

RECORDING REQUESTED BY:

Chicago Title Company

AFTER RECORDED RETURN TO:

Tammy A. Zokan, Esq.  
WinCo Foods, LLC  
P.O. Box 5756  
Boise, ID 83705

10-26

10964013  
06/02/2010 04:41 PM \$54.00  
Book - 9830 Pg - 3430-3439  
GARY W. OTT  
RECORDER, SALT LAKE COUNTY, UTAH  
FIRST AMERICAN NCS  
560 S 300 E  
SLC UT 84111  
BY: ZJM, DEPUTY - WI 10 P.

**ACCOMMODATION RECORDING ONLY.  
FIRST AMERICAN TITLE MAKES NO  
REPRESENTATION AS TO CONDITION  
OF TITLE, NOR DOES IT ASSUME ANY**

West Valley, Utah

**RESPONSIBILITY FOR VALIDITY,  
SUFFICIENCY OR AFFECT OF DOCUMENT.** (Space above this line for Recorder's use only)

**SECOND AMENDMENT TO DECLARATION OF EASEMENTS AND COVENANTS**

This Second Amendment to Declaration of Easements and Covenants ("Amendment") dated for reference purposes as of <sup>June</sup> May 1, 2010, is entered by and between WINCO FOODS, LLC ("WinCo"), and WEST VALLEY PAVILION, LLC ("Kornwasser").

RECITALS

A. WinCo and Kornwasser entered into that certain Declaration of Easements and Covenants dated August 7, 2008 and recorded in the Official Records of Salt Lake County, Utah on August 7, 2008 as Instrument No. 10494814, as amended by that certain First Amendment to Declaration of Easements and Conditions dated December 23, 2009 and recorded in the Official Records of Salt Lake County, Utah on December 23, 2009 as Instrument No. 10865205 (collectively, the "DEC").

B. The parties desire to enter into this Amendment to modify the DEC as set forth herein.

AGREEMENT

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

1. Capitalized Terms. Except as otherwise defined in this Amendment, all capitalized terms used in this Amendment shall have the meanings given such terms in the DEC.

2. Freestanding Sign on the Pad A Tract. Subject to receipt of all applicable governmental permits and approvals, the Occupant of the Pad A Tract shall be permitted to install a freestanding sign on the Pad A Tract in the "Monument Sign" location on the Pad A Tract depicted on the new Site Plan attached to this Amendment as Exhibit B (the "Pad A Tract Monument Sign"); provided, however, that no governmental approval of the Pad A Tract Monument Sign shall limit or restrict the other signage permitted to be installed on the WinCo Tract or the other portions of the Kornwasser Tract under Section 5.3 of the DEC. The Pad A

Tract Monument Sign shall be in accordance with the specifications attached to this Amendment as Exhibit A.

The Pad A Tract Monument sign is in addition to, and shall not replace any of the Center Signs and Kornwasser Tract Monument Signs referenced in Section 5.3 of the DEC. The locations of the Center Signs and Kornwasser Tract Monument Signs are set forth on the new Site Plan attached to this Amendment as Exhibit B. Notwithstanding any contrary provision of the DEC, the Owner of the Pad A Tract shall have no rights with respect to the Center Signs or the Kornwasser Tract Monument Signs.

3. Section 5.1(b)(xix). Section 5.1(b)(xix) is hereby deleted in its entirety and replaced with the following:

“(xix) Any fire, explosion, or other damaging or dangerous hazard, including the storage, display or sale of explosives or fireworks; *provided, however*, that this prohibition shall not be applicable to the seasonal sale of legal fireworks on the WinCo Tract so long as such use: (1) complies with all federal, state and local laws and regulations; (2) is located within a building; and (3) is incidental to an otherwise permitted use in accordance with this DEC.”

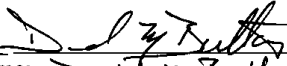
4. No Other Modifications. The parties acknowledge that the DEC remains in full force and effect and has not been amended or modified, except as set forth herein.

5. Counterparts. This Amendment may be executed in counterparts, each of which shall constitute an original and all of which shall constitute one fully-executed document.

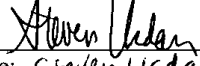
[SIGNATURES ON FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have entered into this Amendment as of the date first set forth above.

