect.

5. CERTIFICATION. The undersigned two (2) officers of the Association who execute this Amendment hereby certify that this Amendment has been duly adopted by the affirmative vote of a majority of the Owners within the Association.

IN WITNESS WHEREOF, Declarant and the Association have caused this Amendment to be executed this 2nd day of May 2010 by persons duly authorized to execute the same.

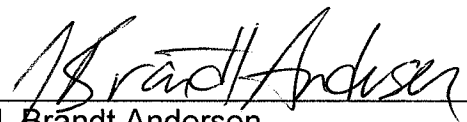
THE LAKES AT SLEEPY RIDGE, INC.,
a Utah corporation

By: 
Title: Manager

SLEEPY HOLDINGS, LLC, a Utah limited liability company

By: USIGHT, LLC, a Utah limited liability company
Title: Manager

By: ANDERSEN GAME, LLC, a Utah limited liability company
Title: Manager

By: 
J. Brändt Andersen
Title: Manager

THE LAKES AT SLEEPY RIDGE HOME OWNERS ASSOCIATION, a Utah nonprofit corporation

By: [Signature]
Title: _____

By: [Signature]
Title: _____

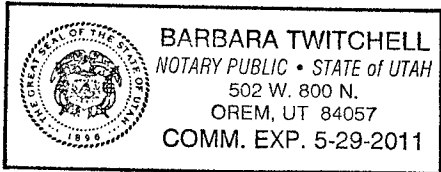
[Signature]

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

The foregoing instrument was acknowledged before me this 21st day of May, 2010, by Joseph Brown in his capacity as the President of The Lakes at Sleepy Ridge, Inc., a Utah corporation.

[Signature]
NOTARY PUBLIC
Residing at: Orem, Utah

My Commission Expires:
5-29-11

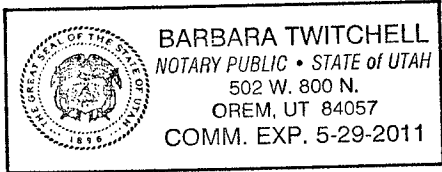


STATE OF UTAH)
) : ss.
COUNTY OF Utah)

The foregoing instrument was acknowledged before me this 21st day of May, 2010, by J. Brandt Andersen, who executed the foregoing instrument in his capacity as the Manager of Andersen Game, LLC, a Utah limited liability company, which is the Manager of USIGHT, LLC, a Utah limited liability company, which is the Manager of Sleepy Holdings, LLC, a Utah limited liability company.

[Signature]
NOTARY PUBLIC
Residing at: Orem, Utah

My Commission Expires:
5-29-11

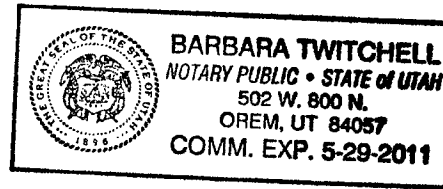


STATE OF UTAH)
)
COUNTY OF Utah) : ss.

The foregoing instrument was acknowledged before me this 21st day of May, 2010, by J. Brandt Andersen, in his capacity as the Trustee of The Lakes at Sleepy Ridge Home Owners Association, a Utah nonprofit corporation.

Barbara Twitchell
NOTARY PUBLIC
Residing at: Orem, Utah

My Commission Expires:
5-29-11

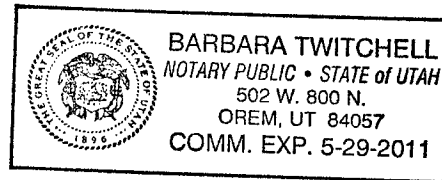


STATE OF UTAH)
)
COUNTY OF Utah) : ss.

The foregoing instrument was acknowledged before me this 21st day of May, 2010, by Joseph Brown, in his capacity as the Trustee of The Lakes at Sleepy Ridge Home Owners Association, a Utah nonprofit corporation.

