

RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:

Elizabeth M. Haslam
Jones, Waldo, Holbrook & McDonough
170 South Main Street, # 1500
Salt Lake City, Utah 84101

E 1504315 B 2480 P 1308
SHERYL L. WHITE, DAVIS CNTY RECORDER
1999 APR 13 11:29 AM FEE 29.00 DEP MT
REC'D FOR METRO NATIONAL TITLE

1 thru 6, 8 thru 11 Centerville Marketplace
02-161-0001 thru 0006, 201, 202 Centerville Market Place 2
0008 thru 0011

SECOND AMENDMENT TO OPERATION AND EASEMENT AGREEMENT

02-176-0201, 0202

THIS SECOND AMENDMENT TO OPERATION AND EASEMENT AGREEMENT
(this "Amendment") is made and entered into as of the 7th day of April, 1999, by
DAYTON HUDSON CORPORATION, a Minnesota corporation ("Target").

RECITALS

A. Target entered into that certain Operation and Easement Agreement dated February 4, 1998 and recorded with the Davis County Recorder as Entry No. 1378982, Book 2235 at Page 1228, as amended (the OEA). The OEA governs the operation of a shopping center located in Centerville City, County of Davis, State of Utah and more particularly described in Exhibit "A".

B. Target is the fee owner of the Target Tract (as such term is defined in the OEA) among other parcels of real property in the Shopping Center.

C. Concurrently with the execution of the OEA, Target conveyed a portion of the Shopping Center to Home Depot. The real property acquired by Home Depot is defined in the OEA as Tract I.

D. Target desires to convey, or has conveyed Lot 10 and Lot 11 of the Shopping Center. In connection with such conveyances, the City of Centerville requires that Exhibit X of the OEA be modified to indicate an access easement and road with corresponding curb cuts (the "Access") from Marketplace Drive over Lots 10 and 11 at the location shown on Exhibit X-2 attached hereto and incorporated herein by reference.

E. Target and Home Depot are the Approving Parties (as such term is defined in the OEA) designated to give certain approvals pursuant to the terms of the OEA. As set forth in Section 1.1 of the OEA, however, Home Depot's approval is not required for this Amendment because the modification affects only Lots 10 and 11.

F. Target desires to modify the original Site Plan attached to the OEA as Exhibit X to reflect the Access to Lot 10 and Lot 11 only.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Target agrees to amend the OEA as follows:

1. The Site Plan attached as Exhibit X to the OEA, as amended by the First Amendment to the OEA recorded with the Davis County Recorder's office on March 23, 1999, is hereby modified to reflect the Access at the location shown on Exhibit X-2 attached hereto and incorporated herein by reference.

2. Unless otherwise defined herein, capitalized terms used in this Amendment shall have the meaning set forth in the OEA.

3. Except as amended hereby, the OEA shall continue in full force and effect.

IN WITNESS WHEREOF, Target has executed this Second Amendment the day and year first above written.

DAYTON HUDSON CORPORATION

By: _____

Its: _____

Bob McMahon
Bob McMahon
 Sr. Vice President
 Target Stores

STATE OF Minnesota)

: ss.

COUNTY OF Hennepin)

The foregoing document was executed before me this 7th day of April, 1999, by Bob McMahon, the Sr. Vice President of Dayton Hudson Corporation, a Minnesota corporation. Target Stores, a division

Ann L. Torgerson
 NOTARY PUBLIC

Residing at: Minneapolis, MN

My Commission Expires:

Jan. 31, 2000



ANN L. TORGERSON
 NOTARY PUBLIC-MINNESOTA
 My Commission Expires Jan. 31, 2000

EXHIBIT "A"

LEGAL DESCRIPTION OF SHOPPING CENTER

Real property located in Davis County, State of Utah, described as follows:

All of Lots 1 through 6, inclusive, and 8 through 11, inclusive, CENTERVILLE MARKETPLACE SUBDIVISION, according to the official plat thereof filed in Book 1867 of Plats, at Page 32 of Official Records of Davis County. 02-161-0001 thru 0006, 0008 thru 0011

LESS AND EXCEPTING from Lot 1 the following described parcel conveyed to Centerville City, as Entry No. 1217919, in Book 1949, at page 1263 of Official Records and being described as follows:

Beginning at a point on the West line of said Lot 1, which lies North 00 deg. 05'23" West, a distance of 2376.02 feet along the Section line and North 89 deg. 54'27" East a distance of 1165.42 feet from the Southwest corner of said Section 7; thence North 00 deg. 06'15" West along the West line of said Lot 1, a distance of 13.23 feet; thence continuing along the Westerly line said Lot 1 along the arc of a curve to the right, through a central angle of 90 deg. 00'17" an arc distance of 39.27 feet, a radius of 25.00 feet and a chord bearing of North 44 deg. 53'54" East with a distance of 35.36 feet to the North line of said Lot 1; thence North 89 deg. 54'02" East along said North line, a distance of 88.09 feet; thence South 88 deg. 15'50" West, a distance of 78.14 feet; thence South 44 deg. 04'48" West a distance of 50.20 feet to the point of beginning.

All of Lots 201 and 202, inclusive, CENTERVILLE MARKETPLACE SUBDIVISION PHASE 2, according to the official plat thereof filed in Book 2235 of Plats, at Page 350 of Official Records of Davis County.

02-174-0201, 0202

PUBLIC WORKS DEPT
SEE SHEET C-3

7'04"
53'
59'

H.C. PARKING SIGN

EVOLUTION 2000

LOT 4

200 59'
CATED OR
WASE POWER
WASERS

24' SET
E 7'00" WITH
1/4" ENCLASURE WALL
TON FIELDSTONE AND
SEE C/2-A AND H/2-B

LOT 10

DELTA 43'00"
= 305.60
L = 229.33

RELOCATED OR
WITHIN 10' RADIUS

RELOCATED HYDRANT

SEE CIV. DRAWINGS
OF
WATER
LINE

36' x 60'
ACCESS EASEMENT