WINCO FOODS, LLC

By:   
Name: David M. Butler  
Title: VP Finance & CFO

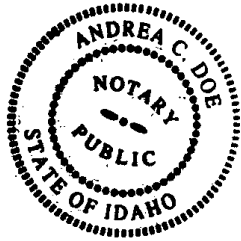
WEST VALLEY PAVILION, LLC

By:   
Name: Steven Usdan  
Title: Vice President

STATE OF IDAHO     )  
                                  : ss.  
COUNTY OF Ada     )

On this 1st day of June, 2010, before me, the undersigned notary public for said state, personally appeared David M. Butler, known to me to be the VP Finance, CFO of WINCO FOODS, LLC, the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he/she executed the same on behalf of said limited liability 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.



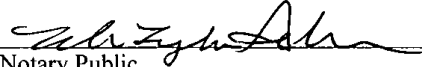
A handwritten signature in cursive script, appearing to read "Andrea C. Doe", written over a horizontal line.

Andrea C. Doe  
NOTARY PUBLIC in and for the State  
of Idaho, residing at Boise  
My commission expires May 16, 2013

STATE OF ARIZONA )  
 )ss.  
COUNTY OF MARICOPA )

On this 27 day of May, 2010, before me, a Notary Public, personally appeared STEVEN USSAN known or proved to me to be the VICE PRESIDENT West Valley Pavilion Pavilion, 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.

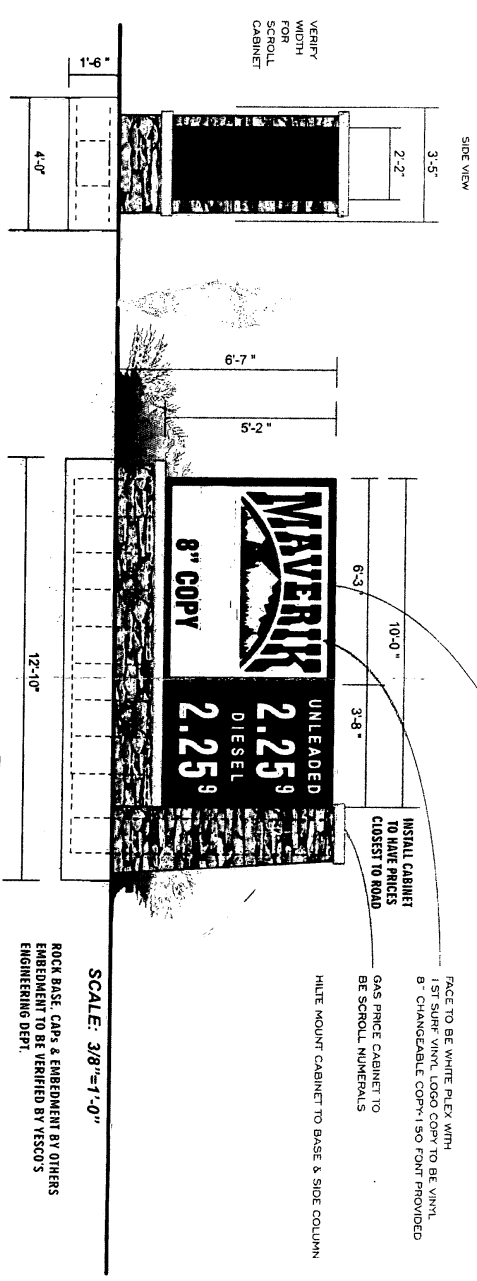
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.

  
\_\_\_\_\_  
Notary Public  
Residing at Kennedy Shopping Center Properties, LLC  
Comm. Expires 8/30/10

NO NOTARY SEAL  
CO. RECORDER

**EXHIBIT A**

**DEPICTION OF PAD A TRACT MONUMENT SIGN**

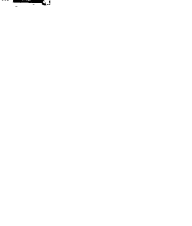


DOUBLE FACED CABINET WITH 2.7" RETAINERS OF ALUMINIUM  
 PAINT TO MATCH #3630-776 HOLLY GREEN  
 ILLUMINATION TO BE T-12 DAYLIGHTS (UL)

FACE TO BE WHITE PLEX WITH  
 1 ST SURF VINYL LOGO COPY TO BE VINYL  
 8" CHANGEABLE COPY-1.50 FONT PROVIDED

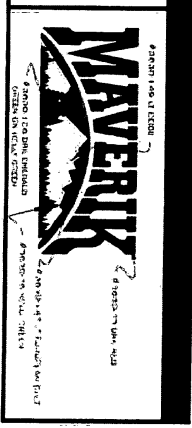
WHITE MOUNT CABINET TO BASE & SIDE COLUMN

SCALE: 3/8"=1'-0"  
 ROCK BASE CAPS & EMBEDMENT BY OTHERS  
 EMBEDMENT TO BE VERIFIED BY YESCO'S  
 ENGINEERING DEPT.



