

10079

AFFIDAVIT

STATE OF UTAH)
: ss.
COUNTY OF UTAH)

Daryl Berlin, being first duly sworn, deposes and says:

1. My name is Daryl Berlin.
2. I am the City Manager of the City of Orem, Utah and I have occupied that position since August, 1980.
3. Attached to this affidavit is a copy of the Covenants, Conditions and Restrictions for the Timpanogos Research and Technology Park. The City hereby requests that these documents be recorded by the Utah County Recorder.
4. Previously, other documents were recorded which purported to be the Covenants, Conditions and Restrictions for said Research Park. The City is requesting that the attached documents be recorded for the following reasons:
 - (1) The previous documents were recorded prior to the vesting title to the property in the City of Orem. Thus, said recordation was ineffectual as a matter of law.
 - (2) The previous documents contained an inaccurate legal description of the Research Park property.
 - (3) The previous documents also contained minor errors and omissions that have now been corrected.
5. All of these documents have been properly approved by the City Council of the City of Orem.

DATED this 14th day of March, 1985.


Daryl Berlin

RECEIVED
MAY 11 1985
UTAH COUNTY RECORDER
OREM, UTAH
1985 APR 12 PM 3:45
Daryl Berlin
Orem City

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10079

SUBSCRIBED AND SWORN to before me this 14th day of March, 1985.

My Commission Expires:

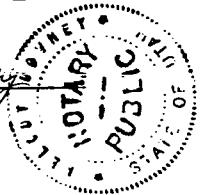
July 27, 1986

Melody Downey

NOTARY PUBLIC

Residing In:

Orem, Utah



BOOK 2240 PAGE 213

ORDINANCE NO. 500

AN ORDINANCE AMENDING SECTION 28-2-201 OF THE OREM CITY CODE
AND REZONING CERTAIN PROPERTY IN THE CITY FROM R-1-8 TO R & D-1-PD.

WHEREAS the Commission For Economic Development in Orem has filed an application with the City for (1) approval of a policy statement, (2) the creation of a planned development combining district, and (3) the rezoning of 109 acres of land located approximately between 1600 North Street and 1200 North Street, and between 800 East Street and approximately 500 East Street in the City of Orem, for the purpose of developing a research and technology park known as Timpanogos Research and Technology Park; and

WHEREAS the City Council recognizes a need in the City for land zoned for research and technology uses, and

WHEREAS considerable study has been undertaken to determine the most desirable property for such uses; and

WHEREAS the Council has found the property described above to be very desirable for such uses; and

WHEREAS the creation of the requested planned development combining district and the rezoning of the land to R&D-1-PD will have a substantial, beneficial impact on the community at large by providing for a broader economic base and local employment for the residents of the community; and

WHEREAS the policy statement for the property, as presented, mitigates to a great extent any adverse impact on the surrounding areas by requiring aesthetically pleasing architectural design with abundant open space and landscaping; and

WHEREAS this matter was duly considered by the Orem City Planning Commission at its regularly scheduled meeting on March 7, 1984; and

WHEREAS the Planning Commission has recommended that the City Council approve the policy statement, create a planned development combining district and zone the land therein as R&D-1-PD; and

WHEREAS a public hearing to consider the subject application was held before the City Council on April 10, 1984; and

WHEREAS the matter having been submitted and the City Council having fully considered the request as it relates to the health, safety and general welfare of the City, the orderly development of land in the City, the effect upon the surrounding neighborhood, the compliance of the request with all applicable City ordinances and the City's Master Plan, and having found that the action requested is in the best interests of the entire community.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF OREM, UTAH, as follows:

1. The policy statement submitted by CEDO for the development of the Timpanogos Research and Technology Park and attached hereto as "Exhibit A" is hereby approved.
2. A planned development combining district is hereby created which shall consist of the following described property:

