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11/20/97 3:45 PM 30.00  
NANCY WORKMAN  
RECORDER, SALT LAKE COUNTY, UTAH  
NELSON RASMUSSEN & CHRISTENSON  
215 S STATE ST STE 900  
SLC UT 84111  
REC BY:R JORDAN ,DEPUTY - WI

353KMEM2.DOC  
02/13/97

#353 - Kearns  
Salt Lake City, UT

**SECOND MODIFICATION OF MEMORANDUM OF SHOPPING CENTER LEASE**

**THIS SECOND MODIFICATION OF MEMORANDUM OF SHOPPING CENTER LEASE** (this "Amendment") is made as of *February 13, 1997*, between **ALBERTSON'S, INC.**, a Delaware corporation ("Tenant") and **WPS COMPANY**, a Utah general partnership ("Landlord").

**WHEREAS:**

A. Landlord and Tenant are parties to a certain Shopping Center Lease dated as of August 21, 1981, as amended by First Amendment to Shopping Center Lease dated February 26, 1982, Second Amendment to Shopping Center Lease dated October 12, 1983, Third Amendment to Shopping Center Lease dated December 10, 1991, Fourth Amendment to Shopping Center Lease dated April 1, 1992, and Fifth Amendment to Shopping Center Lease dated concurrently herewith (collectively, the "Lease"), which governs the real property more particularly described in Schedule I hereto, which forms part of the shopping center described in Schedule II hereto (the "Shopping Center").

B. The Lease is evidenced by a Memorandum of Shopping Center Lease dated September 16, 1981, and recorded in Book 5301, Page 1496 of the records of Salt Lake County, Utah, which Memorandum of Shopping Center Lease has been amended by a Modification of Memorandum of Shopping Center Lease dated December 10, 1991 and recorded in Book 6542, Page 2545 of the records of Salt Lake County, Utah (the "Memorandum of Lease"); and

C. Landlord and Tenant desire to amend the Memorandum of Lease as described below.

**NOW, THEREFORE**, in consideration of the agreements contained herein, Landlord and Tenant agree as follows:

1. The Site Plan attached as Exhibit "A" to the Memorandum of Lease is deleted and the Site Plan attached hereto as Exhibit "A" is substituted therefor, and the Schedule II to the Memorandum of Lease is deleted and the Schedule II attached hereto is substituted therefor.

2. This Amendment may be executed in any number of counterparts, each of which shall for all purposes be deemed an original and all of which together shall constitute but one and

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the same instrument, and shall become effective only upon execution of one or more of such counterparts by each of the parties hereto.

3. All of the terms, conditions, and covenants to the Lease, which may be inspected at the offices of Landlord, c/o Walter & Peterson Gasser, 74 East 500 South, Suite 200, Bountiful, Utah 84010, or at the offices of Tenant at P. O. Box 20, 250 Parkcenter Blvd., Boise, Idaho 83726, are incorporated herein by this reference.

**EXECUTED** to be effective as of the day and year first above written.

**LANDLORD:**

~~WPS COMPANY,~~  
a Utah general partnership,

By: CDI, Ltd., a Utah limited partnership,  
General Partner

By: \_\_\_\_\_  
G. Walter Gasser,  
General Partner

By: West Point Square Associates,  
a Utah limited partnership

By: \_\_\_\_\_  
General Partner

SEE PAGE 2A

SIGNATURE PAGE  
TO  
SECOND MODIFICATION OF  
MEMORANDUM OF  
SHOPPING CENTER LEASE


**EXECUTED** to be effective as of the date and year first above written.

LANDLORD:

WPS COMPANY, a Utah general partnership

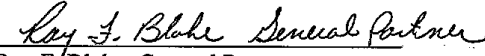
By: KEARNS-CDI Investments, Ltd., a Utah limited partnership

By: WGA-IV, INC., a Utah corporation, its General Partner

By:   
G. Walter Gasser, President

By: WEST POINT SQUARE ASSOCIATES, A Utah limited partnership

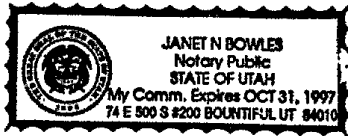
By: NT Associates, its General Partner

By:   
Ray F. Blake, General Partner

By:   
Kerry M. Heinz, General Partner

STATE OF UTAH )  
 )  
 ) :SS.  
COUNTY OF Davis )

