

E 163246 B 0679 P 0826  
Date 11-MAY-2001 3:37pm  
Fee: 35.00 Check  
CALLEN B. PESHELL, Recorder  
Filed By LMO  
For FIRST AMERICAN TITLE INS CO  
TOOELE COUNTY CORPORATION

Tooele, Utah  
1000 North Main Street  
L/C: 043-0221

Prepared by: Robin A. Greaves  
After recording, return to: Robin A. Greaves  
U.S. Legal Department  
McDONALD'S CORPORATION  
One McDonald's Plaza  
Oak Brook, Illinois 60523

**RESTRICTIVE COVENANT**  
(Corporation or Partnership)

Under a contract dated the 21<sup>st</sup> day of August, 2000, Amsource Z-Value, LLC ("Grantor") agreed to convey to the nominee of McDONALD'S CORPORATION, a Delaware corporation, which nominee is **SYSTEM CAPITAL REAL PROPERTY CORPORATION**, a Delaware corporation ("Grantee"), a parcel of real estate described on Exhibit A attached.

One of the terms of that contract required the Grantor to record a Restrictive Covenant affecting the use of Grantor's other property.

THEREFORE, in consideration of the terms and conditions contained in that contract, Grantor promises and declares that the property described on Exhibit B, attached, will not be used for a restaurant, food service establishment, drive-in or walk-up eating facility for a period of twenty (20) years from the date of the recording of this document.

The term "restaurant" as used in this Covenant shall mean and be limited to any type of food service establishment, which serves hamburgers or any other type of ground meat products served in patty form in a sandwich. Notwithstanding the foregoing, the term "restaurant" shall not apply to any food service establishment which offers as the primary method of service for all meal times, food and drink orders taken and served by a wait person at a customer's table. In addition, and not by way of example, the following restaurants operating under the listed trade names, are prohibited upon Seller's adjacent or contiguous property, described on Exhibit B, and for the time period specified in this Covenant:

61949

Burger King  
Crown Burger  
Arby's  
Sonic

Good Times  
Wendy's  
Carl's Jr.

Arctic Circle  
Hardee's  
In and Out Burgers

This restriction runs with the land described on Exhibits A and B and shall inure to the benefit of the Grantee and be binding upon the Grantor and the Grantor's successors and assigns.

Grantor has executed this Restrictive Covenant, this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

GRANTOR:

WITNESSES:

By: \_\_\_\_\_

\_\_\_\_\_

ATTEST: \_\_\_\_\_

Secretary

13-73-6

STATE OF Utah

COUNTY OF Salt Lake

**AFFIDAVIT OF OWNERSHIP**  
(By Officer or Partner)

The undersigned, being first duly sworn on oath, deposes and states that the undersigned is an officer or partner of the above named Grantor and as such has access to the records of the Grantor and knows of his(her) personal knowledge that the Grantor has title to all of the property described on Exhibit B attached and that the Grantor owns no other property within the Shopping Center.

[Signature]  
Affiant

~~Subscribed and sworn to before me this \_\_\_ day of \_\_\_\_\_, 20\_\_~~

~~\_\_\_\_\_  
Notary Public~~

~~My commission expires \_\_\_\_\_~~

~~(Please Attach Exhibits A and B)~~

**ACKNOWLEDGMENT CERTIFICATE**

STATE OF \_\_\_\_\_

COUNTY OF Salt Lake

The foregoing instrument was acknowledged before me on \_\_\_\_\_, 20\_\_  
by \_\_\_\_\_, Vice President/Partner, and \_\_\_\_\_  
Secretary, of \_\_\_\_\_, on  
behalf of the Corporation/Partnership.

