



AGREEMENT:

NOW, THEREFORE, for Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, Smith's covenants and agrees with Seller for itself and its successors and assigns as follows:

1. Prohibited Uses. Smith's, and their successors and/or assigns, shall not: (a) intentionally commit or permit any waste, damage, disfigurement or injury to the Smith's Property; provided, however, that Smith's shall not be obligated to restore any improvements following a casualty; (b) store or display any goods, products, services, depictions, movies, films, signs, posters, performances, or demonstrations in or on the Smith's Property (including without limitation in any common areas, or on any balconies, patios, terraces, decks, or similar areas) that are unlawful under any federal, state, or local decency laws; (c) permit or allow any form of gambling of any kind whatsoever, provided that this restriction does not apply to regulated lotteries; (d) manufacture, sell, display, rent, or distribute any materials or items that are pornographic, lewd, obscene, or adult-oriented, including books, magazines, movies, videos, music compact discs, blue-ray discs, video games (including without limitation CD-1), digital video discs, other video software (including CD-ROM), or any other media or sources and/or any substitutes therefor or items which are a technical evolution of the foregoing items, or sexually oriented items, sexual toys, sexual apparel, lingerie, erotic products, or similar items; (e) use, manufacture, show, display, sell, distribute, or consume within any portion of the Smith's Property any marijuana or illicit drugs of any kind or sort and/or any paraphernalia designed primarily for use with illicit drugs; (f) perform any abortion; (g) operate any business primarily as a billiard or pool hall (provided that this restriction does not apply to billiard or pool within any business operating primarily as a restaurant), strip club, night club, or dancing establishment with nude, erotic, striptease, or burlesque dancers; (h) operate any business whose gross annual revenues from its premises for the on-premises consumption of alcoholic beverages exceeds 40% of the total gross annual revenues of such business from its premises; (i) consent to, authorize, or participate in any rallies, protests, demonstrations, or similar events on or within the Smith's Property; (j) use or allow any exterior speakers, horns, whistles, megaphones, bells, sirens, speaker systems, surround sound systems, artificial noise makers or other sound devices (other than security and/or emergency alarms or devices used exclusively for security and/or emergency purposes, including fire, smoke, carbon monoxide or similar alarms or devices used exclusively for safety purposes, or speakers used in connection with menu boards for drive-thru food and beverage facilities, drive-thru banking facilities, a fuel center or outdoor dining areas; (k) use or allow any portion of the Smith's Property for a tattoo parlor, piercing parlor, or massage parlor (except that a therapeutic massage facility such as "Massage Envy" shall be allowed); or (l) conduct any auction, liquidation, going out of business, fire or bankruptcy sales (unless pursuant to a court order), or the advertisement of same.

2. Land Use Restriction. Smith's acknowledges that CPB intends to build a church meetinghouse facility on the CPB Property. Smith's agrees that it will not do anything on the Smith's Property that will prevent CPB from building or using a church meetinghouse on the CPB Property. In addition, and without limiting the generality of the foregoing, Smith's agrees i) to construct the entrance of any structure or building built on the Smith's Property at least six-hundred and one feet (601) feet from the nearest boundary line of the CPB Property, as measured

EXHIBIT ALegal Description of the Smith's Property

Real property located in Utah County, State of Utah, and more particularly described as follows:

A part of the Southwest Quarter of Section 32, Township 7 South, Range 3 East and the Northwest Quarter of Section 5, Township 8 South, Range 3 East, Salt Lake Base and Meridian, U.S. Survey in Utah County, Utah:

Beginning at a point 1045.28 feet North 88°34'40" East along the Section Line from the Southwest Corner of said Section 32; and running thence along the Westerly Line of future 1200 West Street the following five courses: North 0°00'17" East 28.83 feet to a point of curvature; Northwesterly along the arc of a 917.00 foot radius curve to the left a distance of 195.85 feet (Central Angle equals 12°14'13" and Long Chord bears North 6°06'49" West 195.48 feet) to a point of reverse curvature; Northwesterly along the arc of a 983.00 foot radius curve to the right a distance of 222.60 feet (Central Angle equals 12°58'29" and Long Chord bears North 5°44'41" West 222.13 feet); North 0°03'11" East 249.16 feet; and Northwesterly along the arc of a 28.00 foot radius curve to the left a distance of 14.23 feet (Center bears North 89°15'26" West, Central Angle equals 29°07'16" and Long Chord bears North 13°49'04" West 14.08 feet) to a point on the Southerly Line of 400 South Street as it exists at 60.0 foot half-width; thence along said Southerly Line the following two courses: Easterly along the arc of a 22,858.31 foot radius curve to the right a distance of 616.27 feet (Center bears South 0°37'44" West, Central Angle equals 1°32'41" and Long Chord bears South 88°35'56" East 616.25 feet); and South 87°49'34" East 632.97 feet; thence Southeasterly along the arc of a 15.00 foot radius curve to the right a distance of 23.09 feet (Center bears South 2°11'08" West, Central Angle equals 88°12'50" and Long Chord bears South 43°42'27" East 20.88 feet); thence along the Westerly Line of 950 West Street as it exists at 33.50 foot half-width the following five courses: South 0°24'40" West 349.87 feet to a point of curvature; Southeasterly along the arc of a 533.50 foot radius curve to the left a distance of 75.01 feet (Central Angle equals 8°03'20" and Long Chord bears South 3°37'00" East 74.95 feet) to a point of tangency; South 7°38'40" East 105.27 feet to a point of curvature; Southeasterly along the arc of a 466.50 foot radius curve to the right a distance of 65.59 feet (Central Angle equals 8°03'20" and Long Chord bears South 3°37'00" East 65.53 feet) to a point of tangency; and South 0°24'40" West 248.61 feet; thence North 89°59'43" West 304.00 feet; thence South 0°00'17" West 100.00 feet; thence North 89°59'43" West 677.41 feet; thence North 0°00'17" East 191.00 feet; thence North 89°59'43" West 254.00 feet to the Westerly Line of future 1200 West Street as it is to exist at 33.00 foot half-width; thence North 0°00'17" East 99.04 feet along said Westerly Line to the point of beginning.

