

LIMITED WARRANTY DEED

ENT 121953:2002 PG 1 of 7  
RANDALL A. COVINGTON  
UTAH COUNTY RECORDER  
2002 Oct 16 12:01 pm FEE 23.00 BY BLS  
RECORDED FOR FIRST AMERICAN TITLE CO

Return Document to:

Bryan London  
c/o FL Orem Retail LLC  
P.O. Box 970021  
Orem, Utah 84097

Tax Parcel No: 35-136-0003

This (is not) homestead property.

THIS DEED, made this 9th day of October, 2002, between SHOPKO STORES, INC., a Wisconsin corporation, (formerly a Minnesota corporation) doing business in Utah as UvalKo ShopKo Stores, Inc., located at Green Bay, Wisconsin ("Grantor"), and FL Orem Retail, LLC, a Utah corporation ("Grantee").

WITNESSETH, That the said Grantor, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration to it paid by Grantee, the receipt whereof is hereby confessed and acknowledged, conveys to Grantee the following described real estate, in an as-is condition, situated in the County of Orem, and State of Utah (the "Property"):

SEE ATTACHED  
EXHIBIT A

Together with all appurtenant rights, title and interests thereunto belonging.

Grantor warrants that the title to the Property is free of defects, liens and encumbrances, arising by, through or under Grantor (and none other) and subject to municipal and zoning ordinances, public utility easements of record, general taxes for the year of closing, and those liens, encumbrances and other matters set forth on the attached **EXHIBIT B**. In addition, the Property shall be subject to the following restrictions: no building or improvement shall exceed the height of eighteen feet (18'); the Property shall not be used for a pharmacy, drugstore, optical center, discount retailer or general toy store.

IN WITNESS WHEREOF, Grantor has caused this Deed to be executed by its duly authorized representatives.

E-141186740

SHOPKO STORES, INC. (SB)

By: LARRY Zebe

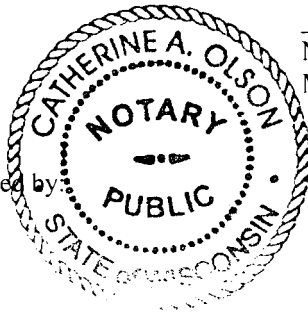
Attest: Susan Buckna  
ASST. SECRETARY, Inc. Corp. Counsel

STATE OF WISCONSIN )  
 ) ss.  
COUNTY OF BROWN )

Personally came before me this 8<sup>th</sup> day of October, 2002, LARRY Zebe, VP REAL ESTATE and Susan Buckna, Asst. Secretary, of ShopKo Stores, Inc., a corporation duly organized and existing under and by virtue of the laws of the State of Wisconsin, and to me known to be the persons who executed the foregoing instrument, and to me known to be such VP Real Estate and Asst. Sec. of said corporation and acknowledged that they executed the foregoing instrument as such officers as the act of said corporation, by its authority.

Catherine A. Olson

Notary Public, Wisconsin  
My Commission expires 5-25-03



This instrument was drafted by:

Susan Buckna  
ShopKo Stores, Inc.  
700 Pilgrim Way  
Green Bay, WI 54304

EXHIBIT A

LEGAL DESCRIPTION

A part of Lot 3, Plat "A", Boyer Retail Center Subdivision, Orem, Utah, according to the Official Plat thereof, on file in the Office of the Utah County Recorder.

Beginning at the Northwesterly corner of said Lot 3 being 335.26 feet South 88°53'35" East along the Quarter Section Line and 309.04 feet South from the West Quarter Corner of said Section 14; and running thence South 88°49'28" East 401.32 feet along the North Line of said Lot 3; thence South 1°10'32" West 126.53 feet along the Lot Line and said Line projected Southerly; thence North 88°54'00" West 355.95 feet along a Line parallel to and being 30.00 feet perpendicularly distant Northerly from the Northerly Lot Lines of Lots 4 and 5 in said Boyer Retail Center, Plat "A" subdivision; to the Easterly Line of State Street; thence North 18°29'04" West 134.86 feet along said Easterly Line to the point of beginning.

