

712-36.27-1W

06-093-0086

0087

0076

SECOND MODIFICATION OF DECLARATION
OF RESTRICTIVE COVENANT

E 1171500 B 1859 P 312
CAROL DEAN PAGE, DAVIS CNTY RECORDER
1995 MAR 27 3:23 PM FEE 16.00 DEP JS
REC'D FOR ASSOCIATED TITLE COMPANY

WHEREAS, on June 13, 1990, in Book 1356, Page 143, shown as Entry #893690, in the Office of Davis County Recorder, certain deed restrictions were placed on the property described in Exhibit "A", attached hereto ("Property"); and

WHEREAS, some of the restrictions were placed of record to induce Motel 6 Operating L.P. ("Motel 6") to purchase certain property in Davis County, Utah; and

WHEREAS, Motel 6 and The Board of Education of Davis County School District agreed to modify the Declaration of Restrictive Covenant, and on the 3rd day of August, 1994, in Book 1787, Page 525, shown as Entry #1134668, in the Office of Davis County Recorder, a Modification of Declaration of Restrictive Covenant was recorded affecting the Property; and

WHEREAS, the Board of Education of Davis County School District has sold, transferred and conveyed all of their right, title and interest in the Property to Cottontree Hospitality Group, an Idaho limited partnership ("Cottontree"); and

WHEREAS, Motel 6 and Cottontree have agreed to modify certain of the Deed restrictions referred to above, and have agreed to the establishment of modified restrictions on the Property;

NOW THEREFORE, in consideration of the premises, covenants and conditions set forth in this Agreement, Motel 6 and Cottontree hereby modify the original Declaration of Restricted Covenant referred to above, and the previous Modification of Declaration of Restrictive Covenant as follows:

(1) The restriction prohibiting the use of Property from the construction and operation of a hotel or motel is hereby modified to allow for the construction and operation of a 140 unit (or less) hotel or motel, providing restrictions are observed.

COURTESY RECORDING

This document is being recorded solely as a courtesy and an accommodation to the parties named therein. Associated Title Company hereby expressly disclaims any responsibility or liability for the accuracy or the content thereof.

(2) To the extent not modified herein, the restrictive covenant set forth in the original Declaration of Restrictive Covenant referred to herein and the Modification of Declaration of Restrictive Covenant shall remain in place unmodified and in full force and effect.

(3) This Second Modification of Declaration of Restrictive Covenant shall take effect and shall remain in effect when executed by Motel 6 and Cottontree.

IN WITNESS WHEREOF, the parties have executed this Second Modification of Declaration of Restrictive Covenant this 14 day of MARCH, 1995.

COTTON TREE HOSPITALITY GROUP,
an Idaho limited partnership

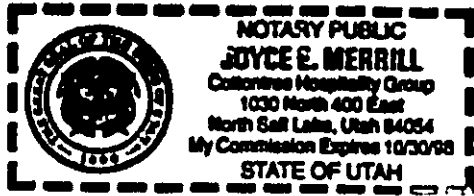
By COTTON TREE MANAGEMENT, INC.,
Its General Partner

By David J. Petersen
DAVID J. PETERSEN, Its President

STATE OF UTAH
COUNTY OF DAVIS

On this 14th day of Mar, 1995, before me the undersigned, a Notary Public in and for said State, personally appeared Laura J. Peterson personally known to me or proved to me on basis of satisfactory evidence to be the person who executed the within instrument.