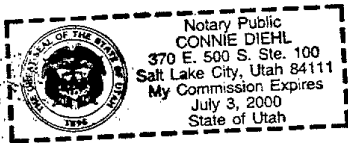
On the 29th day of September, 1997, personally appeared before me the signer of the foregoing instrument who duly acknowledged to me that he is the President of WGA-IV, Inc., the general partner of Kearns-CDI Investments, Ltd., general partner of WPS Company, is authorized to execute this document on behalf of said WPS Company and that he executed the same.



Janet N Bowles  
NOTARY PUBLIC  
Residing: Bountiful, Utah  
My Commission Expires: 10-31-97

STATE OF UTAH )  
 )  
 ) :SS.  
COUNTY OF Salt Lake )

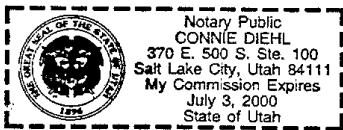
On the 22nd day of September, 1997, personally appeared before me the signer of the foregoing instrument who duly acknowledged to me that he is the General Partner of NT Associates, the general partner of West Point Square Associates, a Utah limited partnership, and is authorized to execute this document on behalf of West Point Square Associates and that he executed the same.



Connie Diehl  
NOTARY PUBLIC  
Residing: Salt Lake City, Utah  
My Commission Expires: July 3, 2000

STATE OF UTAH )  
 )  
 ) :SS.  
COUNTY OF Salt Lake )

On the 22nd day of September, 1997, personally appeared before me the signer of the foregoing instrument who duly acknowledged to me that he is the General Partner of NT Associates, the general partner of West Point Square Associates, a Utah limited partnership, and is authorized to execute this document on behalf of West Point Square Associates and that he executed the same.



Connie Diehl  
NOTARY PUBLIC  
Residing: Salt Lake City, Utah  
My Commission Expires: July 3, 2000

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**SECOND MODIFICATION OF MEMORANDUM OF SHOPPING CENTER LEASE  
NOTARIZATION PAGE FOR WPS COMPANY**

STATE OF UTAH            )  
                                  ) ss.  
County of Davis         )

On the \_\_\_\_ day of \_\_\_\_\_, 1997, personally appeared before me \_\_\_\_\_ who duly acknowledged to me that he/she executed the foregoing instrument as General Partner of CDI, LTD., a limited partnership, and that CDI, Ltd. executed said instrument as a General Partner of **WPS COMPANY**, a Utah general partnership.

WITNESS MY HAND and official seal hereto affixed, the day and year in this certificate first above written.

\_\_\_\_\_  
NOTARY PUBLIC

STATE OF UTAH            )  
                                  ) ss.  
County of Salt Lake     )

On the \_\_\_\_ day of \_\_\_\_\_, 1997, personally appeared before me \_\_\_\_\_ who duly acknowledged to me that he/she executed the foregoing instrument as General Partner of **WEST POINT SQUARE ASSOCIATES**, a Utah limited partnership, and that West Point Square Associates. executed said instrument as a General Partner of **WPS COMPANY**, a Utah general partnership.

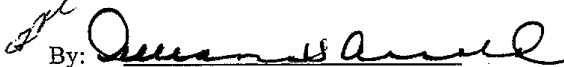
WITNESS MY HAND and official seal hereto affixed, the day and year in this certificate first above written.

\_\_\_\_\_  
NOTARY PUBLIC

**ALBERTSON'S SIGNATURE AND NOTARIZATION APPEAR ON PAGE 4**

SECOND MODIFICATION OF MEMORANDUM OF SHOPPING CENTER LEASE  
NOTARIZATION PAGE FOR WPS COMPANY

ALBERTSON'S, INC.,  
a Delaware corporation

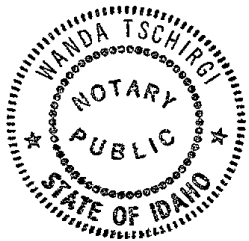
By:   
William H. Arnold  
Vice President, Real Estate Law

STATE OF IDAHO            )  
                                  ) ss.  
County of Ada             )

On this 13th day of February, 1997, before me, the undersigned, a Notary Public in and for said State, personally appeared **William H. Arnold**, to me known to be the Vice President, Real Estate Law, of **Albertson's, Inc.**, the corporation that executed the foregoing instrument, and acknowledged to me that the said instrument is the free and voluntary act and deed of said corporation, for the uses and purposes therein mentioned, and on oath stated that he is authorized to execute the said instrument.