Barbara Twitchell
NOTARY PUBLIC
Residing at: Orem, Utah

My Commission Expires:
5-29-11



**EXHIBIT A
TO
AMENDMENT TO COVENANTS, CONDITIONS AND
RESTRICTIONS OF THE LAKES AT SLEEPY RIDGE
PLANNED RESIDENTIAL UNIT DEVELOPMENT**

That certain real property located in Utah County, State of Utah, more particularly described on the following two (2) pages.

BOUNDARY DESCRIPTION

Beginning at a point which is South 89°45'46" West, along the section line, 671.90 feet from the North Quarter Corner of Section 20, Township 6 South, Range 2 East, Salt Lake Base and Meridian; and running thence South 51°09'23" West, 14.49 feet; thence South 26°36'04" West, 70.17 feet; thence South 00°55'28" West, 83.29 feet; thence South 26°24'39" East, 101.68 feet; thence South 42°38'46" West, 172.72 feet; thence South 06°08'24" East, 180.86 feet; thence South 68°06'24" West, 60.01 feet; thence South 20°39'59" East, 115.00 feet to a point on a 235.00 foot radius curve to the right; thence 5.96 feet along said curve through a central angle of 1°27'13" (chord bears South 70°03'38" West, 5.96 feet); thence South 29°46'33" West, 49.40 feet; thence South 11°16'39" East, 112.01 feet; thence South 06°09'04" East, 109.03 feet; thence South 07°04'54" West, 126.17 feet; thence South 31°22'13" West, 115.86 feet; thence South 54°28'31" West, 113.48 feet; thence South 63°10'40" West, 96.41 feet; thence South 54°18'27" West, 79.76 feet; thence South 38°17'22" West, 80.07 feet; thence North 51°16'41" West, 112.87 feet to a point on a 240.00 foot radius curve to the left; thence 159.16 feet along said curve through a central angle of 37°59'52" (chord bears South 13°22'28" West, 156.26 feet) to a point on a 270.00 foot radius curve to the right; thence 29.31 feet along said curve through a central angle of 06°13'11" (chord bears South 02°30'52" East, 29.30 feet) to a point on a 530.00 foot radius curve to the left; thence 39.01 feet along said curve through a central angle of 04°13'03" (chord bears South 01°30'48" East, 39.00 feet); thence North 76°56'57" East, 99.28 feet; thence South 10°18'41" East, 84.04 feet; thence South 18°07'58" East, 19.60 feet; thence South 01°35'33" East, 13.42 feet; thence South 03°25'35" West, 27.40 feet; thence South 25°34'36" East, 27.02 feet; thence South 53°14'36" East, 18.06 feet; thence South 18°07'58" East, 64.52 feet; thence South 37°50'33" West, 10.60 feet; thence South 14°56'28" East, 52.39 feet; thence South 25°53'38" East, 23.40 feet; thence South 48°41'24" East, 16.80 feet; thence South 18°07'58" East, 4.48 feet; thence South 09°46'14" East, 10.19 feet; thence South 13°50'32" East, 35.99 feet; thence South 22°16'00" West, 18.29 feet; thence South 08°48'39" East, 19.41 feet; thence South 15°42'42" East, 29.61 feet; thence South 43°22'09" East, 24.18 feet; thence South 37°32'01" West, 75.13 feet; thence South 65°19'12" West, 214.55 feet; thence South 46°57'36" West, 80.56 feet; North 46°57'54" West, 111.31 feet to a point on a 430.00 foot radius curve to the left; thence 19.72 feet along said curve through a central angle of 02°37'39" (chord bears South 43°03'14" West, 19.72 feet) to a point