

6436077

RECORDING REQUESTED BY AND  
WHEN RECORDED, RETURN TO:

Smith's Food & Drug Centers, Inc.  
1550 South Redwood Road  
Salt Lake City, Utah 84104  
Attention: Charlotte K. Wightman

6436077  
08/22/96 12:23 PM 21.00  
NANCY WORKMAN  
RECORDER, SALT LAKE COUNTY, UTAH  
SMITH'S FOOD & DRUG CENTERS  
C/O C K WICHTMAN 1550 S  
REDWOOD RD SLC UT 84104  
REC BY:D BECKSTEAD DEPUTY - WI

FIRST AMENDMENT TO EASEMENTS WITH COVENANTS,  
CONDITIONS AND RESTRICTIONS AFFECTING LAND

This First Amendment to Easements with Covenants, Conditions and Restrictions Affecting Land ("First Amendment") is made as of this 1st day of August, 1996, by and among SMITH'S FOOD & DRUG CENTERS, INC., a Delaware corporation, whose address is 1550 South Redwood Road, Salt Lake City, Utah 84104 ("Smith's"), and WILLIAMSON SOUTH JORDAN, INC., a Utah corporation, successor in interest to First City Investors, Inc., a Utah corporation ("Developer").

RECITALS:

A. Smith's and Developer previously entered into that certain agreement entitled "Easements with Covenants, Conditions and Restrictions Affecting Land," recorded July 28, 1993, in Book 6718 at Page 343 as File No. 5564383, in the Official Records of Salt Lake County, Utah ("ECCR").

B. The ECCR encumbers the real property located in the City of South Jordan, County of Salt Lake, State of Utah, which property is more particularly described in Exhibit "A" attached hereto.

C. Smith's and Developer desire to amend the ECCR to provide for certain changed circumstances.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereby amend the ECCR as follows:

1. Pursuant to Paragraph 1(b) of the ECCR, Smith's hereby approves the alternative site plan attached hereto as Exhibit "G" and grants Developer the option of improving the Developer Parcel in the manner approximately depicted thereon.

2. Except as expressly modified herein, all other terms of the ECCR shall remain in full force and effect.

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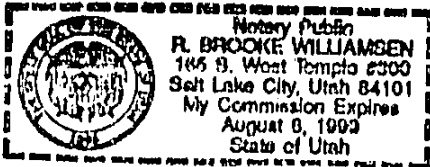


STATE OF UTAH )  
 : ss.  
COUNTY OF SALT LAKE )

Before me, the undersigned authority, on this day personally appeared Thom Williamson, president of Williamson South Jordan, Inc., a Utah corporation, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, in the capacity therein stated and as the act and deed of said corporation.

Given under my hand and seal of office on this 21<sup>st</sup> day of August, 1996.

R. Brooke Williamson  
Notary Public  
Notary's name printed:  
R. Brooke Williamson  
My commission expires: 8/8/99



lAkjarJordanAmend.ccr

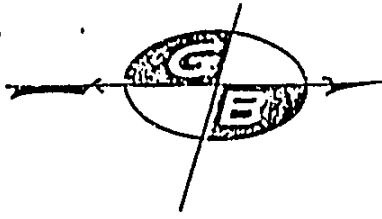


EXHIBIT "A"