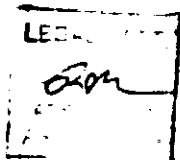
WITNESS my hand and official seal,



Joyce E. Merrill

Notary Public, State of Utah
My commission expires 10/30/98

MOTEL 6 OPERATING L.P.,
a Delaware limited partnership



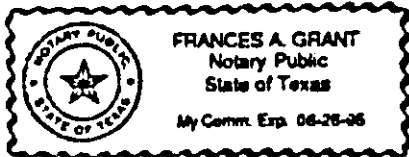
By Motel 6 G.P., Inc., managing general partner

By Michael A. Ferraro
Michael A. Ferraro
Vice President Real Estate & Development
its

STATE OF TEXAS
COUNTY OF DALLAS

On this 20th day of March, 1995, before me the undersigned, a Notary Public in and for said State, personally appeared Michael A. Ferraro, personally known to me or proved to me on basis of satisfactory evidence to be the person who executed the within instrument. VP Real Estate & Development of Motel 6 G.P., Inc., managing general partner of Motel 6 Operation L.P., a Delaware limited partnership, the execution of the within instrument is made by said managing general partner on behalf of Motel 6 Operating L.P.

WITNESS my hand and official seal,



Frances A. Grant
Notary Public, State of Texas
My commission expires 8-26-95

EXHIBIT A

— RECORDER'S MEMO —
LEGIBILITY OF TYPING OR PRINTING
UNSATISFACTORY IN THE DOCUMENT
WHEN RECEIVED

PARCEL NO. 1: 06-093-0086

Beg. 229.68 feet N fr the SE cor of the NW 1/4 of Sec. 36. T2N. R1W. S1M. Th N 137.72 ft; Th W 210.5 FT; Th S 137.72 Ft; Th E 210.5 Ft to Beg., Cont. .666 acres.

PARCEL NO. 2:

0076

E 1171500 8 1859 P 315

Beg 3.48 Chs N of SE cor of NW 1/4 Sec 36, T2N, R1W, S1M, Th W 3.18 Chs; Th S 1.5 Chs; Th E 3.18 Chs; Th N 1.5 Chs to POB, Cont. .48 acres

PARCEL NO. 3:

0087

Beg at NW cor of Lot 10, Sec 36, T2N-R1W; S1M: Th S 1.5 Chs; Th S 86°49' E 257.12 ft mol to W Bdry line of ppty conv to St Rd Comm In 134-507; Th NE'ly 127.0 ft mol alg arc of a 1850.1 ft Rad curve to left to PT of compound curve; Th NE'ly 136.0 ft. MOL alg arc of a 7519.4 ft rad cur to left to N bdry line of Grantors Land; Th W 363 ft. mol to a pt N of beg; Th S 133 ft, mol to pob. Cont. 1.50 acres

PARCEL NO. 4:

0087

Beg on E line of a 4 rod St. 800 West St at a pt 177.5 Ft W & 2064.1 Ft S of NW 1/4 cor sec 36: th E 177.50 Ft; th N 62.5 ft; th S 88°26' E 169.12 Ft; Th S 88° 50' E 328.60 Ft to W line of Interstate 15; Th SW'ly Alg A 7519.4 ft rad curve to right 158 Ft. M or L. to S line Lot 13 SD Sec; Th N 87° 54' W 434.3 Ft. M or L. to a pt given as SW cor SD Lot 13; Th W'ly 177.5 ft to E line Sd St. to a pt given as 504.4 ft N & 177.5 ft W fr SE cor of NW 1/4: Th N: alg SD St 75.22 ft to POB cont 2.065 acres.

PARCEL NO. 5:

0087

Beg at SW cor Lot 12, a part of NE 1/4 Sec 36: T2N-R1W: S1M: E'ly alg S ln SD Lot 12. 375 Ft. MOL. to W line of ppty conv to St Rd Comm In 135-10; Th NE'ly 154 ft M or L. alg arc of a 0° 45' curve to left to N'ly bdry line of SD lot 12: Th W'ly 437 ft to NW cor SD Lot 12; Th S 139 ft to pob. Cont. 1.30 acres

PARCEL NO. 6:

0087

Beg 367.4 ft N fr the SE cor of the NW 1/4. of Sec. 36, T2N, R1W, S1M, Th N 137.72 ft; th W 210.5 ft; Th S 137.72 Ft; Th E 210.5 ft to Beg., cont. .666 acres.