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WHEN RECORDED RETURN TO:
IVORY HOMES
970 E. Woodoak Lane
Salt Lake City, Utah 84117

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07/06/99 3:12 PM 62.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
TAYLORSVILLE CITY
2520 W 4700 S STE.A-2
TAYLORSVILLE, UT 84118
REC BY: A GARAY DEPUTY - WI

FIRST SUPPLEMENT TO THE
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
IVORY HIGHLANDS, P.U.D.

This FIRST SUPPLEMENT to the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS for IVORY HIGHLANDS, is made and executed this 15th day of May, 1999, by IVORY HOMES, a Utah limited partnership, of 970 E. Woodoak Lane, Salt Lake City, Utah 84117 (hereinafter referred to as "Declarant").

RECITALS

Whereas, the Original Declaration of Covenants, Conditions and Restrictions was recorded in the office of the County Recorder of Salt Lake County, Utah on the 2nd day of March, 1999 as Entry No. 7274382 in Book 8254 at Page 7042 of the Official Records of the County Recorder of Salt Lake County, Utah (the "Declaration").

Whereas, the related Plat Map(s) for Phase I of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, under Article III, Section 34 of the Declaration, Declarant reserved an option to expand the Project in accordance with the Declaration.

Whereas, Declarant is the fee simple owner of record of that certain real property located in Salt Lake County, Utah and described with particularity on Exhibit "A-1" attached hereto and incorporated herein by this reference (the "Phase II Property").

Whereas, under the provisions of the Declaration, Declarant expressly reserved the absolute right to add to the Project any or all portions of the Additional Land at any time and in any order, without limitation.

Whereas, Declarant desires to expand the Project by creating on the Phase II Property a residential planned unit development.

Whereas, Declarant now intends that the Phase II Property shall become subject to the Declaration.

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NOW, THEREFORE, for the reasons recited above, and for the benefit of the Project and the Lot Owners thereof, Declarant hereby executes this FIRST SUPPLEMENT to the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS, AND BY-LAWS for IVORY HIGHLANDS.

1. Supplement to Definitions. Article I of the Declaration, entitled "Definitions," is hereby modified to include the following supplemental definitions:

A. First Supplemental Declaration shall mean and refer to this FIRST SUPPLEMENT to the Declaration of Covenants, Conditions and Restrictions for Highland Springs.

B. Phase II Map shall mean and refer to the Plat Map of Phase II of the Project, prepared and certified to by David J. Byrd, a duly registered Utah Land Surveyor holding Certificate No. 161081, and filed for record in the Office of the County Recorder of Salt Lake County, Utah concurrently with the filing of this First Supplemental Declaration.

Except as otherwise herein provided, the definition of terms contained in the Declaration are incorporated herein by this reference.

2. Legal Description. The real property described in Exhibit A-1 is hereby submitted to the provisions of the Declaration and said land shall be held, transferred, sold, conveyed and occupied subject to the provisions of the Declaration as it may be supplemented or amended from time to time.

3. Annexation. Declarant hereby declares that the Phase II Property shall be annexed to and become subject to the Declaration, which, upon recordation of this First Supplemental Declaration, shall constitute and effectuate the expansion of the Project, making the real property described in Exhibit A-1 subject to the functions, powers, rights, duties and jurisdiction of the Association.

4. Total Number of Units Revised. As shown on the Phase II Map, forty (40) new Lots are or will be constructed and/or created in the Project on the Phase II Property. The additional Lots are located within a portion of the Additional Land. Upon the recordation of the Phase II Map and this First Supplemental Declaration, the total number of Lots in the Project will be one hundred and fifteen (115). The additional Lots and the Dwelling Units to be constructed therein are or will be substantially similar in construction, design and quality to the Lots and Dwelling Units in the prior Phase.

5. Percentage Interest Revised. Pursuant to the Declaration, Declarant is required with the additional Lots to reallocate the undivided percentages of ownership interest (the "Percentage Interests"). Exhibit "C" to the Declaration, which sets forth the Percentage Interests, is deleted in its entirety and "Revised Exhibit 'C,'" attached hereto and incorporated herein by this reference, is substituted in lieu thereof.

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6. Effective Date. The effective date of this First Supplemental Declaration and the Phase II Map shall be the date on which said instruments are filed for record in the Office of the County Recorder of Salt Lake County, Utah.

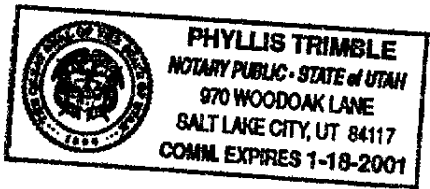
IN WITNESS WHEREOF, Declarant has executed this instrument the day and year first above written.

DECLARANT:
IVORY HOMES, a Utah limited partnership

By: *Ellis R. Ivory*
Title: ELLIS R. IVORY, General Partner

STATE OF UTAH)
)ss:
COUNTY OF SALT LAKE)

On the 24th day of May, 1999, personally appeared before me ELLIS R. IVORY, who by me being duly sworn, did say that he is the General Partner of IVORY HOMES, a Utah limited partnership, and that the within and foregoing instrument was signed in behalf of said partnership pursuant to its Partnership Agreement, and said ELLIS R. IVORY further acknowledged to me that IVORY HOMES, a Utah limited partnership, executed the same.



Phyllis Trimble
Notary Public
Residing at: *SLC, UT*

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EXHIBIT "A-1"
LEGAL DESCRIPTION

The Land referred to in the foregoing document is located in Salt Lake County, Utah and is described more particularly as follows:

Beginning at a point that lies North 89°57'22" West 1148.90 feet along the quarter section line from the Center of Section 21, Township 2 South, Range 1 West, Salt Lake Base & Meridian and running thence along said quarter section line North 89°57'22" West 625.52 feet; thence North 00°06'35" East 350.00 feet; thence North 89°57'22" West 871.20 feet to a point on the West line of the Northwest Quarter of said Section 21; thence along said West line North 00°06'35" East 630.07 feet; thence South 89°53'25" East 60.00 feet; thence South 75°25'13" East 158.26 feet; thence South 57°08'31" East 113.89 feet; thence South 61°09'38" East 702.00 feet; thence South 17°37'31" West 22.47 feet; thence South 89°57'22" East 104.17 feet; thence North 87°45'12" East 50.04 feet; thence South 89°57'22" East 100.00 feet; thence North 09°18'17" East 9.35 feet; thence South 87°16'38" East 104.79 feet; thence North 83°58'53" East 53.65 feet; thence South 89°57'22" East 109.24 feet to a point on the West line of Ivory Highlands Phase 1 according to the official plat thereof; thence along the Westerly line of said Ivory Highlands Phase 1 the following (3) courses: South 00°02'38" West 151.00 feet and South 89°57'22" East 54.89 feet and South 00°01'18" East 380.00 feet to the point of beginning. Property contains 16.455 gross acres, minus 33' ROW on 3200 West, 15.978 net acres.

-POOR COPY-
CO. RECORDER

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REVISED EXHIBIT "C"
PERCENTAGE OF OWNERSHIP INTEREST

PHASE I

<u>LOT NO.</u>	<u>PERCENTAGE OF OWNERSHIP INTEREST</u>
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REVISED EXHIBIT "C"
PERCENTAGE OF OWNERSHIP INTEREST
PHASE II

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