

Record and Return to:  
Karen Kirspel  
Fidelity National Title  
1800 Parkway Place, Suite 700  
Marietta, GA 30067

E 2252121 B 4239 P 1667-1686  
RICHARD T. MAUGHAN  
DAVIS COUNTY, UTAH RECORDER  
3/14/2007 4:21:00 PM  
FEE \$65.00 Pgs: 20  
DEP eCASH REC'D FOR EQUITY TITLE INS AGENCY INC

Sent Tax Notices To:

Layton Hills Mall CMBS, LLC  
c/o CBL & Associates Management, Inc.  
CBL Center, Suite 500  
2030 Hamilton Place Boulevard  
Chattanooga, Tennessee 37421

Tax Serial No(s): 10-030-0077, 0072,  
0049, 0069, 0073,  
0078, 0081, 0082,  
0082, 0055, 0052,  
0049, 0071, and  
10-029-0097, 0096,

**SPECIAL WARRANTY DEED**

THIS DEED, dated the 13<sup>th</sup> day of March, 2007, is executed by LHM-UTAH, LLC, a Delaware limited liability company (referred to below as "Grantor"), whose address is CBL Center, Suite 500, 2030 Hamilton Place Boulevard, Chattanooga, Tennessee 37421, in favor of LAYTON HILLS MALL CMBS, LLC, a Delaware limited liability company (referred to below as "Grantee"), whose address is CBL Center, Suite 500, 2030 Hamilton Place Boulevard, Chattanooga, Tennessee 37421.

WITNESSETH:

IN CONSIDERATION of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Grantor hereby CONVEYS AND WARRANTS against (but only against) all claiming, by, through, or under it unto Grantee the following-described realty situated in Davis County, Utah:

See Exhibit "A" attached hereto which, by this reference, is incorporated herein for all purposes, together with all and singular the rights, benefits, privileges, easements, tenements, hereditaments, rents, issues and profits, reversions, remainders and appurtenances thereon or in any wise appertaining thereto, and all estate, right, title, interest, claim and demand whatsoever of the Grantor, in law or at equity of, in and to the aforesaid real property, and together with all improvements and fixtures located thereon and any right, title and interest of Grantor in and to adjacent streets, alleys and rights-of-way.

2216595

THE CONVEYANCE HEREBY ACCOMPLISHED IS SUBJECT TO all of the following:

See Exhibit "B" attached hereto, which, by this reference, is incorporated herein for all purposes.

IN WITNESS WHEREOF, Grantor has executed this Deed on or as of the day and year first above written.

GRANTOR:

LHM-UTAH, LLC,  
a Delaware limited liability company

By: CBL & Associates Limited Partnership,  
its sole member and chief manager

By: CBL Holdings I, Inc.,  
its sole general partner



By: Farzana K. Mitchell  
Farzana K. Mitchell  
Senior Vice President – Finance

STATE OF TENNESSEE     )  
COUNTY OF HAMILTON    )

The foregoing instrument was acknowledged before me this 12 day of March, 2007, by Farzana K. Mitchell, Senior Vice President-Finance of CBL Holdings I, Inc., a Delaware corporation, and the sole general partner of CBL & Associates Limited Partnership, a Delaware limited partnership, and the sole member and chief manager of LAYTON HILLS MALL CMBS, LLC, a Delaware limited liability company, who is personally known to me.

WITNESS my hand and official seal.

My commission expires: 2.23.2008

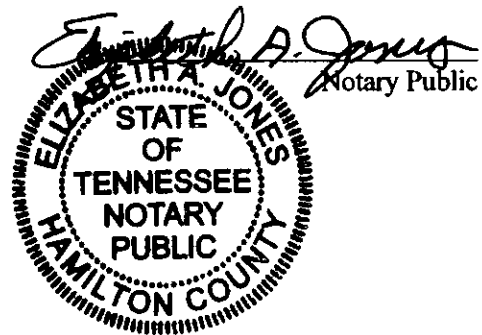


Exhibit "A"

Legal Description of Property

Exhibit "A"Legal Description of Property

BEGINNING AT A POINT THAT IS SOUTH 89°54'50" WEST 1371.679 FEET AND NORTH 00°08'08" EAST 501.129 FEET FROM THE SOUTHEAST CORNER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; SAID POINT BEING ON THE WEST RIGHT-OF-WAY LINE OF HILL FIELD ROAD (400 WEST); THENCE NORTH 00°08'08" EAST 1647.867 FEET ALONG SAID WEST RIGHT-OF-WAY LINE; THENCE SOUTH 89°54'50" WEST 2394.474 FEET TO THE INTERSTATE 15 RIGHT-OF-WAY FENCE; THENCE SOUTH 34°57'09" EAST 1195.886 FEET; THENCE SOUTH 38°47'31" EAST 552.882 FEET TO A POINT OF A 1085.92 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 53°24'29" EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 264.387 FEET; THENCE SOUTH 50°17'28" EAST 600.130 FEET; THENCE SOUTH 34°49'00" EAST 201.836 FEET; THENCE NORTH 56°17'59" EAST 470.449 FEET TO A DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY MARKER WHICH REPRESENTS A POINT OF A 420.00 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 33°42'01" WEST); THENCE NORTHEASTERLY 252.481 FEET ALONG THE ARC OF SAID CURVE; THENCE NORTH 88°43'02" EAST 36.619 FEET TO A POINT OF A 453.901 FOOT RADIUS CURVE TO THE LEFT (BEARING TO THE CENTER OF CURVE BEARS NORTH 69°57'36" WEST); THENCE NORTHEASTERLY 54.455 FEET ALONG THE ARC OF SAID CURVE TO THE POINT OF BEGINNING.

LESS AND EXCEPTING FROM THE ABOVE PARCELS THE FOLLOWING DESCRIBED PROPERTY: BEGINNING AT THE INTERSECTION OF THE WEST LINE OF HILL FIELD ROAD AND THE SOUTH LINE OF AN ENTRANCE ROAD TO THE LAYTON HILLS MALL, SAID POINT BEING NORTH 89°54'50" EAST 1265.31 FEET ALONG THE QUARTER SECTION LINE AND SOUTH 950.46 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE SOUTH 00°08'08" WEST 185.50 FEET ALONG THE WEST LINE OF HILL FIELD ROAD; THENCE NORTH 89°51'52" WEST 174.19 FEET TO THE EAST LINE OF RING ROAD; THENCE NORTHWESTERLY 168.88 FEET ALONG THE ARC OF A 203.48 FOOT RADIUS CURVE TO THE LEFT, (CENTER BEARS SOUTH 67°08'16" WEST AND LONG CHORD BEARS NORTH 46°33'10" WEST 164.08 FEET, WITH A CENTRAL ANGLE OF 47°33'05") ALONG THE EAST LINE OF RING ROAD TO THE SOUTHEASTERLY LINE OF THE SAID ENTRANCE ROAD; THENCE NORTHEASTERLY 142.86 FEET ALONG THE ARC OF A 125.00 FOOT RADIUS CURVE TO THE RIGHT, (CENTER BEARS SOUTH 65°20'47" EAST AND LONG CHORD BEARS NORTH 57°23'46" EAST 135.22 FEET, WITH A CENTRAL ANGLE OF 65°29'05") ALONG THE SOUTHEASTERLY LINE OF SAID ENTRANCE ROAD; THENCE SOUTH 89°51'42" EAST 180.02 FEET ALONG THE SOUTH LINE OF SAID ENTRANCE ROAD TO THE WEST LINE OF HILL FIELD ROAD, BEING THE POINT OF BEGINNING. (AS EVIDENCED BY A SURVEY PREPARED BY KEITH R. RUSSELL, LICENSE NO. 16-4386)