**GREAT BASIN ENGINEERING, INC.**

Consulting Engineers and Land Surveyors  
P.O. Box 9307  
Ogden, Utah 84409

Ogden (801) 394-4515  
Salt Lake (801) 521-8529  
FAX (801) 392-7544



May 4, 1993

SMITH'S #138 - SOUTH JORDAN, UTAH - LESS SHOPS PARCEL

Beginning at a point on the Easterly right-of-way line of Redwood Road (as widened to 53.00 feet half width) being South  $0^{\circ}06'05''$  West, along the center line of Redwood Road, 460.24 feet and South  $89^{\circ}47'25''$  East 53.00 feet from the North Quarter Corner of Section 15, Township 3 South, Range 1 West, Salt Lake Base and Meridian, U.S. Survey; and running thence South  $0^{\circ}06'05''$  West, along a line parallel to and being 53.00 feet perpendicularly distant Easterly from the center line of Redwood Road, 25.00 feet; thence South  $89^{\circ}47'25''$  East 140.06 feet; thence South  $0^{\circ}06'05''$  West 289.315 feet; thence North  $89^{\circ}53'55''$  West 140.06 feet to said line being 53.00 feet from centerline of Redwood Road; thence South  $0^{\circ}06'05''$  West 355.42 feet along said line; thence South  $89^{\circ}47'25''$  East 351.11 feet; thence North  $22^{\circ}52'35''$  East 65.82 feet to point of curvature; thence Northeasterly along the arc of a 688.76 foot radius curve to the right a distance of 99.82 feet (the cord of which bears North  $27^{\circ}01'43''$  East 99.74 feet) to a point of tangency; thence North  $31^{\circ}10'50''$  East 297.52 feet to the point of curvature of a 205.26 foot radius curve to the left; thence along said curve 103.09 feet (the cord of which bears North  $16^{\circ}47'32''$  East 102.01 feet); thence North  $2^{\circ}24'13''$  East 167.50 feet; thence North  $89^{\circ}47'25''$  West 611.37 feet to the point of beginning.

Contains 304,041 Square Feet  
Or 6.980 Acres

SMC #138

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MEMBER OF AMERICAN SOCIETY OF CIVIL ENGINEERS

MEMBER OF UTAH COUNCIL OF LAND SURVEYORS

MEMBER OF AMERICAN CONSULTING ENGINEERS COUNCIL

EX 7471 PG 1149

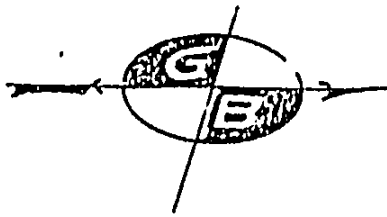


EXHIBIT "A"

**GREAT BASIN ENGINEERING, INC.**

Consulting Engineers and Land Surveyors  
P.O. Box 9307  
Ogden, Utah 84407

Ogden (801) 394-4515  
Salt Lake (801) 521-8529  
FAX (801) 392-7544



May 3, 1993

SMITH'S #138 - SOUTH JORDAN, UTAH - SHOPS PARCEL

Beginning at a point on the Easterly right-of-way line of Redwood Road (as widened to 53.00 feet half width) being South  $0^{\circ}06'05''$  West, along the center line of Redwood Road, 460.24 feet and South  $89^{\circ}47'25''$  East 53.00 feet and South  $0^{\circ}06'05''$  West 25.00 feet from the North Quarter Corner of Section 15, Township 3 South, Range 1 West, Salt Lake Base and Meridian, U.S. Survey; and running thence South  $0^{\circ}06'05''$  West, along a line parallel to and being 53.00 feet perpendicularly distant Easterly from the center line of Redwood Road, 289.58 feet; thence South  $89^{\circ}53'55''$  East 140.06 feet; thence North  $0^{\circ}06'05''$  East 289.315 feet along the West edge of an existing building wall and wall extended; thence North  $89^{\circ}47'25''$  West 140.06 feet to the point of beginning;