on a 605.00 foot radius curve to the left; thence 0.14 feet along said curve through a central angle of 00°01'36" (chord bears South 41°43'36" West, 0.28 feet); thence South 46°57'54" East, 113.43 feet; thence South 36°58'39" West, 83.57 feet; thence South 15°23'03" West, 66.74 feet; thence South 01°04'02" East, 91.34 feet; thence South 22°53'15" West, 110.50 feet; thence South 42°08'44" West, 127.45 feet; thence South 52°09'59" West, 49.55 feet; thence South 82°49'23" West, 63.56 feet; thence North 66°55'14" West, 523.72 feet; thence North 63°51'21" West, 92.34 feet; thence North 75°25'06" West, 83.01 feet; thence North 84°11'47" West, 87.02 feet; thence South 84°27'44" West, 91.15 feet; thence South 74°23'34" West, 196.24 feet; thence North 45°20'23" West, 203.90 feet; thence North 46°32'01" West, 90.50 feet; thence North 26°14'01" West, 109.55 feet; thence North 43°41'19" East, 92.32 feet to a point on a 130.00 foot radius curve to the left; thence 17.22 feet along said curve through a central angle of 07°35'21" (chord bears North 71°54'05" West, 17.21 feet) to a point on a 170.00 foot radius curve to the right; thence 137.08 feet along said curve through a central angle of 46°12'02" (chord bears North 52°35'44" West, 133.40 feet); thence North 29°29'43" West, 144.98 feet to a point on a point on a 265.00 foot radius curve to the right; thence 101.97 feet along said curve through a central angle of 22°02'46" (chord bears North 18°28'20" West, 101.34 feet) to a point on a 480.00 foot radius curve to the right; thence 226.86 feet along said curve through a central angle of 27°04'46" (chord bears North 06°05'26" East, 224.75 feet) to a point on a 420.00 foot radius curve to the right; thence 96.86 feet along said curve through a central angle of 13°12'48" (chord bears North 26°14'13" East, 96.65 feet); thence North 44°34'01" West, 210.43 feet; thence North 36°30'48" West, 108.21 feet; thence North 31°00'44" West, 114.38 feet; thence North 07°21'16" West, 116.84 feet; thence North 85°28'30" East, 97.10 feet; thence North 85°34'04" East, 2163.44 feet; thence North 00°09'54" West, 882.33 feet; thence North 85°41'34" East, 665.85 feet to a point on a 782.00 foot radius curve to the right; thence 22.64 feet along said curve through a central angle of 01°39'32" (chord bears South 77°05'08" East, 22.64 feet); thence South 76°15'22" East, 195.15 feet to a point on a 718.00 foot radius curve to the left; thence 154.16 feet along said curve through a central angle of 12°18'06" (chord bears South 82°24'25" East, 153.86 feet); thence South 02°17'00" East, 65.13 feet to a point on a 783.00 foot radius curve to the right; thence 172.34 feet along said curve through a central angle of 12°36'40" (chord bears North 82°33'43" West, 172.00 feet); thence North 76°15'22" West, 195.15 feet to a point on a 717.00 foot radius curve to the left; thence 224.88 feet along said curve through a central angle of 17°58'14" (chord bears North 85°14'29" West, 223.96 feet); thence South 04°13'36" East, 15.69 feet; thence South 73°37'14" West, 23.17 feet; thence South 51°09'23" West, 55.68 feet to the point of beginning.

