

WHEN RECORDED, MAIL TO

STEVEN E. TYLER
CALLISTER, NEBEKER & McCULLOUGH
Gateway Tower East, Suite 900
Salt Lake City, Utah 84133

ENT 89334:2000 PG 1 of 12
RANDALL A. COVINGTON
UTAH COUNTY RECORDER
2000 Nov 09 4:17 pm FEE 37.00 BY SB
RECORDED FOR FIRST AMERICAN TITLE CO

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

THIS FOURTH AMENDMENT TO MASTER DECLARATION OF PROTECTIVE COVENANTS, CONDITIONS AND RESTRICTIONS FOR RIVERWOODS RESEARCH AND BUSINESS PARK (hereinafter the "Fourth Amendment") is made this 7th day of November, 2000, by the **RIVERWOODS RESEARCH AND BUSINESS PARK OWNERS ASSOCIATION**, a Utah nonprofit corporation (hereinafter the "Association") and **EsNET PROPERTIES, L.C.**, a Utah limited liability company (hereinafter "EsNet").

RECITALS:

A. By that certain Master Declaration of Covenants, Conditions and Restrictions for RiverWoods Research and Business Park, Provo City, Utah County, State of Utah, recorded in the office of the County Recorder of Utah County, State of Utah on October 24, 1991, as Entry No. 42273, in Book 2847, at Page 618 (hereinafter the "Declaration") 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. The Declaration has been amended 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 dated December 23, 1991, and recorded in the office of the County Recorder of Utah County, State of Utah on December 23, 1991, as Entry No. 50674, in Book 2869, at Page 154, and by that certain Second Amendment to Master Declaration of Protective Covenants, Conditions, and Restrictions for RiverWoods Research and Business Park, Provo City, Utah County, Utah dated August 31, 1992, and recorded in the office of the County Recorder of Utah County, State of Utah on September 10, 1992, as Entry No. 47431, in Book 2998, at Page 776.

C. Under the provisions of the Section of the Declaration entitled "Annexation Without Approval and Pursuant to General Plan" of the Article of the Declaration entitled "Integrated Nature of the Covered Property," the RiverWoods Research and Business Park has been expanded pursuant to various Supplementary Declarations of Protective Covenants, Conditions and Restrictions for RiverWoods Research and Business Park, all of which were recorded in the office of the County Recorder of Utah County, State of Utah.

D. EsNet is the owner of that certain real property located in Utah County, State of Utah and more particularly described on Exhibit "B" attached hereto and by this reference made a part hereof (hereinafter the "East Riverbank Property"). EsNet desires to withdraw the East Riverbank Property from the Declaration and the covenants, conditions and restrictions imposed by the Declaration.

E. At a meeting of the Members of the Association held on January 15, 1999, the Members determined that it is in the best interests of the Association and the RiverWoods Research and Business Park to amend the Declaration to withdraw the East Riverbank Property from the Declaration and the covenants, conditions and restrictions imposed by the Declaration.

F. 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 and 2/3%) of the voting power of the 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, State of Utah.

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

H. This Fourth Amendment was approved by 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 duly called and held on January 15, 1999, and Provo City has approved this Fourth Amendment.

NOW, THEREFORE, the Declaration is hereby amended as follows, with such amendments to become effective upon the recording of this Fourth Amendment in the Official Records of Utah County, State of Utah:

2. **Amendment of Exhibit "A" to Declaration.** Exhibit "A" of the Declaration is hereby amended by deleting said Exhibit "A" in its entirety and replacing it with the Exhibit "A" attached hereto and by this reference made a part hereof.


3. **Release of East Riverbank Property.** From and after the day and time that this Fourth Amendment becomes effective, the East Riverbank Property is hereby released from the Declaration and all easements, covenants, conditions, restrictions and other encumbrances created or imposed by the Declaration; provided, however, that the East Riverbank shall continue to be "Covered Property" as that term is defined in the Declaration.

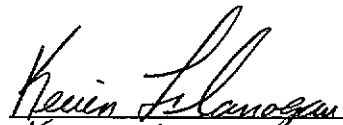
4. **References to Declaration.** From and after the day and time that this Fourth Amendment becomes effective, all references in the Declaration shall be deemed to and shall refer to the Declaration as amended hereby and not to the form of the Declaration as it existed prior to the time this Fourth Amendment becomes effective. Except as herein otherwise expressly provided, all provisions of the Declaration shall remain unchanged and in full force and effect.

5. **Certification of Officers of Association.** 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 Fourth Amendment has been approved by at least sixty-six and two-thirds percent (66 and 2/3 %) of the voting power of the Members of the Association at a meeting of the Members of the Association held on January 15, 1999.

