

RETURNED

APR 26 1999

Record & Return to:  
Robin Hayden  
c/o Toys "R" Us  
461 From Road  
Paramus, NJ 07652

TRU #5844  
Layton, UT

lot 9A - Layton Market Center Subd. Ord  
10-200-0009 pt.  
2733

E 1507373 B 2487 P 719  
SHERYL L. WHITE, DAVIS CNTY RECORDER  
1999 APR 26 9:15 AM FEE 19.00 DEP HT  
REC'D FOR TOYS "R" US

Commencement Agreement

Agreement made and entered into as of this 18<sup>th</sup> day of March, 1999, by and between IG, L.C., a Utah limited liability company having an office at 2677 East Parleys Way, Salt Lake City, Utah 84109 ("Landlord") and Toys "R" Us-Delaware, Inc., a Delaware corporation, having an office at 461 From Road, Paramus, New Jersey 07652 ("Tenant").

RECITALS

A. Pursuant to a certain instrument entered into between Landlord and Tenant dated as of June 30, 1997 (hereinafter called "Lease") a memorandum of which Lease, dated June 30, 1997 was executed and recorded in the Davis County Recorder's Office on July 28, 1997 in Book 2155 at page 1566. Landlord is owner of certain real property located in the City of Layton, Davis County, State of Utah, known or to be known as Layton Market Center which is more particularly described on Exhibit "A" annexed hereto (the "Land"). Tenant leased from Landlord a portion of the Land containing approximately 34,790 square feet, which portion is crosshatched on the Site Plan and is more particularly described on Exhibit B annexed hereto. (the "Tenant's Parcel").

B. The Lease has not been amended.

C. Pursuant to Section 3.05(a) of the Lease, Landlord and Tenant agreed to execute, acknowledge and deliver to each other duplicate originals of an agreement setting forth, among other things, the date on which the term of the Lease commenced (hereinafter called, and in the Lease defined as, "Commencement Date"), the expiration date of the Initial Term and the commencement and expiration dates of the renewal periods (as such terms are defined in the Lease).

NOW, THEREFORE, Landlord and Tenant agree as follows:

1. The Commencement Date of the Lease, the expiration date of the Initial Term thereof and the commencement and expiration dates of each renewal period are as follows:

A. Initial Term:

- (i) Commencement Date: 11/04/97
- (ii) Expiration Date: 1/31/13

B. First Renewal Period:

- (i) Commencement Date: 2/1/13
- (ii) Expiration Date: 1/31/18

C. Second Renewal Period:

- (i) Commencement Date: 2/1/18
- (ii) Expiration Date: 1/31/23

D. Third Renewal Period:

- (i) Commencement Date: 2/1/23
- (ii) Expiration Date: 1/31/28

1/5

*[Handwritten signature]*

**E. Fourth Renewal Period:**

- (i) Commencement Date: 2/1/28
- (ii) Expiration Date: 1/31/33

**F. Fifth Renewal Period:**

- (i) Commencement Date: 2/1/33
- (ii) Expiration Date: 1/31/38

**G. Sixth Renewal Period:**

- (i) Commencement Date: 2/1/38
- (ii) Expiration Date: 1/31/43

**H. Seventh Renewal Period:**

- (i) Commencement Date: 2/1/43
- (ii) Expiration Date: 1/31/48

Nothing in this Agreement is intended to change or modify the rights of the parties under the Lease.

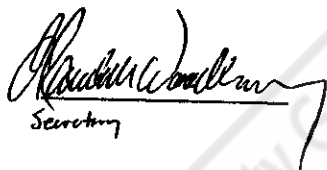
IN WITNESS WHEREOF, Landlord and Tenant have caused this Agreement to be executed as of the date first above written.

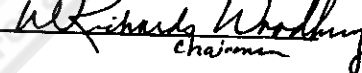
**Landlord:**

**ATTEST:**

IG, L.C., a Utah limited liability company

By WOODBURY AMSOURCE INC.  
Its Manager

  
Secretary

By:   
Chairman

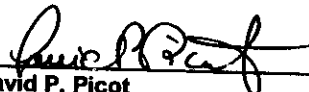
**Tenant:**

**ATTEST:**

Toys "R" Us-Delaware, Inc.,  
a Delaware corporation



MICHAEL L. TUMOLO  
ASSISTANT SECRETARY

By:   
David P. Picot  
Vice President - Real Estate



STATE OF  
COUNTY OF

E 1507373 B 2487 P 721

On this the 31<sup>st</sup> day of March, 1999, before me, the undersigned officer, personally appeared W. Richards Woodbury, who acknowledged himself to be the Chairman of Woodbury Amsource Inc. a Utah corporation, and that he, as such Chairman, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of said corporation by himself as

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

[SEAL]

Julia Pili  
Notary Public



STATE OF NEW JERSEY  
COUNTY OF BERGEN

On this the 18<sup>th</sup> day of MARCH, 1999, before, the undersigned officers, personally appeared David P. Picot Vice President Real Estate and Michael L. Tumolo, Assistant Secretary, who acknowledged themselves to be the Vice President Real Estate and Assistant Secretary, respectively, of TRU Ohio Properties, Inc. and that they as such Vice President Real Estate and Assistant Secretary, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of said corporation by themselves as Vice President of Real Estate and Assistant Secretary.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

[SEAL]

NADINE HERBERT  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires July 26, 2001

