

WHEN RECORDED, MAIL TO:
Parsons Behle & Latimer
201 South Main Street, Suite 1800
Post Office Box 45898
Salt Lake City, Utah 84145-0898
Attention: Shawn C. Ferrin

E 2304631 B 4363 P 496-501
RICHARD T. MAUGHAN
DAVIS COUNTY, UTAH RECORDER
9/10/2007 11:28:00 AM
FEE \$25.00 Pgs: 6
DEP eCASH REC'D FOR LANDMARK TITLE COMPANY

Tax Parcel No. 10-271-0001, 10-271-0002, 10-070-0092
10-271-0003, 10-271-0004, 10-070-0021

FIRST AMENDMENT TO RESTRICTION AGREEMENT AND GRANT OF
EASEMENTS

THIS FIRST AMENDMENT TO RESTRICTION AGREEMENT AND GRANT OF EASEMENTS AGREEMENT ("Amendment") is made and entered into as of Nov 9, 2006 by and between SERVICE MORTGAGE CORPORATION, a Utah corporation ("SMC"), BARLOW CORPORATION, a Utah corporation ("BC") and HOME DEPOT U.S.A., INC., a Delaware corporation ("Home Depot").

WHEREAS, on January 14, 2005, SMC, BC and Home Depot entered into that certain Restriction Agreement and Grant of Easements (the "REA") recorded on November 15, 2005 as Entry No. 2122537 in Book 3912, Pages 216-269 in the Official Records of Davis County, Utah which provides for certain agreements, easements, restrictions and covenants with respect to the real property more particularly described on the attached Exhibit A, which is incorporated herein by this reference; and

WHEREAS, the parties desire to amend certain terms of the REA as more particularly set forth below.

NOW, THEREFORE, in consideration of the mutual terms and conditions as set forth below, the parties hereby agree as follows:

1. Outparcel 3 (Lot 3). Notwithstanding anything contrary contained in the REA, a car wash facility shall be permitted on Outparcel 3 (Lot 3). Outparcel 3 (Lot 3) is more particularly described as Lot 3, Barlow Retail Subdivision, according to the official plat thereof filed in the records of the Davis County Recorder.
2. Definitions. The capitalized terms used in this Amendment, but not otherwise defined shall have the meanings ascribed to them in the REA.
3. Effective Date. This Amendment shall be effective upon recording in the Davis County Recorder's Office.
4. No Other Amendment Intended. Except for the amendments made in paragraph 1, no other amendment to the REA is intended hereby and all other provisions of the REA are hereby ratified, affirmed and confirmed in all respects and shall remain in full force and effect as amended hereby.

[SIGNATURE PAGES FOLLOW]

SERVICE MORTGAGE CORPORATION,
a Utah corporation

By: Haven J. Barlow
Name: Haven J. Barlow
Its: Pres

STATE OF UTAH)
) ss:
COUNTY OF DAVIS)

The foregoing instrument was acknowledged before me this 29th day of August, 2007 by Haven J. Barlow, the President of SERVICE MORTGAGE CORPORATION, a Utah corporation.

My Commission Expires:

9-30-07

Linda E Palmer
Notary Public
Residing at: _____



BARLOW CORPORATION, a Utah corporation

By: *Haven J. Barlow*
Name: *Haven J. Barlow*
Its: *Pres*

STATE OF UTAH)
) ss:
COUNTY OF DAVIS)

The foregoing instrument was acknowledged before me this *29th* day of *August*, ~~2006~~ by *Haven J. Barlow*, the *President* of BARLOW CORPORATION, a Utah corporation.

My Commission Expires:
9-30-07

Linda E Palmer
Notary Public
Residing at: _____



EXHIBIT A
(DESCRIPTION OF PROPERTY)

SHOPPING CENTER PROPERTY:

Lots 1, 2, 3 and 4, Barlow Retail Subdivision, according to the official plat thereof filed in the records of the Davis County Recorder.

ADDITIONAL PROPERTY:

The land referred to herein is situated in Davis County, State of Utah, and is more particularly described as follows:

PARCEL X:

Beginning at a point which is South 616.3 feet, South 49°31' East 245.21 feet and East 1638.10 feet from the Northwest corner of the Southeast Quarter of Section 20, Township 4 North, Range 1 West, Salt Lake Base and Meridian, thence East 179.40 feet, thence North 38°27' West 194.33 feet, thence South 40°08' West 47.0 feet, thence South 52°25' West 76.50 feet, thence South 24°56' East 76.75 feet to the point of beginning.

PARCEL Y:

Beginning at a point 616.3 feet South and South 49°31' East 163.42 feet, more or less, and North 89°57'10" East 1418.10 feet from the Northwest corner of Southeast Quarter of Section 20, Township 4 North, Range 1 West, Salt Lake Base and Meridian, and running thence North 18°26'31" West 104.34 feet; thence North 51°26'40" East 276.91 feet to the West line of Highway 91; thence along said highway South 38°33'20" East 168.94 feet, more or less, thence South 40°08' West 47.0 feet; thence South 52°25' West 76.50 feet; thence South 24°55' East 76.75 feet; thence South 89°57'10" West 220.0 feet to point of beginning.

The above legal descriptions shall be interpreted to fit the existing ground location of the Barlow Retail Subdivision.

SLF