

D69512

2150

4586959
17 FEBRUARY 88 04:31 PM
KATIE L. DIXON
RECORDER, SALT LAKE COUNTY, UTAH
ASSOCIATED TITLE
REC BY: JANET WONG , DEPUTY

WHEN RECORDED, PLEASE RETURN TO:

Victor A. Taylor, Esq.
Kimball, Parr, Crockett & Waddoups
185 South State Street, Suite 1300
Salt Lake City, Utah 84111

4586959

FIRST AMENDMENT TO DECLARATION
OF EASEMENTS, COVENANTS AND RESTRICTIONS

[Metro Business Park -- Phase II]

THIS FIRST AMENDMENT TO DECLARATION OF EASEMENTS, COVENANTS AND RESTRICTIONS (the "Amendment"), dated (for purposes of identification) as of the 17th day of February, 1988, is entered into among STANCOP ASSOCIATES JOINT VENTURE, a Utah joint venture ("Stancop"), whose address is 4455 South 700 East, Suite 300, Salt Lake City, Utah 84107, STANGL-ALLIANCE, a Utah joint venture (also known as a Utah general partnership) ("Stangl-Alliance"), whose address is 4455 South 700 East, Suite 300, Salt Lake City, Utah 84107, and THE TRAVELERS INSURANCE COMPANY, a Connecticut corporation ("Travelers"), whose principal place of business is One Tower Square, Hartford, Connecticut, but whose address for purposes of notice is P. O. Box 8161, 2121 North California Boulevard, Suite 1000, Walnut Creek, California 94596-8161.

RECITALS:

A. Stancop and Stangl-Alliance entered into a Declaration of Easements, Covenants and Restrictions (the "Declaration"), dated (for purposes of identification) as of November 10, 1986, and recorded in the official records (the "official records") of the Salt Lake County Recorder, State of Utah, on November 12, 1986 as Entry No. 4147536 in Book 5839 at Page 682.

B. Exhibit A attached to the Declaration, which sets forth the legal description of the "Common Roadways," as defined in the Declaration, inadvertently omitted a portion of the realty intended to be included in such legal description.

C. Exhibit B attached to the Declaration, which sets forth the legal description of the "Other Roadways," as defined in the Declaration, also inadvertently omitted a portion of the realty intended to be included in such legal description.

D. Stancop, Stangl-Alliance and Travelers desire to amend the Declaration in order to correct the inadvertent omissions referred to in the foregoing Recitals B and C.

E. Travelers is the sole holder of the beneficial interest under a certain Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing (the "Travelers Trust Deed"), dated as of September 30, 1985, executed by Stangl-Alliance, as trustor, and Joseph R. White and Vera White, husband and wife, collectively as fee owners, in favor of Western States Title Company, a Utah corporation, as trustee, and Travelers, as beneficiary, and recorded in the official records on October 1, 1985 as Entry No. 4144759 in Book 5695 at Page 2895. The Travelers Trust Deed covers, among other things, a portion of the Entire Tract.

F. Travelers was not originally a party to the Declaration. By execution of this Amendment, Travelers desires, with respect to that portion of the "Entire Tract," as defined in the Declaration, in which Travelers now has or may hereafter have an interest and with respect to the rights concerning the Entire Tract which are now or may hereafter be held by or vested in

BOOK 6004 PAGE 1759

RECORD AS NO. 3

Travelers, to grant such rights and easements, and to agree to such covenants and restrictions, as are set forth in the Declaration, as the Declaration has been amended by this Amendment. Travelers has executed this Amendment for the purposes, and in consideration of the reciprocal benefits to be derived from the easements, covenants and restrictions, set forth in the Declaration, as amended by this Amendment.

AGREEMENT:

NOW, THEREFORE, for the purposes set forth above, and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Stancop, Stangl-Alliance and Travelers hereby agree as follows:

1. Exhibits. Exhibit A attached to the Declaration is hereby deleted in its entirety and is replaced with the new Exhibit A attached to this Amendment. Exhibit B attached to the Declaration is hereby deleted in its entirety and is replaced with the new Exhibit B attached to this Amendment.

2. Ratification. Except as expressly set forth in this Amendment, the Declaration and each and every provision thereof are hereby ratified and affirmed in their entirety.