THE ABOVE DESCRIBED LAND IS COMPRISED OF ALL OF THE FOLLOWING SEPARATELY DESCRIBED TRACTS:

PARCEL A:

BEGINNING AT A POINT THAT IS SOUTH 0°09'50" WEST 807.779 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; SAID POINT IS ON THE SOUTH RIGHT-OF-WAY OF A PROPOSED ROAD; THENCE NORTH 75°09'32" WEST 219.279 FEET TO A POINT OF A 248.764 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS SOUTH 14°50'28" WEST); THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 370.930 FEET TO A POINT OF TANGENCY; THENCE SOUTH 19°24'28" WEST 130.768 FEET TO A POINT OF A 270.118 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS SOUTH 70°35'32" EAST); THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 256.279 FEET TO A POINT OF TANGENCY; THENCE SOUTH 34°57'09" EAST 113.733 FEET TO A POINT OF A 2932.591 FOOT RADIUS CURVE TO THE LEFT (BEARING TO THE CENTER OF CURVE BEARS NORTH 55°02'51" EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 198.435 FEET TO A POINT OF TANGENCY; THENCE SOUTH 38°49'46" EAST 361.890 FEET TO A POINT OF A 253.481 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 51°10'14" EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 140.521 FEET TO A POINT OF TANGENCY; THENCE SOUTH 70°35'32" EAST 311.00 FEET TO A POINT OF A 543 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 19°24'28" EAST); THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 282.803 FEET TO A POINT OF TANGENCY; THENCE NORTH 79°34'02" EAST 106.622 FEET TO A POINT OF A 468 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 10°25'58" WEST); THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 648.809 FEET TO A POINT OF TANGENCY; THENCE NORTH 0°08'08" EAST 324.891 FEET TO A POINT OF A 159.484 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 89°51'52" WEST); THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 209.584 FEET TO A POINT OF TANGENCY; THENCE NORTH 75°09'32" WEST 979.006 FEET TO A POINT OF BEGINNING.

1. "NORTHWEST ENTRANCE ROAD"

BEGINNING AT A POINT SOUTH 64°59'41" WEST 1174.819 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 34°57'09" EAST 688.309 FEET TO THE POINT OF AN 80.00 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 55°02'51" EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 67.480 FEET TO A POINT ON A 314.118 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 84 DEGREES 51 MINUTES 40 SECONDS EAST); TO THE RIGHT (BEARING TO CENTER OF CURVE BEARS NORTH 06°43'06" EAST); THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 108.908 FEET; THENCE NORTH 34°57'09" WEST 718.965 FEET; THENCE NORTH 89°54'50" EAST 53.626 FEET TO THE POINT OF BEGINNING.

## 2. "NORTH ENTRANCE ROAD"

BEGINNING AT A POINT THAT IS SOUTH 24°06'36" EAST 541.940 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE NORTH 89°54'50" EAST 30.00 FEET; THENCE SOUTH 0°09'50" WEST 334.608 FEET; THENCE NORTH 75°09'32" WEST 31.012 FEET; THENCE NORTH 0°09'50" EAST 326.619 FEET TO THE POINT OF BEGINNING.

## 3. "NORTHEAST ENTRANCE ROAD"

BEGINNING AT A POINT ON THE WEST RIGHT-OF-WAY LINE OF HILL FIELD ROAD, SAID POINT BEING SOUTH 54°01'25" EAST 1583.632 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 0°08'08" WEST 30.00 FEET; THENCE NORTH 89°51'52" WEST 180.019 FEET TO A POINT OF A 125 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE REARS SOUTH 0°08'08" WEST); THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 142.859 FEET TO A POINT ON A 203.484 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS SOUTH 19°35'06" WEST); THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 16.848 FEET; THENCE NORTH 75°09'32" WEST 13.431 FEET TO A POINT ON A 155 FOOT RADIUS CURVE TO THE RIGHT (BEARING TO CENTER OF CURVE BEARS SOUTH 66°59'57" EAST); THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 181.617 FEET; THENCE SOUTH 89°51'52" EAST 180.019 FEET TO THE POINT OF BEGINNING.

## 4. "EAST ENTRANCE ROAD"

BEGINNING AT A POINT THAT IS SOUTH 42°03'04" EAST 1887.509 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 0°08'08" WEST 90.00 FEET; THENCE SOUTH 89°51'52" WEST 158.019 FEET; THENCE NORTH 0°08'08" EAST 90.00 FEET; THENCE SOUTH 89°51'52" EAST 158.019 FEET TO THE POINT OF BEGINNING.

## 5. "SOUTH ENTRANCE ROAD"

BEGINNING AT A POINT THAT IS SOUTH 89°54'50" WEST 1591.92 FEET ALONG THE SECTION LINE AND NORTH 247.03 FEET FROM THE SOUTHEAST CORNER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; SAID POINT BEING ON THE POINT OF INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF HILL FIELD ROAD AND THE EASTERLY RIGHT-OF-WAY LINE OF THE SOUTH ENTRANCE ROAD; THENCE NORTH 33°42'01" WEST 86.722 FEET TO A POINT OF CURVATURE; THENCE NORTHWESTERLY 198.945 FEET ALONG THE ARC OF A 202.465 FOOT RADIUS CURVE TO THE LEFT TO A POINT OF TANGENCY; THENCE WEST 58.688 FEET TO A POINT OF CURVATURE ON A 132.543 FOOT RADIUS CURVE TO THE LEFT, WHOSE RADIUS POINT BEARS SOUTH; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 77.959 FEET TO A POINT OF TANGENCY; THENCE SOUTH 56°17'59" WEST 104.675 FEET TO A POINT OF CURVATURE ON A 149.989 FOOT RADIUS CURVE TO THE RIGHT, WHOSE RADIUS POINT BEARS NORTH 33°42'01" WEST ; THENCE NORTHWESTERLY 192.171 FEET ALONG THE ARC OF SAID CURVE TO A POINT OF TANGENCY; THENCE NORTH 50°17'28" WEST 509.700 FEET TO A POINT OF CURVATURE; THENCE

