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RASHELLE HOBBS
RECORDER, SALT LAKE COUNTY, UTAH
HERRIMAN CITY RECORDER
5355 WEST HERRIMAN MAIN STREET
HERRIMAN UT 84096
BY: JLA, DEPUTY - MA 10 P.

When Recorded, mail to:
Herriman City Recorder
5355 West Herriman Main Street
Herriman, UT 84096

THIRD AMENDMENT TO THE AMENDED AND RESTATED MASTER DEVELOPMENT AGREEMENT FOR THE ROSECREST MASTER PLAN COMMUNITY

THIS THIRD AMENDMENT TO THE AMENDED AND RESTATED MASTER DEVELOPMENT AGREEMENT ("Third Amendment") is made and entered as of the 25 day of August 2020, by and between Herriman City, a Utah municipal corporation ("City"), and Rosecrest Communities, L.L.C., a Utah limited liability company ("Master Developer").

RECITALS

A. The parties entered into an Amended and Restated Master Development Agreement which was recorded on January 28, 2009 as Entry No. 100608304 in the official books and records of the Salt Lake County Recorder ("Original ARMDA") governing the property shown on Exhibit "A" thereto.

B. The parties have previously amended the Original ARMDA by: a Second Amendment dated as of August 23, 2017 which was recorded on September 18, 2017 as Entry No. 12618109 (there does not appear to have been a "First Amendment" to the Original ARMDA that was executed and recorded); (these amendments, collectively, the "Prior Amendments").

C. The Parties desire to amend the Original MDA, as amended by the Prior Amendments, by modifying the legal description in Exhibit "A" in Third Amendment, modifying the total number of Maximum Residential Units and by modifying Section 4.5, 5.1 and Exhibit "D" of the Technical Guidelines.

D. The parties have cooperated in the preparation of this Third Amendment.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the City and Master Developer hereby agree to the following:

AMENDMENTS

1. **Effect of this Third Amendment.** Other than a specifically amended herein by this Third Amendment, the Original ARMDA, as amended by the Prior Amendments, shall remain in full force and effect.

2. **Modified Number of Maximum Residential Units.** The number of the Maximum Residential Units in the Original ARMDA shall be Four Thousand Two Hundred Eighty-Eight (4,288). The Parties acknowledge that 2,911 of these Maximum Residential Units have already been developed leaving 1,377 remaining.

3. **Amendment of Exhibits “A-1 and C-2”.** The properties described in the attached Exhibit “A-2” are hereby removed from the Original ARMDA as Amended by the Prior Amendments. The Landuse Map in the attached Exhibit “C-3” are hereby changed from the Original ARMDA as Amended by the Prior Amendments.

4. **Amendment to Section 4.5, 5.1 and Exhibit “D” of the Technical Guidelines.** The following table amends Section 4.5, 5.1 and Exhibit D of the Technical Guidelines as they are currently set forth in the Original ARMDA.


| Map Designation | Average Lot Frontage | Minimum Frontage | Minimum Front Setback | Minimum Rear Setback | Minimum Side Setback | Minimum Corner Setback |
|-----------------|----------------------|------------------|-----------------------|----------------------------|----------------------------|------------------------|
| Low | 75' | 50' | 20' | 20' | 8' min./16' Total | 15' |
| Medium | 65' | 45' | 20' | 15' | 5' min./10' Total | 15' |
| Medium Cluster | 0' | 0' | Min. 18' Driveway | 10' from adjacent building | 10' from adjacent building | 15' |
| High | 0' | 0' | Proposed w/ Site | Proposed w/Site | Proposed w/ Site | Proposed w/Site |

5. The new legal description of the Property subject to the ARMDA as Amended is described in the attached Exhibit "A-3".

IN WITNESS WHEREOF, the parties hereto have executed this Agreement by and through their respective, duly authorized representatives as of the day and year first herein above written.

MASTER DEVELOPER
Rosecrest Communities, LLC

CITY
City of Herriman



Michael Bradshaw, Manager

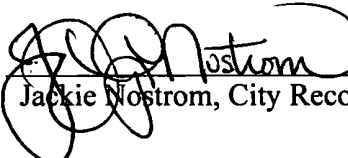


Brett Geo Wood, City Manager

ATTEST



APPROVED AS TO FORM



Jackie Nostrom, City Recorder

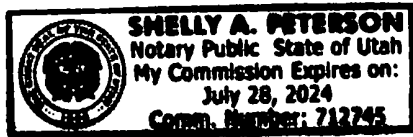


Chase A. Andrizzi, City Attorney

CITY ACKNOWLEDGMENT

STATE OF UTAH)
)
) :ss.
COUNTY OF SALT LAKE)

On the 25 day of August, 2020, personally appeared before me Brett Wood who being by me duly sworn, did say that he is the City Manager of the City of Herriman, a Utah municipal corporation, and that said instrument was signed in behalf of the City by authority of its governing body and said City Manager acknowledged to me that the City executed the same.





