

WHEN RECORDED, RETURN TO:
NOVASOURCE DEVELOPMENT, L.C.
2180 South 1300 East, Suite 410
Salt Lake City, UT 84106
Attn: Betty A. Davis

E 200710 B 044 P 119
Date 25-APR-2003 3:03pm
Fee: 21.00 Check
CALLEEN PESHELL, Recorder
Filed By JYW
For NOVASOURCE DEV LC
TOOELE COUNTY CORPORATION

SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS GRANT OF EASEMENTS

THIS SECOND AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS (the "Second Amendment") is made and entered into as of this 25th day of April, 2003, by **NOVASOURCE DEVELOPMENT, L.C.**, a Utah limited liability company (the "Developer").

RECITALS

WHEREAS, Developer is the owner of certain real property located in the City of Tooele, County of Tooele, State of Utah, more particularly described on Exhibit "A," (the "Developer Property") attached hereto and made a part hereof; and

WHEREAS, Developer heretofore placed of record a Declaration of Covenants, Conditions and Restrictions (the "Declaration") recorded on September 6, 2002, in Book 778 at Page 53, as Entry No. 187030 of the Official Records of Tooele County, Utah; and

WHEREAS, on or about September 6, 2002, Developer conveyed to Mack Group, LLC ("Mack Group") title to the real property described on Exhibit "B," (the "Transferred Property") attached hereto and made a part hereof; and

WHEREAS, Developer placed of record a First Amendment to Declaration of Covenants, Conditions and Restrictions (the "Amendment") recorded on January 22, 2003, in Book 816 at Page 412, as Entry No. 194732 of the Official Records of Tooele County, Utah; and

WHEREAS, Developer is desirous of amending the Declaration further in order to amend the height restriction of the buildings to be constructed on the Tracts; and

WHEREAS, Paragraph 12.3(d) of the Declaration provides that the Declaration may be amended by a written agreement executed by all of the Owners and recorded in the Official Records of Tooele County.

NOW, THEREFORE, for and in consideration of the foregoing recitals and the mutual covenants contained herein and other good and valuable consideration, the receipt of which is hereby specifically acknowledged, the Developer hereby amends the Declaration as follows:

Article 4.1(a) shall be deleted in its entirety and replaced with the following:

- (a) Not more than one (1) building shall be constructed on a Tract, without prior written approval from the City and Developer, which approval shall be in Developer's sole discretion. Except for the building currently located on Lot 1, in no event shall any building on the Property be more than one (1) story or of a height in

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excess of twenty-two (22) feet. For purposes of this subparagraph (a), height shall be measured from finished grade of floor to the highest point of the Building.

All other terms and covenants of the Declaration not in conflict with this Second Amendment shall remain in full force and effect.

DEVELOPER:

NOVASOURCE DEVELOPMENT, L.C.
a Utah limited liability company

By: NovaSource Management, Inc.
a Utah corporation, Manager

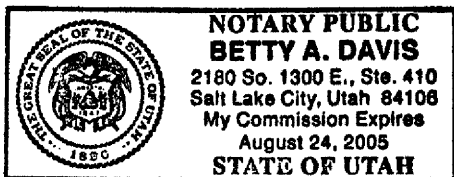
By: Shane D. Smoot
Shane D. Smoot
Title: President

MACK GROUP, LLC
a Utah limited liability company

By: David M. Hansen
David M. Hansen
Title: Manager

STATE OF UTAH)
) :SS
COUNTY OF SALT LAKE)

This instrument was acknowledged before me on this 25th day of April, 2003, by Shane D. Smoot, President of NovaSource Management, Inc., Manager of NovaSource Development, L.C., a Utah limited liability company, on behalf of said limited liability company.

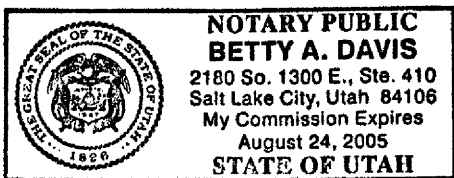


Betty A. Davis
Notary Public

My Commission Expires:
8-24-05

STATE OF UTAH)
) :SS
COUNTY OF SALT LAKE)

This instrument was acknowledged before me on this 25th day of April, 2003, by David M. Hansen, Manager of Mack Group, LLC, a Utah limited liability company, on behalf of said limited liability company.



Betty A. Davis
Notary Public

My Commission Expires:
8-24-05

EXHIBIT "A"

Developer Property

*11-04 - lot 1-4***All of Lot 2 of Tooele Landing Minor Subdivision Plat, more particularly described as follows:**

A part of the Southeast Quarter of Section 16; Township 3 South, Range 4 West, Salt Lake Base and Meridian, U.S. Survey:

Beginning at a point 1192.81 feet South 89°43'96" West along the Section Line; 1456.20 feet North 06°16'54" West; and 155.82 feet South 06°50'00" West from the Southeast corner of said Section 16; and running thence South 6°50' 00" West along State Highway 36 a distance of 240.79 feet; thence North 83°10'00" West 225.00 feet; thence North 06°50'00" East 37.50 feet; thence South 83°10'00" East 14.50 feet; thence North 06°50'00" East 203.29 feet; thence South 83°10'00" East 210.50 feet to the point of beginning.

All of Lot 4 of Tooele Landing Minor Subdivision Plat, more particularly described as follows:

Beginning at a point on the South Line of Lot 4 of Tooele Gateway Commercial Subdivision, as amended, being 1192.81 feet South 89°43'06" West along the Section Line; 1456.20 feet North 00°16'54" West; and 210.50 feet North 83°10'00" West along said South Line of Lot 4 from the Southeast corner of said Section 16; and running thence South 06°50'00" West 259.20 feet; thence North 83°10'00" West 188.74 feet; thence North 06°50'00" East 259.20 feet to the South Line of Lot 3 of said Tooele Gateway Commercial Subdivision, as amended, thence South 83°10'00" East 188.74 feet along said South Line of Lots 3 and 4 to the point of beginning.

EXHIBIT "B"

Transferred Property

All of Lot 1 of Tooele Landing Minor Subdivision Plat, more particularly described as follows:

A part of the Southeast Quarter of Section 16, Township 3 South, Range 4 West, Salt Lake Base and Meridian, U.S. Survey:

Beginning at the Southeasterly Corner of Lot 4 of the Tooele Gateway Commercial Subdivision, as Amended, being 1192.81 feet South 89°43'06" West along the Section Line, and 1456.20 feet North 0°16'54" West from the Southeast Corner of said Section 16; and running thence North 83°10'00" West 210.50 feet along the Southerly line of said Lot 4, thence South 6°50'00" West 155.82 feet; thence South 83°10'00" East 210.50 feet to the Westerly line of State Highway 36; thence North 6°50'00" East 155.82 feet along said Westerly line to the point of beginning.

All of Lot 3 of Tooele Landing Minor Subdivision Plat, more particularly described as follows:

A part of the Southeast Quarter of Section 16, Township 3 South, Range 4 West, Salt Lake Base and Meridian, U.S. Survey:

Beginning at a point 1192.81 feet South 89°43'06" West along the Section Line, and 1456.20 feet North 0°16'54" West; 359.11 feet South 6°50'00" West; and 399.24 feet North 83°10'00" West from the Southeast Corner of said Section 16; and running thence North 6°50'00" East 99.91 feet; thence South 83°10'00" East 188.74 feet; thence South 6°50'00" West 99.91 feet; thence North 83°10'00" West 188.74 feet to the point of beginning.