NORTHERLY 41.523 FEET ALONG THE ARC OF A 52.791 FOOT RADIUS CURVE TO THE RIGHT TO THE INTERSECTION OF THE EASTERLY RIGHT-OF-WAY LINE OF THE SOUTH ENTRANCE ROAD AND THE RING ROAD; THENCE NORTH  $70^{\circ}35'32''$  WEST 29.813 FEET TO A POINT OF CURVATURE; THENCE NORTHWESTERLY 22.829 FEET ALONG THE ARC OF A 297.481 FOOT RADIUS CURVE TO THE RIGHT TO THE POINT OF INTERSECTION OF THE RING ROAD AND THE WESTERLY RIGHT-OF-WAY LINE OF THE SOUTH ENTRANCE ROAD; THENCE SOUTHERLY 103.766 FEET ALONG THE ARC OF A 102.791 FOOT RADIUS CURVE TO THE LEFT TO A POINT OF TANGENCY; THENCE SOUTH  $50^{\circ}17'28''$  EAST 509.700 FEET TO A POINT OF CURVATURE; THENCE SOUTHEASTERLY 256.233 FEET ALONG THE ARC OF A 199.989 FOOT RADIUS CURVE TO THE LEFT; THENCE NORTH  $56^{\circ}17'59''$  EAST 104.675 FEET TO A POINT OF CURVATURE; THENCE NORTHEASTERLY 48.550 FEET ALONG THE ARC OF 82.543 FOOT RADIUS CURVE TO THE RIGHT TO A POINT OF TANGENCY; THENCE EAST 58.688 FEET TO POINT OF CURVATURE; THENCE SOUTHEASTERLY 105.667 FEET ALONG THE ARC OF A 107.536 FOOT RADIUS CURVE TO THE RIGHT; THENCE SOUTH  $33^{\circ}42'01''$  EAST 124.101 FEET TO A POINT OF INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF HILL FIELD ROAD AND THE WESTERLY RIGHT-OF-WAY LINE OF THE SOUTH ENTRANCE ROAD; THENCE NORTH  $56^{\circ}17'59''$  EAST 70.00 FEET TO THE POINT OF BEGINNING.

6. "RING ROAD"

THE LAYTON HILLS MALL "RING ROAD" IS DESCRIBED AS THAT 44.0 FOOT STRIP OF PROPERTY LYING BETWEEN AND BOUNDED BY THE TWO FOLLOWING-DESCRIBED LINES:

NUMBER 1

BEGINNING AT A POINT THAT IS SOUTH  $0^{\circ}09'50''$  WEST 762.295 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; SAID POINT IS ON THE NORTH RIGHT-OF-WAY OF A PROPOSED ROAD; THENCE NORTH  $75^{\circ}09'32''$  WEST 207.754 FEET TO A POINT OF A 292.764 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS SOUTH  $14^{\circ}50'28''$  WEST); THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 436.538 FEET TO A POINT OF TANGENCY; THENCE SOUTH  $19^{\circ}24'28''$  WEST 130.768 FEET TO A POINT OF A 314.118 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS SOUTH  $70^{\circ}35'32''$  EAST); THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 298.025 FEET TO A POINT OF TANGENCY; THENCE SOUTH  $34^{\circ}57'09''$  EAST 113.733 FEET TO A POINT OF 2976.591 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH  $55^{\circ}02'51''$  EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 201.412 FEET TO A POINT OF TANGENCY; THENCE SOUTH  $38^{\circ}49'46''$  EAST 361.890 FEET TO A POINT OF A 297.481 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH  $51^{\circ}10'14''$  EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 164.913 FEET TO A POINT OF TANGENCY; THENCE SOUTH  $70^{\circ}35'32''$  EAST 311.00 FEET TO A POINT OF A 587.00 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH  $19^{\circ}24'28''$  EAST); THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 305.719 FEET TO A POINT OF TANGENCY; THENCE NORTH  $79^{\circ}34'02''$  EAST 106.622 FEET TO A POINT ON A 512.00 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH  $10^{\circ}25'58''$  WEST); THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 709.808 FEET TO A POINT OF TANGENCY; THENCE NORTH  $0^{\circ}08'08''$  EAST

324.891 FEET TO A POINT OF A 203.484 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 89°51'52" WEST); THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 267.406 FEET TO A POINT OF TANGENCY; THENCE NORTH 75°09'32" WEST 990.347 FEET TO THE POINT OF BEGINNING.

NUMBER 2

BEGINNING AT A POINT THAT IS SOUTH 0°09'50" WEST 807.779 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; SAID POINT IS ON THE SOUTH RIGHT-OF-WAY OF A PROPOSED ROAD; THENCE NORTH 75°09'32" WEST 219.279 FEET TO A POINT OF A 248.764 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS SOUTH 14°50'28" WEST); THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 370.930 FEET TO A POINT OF TANGENCY; THENCE SOUTH 19°24'28" WEST 130.768 FEET TO A POINT ON A 270.118 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS SOUTH 70°35'32" EAST); THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 256.279 FEET TO A POINT OF TANGENCY; THENCE SOUTH 34°57'09" EAST 113.733 FEET TO A POINT OF 2932.591 FOOT RADIUS CURVE TO THE LEFT (BEARING TO THE CENTER OF CURVE BEARS NORTH 55°02'51" EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 198.435 FEET TO A POINT OF TANGENCY; THENCE SOUTH 38°49'46" EAST 361.890 FEET TO A POINT OF A 253.481 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF SAID CURVE BEARS NORTH 51°10'14" EAST); THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 140.521 FEET TO A POINT OF TANGENCY THENCE SOUTH 70°35'32" EAST 311.00 FEET TO A POINT OF A 543 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 19°24'28" EAST); THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 282.803 FEET TO A POINT OF TANGENCY; THENCE NORTH 79°34'02" EAST 106.622 FEET TO A POINT OF A 468 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 10°25'58" WEST); THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 648.809 FEET TO A POINT OF TANGENCY; THENCE NORTH 0°08'08 EAST 324.891 FEET TO A POINT OF A 159.484 FOOT RADIUS CURVE TO THE LEFT (BEARING TO CENTER OF CURVE BEARS NORTH 89°51'52" WEST); THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 209.584 FEET TO A POINT OF TANGENCY; THENCE NORTH 75°09'32" WEST 979.006 FEET TO A POINT OF BEGINNING.