WITNESS MY HAND and official seal hereto affixed the day, month and year in this certificate first above written.

[SEAL]



  
NOTARY PUBLIC

SCHEDULE I  
TO FIFTH AMENDMENT TO SHOPPING CENTER LEASE

LEASED PREMISES  
City of Kearns, Salt Lake County, State of Utah

PROPERTY DESCRIPTION

BEGINNING AT A POINT SOUTH 320.05 FT. AND EAST 770.33 FT. FROM THE NORTHWEST CORNER OF SECTION 17, TOWNSHIP 2 SOUTH, RANGE 1 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE NORTH 89°56'30" EAST, 209.67 FT.; THENCE SOUTH 0°03'30" EAST, 200.33 FT.; THENCE SOUTH 89°56'30" WEST, 209.67 FT.; THENCE NORTH 0°03'30" WEST, 38.00 FT.; THENCE SOUTH 89°56'30" WEST, 24.67 FT.; THENCE NORTH 0°03'30" WEST, 101.00 FT.; THENCE NORTH 89°56'30" EAST, 10.67 FT.; THENCE NORTH 0°03'30" WEST, 8.00 FT.; THENCE NORTH 89°56'30" EAST, 14.00 FT.; THENCE NORTH 0°03'30" WEST, 53.33 FT. TO THE POINT OF BEGINNING.

CONTAINING 44,606.53 SQUARE FEET OR 1.0240 ACRES.

*ll*

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SCHEDULE II

WEST POINT SHOPPING CENTER  
PARCEL DESCRIPTION  
PERIMETER PARCEL DESCRIPTION  
DESCRIPTION NO. 1 12-96

A parcel of land which lies within the Northwest Quarter of the Northwest Quarter of Section 17, Township 2 South, Range 1 West, Salt Lake Base and Meridian, said parcel being more particularly described as follows:

Beginning at a point which lies 1292.95 feet North 89°56'30" East and 73.00 feet South 00°03'30" East from the Northwest corner of said section 17 to a point on the Southerly right-of-way line of 5400 South Street; thence along Southerly right-of-way line the following six (6) courses: [North 89°56'30" East 54.25 feet; thence South 73°44'44" East 31.57 feet; thence South 18°05'44" East 215.87 feet; thence South 14°11'19" East 125.93 feet; thence South 14°16'52" East 55.07 feet; thence South 18°05'44" East 662.18 feet to the Southeast corner of said entire parcel; thence North 89°54'30" West 869.77 feet along the Southerly line; thence North 00°03'30" West 531.25 feet; thence South 89°56'30" West 133.90 feet; thence North 00°03'30" West 276.00 feet; thence North 89°56'30" East 133.90 feet thence North 00°03'30" West 228.46 feet to a point on the southerly right-of-way line of 5400 South Street, said point also being South 00°03'30" East 54.29 feet from the centerline of 5400 South Street (said centerline also being the northerly line of said Section 17); thence along said Southerly right-of-way line the following four (4) courses: South 86°25'52" East 40.10 feet; thence South 84°57'44" East 171.74 feet; thence South 89°25'52" East 84.24 feet; thence North 89°56'30" East 173.75 feet to the point of beginning.

Reference sources for the above description include UDOT Warranty Deed recorded as Parcel No. 1005:68:A in Project No. NM-1005(3) and "Demised Premise Survey of West Point Shopping Center" as surveyed by Palmer-Wilding Consulting Engineers in August, 1981.

The above described parcel contains 759,297 square feet or 17.43 acres, more or less.

