

RESTRICTIVE COVENANT

Under an Earnest Money to Purchase dated the 8th day of January, 1996, Maverik Country Stores, Inc., a Wyoming Corporation ("Grantor") agreed to convey to the nominee of Tim C. Simonsen or Assigns a parcel of real estate described on Exhibit A attached.

One of the terms of that contract required the Grantor to record a Restrictive Covenant affecting the use of Grantor's adjacent property.

THEREFORE, in consideration of the terms and conditions contained in that contract, Grantor promises and declares that the property described on Exhibit B, attached, will not be used or sold for lodging, hotel, motel or Extended Stay America purposes for a period of twenty (20) years from the date of the recording of this document.

The parties agree that this Restrictive Covenant is subject to and conditioned on the Purchasers construction of a lodging facility on Lot 6R. If construction does not commence within 24 months of the execution of this covenant the covenant shall become null and void and both parties agree to execute a release of this restrictive covenant.

This restriction runs with the land described in Exhibits A and B and shall inure to the benefit of the Grantee and the Grantee's heirs, successors, and assigns and be binding upon the Grantor and the Grantor's heirs, successors and assigns.

Grantor has executed this Restrictive Covenant, this 15th day of May, 1996.

GRANTOR: Maverik Country Stores, Inc.,
a Wyoming Corporation

By: [Signature]
Dan L. Murray
Director of Store Development

GRANTEE: Tim C. Simonsen

By: [Signature]
Tim C. Simonsen

E# 1406384 BK 1806 PG 1943
DOUG CROFTS, WEBER COUNTY RECORDER
15-MAY-96 255 PM FEE \$20.00 DEP MH
REC FOR: FIRST.AMERICAN.TITLE

414590JM
03W-75634

17

STATE OF Utah
COUNTY OF Salt Lake

AFFIDAVIT OF OWNERSHIP BY GRANTOR

The undersigned, being first duly sworn on oath, depose(s) and state(s) that he(he)(they) is(are) the owner(s) of the property described on Exhibit B attached.

Maverik Country Stores, Inc.
a Wyoming Corporation

Dan L. Murray
Affiant

Subscribed and sworn to before me this 15th day of May, 19 96

(PLEASE ATTACH EXHIBITS A AND B)

ACKNOWLEDGMENT CERTIFICATE

STATE OF Utah
COUNTY OF Salt Lake

The foregoing instrument was acknowledged before me on May 15, 19 96

by Dan L. Murray

ET 1406386 BK1806 PG1944

Juliana McCabe
Notary Public

My commission expires 5/3/98

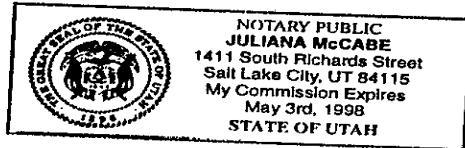


EXHIBIT "A"

Land situated in the County of Weber, State of Utah, described as follows:

Lot 6 (R) in proposed Maverik Family Travel Plaza Commercial Subdivision- Phase 2, also described as follows:

BEGINNING at a point which lies North $61^{\circ} 29' 54''$ East 571.13 feet from the Southwest corner of Section 25, Township 7 North, Range 2 West, Salt Lake Base and Meridian; said point lying on a 210.00 foot radius curve to the left, the chord of which bears North $26^{\circ} 48' 45''$ West; thence along the arc of said curve 136.25 feet through a central angle of $37^{\circ} 10' 23''$; thence North $69^{\circ} 14' 10''$ East 329.38 feet; thence North 89.50 feet; thence East 131.45 feet; thence South $0^{\circ} 41' 12''$ East 321.1'8 feet; thence South $89^{\circ} 18' 48''$ West 382.93 feet to the point of beginning.

19-016-0116

Et 1406386 BK1806 PG1946

EXHIBIT "B"

Land situated in the County of Weber, State of Utah, described as follows:

A Parcel of land hereafter known as "Maverik Family Travel Plaza Commercial Subdivision- Phase 2" which lies within the Southwest quarter of Section 25, Township 7 North, Range 2 West, Salt Lake Base and Meridian, said Subdivision being more particularly described as follows:

BEGINNING at a point on the North line of 2700 North Street, said point lies North $89^{\circ} 18' 48''$ East along the section line of said Section 25, 139.62 feet and North $00^{\circ} 41' 12''$ West, 255.29 feet from the Southwest corner of said Section 25, said point also lies on the East line of 1900 West Street, and running thence along said East line the following two courses: BEGINNING on a curve to the left, said curve having a central angle of $04^{\circ} 11' 32''$ and a radius of 2889.79 feet, chord bears North $04^{\circ} 19' 34''$ West, thence along the arc 211.39 feet; thence North $06^{\circ} 28' 20''$ West, 130.62 feet; thence due East 775.00 feet; thence South $00^{\circ} 41' 12''$ East, 321.18 feet; thence South $89^{\circ} 18' 48''$ West, 382.93 feet; thence South $79^{\circ} 17' 09''$ West, 60.08 feet; thence South $89^{\circ} 18' 48''$ West, 306.38 feet to the point of beginning.

14-016-0112

LESS AND EXCEPTING THE FOLLOWING DESCRIBED PROPERTY:

Lot 6 (R) in proposed Maverik Family Travel Plaza Commercial Subdivision- Phase 2, also described as follows:

BEGINNING at a point which lies North $61^{\circ} 29' 54''$ East 571.13 feet from the Southwest corner of Section 25, Township 7 North, Range 2 West, Salt Lake Base and Meridian; said point lying on a 210.00 foot radius curve to the left, the chord of which bears North $26^{\circ} 48' 45''$ West; thence along the arc of said curve 136.25 feet through a central angle of $37^{\circ} 10' 23''$; thence North $69^{\circ} 14' 10''$ East 329.38 feet; thence North 89.50 feet; thence East 131.45 feet; thence South $0^{\circ} 41' 12''$ East 321.18 feet; thence South $89^{\circ} 18' 48''$ West 382.93 feet to the point of beginning.