SUB PARCEL B:

BEGINNING AT A POINT ON THE NORTHWESTERLY RIGHT-OF-WAY LINE OF HILL FIELD ROAD WHERE IT IS INTERSECTED BY THE SOUTHWESTERLY LINE OF THE SOUTH ENTRANCE ROAD INTO THE LAYTON HILLS MALL, SAID POINT BEING NORTH 78°02'29" EAST 1012.358 FEET FROM THE SOUTH ONE QUARTER CORNER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 56°17'59" WEST 385.449 FEET; THENCE NORTH 34°49' WEST 201.836 FEET; THENCE NORTH 50°17'28" WEST 600.130 FEET TO A POINT ON A 1085.92 FOOT RADIUS CURVE TO THE RIGHT WHOSE RADIUS POINT BEARS NORTH 39°27'30" EAST; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 264.387 FEET; THENCE NORTH 38°47'31" WEST 552.882 FEET; THENCE NORTH 34°57'09" WEST 1195.886 FEET; THENCE NORTH 89°54'50" EAST 9750 FEET TO THE SOUTHWESTERLY RIGHT-OF-WAY LINE OF THE NORTHWEST ENTRANCE ROAD



INTO THE LAYTON HILLS MALL; THENCE SOUTH 34°57'09" EAST 718.965 FEET TO THE POINT OF A 124.00 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS NORTH 55°02'51" EAST; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 108.908 FEET TO A POINT ON A 314.118 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS NORTH 87°04'54" EAST; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE 175.624 FEET; THENCE SOUTH 34°57'09" EAST 113.733 FEET TO THE POINT OF A 2976.591 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS NORTH 55°02'51" EAST; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 201.412 FEET; THENCE SOUTH 38°49'46" EAST 361.890 FEET TO THE POINT OF A 297.481 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS NORTH 55°10'14" EAST; THENCE SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 142.084 FEET TO THE POINT OF A 102.791 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS SOUTH 82°27'05" EAST; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE 103.766 FEET; THENCE SOUTH 50°17'28" EAST 509.700 FEET TO A POINT OF CURVATURE; THENCE SOUTHEASTERLY 256.233 FEET ALONG THE ARC OF A 199.989 FOOT RADIUS CURVE TO THE LEFT; THENCE NORTH 56°17'29" EAST 104.675 FEET TO A POINT OF CURVATURE; THENCE NORTHEASTERLY 48.550 FEET ALONG THE ARC OF A 82.543 FOOT RADIUS CURVE TO THE RIGHT TO A POINT OF TANGENCY; THENCE EAST 58.688 FEET TO A POINT OF CURVATURE; THENCE SOUTHEASTERLY 105.667 FEET ALONG THE ARC OF A 107.536 FOOT RADIUS CURVE TO THE RIGHT; THENCE SOUTH 33°42'01" EAST 124.101 FEET TO THE POINT OF BEGINNING.

SUB PARCEL C:

BEGINNING AT A POINT THAT IS SOUTH 89°54'50" WEST 1591.92 FEET ALONG THE SECTION LINE AND NORTH 247.03 FEET FROM THE SOUTHEAST CORNER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; SAID POINT BEING ON THE POINT OF INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY LINE OF HILL FIELD ROAD AND THE EASTERLY RIGHT-OF-WAY LINE OF THE SOUTH ENTRANCE ROAD; THENCE NORTH 33°42'01" WEST 86.722 FEET TO A POINT OF CURVATURE ON A 202.465 FOOT RADIUS CURVE TO THE LEFT, WHOSE RADIUS POINT BEARS SOUTH 56°17'59" WEST; THENCE NORTHWESTERLY 198.945 FEET ALONG THE ARC OF SAID CURVE TO A POINT OF TANGENCY; THENCE WEST 58.688 FEET TO A POINT OF CURVATURE ON A 132.543 FOOT RADIUS CURVE TO THE RIGHT, WHOSE RADIUS POINT BEARS SOUTH; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 77.959 FEET TO A POINT OF TANGENCY; THENCE SOUTH 56°17'59" WEST 104.675 FEET TO A POINT OF CURVATURE ON A 149.989 FOOT RADIUS CURVE TO THE RIGHT WHOSE RADIUS POINT BEARS NORTH 33°42'01" WEST, THENCE NORTHWESTERLY 192.171 FEET ALONG THE ARC OF SAID CURVE TO A POINT OF TANGENCY; THENCE NORTH 50°17'28" WEST 509.700 FEET TO A POINT OF CURVATURE ON A 52.791 FOOT RADIUS CURVE TO THE RIGHT WHOSE RADIUS POINT BEARS NORTH 39°42'32" EAST; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE 41.523 FEET TO THE INTERSECTION OF THE SOUTH ENTRANCE ROAD AND THE RING ROAD; THENCE SOUTH 70°35'32" EAST 281.197 FEET TO A POINT OF CURVATURE ON A 587.00 FOOT RADIUS CURVE TO THE LEFT, WHOSE RADIUS POINT BEARS NORTH 19°24'28" EAST; THENCE EASTERLY ALONG THE ARC OF SAID CURVE 305.719 FEET TO A POINT OF TANGENCY; THENCE NORTH 79°34'02" EAST 106.622 FEET TO A POINT OF CURVATURE ON A 512.00 FOOT RADIUS CURVE TO THE LEFT, WHOSE RADIUS POINT BEARS NORTH 10°25'58" WEST; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 709.808 FEET TO A POINT OF TANGENCY; THENCE NORTH 00°08'08"

EAST 46.882 FEET TO A POINT OF INTERSECTION OF THE RING ROAD AND THE EAST ENTRANCE ROAD; THENCE SOUTH 89°51'52" EAST 158.019 FEET TO A POINT OF INTERSECTION OF THE SOUTH LINE OF THE EAST ENTRANCE ROAD AND THE WEST RIGHT-OF-WAY LINE OF HILL FIELD ROAD; THENCE SOUTH 00°08'08" WEST 649.393 FEET ALONG THE RIGHT-OF-WAY LINE OF HILL FIELD ROAD TO A POINT OF INTERSECTION WITH A 453.901 FOOT RADIUS RIGHT-OF-WAY CURVE FROM THE SOUTHWEST, WHOSE RADIUS POINT BEARS NORTH 76°50'37" WEST; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 54.532 FEET; THENCE SOUTH 88°43'02" WEST 36.619 FEET TO A POINT OF INTERSECTION WITH A 420.00 FOOT RIGHT-OF-WAY CURVE FROM THE SOUTHWEST, WHOSE RADIUS POINT BEARS NORTH 68°42'41" WEST; THENCE 252.481 FEET ALONG THE ARC OF SAID CURVE TO A POINT OF TANGENCY; THENCE SOUTH 56°17'59" WEST 15.002 FEET TO THE POINT OF BEGINNING.

SUB PARCEL D:

BEGINNING AT A POINT ON THE WEST RIGHT-OF-WAY LINE OF HILL FIELD ROAD WHERE IT IS INTERSECTED BY THE SOUTH RIGHT-OF-WAY LINE OF THE NORTHEAST ENTRANCE ROAD INTO THE LAYTON HILLS MALL, SAID POINT BEING SOUTH 53°08'33" EAST 1581.385 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 0°08'08" WEST 453.009 FEET TO THE NORTH LINE OF THE EAST ENTRANCE ROAD 90.0 FEET IN WIDTH; THENCE NORTH 89°51'52" WEST 158.019; THENCE NORTH 0°08'08" EAST 188.009 FEET TO THE POINT OF A 203.484 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS NORTH 89°51'52" WEST THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 250.559 FEET TO A POINT ON A 125.00 FOOT RADIUS CURVE TO THE RIGHT, WHOSE RADIUS POINT BEARS SOUTH 65°20'47" EAST; THENCE NORTHEASTERLY ALONG THE ARC OF SAID CURVE 142.859 FEET; THENCE SOUTH 89°51'52" EAST 180.019 FEET TO THE POINT OF BEGINNING.

