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 Gary W. Ott
 Recorder, Salt Lake County, UT
 METRO NATIONAL TITLE
 BY: eCASH, DEPUTY - EF 6 P.

MNT: 18016

HERRIMAN, UTAH
 13400 South Street
 LIC: 043-0279

APN: 26-36-400-029
 2011 # 26-36-451-001

Prepared by: Shelly Z. Hurta
 After recording, return to: Ana Maria Guedea
 McDONALD'S CORPORATION
 One McDonald's Plaza
 Oak Brook, Illinois 60523

RESTRICTIVE COVENANT

Under a Contract dated January 19, 2010, **SOUTH FARM, L.L.C.**, a Utah limited liability company ("Grantor") agreed to convey to **McDONALD'S REAL ESTATE COMPANY**, a Delaware corporation ("Grantee") a parcel of real estate described on Exhibit A attached.

One of the terms of that Contract required Grantor to record a Restrictive Covenant affecting the use of Grantor's other property.

THEREFORE, in consideration of the terms and conditions contained in that Contract, Grantor promises and declares that the shopping center described on Exhibit B ("Shopping Center") attached will not be used for restaurant or food service purposes (which includes any type of food or drink) for a period of 50 years from the date of recording of this document or the maximum period allowed by law. The term "restaurant or food service purposes" for the purposes of this restriction, shall mean any type of food service establishment that sells hamburgers; provided, however, the incidental sale of hamburgers to the main menu items shall be permitted.

Also provided that any other tenant in the Shopping Center with a building size in excess of 30,000 square feet and/or food service establishment which offers as the primary method of service, for all meal times, food and drink orders taken by and served by a waiter or waitress at the customer's table is excluded from the term "restaurant or food service purposes."

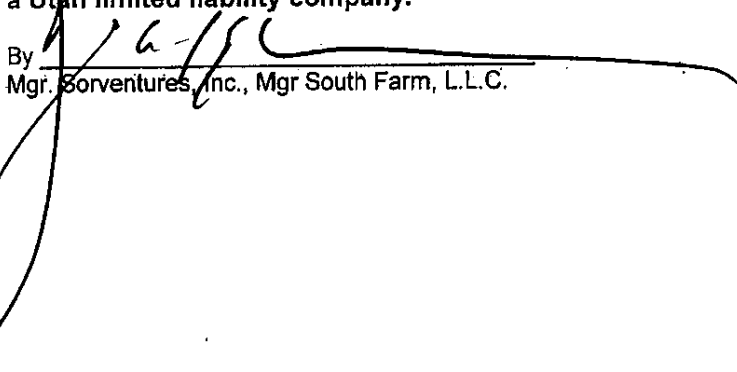
In addition, and not by way of example, the following restaurants operating under the listed trade names, or operating under any successor trade names, are prohibited within the areas, and for the time period specified in this restrictive covenant.

Apollo Burgers	Backyard Burgers	Johnny Rockets
Atlanta Burgers	Burger Chef	Olympic Burgers
Artic Circle	Burger King	Rally's
Astro Burgers	Carl's Jr.	Rax
A & W	Chedders	Roy Rodgers
Burger Street	Culver's	Smashburger
Checkers	Cheeburger, Cheeburger	Sonic
Crown Burgers	Crystal Burgers	Steak 'N' Shake
Dairy Queen	Hardee's	Tim Horton's
Five Guys Burgers	Hire's Big H	Wendy's
5-N-Diner	IceBerg Drive-In	Whataburger
Jack-in-the-Box	In and Out Burgers	White Castle

This restriction runs with the land described on Exhibits A and B and shall inure to the benefit of Grantee and be binding upon Grantor and Grantor's successors and assigns.

Grantor has executed this Restrictive Covenant, this 17th day of November, 2010.

GRANTOR:
SOUTH FARM, L.L.C.
a Utah limited liability company.

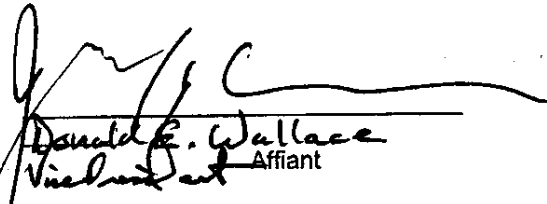
By 
Mgr. Sorventures, Inc., Mgr South Farm, L.L.C.

(Attach Exhibits A and B)

STATE OF Utah
COUNTY OF Salt Lake

**AFFIDAVIT OF OWNERSHIP
{USE FOR CORPORATION OR PARTNERSHIP}**

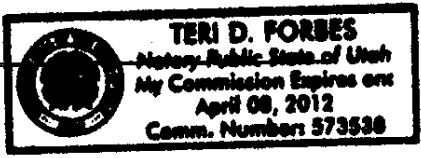
The undersigned, being first duly sworn on oath, deposes and states that the undersigned is an officer or partner of the above named Grantor and as such has access to the records of the Grantor and knows of his/her personal knowledge that the Grantor has title to all of the property described on Exhibit B attached.


Donald E. Wallace
Vice President Affiant

Subscribed and sworn to before me this 17th day of November, 2010.


Notary Public

My commission expires April 8, 2012



ACKNOWLEDGMENT

STATE OF _____
COUNTY OF _____

{USE FOR CORPORATION OR PARTNERSHIP}

The foregoing instrument was acknowledged before me on _____, by _____ its _____ and _____ its _____ of _____ on behalf of the corporation/partnership.

