SCHEDULE B-2 EXCEPTIONS

12. Any water rights or claims or title to water in or under the land.
13. Excepting all oil, gas and other minerals of every kind and description underlying the surface of the land.
14. Easements and rights of way of record or enforceable in law and equity for any existing roads, streets, alleys, ditches, reservoirs, utilities, canals, pipe lines, power, telephone, sewer, gas or water lines now existing over, under or across subject property.
15. A 21.0' wide Easement upon the terms and conditions therein provided, in favor of Town of South Ogden, a Municipal Corporation, recorded June 14, 1937 as Entry No. 27455, in Book "X" of Liens and Leases, Page 263, of Official Records. **(AFFECTS NORTHERN PORTION OF PROPERTY AS SHOWN)**
16. Easement Agreement, by & between NewMart Associates, a Utah Joint Venture, and Weber Canal Water Company, upon the terms and conditions therein provided, recorded August 8, 1980, as Entry No. 816530, in Book 1363, Page 70, of Official Records. **(DOES NOT AFFECT THE PROPERTY)**
17. Declaration of Restrictions and Grant of Easements, by & between NewMart Associates, a Utah Joint Venture and Skaggs Properties Inc, a Delaware corporation, according to the terms, conditions, and restrictions contained therein, recorded August 8, 1980, as Entry No. 816532, in Book 1363, Page 86, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS AND UTILITY EASEMENTS)**
18. Agreement, by & between NewMart Associates, a Utah Joint Venture and J. Ron Stacey and Jeri H. Stacy, upon the terms and conditions therein provided, recorded April 23, 1981, as Entry No. 834401, in Book 1380, Page 1041, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS PARKING, PEDESTRIAN ACCESS AND UTILITY EASEMENTS)**
19. A 10.0' wide Right of Way and Easement for electrical transmission and incidental purposes as created in favor of Utah Power & Light Company recorded May 1, 1981 as Entry No. 834947, in Book 1381, Page 188, of Official Records. **(AFFECTS NORTHERN PORTION OF PROPERTY AS SHOWN)**
20. A 6.0' wide Right-of-Way Easement for communication facilities and incidental purposes as created in favor of Mountain States Telephone and Telegraph Company and/or Qwest Communications recorded May 21, 1981 as Entry No. 836274, in Book 1382, Page 530, of Official Records. **(LOCATION OF EASEMENT IS DEPICTED ON UN-LEGIBLE ATTACHED RIDERS, WORDING PLACES EASEMENTS OVER ACTUAL LINE LOCATIONS NOT SHOWN)**
21. Easement Agreement, by & between NewMart Associates, a Utah Joint Venture, P B Trust, and KEN-SAN Properties, a partnership, upon the terms and conditions therein provided, recorded June 11, 1981, as Entry No. 837707, in Book 1383, Page 1189, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS PARKING, PEDESTRIAN ACCESS AND UTILITY EASEMENTS)**
22. Agreement of Covenants, Conditions and Establishment of Restrictions and Grant of Easements, by & between NewMart Associates, a Utah Joint Venture, Homart Development Co., a Delaware corporation, and Mountain West Savings, a Utah corporation, according to the terms, conditions, and restrictions contained therein, recorded October 7, 1981, as Entry No. 845132, in Book 1391, Page 26, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS PARKING, PEDESTRIAN ACCESS AND ALSO DESCRIBES SPECIFIC WATERLINE AND SEWER EASEMENTS. WATERLINE EASEMENT AND SEWER EASEMENTS DO NOT AFFECT THIS PARCEL.)**
23. Covenants, Conditions and Restrictions Agreement, by and between Homart Development Co., a Deleware corporation, and Moore and Company and/or assigns, according to the terms, conditions, and restrictions contained therein, recorded December 22, 1982, as Entry No. 870295, in Book 1415, Page 999, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS PARKING, PEDESTRIAN ACCESS AND UTILITY EASEMENTS)**
24. Covenants, Conditions, Easements and Restrictions Agreement, by and between Homart Development Co., a Delaware corporation, and Skippers Inc., a Washington corporation, according to the terms, conditions, and restrictions contained therein, recorded June 1, 1984, as Entry No. 910154, in Book 1447, Page 844, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS PARKING, PEDESTRIAN ACCESS AND UTILITY EASEMENTS)**
25. Easement Agreement, by and between Homart Development Co., a Deleware corporation, and Furr's Cafeterias Inc., a Texas corporation,K MART CORPORATION, a Michigan corporation, LYNX PROPERTIES CORP., a Delaware corporation, and NATIONAL BANK OF DETROIT, a national banking association, upon the terms and conditions therein provided, recorded as Entry No. 913073, in Book 1449, Page 1255, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS PARKING, PEDESTRIAN ACCESS AND UTILITY EASEMENTS)**
26. Construction, Operation and Reciprocal Easement Agreement, by and between Homart Development Co., a Deleware corporation, and Dillard Department Stores, Inc. a Delaware corporation, upon the terms and conditions therein provided, recorded November 15, 1994, as Entry No. 1321367, in Book 1737, Page 2999, of Official Records. **(CONTAINS BLANKET -TYPE INGRESS, EGRESS PARKING, PEDESTRIAN ACCESS AND UTILITY EASEMENTS)**
27. A Lease, dated June 2, 1980, executed by Newmart Associates, a Utah joint venture, as Lessor, and Mervyn's, a California corporation, as Lessee, upon the terms, conditions and covenants therein provided, recorded June 19, 1980 as Entry No. 813309, in Book 1359, page 646, of Official Records.
    1.A) Up to eighteen inches (18") on the north, west and south aides of the building for the new facade or veneer that Tenant proposes to add to the improvements
    1.B) up to twelve feet (12") on the East side, for placement of a buttressing structure sufficient to permit a full height front wall.
    1.C) up to four feet (4') on each side of the building for entrance structures
    1.D) Such encroachment as may be necessary to enable Tenant to enclose the truck loading dock.

