

When recorded, return to:

Lin's Supermarkets, Inc.
c/o Associated Food Stores, Inc.
Attn: Legal Counsel
1850 West 2100 South
Salt Lake City, Utah 84119

Ent 868249 Bk 1069 Pg 1
Date: 05-Feb-2024 02:11:30PM
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CARBON COUNTY RECORDER, Recorder
CARBON COUNTY CORPORATION
For: UNITED WEST TITLE

Tax Parcel Identification No(s): 01-2042-0075, 01-2042-0094, 01-2042-0095, 01-2042-0096, 01-2042-0097, 01-2042-0098

uw-14072

**FIRST AMENDMENT TO
DECLARATION OF RESTRICTIONS AND EASEMENTS**

This First Amendment to Declaration of Restrictions and Easements (this "First Amendment") is made and entered into on January 25, 2024, by and between SPARK UTAH, LLC, an Oklahoma limited liability company ("Spark"), and LIN'S SUPERMARKETS, INC., a Utah corporation ("Lin's"). Spark and Lin's may be collectively referred to as the "Parties."

1. PRELIMINARY

A. On or about September 25, 2023, that certain Declaration of Restrictions and Easements (herein, the "Declaration") was filed in the property records of the Carbon County Recorder, State of Utah, at Book 1058, Page 653, which governs the use and operation of the Shopping Center.

B. Paragraph 8.5 of the Declaration provides that the Declaration may be duly amended in the following:

"This Declaration may not be amended or modified in any respect whatsoever or terminated, in whole or in part, except with the consent of the Owners of the Lin's Property and largest Owner of the Spark Properties (largest defined as the Owner collectively owning the most Building square footage located on the Spark Properties."

C. As of the date this First Amendment, the parties acknowledge and certify that Lin's is the Owner of the Lin's Property, and Spark is the largest Owner of Spark Properties as defined by Building square footage within the Spark Properties, and collectively the Parties have the full right and authority to amend the Declaration.

D. The Parties to desire to amend the Declaration to provide for the following: (i) to add certain use restrictions on the Spark Properties and the Lin's Property, and (ii) to modify the amendment procedure contained in Paragraph 8.5 of the Declaration.

E. All capitalized terms not otherwise defined herein shall have the same meaning as originally defined in the Declaration.

2. AMENDMENT TO DECLARATION

NOW, THEREFORE, Spark and Lin's do hereby amend the Declaration as set forth below, which shall run with the land and shall be for the use and benefit of the Owners, their successors and assigns, and to any persons or entity acquiring or owning an interest in the land, units, common elements, and improvements, or any portion thereof, its grantees, successor, heirs, personal representatives, devisees, and assigns.

A. The below Paragraph 5.6 shall be inserted into Section 5. Use Restrictions of the Declaration:

5.6 Hardware Store Restriction. Other than the Ace Property, no part of the Shopping Center shall be used or operated by any Owner, tenant, subtenant, occupant or user for (i) a hardware store, or (ii) a use that devotes more than one thousand (1,000) square feet of its selling floor area, or a user derives more than ten percent (10%) of its gross revenues from its business conducted in the Shopping Center, to the sale of any one or combination of the following product categories normally sold in Ace Hardware stores: (a) paints and stains, painting sundries and supplies (including canned paint by the gallon, quart and pint, spray paint, varnish, rollers and brushes); (b) power drills, hammers, saws, sanders, grinders, Dremmel tools, Craftsman branded power tools and any attachments, accessories and replacement parts for such items, including without limitation drill bits, sanding paper and grinding wheels; (c) hand tools and accessories, (wrenches, hammers, screwdrivers, pliers, sockets, Craftsman brand tools, and related items); (d) plumbing components, copper, metal, brass and PVC fittings, faucets, rubber and metal washers, hoses, HVAC filters; (e) electrical components, (examples include gang boxes, electrical switches, wall plate covers, conduit, electrical wires, electrical cords, capacitors, breakers); (f) batteries and battery chargers for computers and electronic games and equipment comparable to what is sold in a specialty battery store; (g) live plants and flowers normally sold in garden centers sold in plastic pots and are intended for indoor and outdoor home gardening use, excluding a florist that sells cut flowers and decorative plants in designed arrangements; (h) gardening and horticultural products and bagged goods, such as dirt topsoil, mulch, peat, compost, manure, sand, stone, bricks and cement stones and other related items; (i) lawn and garden chemicals, tools, and power equipment used for landscaping homes and gardens; (j) outdoor and patio furniture (but excluding a furniture store); (k) builder's

