

When Recorded Return To:  
Dennis M. Astill  
9533 South 700 East, Suite 103  
Sandy, UT 84070

**FIRST AMENDMENT  
TO  
DECLARATION  
OF  
PROTECTIVE COVENANTS, AGREEMENTS, EASEMENTS,  
CONDITIONS AND RESTRICTIONS  
FOR  
EASTLAKE AT GENEVA INDUSTRIAL BUSINESS PARK, PHASE 2  
LOTS 3, 4, 7, 8, and 9  
(to REMOVE CERTAIN REAL PROPERTY FROM DECLARATION)**

THIS FIRST AMENDMENT TO DECLARATION OF PROTECTIVE COVENANTS, AGREEMENTS, EASEMENTS, CONDITIONS AND RESTRICTIONS ("The Declaration") is made this 18th day of December, 2009, by **Vineyard Industrial, LLC**, a Utah limited liability company, **Anderson Geneva, LLC**, a Utah limited liability company, and **Ice Castle Retirement Fund, L.L.C.**, a Utah limited liability company (hereinafter collectively referred to as "Grantor"), and **Vineyard Properties of Utah, LLC**, a Utah limited liability company ("Owner").

**WITNESSETH:**

**Whereas**, Grantor recorded that Declaration of Protective Covenants, Agreements, Easements, Conditions and Restrictions ("Declaration") for EASTLAKE AT GENEVA INDUSTRIAL BUSINESS PARK, PHASE 2, Lots 3, 4, 7, 8, and 9, located at Vineyard Town, Utah County, Utah, on November 24, 2009, as Entry 121704:2009, with the Utah County Recorder. The foregoing Declaration was effective for that real property which was particularly described on Exhibit A to the Declaration (hereinafter referred to as the "Property").

**Whereas**, Grantor desires to amend the legal description of the land affected by the Declaration to remove certain land from the protective covenants of the Declaration; and

**Whereas**, Grantor has the right, pursuant to Section 12.9 of the Declaration, to amend the Declaration so long as Grantor is the owner of 5% or more of the real property described at Exhibit B to the Declaration; and

**Whereas**, Grantor affirmatively represents that Grantor remains the owner of at least 5% of the land described at Exhibit B to the Declaration; and

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Whereas, Owner owns all of the Property and agrees to this First Amendment; and

**DECLARATION:**

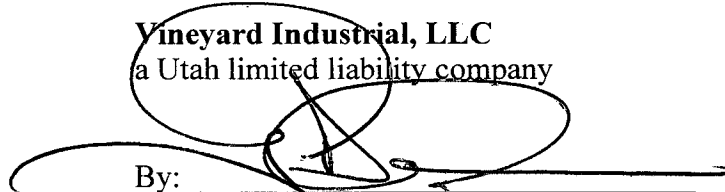
**NOW, THEREFORE**, Grantor and Owner do hereby proclaim, publish, agree and declare that the Declaration is hereby amended in accordance with the provisions of this First Amendment and that the Declaration, subject to this First Amendment to Declaration, shall continue to govern the Property described in the Declaration as the legal description of the Property is amended herein. All defined terms set forth in the Declaration shall be and hereby are adopted herein.

1. Amendment of Legal Description of Property. Certain areas of the Property affected by the Declaration shall be and hereby are removed from the effect of the Declaration and the Declaration shall no longer have any effect on such removed property. The portion of the Property to be removed from the effects of the Declaration is described at **Exhibit A** attached hereto and by reference made a part hereof (the "Removed Property"). Hereafter, the Declaration shall have no effect on the Removed Property.

IN WITNESS WHEREOF, the parties have executed this First Amendment.

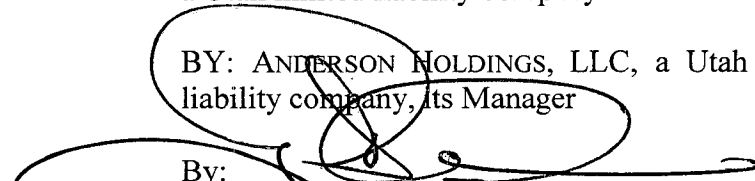
GRANTOR:

**Vineyard Industrial, LLC**  
a Utah limited liability company

By:   
Gerald D. Anderson, Manager

**Anderson Geneva, LLC,**  
a Utah limited liability company

BY: ANDERSON HOLDINGS, LLC, a Utah limited liability company, its Manager

By:   
Gerald D. Anderson, Manager

**ICE CASTLE RETIREMENT FUND, L.L.C.,**  
a Utah limited liability company

BY: 1031 INTERMEDIARY SERVICES, INC.,  
a Utah corporation, its Sole Member

By:   
Michelle C. Smith, President

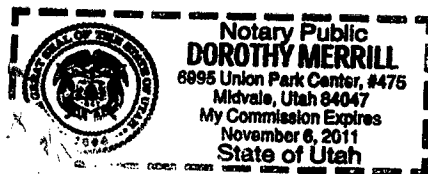
OWNER:

