

**AMENDMENT TO
PROTECTIVE COVENANTS**

ENT 21074 BK 2797 PG 583
NINA B REID UTAH CO RECORDER BY MR
1991 JUN 3 1:34 PM FEE .00
RECORDED FOR SPRINGVILLE CITY

On October 5, 1976, Springville city adopted Protective Covenants for the Springville City Industrial Park. Those covenants were recorded October 7, 1976, as Entry No. 26007 in Book 1504, pages 87-95, of the records of the Utah county Recorder. The Protective Covenants were amended on December 20, 1977, and the amendment was recorded May 4, 1978, as Entry No. 17026 in Book 1643, pages 177-178. As amended, the Protective Covenants apply to the following described real property located in Utah County, State of Utah:

Beginning at a point which is North 1908.08 feet and West 2048.54 feet from the Southeast corner of Section 29, Township 7 South, Range 3 East, Salt Lake Base and Meridian; thence North 67° West 244.81 feet; North 55°46' West 2476.0 feet; North 72°57' West 1377.0 feet to the East right-of-way line of Union Pacific Railroad; thence along said right-of-way line North 0°10' West 2756.48 feet; continuing along said right-of-way line North 6°33' West 825.78 feet; South 85°28' East 374.76 feet South 89°47' East 2669.8 feet; South 88°47' East 627.0 feet; South 15°17' East 1208.51 feet; South 39°51'50" East 524.36 feet; South 14°43' West 330.0 feet; South 40°17' East 198.0 feet; South 0°17' East 198.0 feet; South 64°17' East 326.13 feet to the West right-of-way line of Denver and Rio Grande Railroad; thence along said right-of-way line South 21°59' East 402.92 feet to the North right-of-way line of Utah State Highway; thence along said right-of-way line North 81°54' West 452.75 feet; South 11°10' West 222.4 feet; North 86°39' West 338.14 feet; North 80°12' West 292.08 feet; North 79°52' West 111.45 feet; South 1°29' West 943.0 feet; South 88°17' East 171.0 feet; South 1°31' West 1652.0 feet to the point of beginning.

As provided by Section 2 of the Protective Covenants, they may be amended. The amendment set forth below is hereby adopted by Springville City and by the owners of more than one-half of the area of the Industrial Park which has been transferred from Springville City.

Section 3 of the Protective Covenants is hereby amended to read as follows:

3. CREATION OF SPECIAL APPROVAL COMMITTEE

In order to administer and supervise the restrictions, conditions, covenants and agreements herein, and to give the approvals required, there is hereby created a Review Board consisting of not less than five and not more than nine members. The initial Review Board shall consist of five members, two members appointed by the Mayor of Springville, with the advice and consent of the Springville City Council, who shall

serve at the pleasure of the Mayor; two members appointed by the Owner of the initial industrial site transferred and conveyed by the City, who shall serve at the pleasure of said Owner; and one member elected by the majority vote of the four members so appointed, who shall serve for the term of one year and until such elected member's successor has been elected. It is recommended that said elected member be a person with planning, architectural or engineering experience. The four appointed members aforesaid may from time to time increase the number of members on said Review Board within the limits above stated by electing additional members who shall be representatives of industries sited in the park and who shall serve for a term of one year and until such elected member's successor has been elected.

The Review Board shall elect one of its members as chairman, to serve at the pleasure of the board, and shall adopt such development guidelines as it deems necessary to inform Owners of the standards which will be applied in approving or disapproving proposed uses and construction. Such guidelines shall be binding on all Owners and may amplify but shall not be less restrictive than the restrictions stated herein; and they may be modified in the same manner as above provided for the modification of these protective covenants. Such guidelines shall state the rules and regulations of the board with respect to the submission of plans and specifications for approval and the time within which they must be submitted; but the Review Board shall approve or disapprove in writing any plans or specifications submitted within sixty days after submission or it shall be deemed to have approved the material submitted except as to variances or waivers of the restrictions herein stated, which variances or waivers shall be deemed to have been refused. Review and approval by the board must be based upon the standards set forth in these protective covenants and the guidelines aforesaid; but the board shall consider not only the quality of the specific proposal, but also its effect and impact on neighboring sites and on the entire park.

The Review Board shall require that all uses, structures and improvements in the park harmonize with the existing surroundings and structures and meet the requirements set forth in these protective covenants and any development guidelines established by the board. In order for the board to perform its function under the protective covenants, the following restrictions shall apply to use, construction on, and occupancy of land in the park:

(a) Each proposed use of any parcel of land shall be approved by the Review Board. The board shall also review and approve architectural drawings of the buildings, site, and landscaping. Uses and plans not approved by the board will not be permitted.

(b) The use of any parcel of land shall not be changed without the board's approval nor shall any alteration or improvement of any site be made (including repainting or refurbishing the exterior of any structure) without the board's approval.

(c) No parcel shall be subdivided nor shall less than the whole of any parcel be leased or subleased except on specific approval by the board of each such instance.