3. Joinder by Travelers. Travelers, with respect to that portion of the "Entire Tract," as defined in the Declaration, in which Travelers now has or may hereafter have an interest, and with respect to the rights concerning the Entire Tract which are now or hereafter may be held by or vested in Travelers, hereby grants such rights and easements, and agrees to such covenants and restrictions, as are set forth in the Declaration, as amended by this Amendment. Travelers hereby agrees that all interests now or hereafter held by Travelers with respect to any portion of the Entire Tract shall be subject and subordinate to the arrangement provided for in the Declaration, as amended by this Amendment, as may be necessary to effectuate all of the terms and provisions set forth therein and to make the arrangement provided for therein prior and superior to the interests in or rights concerning any portion of the Entire Tract which now are or hereafter may be held by or vested in Travelers, as if Travelers was an original "Signatory" (as defined in the Declaration) thereto.

4. Miscellaneous. This Amendment shall inure to the benefit of and be binding upon the parties hereto and their respective successors, assigns and legal representatives. This Amendment shall be governed by and construed and interpreted in accordance with the laws (excluding the choice of laws rules) of the State of Utah. This Amendment may be executed in any number of duplicate originals or counterparts, each of which when so executed shall constitute in the aggregate but one and the same document. Titles and headings of Paragraphs of this Amendment are for convenience of reference only and shall not affect the construction of any provisions of this Amendment. Each of the Exhibits referred to herein and attached to this Amendment is an integral part of this Amendment and is hereby incorporated herein by this reference. Each individual executing this Amendment does thereby represent and warrant to each other so signing (and to each other entity for which another individual may be signing) that he has been duly authorized to execute and deliver this Amendment in the capacity and for the entity set forth where he signs.

IN WITNESS WHEREOF, this Amendment, dated (for purposes of identification) as of the date first set forth above, has been executed by Stancop, Stangl-Alliance and Travelers on the respective dates set forth below.

Doc 6004 Rev 1760

IN WITNESS WHEREOF, STANCOP ASSOCIATES JOINT VENTURE, a Utah joint venture, has executed the foregoing instrument on this 17th day of February, 1988.

STANCOP ASSOCIATES JOINT VENTURE,
a Utah joint venture, by its two
joint venturers:

STANCOP, LTD.,
a Utah limited partnership, by its
sole general partner:

STANCOP, INC.,
a Utah corporation

By [Signature]
F. C. Stangl III
President

NEW ENGLAND MUTUAL LIFE INSURANCE
COMPANY, a Massachusetts
corporation, by its asset manager
and advisor, hereunto duly
authorized:

COPLEY REAL ESTATE ADVISORS,
INC., a Massachusetts
corporation

By [Signature]
Its [Signature]

STATE OF UTAH)
) : ss.
COUNTY OF SALT LAKE)

On the 17th day of February, 1988, personally appeared before me F. C. Stangl III, who being by me duly sworn, did say that he is the President of Stancop, Inc., a Utah corporation, the general partner of Stancop, Ltd., a Utah limited partnership, one of the joint venturers of Stancop Associates Joint Venture, a Utah joint venture, and that said instrument was signed in behalf of said corporation by authority of its bylaws or a resolution of its board of directors, in behalf of said partnership by proper authority, in behalf of said joint venture by proper authority, and said F. C. Stangl III acknowledged to me that said corporation executed the same as the general partner of said partnership, that said partnership executed the same as one of the joint venturers of said joint venture, and that said joint venture executed the same.

My Commission Expires:
[Signature]
NOTARY PUBLIC
LOU WEBSTER
SALT LAKE COUNTY, UTAH

[Signature]
NOTARY PUBLIC
Residing in Salt Lake County, UT

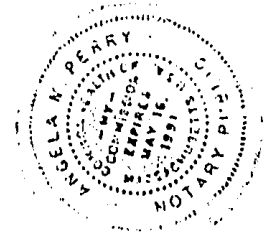
Commonwealth
STATE OF Massachusetts,
COUNTY OF Suffolk ; ss.