Tax ID #  
35-136-0003

EXHIBIT B

## PERMITTED ENCUMBRANCES

1. Taxes or assessments which are not shown as existing liens by the records of any taxing authority that levies taxes or assessments on real property or by the public records.
2. Any facts, rights, interests or claims which are not shown by the public records but which could be ascertained by an inspection of said land or by making inquiry of persons in possession thereof.
3. Easements, claims of easements or encumbrances which are not shown by the public records.
4. Discrepancies, conflicts in boundary lines, shortage in area, encroachments and any other facts which a correct survey would disclose, and which are not shown by public records.
5. Unpatented mining claims; reservations or exceptions in patents or in Acts authorizing the issuance thereof, water rights, claims or title to water.
6. Any lien, or right to a lien, for services, labor or material theretofore or hereafter furnished, imposed by law and not shown by the public records.
7. Defects, liens, encumbrances, adverse claims or other matters, if any, created, first appearing in the public records or attaching subsequent to the effective date hereof but prior to the date the proposed insured acquires of record for value the estate or interest or mortgage thereon covered by this commitment.
8. General property taxes for the year 2002 now a lien, not yet due. Tax ID No. 35-136-0003.
9. Said property is located within the boundaries of Orem City and its service districts and is subject to charges and assessments levied thereunder.
10. Right of Way and Easement Grant, dated August 15, 1967, in favor of Mountain Fuel Supply Company, a Utah corporation, to lay, maintain, operate, repair, inspect, protect, remove and replace pipe lines, valves, valve boxes and other gas transmission and distribution facilities, through and across the subject property. Said Right of Way and Easement Grant recorded August 24, 1967, as Entry No. 9109, in Book 1089, at Page 264, Utah County Recorder's Office.
11. Right of Way Easement in favor of The Mountain States Telephone and Telegraph Company, a Colorado corporation, to construct, operate, maintain, and remove such communications and other facilities, from time to time, upon, over, under and across the subject property. Said Right of Way Easement recorded September 3, 1960, as Entry No. 8714, in Book 1119, at Page 263, Utah County Recorder's Office.  
  
A Quit Claim Deed from The Mountain States Telephone and Telegraph Company, a Colorado Corporation was recorded June 28, 1990 as Entry No. 20645 in Book 2702 at Page 301 of Official Records.
12. Right of Way Easement, dated June 7, 1968, in favor of The Mountain States Telephone and Telegraph Company, a Colorado corporation, to construct, operate, maintain, and remove such communications and other facilities, from time to time, upon, over, under and across the subject property. Said Right of Way Easement recorded September 3, 1968, as Entry No. 8712 in book 1119 at Page 260 Utah County Recorder's Office.
13. Right of Way Easement, dated February 24, 1972, in favor of The Mountain States Telephone and Telegraph Company, a Colorado corporation, to construct, operate, maintain, and remove such

communications and other facilities, from time to time, upon, over, under and across the subject property, more particularly described as follows:

An Easement six feet in width described by a center line with three feet on either side as follows: Commencing 232.6 feet East and 687.50 feet South 18°30' East and 169 feet South 10°39' East from the West quarter corner of Section 14, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence East 82.89 feet to end.

Said Right of Way Easement recorded April 20, 1972, as Entry No. 5540 in Book 1268 at Page 409 Utah County Recorder's Office.

14. Easement, dated November 17, 1987, in favor of Utah Power and Light Company, to construct, reconstruct, operate, maintain and repair over, under and across the subject property. Said Easement recorded November 30, 1987, as Entry No. 43445, in Book 2472, at Page 161, Utah County Recorder's Office.

A Disclaimer under said Easement executed by Utah Power & Light Company, a division of PacifiCorp was recorded September 11, 1990 as Entry No. 29878 in Book 2722 at Page 455 of Official Records.

15. Right of Way Easement, dated February 29, 1956, in favor of The Mountain States Telephone and Telegraph Company, a Colorado corporation, to construct, operate, maintain, and remove such communications and other facilities, from time to time, upon, over, under and across the subject property. Said Right of Way Easement recorded March 15, 1956, as Entry No. 3421 in Book 707 at Page 57 Utah County Recorder's Office.

16. Easement, dated September 2, 1987, in favor of Utah Power and Light Company, to construct, reconstruct, operate, maintain and repair over, under and across the subject property, an underground duct line, along a line. Said Easement recorded September 9, 1987, as Entry No. 34365 in Book 2451 at Page 114 Utah County Recorder's Office.

A Disclaimer under said Easement executed by Utah Power & Light Company, a division of PacifiCorp was recorded September 11, 1990 as Entry No. 29880 in Book 2722 at Page 457 of Official Records.

17. Easement, dated September 2, 1987, in favor of Utah Power and Light Company, to construct, reconstruct, operate, maintain and repair over, under and across the subject property, an underground duct line, along a line. Said Easement recorded September 9, 1987, as Entry No. 34364 in Book 2451 at Page 113 Utah County Recorder's Office.

A Disclaimer under said Easement executed by Utah Power & Light Company, a division of PacifiCorp was recorded September 11, 1990 as Entry No. 29879 in Book 2722 at Page 456 of Official Records.

