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11/4/2008 9:03:00 AM \$26.00
Book - 9656 Pg - 3664-3672
Gary W. Ott
Recorder, Salt Lake County, UT
INTEGRATED TITLE INS. SERVICES
BY: eCASH, DEPUTY - EF 9 P.

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When recorded return to:

Stephen K. Christensen
Nelson Christensen & Helsten
68 South Main Street, 6th Floor
Salt Lake City, Utah 84101

**FIRST AMENDMENT TO
CONSTRUCTION, OPERATION AND RECIPROCAL EASEMENT AGREEMENT**

THIS FIRST AMENDMENT TO CONSTRUCTION, OPERATION AND RECIPROCAL EASEMENT AGREEMENT ("**Amendment**") is entered into as of the 12 day of September, 2008 by and between HARVEST VILLAGE CORP., a Utah corporation ("**Developer**"), RH RETAIL, LLC, a Utah limited liability company ("**RH Retail**") and COSTCO WHOLESALE CORPORATION ("**Costco**").

WHEREAS Developer and Costco entered into a Construction, Operation and Reciprocal Easement Agreement dated September 14, 2007 and recorded as Entry No. 10222869 in the Official Records of Salt Lake County, Utah (the "**OEA**"); and

WHEREAS RH Retail owns a certain parcel of property which is adjacent to the Developer Parcels and the Costco Parcel (the "**RH Retail Parcel**"), which parcel is more particularly described on Exhibit "A" hereto; and

WHEREAS Developer and Costco desire to amend the OEA to specifically include the RH Retail Parcel.

NOW THEREFORE, the parties agree as follows:

1. **RH Retail**. RH Retail is hereby added as a party to the OEA and shall be bound as an Owner by all of the obligations under the OEA.
2. **RH Retail Parcel**. The OEA is hereby amended to include the RH Retail Parcel. The RH Retail Parcel shall be included as a Parcel as defined in the OEA and shall be subject to all of the terms and conditions set forth in the OEA.
3. **Exhibits**. Exhibits B-1 and B-2 are hereby supplemented by Exhibits B-1(a) and B-2(a) attached hereto.


Except as set forth in this Amendment, all other terms contained in the OEA remain in full force and effect.

[Signature Page Follows]

IN WITNESS WHEREOF the parties have executed this Amendment as of the day and date first set forth above.


HARVEST VILLAGE CORP.
a Utah corporation

COSTCO WHOLESALE CORPORATION
a Washington corporation


By: Barrett Peterson
Its: Managing Member

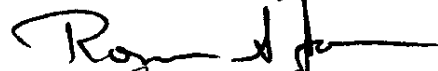

By: _____
Its: _____


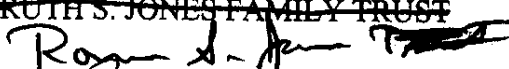
RH RETAIL, LLC
a Utah limited liability company


By: Paul Stringham
Its: Manager

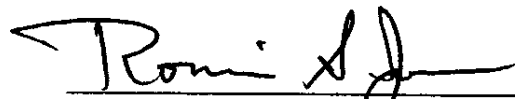
CONSENT

The undersigned, having an interest in the Developer Parcels, hereby consent to the foregoing First Amendment.



Ruth S. Jones, Trustee of the
Kenneth L. Jones Trust




Ruth S. Jones, Trustee

RUTH S. JONES FAMILY PARTNERSHIP

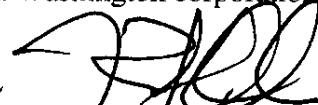

Ronnie Jones, General Partner

IN WITNESS WHEREOF the parties have executed this Amendment as of the day and date first set forth above.


HARVEST VILLAGE CORP.
a Utah corporation


By: RYAN PETERSON
Its: PRESIDENT

COSTCO WHOLESALE CORPORATION
a Washington corporation


By: RICHARD J. OLIN
Its: V.P./Asst. Secretary

RH RETAIL, LLC
a Utah limited liability company


By: PAUL J. MINGHAM
Its: MANAGER

CONSENT

The undersigned, having an interest in the Developer Parcels, hereby consent to the foregoing First Amendment.