On the 12th day of February, 1988, personally appeared before me Michael H. Hamel, who being by me duly sworn, did say that he is the Principal of Copley Real Estate Advisors, Inc., a Massachusetts corporation, the asset manager and advisor, hereunto duly authorized, of New England Mutual Life Insurance Company, a Massachusetts corporation, one of the joint venturers of Stancop Associates Joint Venture, a Utah joint venture, and that said instrument was signed in behalf of said Copley Real Estate Advisors, Inc. by authority of its bylaws or a resolution of its board of directors, in behalf of said New England Mutual Life Insurance Company, by authority of its bylaws or a resolution of its board of directors, in behalf of said joint venture by proper authority, and said Principal acknowledged to me that said Copley Real Estate Advisors, Inc. executed the same as the asset manager and advisor, hereunto duly authorized, of said New England Mutual Life Insurance Company, that said New England Mutual Life Insurance Company executed the same as one of the joint venturers of said joint venture, and that said joint venture executed the same.

Angela M. Perry
NOTARY PUBLIC
Residing in Framingham MA

My Commission Expires:

May 16, 1991

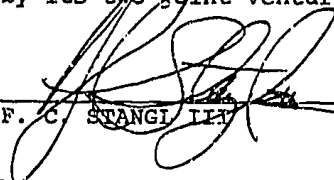


FORM 6004 REV. 1782

IN WITNESS WHEREOF, STANGL-ALLIANCE, a Utah joint venture (also known as a Utah general partnership), has executed the foregoing instrument on this 17th day of February, 1988.

STANGL-ALLIANCE:

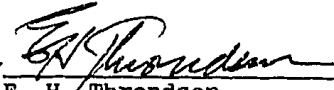
STANGL-ALLIANCE,
a Utah joint venture,
by its two joint venturers:



F. C. STANGL III

METRO ASSOCIATES,
a Utah limited partnership,
by its general partner:

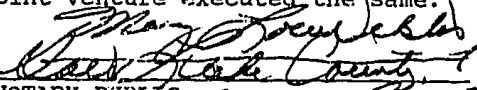
METRO ASSOCIATES, INC.,
a Utah corporation

By 

E. H. Throndsen
President

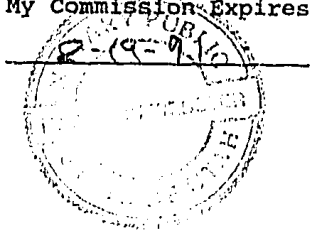
STATE OF UTAH)
) : ss.
COUNTY OF SALT LAKE)

On the 17th day of February, 1988, personally appeared before me F. C. Stangl III, who being by me duly sworn, did say that he is one of the joint venturers of Stangl-Alliance, a Utah joint venture, and that said instrument was signed in behalf of said joint venture by proper authority, and said F. C. Stangl III acknowledged to me that said joint venture executed the same.



NOTARY PUBLIC
Residing in Salt Lake County, Utah

My Commission Expires:



201 6004 PSE 1763

STATE OF UTAH

)

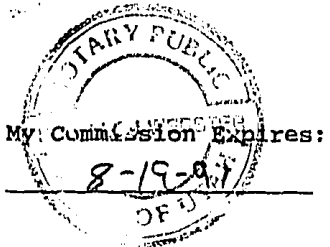
: ss.

COUNTY OF SALT LAKE

)

On the 17th day of September, 1988, personally appeared before me E. H. Thronksen, who being by me duly sworn, did say that he is the President of Metro Associates, Inc., a Utah corporation, the general partner of Metro Associates, a Utah limited partnership, one of the joint venturers of Stangl-Alliance, a Utah joint venture, and that said instrument was signed in behalf of said corporation by authority of its bylaws or a resolution of its board of directors, in behalf of said partnership by proper authority, in behalf of said joint venture by proper authority, and said E. H. Thronksen acknowledged to me that said corporation executed the same as the general partner of said partnership, that said partnership executed the same as one of the joint venturers of said joint venture, and that said joint venture executed the same.

Wm. Paul Ward
NOTARY PUBLIC
Residing in Salt Lake County, Utah



BOOK 6004 PAGE 1764

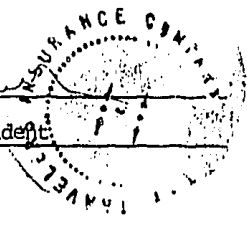
IN WITNESS WHEREOF, THE TRAVELERS INSURANCE COMPANY, a Connecticut corporation, has executed the foregoing instrument on this 15th day of February, 1988.