Notary Public

My commission expires _____

STATE OF Utah

COUNTY OF Salt Lake

**AFFIDAVIT OF OWNERSHIP
(USE FOR CORPORATION OR PARTNERSHIP)**

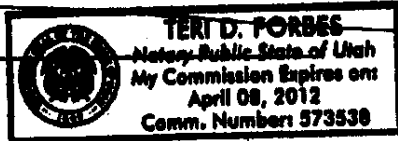
The undersigned, being first duly sworn on oath, deposes and states that the undersigned is an officer or partner of the above named Grantor and as such has access to the records of the Grantor and knows of his(her) personal knowledge that the Grantor has title to all of the property described on Exhibit B attached.

[Signature]
Donald E. Wallace
Affiant

Subscribed and sworn to before me this 17th day of November, 2010.

[Signature]
Notary Public

My commission expires April 8, 2012



ACKNOWLEDGMENT

STATE OF STATE UTAH

COUNTY OF SALT LAKE

(USE FOR CORPORATION OR PARTNERSHIP)

The foregoing instrument was acknowledged before me on 17th November 2010 by Donald E. WALLACE, its manager of Sor Ventures and by Donald E. Wallace, its manager of South Farm on behalf of the corporation/partnership.

[Signature]
Notary Public

My commission expires November 30, 2010

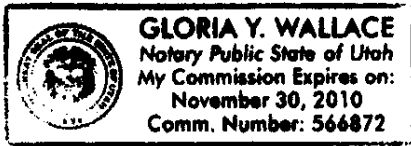


Exhibit A
Legal Description of Parcel 1

All of Lot 1, Herriman Towne Center Plat F – Phase 1, according to the official plat thereof, filed in Book 2010 of Plats at Page 170 of the official records of the Salt Lake County Recorder.

Said Lot 1 is also described in metes and bounds as follows:

A parcel of land located in the Southeast Quarter of Section 36, Township 3 South, Range 2 West, Salt Lake Base and Meridian, Salt Lake County, Utah, described as follows:

BEGINNING at a point South 89°38'29" East 1,082.58 feet along the south line of Section 36, Township 3 South, Range 2 West, Salt Lake Base and Meridian and North 68.00 feet from the South Quarter Corner of said Section 36, and thence North 00°09'29" East 258.80 feet; thence South 89°38'29" East 174.98 feet; thence South 00°09'29" West 229.58 feet; thence South 45°15'30" West 41.25 feet; thence North 89°38'29" West 145.75 feet to the POINT OF BEGINNING. Said parcel contains 44,857 square feet or 1.03 acres, more or less.

Exhibit B

Legal description of Parcel 2

A parcel of land located in the Southeast Quarter of Section 36, Township 3 South, Range 2 West, Salt Lake Base and Meridian, Salt Lake County, Utah, described as follows:

BEGINNING at a point on the north right-of-way line of the 13400 South Roadway Dedication Plat (Plat D - Phase 1A), said point being South 89°38'29" East 93.12 feet along the south line of Section 36, Township 3 South, Range 2 West, Salt Lake Base and Meridian and North 53.00 feet from the South Quarter Corner of said Section 36, and thence along said line South 89°38'29" East 989.41 feet to the west line of Herriman Towne Center Plat F - Phase 1; thence continuing along said right-of-way line the following two courses: 1) South 89°38'29" East 154.87 feet to a point of tangency of a 30.00 foot radius curve to the left and 2) Northeasterly 47.23 feet along said curve through a central angle of 90°12'02" and a long chord of North 45°15'30" East 42.50 feet to the west line of Fort Herriman Parkway; thence along said line North 00°09'29" East 293.65 feet to a point of tangency of a 983.00 foot radius curve to the left; thence Northerly 640.56 feet along said curve through a central angle of 37°20'10" and a long chord of North 18°30'36" West 629.29 feet; thence North 37°10'41" West 57.72 feet; thence South 52°49'19" West 371.74 feet to a point of tangency of a 798.00 foot radius curve to the right; thence Westerly 520.51 feet along said curve through a central angle of 37°22'19" and a long chord of South 71°30'29" West 511.33 feet; thence North 89°48'22" West 157.49 feet to a point of tangency of a 20.00 foot radius curve to the left; thence Southwesterly 31.42 feet along said curve through a central angle of 90°00'00" and a long chord of South 45°11'38" West 28.28 feet; thence South 00°11'38" West 532.84 feet to said north line of the 13400 South Roadway Dedication and a point of tangency of a 20.00 foot radius curve to the left; thence Southeasterly 31.36 feet along said curve through a central angle of 89°50'07" and a long chord of South 44°43'26" East 28.24 feet to the POINT OF BEGINNING. Said parcel contains 836,520 square feet or 19.20 acres, more or less.

LESS AND EXCEPTING THE FOLLOWING DESCRIBED PROPERTY:

All of Lot 1, Herriman Towne Center Plat F – Phase 1, according to the official plat thereof, filed in Book 2010 of Plats at Page 170 of the official records of the Salt Lake County Recorder.

Said Lot 1 is also described in metes and bounds as follows:

A parcel of land located in the Southeast Quarter of Section 36, Township 3 South, Range 2 West, Salt Lake Base and Meridian, Salt Lake County, Utah, described as follows:

BEGINNING at a point South 89°38'29" East 1,082.58 feet along the south line of Section 36, Township 3 South, Range 2 West, Salt Lake Base and Meridian and North 68.00 feet from the South Quarter Corner of said Section 36, and thence North 00°09'29" East 258.80 feet; thence South 89°38'29" East 174.98 feet; thence South 00°09'29" West 229.58 feet; thence South 45°15'30" West 41.25 feet; thence North 89°38'29" West 145.75 feet to the POINT OF BEGINNING. Said parcel contains 44,857 square feet or 1.03 acres, more or less.