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04/17/2008 03:44 PM \$29.00
Book - 9596 Pg - 1925-1932
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
LANDMARK TITLE
BY: KLD, DEPUTY - WI 8 P.

When recorded return to:
Stephen K. Christensen
Nelson Christensen & Helsten
68 South Main Street, 6th Floor
Salt Lake City, Utah 84101

DECLARATION REGARDING USE

THIS DECLARATION REGARDING USE ("**Declaration**") is made this 9 day of April, 2008 by THE DISTRICT-SOUTH, L.C., a Utah limited liability company ("**Declarant**").

WHEREAS Declarant owns certain real property located in South Jordan, Utah as more particularly described on attached Exhibit "A" (the "**Property**"); and

WHEREAS Declarant is under contract to sell the Property and upon such sale the Property will be developed with multi-family residential units; and

WHEREAS Declarant also owns real property which is adjacent to the east and west of the Property as more completely described on attached Exhibit "B" (the "**Adjacent Property**"),

NOW THEREFORE, Declarant declares as follows:

1. Retail Use of Adjacent Property. The Adjacent Property is now or may in the future be zoned for residential, retail, commercial, office or hospitality use (collectively, the "**Use**"). The owner of the Adjacent Property shall at all times comply with all health, safety and other regulations (collectively, "**Regulations**") regarding such Use. Declarant acknowledges that such Use may result in traffic, noise, odors or other nuisances associated with retail uses which may affect the Property. Accordingly, provided the owner of the Adjacent Property is in full compliance with the Regulations, the owner or any subsequent owner of the Property shall have no right to object to or otherwise protest such resultant traffic, noise, odors or other nuisances. To that end, no owner or subsequent owner shall oppose or protest any application for use, or actual use of the Adjacent Property for any Use.

2. Governing Law. This Declaration shall be construed and enforced in accordance with the laws of the State of Utah.

3. Attorneys' Fees. If any legal action or other proceeding is brought for the enforcement of this Declaration or because of an alleged dispute, breach, default, or misrepresentation in connection with any of the provisions of this Declaration, the successful or prevailing party or parties shall be entitled to recover reasonable attorneys' fees and other costs


incurred in that action or proceeding, in addition to any other relief to which it or they may be entitled.

IN WITNESS WHEREOF the parties have executed this Declaration as of the date set forth above.

THE DISTRICT-SOUTH, L.C.
a Utah limited liability company

By: THE BOYER COMPANY, L.C.
Its: Manager

By: ARBOR COMMERCIAL REAL ESTATE, L.L.C.
Its: Manager



By: Devon M. Glenn
Its: Manager



By: John Gust, Manager

STATE OF UTAH
COUNTY OF SALT LAKE

On the 9 day of April, 2008 personally appeared before me Devon M. Glenn who duly acknowledged to me that he executed the foregoing Declaration as Manager of THE BOYER COMPANY, L.C., one of the Managers of THE DISTRICT-SOUTH, L.C.

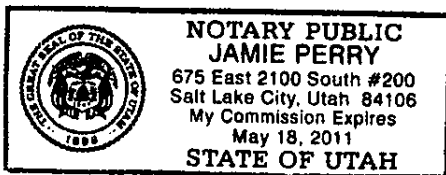


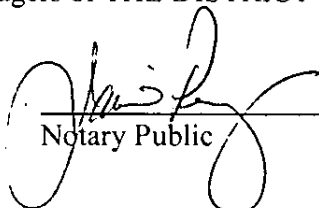


Notary Public

STATE OF UTAH
COUNTY OF SALT LAKE

On the 9 day of April, 2008 personally appeared before me John Gust who duly acknowledged to me that he executed the foregoing Declaration as Manager of ARBOR COMMERCIAL REAL ESTATE, LLC, one of the Managers of THE DISTRICT-SOUTH, L.C.