TRAVELERS:

THE TRAVELERS INSURANCE COMPANY,
a Connecticut corporation

WITNESSED BY: Marion Blackwood, Jr.
Title Assistant Secretary

By James Hancock
Its Regional Vice President



STATE OF California)
COUNTY OF Contra Costa) : ss.

On the 15th day of February, 1988, personally appeared before me James Hancock and Marion Blackwood, Jr., who being by me duly sworn, did say that they are the Regional Vice President and Assistant Secretary, respectively, of The Travelers Insurance Company, a Connecticut corporation, and that said instrument was signed in behalf of said corporation by authority of its bylaws or a resolution of its board of directors, and said James Hancock and Marion Blackwood, Jr. acknowledged to me that said corporation executed the same.



Sandra E. Keith
NOTARY PUBLIC
Residing in Contra Costa County,
California

My Commission Expires:
3/1/91

FORM 6004 REV. 1765

EXHIBIT A

to

FIRST AMENDMENT TO DECLARATION
OF EASEMENTS, COVENANTS AND RESTRICTIONS

[Metro Business Park -- Phase II]

LEGAL DESCRIPTION OF COMMON ROADWAYS

The Common Roadways referred to in the foregoing instrument are located in the County of Salt Lake, State of Utah, and are more particularly described as follows:

2200 SOUTH STREET -- 50' RIGHT-OF-WAY:

Beginning at a point on the South line of 2200 South Street, said point being South 0°02'35" West 769.94 feet along the quarter section line and East 2709.93 feet from the Northwest corner of the Northeast quarter of Section 22, Township 1 South, Range 1 West, Salt Lake Base and Meridian, running thence North 2° 08'08" West 50.00 feet; thence North 87°51'52" East 629.73 feet; thence South 2°08'08" East 50.00 feet; thence South 87°51'52" West 629.73 feet to the point of beginning.

2250 SOUTH STREET -- 40' RIGHT-OF-WAY (comprised of the following two parcels of realty):

Parcel 1:

Beginning at a point on the North line of 2250 South Street, said point being South 0°02'35" West 1263.80 feet along the quarter section line and East 2939.55 feet from the Northwest corner of the Northeast quarter of Section 22, Township 1 South, Range 1 West, Salt Lake Base and Meridian, running thence easterly 45.71 feet along the arc of a 167.08 foot radius curve to the left (center bears North 15°40'34" East and long chord bears South 82°09'43" East 45.57 feet); thence East 45.11 feet; thence easterly 128.72 feet along the arc of a 617.38 foot radius curve to the right (center bears South and long chord bears South 84°01'38" East 128.48 feet); thence easterly 120.38 feet along the arc of a 577.38 foot radius curve to the left (center bears North 11°56'44" East and long chord bears South 84°01'38" East 120.16 feet); thence East 62.50 feet; thence South 40.00 feet; thence West 62.50 feet; thence westerly 128.72 feet along the arc of a 617.38 foot radius curve to the right (center bears North and long chord bears North 84°01'38" West 128.48 feet); thence westerly 120.38 feet along the arc of a 577.38 foot radius curve to the left (center bears South 11°56'44" West and long chord bears North 84°01'38" West 120.16 feet); thence West 45.11 feet; thence westerly 45.71 feet along the arc of a 167.08 foot radius curve to the left (center bears South and long chord bears South 82°09'43" West 45.57 feet); thence North 52.43 feet to the point of beginning.

Parcel 2:

Beginning at a point on the East line of 1300 West street, said point being South 0°02'35" West 1216.90 feet along the quarter section line and East 2812.92 feet from the Northwest corner of the Northeast quarter

of Section 22, Township 1 South, Range 1 West, Salt Lake Base and Meridian, running thence southeasterly 19.46 feet along the arc of a 15.00 foot radius curve to the left (center bears East and long chord bears South 37°09'43" East 18.12 feet); thence South 74°19'26" East 120.11 feet; thence South 52.43 feet; thence South 74°19'26" West 120.11 feet; thence southwesterly 19.46 feet along the arc of a 15.00 foot radius curve to the left (center bears North 15°40'34" West and long chord bears South 37°09'43" West 18.12 feet) to the East line of 1300 West Street; thence North 146.22 feet along said East line to the point of beginning.

