

RECORDING REQUESTED BY,  
AND WHEN RECORDED MAIL TO:

Parr Brown Gee & Loveless  
101 South 200 East, Suite 700  
Salt Lake City, Utah 84111  
Attention: Thomas E. Goodwin

Tax Parcel Nos: 54-356-0008; 54-356-0009

# 148066-BHM

**AMENDMENT TO RIGHT OF FIRST REFUSAL AND ARCHITECTURAL  
STANDARD AGREEMENT**

THIS AMENDMENT TO RIGHT OF FIRST REFUSAL AND ARCHITECTURAL STANDARD AGREEMENT (this "Amendment") is dated as of December 9, 2021 (the "Effective Date"), and is executed by SLC URBAN GROVE EQUITIES LLC, a Delaware limited liability company ("Felton") and URBAN GROVE, LLC, a Utah limited liability company ("Owner").

**RECITALS**

A. Owner and Felton are parties to that certain Right of First Refusal and Architectural Standard Agreement dated June 18, 2021, and recorded as Entry No. 110752:2021 in the official records of the Utah County Recorder's office (the "Agreement"), which Agreement relates to certain real property owned by Felton, as more particularly described on Exhibit "A" attached hereto and made a part hereof, and Owner, as more particularly described on Exhibit "B" attached hereto and made a part hereof. Capitalized terms used but not otherwise defined herein shall have their meanings set forth in the Agreement.

B. Owner and Felton now desire to amend the Agreement as set forth below.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Owner and Felton hereby agree as follows:

**AGREEMENT**

1. Amendment. Section 1 of the Agreement (Right of First Refusal) is hereby deleted from the Agreement. From and after the Effective Date, Felton shall have no right of first refusal to purchase the Owner Property.

2. Miscellaneous. This Amendment may be executed and acknowledged by Owner and Felton in any number of counterparts, each of which shall constitute an original and all of which shall constitute but one and the same document. Except as expressly modified and amended hereby, all other terms and conditions of the Agreement shall continue in full force and effect. In the event of a conflict between the terms and conditions in this Amendment and the Agreement, the terms and conditions of this Amendment shall govern. This Amendment shall inure for the

benefit of and shall be binding on each of the parties hereto and their respective successors and/or assigns.

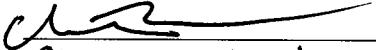
*[signature page follows]*

Felton and Owner have executed this Amendment as of the Effective Date.

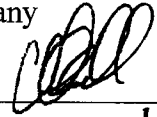
**OWNER:**

URBAN GROVE, LLC,  
a Utah limited liability company,  
by its Managers

KC Gardner Company, L.C.,  
a Utah limited liability company

By:   
Name: Christian Gardner  
Its: Manager

Grove Creek Capital, LLC, a Utah limited  
liability company

By:   
Name: Cameron Hellewell  
Its: Manager

**FELTON:**

SLC URBAN GROVE EQUITIES LLC, a  
Delaware limited liability company, by its  
member

SLC Urban Grove SPE LLC,  
a Delaware limited liability company

By: SLC Urban Grove Holdings LLC,  
a Delaware limited liability company  
Its: Managing Member

By: \_\_\_\_\_  
Matthew J. Felton, Managing  
Member

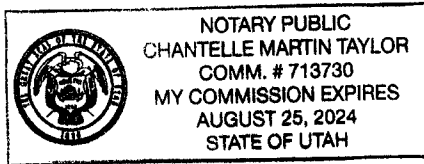
STATE OF UTAH )

: ss.

COUNTY OF SALT LAKE )

On this 7<sup>th</sup> day of December, 2021, before me, the undersigned, personally appeared Christian Gardner, known or identified to me to be a manager of KC Gardner Company, L.C., a Utah limited liability company, which is a manager of Urban Grove, LLC, a Utah limited liability company, who executed the instrument on behalf of said limited liability company, and acknowledged to me that the limited liability company executed the same.

In witness whereof I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Chantelle Martin Taylor  
NOTARY PUBLIC  
My Commission Expires: 8-25-2024  
Residing at:  
Lehi UT

STATE OF UTAH )

: ss.

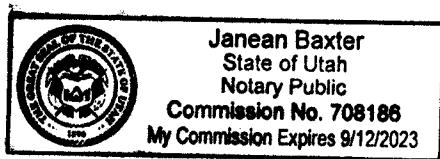
COUNTY OF Utah )

On this 7<sup>th</sup> day of December, 2021, before me, the undersigned, personally appeared Cameron Hellensell, known or identified to me to be a manager of Grove Creek Capital, LLC, a Utah limited liability company, which is a manager of Urban Grove, LLC, a Utah limited liability company, who executed the instrument on behalf of said limited liability company, and acknowledged to me that the limited liability company executed the same.

In witness whereof I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

My Commission Expires:

Janean Baxter  
NOTARY PUBLIC  
Residing at: Lehi



Felton and Owner have executed this Amendment as of the Effective Date.

**OWNER:**

URBAN GROVE, LLC,  
a Utah limited liability company,  
by its Managers

KC Gardner Company, L.C.,  
a Utah limited liability company

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

Grove Creek Capital, LLC, a Utah limited liability company

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**FELTON:**

SLC URBAN GROVE EQUITIES LLC, a Delaware limited liability company, by its member

SLC Urban Grove SPE LLC,  
a Delaware limited liability company

By: SLC Urban Grove Holdings LLC,  
a Delaware limited liability company  
Its: Managing Member

By: \_\_\_\_\_  
Matthew J. Felton, Managing Member

STATE OF Oregon )  
 : ss.  
COUNTY OF Multnomah)

On this 6 day of December, 2021, before me, the undersigned, personally appeared Matthew J. Felton, the managing member of SLC Urban Grove Holdings LLC, a Delaware limited liability company, the managing member of SLC Urban Grove SPE LLC, the member of SLC Urban Grove Equities LLC, who executed the instrument on behalf of said limited liability company, and acknowledged to me that the limited liability company executed the same.

In witness whereof I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

Marianne Louise Majors  
NOTARY PUBLIC

My Commission Expires: 2/10/23 Residing at: Portland, OR

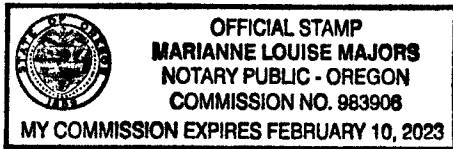


EXHIBIT "A"

Lot 8, The Void, Plat "D", according to the official plat thereof recorded January 26, 2018, as Entry No. 8256:2018 in the official records of the Utah County Recorder's Office, State of Utah.

Tax Parcel Id No. 54-356-0008

EXHIBIT "B"

Lot 9, The Void, Plat "D", according to the official plat thereof recorded January 26, 2018, as Entry No. 8256:2018 in the official records of the Utah County Recorder's Office, State of Utah.

Tax Parcel Id No. 54-356-0009