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GARY W. OTT  
RECORDER, SALT LAKE COUNTY, UTAH  
LANDMARK TITLE  
BY: SBM, DEPUTY - WI 9 P.

When Recorded, Please Mail To:

David E. Gee, Esq.  
Parr Waddoups Brown Gee & Loveless  
185 South State Street, Suite 1300  
Salt Lake City, Utah 84111-1537

Space above for Recorder's use

**AMENDMENT TO  
DECLARATION OF COVENANTS, RESTRICTIONS AND EASEMENTS**

THIS AMENDMENT TO DECLARATION OF COVENANTS, RESTRICTIONS AND EASEMENTS (this "Amendment") is made this 12<sup>th</sup> day of May, 2005 by and between Gateway Associates, Ltd., a Utah limited partnership ("Associates") and Gateway Retail Holdings, L.C., a Utah limited liability company ("Holdings").

RECITALS

A. Associates and Holdings entered into that certain Declaration of Covenants, Restrictions and Easements, dated May 5, 2005, and recorded in the office of the Salt Lake County Recorder on May 6, 2005, as Entry No. 9370292 in Book 9128 at Page 605-626 (the "Declaration").

B. The Declaration and this Amendment relate to certain real property located in Salt Lake City, Utah, which is more particularly described on Exhibits "A" and "B" attached hereto.

C. The site plan that was intended to be attached to the Declaration as Exhibit "C" was inadvertently omitted. The parties now desire to amend the Declaration to attach the site plan to Exhibit "C."

AMENDMENT

NOW, THEREFORE, in consideration of the mutual covenants of the parties and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree to amend the Declaration as follows:

1. Amendment to the Exhibit "C" of the Declaration. The site plan attached as Exhibit "C" to this Amendment is hereby added to Exhibit "C" of the Declaration.

2. Effect of Amendment. Except as modified by this Amendment, the Declaration is ratified and affirmed and shall remain in full force and effect. In the event of any inconsistency between this Amendment and the Declaration, the provisions of this Amendment shall control.


IN WITNESS WHEREOF, the parties have been executed this Amendment as of the date set forth above.

**"ASSOCIATES"**

GATEWAY ASSOCIATES, LTD., a Utah limited partnership, by its general partner:

BOYER GATEWAY, L.C., a Utah limited liability company, by its Manager:


THE BOYER COMPANY, L.C., a Utah limited liability company

By:   
Name: Steven B. Ostler  
Its: Manager

**"HOLDINGS"**

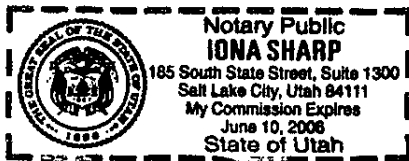
GATEWAY RETAIL HOLDINGS, L.C., a Utah limited liability company, by its Manager:

GATEWAY RETAIL MANAGER, INC., a Utah corporation

By:   
Name: Steven B. Ostler  
Its: President

STATE OF UTAH )  
 : SS.  
COUNTY OF SALT LAKE )

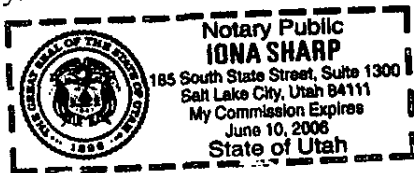
The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of May, 2005, by Steven B. Ostler, the Manager of The Boyer Company, L.C., a Utah limited liability company, which is the Manager of Boyer Gateway, L.C., a Utah limited liability company, which is the general partner of Gateway Associates, Ltd., a Utah limited partnership.



Iona Sharp  
NOTARY PUBLIC

STATE OF UTAH )  
 : SS.  
COUNTY OF SALT LAKE )

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of May, 2005, by Steven B. Ostler, the President of Gateway Retail Manager, Inc., a Utah corporation, which is the Manager of Gateway Retail Holdings, L.C., a Utah limited liability company.



Iona Sharp  
NOTARY PUBLIC

EXHIBIT "A"

TO

DECLARATION OF COVENANTS, RESTRICTIONS AND EASEMENTS

Legal Description of Retail Phase 1 Parcels

The Property referred to in the foregoing instrument is located in Salt Lake County, Utah, and is more particularly described as follows:

RETAIL UNITS 1, 2 and 3, contained within the Block A Condominium Project as the same are identified in the Record of Survey Map recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828968 (as said Record of Survey Map shall have heretofore been amended or supplemented, including that certain amended Record of Survey Map, recorded in the office of the Salt Lake County Recorder on December 6, 2002 as Entry No. 8448732, in Book "2002P" at Page 532 of Plats) (the "Block A Map") and in the Declaration of Condominium for Gateway Block A Condominium Project, recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828969, in Book No. 8427 at Page 4676-4750 (as said Block A Declaration may have heretofore been amended or supplemented), TOGETHER WITH the undivided ownership interest in said Block A Condominium's Common Elements that is appurtenant to said Units as more particularly described in the Block A Declaration.

Tax Parcel Nos.: 15-01-177-002-0000, 15-01-177-003-0000, 15-01-177-010-0000 and 15-01-177-011-0000

RETAIL UNITS 1, 2 and 3, contained within the Block B Condominium Project as the same are identified in the Record of Survey Map recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828970 (as said Record of Survey Map shall have heretofore been amended or supplemented) (the "Block B Map") and in the Declaration of Condominium for Gateway Block B Condominium Project, recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828971, in Book No. 8427 at Page 4752-4829 (as said Block B Declaration may have heretofore been amended or supplemented), TOGETHER WITH the undivided ownership interest in said Block B Condominium's Common Elements that is appurtenant to said Units as more particularly described in the Block B Declaration.