Commencing at the Southeast Corner of Section 2, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence S $89^{\circ} 54' 39''$ W along the Section Line 1679.04 feet; thence N $0^{\circ} 05' 21''$ W 792.00 feet; thence S $89^{\circ} 54' 39''$ W 330.03 feet; thence N $0^{\circ} 05' W$ 1677.89 feet to the North Right-of-Way Line of the Murdock Canal; thence N $74^{\circ} 34' 30''$ E along said Right-of-Way Line 155.91 feet to a point of curvature of a 235.00 foot radius curve to the right; thence along said curve and said Right-of-Way Line 151.76 feet through a central angle of $37^{\circ} 00' 04''$; thence N $0^{\circ} 58' 39''$ W 194.68 feet on the North Right-of-Way Line of 1600 North Street; thence along said Right-of-Way Line the next five courses: S $89^{\circ} 37' E$ 521.35 feet to a point of curvature of a 533.00 foot radius curve to the right; thence along said curve 191.79 feet through a central angle of $20^{\circ} 37'$; thence S $69^{\circ} 00' E$ 476.34 feet to a point of curvature of a 533.00 foot radius curve to the right; thence along said curve 158.14 feet through a central angle of $17^{\circ} 00'$; thence S $52^{\circ} 00' E$ 494.01 feet to the Section Line; thence S $1^{\circ} 00' 22'' E$ along the Section Line 2103.89 feet to the Point of Beginning.

The above described property is hereby zoned R & D-1-PD and Section 28-2-201 of the Orem City Code and the Zoning Map of the City of Orem are hereby amended accordingly.

3. The policy statement as approved herein is hereby incorporated into the planned development combining district and all development within the district shall conform to the policy statement.
4. If any part of this ordinance shall be declared invalid, such decision shall not affect the validity of the remainder of this ordinance.
5. All ordinances, resolutions or policies in conflict herewith are repealed.

6. This ordinance shall take effect immediately upon passage and publication in a newspaper of general circulation in the City of Orem.

PASSED AND APPROVED, this 10th day of April, 1984.



DeLance W. Squire
CITY OF OREM, by
DeLance W. Squire, Mayor

Phillip D. Goodrich
Phillip D. Goodrich, City Recorder

COUNCILMEMBERS VOTING "AYE"

H. Earl Farnworth

Harley M. Gillman

Richard Jackson

DeLance W. Squire

Stella Welsh

S. Blaine Willes

Glen R. Zimmerman

COUNCILMEMBERS VOTING "NAY"

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"EXHIBIT A"

TIMPANOGOS RESEARCH AND TECHNOLOGY PARK

POLICY STATEMENT

The development of a high quality research and technology park in Orem offers a broad range of benefits by providing a number of highly desirable activities. These include economic growth potential, employment opportunities, skill development of workers, enhanced personal income, the development of high technology firms, and the fostering of both support and demand services provided by businesses and universities. The Research and Technology Park will also greatly contribute to the overall image of the City by:

1. Providing an unique work environment that will attract skilled and professional people; and
2. Providing a work place that is architecturally and aesthetically pleasing and compatible with the surrounding residential areas; and
3. Setting a precedent for future economic development activities throughout the City; and
4. Demonstrating the City's commitment to the development and creation of high quality enterprises.

The Timpanogos Research and Technology Park will be developed and constructed according to standards which will allow progressive businesses to address the opportunities of a changing world. These business enterprises will foster new ideas, new business enterprises, new employment opportunities, new products, new technologies, and new applications of existing technology.

In order to accomplish these objectives, the property will be zoned Research and Development with a Planned Development Combining District Overlay. This zone will establish design criteria, development standards, performance standards, and use limitations which will ensure quality development and minimize impacts on surrounding land uses.

Specific standards for development in the Timpanogos Research and Technology Park are set forth in the Declaration of Covenants, Conditions, and Restrictions for the Timpanogos Research and Technology Park which are incorporated by reference and made a part of this policy statement.

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TIMPANOGOS RESEARCH AND TECHNOLOGY PARK
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS

This Declaration is made this 10th day of April, 1984 by the City of Orem, Utah, a Utah municipal corporation, hereinafter referred to as "Declarant."

