

Recording requested by
and when recorded return to:

SFP-B Limited Partnership
P.O. Box 667
Prineville, Oregon 97754
Attn: Jessica McCutchin

E 1709422 B 2937 P 1129
SHERYL L. WHITE, DAVIS CNTY RECORDER
2001 DEC 4 3:07 PM FEE 25.00 DEP MT
REC'D FOR METRO NATIONAL TITLE

SE 36-2N-1W
L-RE: NAC

(Space above this line for recorder's use only)

SPECIAL WARRANTY DEED
ABS #60104 - S.E.C. 2600 South & Highway 89
Bountiful, Utah

06-095-0178
03-036-0116
0117, 0115,
0118

AMERICAN DRUG STORES, INC., an Illinois corporation ("**Grantor**"), of Boise, County of Ada, State of Idaho, hereby **CONVEYS AND WARRANTS** to SFP-B LIMITED PARTNERSHIP, an Oregon limited partnership ("**Grantee**"), whose address is 646 N.W. Madras Hwy, Prineville, Oregon, 97754, for the sum of Ten Dollars and 00/100 (\$10.00) and other good and valuable consideration the following described tract of land situated in Salt Lake County, State of Utah:

See Exhibit "A" attached hereto and incorporated herein by this reference ("**Property**")

SUBJECT TO the encumbrances, matters and exceptions described on Exhibits "B" and "C" attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with all the improvements thereon and the appurtenances thereunto belonging. Grantor does hereby covenant to and with Grantee that it is the owner in fee simple of the Property and that it will warrant and forever defend title to the same unto Grantee from the acts of Grantor and all lawful claims made by those claiming by, through or under Grantor, but not otherwise.

The undersigned person executing this special warranty deed on behalf of Grantor represents and certifies that: (i) he is a duly appointed officer of Grantor and has been fully empowered by Grantor to execute this special warranty deed; (ii) Grantor has full corporate capacity to convey the Property; and (iii) all necessary corporate action for the making of such conveyance has been taken and done.

IN WITNESS WHEREOF, Grantor has executed and delivered this special warranty deed as of this 4TH day of December, 2001.

AMERICAN DRUG STORES, INC.,
an Illinois corporation

By: *William H. Arnold*

Name: William H. Arnold

Title: Vice President

NIN

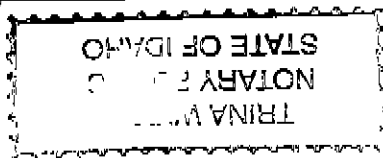
STATE OF IDAHO)
) S.S.
COUNTY OF ADA)

On this 24th day of October, 2001, before me, the undersigned, a Notary Public in and for such County and State, personally appeared William H. Arnold known or identified to me to be the Vice President of American Drug Stores, Inc., an Illinois corporation, the corporation that executed the foregoing instrument, and acknowledged to me that such instrument is the free and voluntary act and deed of such corporation, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute such instrument.

WITNESS MY HAND and official seal hereto, affixed the day, month and year in this certificate first above written.

My commission expires:

January 28, 2004.



Trina Wise
Notary Public in and for the State of Idaho.
Residing at Boise, Idaho.

EXHIBIT "A"Legal Description of Property

A parcel of land located in the City of Bountiful, County of Davis, State of Utah, said parcel of land being more particularly described as follows:

Beginning at a point which lies South 89 degrees 45 minutes 35 seconds East 1534.87 feet along the North line of the Southeast quarter of Section 36, Township 2 North, Range 1 West, Salt Lake Base and Meridian, and South 00 degrees 14 minutes 25 seconds West perpendicular to said North line 870.49 feet from the center of said Section 36, Township 2 North, Range 1 West, Salt Lake Base and Meridian, a found brass cap (said beginning point also lies East 150.73 feet and South 33.13 feet from the centerline intersection city monument at Highway 89 and 2600 South being a found brass cap), (point of beginning also lies South 89 degrees 51 minutes 48 seconds West 1190.85 feet along the South line of the Southeast quarter of said Section 36 and North 00 degrees 08 minutes 13 seconds West 1856.83 feet perpendicular to said South line to establish beginning point of original vesting deed, recorded as Entry No. 1491770, in Book 2456, at Page 1111, Davis County Recorders Office), said point also lies on the South right of way line of 2600 South Street; running thence along the West right of way line of 625 West Street being South 00 degrees 05 minutes 30 seconds East 375.83 feet; thence along the Northerly boundary line of the Tract No. 2 (Tract 2 being the land adjacent on the South) the following three (3) courses: 1) North 89 degrees 59 minutes 43 seconds West 100.14 feet; 2) North 75 degrees 30 minutes 10 seconds West 126.36 feet; 3) North 89 degrees 59 minutes 43 seconds West 99.96 feet to a point which lies on the Westerly right of way line of State Road 89; thence along said right of way line North 31 degrees 19 minutes 30 seconds East 403.03 feet to a point which lies on the South right of way line of 2600 South Street; thence along said right of way line South 89 degrees 57 minutes 00 seconds East 112.30 feet to the point of beginning.

EXHIBIT "B"

Grantor is conveying the Property to Grantee subject to the following: (i) all matters of record; (ii) private, public and utility easements (excluding any such easement not of record which may have been granted by or permitted by Seller, subject to "viii" below); (iii) roads and highways, if any; (iv) real estate taxes and special taxes or assessments, or any installments of any special taxes or assessments, not due and payable on or before Closing; (v) rights-of-way; (vi) drainage ditches, feeders, laterals, drain tile, pipes or other conduit; (vii) zoning laws and ordinances; (viii) all matters (including, but not limited to, encroachments) which would be disclosed by an accurate survey and/or physical inspection of the Property; and (ix) all acts and/or omissions of Grantee and those acting by, through or under Grantee.