LESS AND EXCEPTING FROM THE ABOVE PARCELS THE FOLLOWING DESCRIBED PROPERTY: BEGINNING AT THE INTERSECTION OF THE WEST LINE OF HILL FIELD ROAD AND THE SOUTH LINE OF AN ENTRANCE ROAD TO THE LAYTON HILLS MALL, SAID POINT BEING NORTH 89°54'50" EAST 1265.31 FEET ALONG THE QUARTER SECTION LINE AND SOUTH 950.46 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE SOUTH 00°08'08" WEST 185.50 FEET ALONG THE WEST LINE OF HILL FIELD ROAD; THENCE NORTH 89°51'52" WEST 174.19 FEET TO THE EAST LINE OF RING ROAD; THENCE NORTHWESTERLY 168.88 FEET ALONG THE ARC OF A 203.48 FOOT RADIUS CURVE TO THE LEFT, (CENTER BEARS SOUTH 67°08'16" WEST AND LONG CHORD BEARS NORTH 46°33'10" WEST 164.08 FEET, WITH A CENTRAL ANGLE OF 47°33'05") ALONG THE EAST LINE OF RING ROAD TO THE SOUTHEASTERLY LINE OF THE SAID ENTRANCE ROAD; THENCE NORTHEASTERLY 142.86 FEET ALONG THE ARC OF A 125.00 FOOT RADIUS CURVE TO THE RIGHT, (CENTER BEARS SOUTH 65°20'47" EAST AND LONG CHORD BEARS NORTH 57°23'46" EAST 135.22 FEET, WITH A CENTRAL ANGLE OF 65°29'05") ALONG THE SOUTHEASTERLY LINE OF SAID ENTRANCE ROAD; THENCE SOUTH 89°51'42" EAST 180.02 FEET ALONG THE SOUTH LINE OF SAID ENTRANCE ROAD TO THE WEST LINE OF HILL FIELD ROAD, BEING THE POINT OF BEGINNING. (AS EVIDENCED BY A SURVEY PREPARED BY KEITH R. RUSSELL, LICENSE NO. 16-4386)

## SUB PARCEL E:

BEGINNING AT A POINT ON THE WEST RIGHT-OF-WAY LINE OF HILL FIELD ROAD WHERE IT IS INTERSECTED BY THE SOUTH LINE OF 1500 NORTH, SAID POINT BEING SOUTH 68°43'32" EAST 1359.003 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN, AND RUNNING THENCE SOUTH 0°08'08" WEST 425.465 FEET ALONG THE WEST LINE OF SAID HILL FIELD ROAD; THENCE NORTH 89°51'52" WEST 180.019 FEET TO A POINT OF A 155.0 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS SOUTH 0°08'08" WEST; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 181.617 FEET; THENCE NORTH 75°09'32" WEST 715.782 FEET; THENCE NORTH 0°09'50" EAST 334.608 FEET; THENCE NORTH 89°54'50" EAST 1015.017 FEET TO THE POINT OF BEGINNING.

## SUB PARCEL F:

BEGINNING AT THE POINT OF INTERSECTION OF THE WEST RIGHT-OF-WAY LINE OF THE NORTH ENTRANCE ROAD INTO THE LAYTON HILLS MALL WITH THE NORTH PROPERTY LINE OF THE LAYTON HILLS MALL PROPERTY, SAID POINT BEING SOUTH 24°06'36" EAST 541.940 FEET FROM THE CENTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN; THENCE SOUTH 0°09'50" WEST 326.619 FEET; THENCE NORTH 75°09'32" WEST 438.060 FEET TO THE POINT OF A 292.764 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS SOUTH 14°50'28" WEST; THENCE NORTHWESTERLY AND SOUTHWESTERLY ALONG THE ARC OF SAID CURVE 436.538 FEET; THENCE SOUTH 19°24'28" WEST 130.768 FEET TO THE POINT OF A 314.118 FOOT RADIUS CURVE TO THE LEFT WHOSE RADIUS POINT BEARS SOUTH 70°35'32" EAST; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE 78.228 FEET TO A POINT ON AN 80.00 FOOT RADIUS CURVE TO THE RIGHT WHOSE RADIUS POINT BEARS NORTH 6°43'06" EAST; THENCE NORTHWESTERLY ALONG THE ARC OF SAID CURVE 67.480 FEET; THENCE NORTH 34°57'09" WEST 688.309 FEET; THENCE NORTH 89°54'50" EAST 1286.079 FEET TO THE POINT OF BEGINNING.

TOGETHER WITH THOSE REAL PROPERTY RIGHTS AS SET FORTH IN THAT CERTAIN Declaration of Covenants, Conditions and Restrictions dates as of January 12, 1979, as Entry No. 520506, in Book 749, at Page 347, Davis County Recorder's Office, as amended by First Amendment to Declaration of Covenants, Conditions and Restrictions, dated November 8, 1979, recorded as Entry No. 553586, in Book 806, at Page 481, aforesaid records, as further amended by Second Amendment to Declaration of Covenants, Conditions and Restrictions, dated February 25, 1981 and recorded as Entry No. 590247, in Book 864, at Page 94, aforesaid records, as further amended by Third Amendment to Declaration of Covenants, Conditions and Restrictions, dated December 11, 1989, recorded as Entry No. 877657, in Book 1327, at Page 445, aforesaid records, as affected by Waiver recorded February 8, 1980, as Entry No. 557178 in Book 812, at Page 265, as further supplemented by Supplement to Declaration in recorded as Entry No. 525712, in Book 758, at Page 83, Entry No. 533987, in Book 772, at Page 897, Entry No. 540032, in Book 783, at Page 402, Entry No. 594234, in Book 870, at Page 160 and Entry No. 862637, in Book 1300, at Page 1085, all recorded in the Davis County Recorder's Office.