Ruth S. Jones, Trustee of the
Kenneth L. Jones Trust

RUTH S. JONES FAMILY TRUST

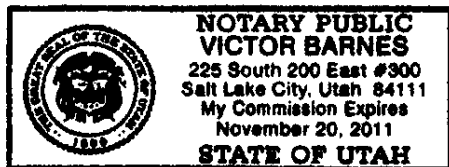
Ruth S. Jones, Trustee

RUTH S. JONES FAMILY PARTNERSHIP

Ronnie Jones, General Partner

STATE OF UTAH
COUNTY OF SALT LAKE

This instrument was acknowledged before me on the 3rd day of November, 2008,
by Ryan Peterson, as President of HARVEST VILLAGE
CORP.



Victor Barnes
Notary Public

STATE OF WASHINGTON
COUNTY OF KING

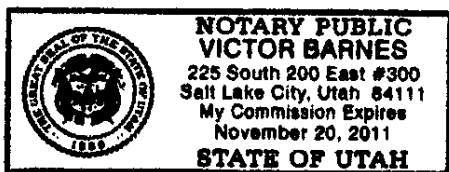
This instrument was acknowledged before me on the 17th day of October, 2008,
by Richard J. Olin, as Vice Secretary of COSTCO
WHOLESALE CORPORATION.



Teri L. Finney
Notary Public TERI L. FINNEY

STATE OF UTAH
COUNTY OF SALT LAKE

This instrument was acknowledged before me on the 30th day of October, 2008,
by Paul Stringham, as Manager of RH RETAIL, LLC.



Victor Barnes
Notary Public

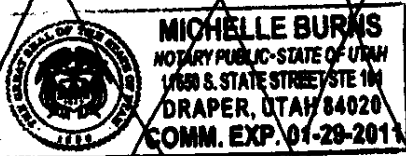
STATE OF UTAH
COUNTY OF SALT LAKE

This instrument was acknowledged before me on the _____ day of _____, 2008,
by RUTH S. JONES as Trustee of the KENNETH L. JONES TRUST and as Trustee of the RUTH S.
JONES FAMILY TRUST.

Notary Public

STATE OF UTAH
COUNTY OF SALT LAKE

This instrument was acknowledged before me on the 12th day of September, 2008,
by _____, as _____ of HARVEST VILLAGE
CORP.



Michelle Burns
Notary Public

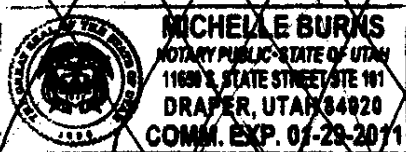
STATE OF WASHINGTON
COUNTY OF KING

This instrument was acknowledged before me on the _____ day of _____, 2008,
by _____, as _____ of COSTCO
WHOLESALE CORPORATION.

Notary Public

STATE OF UTAH
COUNTY OF SALT LAKE

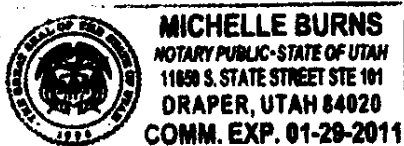
This instrument was acknowledged before me on the 12th day of September, 2008,
by _____, as _____ of RH RETAIL, LLC.



Michelle Burns
Notary Public

STATE OF UTAH
COUNTY OF SALT LAKE

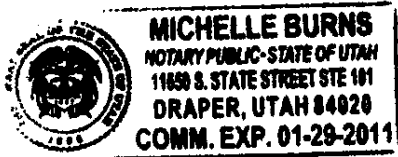
This instrument was acknowledged before me on the 12th day of September, 2008,
by RUTH S. JONES as Trustee of the KENNETH L. JONES TRUST and as Trustee of the RUTH S.
JONES FAMILY TRUST.



Michelle Burns
Notary Public

STATE OF UTAH
COUNTY OF SALT LAKE

This instrument was acknowledged before me on the 12th day of September, 2008,
by RONNIE JONES, General Partner of RUTH J. JONES FAMILY PARTNERSHIP.