PARCELS N & O -- 30' RIGHT-OF-WAY:

Beginning at a point on the South line of 2250 South Street, said point being South 0°02'35" West 1335.88 feet along the quarter section line and East 3324.65 feet from the Northwest corner of the Northeast quarter of Section 22, Township 1 South, Range 1 West, Salt Lake Base and Meridian, running thence East 30.00 feet along said South line; thence South 476.98 feet to the North line of 2320 South Street; thence South 89°55'00" West 30.00 feet along said North line; thence North 477.02 feet to the point of beginning.

PARCELS S & T -- 30' RIGHT-OF-WAY:

Beginning at a point on the South line of 2200 South Street, said point being South 0°02'35" West 747.035 feet along the quarter section line and East 3324.21 feet from the Northwest corner of the Northeast quarter of Section 22, Township 1 South, Range 1 West, Salt Lake Base and Meridian, running thence North 87°51'52" East 30.02 feet along said South line; thence South 549.97 feet to the North line of 2250 South Street; thence West 30.00 feet along said North line; thence North 548.85 feet to the point of beginning.

BOOK 6004 PAGE 1767

EXHIBIT B

to

FIRST AMENDMENT TO DECLARATION
OF EASEMENTS, COVENANTS AND RESTRICTIONS

[Metro Business Park -- Phase II]

LEGAL DESCRIPTION OF OTHER ROADWAYS

The Other Roadways referred to in the foregoing instrument are located in Salt Lake County, State of Utah, and are more particularly described as follows:

PARCEL 1 (2200 SOUTH & 1300 WEST ROADWAY EASEMENT DESCRIPTION):

Beginning at a point on the existing East right-of-way line of Redwood Road (1700 West Street), said point being South 0°02'35" West 1157.74 feet along the quarter section line and East 56.34 feet from the Northwest corner of the Northeast quarter of Section 22, Township 1 South, Range 1 West, Salt Lake Base & Meridian, running thence North 0°04'25" East 42.96 feet along said East right-of-way line of Redwood Road; thence southeasterly 23.12 feet along the arc of a 28.0 foot radius curve to the left (long chord bears South 68°04'13" East 22.47 feet); thence North 88°16'40" East 505.77 feet; thence northeasterly 193.97 feet along the arc of a 236.31 foot radius curve to the left (long chord bears North 64°45'47" East 188.57 feet); thence northeasterly 292.19 feet along the arc of a 472.54 foot radius curve to the right (long chord bears North 58°57'44" East 287.56 feet); thence North 76°40'34" East 449.13 feet; thence easterly 187.68 feet along the arc of a 461.05 foot radius curve to the right (long chord bears North 88°20'17" East 186.39 feet); thence southeasterly 106.50 feet along the arc of a 369.93 foot radius curve to the right (long chord bears South 71°45'13" East 106.14 feet); thence easterly 181.41 feet along the arc of a 392.32 foot radius curve to the left (long chord bears South 76°45'13" East 179.79 feet); thence northeasterly 186.32 feet along the arc of a 402.94 foot radius curve to the left (long chord bears North 76°45'13" East 184.66 feet); thence North 63°30'25" East 66.58 feet; thence easterly 150.29 feet along the arc of a 353.52 foot radius curve to the right (long chord bears North 75°41'09" East 149.16 feet); thence North 87°51'52" East 425.89 feet; thence South 2°08'08" East 50.00 feet; thence westerly and southerly 43.98 feet along the arc of a 28.0 foot radius curve to the left (long chord bears South 42°51'52" West 39.60 feet); thence South 2°08'08" East 135.00 feet; thence southeasterly 79.33 feet along the arc of a 101.88 foot radius curve to the left (long chord bears South 24°26'29" East 77.34 feet); thence South 46°44'49" East 68.45 feet; thence southerly 110.71 feet along the arc of a 135.69 foot radius curve to the right (long chord bears South 23°22'25" East 107.66 feet); thence South 280.00 feet; thence southwesterly 107.78 feet along the arc of a 220.49 foot curve to the right (long chord bears South 14°00'11" West 106.71 feet); thence South 28°00'22" West 51.52 feet; thence southerly 88.18 feet along the arc of a 179.87 foot radius curve to the left (long chord bears South 13°57'41" West 87.30 feet); thence

