

WHEN RECORDED, MAIL TO:  
C. Craig Liljenquist, Esq.  
Prince, Yeates & Geldzahler  
175 East 400 South, Suite 900  
Salt Lake City, Utah 84111

ENT 47431 EK 2998 PG 776  
NINA B REID UTAH CO RECORDER BY MB  
1992 SEP 10 1:28 PM FEE 17.00  
RECORDED FOR RIVERFRONT PROPERTIES

Space Above for Recorder's Use Only

SECOND AMENDMENT TO  
MASTER DECLARATION OF PROTECTIVE  
COVENANTS, CONDITIONS AND RESTRICTIONS  
FOR  
RIVERWOODS RESEARCH AND BUSINESS PARK  
PROVO CITY, UTAH COUNTY, UTAH

THIS SECOND AMENDMENT TO MASTER DECLARATION OF PROTECTIVE COVENANTS, CONDITIONS AND RESTRICTIONS is made and executed this 31<sup>st</sup> day of August, 1992, by RIVERWOODS RESEARCH AND BUSINESS PARK OWNERS ASSOCIATION, a Utah nonprofit corporation (herein called the "Association").

R E C I T A L S

A. By the certain Master Declaration of Covenants, Conditions and Restrictions for RiverWoods Research and Business Park, Provo City, Utah County, Utah (herein called the "Declaration"), recorded October 24, 1991, as Entry No. 42273, in Book 2847, at Page 618 of the Official Records of Utah County, Utah, that certain real property more particularly described on Exhibit A attached hereto and by this reference made a part hereof was subjected to the protective covenants, conditions and restrictions of the Declaration.

B. By that certain First Amendment to Master Declaration of Protective Covenants, Conditions and Restrictions for Riverwoods Research and Business Park, Provo City, Utah County, Utah (herein called the "First Amendment"), recorded December 23, 1991, as Entry No. 50674, in Book 2869, at Page 154 of the Official Records of Utah County, Utah, the Association amended the Declaration as more particularly set forth in the First Amendment.

C. Section 6 of Article XVII of the Declaration provides in relevant part that the Declaration may be amended by the affirmative vote of not less than sixty-six and two-thirds percent (66-2/3%) of the voting power of the Members of the Association; provided, however, that any amendment or modification of the Article of the Declaration entitled "Covenant for Maintenance Assessments" shall additionally require the prior written approval of not less than seventy-five percent (75%) of the Class A Members of the Association, and that an amendment or modification of the Declaration shall be effective when executed by the president

and secretary of the Association, who shall certify that the amendment or modification has been so approved, and when recorded in the Official Records of Utah County, Utah.

D. Section 8 of that certain Maintenance and Open Space Preservation Agreement recorded October 24, 1991, as Entry No. 42272, in Book 2847, at Page 610 of the Official Records of said County, provides that the Declaration shall not be modified or changed without the approval of Provo City.

E. This Second Amendment was approved by at least sixty-six and two-third percent (66-2/3%) of the voting power of the Members of the Association at a meeting of the Members of the Association duly called and held July 30, 1992, and also at least seventy-five percent (75%) of the Class A Members of the Association have given their prior written approval of this Second Amendment, and Provo City has also approved this Second Amendment.

**W I T N E S S E T H**

NOW, THEREFORE, the Declaration, as previously amended by the First Amendment, is hereby further amended as follows, with such amendments to become effective upon the recording of this Second Amendment in the Official Records of Utah County, Utah:

1. Article III, Section 9 (Date of Commencement of Regular Assessments). The first sentence of Section 9 of Article III of the Declaration is hereby deleted in its entirety and the following is substituted in its stead:

The Regular Assessments shall commence as to all Lots within the initial Covered Property on May 1, 1992.

2. Article III, Section 10(a) (Maximum Assessments). The first sentence of Subsection (a) of Section 10 of Article III of the Declaration is hereby deleted in its entirety and the following is substituted in its stead:

The Regular Assessment for the calendar year 1992 shall be Forty Eight Dollars (\$48.00) per each full one-tenth (1/10) of an acre. Said amount shall, however, be prorated on the basis of the number of months remaining in 1992 following the commencement of Regular Assessments.

3. Construction. From and after the day and time this Second Amendment becomes effective, all references in the Declaration as previously amended shall be deemed to and shall

refer to the Declaration as previously amended and as amended hereby and not to the form of the same as it existed prior to the time this Second Amendment becomes effective. Except as herein otherwise expressly provided, all provisions of the Declaration as previously amended shall remain unchanged and in full force and effect.

