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Gary W. Ott
Recorder, Salt Lake County, UT
CENTURY TITLE
BY: eCASH, DEPUTY - EF 4 P.

When recorded mail to:
River Oaks Estates, L.C., a
Utah limited liability company
1040 East 800 North
Orem, Utah 84097
CSC 16110

**AMENDMENT TO
DECLARATION OF COVENANTS, CONDITIONS,
EASEMENTS, RESERVATIONS AND RESTRICTIONS**

**RIVER OAKS ESTATES PLANNED DEVELOPMENT
West Jordan, Utah**

**THIS AMENDMENT TO DECLARATION OF COVENANTS,
CONDITIONS, EASEMENTS, RESERVATIONS AND RESTRICTIONS** (the
"Declaration) is made as of this 30th day of June, 2006, by **RIVER OAKS
ESTATES, L.C.**, a Utah limited liability company (the Declarant"), in the capacity
as an owner and as the developer of the real property herein described to which
this Declaration is applicable .

A. On or about November 28, 2005, Declarant, as record owner of
certain undeveloped real property located in the City of West Jordan Salt Lake
County, Utah (the "Property") recorded that certain document entitled Declaration
of Covenants, Conditions, and Restrictions dated August 1, 2005, as Entry No.
9564337, in Book No. 9222, at Page No. 2853, records of Salt Lake County,
Utah, Which Covenants, Conditions, and Restrictions were amended and
restated on the 24th day of April, 2006, recorded April 24, 2006 as Entry No.
9701937 in Book 9284 at Page 466-504 records of Salt Lake County, Utah,
which were rerecorded on April 26, 2006 as Entry No. 9705495 in Book 9285 at
Page 7154-7192 records of Salt Lake County, Utah

B. Declarant desires by this Declaration to amend the Amended and
Restated Declaration as to the following restrictions and to include the coverage
of this amendment to all of the Declarant's Property.

NOW THEREFORE, Declarant hereby declares as follows:

DECLARANT HEREBY DECLARES that the Amended and Restated
Declaration is amended by this Declaration which is substituted in the place and
stead of the Amended and Restated Declaration as to the following:

Amendment to Recorded CC & R's:
Reflects changes to 7.4, 7.6 and 7.8 found on pages 20-21 of the
Amended and Restated Covenants, Conditions and Restrictions of River
Oaks Estates Planned Development

- 7.4 Dwelling Size.** Dwelling size requirements are as follows:
- (a) A One-story home shall be not less than 1900 livable square feet on the main floor and not less than 3800 livable square feet for the entire residence.
 - (b) A two-story home shall have not less than 1900 livable square feet on the main floor and not less than 3800 livable square feet for the entire residence.
 - (c) A Multi-level home means a home with more than one level above grade. A multi-level home shall be not less than 1900 livable square feet on the main floor and not less than 3800 livable square feet for the entire residence.
 - (d) Special Exception to the above minimum size requirements may be granted by the Committee if it is demonstrated that a particular property cannot comply with the requirements because of irregular lot shape, extreme topography or limited lot size.
 - (e) Floor Plate Reductions. Notwithstanding the foregoing, any second level above grade of a Dwelling cannot be more than 75% of the square footage of the first level above grade, and any third level of a Dwelling cannot be more than 75% of the square footage of the second level.
 - (f) Livable square feet means the living space area, which shall be calculated from the horizontal exterior dimensions of all levels excluding porches, garages, patios, decks, and unoccupied structures.

7.5 Dwelling Height and Width. Dwelling height and width shall be governed by the City requirements. Minimum building length along the frontage of each lot shall be 55 feet.

7.6 Dwelling Setback and Placement. No building shall be erected upon any Lot which would cause any part thereof, including deck supporting piers and any detached permanent structure, to be (a) closer than thirty feet to the front property line of said premises which extends along a platted street in the subdivisions; (b) closer than ten feet to any side property line; or (c) closer than thirty feet to any rear property line which backs up to another lot. Side entry garages may set back 25' from the front property line. Property line shall be determined by a licensed Utah surveyor. Roof eaves, overhangs or any other cantilevered structure may extend into the required setback as allowed and permitted by the local building authority.

7.7 Residence Design and Style. The purpose of the Architectural Guidelines is to maintain the design, style, quality and value of the homes located in the Covered Property.

7.8 Exterior Materials. The residence shall be built with all facades utilizing either brick or stone in the following capacities. Brick or stone shall be used for the majority of the front and at a minimum a stone or brick wainscot shall be utilized for the sides and rear of the structure, unless otherwise approved by the Committee. The color of all masonry used shall be disclosed to the

Committee and Owners must submit samples. Homes finished in mostly brick or stone may be required to provide additional accents and relief. Siding and stucco areas in limited capacities are permitted. Stain grade wood siding exteriors are not permitted. Stain grade wood accents such as trim, entry details, shutters and similar accents shall be considered on a case by case basis by the Committee. Stucco may only be used at a maximum of 20% of the total exterior surface of a façade. When brick and stone are both used on the same elevation the color and contrast should be subtle and complimentary.

The covenants, conditions and restrictions contained herein are intended to, and shall in all cases run with the title of the land, and be binding upon the successors, assigns, heirs, and any other person holding any ownership or possessory interest in the Covered Property, and shall inure to the benefit of all other lots in the Covered Property.

Executed as of the date stated above.

RIVER OAKS ESTATES, LIMITED
LIABILITY COMPANY, a Utah limited
liability company

By Robert Barrus
Robert Barrus, Manager

STATE OF UTAH)
 :SS.
COUNTY OF UTAH)

The foregoing instrument was acknowledged before me this 30 of June, 2006, by Robert Barrus, manager of River Oaks Estates, Limited Liability Company, a Utah limited liability company.

Susan Palmer
NOTARY PUBLIC
Residing at: Mapleton, Utah

My Commission Expires: 8/27/08

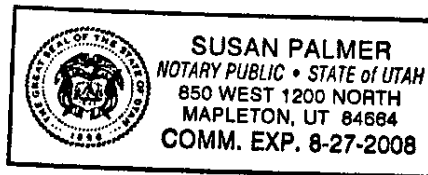


Exhibit "A"

Lots 1 through 47, RIVER OAKS ESTATES SUBDIVISION, West Jordan, Salt Lake County, Utah, according to the official plat thereof on file and of record in the office of the Recorder, Salt Lake County, Utah.

27-02-329-0001-0047