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ENT 27319:2010 PG 1 of 8
RODNEY D. CAMPBELL
UTAH COUNTY RECORDER
2010 Apr 05 10:17 am FEE 820.00 BY CS
RECORDED FOR RICHARDS KIMBLE & WINN

After Recording Return To:
Richards, Kimble & Winn, P.C.
2040 E. Murray Holladay Rd., Suite 106
SLC, UT 84117

**FIRST AMENDMENT TO THE
AMENDED AND RESTATED
DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND
EASEMENTS
FOR
SARATOGA SPRINGS SUBDIVISION**

GENERAL RECITALS

A. The property described herein was originally subjected to a **“Master Declaration of Covenants, Conditions, Restrictions and Easements for Saratoga Springs No. 1”** was recorded as Document Entry No. 12514:1997, in book 4195, in the Utah County Recorder’s Office (**“the Original Declaration”**);

B. The Original Declaration was amended several times to allow for the annexation of additional property into the Saratoga Springs Community;

C. An **Amended and Restated Master Declaration of Covenants, Conditions, Restriction and Easements for Saratoga Springs Subdivision** was recorded as Entry No. 8402:2006, on January 24, 2006, in the Utah County Recorder’s Office (**“Amended Master Declaration”**);

D. As a result of these various annexations, some **“Sub-Associations”** were created by various builders within the boundaries of the Saratoga Springs Community;

E. The following amendments serve the primary purposes of more accurately defining the relationship between the **“Master Association”** and each **“Sub-Association”** and to help ensure that the overall Saratoga Springs Subdivision functions in an organized, structured and accountable fashion. Furthermore, these amendments allow the Grantor/Declarant to retain its Class B voting rights until such time as the total outstanding Class A votes exceed the total votes of the outstanding Class B votes.

F. Pursuant to Article XIV of the Declaration, these amendments were properly proposed and necessary approvals to amend the Declaration were duly received to adopt and record this amendment.

ENT 27319:2010 PG 2 of 8

NOW, THEREFORE, the Association hereby adopts the following amendments to read as stated below:

ARTICLE III – DEFINITIONS

Association: Saratoga Springs Owners Association, Inc., (the Master Association) a Utah non-profit corporation. Any reference to “Association” shall also mean a reference to the “Master Association”.

Board: The duly elected and qualified Board of Directors of the Saratoga Springs Owners Association.

Master Association: Saratoga Springs Owners Association, Inc. (Association) a Utah non-profit corporation. Any references to “Master Association” shall also mean a reference to “Association.”

Sub-Association: A Utah non-profit corporation or unincorporated Sub-Association organized by the Grantor or by any Owner(s) pursuant to a Supplemental Declaration approved and consented to by the Grantor for any specific tract or parcel or subdivision within the Subdivision.

Sub-Association Board: The duly elected and qualified Board of Directors or Management Committee of a Sub-Association of the Master Association.

ARTICLE VI – SARATOGA SPRINGS OWNERS ASSOCIATION, INC.

Section 6.02. Sub-Association(s). Until full and final completion of the Development, the Grantor shall have the sole and absolute right to create one or more Sub-Associations for purposes not inconsistent with this Master Declaration including, but not limited to, the following which shall be provided for in this Master Declaration or, a Master Board Resolution, or a Supplemental Declaration:

- (a) Acquire and improve any Lot, tract, parcel or portion of the Subdivision.
- (b) Promulgate rules and regulations governing Common Area owned by or under the control of the Sub-Association and rules and regulations governing the reasonable use of Lots.
- (c) Determine the services, in addition to those furnished by the Master Association, which are to be furnished to or for the benefit of the Members of the Sub-Association.
- (d) Assess and certify to the Master Association for collection the Regular, Special and Limited Assessments required to meet the estimated cash needs of the Sub-Association.
- (e) Authorizing the Master Association to review the financial viability, reserve funding and all insurance requirements of any Sub-Association to help ensure that any such funding requirements are being met.

ENT 27319:2010 PG 3 of 8

The Articles of Incorporation, Bylaws, rules, regulations and the Supplemental Declaration(s) relating to a Sub-Association shall not be inconsistent with the terms and provisions of this Master Declaration and any inconsistency shall be governed by this Master Declaration. Unless earlier consented to in writing by the Grantor, after completion of Development of the Subdivision, Sub-Associations may be formed by any Owner or group of Owners with the approval of the Board and by satisfying all necessary legal requirements including, but not limited to, the preparation, execution and recording of a Supplemental Declaration.