NOTARY PUBLIC

MASTER DEVELOPER ACKNOWLEDGMENT

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

On the 7 day of September, 2020, personally appeared before me Michael Bradshaw who being by me duly sworn, did say that he is the Manager of Rosecrest Communities, L.L.C., a Utah limited liability company, and that the foregoing instrument was duly authorized by the company at a lawful meeting held by authority of its operating agreement and signed in behalf of said company.



NOTARY PUBLIC

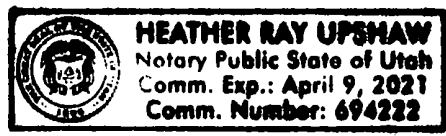


EXHIBIT A-2

Legal Description of Properties Removed from Original ARMDA

EXHIBIT A-2

The Property to be removed from the Original ARMDA, as amended, and from the Rosecrest master planned community is described as follows:

Beginning at a point on the Westerly boundary line of the Provo Reservoir Canal, said point being North 89°50'58" West 1,224.22 feet along the Quarter Section line and South 00°09'02" West 1,327.59 feet from the East Quarter Corner of Section 6, Township 4 South, Range 1 West, Salt Lake Base and Meridian; and running

thence along the Westerly boundary line of said Provo Reservoir Canal the following (8) eight courses: 1) South 28°44'14" East 42.99 feet; 2) Southeasterly 101.37 feet along the arc of a 798.00 foot radius curve to the left (center bears North 61°16'23" East and the chord bears South 32°21'58" East 101.30 feet with a central angle of 07°16'41"); 3) South 36°00'19" East 348.59 feet; 4) Southeasterly 221.54 feet along the arc of a 758.00 foot radius curve to the left (center bears North 53°59'40" East and the chord bears South 44°22'42" East 220.75 feet with a central angle of 16°44'44"); 5) South 52°45'04" East 91.47 feet; 6) Southeasterly 240.78 feet along the arc of a 531.50 foot radius curve to the right (center bears South 37°14'55" West and the chord bears South 39°46'23" East 238.73 feet with a central angle of 25°57'23"); 7) South 26°47'42" East 219.04 feet; 8) Southeasterly 66.97 feet along the arc of a 577.00 foot radius curve to the left (center bears North 63°12'18" East and the chord bears South 30°07'12" East 66.93 feet with a central angle of 06°38'59") to a point on the North Boundary line of PARK HOUSE PHASE 3, SOUTH HERRIMAN SUBDIVISION, AMENDING LOT B AND B-1;

thence South 89°59'43" West 1,612.88 feet along said North Boundary line, and to and along the North Boundary line of PARK HOUSE PHASE 2, SOUTH HERRIMAN SUBDIVISION, AMENDING LOT B AMENDING LOT B-1 AND THE MEADOWS AT ROSECREST SUBDIVISION PHASE 1, AMENDING LOT D;

thence North 00°00'17" West 25.81 feet;

thence Northeasterly 209.44 feet along the arc of a 300.00 foot radius curve to the right (center bears North 89°59'44" East and the chord bears North 19°59'43" East 205.21 feet with a central angle of 39°59'58");

thence North 39°59'43" East 8.97 feet;

thence Northeasterly 209.44 feet along the arc of a 300.00 foot radius curve to the left (center bears North 50°00'18" West and the chord bears North 19°59'43" East 205.21 feet with a central angle of 39°59'58");

thence North 00°00'17" West 506.64 feet;

thence South 89°59'43" West 655.00 feet;

thence North 00°16'25" West 130.38 feet;

thence North 89°59'44" East 1,330.36 feet to the point of beginning.

Contains 1,258,249 Square Feet or 28.885 Acres.