~~\_\_\_\_\_  
Notary Public~~

~~My commission expires \_\_\_\_\_~~

Amsource Z-Value, L.L.C., a Utah limited liability company

By: Amsource Realty Advisers, LLC, a Utah limited liability company

Its: Manager

By: *John R. Gaskill*

Name: John R. Gaskill

Its: Manager

By: *William G. Gaskill*

Name: William G. Gaskill

Its: Manager

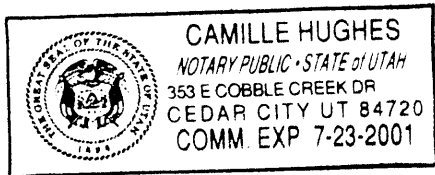
By: *Kevin B. Hawkins*

Name: Kevin B. Hawkins

Its: Manager

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

On the 10th day of May, 2001, personally appeared before me, John R. Gaskill, William G. Gaskill and Kevin B. Hawkins, the managers of Amsource Realty Advisers, LLC, a Utah limited liability company, being the manager of Amsource Z-Value, LLC, a Utah limited liability company, and that the foregoing instrument was signed in behalf of said limited liability company and said John R. Gaskill, William G. Gaskill and Kevin B. Hawkins as managers of Amsource Realty Advisers, LLC being the manager acknowledged to me that said Amsource Z-Value, LLC, a Utah limited liability company executed the same.



*Camille Hughes*  
NOTARY PUBLIC  
Residing at: *Salt Lake*  
My Commission Expires: *7-23-2001*

By: First Interstate Financial, LLC, a Utah limited liability company

Its: Manager

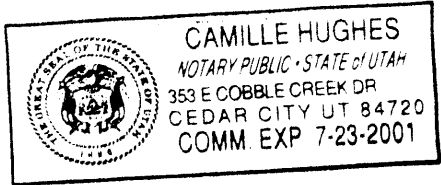
By: *[Signature]*

Name: Paul Thurston

Its: Manager

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

On the 10<sup>th</sup> day of May, 2001, personally appeared before me, Paul Thurston, the manager of First Interstate Financial, LLC, a Utah limited liability company, being the manager of Ansource Z-Value, LLC, a Utah limited liability company, and that the foregoing instrument was signed in behalf of said limited liability company and said Paul Thurston as manager of First Interstate Financial, LLC being the manager acknowledged to me that said Ansource Z-Value, LLC, a Utah limited liability company executed the same.



*Camille Hughes*  
NOTARY PUBLIC  
Residing at: Salt Lake  
My Commission Expires: 7-23-2001

Tooele, Utah  
1000 North Main Street  
L/C: 043-0221  
Exhibit A

Legal description of Grantee's Property

**EXHIBIT A****PARCEL NO. 1:**

A part of the Northeast quarter of Section 21, Township 3 South, Range 4 West, Salt Lake Base and Meridian, U.S. Survey in Tooele City, Tooele County, Utah:

Beginning at a point on the Easterly line of State of Highway 36 (as widened to 55.00 foot half-width) being 1290.97 feet South  $89^{\circ}43'06''$  West along the Section line and 472.26 feet South from the Northeast corner of said Section 21 and running thence South  $88^{\circ}36'12''$  East 165.00 feet; thence South  $1^{\circ}23'48''$  West 267.50 feet; thence North  $88^{\circ}36'12''$  West 165.00 feet to a point on the Easterly line of said State Highway 36 (as widened to 55.00 foot half-width); thence North  $1^{\circ}23'48''$  East 267.50 feet along said Easterly line to the point of beginning.

Said description is Lot 1, TOOELE TOWN CENTER NO. 2 being a vacation and Re-Subdivision of Tooele Town Center, Lots 5 and 6, according to the official plat thereof recorded in the Office of the County Recorder of said County.

