



ENT 44814:2013 PG 1 of 4
 JEFFERY SMITH
 UTAH COUNTY RECORDER
 2013 May 08 10:07 am FEE 18.00 BY SW
 RECORDED FOR UNITED WEST TITLE INSURANCE

AFTER RECORDING RETURN TO

Stan Kelley
 Real Estate Coordinator
 Love's Travel Stops & Country Stores, Inc.
 10601 North Pennsylvania, 73120
 P.O. Box 26210
 Oklahoma City, Oklahoma 73126

(This space reserved for recording information)

DECLARATION OF COVENANTS AND RESTRICTIONS

THIS DECLARATION OF COVENANTS AND RESTRICTIONS (the "DCR") is executed effective this 18th day of April, 2013, by RICHARDS-CHATTERTON INVESTMENTS, LLC, a Utah limited liability company (the "Declarant"), having a mailing address of C/O Paul Richards, 5515 Cottonwood Club Drive, Holiday, UT 84117.

WITNESSETH

A. Declarant is the owner of certain real property located in Utah, County, Utah, which is particularly described as follows (the "Restricted Property"):

See Exhibit A

B. Simultaneous with the execution hereof, Declarant has conveyed to Love's Travel Stops & Country Stores, Inc. ("Love's") certain real property located adjacent to the Restricted Property, which is particularly described as follows (the "Benefited Property"):

See Exhibit B

C. As an inducement for Love's to purchase the Benefited Property from Declarant, Declarant has agreed and hereby desires to impose upon the Restricted Property certain use and development restrictions, as set forth herein, it being agreed and acknowledged that such restrictions are reasonable and mutually beneficial to the parties.

FOR GOOD AND VALUABLE CONSIDERATION, including without limitation the covenants and agreements contained herein, the receipt and sufficiency of which are hereby acknowledged, Declarant hereby declares that the Restricted Property is and shall be subject to the following covenants and restrictions:

1. **LIMITATION ON USE.** Declarant shall not, directly or indirectly, allow any part of the Restricted Property, to the extent the same is adjacent to or within fifteen hundred feet (1,500') of any boundary of the Benefited Property, to be operated as, developed or used in conjunction with or as a component of a retail convenience store, tire sale or repair shop, truck lube or service center, fast food restaurant, truck stop, gasoline or other fueling station (e.g. diesel, biodiesel, natural gas, propane), or any combination of any of the foregoing. By way of clarification and example and not limitation, these restrictions are intended to prohibit (i) the operation of a gasoline or fuel station facility on the Restricted Property and (ii) the use of any part of the Restricted Property (a) as a

means of access, (b) for parking, and (c) for the placement of signage related to the operation of a gasoline or fuel station on adjacent or nearby unrestricted property.

2. **DEFAULT; REMEDIES.** If Declarant or any other party violates any of the foregoing restrictions or covenants, or otherwise defaults hereunder, Love's and Love's successors and assigns, shall be entitled to seek any and all remedies any such party may have for such violation or default under applicable law, including without limitation, injunctive and other equitable relief.

3. **BINDING EFFECT; DURATION.** This DCR and all of the restrictions, covenants, rights and obligations hereunder shall be binding upon and shall inure to the benefit of both Declarant and Love's, and their respective heirs, successors and assigns, and shall be deemed covenants running with the land for all purposes. Unless otherwise canceled or terminated, this DCR and all of the restrictions, covenants, rights and obligations hereunder shall be perpetual, continuing and permanent.

4. **AMENDMENT.** This DCR may be amended, modified, canceled or terminated only by an instrument in recordable form, executed by all of the parties hereto.

EXECUTED as of the date first written above.

DECLARANT: RICHARDS-CHATTERTON INVESTMENTS, LLC,
A Utah Limited Liability Company

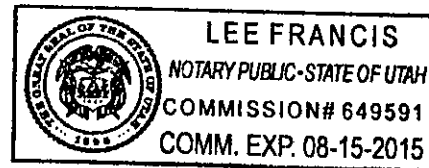
By: Paul B. Richards
Name: Paul B. Richards
Title: managing member

ACKNOWLEDGMENT

STATE OF UTAH)
) SS:
COUNTY OF UTAH)

This instrument was acknowledged before me this 18th day of April, 2013, by Paul Richards as Managing Member of RICHARDS-CHATTERTON INVESTMENTS, LLC, a Utah limited liability company.

(SEAL)
Lee Francis
Notary Public
Printed Name: LEE FRANCIS



My Commission Expires:
8-15-15

Exhibit "A"

RESTRICTED PROPERTY

Lots 2 and 3, SPRINGVILLE LOVE'S SUBDIVISION, Springville, Utah, according to the official plat on file in the office of Recorder, Utah County, Utah.

Exhibit "B"

BENEFITTED PROPERTY

Lot 1, SPRINGVILLE LOVE'S SUBDIVISION, Springville, Utah, according to the official plat on file in the office of Recorder, Utah County, Utah.