WITNESSETH:

WHEREAS, Declarant is the owner of certain property in the City of Orem, County of Utah, State of Utah, known as the Timpanogos Research and Technology Park, which is more particularly described in "Exhibit A" attached hereto and by this reference incorporated herein, hereinafter referred to as the "Entire Property"; and

WHEREAS, Declarant desires to create on the Entire Property a research and technology park and desires to provide for the preservation of the values and amenities in said development. To this end, and for the benefit of the Entire Property and the Owners thereof, Declarant desires to subject the Entire Property to the covenants, conditions, restrictions, charges and liens hereinafter set forth; and

WHEREAS, Declarant desires to develop the Entire Property in individual units (hereinafter referred to as "Lots"), each of which shall be subject to this Declaration.

NOW, THEREFORE, Declarant hereby declares that the Entire Property described above shall be held, sold, conveyed, transferred, developed, leased, subleased, and occupied subject to the following covenants, conditions and restrictions which shall run with the Entire Property or any portion thereof and which are for the purpose of protecting the value and desirability of the Entire Property, and every portion thereof, and shall be binding upon all parties having any right, title, or interest in the Entire Property or any portion thereof, their heirs, successors and assigns, and shall inure to the benefit of each Owner thereof.

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ARTICLE I

DEFINITIONS

Section 1. "Owner" shall mean the record owner, whether one or more persons or entities, fee simple title to any Lot which is part of the Entire Property (or in the event of a sale/leaseback transaction involving any Lot, the lessee or lessees thereunder) but excluding those having such interest solely as security for the performance of any obligation in which event the equitable owner of such fee simple title shall be deemed to be the Owner thereof.

Section 2. "Lot" shall mean any parcel of land shown upon any recorded subdivision plat of the Entire Property, except dedicated public rights-of-way.

Section 3. "Committee" shall mean the Architectural and Development Control Committee as defined in Article III hereof.

Section 4. "Declarant" shall mean the City of Orem, Utah or its Successors and Assigns, if such successors and assigns are the owners of any portion of the Entire Property and/or are designated by the City of Orem, Utah to perform the obligations of Declarant hereunder.

Section 5. "Building" shall mean and include, but not be limited to, the main portion of a structure built for permanent use and all projections or extensions therof, including but not limited to garages, outside storage structures and areas, outside platforms, canopies, enclosed malls and porches.

Section 6. "Improvements" shall mean and include, but not be limited to, buildings, driveways, exterior lighting, fences, landscaping, lawns, loading areas, parking areas, retaining walls, roads, screening walls, signs, utilities, walkways, and berms, which are located on a Lot.

Section 7. "Landscaping" shall mean a space of ground covered with lawn, living ground cover, shrubbery, trees and similar vegetation which may be complimented with earth berms, masonry or similar materials, all harmoniously combined with other improvements.

Section 8. "Occupant" shall mean an entity, whether it be an individual, corporation, joint venture, partnership or association, which has purchased, leased, rented or otherwise legally acquired the right to occupy and use any building or Lot, whether or not such right is exercised.

Section 9. "Park" shall mean the Entire Property as from time to time developed and known as the "Timpanogos Research and Technology Park."

Section 10. "Land Areas" shall mean the entire parcel referred to except dedicated public rights-of-way.

Section 11. "Set Back" shall mean the distance from the property line of the Lot to the Improvement that is subject to the Set Back requirement is provided for in this Declaration.

ARTICLE II

USES

Section 1. Entire Property: Each Lot shall be developed pursuant to a conditional use permit issued by the City. No portion of the Entire Property may be occupied by any use which is in violation of applicable ordinances, laws, and regulations of any governmental entity having jurisdiction over the use of any portion of the Entire Property.

Section 2. Partial Prohibition: No portion of the Entire Property shall be used for activities other than those related to, compatible with, or in support of scientific, technological or innovative research and development, both basic and applied, and those uses which will allow the Timpanogos Research and Technology Park to be self-sufficient and self-contained. Research and production operations may be permitted wherein: (1) because of the nature of the technology involved in such production (such as the production of integrated circuits and solid state products), the research and production facilities on said land are mutually dependent, or (2) the production operations are: (i) developmental in nature, and (ii) are substantially dependent on frequent and close collaboration with research personnel working in these facilities. However, support services directly related to and in support of the ongoing purposes and nature of the Park or for the establishment of a public park and/or recreational facilities for the use and enjoyment of Park tenants and others may be permitted. All support services shall be located within the main buildings. The type and location of all uses shall be approved by the Orem City Council.