Notary Public

EXHIBIT "A"
Legal Description of the Property

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Legal Description of the Property

Lot 3 as shown on the preliminary plat of "SOUTH DISTRICT - A Commercial Subdivision", a **proposed subdivision**, the boundary of which Lot 3 is more particularly described as follows:

A part of Lots 15 and 16, THE DISTRICT - A COMMERCIAL SUBDIVISION, according to the official plat thereof, filed in Book "2007P" of Plats, at Page 312 of the Official Records of the Salt Lake County Recorder, and located in the Southwest Quarter of Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian, U. S. Survey, in South Jordan, Salt Lake County, Utah:

Beginning at a point on the Northerly Line of 11800 South Street as it exists at 55.50 foot half-width being 436.86 feet North 89°50'48" West along the Section Line and 55.50 feet North 0°09'12" East from the South Quarter Corner of said Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian; and running thence North 89°50'48" West 1133.60 feet along said Northerly Line; thence Northwesterly along the arc of a 12.50 foot radius curve to the right a distance of 9.32 feet (Center bears North 47°17'35" East; Central Angle equals 42°42'25" and Long Chord bears North 21°21'13" West 9.10 feet) to a point of tangency; thence North 125.73 feet to a point of curvature; thence Northeasterly along the arc of a 222.00 foot radius curve to the right a distance of 216.46 feet (Central Angle equals 55°52'00" and Long Chord bears North 27°56'00" East 207.99 feet) to a point of tangency; thence North 55°52'00" East 117.50 feet to a point of curvature; thence Northeasterly along the arc of a 228.00 foot radius curve to the left a distance of 189.67 feet (Central Angle equals 47°39'52" and Long Chord bears North 32°02'04" East 184.25 feet) to a point of reverse curvature; thence Northeasterly along the arc of a 22.00 foot radius curve to the right a distance of 31.41 feet (Central Angle equals 81°48'34" and Long Chord bears North 49°06'25" East 28.81 feet); thence North 0°00'42" East 8.29 feet to the Southerly Line of Lot 14 of said District Subdivision; thence along said Southerly Line the following two courses: South 84°59'59" East 3.32 feet; and South 89°59'18" East 243.46 feet; thence South 0°00'48" East 227.13 feet; thence North 89°59'12" East 90.05 feet; thence North 0°00'48" West 227.09 feet to the Southerly Line of said Lot 14; thence South 89°59'18" East 266.73 feet; thence South 0°00'42" West 11.08 feet; thence Southeasterly along the arc of a 24.00 foot radius curve to the right a distance of 35.70 feet (Center bears South 4°47'28" West; Central Angle equals 85°13'14" and Long Chord bears South 42°35'55" East 32.50 feet) to a point of tangency; thence South 0°00'42" West 2.07 feet to a point of curvature; thence Southeasterly along the arc of a 120.50 foot radius curve to the Left a distance of 119.16 feet (Central Angle equals 56°39'30" and Long Chord bears South 28°19'03" East 114.36 feet) to a point of tangency; thence South 56°38'49" East 79.10 feet to a point of curvature; thence Southeasterly along the arc of a 179.50 foot radius curve to the right a distance of 177.95 feet (Central Angle equals 56°48'01" and Long Chord bears South 28°14'48" East 170.75 feet) to a point of tangency; thence South 0°09'12" West 229.72 feet to a point of curvature; thence Southwesterly along the arc of a 12.50 foot radius curve to the right a distance of 9.35 feet (Central Angle equals 42°50'37" and Long Chord bears South 21°34'31" West 9.13 feet) to the Northerly Line of said 11800 South Street and the point of beginning.

[For reference only: Part of Tax Parcel Numbers 27-20-351-024 and Part of Tax Parcel No. 27-20-376-046]

EXHIBIT "B"
Legal Description of the Adjacent Property

EXHIBIT "B"
Legal Description of the Adjacent Property

That certain real property situated in the County of Salt Lake, State of Utah, described as follows:

PARCEL 1:

A part of Lots 15 and 16, THE DISTRICT - A COMMERCIAL SUBDIVISION, according to the official plat thereof, filed in Book "2007P" of Plats, at Page 312 of the Official Records of the Salt Lake County Recorder, and being located in the Southwest Quarter of Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian, U. S. Survey, in South Jordan, Salt Lake County, Utah, more particularly described as follows:

Beginning at a point on the North line of 11800 South Street as it exists at 55.50 foot half-width being 1121.81 feet North 89°50'48" West along the Section line and 55.50 feet North 0°00'48" West from the South Quarter Corner of said Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian, and running thence North 89°50'48" West 811.98 feet along said North line to the East line of the Bangerter Highway; thence North 2°00'49" West 573.48 along said East line to the Southwest corner of Lot 14 of The District - A Commercial Subdivision; thence along the South line of said Lot 14 the following three courses: South 89°59'18" East 617.64 feet and South 84°59'59" East 80.50 feet and South 89°59'18" East 595.73 feet; thence South 0°12'00" West 226.98; thence South 89°59'12" West 261.37 feet to the Southeast corner of the "Cell Tower Parcel"; thence along said Cell Tower Parcel the following three courses: North 0°00'48" West 60.00 feet to the Northeast corner thereof and South 89°59'12" West 60.00 feet to the Northwest corner thereof and South 0°00'48" East 60.00 feet to the Southwest corner thereof; thence South 89°59'12" West 139.35 feet; thence South 0°00'48" East 340.95 feet to the North line of said 11800 South Street and the point of beginning.

[The said PARCEL 1 also being identified and depicted on that certain unrecorded plat entitled "Lot Line Adjustment – The District", dated September 23, 2007 (certificate dated September 24, 2007), prepared by Great Basin Engineering-South, as Drawing No. 02-180BLA, certified by Bruce D. Pimper, Utah RLS No. 362256, and signed by South Jordan City on October 1, 2007.]

PARCEL 2:

A part of Lot 16, THE DISTRICT - A COMMERCIAL SUBDIVISION, according to the official plat thereof, filed in Book "2007P" of Plats, at Page 312 of the Official Records of the Salt Lake County Recorder, and being located in the Southwest Quarter of Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian, U. S. Survey, in South Jordan, Salt Lake County, Utah, more particularly described as follows:

Beginning at a point on the North line of 11800 South Street as it exists at 55.50 foot half-width being 1121.81 feet North 89°50'48" West along the Section line and 55.50 feet North 0°00'48" West from the South Quarter Corner of said Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian, and running thence North 0°00'48" West 340.95 feet; thence North 89°59'12" East 460.72 feet; thence North 0°12'00" East 226.98 feet to the South line of Lot 14 of The District - A Commercial Subdivision; thence South 89°59'18" East 622.68 feet along said South line and the South Line of Lot 17 of said subdivision to the West line of 3600 West Street; thence along said West
(continued)

EXHIBIT "B" – CONTINUED

line the following four courses: South 7°13'04" East 18.47 feet and South 0°00'42" West 340.88 feet and South 5°43'20" West 100.50 feet and South 0°00'42" West 87.52 feet; thence South 45°04'57" West 33.98 feet to the North line of said 11800 South Street; thence North 89°50'48" West 1052.27 feet along said North line to the point of beginning.

[The said PARCEL 2 also being identified and depicted on that certain **unrecorded** plat entitled "Lot Line Adjustment – The District", dated September 23, 2007 (certificate dated September 24, 2007), prepared by Great Basin Engineering-South, as Drawing No. 02-180BLA, certified by Bruce D. Pimper, Utah RLS No. 362256, and signed by South Jordan City on October 1, 2007.]