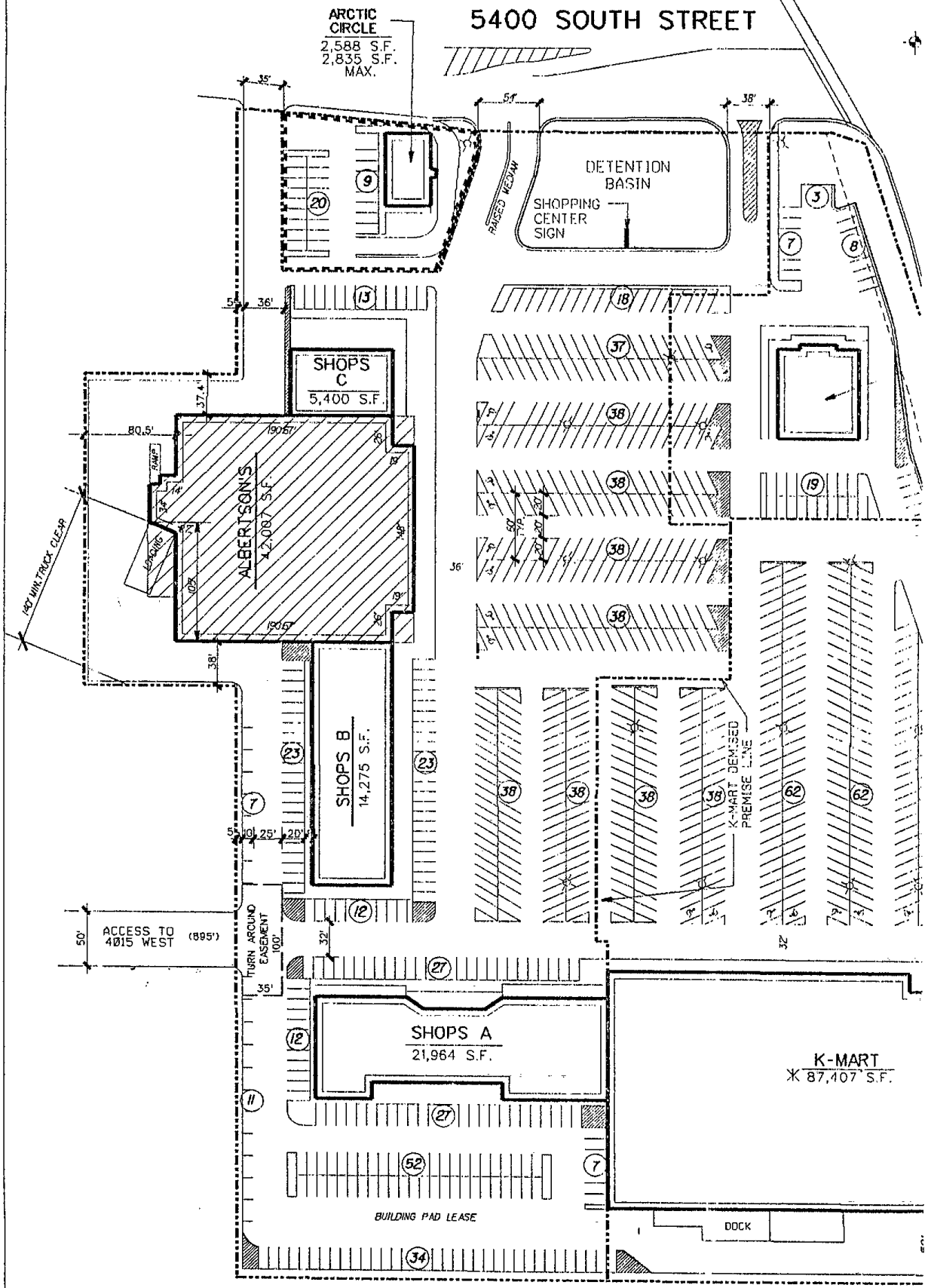
PC

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5400 SOUTH STREET

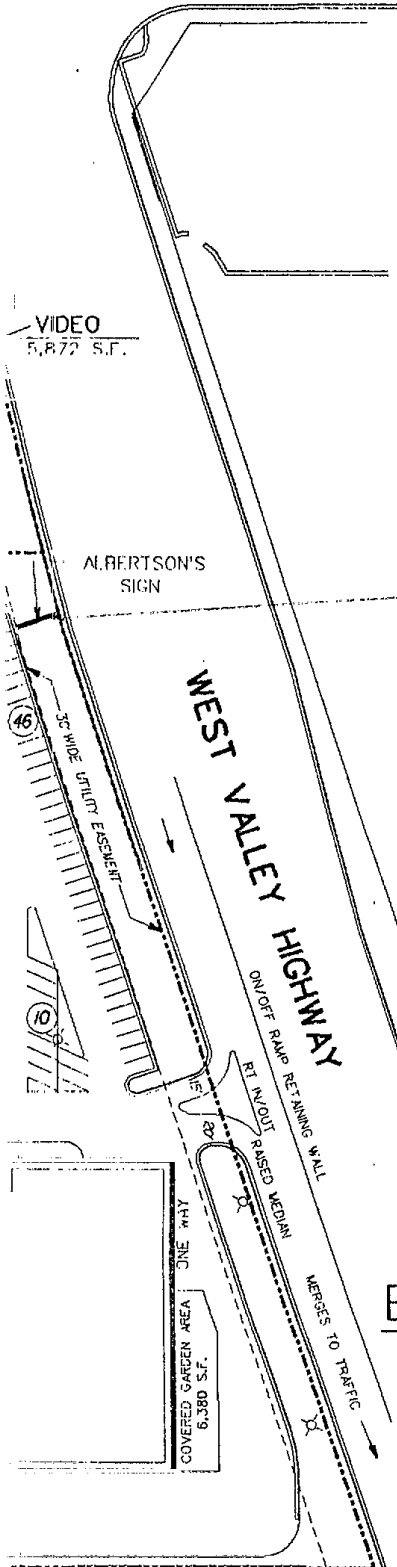
ARCTIC CIRCLE  
2,588 S.F.  
2,835 S.F.  
MAX.



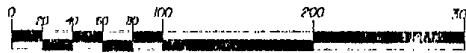
EXISTING  
TRAFFIC  
SIGNAL

### LEGEND

- PROPERTY LINE/  
PARCEL LINE
- BUILDING LINE
- BUILDING LIMIT LINE
- LEASED PREMISES



NOTE: THIS SIGN RIGHT IS OVER  
(AND SUBJECT TO ) THE JORDAN  
AQUEDUCT WATERLINE EASEMENT  
( A 72" HIGH PRESSURE ( 60lbs.) WATER LINE).  
USE EXTREME CAUTION



SCALE : 1" = 100'

## EXHIBIT "A" SITE PLAN

TOTAL GROSS BUILDING AREA \* 179,513 S.F.  
TOTAL CARPARKS REQUIRED 897  
TOTAL CARPARKS PROVIDED 918 (+21)