Section 3. Performance Standards: No Lot or Improvement shall be used for any activity which does not comply with federal, state, and local laws and regulations regarding noise, odor, air quality, water quality, waste water discharge, electrical interference, and hazardous materials.

Section 4. Hours of Use: The Declarant may determine hours of use of each business as a requirement of the Conditional Use Permit.

ARTICLE III

ARCHITECTURAL AND DEVELOPMENT CONTROLS

Section 1. Architectural and Development Control Committee: The Orem City Council shall appoint a five (5) member Architectural and Development Control Committee, herein referred to as the "Committee", the function of which shall be to insure that all improvements on the Entire Property harmonize with existing surroundings and structures and meet the restrictions and requirements described in this Declaration or as contained in any Development Guidelines established by the Declarant.

Section 2. Submission to Committee: No Improvement shall be constructed and no significant alteration of any Improvement situated on a Lot shall be performed, unless complete plans and specifications therefore have first been submitted to and approved in writing by the Committee, which approval shall not be unreasonably refused.

Section 3. Approval Procedure: Any plans and specifications submitted to the Committee shall be approved or disapproved by it in writing within thirty (30) days after submission. In the event the Committee fails to take any action within such period, it shall be deemed to have approved the material submitted; provided, however, that with respect to any such material which constitutes a variation or waiver of any of the requirements in this Declaration stated, such variation or waiver shall be deemed to have been refused. Approval by the Committee shall be in addition to, and shall not supersede compliance with all City requirements involving, but not limited to, the conditional use permit controlling the development of the lot.

Section 4. Standards: In deciding whether to approve or disapprove plans and specifications submitted to it, the Committee shall use its best judgment to insure that all improvements, construction, landscaping, and alterations on Lots within the Entire Property conform to and harmonize with the requirements and restrictions of this Declaration.

Section 5. Development Guidelines:

- A. The Declarant shall adopt such Development Guidelines as it deems necessary to inform owners and interested parties of the standards which will be applied in approving or disapproving proposed construction.
- B. Such guidelines may amplify but may not be less restrictive than the regulations and restrictions stated in this Declaration and shall be binding upon all Owners of Lots within the Entire Property provided, however,

that such Owners may modify such guidelines as set forth in Article V Section 4 of this Declaration.

C. Such guidelines shall specifically state the rules and regulations of the Declarant with respect to the submission of plans and specifications for approval, time or times within which such plans and specifications must be submitted, and state such other rules, regulations, and policies which the Committee will consider in approving or disapproving proposed construction of or alteration to Improvements.

Section 6. Basis for Approval: Review and approval by the Committee must be based upon the standards set forth in this Declaration and in the Development Guidelines. The Committee shall consider not only the quality of the specific proposal but also its effect and impact upon neighboring Lots, the Entire Property, and the surrounding residential neighborhoods.

Section 7. No liability for damages: The Committee shall not be liable for damages by reason of any action, inaction, approval, or disapproval by it with respect to any requirement made pursuant to this Article.

Section 8. Declarant's Obligation: Declarant hereby covenants in favor of each Owner that all Improvements erected by it shall be architecturally compatible with respect to one another, with this Declaration, and with the Development Guidelines.

ARTICLE IV

IMPROVEMENTS

Improvements on Lots shall be constructed strictly in accordance with the following restrictions and requirements:

Section 1. Construction of Improvements:

A. **Temporary Structures:** No temporary building or other temporary structure shall be permitted on any Lot: provided, however, that trailers, temporary buildings and the like shall be permitted for construction purposes during the construction period of a permanent building. Such structures shall be placed as inconspicuously as practicable, shall cause no inconvenience to Owners or Occupants of other Lots, and shall be removed no later than the date of the issuance of an occupancy permit for the Building in connection with which the temporary structure was used.