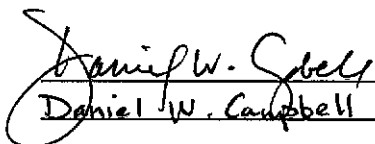
IN WITNESS WHEREOF, the RiverWoods Research and Business Park Owners Association has caused this Fourth Amendment to be executed on its behalf as of the day and year first above written.

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

By: 
RONALD ELIASON, President

By: 
Kevin Flanagan, Secretary

EsNET PROPERTIES, L.C., a Utah limited liability company, as Declarant and as the owner of the East Riverbank Property

By: 
Daniel W. Campbell, Manager

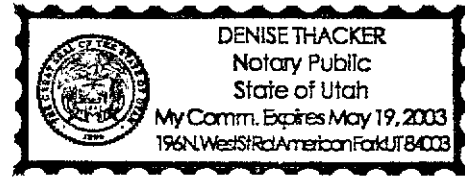
STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

The foregoing instrument was acknowledged before me this 7 day of November, 2000, by Ron Eliason, President of RIVERWOODS RESEARCH AND BUSINESS PARK OWNERS ASSOCIATION, a Utah nonprofit corporation.

Denise Thacker
NOTARY PUBLIC

My Commission Expires:
May 19, 2003

Residing At:
UCCU



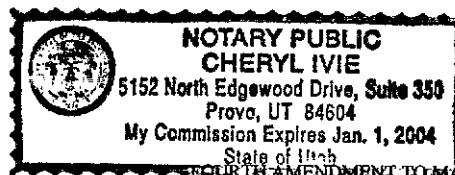
STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

The foregoing instrument was acknowledged before me this 11 day of November, 2000, by Kevin Flanagan, Secretary of RIVERWOODS RESEARCH AND BUSINESS PARK OWNERS ASSOCIATION, a Utah nonprofit corporation.

Cheryl Ivie
NOTARY PUBLIC

My Commission Expires:
January 1, 2004

Residing At:
Provo, Utah



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

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The foregoing instrument was acknowledged before me this 7th day of November, 2000, by Daniel W. Campbell, Manager of EsNet Properties, L.C., a Utah limited liability company.

Cheryl Ivie
NOTARY PUBLIC

My Commission Expires:

January 1, 2004

Residing At:

Provo, Utah

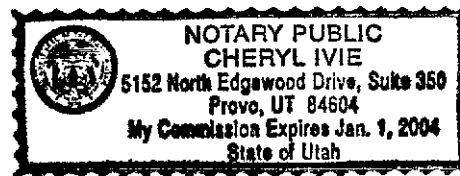


EXHIBIT "A"DESCRIPTION OF PROPERTY

That certain real property located in Utah County, State of Utah and more particularly described as follows:

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 88.86 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 402.81 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.

LESS AND ACCEPTING THE FOLLOWING DESCRIBED PARCELS:

PARCEL NO. 1:

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.

PARCEL NO. 2:

A Part of the Northeast Quarter of Section 13, Township 6 South, Range 2 East, and the Northwest Quarter of Section 18, Township 6 South, Range 3 East Salt Lake Base and Meridian, U.S. Survey in Provo City, Utah County, Utah:

Beginning at a point on the Westerly Line of Edgewood Drive described of record as being North 973.39 feet, West 516.33 and North 48°00'27" West 22.46 feet from the East Quarter Corner of said Section 13; said point of beginning is 1674.98 feet South 0°45'09" East along the Section Line, and 520.04 feet West from the Northeast Corner of Said Section 13; and running thence North 48°00'27" West 240.86 feet; thence North 43°15'44" East 53.64 feet; thence North 41°50'04" East 48.29 feet; thence North 45°22'15" East 25.24 feet; thence North 31°47'30" East 76.68 feet; thence North 23°59'59" East 115.45 feet; thence North 7°52'17" East 164.03 feet; thence North 8°14'23" East 26.98 feet; thence North 20°05'29" East 9.90 feet; thence North 13°07'10" East 119.48 feet; thence North 29°35'15" East 35.96 feet; thence North 13°08'46" East 45.27 feet; thence North 2°08'15" East 24.67 feet; thence North 18°16'05" East 42.83 feet; thence South 67°01'14" East 217.84 feet; thence Northeasterly along the arc of an 82.00 foot radius curve to the right of a distance of 58.49 feet (Long Chord bears North 66°58'23" East 57.26 feet) to a point of a tangency; thence North 87°24'26" East 37.60 feet to a point on the Westerly Line of Edgewood Drive; thence along said Westerly Line the following nine courses: Southeasterly along the arc of a 244.00 foot radius curve to the left a distance of 128.74 feet (Long Chord bears South 18°58'09" East 127.25 feet); South 34°05'04" East 216.59 feet; Southerly along the arc of a 156.00 foot radius curve to the right of a distance of 128.26 feet (Long Chord bears South 10°31'50" East 124.68 feet); South 13°01'24" West 114.91 feet; Southwesterly along the arc of a 106.00 foot radius curve to the right a distance of 132.39 feet (Long Chord bears South 48°48'11" West 123.95 feet); South 84°34'58" West 110.78 feet; Southwesterly along the arc of a 294.00 foot radius curve to the left a distance of 152.14 feet (Long Chord bears South 69°45'27" West 150.45 feet); South 54°55'56" West 237.78 feet; and Southwesterly along the arc of a 194.00 foot radius curve to the left a distance of 6.99 feet (Long Chord bears South 53°54'05" West 6.99 feet) to the Point of Beginning.