Less & Excepting:

Beginning at a point on a 280.00 radius curve to the left; said point being South 89°45'46" West, along the section line, 1300.92 feet and South 00°14'14" East, 1343.83 feet from the North Quarter Corner of Section 20, Township 6 South, Range 2 East, Salt Lake Base & Meridian; and running thence 130.40 feet along said curve through a central angle of 26°41'00" (chord bears South 07°43'02" West, 129.22 feet) to a point on a 230.00 foot radius curve to the right; thence 24.97 feet along said curve through a central angle of 06°13'11" (chord bears South 02°30'52" East, 24.96 feet) to a point on a 570.00 foot radius curve to the left; thence 78.10 feet along said curve through a central angle of 07°51'02" (chord bears South 03°19'48" East, 78.04 feet); thence South 78°40'46" West, 103.00 feet; thence North 88°40'29" West, 81.15 feet; thence North 62°52'15" West, 116.90 feet; thence South 44°31'15" West, 71.09 feet to a point on a 50.00 foot radius curve to the left; thence 124.74 feet along said curve through a central angle of 142°56'11" (chord bears North 72°32'05" West, 94.81 feet); thence North 36°22'06" West, 23.44 feet; thence North 66°35'27" West, 76.54 feet; thence South 87°14'32" West, 31.21 feet; thence South 23°42'49" West, 84.05 feet; thence South 22°53'19" East, 70.49 feet; thence South 53°41'39" East, 344.52 feet; thence South 71°49'48" East, 127.02 feet; thence South 28°36'47" West, 86.91 feet; thence South 37°03'37" East, 102.20 feet to a point on a 470.00 foot radius curve to the left; thence 46.84 feet along said curve through a central angle of 05°42'36" (chord bears South 44°35'42" West, 46.82 feet) to a point on a 645.00 foot radius curve to the left; thence 60.39 feet along said curve through a central angle of 05°21'51" (chord bears South 39°03'29" West, 60.36 feet); thence North 55°50'21" West, 98.59 feet; thence South 49°52'04" West, 84.36 feet; thence North 28°37'36" West, 99.94 feet; thence North 63°00'58" West, 66.71 feet; thence South 85°26'48" West, 141.22 feet; thence North 32°24'17" West, 61.75 feet; thence North 52°13'27" West, 72.04 feet; thence North 69°58'58" West, 113.39 feet; thence South 65°59'27" West, 112.97 feet; thence North 43°12'39" West, 100.75 feet; thence North 73°32'49" West, 132.81 feet; thence South 52°08'50" West, 159.19 feet; thence North 50°27'18" West, 58.57 feet; thence North 74°39'50" West, 111.31 feet; thence South 72°56'14" West, 86.96 feet; thence South 44°01'17" West, 80.06 feet; thence North 43°28'00" West, 68.51 feet; thence North 88°40'06" West, 28.15 feet; thence South 41°53'56" West, 88.58 feet; thence North 29°29'43" West, 77.15 feet; thence North 60°30'17" East, 90.54 feet; thence North 09°47'15" East, 19.25 feet; thence North 26°21'15" West, 73.72 feet; thence North 03°52'33" West, 84.85 feet; thence North 11°09'32" East, 67.85 feet; thence North 39°02'25" West, 27.49 feet; thence North 76°14'04" West, 86.40 feet to point on a 440.00 foot radius curve to the right; thence 21.84 feet along said curve through a central angle of 02°50'39" (chord bears North 18°12'29" East, 21.84 feet) to a point on a 380.00 foot radius curve to the right; thence 45.60 feet along said curve through a central angle of 06°52'34" (chord bears North 23°04'06" East, 45.58 feet); thence South 56°00'23" East, 83.59 feet; thence North 77°14'07" East, 29.10 feet; thence North 37°17'46" East, 73.68 feet; thence North 46°41'21" East, 79.28 feet; thence North 50°49'29" East, 273.34 feet; thence North 62°35'49" East, 76.10 feet; thence North 77°40'27" East, 95.67 feet; thence North 82°41'35" East, 187.50 feet; thence North 86°19'06" East, 88.35 feet; thence South 86°15'01" East, 92.52 feet; thence North 84°50'19" East, 92.94 feet; thence North 77°19'33" East, 93.05 feet; thence South 50°48'45" East, 93.35 feet; thence South 85°38'20" East, 100.94 feet; thence North 71°59'22" East, 95.36 feet; thence South 61°27'11" East, 109.08 feet; thence South 77°26'37" East, 138.01 feet; thence South 53°20'40" East, 118.44 feet to the point of beginning.