B. **Construction Period:** Construction of principal buildings shall be commenced within twelve (12) months of the date of closing of the purchase of the lot; provided, however, that the Declarant may grant a one (1) time written extension of up to one (1) year's time period upon conditions it deems appropriate. In order to ensure that construction begins within the twelve (12) month period, the owner shall post a cash bond equal to ten percent (10%) of the purchase price of the Lot(s) purchased at the time the lot was purchased. In the event construction is not begun within the twelve (12) month period and no extension is granted, the Owner shall deed the property and all improvements thereon back to the Declarant, free of all title defects and encumbrances of any kind, the Declarant shall pay to the Owner a sum equal to the purchase price of the Lot, and the bond shall be forfeited to Declarant as liquidated damages. If construction is begun in a timely fashion, Declarant shall reimburse the amount of the bond plus interest accrued thereon to the owner upon issuance of the final occupancy permit by the City.

Section 2. Location of Buildings:

- A. **Setbacks:** Buildings on all Lots shall be set back a minimum of fifty (50) feet from any dedicated street and twenty (20) feet from any other property line.
- B. **Land Coverage:** The size of any Lot shall be limited to a minimum of three (3) acres and a maximum of twenty-five (25) acres. All building and parking areas on any Lot shall not occupy more than sixty (60) percent of the total area of said Lot. The remaining portion of the Lot, not to be less than forty (40) percent, shall be landscaped.

Section 3. Building Standards: Buildings shall be constructed according to the following standards and guidelines:

- A. **Materials:** All structures must be finished on all sides with materials approved by the Committee. The following materials shall not be allowed for exterior finish: Metal clad, metal roofs, wooden and metal materials other than accent trim, concrete block and plaster. Acceptable finishing materials include brick, glass, and select forms of aggregate.
- B. **Colors:** All buildings shall be finished in colors which will blend with the environment.
- C. **Height:** Building height is restricted to a maximum of thirty-six (36) feet exclusive of roof mounted mechanical equipment.

D. **Outside Storage:** All storage and storage activities outside of the main buildings, except loading and unloading, shall be conducted within a building or enclosure constructed with the same exterior finish as the main building. The design of all storage buildings and enclosures shall be approved by the Committee.

Section 4. Parking Areas: Parking Areas shall be constructed and maintained by the Owner as follows:

- A. **Parking Surfaces:** All parking spaces, parking areas and driveways must be constructed in accordance with standards established by the City.
- B. **Parking Setbacks:** All parking areas shall be set back a minimum of fifty (50) feet from all dedicated public streets. Where possible, all parking areas shall be located to the rear of the building(s).
- C. **Parking Requirements:** Parking on public streets within the Park is prohibited. There shall be sufficient land allocated by the Owner to provide one space per 300 square feet of gross floor area. The minimum parking requirements may be modified by the Declarant in its judgment and discretion.
- D. **Screening of Parking Areas:** All parking areas shall be substantially screened from streets and adjoining Lots by appropriate landscaping.

Section 5. Site Landscaping:

- A. Landscaping and lighting plans shall be submitted to the Declarant for approval as a part of the site plan.
- B. All site landscaping requirements shall be completed within ninety (90) days of completion of the building construction. However, this requirement may be varied by the Declarant.

Section 6. Signs shall be in conformance with standards and guidelines established by the City.

Section 7. Maintenance: Buildings, Landscaping, and other improvements shall be continuously maintained so as to preserve a well kept appearance. If the Committee is not satisfied with the level of maintenance on a Lot, it shall so notify the Owner in writing and the Owner shall have thirty (30) days thereafter in which to restore its Lot to a level of maintenance acceptable to the Committee. If in the Committee's opinion, the Owner

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has failed to bring the Lot to any acceptable standard within such thirty (30) day period, the Committee may order the necessary work performed on the Lot at the Owner's expense. Failure to properly maintain Improvements shall be adequate grounds for revocation of the Conditional Use Permit by the City.

Section 8. Utility Connections: All utility lines, connections and installations must be underground and rise within a building or fixture. Any external transformers, meters, or similar fixtures shall be installed below ground level or shall be located no more than three (3) feet from a building, must be installed no more than three (3) feet above ground level and must be screened.

Section 9. Mechanical Equipment: All mechanical equipment incidental to any building, including roof mounted mechanical equipment, shall be totally enclosed or screened so as to be an integral part of the architectural design of the building to which it is attached or related unless otherwise approved by the Committee and the Declarant.

