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Book - 9366 Pg - 6341-6345
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
ARIMO CORPORATION
P O BOX 540478
NORTH SALT LAKE UT 84054
BY: KAM, DEPUTY - WI 5 P.

When recorded, mail to:
ARIMO CORPORATION
P.O. Box 540478
North Salt Lake, UT 84054

**SUPPLEMENT NUMBER TWO
TO
DECLARATION OF COVENANTS, CONDITIONS
AND RESTRICTIONS OF
NORTH COVE ESTATES**

THIS SUPPLEMENT NUMBER TWO TO DECLARATION is made pursuant to the provisions of Section 15 of the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS OF NORTH COVE ESTATES (hereinafter "Declaration"), recorded August 9th, 1991, as Entry No. 5109722 in Book 6344, on Pages 2586 to 2627 in the Salt Lake County Recorder's office.

The Declaration provides that in connection with the filing of each subdivision plat within the Property (as defined in the Declaration), the Declarant shall file a Supplement with the Salt Lake County Recorder's office. The Supplement is to contain a description of the Lots (and the plats and/or Subdivisions in which located), included in or added to the North Cove Estates Homeowners Association ("Association"), the total Lots then included within the Property, the Assessment and Voting Unit(s) or fractional Unit attributed to each Lot in the Property, and the then percentage of the total allocation of assessments attributed to each Lot in the Subdivision and to each Lot in all Subdivisions then filed within the Property.

A Subdivision plat for North Cove Estates Plat A was recorded on August 9th, 1991, as Entry No. 5109724 at Book 91-8, Page 123 in the Salt Lake County Recorder's office (hereinafter "Plat A").

A Subdivision plat for North Cove Estates Plat B was recorded on August 9th, 1991, as Entry No. 5109725, at Book 91-8, Page 124 in the Salt Lake County Recorder's office (hereinafter "Plat B").

A Subdivision plat for North Cove Estates Plat A and B Amended was recorded on June 20th, 2001 as Entry No. 7927364, at Book 2001P, Page 166 in the Salt Lake County Recorder's office.

A Subdivision plat for North Cove Estates Plat C was recorded on April 16th, 1992,

as Entry No. 5237660, at Book 92-4, Page 73 in the Salt Lake County Recorder's office (hereinafter "Plat C").

A Subdivision plat for North Cove Estates Plat D was recorded on April 16th, 1992, as Entry No. 5237661, at Book 92-4, Page 74 in the Salt Lake County Recorder's office (hereinafter "Plat D").

A Subdivision plat for North Cove Estates Plat E was recorded on April 16th, 1992, as Entry No. 5237662, at Book 92-4 Page 75 in the Salt Lake County Recorder's office (hereinafter "Plat E").

A Subdivision plat for North Cove Estates Lot 601 P.U.D. Subdivision was recorded on 17 October, 2006, as Entry No. 9878472, at Book 9366, page 6340 in the Salt Lake County Recorder's office (hereinafter the "Lot 601 Plat")

The total number of Lots included in the Association as a result of the recording of Plat "A", Plat "B", Plat "C", Plat "D", Plat "E", and the Lot 601 Plat is forty-four (44), consisting of Lots 101*, 102, 103, 104, 105, 106, 107, and 108 in Plat "A"; Lots 201, 202, 203, 204, 205, 206, 207, 208, 209, 210, 211, 212 and 213 in Plat "B"; Lots 301, 302, 303, 304, 305, 306, 307 and 308 in Plat "C"; Lots 401, 402, 403, 404, 405, 406, 407, 408, 409, 410, and 411; Lots 501, 502, and 503 in Plat "E"; and Lot 601 in the Lot 601 Plat.

The Unit(s) allocated to the forty-four (44) Lots now included in the Association and the resulting percentage of the total assessment is as shown on Exhibit "A" attached hereto and by this reference made a part hereof.

IN WITNESS WHEREOF, the undersigned has executed this document this 5th day of October, 2006.

ATTEST:

ENSIGN DOWNS, INC.

Christopher F. Robinson
Christopher F. Robinson

By: Alexander J. Robinson
Alexander J. Robinson, President

STATE OF UTAH)
: ss.
COUNTY OF DAVIS)

On the 5th day of OCTOBER, A.D. 2006, personally appeared before me ALEXANDER J. ROBINSON and CHRISTOPHER F. ROBINSON who being by me duly sworn did say, each for himself, that he, the said ALEXANDER J. ROBINSON, is the president and that he, the said CHRISTOPHER F. ROBINSON is the secretary of ENSIGN DOWNS, INC. and that the within and foregoing instrument was signed on behalf of said corporation.

Deanna L. Stookey
NOTARY PUBLIC

Residing at: _____

My Commission Expires:

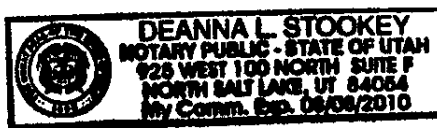


EXHIBIT "A"
TO
SUPPLEMENT NUMBER TWO
TO DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS OF
NORTH COVE ESTATES

LOT NUMBER	PLAT NAME	VOTING AND ASSESSMENT UNIT(S)	PERCENTAGE
*101	A	NONE	NONE
102 -	A	0.50	1.1834%
103 -	A	0.75	1.7751%
104 -	A	0.75	1.7751%
105 -	A	1.00	2.3669%
106 -	A	0.50	1.1834%
107 -	A	0.50	1.1834%
108 -	A	0.50	1.1834%
201 -	B	1.00	2.3669%
202 -	B	1.00	2.3669%
203 -	B	1.00	2.3669%
204 -	B	1.00	2.3669%
205 -	B	1.00	2.3669%
206 -	B	1.00	2.3669%
207 -	B	1.00	2.3669%
208 -	B	1.00	2.3669%
209 -	B	1.00	2.3669%
210 -	B	1.00	2.3669%
211 -	B	2.00	4.7337%
212 -	B	1.00	2.3669%
213 -	B	1.00	2.3669%
301 -	C	1.00	2.3669%
302 -	C	1.00	2.3669%
303 -	C	1.00	2.3669%
304 -	C	1.00	2.3669%
305 -	C	1.00	2.3669%
306 -	C	1.00	2.3669%
307 -	C	1.00	2.3669%
308 -	C	1.00	2.3669%

EXHIBIT "A"
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NORTH COVE ESTATES

LOT NUMBER	PLAT NAME	VOTING AND ASSESSMENT UNIT(S)	PERCENTAGE
401 -	D	1.00	2.3669%
402 -	D	1.00	2.3669%
403 -	D	1.00	2.3669%
404 -	D	1.38	3.2544%
405 -	D	1.00	2.3669%
406 -	D	1.00	2.3669%
407 -	D	1.00	2.3669%
408 -	D	1.00	2.3669%
409 -	D	1.00	2.3669%
410 -	D	1.00	2.3669%
411 -	D	1.00	2.3669%
501 -	E	1.00	2.3669%
502 -	E	1.00	2.3669%
503 -	E	1.38	3.2544%
601 -	LOT 601 PLAT	1.00	2.3669%
TOTALS		42.25	100.0000%

* Lot 101 of Plat "A" is not attributed any unit or percentage and is not subject to assessment because it is owned by the Association and shall be held and maintained as open space.)