Exhibit "B"

Title Exceptions

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Exhibit "B"Title Exceptions

1. Taxes for the year 2007 are now accruing but not yet due and payable.
2. Rights of tenants, as tenants only, under prior unrecorded leases.
3. Ordinance adding a Street Name to the East Entrance to Layton Hills Mall at 1255 North Hillfield Road, Recorded December 26, 2003, as Entry No. 1944052, in Book 3443, at Page 1, DAVIS County Recorder's Office.
4. Right of Way as granted to State Road Commission of Utah, by Right of Way Deeds, Recorded in Book 1-S, at Page 501, recorded June 21, 1941, in Book 1-S, at page 593 of deeds, and recorded June 21, 1941, in Book 1-S, Page 594 of deeds, and recorded August 9, 1941, in Book 1-T, at Page 91 of deeds, and recorded December 16, 1942, in Book 1-U, Pages 560 and 561 of deeds, Davis County, Recorder's Office. (affects East 15 feet of entire parcel), as shown on a certain survey prepared by Stantec Consulting, Inc. entitled "LAYTON HILLS MALL", updated January 19, 2007, last certified on March 8, 2007, bearing the seal of Tyler E. Jenkins, P.L.S. No. 4938730, State of Utah. ("Survey").
5. An Easement and Right of Way as granted to Utah Power and Light Company, by Pole Line Easement, recorded July 30, 1942, in Book N of liens and leases, at Pages 535, 536, 537, 541, and 542, Davis County Recorder's Office (affects East 1 foot, of entire parcel), as shown on the Survey.
6. A Right of Way Easement Grant as granted to Mountain Fuel Supply Company, by Right of Way and Easement Grant, recorded January 16, 1958, as Entry No. 173492, in Book 136, Page 290 of official records, which by License Agreement dated May 11, 1979, recorded May 29, 1979, as Entry No. 533363, in Book 771, Page 785 of official records, Mountain Fuel Supply Company, granted to Homco Investment Company (affects the Northwest Entrance Road, part of the South Entrance Road, part of the Ring Road, and other property which is not part of the subject property), as shown on the Survey.
7. Grants made to the State Road Commission of Utah by Warranty Deeds, recorded July 3, 1963, as Entry No. 253858, in Book 271, Page 146 of official records, and recorded August 15, 1963, as Entry No. 255606, in Book 274, Page 21 of official records, as affected by a Road Exchange Agreement dated December 18, 1978, recorded December 20, 1978, as Entry No. 518287, in Book 745, Page 652 of official records (affects Parcel A and Subparcels B and C), as shown on the Survey.

8. Access Rights and Right of Way Easements as granted to Mountain Fuel Supply Company, a Corporation of Utah, by Right of Way Easement recorded July 13, 1966, as Entry No. 300414, in Book 348, Page 278 of official records, and as amended by instrument recorded July 13, 1966, as Entry No. 300414, in Book 348, Page 278 of official records as affected by License Agreement dated May 11, 1979, recorded May 29, 1979, as Entry No. 533363, in Book 771, Page 785, Davis County Recorder's Office. (affects South Entrance Road, Northwest Entrance Road and a part of Ring Road), as shown on the Survey.
9. Restrictions contained in Road Exchange Agreement dated December 18, 1978, Quit Claim Deed dated December 18, 1978 and Quit Claim Deed dated December 18, 1978, all recorded December 20, 1978, as Entry Nos. 518287, 518288 and 518289, in Book 745, Pages 652, 661 and 662 of official records as amended in Entry No. 300411, in Book 348, Page 278 of official records, as further affected by Road Exchange Agreement recorded December 20, 1978, as Entry No. 518287, in Book 745, page 652 of official records, and as further affected by License Agreement dated May 11, 1979, recorded May 29, 1979, as Entry No. 533363, in Book 771, at Page 785 of official records. (affects part of the South Entrance Road, Ring Road, Northwest Entrance Road, and Subparcel B), as shown on the Survey.
10. Road Exchange Agreement between Homco Investment Co. and the Utah Dept. of Transportation dated December 18, 1978, recorded December 20, 1978, as Entry No. 518287, in Book 745, Page 652 of Official Records. (affects South Entrance Road and Subparcel B), as shown on the Survey.
11. A perpetual easement and right of way as granted to Utah Power & Light Company, a corporation, by Easement recorded May 31, 1979, as Entry No. 533541 in Book 772, at Page 110, Davis County Recorder's Office (affects Parcel A and Subparcels C and F), as shown on the Survey.
12. Easement, dated February 29, 1980, in favor of Utah Power & Light Company, recorded March 31, 1980, as Entry No. 561358, in Book 819, at Page 180, Davis County Recorder's Office. (affects Subparcels E and F), as shown on the Survey.
13. Right of way and Easement Grant, dated October 1, 1989 in favor of Mountain Fuel Supply Company, recorded November 18, 1980 as Entry No. 579723, in Book 847, at Page 1054, Davis County Recorder's Office. (affects Subparcels E and F), as shown on the Survey.
14. Easement dated May 28, 1980, in favor of Utah Power & Light Company, recorded November 19, 1980, as Entry No. 579846, in Book 848, at Page 175, Davis County Recorder's Office (affects Parcel A and Subparcel C), as shown on the Survey.
15. Easement dated May 7, 1985, in favor of Utah Power & Light Company, recorded as Entry No. 702795, in Book 1036 at Page 153, Davis County Recorder's Office. (affects Subparcel F), as shown on the Survey.
16. Relinquishment of Access Rights, dated October 23, 1986, recorded December 26, 1986, as Entry No. 766065, in Book 1133, at Page 176 Davis County Recorder's Office (affects Subparcels C, D and E), as shown on the Survey.

17. Right of Way and Easement, dated July 14, 1980, in favor of Mountain States Telephone and Telegraph Company, a Colorado Corporation, recorded September 21, 1988, as Entry No. 836990, in Book 1256, at Page 308, Davis County Recorder's Office (affects Subparcel B), as shown on the Survey.
18. Right of Way and Easement Grant, dated May 25, 1988, in favor of Mountain Fuel Supply Company, recorded on October 18, 1988, as Entry No. 839614, in Book 1261, at Page 188, Davis County, Recorder's Office. (affects Subparcel E), as shown on the Survey.
19. Right of Way and Easement grant, dated November 22, 1988, in favor of Mountain Fuel Supply Company, recorded on February 13, 1989, as Entry No. 849740, in Book 1278, at Page 581, Davis County Recorder's Office. (affects Parcel A and Subparcel C), as shown on the Survey.
20. Declaration of Covenants, Conditions and Restrictions recorded January 17, 1979 as Entry No. 520506, in Book 749, at Page 347, Davis County Recorder's Office, as shown on the Survey.

21. Easement

Grantor: Strategic Retail Trust  
Grantee: U S West Communications, Inc. a Colorado Corporation  
Dated: August 3, 1995  
Recorded: September 15, 1995  
Entry Number: 1199834  
Book 1916 Page: 35  
(affects subparcel D), as shown on the Survey.

22. Easement and conditions contained therein:

Grantor: Phillip E. Stephens, Trustee of the Strategic Retail Trust  
Grantee: Utah Department of Transportation  
Dated: August 28, 1996  
Recorded: October 7, 1996  
Entry Number: 1278680  
Book: 2051 Page 728  
(affects subparcel D), as shown on the Survey.

