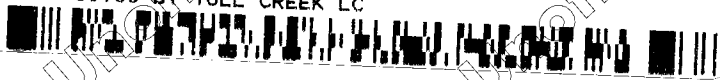


ENTRY NO. 00838525

02/27/2008 11:29:18 AM B: 1916 P: 1360

Amendment PAGE 1/5
ALAN SPRIGGS, SUMMIT COUNTY RECORDER
FEE 60.00 BY TOLL CREEK LC



When Recorded Return to:

Bradley R. Helsten
NELSON CHRISTENSEN & HELSTEN
68 S. Main Street, 6th Floor
Salt Lake City, Utah 84101

**AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS, AND
RESTRICTIONS
OF
TOLL CREEK VILLAGE OFFICE CONDOMINIUMS**

THIS AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS OF TOLL CREEK VILLAGE OFFICE CONDOMINIUMS is made and executed as of this 28th day of December, 2007, by Toll Creek, L.C., a Utah Limited liability company ("Declarant"), pursuant to the authority reserved by Declarant under Article XII of the Declaration.

A. The Declarant previously recorded a DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS OF TOLL CREEK VILLAGE OFFICE CONDOMINIUMS, recorded in Book 1695 at Page 1542, as Entry no. 00734379, Records of Summit County, Utah ("Declaration"); and

B. Declarant has determined to exercise its exclusive and unilateral right and Option to Expand pursuant to Article XII of the Declaration and thereby add a Phase III to the operation of the Declaration.

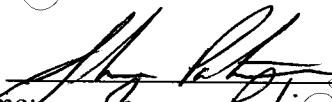
THEREFORE the Declaration shall be amended as follows:

1. Addition of Phase III to Declaration. Phase III, as shown on the Plat recorded in connection with this Amendment is hereby added to the operation of the Declaration. The Additional Land (as defined in the Declaration) that shall be added to the Project under Phase III is described more fully on **Exhibit "A"** attached hereto and by this reference incorporated herein. The additional Units, the reallocation of votes appurtenant to each Unit, the apportionment of Common Expenses, and the percentage of undivided interest in the Common Areas appertaining to the Units is set forth on **Exhibit "B"** attached hereto and incorporated herein by this reference.
2. Easements. The Declarant hereby grants to the owners such easements as may be reasonably necessary for ingress and egress, access, utilities, municipal services and other purposes for Phase III.
3. Ratification. Except as modified the Declarations shall remain in full force and effect.

+42
SF

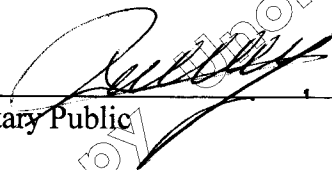
DECLARANT:

TOLL CREEK, L.C.,
a Utah limited liability company

By: 
Name: Shaun Patience
Its: Manager

STATE OF UTAH)
 :SS.
COUNTY OF SUMMIT)

On the 28 day of December, 2007 personally appeared before me Shaun Patience, the Manager of TOLL CREEK, L.C., a Utah limited liability company, who duly acknowledged before me that he/she executed the foregoing instrument for and on behalf of said limited liability company in his/her authorized and stated capacity.


Notary Public

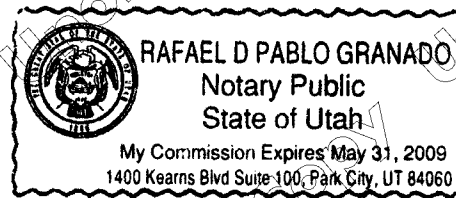


Exhibit "A"

Legal Description of Additional Land

Exhibit "B"

<u>Building Address</u>	<u>Square Footage</u>	<u>Assessment Percentage</u>	<u>Votes</u>
BUILDING 2700			
Unit 10	1185	4.5%	5
Unit 20	304	1.2%	1
Unit 25	206	0.8%	1
Unit 30	1074	4.1%	4
Unit 40	636	2.4%	2
Unit 50	1475	5.7%	6
Unit 60	1075	4.1%	4
Unit 110	827	3.2%	3
Unit 120	976	3.7%	4
Unit 130	1198	4.6%	5
Unit 140	633	2.4%	2
Unit 150	565	2.2%	2
Unit 151	153	0.6%	1
Unit 160	469	1.8%	2
Unit 161	812	3.1%	3
Unit 210	1267	4.9%	5
Unit 220	1148	4.4%	4
Unit 230	552	2.1%	2
Unit 240	552	2.1%	2
Unit A	1077	4.1%	4
Unit B	243	.9%	1
Unit C	181	0.7%	1
Unit D	181	0.7%	1
Unit E	105	0.4%	1
Unit F	108	0.4%	1
Unit G	91	0.4%	1
BUILDING 2720			
Unit 200	1236	4.7%	5
Unit 210	533	2.0%	2
Unit 220	345	1.3%	1
Unit 100	2729	10.4%	10
Unit 130	422	1.6%	2
Unit 140	300	1.2%	1
Unit 145	331	1.3%	1
Unit 150	343	1.3%	1
Unit 155	439	1.7%	2

Unit 10	390	1.5%	1
Unit 20	319	1.2%	1
Unit 30	316	1.2%	1
Unit 40	235	0.9%	1
Unit 50	361	1.4%	1
Unit 60	371	1.4%	1
Unit 70	366	1.4%	1

TOTAL	26129	100%	100
--------------	--------------	-------------	------------

P:\Jennifer Work\BRH\Emerald\Toll Creek\Amendment 1 to Declaration 071707.doc