AND

Parcel ID# 33-07-428-002

Also described as:

LOT 1 of POD 35 SUBDIVISION AMENDING LOT C, SOUTH HERRIMAN plat as recorded in the office of the Salt Lake County Recorder, State of Utah on January 30th, 2019 as Entry# 12926258, Book 2019P, Page 045

AND

Parcel ID# 33-08-301-012

Also described as:

LOT 1 of POD 39 SUBDIVISION AMENDING LOT G, SOUTH HERRIMAN plat as recorded in the office of the Salt Lake County Recorder, State of Utah on January 30th, 2019 as Entry# 12926259, Book 2019P, Page 184

EXHIBIT A-3

Legal Description of Remaining Property from Original ARMDA

EXHIBIT A-3

The remaining Property from the Original ARMDA, as amended, and from the Rosecrest master planned community is described as follows:

Parcel ID# 33-18-400-006

Also described as:

BEGINNING at the Southeast Corner of the North half of the Southeast quarter of Section 18, Township 4 South, Range 1 West, Salt Lake Base and Meridian; thence South 2° 03'03" West 262.83 feet; thence North 89°26'07" West 3626.39 feet; thence North 0°22'24" East 2890.98 feet more or less; thence East to the Northeast Corner of the Southwest quarter of the Northeast quarter of said Section 18; thence South to the East/West centerline of said Section 18; thence East to the East Quarter Corner of said Section 18; thence North to a point 2421.99 feet south from the Northwest Corner of Section 17, Township 4 South, Range 1 West, Salt Lake Base and Meridian; thence East 989.04 feet; thence North 662 feet; thence East 1650.96 feet; thence South 1100 feet; thence West 2640 feet more or less to the Section line; thence South 2°03'03" West 1063.56 feet more or less to the POINT OF BEGINNING.

AND

Parcel ID# 33-18-200-016

Also described as:

BEGINNING 660 feet South from the Northeast Corner of Section 18, Township 4 South, Range 1 West, Salt Lake Base and Meridian; thence West 330 feet; thence South 660 feet; thence East 330 feet; thence North 660 feet to the POINT OF BEGINNING.

AND

Parcel ID# 33-18-200-003

Also described as:

BEGINNING South 0°02' East 660 feet and West 1650 feet from the Northeast Corner of Section 18, Township 4 South, Range 1 West, Salt Lake Base and Meridian; thence West 330 feet; South 0°02' East 660 feet; thence East 330 feet; thence North 0°02' West 660 feet to the POINT OF BEGINNING.

AND

Parcel ID# 33-18-200-022

Also described as:

BEGINNING West 2310 feet and South 660 feet from the Northeast Corner of Section 18, Township 4 South, Range 1 West, Salt Lake Base and Meridian; thence West 330 feet; thence South 660 feet; thence East 330 feet; thence North 660 feet to the POINT OF BEGINNING.

AND

Parcel ID# 33-18-200-020

Also described as:

BEGINNING West 1980 feet from the Northeast Corner of Section 18, Township 4 South, Range 1 West, Salt Lake Base and Meridian; thence West 330 feet; thence South 660 feet; thence East 330 feet; thence North 660 feet to the POINT OF BEGINNING.

AND

Parcel ID# 33-18-200-019

Also described as:

BEGINNING West 2310 feet from the Northeast Corner of Section 18, Township 4 South, Range 1 West, Salt Lake Base and Meridian; thence West 330 feet; thence South 660 feet; thence East 330 feet; thence North 660 feet to the POINT OF BEGINNING.

AND

Parcel ID# 33-18-126-001

Also described as:

LOT 1 of Section 18, Township 4 South, Range 1 West, Salt Lake Base and Meridian.

AND

Parcel ID# 33-07-452-023

Also described as:

BEGINNING at the Northeast Corner of Lot 112, GRAYSTONE SUBDIVISION PHASE 1 AMENDED; thence South 7°18'53" West 117.08 feet; thence South 0°03'21" East 513.52 feet; thence South 0°03'21" East 14.48 feet; thence South 3°04'58" West 87.13 feet; thence South 13°56'03" West 94.08 feet; thence South 21°20'35" West 162.73 feet; thence South 89°16'06" East 1133.21 feet; thence North 52°48'16" West 324.08 feet; thence North 37°11'44" East 216.14 feet; thence North 52°48'16" West 789.63 feet; thence South 38°23'59" West 27.17 feet; thence North 52°48'16" West 100.83 feet; thence Northwesterly 206.46 feet more or less along an 822.63 foot radius curve to the left (Long Chord Bearing North 59°59'39" West) to the POINT OF BEGINNING. (Being part of LOT L, SOUTH HERRIMAN)

