

WHEN RECORDED RETURN TO:
 IVORY HOMES DEVELOPMENT, LLC.
 970 E. Woodoak Lane
 Salt Lake City, Utah 84117
 (801) 268-0700

9524990
 10/17/2005 03:28 PM \$53.00
 Book - 9204 Pg - 369-372
 GARY W. OTT
 RECORDER, SALT LAKE COUNTY, UTAH
 IVORY DEVELOPMENT LLC
 978 E WOODOAK LN
 SLC UT 84117
 BY: ZJM, DEPUTY - MI 4 P.

**FIRST SUPPLEMENT TO THE
 DECLARATION OF PROTECTIVE COVENANTS
 FOR VALLEY FIELDS PHASE 2**

This FIRST SUPPLEMENT TO THE DECLARATION OF PROTECTIVE COVENANTS FOR VALLEY FIELDS PHASE 2, is made and executed by IVORY HOMES DEVELOPMENT, LLC., a Utah limited liability company, of 970 E. Woodoak Lane, Salt Lake City, Utah 84117 (hereinafter referred to as "Declarant").

RECITALS

Whereas, the Declaration of Protective Covenants for VALLEY FIELDS PHASE 1 Subdivision was recorded in the office of the County Recorder of Salt Lake County, Utah on August 25th, 2005 as Entry No. 9471707 in Book 9178 at Pages 9011-9023 of the Official Records of the County Recorder of Salt Lake County, Utah (the "Declaration").

Whereas, the related Plat Map for Phase 1 of the Project has also been recorded in the office of the County Recorder of Salt Lake County, Utah.

Whereas, under Section 3 of the Declaration, Declarant reserved the unilateral right to expand the subdivision to annex additional land and expand the application of 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-2" attached hereto and incorporated herein by this reference (the "Phase 2 Property").

Whereas, Declarant desires to expand the subdivision by creating on the PHASE 2 Property additional Lots.

Whereas, Declarant now intends that the Phase 2 Property shall become subject to the Declaration.

NOW, THEREFORE, for the reasons recited above, and for the benefit of the subdivision and the Lot Owners thereof, Declarant hereby executes this First Supplement to the Declaration of Protective Covenants for Valley Fields Phase 1.

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 Protective Covenants for Valley Fields Phase 1.

B. **Phase 2 Map** shall mean and refer to the Plat Map of Phase 2 of the Project, prepared and certified to by Ralph Goff, a duly registered Utah Land Surveyor holding Certificate No. 144147, 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.

C. **Subdivision** shall mean and refer to Valley Fields Phase 1 and 2, as it may be amended or expanded from time to time.

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-2 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 2 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-2 subject to this Declaration and the functions, powers, rights, duties and jurisdiction of the ARC.

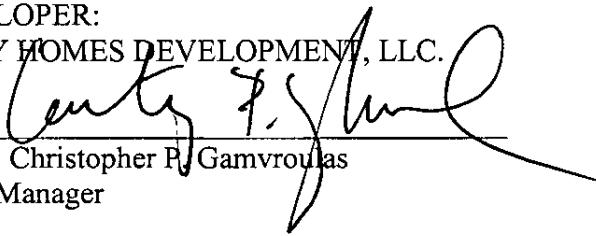
4. **Total Number of Units Revised.** As shown on the Phase 2 Map, eighteen (18) new Lots, Numbers 201-218, are or will be constructed and/or created in the Project on the Phase 2 Property. Upon the recordation of the Phase 2 Map and this First Supplemental Declaration, the total number of Lots in the Project will be thirty-eight (38). The additional Lots (and the homes to be constructed therein) are or will be substantially similar in construction, design and quality to the Lots and homes in the prior Phase.

5. **Effective Date.** The effective date of this First Supplemental Declaration and the Phase 2 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.

Dated the 17 day of ^{Oct.} September, 2005.

DEVELOPER:

IVORY HOMES DEVELOPMENT, LLC.

By: 

Name: Christopher P. Gamvroulas

Title: Manager

ACKNOWLEDGMENT

STATE OF UTAH)
ss:
COUNTY OF SALT LAKE)

The foregoing instrument was acknowledged before me this 17 day October, 2005 by Christopher P. Gamvroulas, the Manager of of IVORY HOMES DEVELOPMENT, LLC., a Utah limited liability company, and said Christopher P. Gamvroulas duly acknowledged to me that said IVORY HOMES DEVELOPMENT, LLC. executed the same.

Donna Perkins
NOTARY PUBLIC
Residing at: *Salt Lake*
My Commission Expires: *5/30/06*

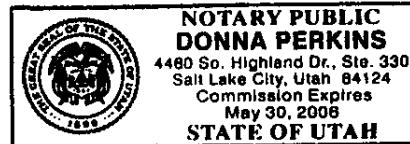


EXHIBIT "A"
LEGAL DESCRIPTION

The Property referred to in the foregoing document as the Valley Fields Phase 2 Property is located in Salt Lake County, Utah and is described more particularly as follows:

*Valley Fields Phase 2
a Portion of Lot M-3,
Vistas at West Ridge No. 1A*

*And that the same has been correctly surveyed and staked on the ground
as shown on this plat. I further certify that all lots meet the area, frontage, and
width requirements as shown on this plat.*

Boundary Description

*A part of Lot M-3, Vistas at Westridge No. 1A Subdivision, located within
the West Half of Section 2, Township 2 South, Range 2 West, Salt Lake Base &
Meridian, U.S. Survey in West Valley City, Salt Lake County, Utah:*

*Beginning at the Southwest Corner of Lot 114, Valley Fields Phase 1
Subdivision being 172.06 feet North 0°06'28" West along the Section Line and
609.15 feet North 89°53'31" East from the West Quarter Corner of said Section 2;
and running thence along said Subdivision the following eight courses: North
89°53'31" East 193.95 feet; North 77°57'14" East 106.32 feet; North 68°33'19"
East 102.57 feet; North 60°18'24" East 80.96 feet; North 0°07'41" West 40.30 feet;
North 89°53'31" East 100.10 feet; South 48°34'14" East 74.70 feet and North
89°52'19" East 100.02 feet to the Southeast Corner of Lot 120 of said Subdivision
and the West Line of Lot 23 Vistas at West Ridge No. 1A, being on the Sixteenth
Section Line; thence South 0°07'26" East 261.49 feet along the Sixteenth Section
Line to the Quarter Section Line; thence South 0°07'41" East 138.51 feet along the
Sixteenth Section Line; thence South 89°52'19" West 100.00 feet; thence South
74°48'03" West 58.00 feet; thence South 89°52'19" West 100.00 feet; thence North
0°07'41" West 9.00 feet; thence South 89°52'19" West 166.00 feet; thence North
0°07'41" West 50.20 feet; thence South 89°52'19" West 104.00 feet; thence South
85°04'56" West 104.42 feet; thence South 73°37'08" West 108.34 feet; thence
North 0°06'29" West 144.09 feet; thence North 13°55'41" East 57.72 feet; thence
North 0°06'29" West 105.00 feet to the point of beginning.*

*Contains: 257,834 sq. ft.
or 5.919 acres - 18 Lots*