**SCROLL LETTERS**

3630-776	HOLLY GREEN
3630-176	DKK IMPERIAL GULCH
3630-140	LI BEIGE
3630-147	LT EUROPEAN BLUE
3630-73	DKK RST



**GENERAL DIVISION**  
 2787 Industrial Drive  
 Ogden, UT 84401  
 801-821-4710  
 801-399-9548 FAX

DESIGN: 2009 ACTIVE: CLEMS, JOBS: MAVERIK/6003710 MAVERIK W VALLEY MOUNTAIN SCHOOL 3 CMT. PRODUCTION

NOTE: THIS SHEET IS THE PROPERTY OF YESCO. IT IS TO BE USED ONLY FOR THE PROJECT AND SITE SPECIFICALLY IDENTIFIED HEREIN. ANY REUSE OR MODIFICATION OF THIS SHEET WITHOUT THE WRITTEN AGREEMENT OF YESCO IS STRICTLY PROHIBITED. YESCO ASSUMES NO LIABILITY FOR ANY ERRORS OR OMISSIONS ON THIS SHEET. YESCO WILL NOT BE RESPONSIBLE FOR ANY DAMAGE TO PROPERTY OR PERSONS ARISING FROM THE USE OF THIS SHEET.

REVISION	DATE	BY	DESCRIPTION
REV 1	7/17/09	CIL	REVISED FOR MOUNTAIN SCHOOL 3 CMT. PRODUCTION
REV 2	12/21/09	STL	REVISED FOR MOUNTAIN SCHOOL 3 CMT. PRODUCTION
REV 3	12/21/09	STL	REVISED FOR MOUNTAIN SCHOOL 3 CMT. PRODUCTION

