

Please record and return to:  
Ralph Rasmussen  
251 W. River Park Drive, Suite 350  
Provo, Utah 84604

ENT 20758:2004 PG 1 of 4  
RANDALL A. COVINGTON  
UTAH COUNTY RECORDER  
2004 Feb 25 9:55 am FEE 16.00 BY SS  
RECORDED FOR WHISTLE STOP DEVELOPMENT

**BAK COMMERCIAL/RETAIL DEVELOPMENTS**  
**Lehi City, Utah County, State of Utah**

**FIRST AMENDMENT TO  
MASTER DECLARATION OF PROTECTIVE  
COVENANTS, CONDITIONS AND RESTRICTIONS**

THIS FIRST AMENDMENT (this "Amendment") TO MASTER DECLARATIONS OF PROTECTIVE COVENANTS, CONDITIONS AND RESTRICTIONS FOR BAK COMMERCIAL/RETAIL DEVELOPMENTS, made and executed this 25 day of ~~October~~, 2003.

*February, 2004.*

**Recitals:**

A. The Master Declaration of Protective Covenants, Conditions and Restrictions for BAK Commercial/Retail Developments (the "Declaration") was filed of record in the office of the Utah County Recorder on September 26, 2001, as Entry No 97759:2001.

B. Section 17.6 of the Declaration provides that amendments to the Declaration must be approved by at least 66-2/3% of the voting power of the Members unless the amendment amends provisions of Articles 3, 4, 6, or 9 of the Declaration, which must be approved by at least 75% of the Class A Members.

C. The Association does not currently have any Class A Members. Class B Members holding in the aggregate at least 66-2/3% of the voting power of the Members have signed a written consent in favor of the amendment to the Declaration as set forth below:

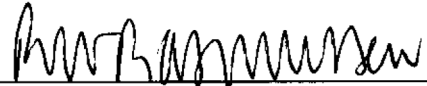
NOW, THEREFORE, the Declaration is hereby amended as follows:

1. Section 3.8 of the Declaration shall be amended to read as follows:

3.8 Special Assessments. Special Assessments shall be levied by the Board against a Lot to reimburse the Association for (i) costs incurred in bringing an Owner and such Owner's Lot into compliance with the provisions of this Declaration, the Articles, the Bylaws or Association Rules, (ii) costs incurred for any materials or services that benefit individual Lots, or (iii) any other charges designated as a Special Assessment in this Declaration, the Articles, Bylaws or Association Rules, together with attorneys' fees, interest and other charges related thereto as provided in this Declaration. The acceptance by an individual Owner of materials or services that can be accepted or not by the Owners, such as tree trimming, shall be deemed to be an agreement that the costs thereof shall be a Special Assessment.

2. All provisions of the Declaration not expressly amended herein shall remain in full force and effect.

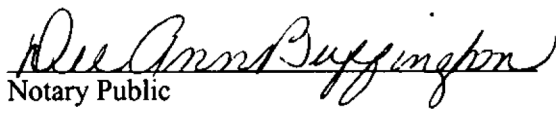
IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the BAK Commercial and Retail Development Owners Association, have executed this Amendment at Provo, Utah, the day and year first herein above written.



Ralph Rasmussen, President and Secretary of  
BAK Commercial and Retail Development  
Owners Association

STATE OF UTAH )  
 )  
:SS  
COUNTY OF UTAH )

On the 25 day of <sup>February 2004</sup> ~~October~~, 2003, personally appeared before me Ralph Rasmussen, the signer of the above instrument, who duly acknowledged to me that he executed the same.

  
Notary Public

**Thanksgiving Point Business Park / Retail Property Description**

Beginning at intersection of the west line of the I-15 Frontage Road and the south line of Thanksgiving Point Business Park Plat "A" as found and on file at the Utah County Records Office, Map No. 8411, said point being South 0°01'17" East 63.82 feet along the section line and South 89°58'43" West 83.23 feet from the East Quarter Corner of Section 36, Township 4 South, Range 1 West, Salt Lake Base and Meridian, and running;

thence Westerly 31.66 feet along the arc of a 20.00 foot radius curve to the right, (center bears South 48°15'59" West and the long chord bears North 87°05'00" West 28.46 feet with a central angle of 90°42'00");

thence South 47°34'00" West 338.42 feet along the southeasterly line of said Executive Parkway;

thence Southwesterly 392.83 feet along the arc of a 530.00 foot radius curve to the left, (center bears North 89°58'00" West and the long chord bears South 68°48'00" West 383.90 feet with a central angle of 42°28'00"); along the south line of said Executive Parkway;

thence North 89°58'00" West 851.74 feet along the south line of said Executive Parkway;

thence Southwesterly 51.10 feet along the arc of a 32.00 foot radius curve to the right, (center bears South 0°02'00" West and the long chord bears South 44°17'01" West 45.84 feet with a central angle of 91°29'59");

thence South 1°27'59" East 513.57 feet along the east line of said Ashton Boulevard;