AND

Parcel ID# 33-07-476-001

Also described as:

Lot J of SOUTH HERRIMAN SUBDIVISION plat as recorded in the office of the Salt Lake County Recorder, State of Utah on May 7th, 2013 as Entry# 11635733, Book 2013P, Page 77

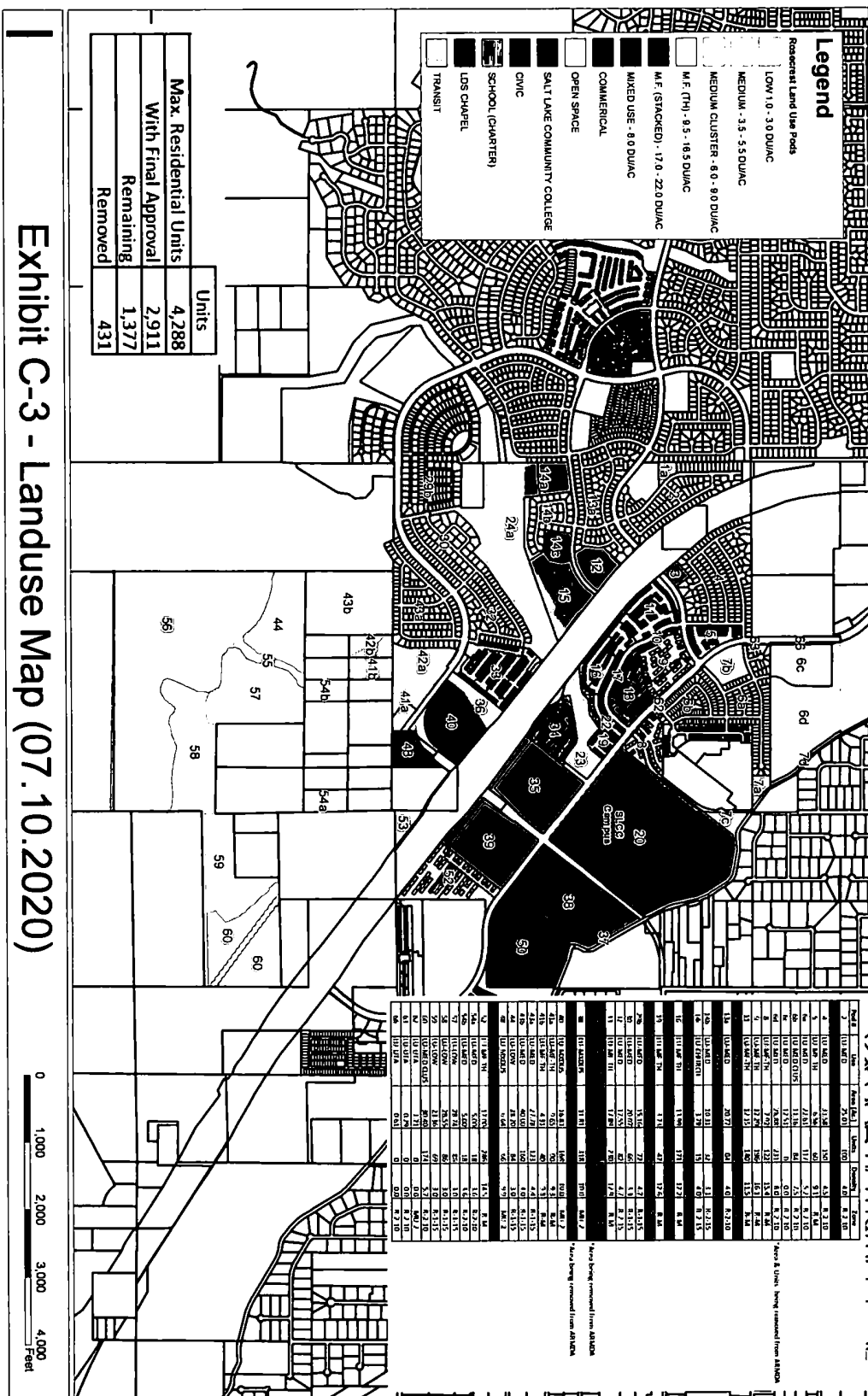
AND

Parcel ID# 33-07-451-001

Also described as:

Lot K of SOUTH HERRIMAN SUBDIVISION plat as recorded in the office of the Salt Lake County Recorder, State of Utah on May 7th, 2013 as Entry# 11635733, Book 2013P, Page 77