DESIGNED BY	DATE	BY
2787 INDUSTRIAL DRIVE	7/17/09	CIL
OGDEN, UT 84401	12/21/09	STL
801-821-4710		
801-399-9548 FAX		

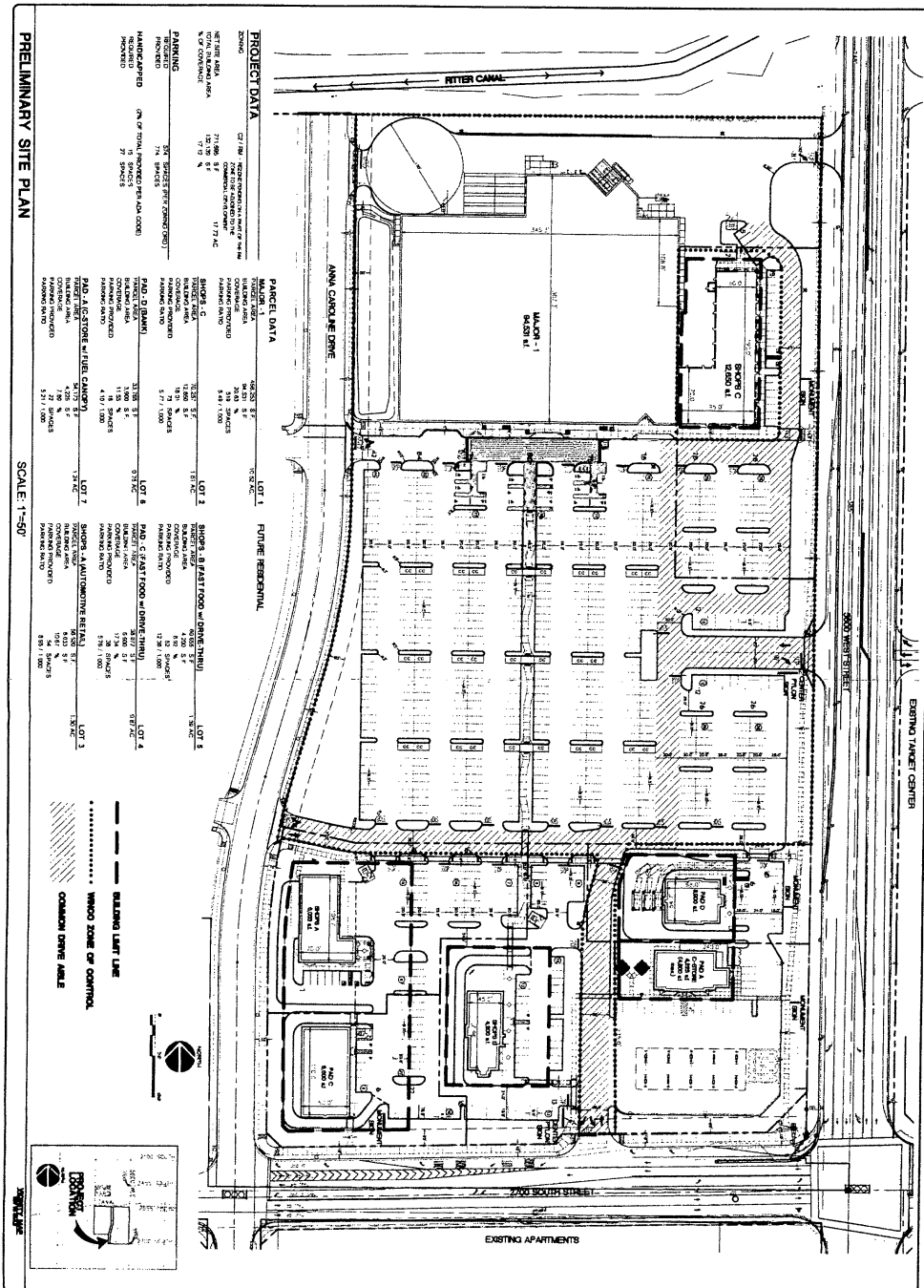
**APPROVALS**

DESIGNED BY	DATE	BY
2787 INDUSTRIAL DRIVE	7/17/09	CIL
OGDEN, UT 84401	12/21/09	STL
801-821-4710		
801-399-9548 FAX		

**EXHIBIT B**

**SITE PLAN**





**PROJECT DATA**

ZONING	CD 100	2000 WEST STREET
OWNER	KORNWASSER RETAIL LLC	
DESIGNER	ARCHION LLC	
DATE	11/27/22	
SCALE	1"=50'	

**PARKING**

PROPOSED	321 SPACES (SEE PARALLEL)
EXISTING	71 SPACES
TOTAL	392 SPACES

**HANDICAPPED**

PROPOSED	10 SPACES (SEE PARALLEL)
EXISTING	27 SPACES
TOTAL	37 SPACES

**PANEL DATA**

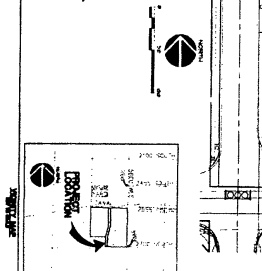
SECTION	AREA (SQ FT)	AREA (SQ YD)	PERCENT
SECTION 1	10,000	1,111	2.5%
SECTION 2	10,000	1,111	2.5%
SECTION 3	10,000	1,111	2.5%
SECTION 4	10,000	1,111	2.5%
SECTION 5	10,000	1,111	2.5%
SECTION 6	10,000	1,111	2.5%

**LOT DATA**

LOT	AREA (SQ FT)	AREA (SQ YD)	PERCENT
LOT 1	10,000	1,111	2.5%
LOT 2	10,000	1,111	2.5%
LOT 3	10,000	1,111	2.5%
LOT 4	10,000	1,111	2.5%
LOT 5	10,000	1,111	2.5%
LOT 6	10,000	1,111	2.5%

**LEGEND**

- BUILDING FOOTPRINT
- WINDOW ZONE OF CONTROL
- COMMON DRIVE WALK



**DP-36C**

CONSTRUCTION PRELIMINARY

**KORNWASSER - RETAIL**

NWC 2700 SOUTH STREET  
& 5800 WEST STREET  
WEST VALLEY CITY, UTAH

**ARCHION LLC**

PROFESSIONAL ENGINEER

1100 WEST STREET, SUITE 200  
WEST VALLEY CITY, UTAH 84113  
TEL: 435.338.8888  
WWW.ARCHION.COM

SCHEDULE 1

LEGAL DESCRIPTION

WINCO TRACT

That certain real property situated in the City of West Valley, County of Salt Lake, State of Utah, and more particularly described as follows:

Lot 1, West Valley Pavilion, according to the official plat thereof, recorded in the office of the Salt Lake County Recorder.

KORNWASSER TRACT

That certain real property situated in the City of West Valley, County of Salt Lake, State of Utah, and more particularly described as follows:

Lots 2, 3, 4, 5, 6 and 7, West Valley Pavilion, according to the official plat thereof, recorded in the office of the Salt Lake County Recorder.

14-23-477-001  
14-23-477-002  
14-23-477-003  
14-23-477-004  
14-23-477-008  
14-23-477-009  
14-23-477-010

~~9492331.2~~

~~BK 9830 PG 1050~~

BK 9830 PG 3439