*Ck by JJB 22 June 2015*

**Contains 1,141,907 sq. ft.  
or 26.215 acres**

EXHIBIT BLegal Description of the SLR Property

Real property located in Utah County, State of Utah, and more particularly described as follows:

A parcel of land located in the Southeast Quarter of Section 31, Township 7 South, the Southwest Quarter of Section 32, Township 7 South, and the Northwest Quarter of Section 5, Township 8 South, all in Range 3 East Salt Lake Base and Meridian, Utah County, Utah described as follows:

Beginning at a point on the Westerly extension of an existing fence as described in Boundary Line agreement dated April 29, 1999 and recorded in Book 5074 at Page 712 of the Utah County Records, said point being North  $0^{\circ}13'38''$  West 116.38 feet along the Section Line and North  $89^{\circ}56'44''$  West 331.02 feet from the Southeast Corner of Section 31, Township 7 South, Range 3 East, Salt Lake Base and Meridian; and running thence along said fence South  $89^{\circ}56'44''$  East 1261.72 feet; thence along said fence South  $00^{\circ}43'00''$  East 672.86 feet to an existing fence as described in another Boundary Line Agreement dated December 30, 1991 and recorded in Book 2871 at Page 288 of said records, thence along said fence North  $89^{\circ}50'32''$  East 499.97 feet; thence along said fence South  $13^{\circ}41'15''$  East 7.71 feet; thence along said fence North  $88^{\circ}50'39''$  East 46.90 feet to the West Line of 700 West Street as dedicated; thence North  $0^{\circ}00'17''$  East 48.35 feet along said West Line to the North Line of future 700 South Street as it is to exist at 29.50 foot half-width; thence South  $89^{\circ}59'43''$  East 227.39 feet along said North Line; thence North  $0^{\circ}00'17''$  East 250.00 feet; thence North  $89^{\circ}59'43''$  West 415.81 feet; thence North  $0^{\circ}00'17''$  East 191.00 feet; thence North  $89^{\circ}59'43''$  West 254.00 feet to the Westerly Line of future 1200 West Street as it is to exist at 33.00 foot half-width; thence along the Westerly Line of future 1200 West Street the following five courses: North  $0^{\circ}00'17''$  East 127.86 feet to a point of curvature; Northwesterly along the arc of a 917.00 foot radius curve to the left a distance of 195.85 feet (Central Angle equals  $12^{\circ}14'13''$  and Long Chord bears North  $6^{\circ}06'49''$  West 195.48 feet) to a point of reverse curvature; Northwesterly along the arc of a 983.00 foot radius curve to the right a distance of 222.60 feet (Central Angle equals  $12^{\circ}58'29''$  and Long Chord bears North  $5^{\circ}44'41''$  West 222.13 feet); North  $0^{\circ}03'11''$  East 249.16 feet; and Northwesterly along the arc of a 28.00 foot radius curve to the left a distance of 14.23 feet (Center bears North  $89^{\circ}15'26''$  West, Central Angle equals  $29^{\circ}07'16''$  and Long Chord bears North  $13^{\circ}49'04''$  West 14.08 feet) to a point on the Southerly Line of 400 South Street as it exists at 60.0 foot half-width; thence along said Southerly Line the following two courses: Westerly along the arc of a 22,858.31 foot radius curve to the left a distance of 118.44 feet (Center bears South  $0^{\circ}37'44''$  West, Central Angle equals  $0^{\circ}17'49''$  and Long Chord bears North  $89^{\circ}31'11''$  West 118.44 feet); and North  $89^{\circ}40'05''$  West 1214.12 feet; thence South  $0^{\circ}12'33''$  East 624.32 feet to the point of beginning.

*Ck by JJB 18 June 2015*

**Contains 1,144,121 sq. ft.  
or 26.265 acres**

EXHIBIT CLegal Description of the CPB Property

Real property located in Utah County, State of Utah, and more particularly described as follows:

A part of the Northwest Quarter of Section 5, Township 8 South, Range 3 East, Salt Lake Base and Meridian, U.S. Survey in Utah County, Utah:

Beginning at a point on the West Line of 950 West Street located 2282.64 feet North 88°34'40" East along the Section Line to said West Line, and 220.86 feet South 0°24'00" West along said West Line from the Northwest Corner of said Section 5; and running thence South 0°24'40" West along the Westerly Line of 950 West Street 335.11 feet to a point of curvature; thence Southwesterly along the arc of a 15.00 foot radius curve to the right a distance of 23.46 feet (Central Angle equals 89°35'37" and Long Chord bears South 45°12'29" West 21.14 feet) to a point of tangency on the North Line of future 700 South Street as it is to exist at 29.50 foot half-width; thence North 89°59'43" West 548.22 feet along said North Line; thence North 0°00'17" East 250.00 feet; thence South 89°59'43" East 261.60 feet; thence North 0°00'17" East 100.00 feet; thence South 89°59'43" East 304.00 feet to the point of beginning.

*Ck by JJB 18 June 2015*

**Contains 171,318 sq. ft.  
or 3.933 acres**