23. Easement Agreement, Recorded June 30, 1989, as Entry No. 862642, in Book 1300, at Page 1114, DAVIS County Recorder's Office, as shown on the Survey.
24. Easement, Recorded October 20, 2005, as Entry No. 2113903, in Book 3895, at Page 1462, DAVIS County Recorder's Office, as shown on the Survey.

25. Restrictive Covenants (deleting any covenant, condition, or restriction indicating a preference, limitation or discrimination based on race, color, religion, sex, handicap, familial status, or national origin to the extent such covenants, conditions, or restrictions violate 42USC 3604c), Recorded January 17, 1979, as Entry No. 520506, in Book 749, at Page 347, DAVIS County Recorder's Office.
- a. First Amendment to Declaration of Covenants, Conditions and Restrictions , Recorded December 20, 1979, as Entry No. 553586, in Book 806, at Page 481, DAVIS County Recorder's Office.
  - b. Second Amendment to Declaration of Covenants, Conditions and Restrictions , Recorded April 16, 1981, as Entry No. 590247, in Book 864, at Page 94, DAVIS County Recorder's Office.
  - c. Third Amendment to Declaration of Covenants, Conditions and Restrictions , Recorded December 13, 1989, as Entry No. 877657, in Book 1327, at Page 445, DAVIS County Recorder's Office.
  - d. Said declaration is the subject of a waiver recorded February 8, 1980, as Entry No. 5557178 in Book 812, at Page 265, Davis County Recorder's Office.
  - e. Said Declaration is also subject of the following supplements, each of which accords to the party indicated below the right to be a necessary party to any amendment to said declaration:
    - i. Supplement to Declaration, Recorded March 19, 1979, as Entry No. 525712, in Book 758, at Page 83, County Recorder's Office. (Necessary Party: Pay N Save Corporation, a Washington Corp., Ernst Home Center Division)
    - ii. Supplement to Declaration, Recorded June 4, 1979, as Entry No. 533987, in Book 772, at Page 897, County Recorder's Office. (Necessary Party Safeway Stores Incorporated, Maryland Corp.)
    - iii. Supplement to Declaration , Recorded August 2, 1979, as Entry No. 540032, in Book 783, at Page 402, County Recorder's Office. (Necessary Party: Mervyn's, a California Corporation)
    - iv. Supplement to Declaration , Recorded June 10, 1981, as Entry No. 594234, in Book 870, at Page 160, County Recorder's Office. (Necessary Party: Allied Stores Corporation)
    - v. Supplement to Declaration , Recorded June 30, 1989, as Entry No. 862637, in Book 1300, at Page 1085, County Recorder's Office. (Necessary Party: McDonald's Corporation, a Delaware Corporation)



26. The following matters as shown on ALTA/ACSM Land Title Survey dated March 8, 2007, prepared by Stantec, Consulting, Inc. bearing the seal of Tyler E. Jenkins, P.L.S. No. 4938730, State of Utah:
- A. Where centerline is shown no easement width is specified in exception.
  - B. An apparent irrigation line exists along the easterly boundary line of said property without the benefit of an easement.
  - C. According to the water utility maps obtained from Layton City, a sanitary sewer line is apparently located below the Olive Garden Restaurant without benefit of an easement.
  - D. Waterline (not supported by a recorded easement) that extends under Interstate 15, enters the entire parcel on its southwesterly boundary, and exits to Hill Field Road through the ease boundary of the entire parcel.
  - E. Building located within Subparcel C and captioned Tuesday Morning Franklin Covey is located within the path of a recorded easement (Exception 14 of Schedule B).
27. Unrecorded Ground Lease as evidenced by a Substitute Short Form Ground Lease, Recorded January 15, 1980, as Entry No. 555374, in Book 809, at Page 360, DAVIS County Recorder's Office, as affected by the following:
- a. Assignment and Assumption of Lease between Mervyn's LLC as assignor and MDS Realty IV, LLC, as Assignee, Recorded September 22, 2004, as Entry No. 2019356, in Book 3629, at Page 692, DAVIS County Recorder's Office  
Assignment and Assumption of operating Agreements, Recorded September 22, 2004, as Entry No. 2019357, in Book 3629, at Page 697, DAVIS County Recorder's Office.
28. LEASE AGREEMENT (GART SPORTS), BY AND BETWEEN LAYTON HILLS MALL ASSOCIATES, AND MALONE AND HYDE, INC. DBA UDISCO DBA WOLFE'S, WHICH WAS SUBSEQUENTLY ASSIGNED TO HERMAN'S SPORTING GOODS, INC., Recorded SEPTEMBER 12, 1994, as Entry No. 1141482, in Book 1800, at Page 489, DAVIS County Recorder's Office.
- a. NOTICE OF LEASE, Recorded SEPTEMBER 12, 1994, as Entry No. 1141483, in Book 1800, at Page 495, DAVIS County Recorder's Office.
29. Assignment of Lease dated FEBRUARY 6, 1991, wherein SEENO/WHITE-LEASURE ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP IN DISSOLUTION (assignor) assigns, transfers and conveys their interest in the above described lease to CAMBRIDGE PROPERTIES, INC., A CALIFORNIA CORPORATION (assignee). Said Assignment of Lease, recorded JULY 22, 1991, as Entry No. 934809, in Book 1426, at page 566, DAVIS County Recorder's Office. (AFFECTS PARCEL A)
30. MEMORANDUM OF LEASE (MR. MAC'S), BY AND BETWEEN CAMBRIDGE PROPERTIES, INC. AND THE BON, INC., Recorded MAY 14, 1993, as Entry No. 1035428, in Book 1615, at Page 443, DAVIS County Recorder's Office.
- a. ASSIGNMENT OF LESSEE'S INTEREST IN LEASE AND ASSUMPTION AGREEMENT, WHEREIN THE BON, INC, AN OHIO CORPORATION APPEARS AS ASSIGNOR AND JC PENNEY

COMPANY, INC., A DELAWARE CORPORATION APPEARS AS ASSIGNEE, Recorded MAY 14, 1993, as Entry No. 1035429, in Book 1615, at Page 449, DAVIS County Recorder's Office.

(AFFECTS PARCEL A)

31. Assignment of Lease (DENNY'S) dated FEBRUARY 6, 1991, wherein SEENO/WHITE-LEASE ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP IN DISSOLUTION (assignor) assigns, transfers and conveys their interest in the above described lease to CAMBRIDGE PROPERTIES, INC., A CALIFORNIA CORPORATION (assignee). Said Assignment of Lease, recorded JULY 22, 1991, as Entry No. 934811, in Book 1426, at page 576, Davis County Recorder's Office.
32. ASSIGNMENT OF LEASE (SIZZLER) WHEREIN SEENO/WHITE-LEASE ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP IN DISSOLUTION APPEARS AS ASSIGNOR AND CAMBRIDGE PROPERTIES, INC., A CALIFORNIA CORPORATION APPEARS AS ASSIGNEE, Recorded JULY 22, 1991, as Entry No. 934806, in Book 1426, at Page 551, DAVIS County Recorder's Office.

