

SUPPLEMENTAL DECLARATION OF
ELFIN COVE, PHASE 3

CHET LOUNSBURY, as Owner of the property described at Exhibit A, and Declarant under that certain Declaration of Covenants, Conditions and Restrictions of ELFIN COVE PHASE I, a Planned Unit Development, filed of record on Feb 25 1994 as Entry No. 459129, Book 797, Pages 804-832 of Official Washington County Records, (hereinafter referred to as the "Declaration") hereby exercises its rights and privileges under said Declaration as follows:

1. Owner and Declarant hereby annexes to Elfin Cove Phases I and II, that certain property known as Elfin Cove, Phase 3, which is the following described property located in the Town of Ivins, County of Washington, State of Utah, including as set forth on that certain Plat filed concurrently herewith:

See Exhibit A attached hereto

2. Lots 14-30 (a total of 17 additional lots) is hereby added to the Project, which lots are included within the descriptions found at Exhibit A and is more particularly set forth in the Plat, respectively, of Elfin Cove, Phase 3 filed concurrently herewith. The total number of lots in the Project is now 30 lots.

3. All lot owners in the new phase described above will become members of the Elfin Cove Owners Association and will be entitled and subject to all rights, powers, privileges, covenants, restrictions, easements, charges and liens as set forth

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in the original Declaration of Elfin Cove, Phase I as supplemented. The annexed land is to be held, sold, conveyed, encumbered, occupied and approved as part of the property, subject to the Declaration, as supplemented.

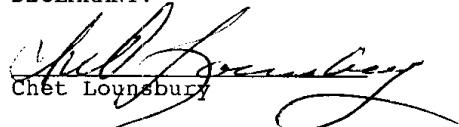
4. Declarant continues to reserve all rights to expand, and such other rights as are conferred in the Declaration. Declarant further reserves the right to grant access for ingress and egress for all utilities to any other project in the area where the roads of this Plat may serve other future projects.

5. The same architectural covenants as contained in the Declaration of Elfin Cove, Phase I shall apply to the Phase described at Exhibit A.

6. The limited common areas shown on the Plat shall be reserved for exclusive use of the adjacent owner as defined by the screen walls between limited common areas. Limited common areas shall be subject to all rights of access for utilities and maintenance in favor of the Association and the affected utility.

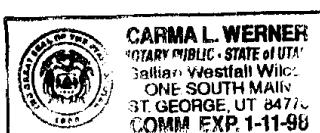
DATED this 1st day of January, 1996.

DECLARANT:


Chet Lounsbury

STATE OF UTAH)
)
) ss.
COUNTY OF WASHINGTON)

On the 2nd day of January, 1996, personally appeared before me Chet Lounsbury, the signer of the foregoing document, who acknowledged to me that he executed the same.



Carmal L. Werner
Notary Public

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