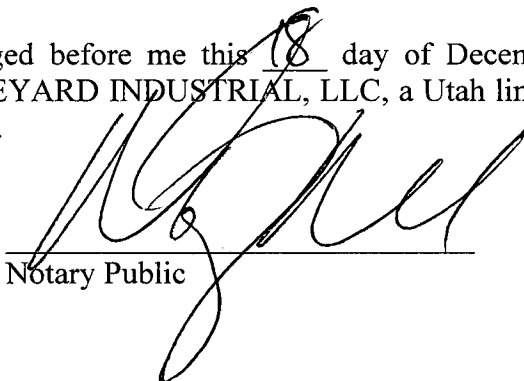
**Vineyard Properties of Utah, LLC**  
a Utah limited liability company

By:   
Daniel R. Hancock, Acting Manager

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

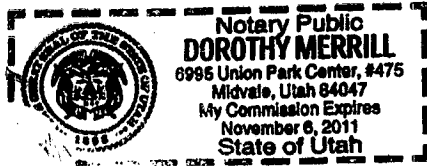
The foregoing instrument was acknowledged before me this 18 day of December, 2009, by Gerald D. Anderson, as Manager of VINEYARD INDUSTRIAL, LLC, a Utah limited liability company, for and on behalf of said Grantor.



  
Notary Public

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

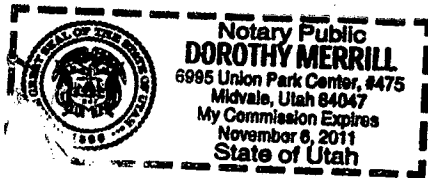
The foregoing instrument was acknowledged before me this 18 day of December, 2009, by Gerald D. Anderson, as Manager of ANDERSON HOLDINGS, LLC, a Utah limited liability company, the Manager of ANDERSON GENEVA, LLC, a Utah limited liability company, for and on behalf of said Grantor.



[Signature]  
Notary Public

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

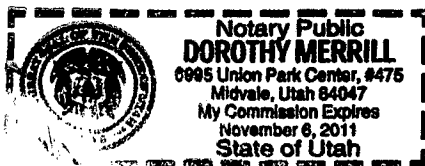
The foregoing instrument was acknowledged before me this 18 day of December, 2009, by Michelle C. Smith, as President of 1031 Intermediary Services, Inc., a Utah corporation, the sole Member of Ice Castle Retirement Fund L.L.C., for and on behalf of said Grantor.



[Signature]  
Notary Public

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

The foregoing instrument was acknowledged before me this 18 day of December, 2009, by Daniel Hancock, acting Manager of VINEYARD PROPERTIES OF UTAH, LLC, a Utah limited liability company, for and on behalf of said party.



[Signature]  
Notary Public

**EXHIBIT A****(Legal Description of Removed Property)****R399:028:A**

A parcel of land located in the Northeast Quarter of Section 6, Township 6 South, Range 2 East, SLB&M, being a part of Eastlake at Geneva Industrial Business Park Phase 2 Amended 2, said property being more particularly described as follows:

Commencing at a point on the Northeast corner of Section 6; thence South 89°18'21" West, along the section line a distance of 2333.15 feet; thence SOUTH a distance of 1,136.01 feet; thence South 89°51'28" East a distance of 569.29 feet to the Northwest corner of Lot 3, Eastlake at Geneva Industrial Business Park Phase 2 Amended 2 and the true POINT OF BEGINNING; thence South 89°51'28" East along the north line of said lot 3 a distance of 92.07 feet to a point of curve to the left having a radius of 3,420.00 feet and a central angle of 07°01'20"; thence south along the arc a distance of 419.16 feet which chord bears South 04°36'24" East a distance of 418.90 feet; thence South 08°07'04" East a distance of 517.49 feet to a non-tangent curve to the right having a radius of 938.84 feet and a central angle of 10°13'23"; thence northwest along the south line of said lot 3 and the arc a distance of 167.51 feet which chord bears North 67°01'17" West a distance of 167.29 feet to a non tangent curve to the right having a radius of 585.00 feet and a central angle of 23°55'20"; thence the following two calls along the west line of said lot 3, northwest along the arc a distance of 244.25 feet which chord bears North 11°35'53" West 242.48 feet; thence North 00°21'47" East a distance of 627.25 feet to the POINT OF BEGINNING

The above description contains 117,728 sq ft or 2.703 acres.

**R399:028:2A**

A parcel of land located in the Northeast Quarter of Section 6, Township 6 South, Range 2 East, SLB&M, being a part of Eastlake at Geneva Industrial Business Park Phase 2 Amended 2, as recorded at the Utah County Recorders office as Entry No.130317:2008, said property being more particularly described as follows:

Commencing at a point on the Northeast corner of Section 6; thence South 00°44'49" East, along the section line a distance of 2,079.41 feet; thence West, a distance of 1,722.66 feet to the northwest corner of said lot 7 Eastlake at Geneva Industrial Business Park Phase 2 Amended 2 and the True POINT OF BEGINNING being a point of curve to the left having a radius of 971.86 feet and a central angle of 08°31'30" (which chord bears South 68°44'46" East 144.47 feet) thence east along the arc a distance of 144.60 feet along the North line of said lot 7 thence South 08°07'05" East, a distance of 41.00 feet to a point of curve to the right having a radius of 1,130.00 feet and a central angle of 10°45'44" (which chord bears South 02°47'18" East 211.94 feet) thence south along the arc a distance of 212.25 feet to the West line of said lot 7; thence North 26°19'36" West, a distance of 339.91 feet along said lot 7 to the POINT OF BEGINNING.

Containing 17,411 square feet or 0.400 acres, more or less.