hardware, including nails, screws, latches, hooks, fasteners of all typical types provided by vendors such as Hillman; (l) barbecues and grills, gas, charcoal and electric; (m) building materials, drywall, plywood, lumber, siding, cement, plaster and mud, fencing; (o) propane tank filling and exchanges; and (p) equipment rentals of power washers, sprayers, rototillers, ditching and trenching, mowers, weed eaters, lawn edgers. Notwithstanding, any other language in this Paragraph 5.6, the restrictions set forth in this Paragraph 5.6 shall not apply to the Adjacent Parcels.

B. Paragraph 8.5 of the Declaration shall be entirely replaced and supplanted with the following paragraph:

8.5 Modification and Termination. This Declaration may not be amended or modified in any respect whatsoever or terminated, in whole or in part, except with the written consent of the Owner of the Lin's Parcel and the written consent of the Owners collectively owning a majority (51.00%) of the Building square footage within the Spark Properties. No modification or termination of this Declaration shall affect the rights of any Lienholder unless the Lienholder consents in writing to the modification or termination.

3. MISCELLANEOUS TERMS. Unless as otherwise expressly amended herein, the Declaration shall remain in full force and effect. This First Amendment shall be recorded in the official records of the Carbon County Recorder, State of Utah. This First Amendment may be executed in multiple counterparts, all of which taken together shall constitute one and the same First Amendment.

Signature Pages to Follow.

~~EXECUTED as of the date first set forth above.~~

SPARK:

SPARK UTAH, LLC, an Oklahoma limited liability company

Spark Brixton, LLC., an Oklahoma limited liability company, as Manager of Spark Utah, LLC

By: _____
Mason Ghaniabadi, as Manager

LIN'S:

LIN'S SUPERMARKETS, INC.,
a Utah corporation

By: *Darin L. Pierce*
Darin L. Pierce, President of
Associated Retail Operations, Inc.

EXECUTED as of the date first set forth above.

SPARK:

SPARK UTAH, LLC, an Oklahoma limited liability company

Spark Brixton, LLC., an Oklahoma limited liability company, as Manager of Spark Utah, LLC

By: Mason Ghaniabadi, Manager
Mason Ghaniabadi, as Manager

LIN'S:

LIN'S SUPERMARKETS, INC.,
a Utah corporation

By: Darin L. Pierce
Darin L. Pierce, President of
Associated Retail Operations, Inc.

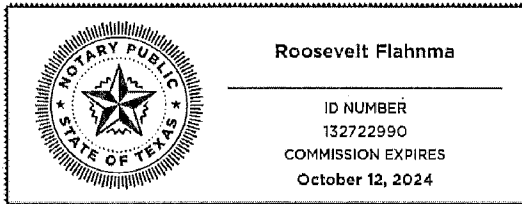
Texas
STATE OF ~~OKLAHOMA~~)
Harris : ss.
COUNTY OF ~~OKLAHOMA~~)

On the 2nd day of February, 2024, before me the undersigned notary public, personally appeared Mason Ghaniabadi known or proven to me to be the signer of the foregoing instrument, who duly acknowledged to and before me that he is the Manager of Spark Brixton, LLC, an Oklahoma limited liability company, who is the Manager of Spark Utah, LLC, an Oklahoma limited liability company, and that he signed the foregoing instrument for and on behalf of said corporation, having all requisite authority to so act.

