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12/21/95 2:29 PM 27.00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
FIRST AMERICAN TITLE
REC BY: B GRAY DEPUTY - WI

**AGREEMENT
(60' YARD)**

This Agreement is made as of October 24, 1995 by EQUITY PROPERTIES AND DEVELOPMENT LIMITED PARTNERSHIP, D/B/A EQUITY PROPERTIES AND DEVELOPMENT (ILLINOIS) LIMITED PARTNERSHIP, an Illinois limited partnership, as agent for owner ("Developer"), and DAYTON HUDSON CORPORATION, a Minnesota corporation ("Target").

RECITALS

1. Developer is the owner of that certain tract of land described in Exhibit A attached hereto;
2. Target is the lessee of that certain tract of land described in Exhibit B attached hereto;
3. The real estate described herein lies within the jurisdiction of the City of Sandy, Salt Lake County, Utah ("City");
4. Developer and Target wish to construct separate buildings, hereinafter called "Primary Buildings", on the above described real estate. Target's Primary Building is shown on the Site Plan attached hereto as Exhibit C; and
5. Developer and Target have agreed that the proposed Primary Buildings shall be treated as separate units for the purpose of establishing a 60' clear area, hereinafter called the "60' Yard", in compliance with Section 426 and 506 b. of the Uniform Building Code, 1988 edition ("UBC").

NOW, THEREFORE, in consideration of the premises and the mutual covenants hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Developer and Target agree that the real estate described herein shall be held, sold, leased and conveyed subject to the following covenants and restrictions which shall run with the land herein described, shall be binding on all parties having any right, title or interest in the herein described land, and upon their heirs, successors, and assigns as owners or lessees thereof:

1. Developer and Target agree that the 60' Yard shall be maintained as shown on Exhibit C, free of any building or structure, and shall be maintained as a 60' Yard as defined in the UBC, provided however, that this Agreement shall not prevent the 60' Yard from being used for the retaining wall shown on Exhibit C, and for driveways, sidewalks, curb and gutter, parking, landscaping and similar uses which do not constitute buildings or structures as contemplated by the UBC.

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2. This Agreement shall not prohibit the expansion of either of the Primary Buildings so long as the Primary Buildings are entirely surrounded and adjoined by a 60' Yard.

3. This Agreement shall not be amended, revoked or altered without the written consent of the City endorsed thereon and recorded with the County Recorder in and for Salt Lake County, Utah, it being understood however that if the UBC is amended to eliminate the 60' Yard requirement or if the Primary Buildings or their replacements do not require the establishment of a 60' Yard, the City shall consent to the termination of this Agreement if all other building, fire, and land use regulations are satisfied.

IN WITNESS WHEREOF, the parties have executed this Agreement on the date first above written.

DEVELOPER:

**EQUITY PROPERTIES AND DEVELOPMENT
LIMITED PARTNERSHIP, D/B/A EQUITY
PROPERTIES AND DEVELOPMENT (ILLINOIS)
LIMITED PARTNERSHIP, an Illinois limited
partnership, as agent for Owner**

By: *S. Maguire, Inc.*
its general partner

By: *[Signature]*
Name: DAVID J. CONTIS
Title: C.O.O. / C.F.O.


TARGET:

**DAYTON HUDSON CORPORATION,
a Minnesota corporation**

By: *[Signature]*
Name: Edward J. Bierman
Title: Vice President
Target Stores

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 24th day of October, 1995, before me, a Notary Public within and for said County, personally appeared David A. Contis, to me personally known, who, being first by me duly sworn, did say that he is the C.O.O./C.F.O. and a duly authorized signatory of SC Management, Inc., and that the foregoing instrument was signed by him on behalf of said corporation by authority of its Board of Directors, as general partner of Equity Properties and Development Limited Partnership, and he acknowledged said instrument to be the free act and deed of said corporation on behalf of said limited partnership.

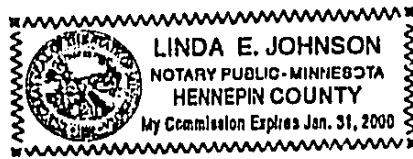

Notary Public
GEORGE YOUNG
Notary Public, State of Illinois
My Commission Expires 5/22/97

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STATE OF MINNESOTA)
) SS
COUNTY OF HENNEPIN)

On this 22nd day of September, 1995, before me, a Notary Public within and for said County, personally appeared Edward J. Bierman, to me personally known, who, being first by me duly sworn, did say that he is the Vice President-Target Stores, and a duly authorized signatory of Dayton Hudson Corporation, and that the foregoing instrument was signed by him on behalf of said corporation by authority of its Board of Directors and Edward J. Bierman acknowledged said instrument to be the free act and deed of said corporation.


Notary Public



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Property Address:

P.I.N.:

This Memorandum of Lease was prepared by
and after recording should be returned to:

Daniel J. Perlman, Esq.
Katten Muchin & Zavis
525 W. Monroe Street, Suite 1600
Chicago, IL 60661

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**EXHIBIT A
TO THE
SIDE YARD AGREEMENT**

LEGAL DESCRIPTION OF AREA 5

Beginning at a point North $89^{\circ}49'53''$ West 1027.21 feet along the Section line and North $00^{\circ}00'36''$ East 225.75 feet from the Northeast corner of Section 13, Township 3 South, Range 1 West, Salt Lake Base and Meridian (Basis of bearing being South $00^{\circ}01'50''$ East 2599.11 feet along the monument line of State Street between the monuments found marking the intersections of 10600 South & 10200 South Streets), said Northeast corner of Section 13 being South $89^{\circ}53'20''$ West 92.33 feet from the monument at the intersection of 10200 South and State Streets, and running thence North $00^{\circ}00'36''$ East 510.00 feet; thence East 110.28 feet; thence South 510.00 feet; thence West 110.37 feet to the point of beginning.

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EXHIBIT B
TARGET TRACT

Attached hereto.

A parcel of land located in the Southeast quarter of Section 12, Township 3 South, Range 1 West, Salt Lake Base & Meridian, Salt Lake County, Utah, being more particularly described as follows:

Beginning at a point North $89^{\circ}49'53''$ West 502.72 feet along the Section line and North $00^{\circ}10'07''$ East 167.73 feet from the Southeast Corner of said Section 12 (Basis of bearing being South $00^{\circ}01'50''$ East 2599.11 feet along the monument line of State Street between the monuments found marking the intersections of 10200 South & 10600 South Streets), said Southeast Corner of Section 12 being South $89^{\circ}53'20''$ West 92.33 feet from the monument at the intersection of 10200 South and State Streets, and running thence West 188.61 feet; thence South 19.27 feet; thence West 124.61 feet; thence North 98.33 feet; thence West 74.33 feet; thence North 433.09 feet; thence East 47.48 feet; thence North 46.09 feet; thence East 339.78 feet; thence South 558.23 feet to the point of the beginning.

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EXHIBIT C

SITE PLAN

Attached hereto.