18. Subject to the rights of parties in possession of the subject property under unrecorded Leases, Rental or Occupancy Agreements and any claims thereunder.
19. Subject to the rights of Orem City in and to that portion of subject property lying within the bounds of 100 South Street and 150 East Street.
20. Notice of Adoption, dated February 2, 1988, by the City of Orem, recorded February 18, 1988, as Entry No. 4382 in Book 2489 at Page 594 Utah County Recorder's Office.
21. Grant of Easement in favor of Harman Management Corporation for a perpetual non-exclusive easement, recorded September 8, 1989, as Entry No. 26565 in book 2626 at Page 83 Utah County Recorder's Office.

22. Restrictive Covenant recorded September 8, 1989, as Entry No. 26566 in Book 2626 at page 88 Utah County Recorder's Office.
23. Cross-Easement Agreement dated August 31, 1989, by and between ShopKo Stores, Inc., d/b/a Uvalko ShopKo Stores, Inc., a Minnesota corporation, Smith's Food King Properties, Inc., a Utah corporation, and Boyer Orem Associates, a Utah limited partnership, recorded September 8, 1989, as Entry No. 26572, Book 2626, at Page 123, re-recorded February 15, 1990, as Entry No. 4760 in Book 2665 at Page 869 Utah County Recorder's Office.

First Amendment to Cross-Easement Agreement recorded February 14, 1991 at Entry No. 6165 in Book 2764 at Page 50 of Official Records.

Second Amendment to Cross-Easement Agreement recorded October 12, 1995 as Entry No. 69315 in Book 3790 at Page 187 of Official Records.

Third Amendment to Cross-Easement Agreement recorded April 11, 2001 as Entry No. 33819:2001 of Official Records.

Fourth Amendment to Cross-Easement Agreement recorded \_\_\_\_\_, 2002 as Entry No. \_\_\_\_\_ of Official Records.

24. Condition with right of reverter as set forth in that certain Special Warranty Deed recorded September 8, 1989, as Entry No. 26570 in Book 2626 at page 115, re-recorded September 11, 1989 as Entry No. 26676 in Book 2626 at Page 393, and re-recorded again September 13, 1989 as Entry No. 26955 in Book 2627 at Page 1 of Official Utah County Records.
25. A Right of Way and Easement Grant which Affects Subject Property to lay, maintain, operate, repair, inspect, protect, remove and replace pipelines, valves, valve boxes and other gas transmission and distribution facilities and incidental purposes thereto as granted to Mountain Fuel Supply Company, by Instrument recorded April 27, 1990 as Entry No. 13048 in Book 2684 at page 863 of Official Records.
26. A Right of Way Easement which Affects Subject Property to construct, operate, maintain and remove such communication and other facilities, from time to time and incidental purposes thereto as granted to Mountain States Telephone and Telegraph Company, a Colorado corporation, by Instrument recorded May 18, 1990 as Entry No. 15620 in Book 2690 at page 476 of Official Records.
27. A Right of Way Easement which Affects Subject Property to construct, operate, maintain and remove such communication and other facilities and incidental purposes thereto as granted to Mountain States Telephone and Telegraph Company, by Instrument recorded May 18, 1990 as Entry No. 15621 in Book 2690 at page 479 of Official Records.
28. A Right of Way Easement which Affects Subject Property to construct, operate, maintain and remove such communication and other facilities and incidental purposes thereto as granted to Mountain States Telephone and Telegraph Company, by Instrument recorded May 18, 1990 as Entry No. 15622 in Book 2690 at page 482 of Official Records.
29. An Easement which Affects Subject Property for the construction, operation, relocation and replacement of underground electric transmission and distribution lines, communications circuits, fiber optic cables and associated facilities and incidental purposes thereto as granted to PacifiCorp, an Oregon corporation, dba Utah Power and Light Company, by Instrument recorded June 15, 1990 as Entry No. 19074 in Book 2698 at page 716 of Official Records.

Disclaimer under said Easement executed by Utah Power and Light Company, a division of PacifiCorp was recorded January 9, 1992 as Entry No. 1167 in Book 2875 at Page 443 of Official Records.

30. An Easement which Affects Subject Property for the construction, operation, maintenance, repair, alteration, enlargement, inspection, relocation, and replacement of underground electric transmission and distribution lines, communication circuits, fiber optic cables and associated facilities and incidental purposes thereto as granted to PacifiCorp, an Oregon corporation, dba Utah Power and Light Company, by Instrument recorded July 3, 1990 as Entry No. 21169 in Book 2703 at page 474 of Official Records.
31. An Easement which Affects Subject Property for the construction, inspection, relocation and replacement of underground electric transmission and distribution lines, communication circuits, fiber optic cables and associated facilities and incidental purposes thereto as granted to PacifiCorp, an Oregon corporation dba Utah Power and Light Company, by Instrument recorded January 9, 1992 as Entry No. 1169 in Book 2875 at page 447 of Official Records.