EXCEPTING FROM THE ABOVE DESCRIBED PARCELS 1 AND 2 THE FOLLOWING DESCRIBED TRACTS (A) AND (B):

EXCEPTION TRACT (A)

Lot 3 as shown on the preliminary plat of "SOUTH DISTRICT - A Commercial Subdivision", a **proposed subdivision**, the boundary of which Lot 3 is more particularly described as follows:

A part of Lots 15 and 16, THE DISTRICT - A COMMERCIAL SUBDIVISION, according to the official plat thereof, filed in Book "2007P" of Plats, at Page 312 of the Official Records of the Salt Lake County Recorder, and located in the Southwest Quarter of Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian, U. S. Survey, in South Jordan, Salt Lake County, Utah:

Beginning at a point on the Northerly Line of 11800 South Street as it exists at 55.50 foot half-width being 436.86 feet North 89°50'48" West along the Section Line and 55.50 feet North 0°09'12" East from the South Quarter Corner of said Section 20, Township 3 South, Range 1 West, Salt Lake Base and Meridian; and running thence North 89°50'48" West 1133.60 feet along said Northerly Line; thence Northwesterly along the arc of a 12.50 foot radius curve to the right a distance of 9.32 feet (Center bears North 47°17'35" East; Central Angle equals 42°42'25" and Long Chord bears North 21°21'13" West 9.10 feet) to a point of tangency; thence North 125.73 feet to a point of curvature; thence Northeasterly along the arc of a 222.00 foot radius curve to the right a distance of 216.46 feet (Central Angle equals 55°52'00" and Long Chord bears North 27°56'00" East 207.99 feet) to a point of tangency; thence North 55°52'00" East 117.50 feet to a point of curvature; thence Northeasterly along the arc of a 228.00 foot radius curve to the left a distance of 189.67 feet (Central Angle equals 47°39'52" and Long Chord bears North 32°02'04" East 184.25 feet) to a point of reverse curvature; thence Northeasterly along the arc of a 22.00 foot radius curve to the right a distance of 31.41 feet (Central Angle equals 81°48'34" and Long Chord bears North 49°06'25" East 28.81 feet); thence North 0°00'42" East 8.29 feet to the
(continued)

EXHIBIT "B" – CONTINUED

Southerly Line of Lot 14 of said District Subdivision; thence along said Southerly Line the following two courses: South 84°59'59" East 3.32 feet; and South 89°59'18" East 243.46 feet; thence South 0°00'48" East 227.13 feet; thence North 89°59'12" East 90.05 feet; thence North 0°00'48" West 227.09 feet to the Southerly Line of said Lot 14; thence South 89°59'18" East 266.73 feet; thence South 0°00'42" West 11.08 feet; thence Southeasterly along the arc of a 24.00 foot radius curve to the right a distance of 35.70 feet (Center bears South 4°47'28" West; Central Angle equals 85°13'14" and Long Chord bears South 42°35'55" East 32.50 feet) to a point of tangency; thence South 0°00'42" West 2.07 feet to a point of curvature; thence Southeasterly along the arc of a 120.50 foot radius curve to the Left a distance of 119.16 feet (Central Angle equals 56°39'30" and Long Chord bears South 28°19'03" East 114.36 feet) to a point of tangency; thence South 56°38'49" East 79.10 feet to a point of curvature; thence Southeasterly along the arc of a 179.50 foot radius curve to the right a distance of 177.95 feet (Central Angle equals 56°48'01" and Long Chord bears South 28°14'48" East 170.75 feet) to a point of tangency; thence South 0°09'12" West 229.72 feet to a point of curvature; thence Southwesterly along the arc of a 12.50 foot radius curve to the right a distance of 9.35 feet (Central Angle equals 42°50'37" and Long Chord bears South 21°34'31" West 9.13 feet) to the Northerly Line of said 11800 South Street and the point of beginning.

EXCEPTION TRACT (B)

A part of the Southwest Quarter of Section 20, Township 3 South, Range 1 West, Salt Lake Base & Meridian, U.S. Survey, in South Jordan, Salt Lake County, Utah:

Beginning at a point located 923.61 feet North 89°50'48" West along the Section Line, and 397.03 feet North 0°09'12" East from the South Quarter Corner of said Section 20, Township 3 South, Range 1 West; and running thence South 89°59'12" West 90.05 feet; thence North 0°00'48" West 86.00 feet; thence North 89°59'12" East 90.05 feet; thence South 0°00'48" East 86.00 feet to the point of beginning.

[FOR REFERENCE ONLY: TAX PARCEL NUMBERS 27-20-351-024 and 27-20-376-046]