The Review Board shall have all powers necessary to approve land use and plans and to enforce its decisions in accordance with the covenants and agreements herein or in any manner provided by law. In exercising its powers hereunder, the board shall bear in mind the general purposes of the park.

The Review Board shall not be liable for damages by reason of any action, inactions, approval or disapproval by it with respect to any request made pursuant to these protective covenants.

On the date of adoption of this amendment, ownership of land in Springville City Industrial Park is as follows:

<u>Owner</u>	<u>Acres Owned</u>
Springville City	100.4
Stouffer Foods Corporation	60.0
Valtek, Inc.	22.0
Kenneth A. Murdock	20.0
Harold R. Wing & Brigette Wing	20.0
AeroTrans Corporation	15.8
MACA Supply Company, Clair Anderson and Mary Ann Anderson	15.0
Karen P. Jones & Jerald W. Jones	8.0
Bill Harris Music, Inc.	1.2
Hal D. Roberts	3.0
International Biokinetics, Inc.	1.8
Excel Interfinancial Corporation	3.0
MHW Associates	3.0
Empire Rehabilitation Management Associates	4.6
Murdock Industries, Inc.	3.5
Wiltec Research Company, Inc.	3.0
Valgardson Housing Systems, Inc.	8.0
R.P. Scherer Hardcapsule	8.0
TRE Corporation	20.0
Pioneer Steel & Tube Distributing, Inc.	30.0
J. Brent Wood and Katherine Wood	3.0

IN WITNESS WHEREOF, the undersigned have caused this document to be executed by duly authorized officers this 24th day of May, 1991.


SPRINGVILLE CITY

By: Delora P. Bertelsen
DELORA P. BERTELSEN, MAYOR

ATTEST:

CORPORATE

CITY RECORDER

Richard B. Manning


STOUFFER FOODS CORPORATION

By: [Signature] 5/17/91

VALTEK, INC.

By: Leonard A. Marko 5/17/91.

AEROTRANS CORPORATION

By: [Signature] 5/22/91

MACA SUPPLY COMPANY

By: _____

BILL HARRIS MUSIC, INC.

By: _____

INTERNATIONAL BIOKINETICS, INC.

By: _____

EXCEL INTERFINANCIAL CORPORATION

By: _____

MHW ASSOCIATES

By: Ray Mory

EMPIRE REHABILITATION MANAGEMENT ASSOCIATES

By: _____

MURDOCK INDUSTRIES, INC.

By: Edward T. Murdock

WILTEC RESEARCH COMPANY, INC.

By: _____

VALGARDSON HOUSING SYSTEMS, INC.

By: Richard P. Valgardson

R.P. SCHERER HARDCAPSULE

By: _____

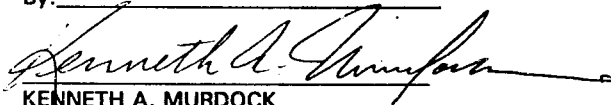
TRE CORPORATION

ENT21074 BK 2797 PG 588

By: _____

PIONEER STEEL & TUBE DISTRIBUTING, INC.

By: _____



KENNETH A. MURDOCK



HAROLD R. WING



BRIGETTE WING



CLAIR ANDERSON



MARY ANN ANDERSON

KAREN P. JONES

JERALD W. JONES

J. BRENT WOOD

KATHERINE WOOD

TRE CORPORATION

ENT21074 BK 2797 PG 589

By: _____

PIONEER STEEL & TUBE DISTRIBUTING, INC.

By: _____

Kenneth A. Murdock
KENNETH A. MURDOCK

HAROLD R. WING

BRIGETTE WING

CLAIR ANDERSON

MARY ANN ANDERSON

KAREN P. JONES

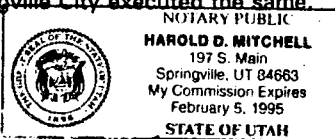
JERALD W. JONES

J. Brent Wood
J. BRENT WOOD

Kathryn Wood
KATHERINE WOOD
Kathryn

State of Utah)
: ss.
County of Utah)

On this 29th day of May, 1991, personally appeared before me Delora P. Bertelsen and Richard B. Manning, who being each duly sworn, said that they are the Mayor and City Recorder, respectively, of Springville City, a municipality of the State of Utah. That the foregoing instrument was signed by Springville City by authority of a resolution of its City Council, and each duly acknowledged to me that Springville City executed the same.



Harold D. Mitchell
NOTARY PUBLIC

State of Utah)
: ss.
County of Utah)

On this 17th day of May, 1991, personally appeared before me P. J. Weaver, who being first duly sworn, said that he is the VP Operations of Stouffer Foods Corporation, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

Jule A. Lorton
NOTARY PUBLIC

State of Utah)
: ss.
County of Utah)

On this 17 day of May, 1991, personally appeared before me Vernon A. Marks, who being first duly sworn, said that he is the VP Operations of Valtek, Inc., a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

Carol Mattinson
NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

On this 22 day of MAY, 1991, personally appeared before me RALEIGH L. HUNTSMAN who being first duly sworn, said that he is the PRES & CEO of AeroTrans Corporation, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.