EXHIBIT "C"

The Property (or any part thereof) hereby conveyed shall not be used or occupied, for a period of sixty-five (65) years from and after the date of this conveyance: (i) as a supermarket, which shall be defined as any store or department containing more than three thousand (3,000) square feet of floor area, including aisle space and storage, primarily devoted to the retail sale of food for off-premises consumption; or (ii) for the sale or offer for sale of any pharmaceutical products requiring the services of a registered pharmacist. Furthermore, in addition, no portion of the Property hereby conveyed shall be used for parking, ingress or egress for any property owned, used or occupied for any of the foregoing uses.

This deed restriction shall be a burden on the Property hereby conveyed as the servient estate, shall run with the land, and shall be for the benefit of: (i) Grantor and Grantor's successors, assigns and affiliates; and (ii) all stores operated by Grantor or Grantor's affiliates within five (5) miles of the Property, including, without limitation, the property located at 535 South 200 West, Bountiful, Davis County, Utah, and legally described as follows:

Beginning at a point North 89 degrees 44 minutes 04 seconds East 398.71 feet and South 0 degrees 15 minutes 56 seconds East 11.00 feet from the Northwest Corner of Block "L", North Mill Creek Plat, Bountiful Townsite Survey, in the City of Bountiful and running thence North 89 degrees 44 minutes 04 seconds East 261.21 feet; thence South 0 degrees 09 minutes 34 seconds West 142.80 feet; thence South 89 degrees 44 minutes 04 seconds West 110.13 feet; thence South 0 degrees 15 minutes 56 seconds East 5.0 feet; thence South 89 degrees 44 minutes 04 seconds West 141.01 feet; thence North 0 degrees 15 minutes 56 seconds West 80.55 feet; thence South 89 degrees 44 minutes 04 seconds West 9.01 feet; thence North 0 degrees 15 minutes 56 seconds West 67.25 feet to the point of beginning.

ALSO, beginning at a point North 89 degrees 44 minutes 04 seconds East 166.96 feet and South 0 degrees 15 minutes 56 seconds East 11.00 feet from the Northwest corner of Block "L", North Mill Creek Plat, Bountiful Townsite Survey, in the City of Bountiful, and running thence North 89 degrees 44 minutes 04 seconds East 231.75 feet; thence South 0 degrees 15 minutes 56 seconds East 67.25 feet; thence North 89 degrees 44 minutes 04 seconds East 9.01 feet; thence South 0 degrees 15 minutes 56 seconds East 80.55 feet; thence North 89 degrees 44 minutes 04 seconds East 141.01 feet; thence North 0 degrees 15 minutes 56 seconds West 5.00 feet; thence North 89 degrees 44 minutes 04 seconds East 110.13 feet; thence South 0 degrees 09 minutes 34 seconds West 267.98 feet; thence South 69 degrees 34 minutes 33 seconds West 88.28 feet; thence North 80 degrees 58 minutes 26 seconds West 162.70 feet; thence North 67 degrees 12 minutes 26 seconds West 88.10 feet; thence South 59 degrees 37 minutes 34 seconds West 87.00 feet; thence South 86 degrees 28 minutes 33 seconds West 86.97 feet; thence North 0 degrees 09 minutes 34 seconds East 161.09 feet; thence South 89 degrees 44 minutes 01 second West 173.54 feet; thence North 0 degrees 09 minutes 34 seconds East 93.43 feet; thence North 89 degrees 44 minutes 04 seconds East 168.33 feet; thence North 0 degrees 15 minutes 56 seconds West 174.50 feet to the point of beginning.

ALSO, beginning at a point South 0 degrees 09 minutes 34 seconds West 11.00 feet from the Northwest corner of Block "L", North Mill Creek Plat, Bountiful Townsite Survey, in the City of Bountiful, and running thence North 89 degrees 44 minutes 04 seconds East 167.04 feet; thence South 0 degrees 15 minutes 56 seconds East 174.50 feet; thence South 89 degrees 44 minutes 04 seconds West 168.33 feet; thence North 0 degrees 09 minutes 34 seconds East 174.50 feet to the point of beginning.

ALSO, beginning at a point South 0 degrees 09 minutes 34 seconds West 278.93 feet from the Northwest corner of Block "L", North Mill Creek Plat, Bountiful Townsite Survey, in the City of Bountiful, and running thence North 89 degrees 44 minutes 01 seconds East 173.54 feet; thence South 0 degrees 09 minutes 34 seconds West 161.09 feet; thence South 86 degrees 28 minutes 33 seconds West 43.63 feet; thence North 72 degrees 14 minutes 26 seconds West 42.40 feet; thence North 88 degrees 41 minutes 25 seconds West 89.60 feet; thence North 0 degrees 09 minutes 34 seconds East 147.99 feet to the point of beginning.

ALSO, as to all the above parcels, together with and subject to the rights and obligations for driveways, parking areas, utilities and other common areas, as designated in and specified by a Declaration of Restrictions and Grant of Easements dated October 2, 1989, and recorded October 4, 1989, as Entry No. 871276 in Book 1316 at Page 618 of Official Records of Davis County, Utah.