PARCEL NO. 3

A Part of the Northeast Quarter of Section 13, Township 6 South, Range 2 East, Salt Lake Base and Meridian, U.S. Survey in Provo City, Utah County, Utah:

Beginning at a point on the Westerly Line of Edgewood Drive being 855.77 feet South 0°45'09" East along the Section Line, and 123.94 feet West from the Northeast corner of said Section 13; and running thence South 87°24'26" West 37.60 feet to a point of curvature; thence Southwesterly along the arc of an 82.00 foot radius curve to the left a distance of 58.49 feet (Central Angle equals 40°52'06" and Long Chord bears South 66°58'23" West 57.26 feet); thence North 67°01'14" West 217.84 feet; thence North 18°16'05" East 116.49 feet; thence North 13°52'21" East 35.38 feet to a point on the West Line of Lot 2 of Riverwoods Research and Business Park Planned Unit Development, Phase 1, as amended; thence North 9°08'09" East 0.33 feet along said West Line to the Northwest corner thereof; thence along the

Southerly Line of River Park Drive the following three courses; South $85^{\circ}05'05''$ East 23.61 feet; Southeasterly along the arc of a 396.00 foot radius curve to the right a distance of 173.27 feet (Central Angle equals $25^{\circ}04'09''$ and Long Chord bears South $72^{\circ}33'01''$ East 171.89 feet) to a point of reverse curvature; and Southeasterly along the arc of a 397.00 foot radius curve to the left a distance of 63.00 feet (Central Angle equals $9^{\circ}05'34''$ and Long Chord bears South $64^{\circ}33'43''$ East 62.94 feet); thence Southeasterly along the arc of a 21.00 foot radius curve to the right a distance of 29.45 feet (Central Angle equals $80^{\circ}21'35''$ and Long Chord bears South $28^{\circ}55'42''$ East 27.10 feet) to a point on the Westerly Line of said Edgewood Drive; thence along said Westerly Line the following two courses: South $11^{\circ}15'05''$ West 38.64 feet; and Southeasterly along the arc of a 244.00 foot radius curve to the left a distance of 64.33 feet (Central Angle equals $15^{\circ}06'19''$ and Long Chord bears South $3^{\circ}41'56''$ West 64.14 feet) to the Point of the Beginning

EXHIBIT "B"
DESCRIPTION OF EAST RIVERBANK PROPERTY

That certain real property located in Utah County, State of Utah and more particularly described as follows:

PARCEL NO. 2:

A Part of the Northeast Quarter of Section 13, Township 6 South, Range 2 East, and the Northwest Quarter of Section 18, Township 6 South, Range 3 East Salt Lake Base and Meridian, U.S. Survey in Provo City, Utah County, Utah:

Beginning at a point on the Westerly Line of Edgewood Drive described of record as being North 973.39 feet, West 516.33 and North 48°00'27" West 22.46 feet from the East Quarter Corner of said Section 13; said point of beginning is 1674.98 feet South 0°45'09" East along the Section Line, and 520.04 feet West from the Northeast Corner of Said Section 13; and running thence North 48°00'27" West 240.86 feet; thence North 43°15'44" East 53.64 feet; thence North 41°50'04" East 48.29 feet; thence North 45°22'15" East 25.24 feet; thence North 31°47'30" East 76.68 feet; thence North 23°59'59" East 115.45 feet; thence North 7°52'17" East 164.03 feet; thence North 8°14'23" East 26.98 feet; thence North 20°05'29" East 9.90 feet; thence North 13°07'10" East 119.48 feet; thence North 29°35'15" East 35.96 feet; thence North 13°08'46" East 45.27 feet; thence North 2°08'15" East 24.67 feet; thence North 18°16'05" East 42.83 feet; thence South 67°01'14" East 217.84 feet; thence Northeasterly along the arc of an 82.00 foot radius curve to the right of a distance of 58.49 feet (Long Chord bears North 66°58'23" East 57.26 feet) to a point of a tangency; thence North 87°24'26" East 37.60 feet to a point on the Westerly Line of Edgewood Drive; thence along said Westerly Line the following nine courses: Southeasterly along the arc of a 244.00 foot radius curve to the left a distance of 128.74 feet (Long Chord bears South 18°58'09" East 127.25 feet); South 34°05'04" East 216.59 feet; Southerly along the arc of a 156.00 foot radius curve to the right of a distance of 128.26 feet (Long Chord bears South 10°31'50" East 124.68 feet); South 13°01'24" West 114.91 feet; Southwesterly along the arc of a 106.00 foot radius curve to the right a distance of 132.39 feet (Long Chord bears South 48°48'11" West 123.95 feet); South 84°34'58" West 110.78 feet; Southwesterly along the arc of a 294.00 foot radius curve to the left a distance of 152.14 feet (Long Chord bears South 69°45'27" West 150.45 feet); South 54°55'56" West 237.78 feet; and Southwesterly along the arc of a 194.00 foot radius curve to the left a distance of 6.99 feet (Long Chord bears South 53°54'05" West 6.99 feet) to the Point of Beginning.

A Part of the Northeast Quarter of Section 13, Township 6 South, Range 2 East, Salt Lake Base and Meridian, U.S. Survey in Provo City, Utah County, Utah:

Beginning at a point on the Westerly Line of Edgewood Drive being 855.77 feet South $0^{\circ}45'09''$ East along the Section Line, and 123.94 feet West from the Northeast corner of said Section 13; and running thence South $87^{\circ}24'26''$ West 37.60 feet to a point of curvature; thence Southwesterly along the arc of an 82.00 foot radius curve to the left a distance of 58.49 feet (Central Angle equals $40^{\circ}52'06''$ and Long Chord bears South $66^{\circ}58'23''$ West 57.26 feet); thence North $67^{\circ}01'14''$ West 217.84 feet; thence North $18^{\circ}16'05''$ East 116.49 feet; thence North $13^{\circ}52'21''$ East 35.38 feet to a point on the West Line of Lot 2 of Riverwoods Research and Business Park Planned Unit Development, Phase 1, as amended; thence North $9^{\circ}08'09''$ East 0.33 feet along said West Line to the Northwest corner thereof; thence along the Southerly Line of River Park Drive the following three courses; South $85^{\circ}05'05''$ East 23.61 feet; Southeasterly along the arc of a 396.00 foot radius curve to the right a distance of 173.27 feet (Central Angle equals $25^{\circ}04'09''$ and Long Chord bears South $72^{\circ}33'01''$ East 171.89 feet) to a point of reverse curvature; and Southeasterly along the arc of a 397.00 foot radius curve to the left a distance of 63.00 feet (Central Angle equals $9^{\circ}05'34''$ and Long Chord bears South $64^{\circ}33'43''$ East 62.94 feet); thence Southeasterly along the arc of a 21.00 foot radius curve to the right a distance of 29.45 feet (Central Angle equals $80^{\circ}21'35''$ and Long Chord bears South $28^{\circ}55'42''$ East 27.10 feet) to a point on the Westerly Line of said Edgewood Drive; thence along said Westerly Line the following two courses: South $11^{\circ}15'05''$ West 38.64 feet; and Southeasterly along the arc of a 244.00 foot radius curve to the left a distance of 64.33 feet (Central Angle equals $15^{\circ}06'19''$ and Long Chord bears South $3^{\circ}41'56''$ West 64.14 feet) to the Point of the Beginning

APPROVAL OF PROVO CITY

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

DATED this 8th day of November, 2000.

PROVO CITY, a municipal corporation of the State of Utah

By: [Signature]
Name: ROBERT STOCKELL
Title: Mayor or Chief Administrative Officer

ATTEST:

[Signature]
CITY RECORDER



STATE OF UTAH)
 :SS.
COUNTY OF UTAH)

The foregoing instrument was acknowledged before me this _____ day of _____, 2000, by _____ and _____, the _____ and _____ respectively of PROVO CITY, a municipal corporation of the State of Utah.

My Commission Expires: _____

NOTARY PUBLIC
Residing at: _____