Electronically signed and notarized online using the Proof platform

Roosevelt Flahnma

[seal]



Notary Public
Notary Public, State of Texas

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

On the 31 day of January, 2024, before me the undersigned notary public, personal appeared Darin L. Pierce, known or proven to me to be the signer of the foregoing instrument, who duly acknowledged to and before me that he is the President of Associated Retail Operations, Inc., a Utah corporation and the sole shareholder of Lin's Supermarkets, Inc., a Utah corporation, and that he signed the foregoing instrument for and on behalf of said corporation, having all requisite authority to so act.

Notary Public

[seal]

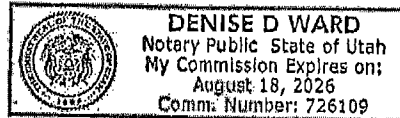


EXHIBIT A
LEGAL DESCRIPTION FOR LIN'S PROPERTY

The following property is located in Carbon County, Utah (Parcel 1 as identified on the Site Plan:

PARCEL 1

Part of the Northeast Quarter of Section 20; Township 14 South, Range 10 East, Salt Lake Base and Meridian, U.S. Survey, in Price City, Carbon County, Utah:

Beginning at a Rebar and Cap Stamped PLS 343635 found marking the Southwest Corner of Creekview Plaza - Big O Tire Subdivision recorded as Entry No. 800950 In Book 699 at Page 613 in the Official Records of Carbon County, located 2515.78 feet South 88°42'20" West along a line between a PK nail found marking the Northeast Corner of said Section 20 and an Aluminum cap reference monument for the Northwest Corner of said Section 20; 88.42 feet South to the Northwest corner of said Subdivision; and 146.16 feet South 10°13'07" East (South 9°38'59" East 146.08 feet record) from said PK nail; and running thence North 80°02'59" East 250.70 feet (South 80°36'34" West 250.56 feet record) along the Southerly line of said Subdivision to a mag nail found marking the Southeast Corner thereof on the West line of the Price Oil Express Lot Split recorded as Entry No. 805872 in Book 723 of Page 150 in the Official Records of Carbon County; thence South 0°30'26" East (South record) 51.37 feet along said West line to a mag nail found marking the Southwest Corner of said Lot Split; thence North 80°02'49" East 250.92 feet (South 80°32'56" West 250.81 feet record) to a point on a curve on the Southwesterly line of Price River Drive as it exists of a 33.00 foot half-width as dedicated per that certain Plat recorded in Book 4 of Plats at Page 229 in the Official Records of Carbon County; thence Southeasterly along the arc of a 413.00 foot radius curve to the left a distance of 133.95 feet (Center bears North 72°51'05" East, Central Angle equals 18°34'59" and Long Chord bears South 26°26'24" East 133.36 feet) along said Southwesterly line to a point on said curve; thence South 54°16'06" West 48.12 feet along a radial line; thence South 46°43'04" East 34.18 feet; thence South 43°16'56" West 152.50 feet; thence South 46°43'04" East 25.68 feet; thence South 80°02'05" West 170.63 feet; thence North 10°22'39" West 9.74 feet; thence South 79°37'00" West 228.42 feet to and along an existing demising wall to a point on a curve on the Westerly line of said Plat recorded in Book 4 of Plats at Page 229 in the Official records of Carbon County; thence along said Westerly line the following two courses: Northwesterly along the arc of a 636.197 foot radius curve to the right a distance of 29.96 feet (Center bears North 77°04'59" East, Central Angle equals 2°41'54" and Long Chord bears North 11°34'04" West 29.96 feet) to a point of tangency; and North 10°13'07" West 300.78 feet to the Southwest Corner of said Subdivision and the point of beginning.

Contains 148,399 sq. ft. or 3.407 acres.