thence Southerly 280.01 feet along the arc of a 424.00 foot radius curve to the right, (center bears North 88°32'02" East and the long chord bears South 20°23'06" East 274.95 feet with a central angle of 37°50'17"), along the northeast line of said Ashton Boulevard;

thence South 39°18'15" East 1643.66 feet along the Northeast line of said Ashton Boulevard;

thence Southeasterly 507.88 feet along the arc of a 574.00 foot radius curve to the left, (center bears North 50°41'45" East and the long chord bears South 64°39'08" East 491.47 feet with a central angle of 50°41'45") along the north line of said Ashton Boulevard;

thence South 90°00'00" East 617.98 feet along the north line of said Ashton Boulevard;

thence North 0°58'24" West 667.30 feet along the west line of said 2300 West Street;

thence Northeasterly 426.71 feet along the arc of a 765.00 foot radius curve to the left, (center bears North 89°01'36" East and the long chord bears North 15°00'22" East 421.20 feet with a central angle of 31°57'33"), along the northwest line of said 2300 West Street;

thence North 49°35'37" East 460.65 feet along the northwest line of said 2300 West Street;

thence South 41°44'00" East 1702.57 feet along the west line of said I-15 Frontage Road;

thence Southeasterly 292.33 feet along the arc of a 5769.58 foot radius curve to the left, (center bears North 48°16'00" East and the long chord bears South 43°11'05" East 292.30 feet with a central angle of 2°54'11") along the west line of said I-15 Frontage Road;

thence South 44°38'11" East 385.23 feet along the west line of said I-15 Frontage Road;

thence South 00°06'36" East 36.60 feet along the west line of said I-15 Frontage Road;

thence South 89°57'57" East 36.09 feet along the west line of said I-15 Frontage Road;

thence South 44°38'11" East 281.23 feet along the west line of said I-15 Frontage Road;

thence South 89°57'57" East 14.06 feet along the west line of said I-15 Frontage Road;

thence South 44°38'11" East 262.61 feet along the west line of said I-15 Frontage Road;

thence South 21°57'46" West 489.72 feet;

thence North 89° 59'11" West 247.19 feet

thence South 0°49'35" West 1.19 feet;

thence North 89°44'51" West 1993.14 feet;

thence North 0°58'26" West 546.34 feet;

thence South 87°27'44" West 193.97 feet;

thence South 1°47'20" East 9.57 feet;

thence South 87°33'52" West 463.56 feet;

thence South 0°10'05" West 3.29 feet;

thence South 89°10'40" West 196.43 feet to the east line of the Denver & Rio Grande

Railway right-of-way;

thence Northwesterly 342.52 feet along the arc of a 7850.00 foot radius curve to the left, (center bears North 48°11'45" East and the long chord bears North 40°33'15" West 342.49 feet with a central angle of 2°30'00"), along the east line of said Denver & Rio Grande Railway right-of-way;

thence North 39°18'15" West 5279.14 feet along the east line of said Denver & Rio Grande Railway right-of-way;

thence North 40°05'30" East 1130.20 feet along the north line Thanksgiving Point Business Park Plat "A";

thence North 40°01'45" East 162.73 feet;

thence North 86°48'47" East 1228.96 feet;

thence Southeasterly 588.35 feet along the arc of a 2241.83 foot radius curve to the right, (center bears South 72°59'26" West and the long chord bears South 9°29'28" East 586.66 feet with a central angle of 15°02'13"), along the west line of the I-15 Frontage Road;

thence South 1°58'21" East 68.14 feet along the west line of said I-15 Frontage Road to the north line of Club House Drive as called for in a Quit Claim Deed recorded as Entry No. 20838 on February 22, 1999, in Book 4983, Page 393 of the Official Records;

thence South 01°58'21" East 70.02 feet along the west line of said I-15 Frontage Road;

thence South 01°58'21" East 10.32 feet along the west line of said I-15 Frontage Road;

thence Southeasterly 278.82 feet along the arc of a 225.00 foot radius curve to the left, (center bears North 88°01'39" East and the long chord bears South 37°28'21" East 261.32 feet with a central angle of 71°00'00") along the west line of said I-15 Frontage Road;

thence South 72°58'21" East 124.10 feet along the west line of said I-15 Frontage Road;

thence South 0°10'52" East 299.17 feet;

thence South 89°56'48" East 568.78 feet to the west line of the I-15 Frontage Road;

thence Southeasterly 80.47 feet along the arc of a 1095.92 foot radius curve to the right, (center bears South 44°03'35" West and the lone chord bears South 43°50'12" East 80.45 feet with a central angle of 4°12'25") along the west line of said I-15 Frontage Road;

thence South 41°44'00" East 811.82 feet along the west line of said I-15 Frontage Road;

thence South 89°58'00" East 13.41 feet along the west line of said I-15 Frontage Road;

thence South 41°44'00" East 85.67 feet along the west line of said I-15 Frontage Road to the point of beginning. Area 267.50 Acres.