

WHEN RECORDED, MAIL TO:

Parr Brown Gee & Loveless
101 South 200 East, Suite 700
Salt Lake City, Utah 84111
Attn: Lamont R. Richardson, Esq.

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21-26-276-011

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6/2/2017 4:36:00 PM \$22.00
Book - 10564 Pg - 2814-2820
Gary W. Ott
Recorder, Salt Lake County, UT
COTTONWOOD TITLE
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**FIRST AMENDMENT
TO
MEMORANDUM OF GROUND LEASE**

This First Amendment to Memorandum of Ground Lease ("Amendment to Memorandum") is entered into as of June 2nd, 2017, by ARBOR GARDNER BINGHAM JUNCTION OFFICE 3, L.C., a Utah limited liability company ("Existing Landlord"), ARBOR GARDNER BINGHAM JUNCTION OFFICE 5, L.C., a Utah limited liability company ("New Landlord"), and REDEVELOPMENT AGENCY OF MIDVALE CITY, a public agency ("Tenant").

RECITALS

A. Existing Landlord and Tenant entered into that certain Ground Lease Agreement dated as of April 20, 2016 (the "Lease"), pursuant to which Existing Landlord leased to Tenant and Tenant leased from Existing Landlord the tract of land described on Exhibit A attached hereto (the "Leased Premises").

B. In connection with the Lease, Existing Landlord and Tenant executed that certain Memorandum of Lease dated as of April 20, 2016, which memorandum was recorded on April 26, 2016, as Entry No. 12266952 in Book 10424 at Page 7996 in the official records of Salt Lake County (the "Memorandum").

C. Existing Landlord, New Landlord, and Tenant have entered into that certain Assignment of Ground Lease Agreement of even date herewith (the "Assignment"), pursuant to which Existing Landlord has assigned its interest in the Lease to New Landlord.

D. Existing Landlord, New Landlord, and Tenant now desire to amend the Memorandum to evidence the assignment of the Lease to New Landlord.

AGREEMENT

1. New Landlord has assumed all of Existing Landlord's obligations, duties, rights, and interests in and under the Lease, therefore, any and all references in the Memorandum to Existing Landlord are hereby deleted and replaced with New Landlord.

2. Section 2 of the Memorandum is hereby amended by deleting the phrase “fifty (50) full calendar years,” and replacing it with the phrase “fifty (50) full calendar years from April 20, 2016.”

3. Except as modified by this Amendment to Memorandum, the Memorandum remains in full force and effect.

Existing Landlord, New Landlord, and Tenant have executed this Amendment to Memorandum to be effective as of the date first set forth above.

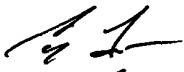

EXISTING LANDLORD:

ARBOR GARDNER BINGHAM JUNCTION
OFFICE 3, L.C., a Utah limited liability company,
by its Managers:

KC GARDNER COMPANY, L.C.,
a Utah limited liability company, its Manager

By: 
Name: Christian Gardner
Title: Manager

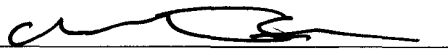
ARBOR COMMERCIAL REAL ESTATE
L.L.C., a Utah limited liability company, its
Manager

By: 
Name: 
Title: Manager

NEW LANDLORD:

ARBOR GARDNER BINGHAM JUNCTION
OFFICE 5, L.C., a Utah limited liability company,
by its Manager:

BINGHAM JUNCTION OFFICE 5
MANAGER, Inc., a Utah corporation

By: 
Name: Chris Gunn
Title: Manager

TENANT:

REDEVELOPMENT AGENCY OF MIDVALE
CITY, a public agency

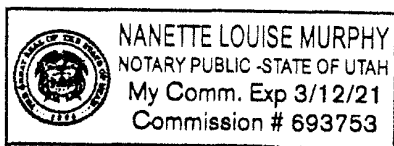
By: John B. Seghini

Name: John B. Seghini

Title: Chief Administrative Officer

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

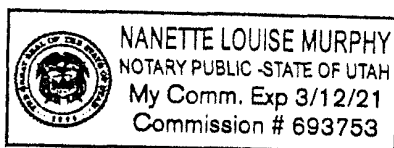
On this 25th day of May, 2017, personally appeared before me Christian Gardner, a Manager of KC Gardner Company, L.C., a Utah limited liability company, and Cory Gust, a Manager of Arbor Commercial Real Estate L.L.C., a Utah limited liability company, the managers of Arbor Gardner Bingham Junction Office 3, L.C., a Utah limited liability company, and acknowledged to me that they executed the within instrument on behalf of said limited liability company.



Nanette Louise Murphy
Notary Public

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

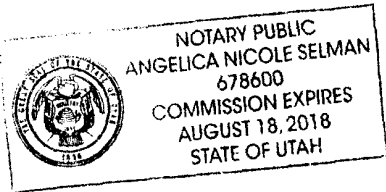
On this 25th day of May, 2017, personally appeared before me Christian Gardner, a Manager of Bingham Junction Office 5 Manager, Inc., a Utah corporation, the manager of Arbor Gardner Bingham Junction Office 5, L.C., a Utah limited liability company, and acknowledged to me that he executed the within instrument on behalf of said limited liability company.



Nanette Louise Murphy
Notary Public

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

On this 19th day of May, 2017, personally appeared before me Johan Segnini, the chief administrative officer of the REDEVELOPMENT AGENCY OF MIDVALE CITY, a public agency, and acknowledged to me that the REDEVELOPMENT AGENCY OF MIDVALE CITY, a public agency executed the within instrument.



Angelica Selman
Notary Public

EXHIBIT A

Lot 2 of the "View 72 Retail Subdivision 3rd Amended" recorded with the County Recorder for Salt Lake County, Utah on July 27, 2015 as Entry No. 12099886 in Book 2015P at Page 165.

Tax Parcel Id No. Lot 2: 21-26-276-011