Except as provided to the contrary in this Master Declaration or unless specifically provided to the contrary in the Supplemental Declaration relating to a Sub-Association, the provisions of this Article shall be applicable to and shall regulate each Sub-Association

Section 6.03. Relationship Between Association and Sub-Associations. It is the purpose and intent of the provisions of this Amended and Restated Master Declaration that the Master Association shall be charged with and be responsible for the management of all activities in the Subdivision. In addition to being bound by the terms of this Master Declaration, a Sub-Association may adopt covenants and rules more restrictive than stated herein. Moreover, in addition to all other duties and responsibilities set forth in this Master Declaration, the Master Association shall have the following authority.

- (a) The approval of all rules and regulations of each Sub-Association.
- (b) The levy and collection of a Sub-Association's Assessments which have been certified by the Sub-Association Board to the Master Association.
- (c) Approving the general operating budget, reserve funding and insurance funding for any Sub-Association.
- (d) The Sub-Association shall have the primary obligation to ensure that its covenants, rules and regulations are being adhered to and enforced. If, in the reasonable judgment of the Master Association Board of Directors such duties are not being performed within a Sub-Association, then the Master Association may enforce the Sub-Association's covenants, rules and regulations. In the event that attorney fees or other costs are incurred to enforce the same, including remedial efforts to landscaping, etc., these expenditures shall be the obligation of the Sub-Association.
- (e) The Master Association may assign additional duties to a Sub-Association.

Nothing herein contained shall restrict or prohibit a Sub-Association from owning, in its own name, Common Area or other property related thereto, the use of which shall be restricted to Members of that Sub-Association. However, it is the intent of this Amended and Restated Master Declaration that any such Common Area owned by a Sub-Association, the use and maintenance thereof and the activities of the Sub-Association, shall be consistent with and in furtherance of the Project Objectives and the terms and provisions of this Master Declaration to assure that the whole of the Subdivision is developed and approved as a quality residential community. By a majority vote of the Master Association Board of Directors, decisions of a Sub-Association Board/Management Committee can be over-ruled and the issue would then be sent to the members of the Sub-Association to vote upon directly.

ENT 27319:2010 PG 4 of 8

It is the purpose and intent of this Master Declaration that the Master Association shall have concurrent jurisdiction and authority over all Sub-Associations. Specifically, all lots or units within a Sub-Association shall be bound by the terms of this Declaration and the terms herein shall be covenants that run with the land within each Sub-Association. As stated above, the Master Association shall have the authority to enforce all covenants, conditions, restrictions and rules contained in, or originating from, this Master Declaration and Master Association's Bylaws upon the Sub-Association.

Moreover, in the event that a Sub-Association, by and through its governing body, fails or refuses to enforce the specific covenants, condition, restrictions, bylaws or rules and regulations applicable to any Sub-Association then the Master Association shall have jurisdiction and authority and may enforce the terms of any Sub-Association's governing documents or provisions (including but not limited to a supplemental declaration, bylaws, rules and regulations).

As an example, but in no way a limitation, the Master Association may require and/or compel Owners within a Sub-Association to maintain their lots/units to a standard consistent with the Sub-Association's Declaration, Bylaws, rules and architectural requirements. The Master Association may require and/or compel Sub-Association common area that has fallen into a state of disrepair to be adequately repaired or maintained by the Sub-Association Owners.

In the event that a Sub-Association has not elected a Board of Trustees/Management Committee, for whatever reason, the Master Association may appoint a transitional governing body (which may or may not include members of the Sub-Association) to serve until a Board of Trustees/Management Committee has been elected by Sub-Association Owners to fulfill the obligations contained within this Declaration and the Sub-Association's governing documents. Such transitional governing body shall have all powers, rights and authority as if originally established under the Sub-Association's Articles, Declaration and Bylaws. The Master Association may assess Sub-Association members to fund a Limited Assessment and may require and/or compel that a Sub-Association adequately budget and fund a contingency or reserve fund. In the event that the Master Association is required to spend Master Association funds to exercise its rights under this Section, then the Master Association shall assess such Sub-Association's Owners the costs thereof which shall for all purposes be treated in the same manner as all other assessments under this Master Declaration.

Section 6.05. Voting. The Association (and each Sub-Association) shall have two (2) classes of voting membership:

CLASS A: Class A Members shall be all Owners of Lots within the Subdivision with the exception of the Grantor, and shall be entitled to one (1) vote for each Lot owned.

CLASS B: Class B Members shall be the Grantor, and its successors in title to a Lot(s), which Lot(s) is held by such successor in an unimproved condition (i.e., without a residential dwelling thereon) for resale to a builder or other person for the purpose of constructing thereon a residential dwelling, and to which successor the Grantor has specifically granted such Class B voting rights in writing; provided, that if such voting rights are not so granted, such successor shall be entitled to the voting rights of a Class A Member with respect to each Lot owned. Upon the first sale of a Lot an Owner, the Grantor shall thereupon be entitled to five (5) votes for each

ENT 27319:2010 PG 5 of 8

Lot owned by the Grantor. The class B membership shall cease and be converted to Class A membership when (i) the total votes outstanding in the Class A membership exceeds the total votes outstanding in the Class B membership.

