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12/13/2017 3:40:00 PM \$22.00  
Book - 10629 Pg - 2473-2478  
ADAM GARDINER  
Recorder, Salt Lake County, UT  
NELSON CHRISTENSEN  
BY: eCASH, DEPUTY - EF 6 P.

When Recorded Return To:

Kendra Smith  
WinCo Foods, LLC  
650 N. Armstrong Place  
Boise, ID 83704

Parcel Nos. 16-19-103-022  
16-19-103-024  
16-19-103-023

**SECOND AMENDMENT TO DECLARATION  
OF EASEMENTS AND CONDITIONS**

This SECOND AMENDMENT TO DECLARATION OF EASEMENTS AND CONDITIONS ("Second Amendment") is entered into to be made effective as of the 13 day of December, 2017, by and between WINCO FOODS, LLC, a Delaware limited liability company ("WinCo"), and BOYER SOUTH SALT LAKE CROSSING, L.C., a Utah limited liability company ("Boyer").

WHEREAS, WinCo and Boyer executed that certain Declaration of Easements and Conditions, recorded on February 24, 2017, as Entry No. 12483780, Book 10532, Pages 7445-7502 in the official records of the Salt Lake County Recorder, as amended by that certain First Amendment to Declaration of Easements and Conditions, recorded on October 18, 2017, as Entry No. 12639460, Book 10610, Pages 2478-2483 (the "First Amendment") (collectively, the "DEC") with respect to the real property described on Exhibit "A" attached to this Second Amendment (describing both the Boyer Parcel and the WinCo Parcel as defined in the DEC); and

WHEREAS, this Second Amendment is made pursuant to Subparagraph 8.4(e) of the DEC, and the parties hereto are the "Approving Parties" as defined in the DEC.

NOW, THEREFORE, in consideration of the mutual covenants and conditions set forth herein, and in the DEC, the parties hereto agree and declare as follows:

1. Capitalized Terms. Capitalized terms used but not defined herein shall have the meanings given them in the DEC.

2. Drive-Up Units. Section 3.2(f)(iii) is hereby deleted in its entirety and replaced with the following:

"If an Occupant's use contains a drive-up unit (such as remote banking teller or food ordering/dispensing facility), then there shall also be created space for stacking not less than five (5) automobiles for each drive-up unit. Notwithstanding the foregoing, so long as the use on Pad 3 is not a food service tenant with a drive-up unit, there will be no obligation to create a space for stacking in excess of three (3) automobiles for each drive-up unit on such Pad 3 only;"

3. Site Plan of Pad 3. Section 3.3(e) of the DEC, as amended by the First Amendment, is hereby further amended to provide that the Site Plan attached as Exhibit "B" to the First Amendment is hereby replaced with the Site Plan attached as Exhibit "B" to this Second Amendment. All other provisions of Section 3.3(e), as amended, remain in effect.

4. Business and Financial Retail Offices. Section 5.1(c)(i) is hereby deleted in its entirety and replaced with the following:

“Business Offices and Financial Retail Offices shall be permitted in the Shopping Center; provided, however, square footage of all Floor Area dedicated to use as Business Offices and Financial Retail Offices on (A) Pad 2 of the Boyer Parcel shall not exceed four thousand (4,000) square feet of Floor Area, and (B) Pad 3 of the Boyer Parcel shall not exceed eight thousand two hundred fifty (8,250) square feet of Floor Area; however, the square footage of a drive-through of the Parcel 3 Building shall not be included in the calculation of the Floor Area of the Parcel 3 Building. Notwithstanding the foregoing, this restriction shall not be applicable to or include a Business Office or a Financial Retail Office located within a Building which only services the internal needs of that store and does not provide business office services or financial services to the general public.”

5. No Other Modifications. Except as specifically amended and clarified herein, the DEC shall remain in full force and effect as originally set forth.

**[Signature Pages Follow]**

IN WITNESS WHEREOF, WinCo and Boyer have caused this Second Amendment to be executed effective as of the day and year first above written.

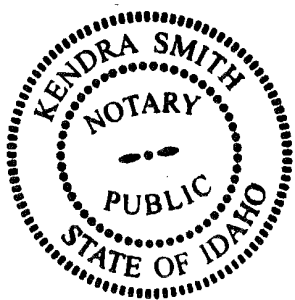
**WINCO FOODS, LLC,**  
a Delaware limited liability company

By: *David Butler*  
Its: *CFO*

STATE OF IDAHO    )  
                          )ss.  
County of Ada     )

On this 12<sup>th</sup> day of December, 2017, before me, a Notary Public, personally appeared David Butler, known or proved to me to be the CFO of WinCo Foods, LLC, a Delaware limited liability company, the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same on behalf of said company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



*Kendra Smith*  
Notary Public  
Residing at *Boise ID*  
Comm. Expires *9/28/2023*

[Signatures continued on following page]

**BOYER SOUTH SALT LAKE CROSSING, L.C.,**  
a Utah limited liability company

By: The Boyer Company, L.C.  
Its: Manager




By: Brian Gochnour  
Manager

Its: \_\_\_\_\_

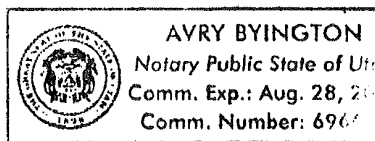
STATE OF UTAH     )  
                                  )ss.  
County of Salt Lake    )

On this 13 day of December, 2017, before me, a Notary Public, personally appeared Brian Gochnour, known or proved to me to be the Manager of The Boyer Company, L.C., the Manager of Boyer South Salt Lake Crossing, L.C., a Utah limited liability company, the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same on behalf of said company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public  
Residing at Davis County  
Comm. Expires 8/28/2021



**EXHIBIT "A"**  
Legal Description of the Property  
(WinCo Parcel and Boyer Parcels)

**LEGAL DESCRIPTION OF WINCO PARCEL**

LOT 1 of THE CROSSING AT SOUTH SALT LAKE SUBDIVISION according to the official plat thereof recorded on December 4, 2015 as Entry No. 12182735 in Book 2015P, Page 273 of the Official Records of Salt Lake County, Utah.

**LEGAL DESCRIPTION OF BOYER PARCEL**

LOTS 3 AND 4 of THE CROSSING AT SOUTH SALT LAKE SUBDIVISION according to the official plat thereof recorded on December 4, 2015 as Entry No. 12182735 in Book 2015P, Page 273 of the Official Records of Salt Lake County, Utah.