Tax Parcel Nos.: 15-01-131-001-0000, 15-01-131-002-0000, 15-01-131-003-0000 and 15-01-131-004-0000

RETAIL UNIT, contained within the Block C1 Condominium Project as the same is identified in the Record of Survey Map recorded in the office of the Salt Lake County Recorder on December 27, 2000, as Entry No. 7788087, in Book 2000P at Page 364 of Plats (as said Record of Survey Map shall have heretofore been amended or supplemented) (the "Block C1 Map") and in the Declaration of Condominium for Gateway Block C1 Condominium Project, recorded in the office of the Salt Lake County Recorder on April 27, 2001, as Entry No. 7881708, in Book No. 8450 at Page 4761-4842-A (as said Block C1 Declaration may have heretofore been amended or supplemented), TOGETHER WITH the undivided ownership interest in said Block C1 Condominium's Common Elements that is appurtenant to said Unit as more particularly described in the Block C1 Declaration.

Tax Parcel No.: 15-01-185-001-0000

RETAIL UNIT 1, contained within the Block C2 Condominium Project as the same is identified in the Record of Survey Map recorded in the office of the Salt Lake County Recorder on December 27, 2000, as Entry No. 7788089, in Book 2000P at Page 365 of Plats (as said Record of Survey Map shall have heretofore been amended or supplemented) (the "Block C2 Map") and in the Declaration of Condominium for Gateway Block C2 Condominium Project, recorded in the office of the Salt Lake County Recorder on April 27, 2001, as Entry No. 7881709, in Book No. 8450 at Page 4843-4926 (as said Block C2 Declaration may have heretofore been amended or supplemented), TOGETHER WITH the undivided ownership interest in said Block C2 Condominium's Common Elements that is appurtenant to said Unit as more particularly described in the Block C2 Declaration.

Tax Parcel No.: 15-01-130-001-0000

LOT 4, Boyer Gateway Subdivision Plat, recorded in the office of the Salt Lake County Recorder on February 23, 2001, as Entry No. 7828967, in Book 2001P at Page 37 of Plats.

Tax Parcel No.: 08-36-376-015-0000

Legal Description of the Union Pacific Depot Building

LOT 3, Boyer Gateway Subdivision Plat, recorded in the office of the Salt Lake County Recorder on February 23, 2001, as Entry No. 7828967, in Book 2001P at Page 37 of Plats.

Legal Description of "Parking Facilities"

PARKING UNITS 1 AND 2, contained within the Block A Condominium Project as the same are identified in the Record of Survey Map recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828968 (as said Record of Survey Map shall have heretofore been amended or supplemented, including that certain amended

08-30-376-016

Record of Survey Map, recorded in the office of the Salt Lake County Recorder on December 6, 2002 as Entry No. 8448732, in Book "2002P" at Page 532 of Plats) (the "Block A Map") and in the Declaration of Condominium for Gateway Block A Condominium Project, recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828969, in Book No. 8427 at Page 4676-4750 (as said Block A Declaration may have heretofore been amended or supplemented), TOGETHER WITH the undivided ownership interest in said Block A Condominium's Common Elements that is appurtenant to said Units as more particularly described in the Block A Declaration.

Tax Parcel Nos.: 15-01-177-012-0000 and 15-01-177-008-0000

PARKING UNIT 1, contained within the Block B Condominium Project as the same is identified in the Record of Survey Map recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828970 (as said Record of Survey Map shall have heretofore been amended or supplemented) (the "Block B Map") and in the Declaration of Condominium for Gateway Block B Condominium Project, recorded in the office of the Salt Lake County Recorder on February 26, 2001, as Entry No. 7828971, in Book No. 8427 at Page 4752-4829 (as said Block B Declaration may have heretofore been amended or supplemented), TOGETHER WITH the undivided ownership interest in said Block B Condominium's Common Elements that is appurtenant to said Unit as more particularly described in the Block B Declaration.

Tax Parcel No. 15-01-131-007-0000

#### Legal Description of the "Central Plant"

CP UNIT 1, contained within the Gateway Block B Condominium Project as the same is identified in the Record of Survey Map recorded in Salt Lake County, Utah, on February 26, 2001, as Entry No. 7828970 (as said Record of Survey Map shall have heretofore been amended or supplemented) (the "Block B Map") and in the Declaration of Condominium for Gateway Block B Condominium Project, recorded in Salt Lake County, Utah on February 26, 2001, as Entry No. 7828971, in Book No. 8427 at Page 4752-4829 (as said Declaration may have heretofore been amended or supplemented) (the "Block B Declaration:"), TOGETHER WITH the undivided ownership interest in said Project's Common Elements that is appurtenant to said Unit as more particularly described in said Block B Declaration.

Tax Parcel No.: 15-01-131-008-0000

EXHIBIT "B"

TO

DECLARATION OF COVENANTS, RESTRICTIONS AND EASEMENTS

Legal Description of Retail Phase 2 Parcels

The Property referred to in the foregoing instrument is located in Salt Lake County, Utah, and is more particularly described as follows:

LOTS 5, 6 and 7, Boyer Gateway Subdivision Plat, recorded in the office of the Salt Lake County Recorder on February 23, 2001, as Entry No. 7828967, in Book 2001P at Page 37 of Plats.

00-36376-014  
08-36376-013  
00-36376-012

**EXHIBIT "C"**

**TO**

**AMENDMENT TO  
DECLARATION OF COVENANTS, RESTRICTIONS AND EASEMENTS**

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[See Attached Site Plan]



Phase II

SITE PLAN

