

**SUPPLEMENTAL
DECLARATION OF EASEMENTS, COVENANTS, CONDITIONS,
AND RESTRICTIONS
OF
LYNNBROOK SUBDIVISION**

THIS SUPPLEMENTAL DECLARATION (hereinafter the "Declaration") is made and executed this 22nd day of June, 1995, by Kitchen Planning and Construction, Inc., a Utah corporation (hereinafter "Kitchen Planning"), as the owner of the below described real property.

RECITALS

WHEREAS, Kitchen Planning is the owner of the real property, located in Spanish Fork, Utah, and more particularly described on Exhibit A, (hereinafter the "Supplemental Property").

WHEREAS, Prestige Properties, Inc., a Utah corporation is the developer of the Lynnbrook Subdivision, Spanish Fork, Utah (herein the "Project").

WHEREAS, on June 9th, 1995 Prestige Properties, Inc. executed a Declaration of Easements, Covenants, Conditions and Restrictions of Lynnbrook Subdivision hereinafter the "Declaration") which Declaration was recorded on June 12th, 1995 as Entry No. 37031, Book 3696, Page 635 in the official records of the recorder Utah County, Utah.

WHEREAS, under the terms of Article II of the Declaration of Declarant and Adjoining Owners (as defined in the Declaration) had the right to annex certain Expansion Property (as defined in the Declaration) to the Project.

WHEREAS, the Supplemental Property is part of the Expansion Property.

WHEREAS, Kitchen Planning desires to provide for the preservation of the value of the Supplemental Property by submitting to the provisions of the Declaration.

SUPPLEMENTAL DECLARATION

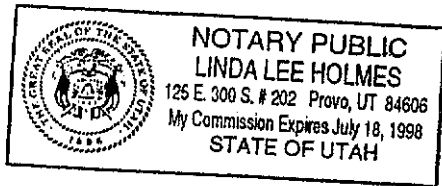
NOW, THEREFORE, Kitchen Planning does hereby make the following declaration:

ENT 76694 BK 3811 PG 298
RANDALL A. COVINGTON
UTAH COUNTY RECORDER
1995 NOV 7 1:46 PM FEE 27.00 BY JD
RECORDED FOR KITCHEN PLANNING AND CONSTR

STATE OF UTAH)
)ss:
COUNTY OF UTAH)

On the 22 day of June, 1995, personally appeared before me _____
Byron Bastian

the signers of the foregoing instrument, who duly acknowledged to me that they executed the same.



Linda Lee Holmes
Notary Public

Exhibit A

ENT 76694 BK 3811 PG 300

Lots 1 through 14 Plat A
K.B. Cove Subdivision

ARTICLE I.

SUBMISSION OF PROPERTY AND INCORPORATION OF DECLARATION

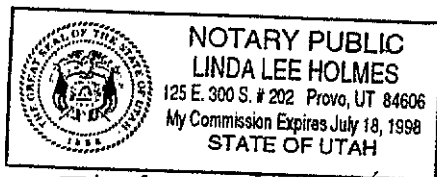
1.1 Submission of Property. Kitchen Planning hereby submits and subjects the real property located in Spanish Fork, Utah County, Utah and more particularly described on Exhibit A, attached hereto and by reference incorporated herein, the buildings, improvements, and other structures located thereon, and all easements, rights and appurtenances incidental thereto (the "Supplemental Property) to the provisions of this Declaration and declares that the Supplemental Property and all such real property, buildings, improvements, structures, easements, rights, and appurtenances are and shall be held, possessed, occupied, used, leased, encumbered, transferred, sold, conveyed, devised and inherited subject to the provisions of the Declaration.

1.2 Incorporation of Declaration. The Declaration, including all of the terms, provisions, easements, covenants, conditions, restrictions, rights, responsibilities, and assessments thereof, are incorporated herein by reference and shall be applicable to the Supplemental Property as fully as if set forth herein verbatim.

1.3 Covenants to Run with Land. This Supplemental Declaration, the Declaration and all the provisions thereof are declared to be and shall constitute covenants which run with the land or equitable servitudes and shall be binding upon and inure to the benefit of Kitchen Planning, Declarant and any and all parties who have acquired or hereafter acquire any interest in the Supplemental Property, or in a Lot or in the Common Areas as the same are defined in the Declaration, their respective grantees, transferees, mortgagees, tenants, heirs, devisees, personal representatives, successors and assigns. Each present and future Owner, Mortgagee, tenant, or occupant of the Supplemental Property or any Lot shall be subject to and shall comply with the provisions of the Declaration and the provisions of any rules and regulations contemplated by the Declaration. Each party acquiring any interest in the Supplemental Property or any Lot thereby consents to and agrees to be bound by all of the provisions of the Declaration.

Dated this 22 day of JUNE 1995.

Kitchen Planning and Construction, Inc.
A Utah corporation



Linda Lee Holmes

By: *[Signature]*
Title: President