GENERAL SURVEY NOTES:

1. The Basis of Bearings for this survey is North 0°58'00" East between the Ogden City Centerline Monuments at the intersection of 36th Street and Wall Avenue and 33rd Street and Wall Avenue
2. Utility Note: The utilities shown have been located from field survey information per the Table "A" requirements, only observed evidence of utilities have been shown on the drawing.
3. This survey was made in accordance with laws and/or Minimum Standards of the State of Utah.
4. The property described hereon is the same as the property described in Bonneville Superior Title Company Commitment No. 157288 with an effective date of April 24, 2001 at 8:00 am and that all easements, covenants and restrictions referenced in said title commitment or apparent from a physical inspection of the site or otherwise known to me have been plotted hereon or otherwise noted as to their effect on the subject property.
5. Said described property is located within an area having a Zone Designation Zone X by the Federal Emergency Management Agency (FEMA), on Flood Insurance Rate Map No.49057C0428E, with a date of identification of December 16, 2005, for Community No.4901890428E, in Weber County, State of Utah, which is the current Flood Insurance Rate Map for the community in which said premises is situated.
6. The Property has *indirect access to Wall Avenue, Harris Avenue, 36th Street, and Pacific Avenue dedicated public streets by way of the ingress and egress easements recorded in Exceptions 17, 18, 21, 22, 23, 24, & 25.*
7. The total number of striped parking spaces on the subject property is 21 including 1 designated handicap space.
8. There is no observed evidence of current earth moving work, building construction or building additions [except as shown or noted hereon].
9. There are no proposed changes in street right of way lines, according to *Ogden City* . There is no observed evidence of recent street or sidewalk construction or repairs [except as shown or noted hereon]
10. There is no observed evidence of site use as a solid waste dump, sump or sanitary landfill [except as shown or noted hereon]

LIST OF POSSIBLE ENCROACHMENTS

The following list of encroachments is only the opinion of this surveyor and should not be interpreted as complete listing.

1. There appears to be a 0.6' building encroachment on the Southeast corner of the existing building tapering to 0.0' at the Southwest corner of the building. The location and exact dimensions have been depicted on the drawing.

ZONING INFORMATION

Zoning District: Regional Commercial Zone (CP-3)

Setbacks:
- Front: None for building, 15 feet for parking lot or display area
- Side: Facing Street - None for building, 15 feet for parking lot or display area
  Not Facing Street - None, except 10 feet adjacent to a residential or O-1 zone. For buildings over 35 feet in height next to a residential or O-1 zone an additional 1 foot setback is required for every foot the building is over 35 feet in height
- Rear: None, except 10 feet adjacent to a residential or O-1 zone. For buildings over 35 feet in height next to a residential or O-1 zone an additional 1 foot setback is required for every foot the building is over 35 feet in height

Maximum Building Height permitted: 38.0' per Exception 26, (Entry No. 1321367, in Book 1737, see Page 3124)

Existing Square Footage of building(s): 71,372 Sq. Ft.
Floor Space Area Restrictions: 60 percent of Total Lot Area = 72,115.5 Sq.Ft.