Michelle Burns
Notary Public

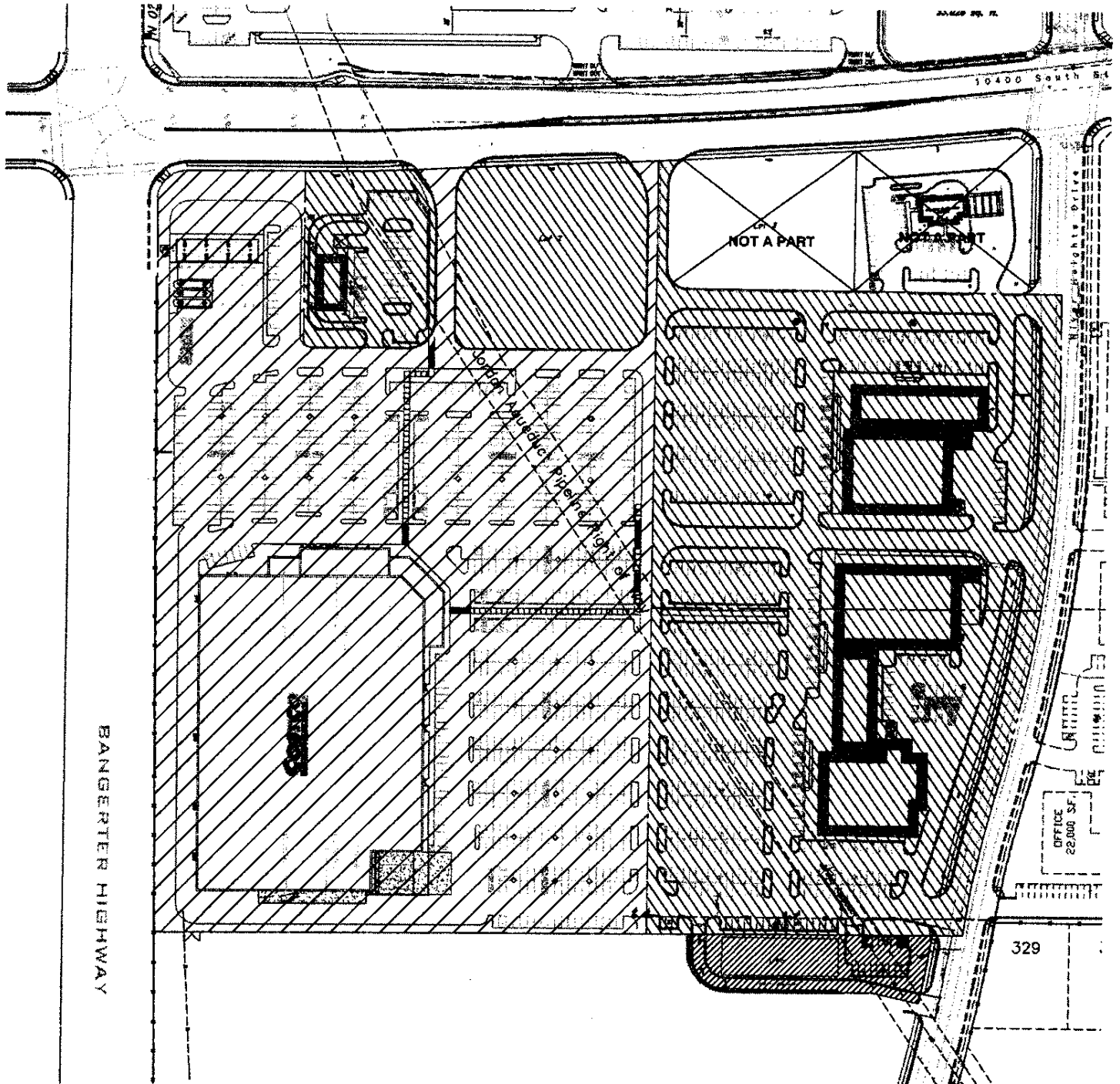
EXHIBIT "A"
Legal Description - RH Retail Parcel




Beginning at a point on the south line of Harvest Village at South Jordan Subdivision Phase 1, as found and on file at the Salt Lake County Recorders Office, Book 2007, Page 367, said point being South 0°08'50" East 26.58 feet along the Quarter Section line and being the east line of the Bangerter Highway and North 89°57'07" East 774.91 feet along the south line of said Harvest Village at South Jordan Subdivision Phase 1 from the Center of Section 17, Township 3 South, Range 1 West, Salt Lake Base and Meridian, and running: thence North 89°57'07" East 356.47 feet along the south line of said Harvest Village at South Jordan Subdivision Phase 1 to a point on the west line of River Heights Drive; thence Southwesterly 100.95 feet along the arc of a 2948.00 foot radius curve to the right (center bears North 79°34'54" West and the long chord bears South 11°23'57" West 100.95 feet with a central angle of 1°57'43") along the west line of said River Heights Drive; thence North 77°35'19" West 73.88 feet; thence North 89°57'07" East 208.29 feet; thence Southeasterly 87.96 feet along the arc of a 56.00 foot radius curve to the right (center bears North 00°02'53" East and the chord bears North 45°02'53" West 79.20 feet with a central angle of 90°00'00"); thence North 00°22'40" East 26.16 feet to the point of beginning.