Shelley E. Crozier
NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of MACA Supply Company, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of Bill Harris Music, Inc., a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

ENT21074 BK 2797 PG 592

On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of International Biokinetics, Inc., a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

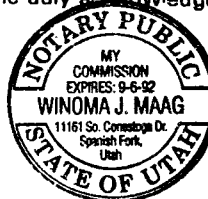
State of Utah)
 : ss.
County of Utah)

On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of Excel Interfinacial Corporation, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

On this 17th day of May, 1991, personally appeared before me Ray Morley, who being first duly sworn, said that he is the Gen. Partner of MHW Associates, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.



Winoma J. Maag

NOTARY PUBLIC

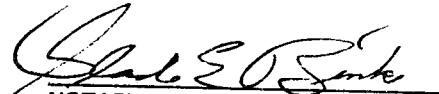
State of Utah)
: ss.
County of Utah)

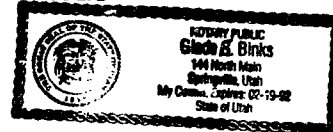
On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of Empire Rehabilitation Management Associates, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

State of Utah)
: ss.
County of Utah)

On this 22 day of May, 1991, personally appeared before me Edward T. Murdock, who being first duly sworn, said that he is the President of Murdock Industries, Inc., a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.


NOTARY PUBLIC



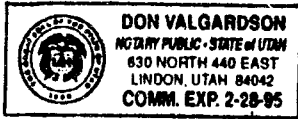
State of Utah)
: ss.
County of Utah)

On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of Wiltec Research Company, Inc., a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

On this 23 day of May, 1991, personally appeared before me Richard VALGARDSON, who being first duly sworn, said that he is the president of Valgardson Housing Systems, Inc., a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.



Don Valgardson
NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of R.P. Scherer Hardcapsule, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

State of Utah)
 : ss.
County of Utah)

On this _____ day of _____, 1991, personally appeared before me _____, who being first duly sworn, said that he is the _____ of TRE Corporation, a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

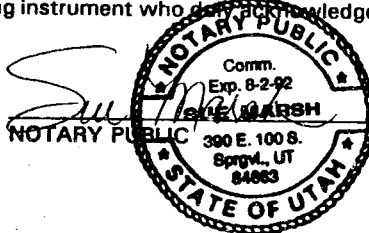
State of Utah)
: ss.
County of Utah)

On this 17th day of May, 1991, personally appeared before me Ken Murdock, who being first duly sworn, said that he is the Ken Murdock of Pioneer Steel & Tube Distributing, Inc., a signer of the foregoing instrument, that the foregoing instrument was signed by the corporation by authority of a resolution of its Board of Directors, and he duly acknowledged to me that the corporation executed the same.

NOTARY PUBLIC

State of Utah)
: ss.
County of Utah)

On this 17th day of May, 1991, personally appeared before me Mr. Kenneth A. Murdock, a signer of the foregoing instrument who duly acknowledged to me that he executed the same.



State of Utah)
: ss.
County of Utah)


On this 21 day of May, 1991, personally appeared before me Mr. Harold R. Wing, a signer of the foregoing instrument who duly acknowledged to me that he executed the same.

Suzanne M. Z. Boyer
NOTARY PUBLIC



State of Utah)
: ss.
County of Utah)

On this 21 day of May, 1991, personally appeared before me Ms. Brigette Wing, a signer of the foregoing instrument who duly acknowledged to me that she executed the same.


NOTARY PUBLIC



State of Utah)
: ss.
County of Utah)

On this 24 day of May, 1991, personally appeared before me Mr. Clair Anderson, a signer of the foregoing instrument who duly acknowledged to me that he executed the same.


NOTARY PUBLIC



State of Utah)
: ss.
County of Utah)

On this 24 day of May, 1991, personally appeared before me Ms. Mary Ann Anderson, a signer of the foregoing instrument who duly acknowledged to me that she executed the same.


NOTARY PUBLIC



State of Utah)
: ss.
County of Utah)

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On this _____ day of _____, 1991, personally appeared before me Ms. Karen P. Jones, a signer of the foregoing instrument who duly acknowledged to me that she executed the same.

NOTARY PUBLIC

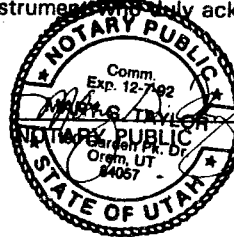
State of Utah)
: ss.
County of Utah)

On this _____ day of _____, 1991, personally appeared before me Mr. Jerald W. Jones, a signer of the foregoing instrument who duly acknowledged to me that he executed the same.

NOTARY PUBLIC

State of Utah)
: ss.
County of Utah)

On this 20 day of May, 1991, personally appeared before me Mr. J. Brent Wood, a signer of the foregoing instrument who duly acknowledged to me that he executed the same.



State of Utah)
 : ss.
County of Utah)

ENT21074 BK 2797 PG 598

Kathryn On this 20 day of May, 1991, personally appeared before me Ms. ~~Katherine~~ Wood, a signer of the foregoing instruments, who duly acknowledged to me that she executed the same.