ARTICLE V

GENERAL PROVISIONS

Section 1. Enforcement: The Declarant, the Committee, or any Owner shall have the right to enforce, by any proceeding at law or in equity, all restrictions, conditions, covenants, and reservations of this Declaration. Failure of the Declarant, the Committee, or any Owner to enforce any covenant or restriction herein contained shall in no event be deemed a waiver of the right to do so thereafter.

Section 2. Severability: Invalidation of any one of these covenants or restrictions by judgement or court order shall in no way affect any other provisions which shall remain in full force and effect.

Section 3. Duration: The covenants and restrictions of this Declaration shall run with and bind the land for a term of twenty (20) years from the date this Declaration is recorded, after which time they shall be automatically extended for successive periods of ten (10) years, to a maximum of 99 years unless terminated at the end of any such period by vote of the Owners and Declarant as set forth in Section 4 of this Article.

Section 4. Modification, Consents, Terminations and Amendments: Any modification of the Development Guidelines (as authorized to be established in Article III Section 5 hereof), termination of this Declaration (as set forth in Article V Section 3 hereof) or amendments of this Declaration shall take place only by the affirmative vote of two-thirds of all votes entitled to

be voted. Each Owner, except Declarant, shall have one vote for each acre of land, or any fraction thereof owned by it. Declarant shall have votes equal to the total votes of all Owners other than Declarant or one vote per acre or any fraction thereof owned by it in the Entire Property, whichever is greater. Any modification of this Declaration must be recorded.

Section 5. No Severance of Right From Ownership of a Lot: No Owner of any Lot shall convey his interest under this Declaration.

Section 6. Interpretation: The captions which precede the Articles and Sections of this Declaration are for convenience only and shall in no way affect the manner in which any provision hereof is construed. Whenever the context so requires, the singular shall include the plural, the plural shall include the singular, the whole shall include any part thereof, and any gender shall include both genders. The provisions of any portion of this Declaration shall be liberally construed to effect all of its purposes. These Covenants, Conditions and Restrictions shall be construed in accordance with the laws of the State of Utah.

PASSED AND APPROVED this 10th day of April,
1984.

DeLance W. Squire
CITY OF OREM, BY
DeLance W. Squire, Mayor

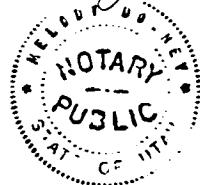
Philip E. Goodrich
Philip E. Goodrich, City Recorder

STATE OF UTAH) : ss.
COUNTY OF UTAH)

On the 14th day of March, 1985, personally appeared before me DeLance W. Squire, who, being by me duly sworn, did say that he is the Mayor of the City of Orem, a Utah municipal corporation, that the foregoing instrument was signed in behalf of said City of Orem by authority of its ordinances and State law and the said DeLance W. Squire acknowledged to me that said City of Orem executed the same.

My Commission expires: July 27, 1986
Residing at: Orem, Utah

89062240 REC 827



**Timpanogos Research and Technology Park
Boundary Description**

Commencing at the Southeast Corner of Section 2, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence S 89° 54' 39" W along the Section Line 1679.04 feet; thence N 0° 05' 21" W 792.00 feet; thence S 89° 54' 39" W 330.03 feet; thence N 0° 05' W 1677.89 feet to the North Right-of-Way Line of the Murdock Canal; thence N 74° 34' 30" E along said Right-of-Way Line 155.91 feet to a point of curvature of a 235.00 foot radius curve to the right; thence along said curve and said Right-of-Way Line 151.76 feet through a central angle of 37° 00' 04"; thence N 0° 58' 39" W 194.68 feet on the North Right-of-Way Line of 1600 North Street; thence along said Right-of-Way Line the next five courses: S 89° 37' E 521.35 feet to a point of curvature of a 533.00 foot radius curve to the right; thence along said curve 191.79 feet through a central angle of 20° 37'; thence S 69° 00' E 476.34 feet to a point of curvature of a 533.00 foot radius curve to the right; thence along said curve 158.14 feet through a central angle of 17° 00'; thence S 52° 00' E 494.01 feet to the Section Line; thence S 1° 00' 22" E along the Section Line 2103.89 feet to the Point of Beginning.

Contains 109.7155 acres.

Basis of Bearing is the Utah State Plane Coordinates System, Central Zone.

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