

**SECOND AMENDED AGREEMENT**

**Between  
Midway City  
And**

**Watts Dutch Fields L.L.C.**

Ent 305483 Bk 878 Pg 597-599  
Date: 02-AUG-2006 4:23PM  
Fee: None Filed By: MWC  
ELIZABETH PALMIER, Recorder  
WASATCH COUNTY CORPORATION  
For: MIDWAY CITY

**Effective Date – July 27, 2005**

**PREFACE**

The following amended agreement (“Second Amended Agreement”) is made to amend a development agreement effective July 22<sup>nd</sup>, 2002 (executed July 29<sup>th</sup>, 2002), and recorded October 4, 2002 as Entry Number 249388 in Book 580, Pages 657-696, Wasatch County Records (hereinafter referred to as the “Original Agreement”), as amended by an Amended Agreement effective September 10, 2004, recorded September 15, 2004 as Entry No. 275224 in Book 713, pages 28-34, Wasatch County Records (hereinafter referred to as the “First Amended Agreement”),. This Second Amended agreement covers real property described as:

All of the real property and lots included within all phases of Dutch Fields P.U.D., a planned unit development located in Midway City, Wasatch County, Utah

**SECOND AMENDED AGREEMENT**

This amended agreement is entered into this *27th day of July, 2005*, by and between Watts Dutch Fields L.L.C. of Salt Lake City, Utah, its successors or assigns, (hereinafter called “Developer”) and the City of Midway, a political subdivision of the State of Utah (hereinafter called “City”), covering changes to the water supply and phasing provisions of the original agreement.

**RECITALS**

- A. On June 22, 2005, the Midway City Council granted final approval to Phase IV of the project, and agreed to allow the decision, design and construction of a roundabout to be postponed to Phase VI.
- B. On July 13, 2005, the Midway City Council voted to allow Phase V of the project to proceed before the well discussed in the Original Agreement is completed, in light of the steps already taken by the Developer under the Original Agreement to provide adequate water for the project and in order to allow the City time to consider its possible participation in a well.

Amendments

1. A new section 3.1(b)(3)e shall be added to the Original Agreement and First Amended Agreement to read as follows:

3.1(b)(3)e. Notwithstanding anything to the contrary contained in this Agreement, Developer shall be allowed to proceed through and including Phase V and construct no more than 116 units prior to the well being completed, operational and approved for culinary use.

2. A new section 3.1(b)(8)g shall be added to the Original Agreement and First Amended Agreement to read as follows:



3.1(b)(8)g. Notwithstanding anything to the contrary contained in this Agreement, Developer shall be allowed to postpone planning, designing and installing the River Road roundabout until plans are submitted for approval for Phase VI, subject to the City's decisions concerning the roundabout.

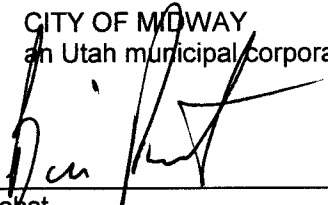
Other than amendments outlined herein, all provisions of the Original Agreement and First Amended Agreement shall remain in full force and effect.

This agreement shall take effect on the **27th day of July 2005**, for the period and term outlined in Section 1.2 of the Original Agreement, except where modified herein and shall continue in full force and effect unless terminated under the provisions of Section 7 or further amended as outlined in Section 5 of the original agreement.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the day and year first above written:

ATTEST:

By:   
 Brad Wilson  
 City Recorder  
 City Seal: 

CITY OF MIDWAY  
 an Utah municipal corporation  
 By:   
 Bill Probst  
 Mayor

APPROVED AS TO FORM:

By: [Signature]  
City Attorney

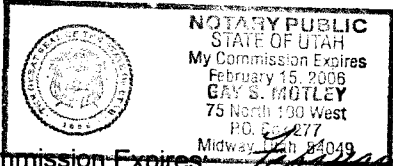
By: [Signature]  
Russ Watts

Title: PRES.

A person authorized by Watts Enterprises, to bind the company

STATE OF UTAH )  
County of Wasatch )ss  
)

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of August 2005, by Russell K Watts, on behalf of Watts Enterprises.



[Signature]  
Notary Public

My Commission Expires: February 15, 2006