LEGAL DESCRIPTION FOR SPARK PROPERTIES

The following property is located in Carbon County, Utah:

PARCEL 2

A part of the Northeast Quarter of Section 20; Township 14 South, Range 10 East, Salt Lake Base and Meridian, U.S. Survey, in Price City, Carbon County, Utah:

Beginning at a point located 2001.90 feet South 88°42'20" West along a line between a PK nail found marking the Northeast Corner of said Section 20 and an Aluminum cap reference monument for the Northwest Corner of said Section 20; and 583.16 feet South 1°17'40" East from said PK nail; and running thence South 80°02'05" West 174.13 feet; thence South 38°15'21" West 154.67 feet; thence South 55°23'35" West 94.64 feet along a radial line to a point on a curve on the Southwesterly line of that certain Plat recorded in Book 4 of Plats of Page 229 in the Official Records of Carbon County; thence Northwesterly along the arc of a 636.197 foot radius curve to the right a distance of 240.84 feet (Center bears North 55°23'35" East, Central Angle equals 21°41'24" and Long Chord bears North 23°45'43" West 239.40 feet) along said Southwesterly line; thence North 79°37'00" East 228.42 feet; thence South 10°22'39" East 9.74 feet; thence North 80°02'05" East 170.63 feet; thence South 46°43'04" East 64.37 feet; thence South 0°30'26" East 30.75 feet to the point of beginning.

Contains 56,633 sq. ft. or 1.300 acres.

PARCEL 3

Part of the Northeast Quarter of Section 20; Township 14 South, Range 10 East, Salt Lake Base and Meridian, U.S. Survey, in Price City, Carbon County, Utah:

Beginning at a point located 2001.90 feet South 88°42'20" West along a line between a PK nail found marking the Northeast Corner of said Section 20 and an Aluminum cap reference monument for the Northwest Corner of said Section 20; and 583.16 feet South 1°17'40" East from said PK nail; and running thence South 0°30'26" East 39.48 feet; thence South 67°36'23" East 56.11 feet; thence North 65°09'24" East 54.79 feet; thence South 0°34'08" East 113.87 feet; thence South 89°25'52" West 80.84 feet; thence South 0°34'08" East 36.53 feet; thence South 89°25'52" West 26.04 feet; thence South 38°38'51" West 39.61 feet; thence South 0°32'31" East 194.76 feet to and along an existing building wall to the Southerly line of that certain Survey filed as Entry No. 846378 in Book 935 at Page 483 in the Official Records of Carbon County; thence along said Southerly line the following two courses: North 56°49'38" West 91.43 feet; and North 15°30'40" West 30.11 feet to the Southwesterly line of that certain Plat recorded in Book 4 of Plats at Page 229 in the Official Records of Carbon County; thence along said Southwesterly line the following six courses: South 89°25'52" West 46.77 feet to a point on a curve; thence Southeasterly along the arc of a 596.197 foot radius curve to the left a distance of 5.00 feet (Center bears North 34°19'13" East, Central Angle equals 0°28'50" and Long Chord bears South 55°55'13" East 5.00 feet) to a point of tangency; South 56°09'37" East 45.00 feet; South 15°22'50" East 61.24 feet; North

56°09'37" West 91.37 feet to a point of curvature; and Northwesterly along the arc of a 636.197 foot radius curve to the right a distance of 239.32 feet (Central Angle equals 21°33'12" and Long Chord bears North 45°23'01" West 237.91 feet) to a point on said curve; thence North 55°23'35" East 94.64 feet along a radial line; thence North 38°15'21" East 154.67 feet; thence North 80°02'05" East 174.13 feet to the point of beginning.

Contains 99,633 sq. ft. or 2.287 acres.

PARCEL 4

A part of the Northeast Quarter of Section 20; Township 14 South, Range 10 East, Salt Lake Base Meridian, U.S. Survey, in Price City, Carbon County, Utah:

Beginning at a point on the West line of the East Parcel of that certain Survey filed as Entry No. 846378 in Book 935 at Page 483 in the Official Records of Carbon County; located 1719.49 feet South 88°42'20" West along a line between a PK nail found marking the Northeast Corner of said Section 20 and an Aluminum cap reference monument for the Northwest Corner of said Section 20; and 641.15 feet South 1°17'40" East from said PK nail; and running thence along said West line the following four courses: South 0°34'08" East 280.42 feet to the South line of the Southwest Parcel of that certain Plat recorded in Book 4 of Plats at Page 229 in the Official Records of Carbon County; South 32°23'45" West 108.02 feet to a point on a curve on the South line; South 0°34'08" East 178.69 feet; and South 32°23'45" West 108.02 feet to a point on a curve on the South line of said Survey; thence along said South line the following three courses: Northwesterly along the arc of 558.366 foot radius curve to the left a distance of 136.30 feet (Center bears South 47°13'53" West, Central Angle equals 13°59'10" and Long Chord bears North 49°45'42" West 135.96 feet); North 33°10'22" East 20.00 feet; and North 56°49'38" West 151.16 feet; thence North 0°32'31" West 194.76 feet to and along an existing building wall; thence North 38°38'51" East 39.61 feet; thence North 89°25'52" East 26.04 feet; thence North 0°34'08" West 36.53 feet; thence North 89°25'52" East 80.84 feet; thence North 0°34'08" West 98.31 feet; thence North 89°25'52" East 181.55 feet to the point of beginning.

Contains 122,023 sq. ft or 2.801 acres

PARCEL 5:

A part of the Northeast Quarter of Section 20; Township 14 South, Range 10 East, Salt Lake Base and Meridian, U.S. Survey, in Price City, Carbon County Utah:

Beginning at a point on the West line of the East Parcel of that certain Survey filed as Entry No. 846378 in Book 935 at Page 483 in the Official Records of Carbon County; located 1719.49 feet South 88°42'20" West along a line between a PK nail found marking the Northeast Corner of said Section 20 and an Aluminum cap reference monument for the Northwest Corner of said Section 20; and 641.15 feet South 1°17'40" East from said PK nail; and running thence South 89°25'52" West 181.55 feet; thence North 0°34'08" West 159.74 feet; thence North 36°25'06" East 71.52 feet along a radial line to a point on the Southwesterly line of Price River Drive as it exists at a 33.00 foot half-width as a dedicated per that certain Plat recorded in Book 4 of Plats at

Page 229 in the Official Records of Carbon County; thence Southeasterly along the arc of a 413.00 foot radius curve to the left a distance of 155.31 feet (Center bears North 36°25'06" East, Central Angle equals 21°32'49" and Long Chord bears South 64°21'19" East 154.40 feet) along said Southwesterly line to the West line of said East Parcel; thence South 0°34'08" East 148.67 feet along said West line to the point of beginning.

PARCEL 6:

A part of the Northeast Quarter of Section 20; Township 14 South, Range 10 East, Salt Lake Base and Meridian, U.S. Survey, in Price City Utah:

Beginning at a point located 2001.90 feet South 88°42'20" West along a line between a PK nail found marking the Northeast Corner of said Section 20 and an Aluminum cap reference monument for the Northwest Corner of said Section 20; and 583.16 feet South 1°17'40" East from said PK nail; and running thence North 0°30'26" West 30.75 feet; thence North 46°43'04" West 90.05 feet; thence North 43°16'56" East 152.50 feet; thence North 46°43'04" West 34.18 feet; thence North 54°16'06" East 48.12 feet along a radial line to a point on a curve on the Southwesterly line of Price River Drive as it exists a 33.00 foot half-width as dedicated per that certain Plat recorded in Book 4 of Plats at Page 229 in the Official Records of Carbon County; thence Southeasterly along the arc of a 413.00 foot radius curve to the left a distance of 128.67 feet (Center bears North 54°16'06" East, Central Angle equals 17°51'00" and Long Chord bears South 44°39'24" East 128.15 feet) along said Southwesterly line; thence South 36°25'06" West 71.52 feet along a radial line; thence South 0°34'08" East 144.18 feet; thence South 65°09'24" West 54.79 feet; thence North 67°36'23" West 56.11 feet; thence North 0°30'26" West 39.48 feet to the point of beginning.

Contains 33,302 sq. ft. or 0.765 acres

Now known as Parcels 1-6 of Creekview Plaza lot split, according to the official plat thereof, filed in the office of the Carbon County Recorder, September 15, 2023, in Book 1058, at Page 65, as Entry No. 866286.