Tooele, Utah  
1000 North Main Street  
L/C: 043-0221  
Exhibit B

Legal description of Grantor's property  
located within the Shopping Center

**GREAT BASIN ENGINEERING - South**

2010 North Redwood Road • P.O. Box 16747 • Salt Lake City, Utah 84116  
 (801) 521-8529 • (801) 394-7288 • Fax (801) 521-9551



CONSULTING ENGINEERS  
AND LAND SURVEYORS

**McDonalds – Tooele  
Parcel 2**

**January 23, 2001  
Revision April 19, 2001**

All of Lots 1, 2, 3, 4, 7, 8, 9, and 10 of Tooele Town Center Subdivision and all of Lot 2 of Tooele Town Center No. 2 Subdivision in Tooele City, Tooele County, Utah according to official plats thereof, being more particularly described as follows:

A part of the Northeast Quarter of Section 21, Township 3 South, Range 4 West, Salt Lake Base and Meridian, U.S. Survey in the City of Tooele, Tooele County, Utah:

Beginning at a point on the South Line of 1000 North Street as widened being 678.00 South 89°43'06" West feet along the Section Line and 45.94 feet South 0°15'56" East from the Northeast corner of said Section 21; and running thence North 89°43'06" East 60.15 feet along said South Line of 1000 North Street; thence South 44°54'00" East 41.28 feet to a point on the Westerly Line of the new alignment of 100 East Street; thence along said Westerly Line of 100 East Street the following ten courses: South 0°28'54" West 124.10 feet to a point of curvature; Southeasterly along the arc of a 833.00 foot radius curve to the left a distance of 72.55 feet (Central Angle equals 4°59'25" and Long Chord bears South 2°00'49" East 72.53 feet) to a point of reverse curvature; Southeasterly along the arc of a 2167.00 foot radius curve to the right a distance of 223.35 feet (Central Angle equals 5°54'19" and Long Chord bears South 1°33'22" East 223.25 feet) to a point of tangency; South 1°23'48" West 218.77 feet to a point of curvature; Southwesterly along the arc of a 967.00 foot radius curve to the right a distance of 11.84 feet (Central Angle equals 0°42'06" and Long Chord bears South 1°44'51" West 11.84 feet) to a point of tangency; South 2°05'54" West 412.12 feet to a point of curvature; Southwesterly along the arc of a 3002.15 foot radius curve to the left a distance of 83.50 feet (Central Angle equals 1°35'36" and Long Chord bears South 1°18'06" West 83.50 feet) to a point of tangency; South 0°30'18" West 97.97 feet to a point of curvature; Southeasterly along the arc of a 1938.65 foot radius curve to the left a distance of 101.71 feet (Central Angle equals 3°00'21" and Long Chord bears South 0°59'53" East 101.70 feet) to a point of reverse curvature; and Southeasterly along the arc of a 1714.04 foot radius curve to the right a distance of 98.53 feet (Central Angle equals 3°17'37" and Long Chord bears South 0°51'15" East 98.52 feet); thence North 89°59'34" West 404.29 feet; thence South 1°03'32" West 4.51 feet; thence South 89°38'00" West 46.84 feet; thence North 0°15'56" West 200.00 feet; thence North 89°38'00" East 20.00 feet; thence North 0°15'56" West 281.00 feet; thence South 89°38'00" West 270.16 feet to a point on the East Line of Main Street (as widened to 55.00 foot half-width); thence North 1°23'48" East 301.40 feet along said East Line; thence South 88°36'12" East 165.00 feet; thence North 1°23'48" East 267.50 feet; thence North 88°36'12" West 165.00 feet to a point on the East Line of said Main Street (as



widened to 55.00 foot half-width); thence along said East Line of Main Street as widened the following two courses: North  $1^{\circ}23'48''$  East 205.39 feet; and Northwesterly along the arc of a 2809.80 foot radius curve to the right (Central Angle equals  $4^{\circ}12'42''$  and Long Chord bears North  $3^{\circ}37'03''$  East 206.50 feet); thence North  $47^{\circ}48'08''$  East 22.45 feet to a point on the South Line of 1000 North Street as widened; thence North  $89^{\circ}43'06''$  East 378.52 feet along said South Line; thence South  $0^{\circ}15'56''$  East 205.06 feet; thence North  $89^{\circ}43'06''$  East 200.00 feet; thence North  $0^{\circ}15'56''$  West 205.06 feet to the Point of Beginning.

**Contains 825,194 sq. ft.  
or 18.944 Acres**