4. Certification. The undersigned president and secretary of the Association hereby certify, pursuant to the requirement of Section 6 of Article XVII of the Declaration, that this Second Amendment has been approved at least sixty-six and two-thirds percent (66-2/3%) of the voting power of the Members of the Association at a meeting of the Members of the Association held July 30, 1992 and also that at least seventy-five percent (75%) of the Class A Members of the Association have given their written approval of this Second Amendment.

IN WITNESS WHEREOF, RiverWoods Research and Business Park Owners Association has caused this Second Amendment to be executed on its behalf as of the day and year first above written.

RIVERWOODS RESEARCH AND BUSINESS  
PARK OWNERS ASSOCIATION, a Utah  
nonprofit corporation

By: *Michael R. Hill*  
Michael R. Hill, President

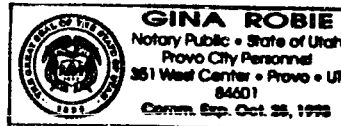
By: *Terry C. Harward*  
Terry C. Harward, Secretary

STATE OF UTAH )  
                  : ss.  
COUNTY OF UTAH )

On the 31 day of August, 1992, personally appeared before me Michael R. Hill, who being by me duly sworn, did say that he is the President of RIVERWOODS RESEARCH AND BUSINESS PARK OWNERS ASSOCIATION, a Utah nonprofit corporation, and that the foregoing instrument was signed on behalf of said corporation by authority of its Bylaws or a resolution of its Board of Trustees and acknowledged to me that said corporation executed the same.

*Gina Robie*  
NOTARY PUBLIC  
Residing at: Provo, Utah

My Commission Expires:  
10-25-93



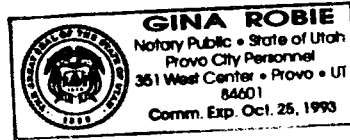
STATE OF UTAH )  
 : ss.  
COUNTY OF UTAH )

On the 31 day of August, 1992, personally appeared before me Terry C. Harward, who being by me duly sworn, did say that he is the Secretary of RIVERWOODS RESEARCH AND BUSINESS PARK OWNERS ASSOCIATION, a Utah nonprofit corporation, and that the foregoing instrument was signed on behalf of said corporation by authority of its Bylaws or a resolution of its Board of Trustees and acknowledged to me that said corporation executed the same.

Gina Robie  
NOTARY PUBLIC  
Residing at: Provo, Utah

My Commission Expires:

10-25-93



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APPROVAL OF PROVO CITY

Provo City, by and through its duly elected Mayor, hereby approves the foregoing Second Amendment as required by Paragraph 8 of that certain Maintenance and Open Space Preservation Agreement referred to in the foregoing First Amendment.

DATED this 31 day of August, 1992.

PROVO CITY CORPORATION

By: Joseph A. Jenkins  
Joseph A. Jenkins, Mayor

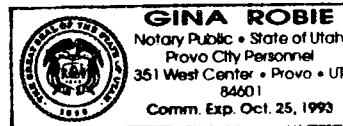
STATE OF UTAH )  
: ss.  
COUNTY OF UTAH )

On the 31 day of August, 1992, personally appeared before me Joseph A. Jenkins, who being by me duly sworn, did say that he is the Mayor of Provo City Corporation, a municipal corporation of the State of Utah, and that he is authorized to sign the same on behalf of Provo City Corporation, and acknowledged to me that said corporation executed the same.

