

After Recording Return To:

Andrea Deguzman
WinCo Foods, LLC
P.O. Box 5756
Boise, ID 83705

Parcel #11-794-0001, 11-794-0002,
11-794-0004, 11-794-0005, 11-794-
0006, 11-794-0008 & 11-794-0009

This Space Reserved for Recording Purposes

DAVIS COUNTY, UTAH

**FIRST AMENDMENT TO AMENDED AND RESTATED
DECLARATION OF EASEMENTS AND CONDITIONS**

THIS FIRST AMENDMENT TO DECLARATION OF EASEMENTS AND CONDITIONS ("First Amendment") is made as of the 31st day of April, 2017, by and between WINCO FOODS, LLC, a Delaware limited liability company ("WinCo"), and FORT LANE VILLAGE, LC, a Utah limited liability company ("Fort Lane", and together with WinCo, the "Approving Parties"). Capitalized terms not defined herein shall have the meaning set forth in the DEC.

RECITALS

This First Amendment is made with reference to the following facts and objects:

A. On August 30, 2016, WinCo and Fort Lane caused an Amended and Restated Declaration of Easements and Conditions to be recorded in the real property records of Davis County, Utah as Instrument No. 2962369 in Book 6590 at Pages 166-221 (the "Original DEC") against certain real property located in the City of Layton, County of Davis, State of Utah, and more particularly described on **Exhibit A** attached hereto.

B. WinCo and Fort Lane desire to amend the Original DEC in certain respects, as permitted by Section 8.4(e) of the DEC.

C. The Original DEC and this First Amendment shall be collectively referred to herein as the "DEC".

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, WinCo and Fort Lane hereby agree as follows:

1. Recitals. The foregoing recitals are hereby incorporated by this reference.
2. Site Plan. The Site Plan attached to this First Amendment as **Exhibit X** shall replace the Site Plan attached as "Exhibit X" to the Original DEC. All references to the "Site Plan" in the DEC shall mean and refer to the Site Plan attached hereto as **Exhibit X**.
3. Continuing Effect of DEC. Except as modified by this First Amendment, all terms and conditions of the Original DEC shall remain in force and effect. In the event of a conflict between this First Amendment and the Original DEC, the terms of this First Amendment shall govern.
4. Counterparts. This First Amendment may be executed in multiple counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Signature pages may be detached from the counterparts and attached to a single copy of this First Amendment to form one document.

[Signature pages immediately follow.]

IN WITNESS WHEREOF, authorized representatives of WinCo and Fort Lane have executed this First Amendment as of the day and year first above written.

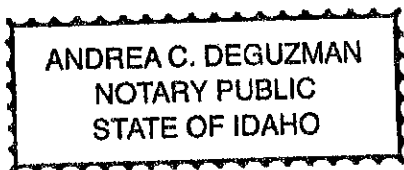
WINCO FOODS, LLC,
a Delaware limited liability company

By: *Dan Butler*
Its: CFO

STATE OF IDAHO)
)ss.
County of Ada)

On this 13th day of April, 2017, before me, a Notary Public, personally appeared *David M. Butler*, known or proved to me to be the CFO of WINCO FOODS, LLC, a Delaware limited liability company, the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same on behalf of said company.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



[Signature]
Notary Public
Residing at Boise, ID
Comm. Expires May 16, 2019

[Signatures continued on following page.]

FORT LANE VILLAGE, LC,
a Utah limited liability company

By: 
Its: 

STATE OF IDAHO)
)ss.
County of ADA

On this 13th day of April, 2017, before me, a Notary Public, personally appeared Kellen Sarah, known or proved to me to be the Manager of FORT LANE VILLAGE, LC, a Utah limited liability company, the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same on behalf of said company.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written

**ANDREA C. DEGUZMAN
NOTARY PUBLIC
STATE OF IDAHO**

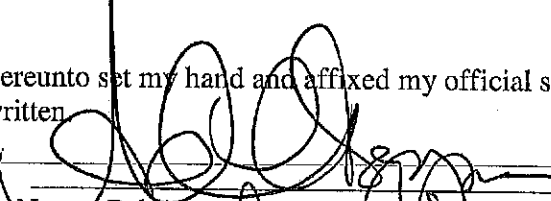
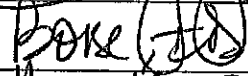

Notary Public
Residing at 
Comm. Expires May 16, 2019

EXHIBIT A

PARCELS 1, 4, 5, 6, 8 AND 9 OF THE FORT LANE VILLAGE AMENDED SUBDIVISION, ACCORDING TO THE PLAT THEREOF AS RECORDED JULY 29, 2016, AS ENTRY NO. 2955022, IN BOOK 6568 AT PAGE 338, IN THE RECORDS OF THE DAVIS COUNTY RECORDER.

and




PARCEL 2 AND TRACT A OF THE FORT LANE VILLAGE SUBDIVISION, ACCORDING TO THE PLAT THEREOF AS RECORDED DECEMBER 11, 2007, AS ENTRY NO. 2631115, IN BOOK 5412 AT PAGE 1117, IN THE RECORDS OF THE DAVIS COUNTY RECORDER.