Section 6.06. Board of Directors and Officers. The affairs of the Association shall be conducted by a Board of Directors and such officers as the Directors may elect or appoint, in accordance with the Articles of Incorporation and Bylaws, as the same may be amended from time to time. However, in order to avoid conflicts of interest, in no instance shall a Board member or Management Committee member of a Sub-Association serve on the Board of Directors of the Master Association.

IN WITNESS WHEREOF, the Association has executed this Amendment to the Declaration as of the 11th day of MARCH, 2010, in accordance with Article XIV of the Master Declaration. *pgm*

SARATOGA SPRINGS OWNERS ASSOCIATION, INC.

Jonathan E. Rea
President

Gail Myers
Secretary

STATE OF UTAH)
County of Salt Lake) : ss

On the 11th day of MARCH, 2010, personally appeared before me Jonathan E. Rea and Gail Myers who, being first duly sworn, did that state that he/she is the President and Secretary of the Association, respectfully, and that said instrument was signed on behalf of the Association by the authority of its Board of Directors; and he/she acknowledged said instrument to be their voluntary act and deed having certified that 67% of the vote of Class A and Class B votes (cumulative) have been duly received, counted and approved.

Kellie Sorensen
Notary Public



ENT 27319:2010 PG 6 of 8

EXHIBIT A

Lots 101-162, 165-171, Saratoga Springs No. 1, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 75948:1996, and Map Filing No. 6780 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 201-255, Saratoga Springs No. 2, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 40728:1997, and Map Filing No. 7074 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 301-380, Saratoga Springs No. 3, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 75949:1996, and Map Filing No. 6781 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 401-404, Saratoga Springs No. 4, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 75950:1996, and Map Filing No. 6782 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1-75 (Lot 402 Saratoga Springs Plat 4), Saratoga Springs No. 4 Sheet 2, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 48290:1997, and Map Filing No. 7116 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1-45 (Lot 403 Saratoga Springs Plat 4), Saratoga Springs No. 4 Sheet 3, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 48291:1997, and Map Filing No. 7117 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 501-521, Saratoga Springs No. 5, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 79023:1997, and Map Filing No. 7273 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lot 512 (Lots 512-513 Saratoga Springs Plat 5), Saratoga Springs No. 512, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 113902:2003, and Map Filing No. 10092 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 601-668, Saratoga Springs No. 6, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 104007:1997, and Map Filing No. 7375 (as said Record of Survey Map may have heretofore been amended or supplemented.)

ENT 27319:2010 PG 7 of 8

Lots 701-726, Saratoga Springs No. 7, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 75184:1998, and Map Filing No. 7656 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 801-835, Saratoga Springs No. 8, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 75185:1998, and Map Filing No. 7657 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lot 8A, Saratoga Springs No. 8A, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 77205:2000, and Map Filing No. 8755 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 901-906, Saratoga Springs No. 9, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 48642:1998, and Map Filing No. 7332 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1001-1044, Saratoga Springs No. 10, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 48643:1998, and Map Filing No. 7333 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1101-1148, Saratoga Springs No. 11, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 67738:1999, and Map Filing No. 8097 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1201-1223, Saratoga Springs No. 12, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 77204:2000, and Map Filing No. 8756 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1301-1362, Saratoga Springs No. 13, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 77205:2000, and Map Filing No. 8757 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1362-1363, Saratoga Springs No. 13A, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 60297:2002, and Map Filing No. 9549 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1364-1365, Saratoga Springs No. 13B, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 74651:2002, and Map Filing No. 9583 (as said Record of Survey Map may have heretofore been amended or supplemented.)

ENT 27319:2010 PG 8 of 8

Lots 1501-1564, 1583-1587, Saratoga Springs No. 15, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 12660:2001, and Map Filing No. 8941 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1565-1582, Saratoga Springs No. 15C, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 120758:2001, and Map Filing No. 9335 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1601-1611, Saratoga Springs No. 16, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 82544:2002, and Map Filing No. 9605 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 1901-1906, Saratoga Springs No. 19, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 51183:2005, and Map Filing No. 11078 (as said Record of Survey Map may have heretofore been amended or supplemented.)

Lots 2301-2326, Saratoga Springs No. 23, Planned Unit Development, as the same is identified in the recorded Survey Map in Utah County, Utah as Entry No. 77206:2000, and Map Filing No. 8758 (as said Record of Survey Map may have heretofore been amended or supplemented.)