Pt 27-17-400-039

Contains 28,846 square feet or 0.66 acres.

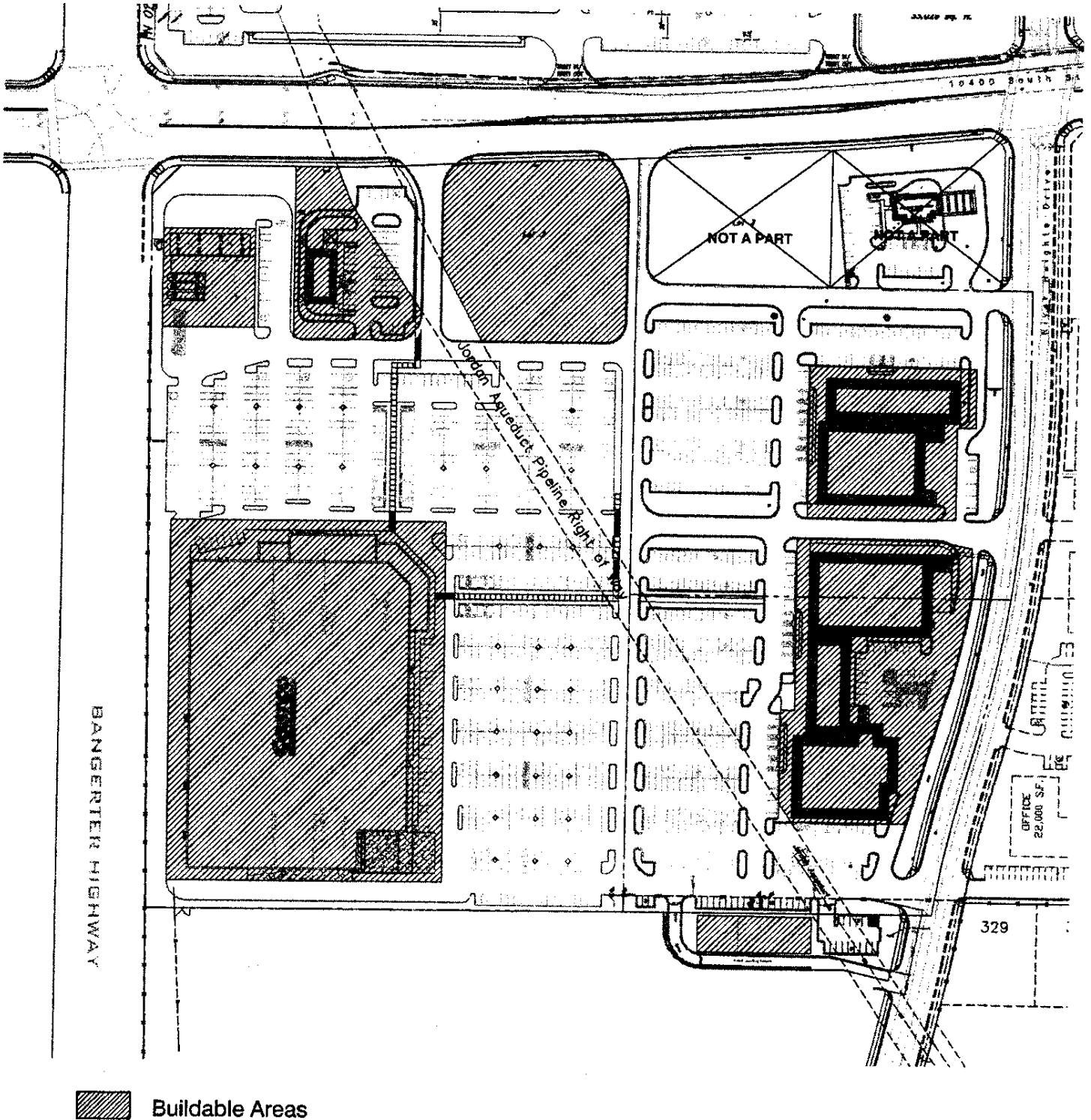
Exhibit "B-1(a)"



-  Costco Parcel
-  Developer Parcels
-  RH Retail Parcel

↑ North
Scale: 1"=200'

Exhibit "B-2(a)"



↑ North
Scale: 1"=200'