Zoning Source: Ogden City's online website, http://www.ogdencity.com

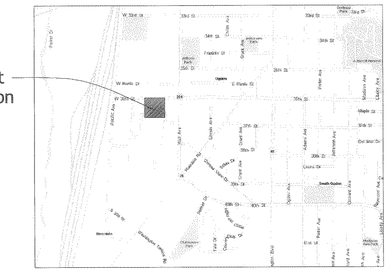
LAND AREA:

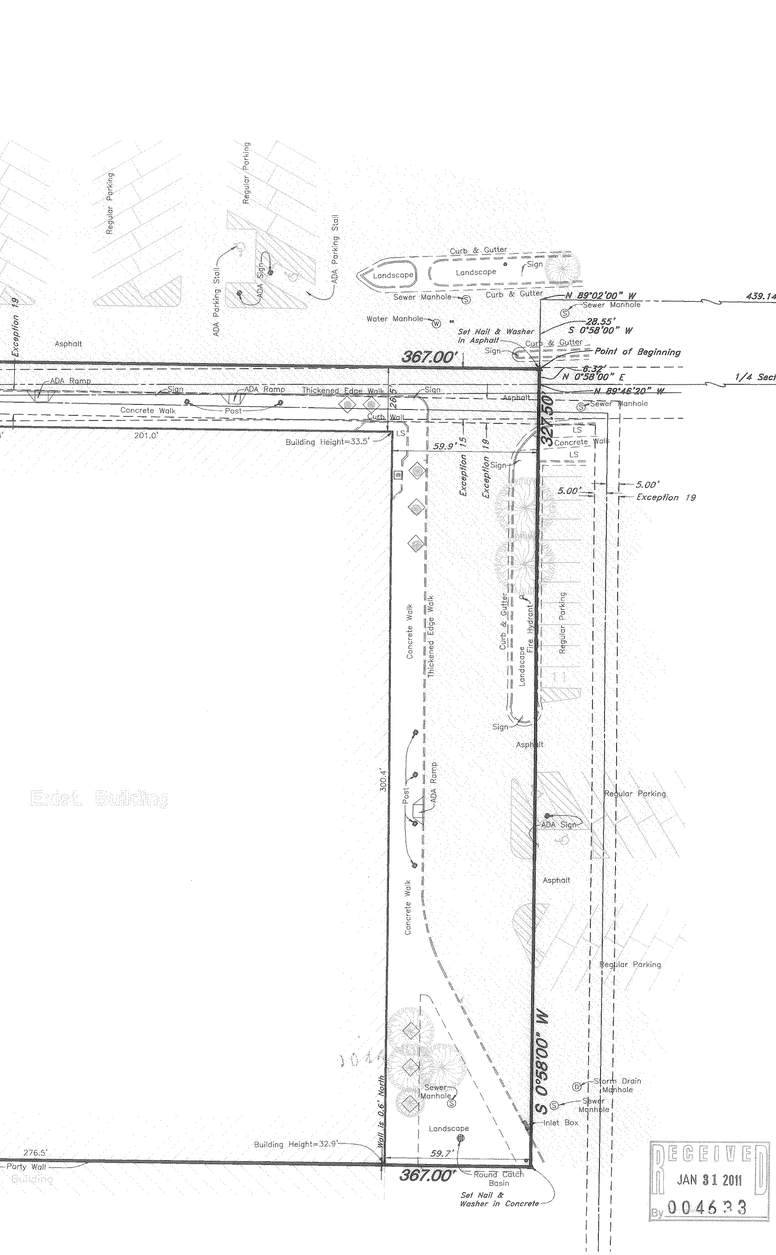
Contains 120,192.5 sq.ft. or 2.759 Acres

LEGEND OF SYMBOLS:

	Centerline	TA	Top of Asphalt	C.M.P.	Corrugated Metal Pipe
UGT	Buried Telephone line	EA	Edge of Asphalt	R.C.P.	Reinforced Concrete Pipe
OHT	Overhead Telephone line	NG	Natural Ground	CONC	Edge of Concrete
OHP	Overhead Power line	LG	Lip of Gutter	RWALL	Retaining Wall
UGP	Power line	SP	Service Pole	SMH	Sewer Manhole
S	Sanitary Sewer line	LP	Light Pole	WV	Water Valve
W	Culinary Water line	PP	Power Pole	CB	Catch Basin
G	Gas line	TP	Telephone Pole	DV	Diversion Box
SD	Storm Drain line	FH	Fire Hydrant	TC	Top of Curb
SW	Secondary Waterline	DIT	Flowline of Ditch	SW	Sidewalk
LD	Land Drain line	TOE	Toe of Slope	GAS	Gas line Marker
IW	Irrigation Waterline	TOP	Top of Slope	GUY	Guy Wire
X X X	Fence	CO	Cleanout	BLDG	Building Corner
	Power Pole	FC	Fence	NG	Natural Ground
	Post	DMH	Drain Manhole		Fire Hydrant
	Water Meter	99.00	Spot Elevation		Water Valve
	Gas Meter		Contour	LP	Light Pole
	Telephone Box				Power Pole w/guy
	Sewer Manhole		Asphalt		Deciduous Tree
	Drain Manhole		Concrete		Brush
	Water Manhole		Building		
	Cleanout Box		Catch Basin		

VICINITY MAP





RECORD LEGAL DESCRIPTION

Part of the Southwest Quarter of Section 5, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey, described as follows:

Beginning at a point which bears North 89°46'20" West 524.92 feet along the Quarter Section line South 0°58' West 10.85 feet and North 89°02' West 375.0 feet from the Southeast corner of said Northwest Quarter of Section 5, also being a point North 89°27' West 521.75 feet, South 0°58' West 2656.30 feet and North 89°02' West 375.0 feet from the Northeast corner of said Northwest Quarter of Section 5, running thence South 0°58' West 327.5 feet, thence North 89°02' West 367.0 feet, thence North 0°58' East 327.5 feet, thence South 89°02' East 367.0 feet to the point of beginning.

Together with the rights and Easements as granted in the in Agreements, Covenants, Conditions, Restrictions Reciprocal Easements, as appurtenant to the NewGate Mall, as recorded in mesne instruments of record, Weber County, Utah

SURVEYED LEGAL DESCRIPTION

A part of the West Half of Section 5, Township 5 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey:

Beginning at a point which bears North 89°46'20" West 914.10 feet along the Quarter Section line and North 0°58' East 6.32 feet from the Center of said Section 5 as determined using the stationing called for on the Ogden City Plats (Sheet 2713A), said point also being North 89°02' West 439.14 feet,along the centerline extended of 36th Street and South 0°58' West 28.55 feet from the Ogden City Centerline Monument at the intersection of 36th Street and Wall Avenue; and running thence South 0°58' West 327.5 feet, thence North 89°02' West 367.0 feet, thence North 0°58' East 327.5 feet, thence South 89°02' East 367.0 feet to the point of beginning.

Together with the rights and Easements as granted in the in Agreements, Covenants, Conditions, Restrictions Reciprocal Easements, as appurtenant to the NewGate Mall, as recorded in mesne instruments of record, Weber County, Utah

SURVEYOR'S CERTIFICATE

To Newgate Mall Anchor Acquisition, LLC, GGP-Newgate Mall, Inc. a Delaware Corporation, Stewart Title Guaranty Company, Bonneville Superior Title Company, and Smith-Roberts National Corporation,:

This is to certify that this map or plat and the survey on which it is based were made in accordance with the 2011 Minimum Standard Detail Requirements for ALTA/ACSM Land Title Surveys, jointly established and adopted by ALTA and NSPS, and includes Items *1, 2, 3, 4, 6b, 7(a)(b1)(c), 8, 9, 11(a), 16, 17 and 18* of Table A hereof.

The field work was completed on May 11, 2011.

Date of Plat or Map: ***May 31, 2011***

5-31-2011
No. 6242920
UTAH

Andy Hubbard, P.L.S. #6242920

No.	REVISIONS	Date

COORDINATED BY:
SMITH-ROBERTS
NATIONAL CORPORATION

100 NE 5th Street
OKLAHOMA CITY, OK 73104
800.411.2010
www.smith-roberts.com

ALTA/ACSM LAND TITLE SURVEY

3000 NEWGATE MALL
36TH STREET & WALL AVENUE
OGDEN CITY, WEBER COUNTY, UTAH

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GREAT BASIN ENGINEERING INC
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