SEE 6004 PAGE 1768

South 0°05'00" East 150.00 feet to the northerly right-of-way line of 2320 South Street; thence South 89°55'00" West 40.00 feet along said North line of 2320 South Street; thence North 0°05'00" West 150.00 feet; thence northeasterly 107.79 feet along the arc of a 219.87 foot radius curve to the right (long chord bears North 13°57'41" East 106.72 feet); thence North 28°00'22" East 51.52 feet; thence northerly 88.22 feet along the arc of a 180.49 foot radius curve to the left (long chord bears North 14°00'11" East 87.35 feet); thence North 280.00 feet; thence northwesterly 78.07 feet along the arc of a 95.69 foot radius curve to the left (long chord bears North 23°22'25" West 75.92 feet); thence North 46°44'49" West 68.45 feet; thence northerly 110.47 feet along the arc of a 141.88 foot radius curve to the right (long chord bears North 24°26'29" West 107.70 feet); thence North 2°08'08" West 135.00 feet; thence northwesterly 43.98 feet along the arc of a 28.0 foot curve to the left (long chord bears North 47°08'08" West 39.60 feet); thence South 87°51'52" West 329.89 feet; thence southwesterly 129.03 feet along the arc of a 303.52 foot radius curve to the left (long chord bears South 75°41'09" West 128.06 feet); thence South 63°30'25" West 66.58 feet; thence westerly 209.44 feet along the arc of a 452.94 foot radius curve to the right (long chord bears South 76°45'13" West 207.57 feet); thence northwesterly 204.52 feet along the arc of a 442.32 foot radius curve to the right (long chord bears North 76°45'13" West 202.71 feet); thence northwesterly 92.11 feet along the arc of a 319.99 foot radius curve to the left (long chord bears North 71°45'13" West 91.79 feet); thence southwesterly 167.33 feet along the arc of a 411.05 foot radius curve to the left (long chord bears South 88°20'17" West 166.18 feet); thence South 76°40'34" West 449.13 feet; thence southwesterly 261.27 feet along the arc of a 422.54 foot radius curve to the left (long chord bears South 58°57'44" West 257.13 feet); thence southwesterly 235.01 feet along the arc of a 286.31 foot radius curve to the right (long chord bears South 64°45'47" West 228.47 feet); thence South 88°16'40" West 505.77 feet; thence southwesterly 33.29 feet along the arc of a 28.0 foot radius curve to the left (long chord bears South 54°13'18" West 31.36 feet) to the East right-of-way line of Redwood Road; thence North 0°04'26" East 33.74 feet along said East line of Redwood Road; thence North 89°55'34" East 3.00 feet along said East line of Redwood Road to the point of beginning.

PARCEL 2 (A PORTION OF 1300 WEST ADJACENT TO PARCEL J):

Beginning at a point on the North line of 2320 South Street, said point being South 0°03'35" West 1813.81 feet along the quarter section line and East 2702.51 feet from the Northwest corner of the Northeast quarter of Section 22, Township 1 South, Range 1 West, Salt Lake Base and Meridian, running thence South 89°55'00" West 8.39 feet along said North line; thence northeasterly 22.27 feet along the arc of a 28.00 foot radius curve to the left (center bears North 0°05'00" West and long chord bears North 22°42'11" East 21.69 feet) along said North line; thence South 0°05'00" East 20.00 feet to the point of beginning.

PARCEL 3 (A PORTION OF 1300 WEST ADJACENT TO PARCEL K):

Beginning at a point on the North line of 2320 South

Street, said point being South 0°02'35" West 1813.76 feet along the quarter section line and East 2742.51 feet from the Northwest corner of the Northeast quarter of Section 22, Township 1 South, Range 1 West, Salt Lake Base and Meridian, running thence North 0°05'00" West 20.00 feet; thence southeasterly 22.28 feet along the arc of a 28.00 foot radius curve to the left (center bears North 89°55'00" East and long chord bears South 22°52'39" East 21.70 feet) to the North line of 2320 South Street; thence South 89°55'00" West 8.41 feet along said North line to the point of beginning.