\* DOES NOT INCLUDE 6,380 S.F. GARDEN AREA.

APPROVED BY:	DATE:
McCain	SIGNED 9-4-'81
Bolinder	SIGNED
Michael	SIGNED
Carley	SIGNED 9-4-'81
Landon	SIGNED 9-4-'81
Hornecker	SIGNED

MR. DEW  
 MR. DEW  
 DEW

REVISIONS	
1-6-'85	RW/RTO
RE-DRAW SITE PLAN ON	
COMPUTER BASED ON	
SHEET # 353 TAKE ADDED	
WORK REQUIREMENT FOR	
EASEMENT, ACBS,	
PARCEL	
1-20-'86	RTO
ADDED NOTE PERTAINING	
TO SIGNAGE.	
2-5-'87	RD
REV. LEASED PREMISES	
SITE.	
2-12-'87	RAC
REV. LEASED PREMISES	
AND BUILDING LOCATION	
PER AS BUILTS AND SURV.	

BK 7811 Pg. 1488



PROJECT  
S.W.C.  
5400 SO. ST.  
&  
W. VALLEY  
HIGHWAY  
KEARNS,  
UTAH  
STORE NO.  
**353**

DRAWN RW CHECKED RAC  
DATE 10-17-'94

SHEET TITLE  
EXHIBIT "A"  
SITE PLAN

SHEET  
**1**  
353kearns.dgn