Nadine Herbert  
Notary Public

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EXHIBIT "A"  
SHOPPING CENTER LEGAL DESCRIPTION

A PART OF THE NORTHWEST QUARTER OF SECTION 17, TOWNSHIP 4 NORTH, RANGE 1 WEST OF THE SALT LAKE BASE AND MERIDIAN, BEING ALL OF LOTS 3, 4, 5, 6, 7, 8, AND 9 OF LAYTON MARKET CENTER SUBDIVISION, COUNTY OF DAVIS, STATE OF UTAH, FURTHER DESCRIBED AS FOLLOWS:

BEGIN AT THE POINT ON THE INTERSECTION OF THE SOUTH RIGHT-OF-WAY LINE OF ANTELOPE DRIVE AND THE EAST RIGHT-OF-WAY LINE OF 1000 WEST STREET. SAID POINT BEING NORTH 89 DEGREES 55 MINUTES 10 SECONDS EAST 1029.98 FEET ALONG THE SECTION LINE AND SOUTH 00 DEGREES 22 MINUTES 10 SECONDS WEST 57.00 FEET FROM THE NORTHWEST CORNER OF SAID NORTHWEST QUARTER OF SECTION 17; THENCE NORTH 89 DEGREES 55 MINUTES 10 SECONDS EAST ALONG SAID SOUTH RIGHT-OF-WAY LINE OF ANTELOPE DRIVE, A DISTANCE OF 543.92 FEET; THENCE SOUTH 00 DEGREES 10 MINUTES 04 SECONDS WEST, A DISTANCE OF 183.30 FEET; THENCE NORTH 89 DEGREES 49 MINUTES 56 SECONDS WEST, A DISTANCE OF 216.17 FEET; THENCE SOUTH 00 DEGREES 10 MINUTES 04 SECONDS WEST, A DISTANCE OF 246.27 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 19 DEGREES 56 MINUTES 54 SECONDS AN ARC DISTANCE OF 34.82 FEET. A RADIUS OF 100.00 FEET AND A CHORD BEARING OF SOUTH 09 DEGREES 48 MINUTES 23 SECONDS EAST WITH A DISTANCE OF 34.64 FEET, THENCE ALONG THE ARC OF A CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 19 DEGREES 56 MINUTES 54 SECONDS AN ARC DISTANCE OF 34.82 FEET, A RADIUS OF 100.00 FEET AND A CHORD BEARING OF SOUTH 09 DEGREES 48 MINUTES 23 SECONDS EAST WITH A DISTANCE OF 34.64 FEET; THENCE SOUTH 00 DEGREES 10 MINUTES 04 SECONDS WEST, A DISTANCE OF 185.75 FEET; THENCE ALONG THE ARC OF A CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 52 DEGREES 28 MINUTES 00 SECONDS AN ARC DISTANCE OF 22.89 FEET, A RADIUS OF 25.00 FEET AND A CHORD BEARING OF SOUTH 26 DEGREES 24 MINUTES 05 SECONDS WEST WITH A DISTANCE OF 22.10 FEET; THENCE SOUTH 52 DEGREES 38 MINUTES 05 SECONDS WEST, A DISTANCE OF 47.47 FEET; THENCE ALONG THE ARC OF A NON-TANGENT CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 02 DEGREES 08 MINUTES 36 SECONDS AN ARC DISTANCE OF 868 FEET. A RADIUS OF 232.00 FEET AND A CHORD BEARING OF SOUTH 36 DEGREES 37 MINUTES 31 SECONDS EAST WITH A DISTANCE OF 8.68 FEET; THENCE ALONG THE ARC OF A CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 54 DEGREES 16 MINUTES 42 SECONDS AN ARC DISTANCE OF 189.47 FEET, A RADIUS OF 200.00 FEET AND A CHORD BEARING OF SOUTH 62 DEGREES 41 MINUTES 34 SECONDS EAST WITH A DISTANCE OF 182.46 FEET; THENCE SOUTH 89 DEGREES 49 MINUTES 56 SECONDS EAST, A DISTANCE OF 38.75 FEET; THENCE SOUTH 00 DEGREES 10 MINUTES 04 SECONDS WEST, A DISTANCE OF 440.72 FEET; THENCE SOUTH 89 DEGREES 55 MINUTES 10 SECONDS WEST, A DISTANCE OF 503.11 FEET; THENCE NORTH 00 DEGREES 22 MINUTES 10 SECONDS EAST, A DISTANCE OF 1263.03 FEET TO THE POINT OF BEGINNING, CONTAINING 535,309 SQUARE FEET OR 12.29 ACRES, MORE OR LESS.

*md*

*Layton Market Center* EXHIBIT "B"  
*Subd. 9A*  
Property Description  
*10-200-0009 pt.* Toys R Us Building Pad  
Revised June 3, 1997

A part of the Northwest Quarter of Section 17, Township 4 North, Range 1 West, of the Salt Lake Base Meridian being a part of Lot 9A of Layton Market Center Subdivision 2<sup>nd</sup> Amended, County of Davis, State of Utah, further described as follows:

Beginning at a point which is North 00 degrees 10' 04" East 34.12 feet and North 89 degrees 55' 10" East 470.77 feet from the Southwest corner of Lot 9A which point is on the East 1000 West Street Right-of-Way Line, and is South 00 degrees 22' 10" West, 1320.03 feet along said Right-of-Way Line and North 89 degrees 55' 10" East 1029.98 feet from the Northwest corner of the Northwest Quarter of Section 17, Township 4 North, Range 1 West of the Salt Lake Base Meridian

- thence, North 89 Degrees 49' 56" West 200.00 feet;
- thence, North 00 Degrees 10' 04" East 183.00 feet;
- thence, South 89 Degrees 49' 56" East 200.00 feet
- thence, South 00 Degrees 10' 04" West 183.00 feet;
- to the point of beginning.

*WJ*