

When Recorded, Return To:  
Bryan B. Todd, Esq.  
358 So. Rio Grande, Suite 200  
Salt Lake City, Utah 84101

**THIRD AMENDMENT TO GRANT OF EASEMENTS,  
DECLARATION OF RESTRICTIONS  
AND COMMON FACILITIES MAINTENANCE AGREEMENT**

**THIS THIRD AMENDMENT TO GRANT OF EASEMENTS, DECLARATION OF RESTRICTIONS AND COMMON FACILITIES MAINTENANCE AGREEMENT (this "Amendment")** is made to be effective as of February 10, 2005 by **AMSOURCE Z-VALUE, LLC**, a Utah limited liability company ("**Declarant**").

**WHEREAS**, Declarant is the Declarant under that certain Grant of Easements, Declaration of Restrictions and Common Facilities Maintenance Agreement dated November 12, 1999 and recorded in the Tooele County, Utah Official Records as Entry No. 141401 in Book 0602 beginning at Page 0320, as previously amended (the "**Declaration**"), regarding the real property legally described on **Exhibit A**; and

**WHEREAS**, Declarant desires to further amend the Declaration as set forth below;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Declarant hereby amends the Declaration as follows:

1. The Site Plan attached as **Exhibit B** to the Declaration is hereby replaced with the Site Plan attached as **Exhibit B** hereto.
2. Except as so amended, the Declaration shall remain as presently constituted.

**IN WITNESS WHEREOF**, the Declarant has duly executed this Amendment as of the day and year first above written.

**AMSOURCE Z-VALUE, LLC**, a Utah limited liability company, by its Manager, Amsource Realty Advisors, LLC, a Utah limited liability company

By: David H. Fisher  
Its Manager

By: Jon Barber  
Its Manager

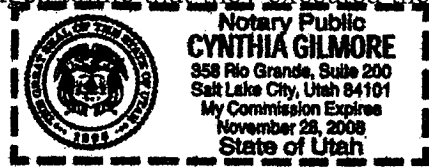
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STATE OF UTAH;  
COUNTY OF SALT LAKE:

On Feb. 21, 2005, personally appeared before me David R. Gaskill and John R. Gaskill who duly acknowledged to me that they executed the foregoing instrument in the capacity indicated.

[Signature]  
NOTARY PUBLIC



APPROVED AND CONSENTED TO:

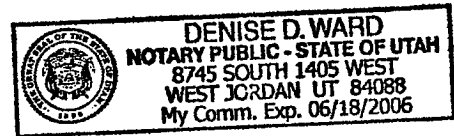
ASSOCIATED FOOD STORES, INC.,  
a Utah corporation

By: [Signature]  
Richard A Parkinson, President

STATE OF UTAH;  
COUNTY OF SALT LAKE:

On February 16, 2005, personally appeared before me Richard A Parkinson, who duly acknowledged to me that he executed the foregoing instrument in the capacity indicated.

[Signature]  
NOTARY PUBLIC



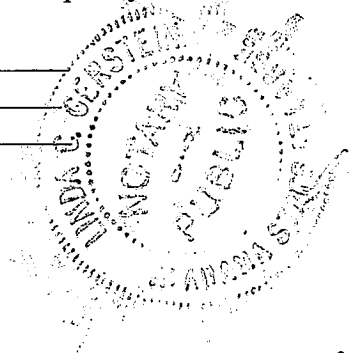
PROTECTIVE LIFE INSURANCE COMPANY,  
a Tennessee corporation

By: [Signature]  
Its: Senior Vice President

STATE OF Alabama ;  
COUNTY OF Jefferson :

On February 28, 2005, personally appeared before me Carl S. Shigpen who duly acknowledged to me that he executed the foregoing instrument in the capacity indicated.

NOTARY PUBLIC: Linda C. Gerstein  
RESIDING AT: Birmingham, Alabama  
MY COMMISSION EXPIRES: MY COMMISSION EXPIRES APRIL 2, 2006



[Handwritten mark]

**EXHIBIT A  
LEGAL DESCRIPTION**

Area 1:

Beginning at a point 33 feet South 00°15'56" East (deed South) and 555.29 feet South 89°43'06" West from the Northeast corner of Section 21, Township 3 South, Range 4 West, Salt Lake Base and Meridian, to a point on the Southerly line of a County Road, said point also being the future center line of First East Street; thence South 89°43'06" West 122.71 feet, along the South line of said County Road to the Northeast corner of that property conveyed to Albert R. Arellano by that certain Real Estate Contract recorded April 15, 1987 as Entry No. 008249 in Book 254 at page 36 to 40 of Official Records; thence South 00°15'56" East 218 feet (deed South 218 feet more or less), along the East line of said Arellano property to its Southeast corner; thence South 89°43'06" West 200 feet (deed West 200 feet more or less), along the South line of said Arellano property to its Southwest corner; thence North 00°15'56" West 218 feet (deed North 218 feet more or less), along the West line of said Arellano property to its Northwest corner, said point also being on the South line of said County Road; thence South 89°43'06" West 128.50 feet (deed West 161.5 feet more or less), along the South line of said County Road to the Northeast corner of the property conveyed to H.E.B. Auto Supply, Inc. by deed recorded July 13, 1992 as Entry No. 018738 in Book 334 at page 417 of Official Records; thence South 00°15'56" East 330 feet (deed South 330 feet more or less), along the East line of said H.E.B. property and the East line of the property conveyed to Mantes Realty Co. by deed recorded March 23, 1971 as Entry No. 293080 in Book 101 at page 440 of Official Records, to the Southeast corner of said Mantes Realty property; thence South 89°43'06" West 288.48 feet (West 229 feet more or less) to the Southwest corner of said Mantes Realty property, said point also being on the East line of State Highway; thence South 01°23'48" West 678.21 feet (deed South 685.99 feet more or less), along the East line of said State Highway to the Northwest corner of that property conveyed to Triple M Food & Fuel, Inc. by Deed recorded April 17, 1991 as Entry No. 040274 in Book 315 at page 301 of Official Records; thence North 89°38" East 275.16 feet along the North line of said Triple M property thence South 00°15'56" East 281 feet (deed South 281 feet more or less), along the East line of said Triple M property and that property conveyed to Glenn G. Oscarson, et ux by deed recorded December 6, 1989 as Entry No. 030879 in Book 296 at page 767 of Official Records to the Southeast of said Oscarson property; thence South 89°38' West 20 feet (deed West 20 feet more or less), along the South line of said Oscarson property to the Northeast corner of that property conveyed to Bruce T. Steadman, et al by deed recorded December 6, 1989 as Entry No. 030882 in Book 296 at page 774 of Official Records; thence South 00°15'56" East 200 feet (deed South 200 more or less), along the East line of said Steadman property to its Southeast corner; said point also being on the North line of that property conveyed to Sandra K. Acuirre by Deed recorded May 14, 1990 as Entry No. 034153 in Book 303 at page 61 of Official Records; thence North 89°38" East 46.84 feet along the North line of said property to the Northeast Corner, said point also being on the West line of the property conveyed to Jerome H. Pearlman and Faith Pearlman, Trustees of the Jerome H. Pearlman Trust No. II recorded September 13, 1991 as Entry No. 043221 in Book 321 at page 569 to 570 of Official Records, thence North 01°03'32" East 4.51 feet to the Northeast corner of the said Pearlman property, thence South 89°59'34" East 437.30 feet along the North line of said Pearlman property to the

extended line of First East Street, thence North 0°30'17" East 1486.31 feet along the future center line of said First East Street to the point of beginning.

Area 2:

Commencing 61 rods West and 2 rods South of the Northeast corner of Section 21, Township 3 South, Range 4 West, Salt Lake Base and Meridian; and running thence South 8 rods; thence West 18 rods; thence North 8 rods; thence East 18 rods to the point of beginning.

Area 3:

Beginning at a point 61 rods West and 10 rods South of the Northwest corner of said Section 21 and running thence South 12 rods; thence West, to the East right-of-way line of existing highway; thence North 90.6 feet along said right-of-way line to a point of tangency with a 2814.9 foot radius curve to the right; thence northerly 106 feet, more or less, along the arc of said curve to the Northerly boundary line of said parcel of land; thence East to the point of beginning.

Area 4:

Beginning at a point which is 33 feet South and 678 feet West from the Northeast Corner of Section 21, Township 3 South, Range 4 West, Salt Lake Meridian and extending thence South 218 feet; thence West 100 feet; thence North 218 feet; thence East 100 feet to the place of beginning.

Also beginning at a point which is 33 feet South and 778 feet West from the Northeast corner of Section 21, Township 3 South, Range 4 West, Salt Lake Meridian, and extending thence South 218 feet; thence West 100 feet; thence North 218 feet; thence East 100 feet to the place of beginning.

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