EXHIBIT C-3 Landuse Map



| Lot # | Area (sq ft) | Area (ac) | Units | Units per acre |
|-------|--------------|-----------|-------|----------------|
| 1 | 101,460 | 2.34 | 150 | 64.1 |
| 2 | 101,460 | 2.34 | 150 | 64.1 |
| 3 | 101,460 | 2.34 | 150 | 64.1 |
| 4 | 101,460 | 2.34 | 150 | 64.1 |
| 5 | 101,460 | 2.34 | 150 | 64.1 |
| 6 | 101,460 | 2.34 | 150 | 64.1 |
| 7 | 101,460 | 2.34 | 150 | 64.1 |
| 8 | 101,460 | 2.34 | 150 | 64.1 |
| 9 | 101,460 | 2.34 | 150 | 64.1 |
| 10 | 101,460 | 2.34 | 150 | 64.1 |
| 11 | 101,460 | 2.34 | 150 | 64.1 |
| 12 | 101,460 | 2.34 | 150 | 64.1 |
| 13 | 101,460 | 2.34 | 150 | 64.1 |
| 14 | 101,460 | 2.34 | 150 | 64.1 |
| 15 | 101,460 | 2.34 | 150 | 64.1 |
| 16 | 101,460 | 2.34 | 150 | 64.1 |
| 17 | 101,460 | 2.34 | 150 | 64.1 |
| 18 | 101,460 | 2.34 | 150 | 64.1 |
| 19 | 101,460 | 2.34 | 150 | 64.1 |
| 20 | 101,460 | 2.34 | 150 | 64.1 |
| 21 | 101,460 | 2.34 | 150 | 64.1 |
| 22 | 101,460 | 2.34 | 150 | 64.1 |
| 23 | 101,460 | 2.34 | 150 | 64.1 |
| 24 | 101,460 | 2.34 | 150 | 64.1 |
| 25 | 101,460 | 2.34 | 150 | 64.1 |
| 26 | 101,460 | 2.34 | 150 | 64.1 |
| 27 | 101,460 | 2.34 | 150 | 64.1 |
| 28 | 101,460 | 2.34 | 150 | 64.1 |
| 29 | 101,460 | 2.34 | 150 | 64.1 |
| 30 | 101,460 | 2.34 | 150 | 64.1 |
| 31 | 101,460 | 2.34 | 150 | 64.1 |
| 32 | 101,460 | 2.34 | 150 | 64.1 |
| 33 | 101,460 | 2.34 | 150 | 64.1 |
| 34 | 101,460 | 2.34 | 150 | 64.1 |
| 35 | 101,460 | 2.34 | 150 | 64.1 |
| 36 | 101,460 | 2.34 | 150 | 64.1 |
| 37 | 101,460 | 2.34 | 150 | 64.1 |
| 38 | 101,460 | 2.34 | 150 | 64.1 |
| 39 | 101,460 | 2.34 | 150 | 64.1 |
| 40 | 101,460 | 2.34 | 150 | 64.1 |
| 41 | 101,460 | 2.34 | 150 | 64.1 |
| 42 | 101,460 | 2.34 | 150 | 64.1 |
| 43 | 101,460 | 2.34 | 150 | 64.1 |
| 44 | 101,460 | 2.34 | 150 | 64.1 |
| 45 | 101,460 | 2.34 | 150 | 64.1 |
| 46 | 101,460 | 2.34 | 150 | 64.1 |
| 47 | 101,460 | 2.34 | 150 | 64.1 |
| 48 | 101,460 | 2.34 | 150 | 64.1 |
| 49 | 101,460 | 2.34 | 150 | 64.1 |
| 50 | 101,460 | 2.34 | 150 | 64.1 |
| 51 | 101,460 | 2.34 | 150 | 64.1 |
| 52 | 101,460 | 2.34 | 150 | 64.1 |
| 53 | 101,460 | 2.34 | 150 | 64.1 |
| 54 | 101,460 | 2.34 | 150 | 64.1 |
| 55 | 101,460 | 2.34 | 150 | 64.1 |
| 56 | 101,460 | 2.34 | 150 | 64.1 |
| 57 | 101,460 | 2.34 | 150 | 64.1 |
| 58 | 101,460 | 2.34 | 150 | 64.1 |
| 59 | 101,460 | 2.34 | 150 | 64.1 |
| 60 | 101,460 | 2.34 | 150 | 64.1 |