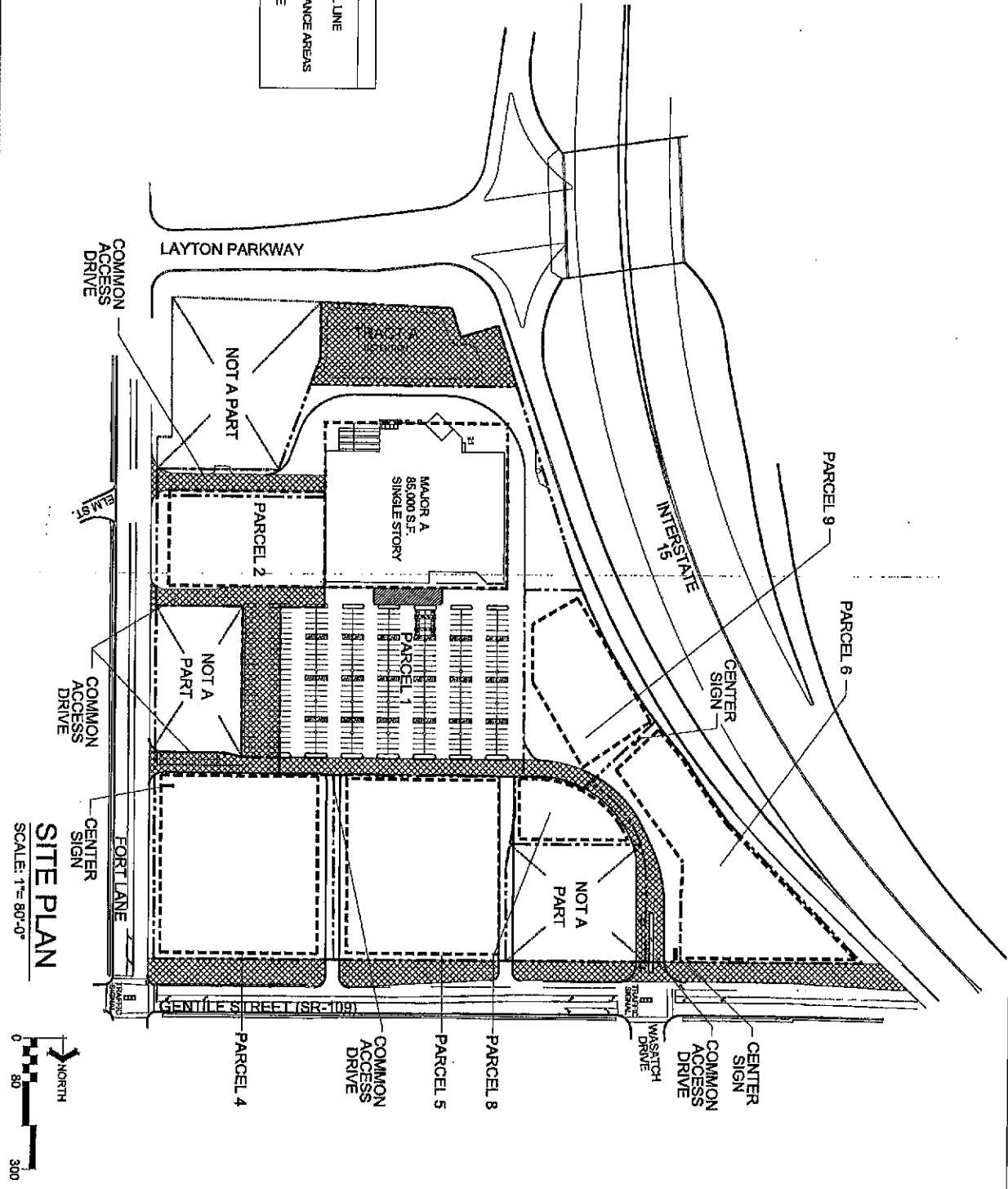
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EXHIBIT X

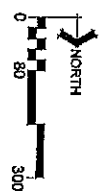
SITE PLAN

(See attached.)

LEGEND	
	PROPERTY/PARCEL LINE
	COMMON MAINTENANCE AREAS
	BUILDING LIMIT LINE



SITE PLAN
SCALE: 1" = 80'-0"



<p>REVISIONS</p> <table border="1"> <tr><td>3/03/15</td><td></td></tr> <tr><td>4/07/15</td><td></td></tr> <tr><td>4/09/15</td><td></td></tr> <tr><td>5/11/15</td><td></td></tr> <tr><td>5/18/15</td><td></td></tr> <tr><td>6/11/15</td><td></td></tr> <tr><td>6/16/15</td><td></td></tr> <tr><td>2/22/16</td><td></td></tr> <tr><td>4/03/17</td><td></td></tr> </table>	3/03/15		4/07/15		4/09/15		5/11/15		5/18/15		6/11/15		6/16/15		2/22/16		4/03/17		<p>WINCO FOODS STORE S.W.C. E. GENTILE STREET & S. FORT LANE LAYTON, UTAH</p>
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<p>DATE: 4/9/15</p> <p>SHEET TITLE: PRELIMINARY SITE PLAN</p> <p>SHEET: EX-X</p>																			