Contains 40,541 Square Feet  
Or 0.931 Acres

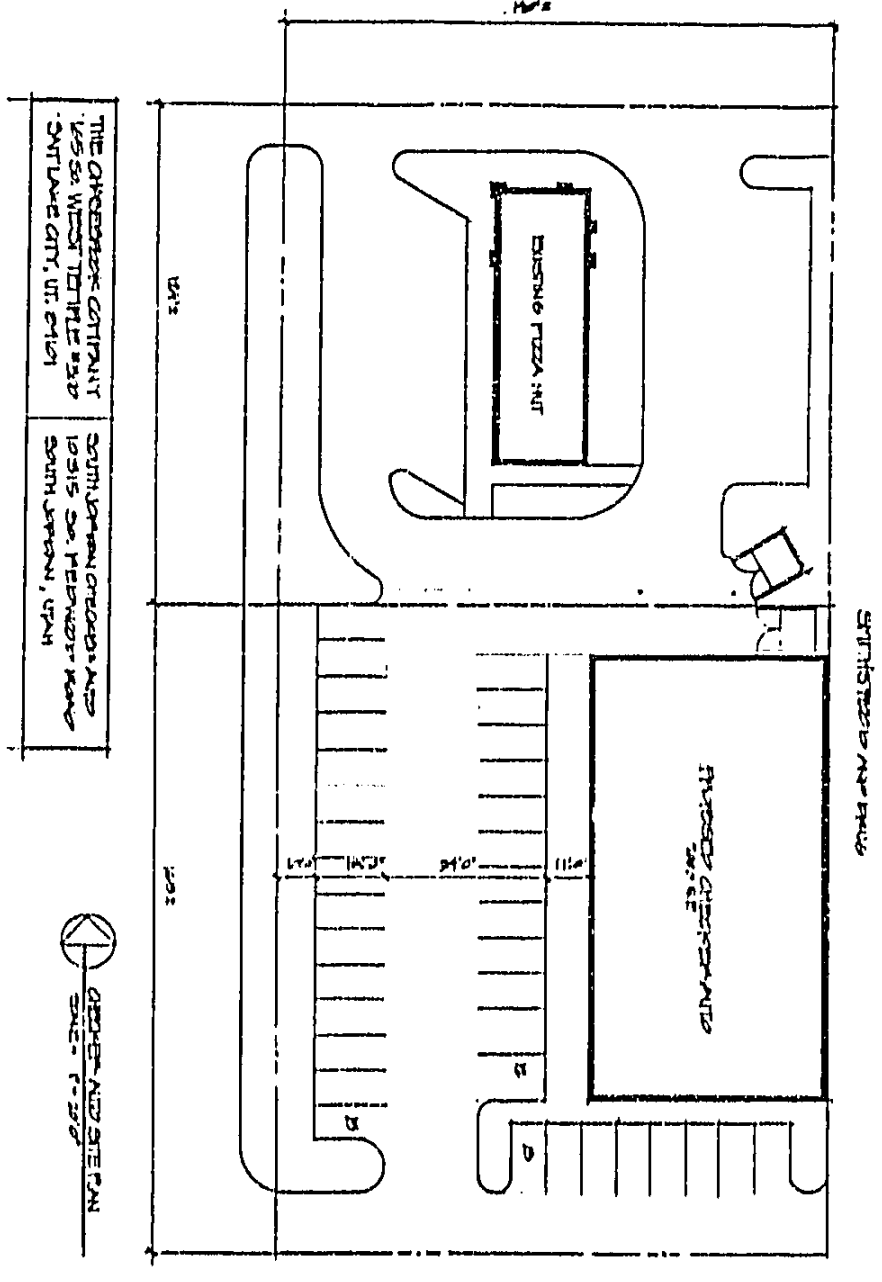
SMC#138

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MEMBER OF AMERICAN CONSULTING ENGINEERS COUNCIL

EX 7471 PG 1150

EXHIBIT "G"



THE CHEESEBURGER CONTINANT  
1655 W. WEST TOWNE RD  
SALT LAKE CITY, UT 84119

SOUTH JORDAN ORDOS AND  
16515 S.W. HERRING RD  
SOUTH JORDAN, UT 84091

ORDER AND SITE PLAN  
SHEET 1-2000

South Jordan Ordos and  
Approved by: \_\_\_\_\_  
THE CHEESEBURGER CO.  
APPROPRIATE: \_\_\_\_\_