(AFFECTS SUBPARCEL C)

33. MEMORANDUM OF LEASE (MCDONALD'S) BY AND BETWEEN LAYTON HILLS CONVENIENCE CENTER ASSOCIATES, A UTAH LIMITED PARTNERSHIP AND MCDONALD'S CORPORATION, A DELAWARE CORPORATION, Recorded JUNE 30, 1989, as Entry No. 862636, in Book 1300, at Page 1080, DAVIS County Recorder's Office.
  - a. FIRST AMENDMENT TO GROUND LEASE BY AND BETWEEN LAYTON HILLS CONVENIENCE CENTER ASSOCIATES, A UTAH LIMITED PARTNERSHIP AND MCDONALD'S CORPORATION A DELAWARE CORPORATION, Recorded JULY 18, 1989, as Entry No. 864011, in Book 1303, at Page 388, DAVIS County Recorder's Office.
  - b. COVENANT NOT TO COMPETE, Recorded JUNE 30, 1989, as Entry No. 862638, in Book 1300, at Page 1094, DAVIS County Recorder's Office.
34. MEMORANDUM OF LEASE BY AND BETWEEN GREGORY R. GREENFIELD, TRUSTEE OF STRATEGIC RETAIL TRUST, AN OHIO TRUST AND G.G.A. II, INC., AN INDIANA CORPORATION D/B/A WENDY'S OLD FASHIONED HAMBURGERS RESTAURANT, Recorded AUGUST 1, 1997, as Entry No. 1338459, in Book 2159, at Page 755, DAVIS County Recorder's Office.
  - a. MEMORANDUM OF SUBLEASE BY AND BETWEEN WENDY'S OLD FASHIONED HAMBURGERS OF NEW YORK, INC., AN OHIO CORPORATION AND G.G.A. II, INC., AN INDIANA CORPORATION, Recorded AUGUST 1, 1997, as Entry No. 1338460, in Book 2159, at Page 759, DAVIS County Recorder's Office.

(AFFECTS SUBPARCEL C)

35. Assignment of Lease dated FEBRUARY 6, 1991, wherein SEENO/WHITE-LEASE ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP IN DISSOLUTION (assignor) assigns, transfers and conveys their interest in the above described lease to CAMBRIDGE PROPERTIES, INC., A CALIFORNIA CORPORATION (assignee). Said Assignment of Lease, recorded JULY 22, 1991, as Entry No. 934805, in Book 1426, at page 546, DAVIS County Recorder's Office.

(AFFECTS SUBPARCEL C)

36. MEMORANDUM OF LEASE (GOLDENWEST CREDIT UNION) BY AND BETWEEN HOMCO INVESTMENT COMPANY, A UTAH PARTNERSHIP AND MOUNTAIN WEST SAVINGS AND LOAN, Recorded MAY 22, 1979, as Entry No. 532715, in Book 770, at Page 684, DAVIS County Recorder's Office.
- a. THE EFFECTS OF A QUIT CLAIM DEED WHEREIN MOUNTAINWEST SAVINGS AND LOAN, A UTAH CORPORATION APPEARS AS GRANTEE AND GOLDENWEST CREDIT UNION, A UTAH CORPORATION APPEARS AS GRANTEE, Recorded SEPTEMBER 28, 1984, as Entry No. 684091, in Book 1007, at Page 925, DAVIS County Recorder's Office.
  - b. Assignment of Lease dated FEBRUARY 6, 1991, wherein SEENO/WHITE-LEASE ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP IN DISSOLUTION (assignor) assigns, transfers and conveys their interest in the above described lease to CAMBRIDGE PROPERTIES, INC., A CALIFORNIA CORPORATION (assignee). Said Assignment of Lease, recorded JULY 22, 1991, as Entry No. 934812, in Book 1426, at page 581, County Recorder's Office.
  - c. Assignment of Lease dated FEBRUARY 6, 1991, wherein SEENO/WHITE-LEASE ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP IN DISSOLUTION (assignor) assigns, transfers and conveys their interest in the above described lease to CAMBRIDGE PROPERTIES, INC., A CALIFORNIA CORPORATION (assignee). Said Assignment of Lease, recorded JULY 22, 1991, as Entry No. 934804, in Book 1426, at page 541, DAVIS County Recorder's Office.

(AFFECTS SUBPARCEL D)

37. MEMORANDUM OF LEASE (STEIN MART) BY AND BETWEEN LAYTON HILLS, LLC AND STEIN MART, INC., Recorded NOVEMBER 15, 2000, as Entry No. 1624165, in Book 2714, at Page 37, DAVIS County Recorder's Office.

(AFFECTS SUBPARCEL E)

38. MEMORANDUM OF LEASE (CINEMARK) BY AND BETWEEN SEENO/WHITE-LEASURE ASSOCIATES, A CALIFORNIA GENERAL PARTNERSHIP AND CINEMARK USA., A TEXAS CORPORATION, Recorded AUGUST 22, 1990, as Entry No. 900151, in Book 1367, at Page 300, DAVIS County Recorder's Office.
- a. THIRD AMENDMENT OF LEASE AND FIRST AMENDMENT OF MEMORANDUM OF LEASE BY AND BETWEEN LAYTON HILLS LLC, A UTAH LIMITED LIABILITY COMPANY AND CINEMARK USA, INC., A TEXAS CORPORATION, Recorded MARCH 9, 1998, as Entry No. 1389679, in Book 2259, at Page 540, DAVIS County Recorder's Office.

As affected by:

Landlord's Agreement by as between Seeno/White-Leasure Associates, a California General Partnership and Cinemark USA, Inc., a Texas Corporation, Recorded March 6, 1991, as Entry No. 919644, in Book 1399, at Page 241, DAVIS County Recorder's Office.

(affects subparcel F )

39. Assignment of Leases with Seeco/White Leasure Associates, a California General Partnership in dissolution as Assignor and Cambridge Properties, Inc. a California Corporation as Assignee , Recorded September 23, 19991, as Entry No. 942124, in Book 1439, at Page 189, DAVIS County Recorder's Office. (affects entire parcel)
40. Amended Memorandum of Lease (ZCMI), Recorded December 10, 1979, as Entry No. 552629, in Book 805, at Page 25, DAVIS County Recorder's Office;
- a. Assignment and Assumption Agreement, Recorded January 6, 2006, as Entry No. 2136348, DAVIS County Recorder's Office.
41. Notice of Lease, Recorded January 28, 2000, as Entry No. 1572383, in Book 2610, at Page 285, DAVIS County Recorder's Office.
42. Lessor's Agreement (Dimond Registry) by and between Phillip E. Stephens Trustee of the Strategic Retail Trust and Dennis B. Leak D.B.A. Diamond Registry and Great Western Thrift & Loan, Recorded August 14, 1996, as Entry No. 1267600, in Book 2033, at Page 962, DAVIS County Recorder's Office.

(affects parcel A)