Gina Robie  
NOTARY PUBLIC  
Residing at: Provo, Utah

My Commission Expires:  
10-25-93

6674L  
080592



Commencing at the Northeast corner of Section 13, Township 6 South, Range 2 East, Salt Lake Base and Meridian (Basis of Bearing is the Utah State Plane Coordinate System, Central Zone); thence North 89°49'06" East 114.73 feet; thence South 5°55'48" West 624.23 feet; thence South 12°16'13" West 54.92 feet; thence South 89°50'30" East 345.16 feet; thence South 9°34'29" West 403.90 feet; thence North 84°49'06" West 334.26 feet; thence South 19°34'42" West 125.66 feet; thence South 84°35'13" West 336.80 feet; thence South 86°53'23" West 93.02 feet; thence South 23°00'00" West 133.13 feet; thence South 84°53'59" West 64.20 feet; thence South 38°57'49" West 224.48 feet; thence South 53°00'55" West 132.54 feet; thence South 59°29'17" West 332.50 feet; thence North 3°18'03" East 186.14 feet; thence North 27°36'55" East 122.97 feet; thence North 24°19'07" East 58.20 feet; thence along the arc of a 283.00 foot radius curve to the right 202.27 feet (chord bears South 69°05'00" West 197.99 feet); thence South 89°33'31" West 192.44 feet; thence North 0°26'32" West 15.25 feet; thence South 89°16'00" West 205.80 feet; thence South 63°16'00" West 108.27 feet; thence South 16°15'00" West 290.80 feet; thence South 60°28'00" West 158.20 feet; thence South 37°42'00" West 175.00 feet; thence South 62°45'00" West 281.00 feet; thence South 28°08'00" West 82.40 feet; thence South 30°02'00" West 109.00 feet; thence South 5°45'00" West 103.20 feet; thence South 5°52'00" East 50.10 feet; thence South 22°59'00" East 67.00 feet; thence South 12°57'00" West 54.00 feet; thence South 20°39'00" West 155.93 feet; thence West 41.14 feet; thence North 26°54'17" West 161.87 feet; thence North 28°32'50" East 10.24 feet; thence North 8°35'53" East 34.48 feet; thence North 2°16'42" West 16.89 feet; thence North 2°28'54" East 201.71 feet; thence North 10°16'43" East 49.87 feet; thence North 15°27'23" East 58.57 feet; thence North 22°57'09" East 50.77 feet; thence North 2°49'57" East 53.79 feet; thence North 10°53'11" East 33.68 feet; thence North 19°41'46" East 42.76 feet; thence North 23°13'23" East 42.33 feet; thence North 14°38'41" East 44.08 feet; thence North 8°08'45" West 66.59 feet; thence North 15°10'16" West 46.64 feet; thence North 21°12'39" West 85.31 feet; thence North 21°05'51" West 53.46 feet; thence North 19°3'12" West 49.35 feet; thence North 15°55'20" West 73.37 feet; thence North 10°00'12" West 53.07 feet; thence North 0°07'17" East 51.11 feet; thence North 4°31'44" East 49.18 feet; thence North 87°16'21" East 1.57 feet; thence North 7°12'20" East 93.83 feet; thence North 3°26'34" East 60.93 feet; thence along the arc of a 137.98 foot radius curve to the right 82.68 feet (chord bears North 20°36'36" East 81.45 feet); thence North 37°46'38" East 167.98 feet; thence North 87°23'05" West 17.54 feet; thence North 35°57'25" East 131.24 feet; thence North 29°09'25" East 232.88 feet; thence North 31°55'55" East 117.56 feet; thence North 4°02'35" West 178.20 feet; thence North 14°28'25" East 435.61 feet; thence North 88°17'08" East 128.54 feet; thence North 21°25'33" East 455.98 feet; thence North 88°12'22" East 1289.18 feet; thence along the arc of a 833.00 foot radius curve to the right 71.63 feet (chord bears North 24°53'41" East 71.61 feet); thence North 27°21'29" East 170.11 feet; thence along the arc of a 20.00 foot radius curve to the left 96.52 feet (chord bears North 14°23'14" West 26.63 feet); thence along the arc of a 156.00 foot radius

curve to the right 90.11 feet (chord bears North 39°35'08" West 86.86 feet); thence North 23°02'18" West 342.70 feet; thence North 14°29'11" East 91.94 feet; thence North 435.12 feet; thence North 13°24'09" East 402.01 feet; thence South 89°58'59" East 333.39 feet; thence South 32°40'33" East 164.17 feet; thence South 1°17'24" East 970.25 feet; thence South 20°04'08" West 555.68 feet; thence South 14°34'35" West 335.18 feet; thence North 88°12'24" East 294.03 feet to the point of beginning.

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LESS AND ACCEPTING THE FOLLOWING DESCRIBED PARCEL:

Commencing at a point located North 354.16 feet and West 255.37 feet from the Northeast corner of Section 13, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence North 68°53'05" West 168.86 feet; thence along the arc of a 767.00 foot radius curve to the right 26.11 feet (chord bears North 26°22'58" East 26.11 feet); thence North 27°21'29" East 154.58 feet; thence along the arc of a 50.00 foot radius curve to the right 20.05 feet (chord bears North 38°50'53" East 19.92 feet); thence along the arc of a 60.00 foot radius curve to the left 139.51 feet (chord bears North 16°16'24" West 110.14 feet); thence along the arc of a 50.00 foot radius curve to the right 3.89 feet (chord bears North 80°39'29" West 3.88 feet); thence North 34°02'58" East 5.08 feet; thence North 38°26'32" East 163.44 feet; thence North 34°48'44" East 119.44 feet; thence North 21°57'56" East 55.75 feet; thence North 24°56'35" East 150.40 feet; thence North 51°19'30" East 20.65 feet; thence North 39°33'08" East 82.14 feet; thence South 1°12'57" East 136.80 feet; thence South 17°27'13" West 187.99 feet; thence South 13°35'43" West 264.65 feet; thence South 21°53'12" West 155.38 feet; thence South 24°26'55" West 132.66 feet to the point of beginning.