

Great Stock Company
560 South State Street, Suite B1
Orem, UT 84058
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Email: growthfactors@gmail.com

March 20, 2014

David Graves, PE
Engineering Division
Provo City Public Works
1377 S 350 E
Provo, UT 84606



ENT 19474:2014 PG 1 of 4
JEFFERY SMITH
UTAH COUNTY RECORDER
2014 Mar 25 9:15 am FEE 17.00 BY EO
RECORDED FOR GRAVES, DAVID

RE: Letter of Understanding and License for Installation of Utilities
Under Westside Connector Road

Dear Mr. Graves:

Great Stock Company is in the process of granting to Provo City a deed covering 5.52 acres to facilitate the construction and operation of the Westside Connector Road.

By the signature at the end of this letter, Provo City hereby indicates a continuing willingness to allow two (2) underground utility crossings of and under the Westside Connector road. Great Stock did previously grant an Easement to Spirithill Communications LC for two such underground utility corridors, but Provo has requested through your offices that those Recorded Easements be "cancelled or vacated," and that rather a "License and Letter of Understanding" be entered into.

Therefore, it is agreed by our signature that Great Stock and Spirithill shall immediately vacate and cancel the Easement dated February 25, 2014 and recorded as entry 13189:2014 at the Utah County Recorder's Office (see attached document).

In exchange for removing and vacating the Easement, Provo City hereby grants and authorizes the Great Stock Company of Vast International Import Inc. or its assigns, a License and "Right to Install and Maintain" underground utility lines approximately 3 to 4 feet below present natural or native ground level, at a location mutually agreeable to both parties, or as otherwise set forth on the attached Exhibit A descriptions. Exhibit A descriptions are mutually acceptable. Great Stock is hereby given permission to install such conduits and lines now or anytime pre-road construction, or alternatively at the time the road base for the Westside Connector has been installed, and hereafter alternatively GSC hereby is granted permission to bore for the lines and conduits after paving of the Westside road. Great Stock shall properly compact such conduits or lines and accepts that the road overlay and traffic use could cause settling. Great Stock accepts the risk that this could possibly cause damage to the conduits. Provo City shall take reasonable care not to directly disturb the utility conduits or lines once installed.

Provo City also acknowledges that Great Stock Company seeks to reasonably develop and use the approximate 14.78 acres northerly of the Westside Connector road and obtain direct access through State of Utah lands for the 14.78 acres with an access road to 500 West Street and possibly a right off/right on connection to the Westside Connector (based on ultimate approved/development of the adjoining 14.768 acres).

The parties hereto accept and agree to these provisions, signing two or more copies hereof.

Approved:

David S. Grow

David S. Grow

Great Stock Company of Vast International Import Inc.
David S. Grow, Vice President

Approved:

Dave Decker

Dave Decker

Dave Decker, Provo City, Public Works Director

Approved:

Steven L. Grow

Steven L. Grow

Spirithill Communications LC
Steven L. Grow, Manager/Member

Approved:

David Graves

David Graves

David Graves, PE
Provo City Engineering

STATE OF UTAH)
)§
COUNTY OF UTAH)

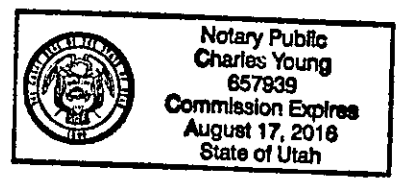
On this 19th day of March, 2014, personally appeared before me Steven L. Grow, as Member/Manager agent for Spirithill Communications LC, and David Spencer Grow, as Vice President of Great Stock Company of Vast International Import Inc., whose identities are personally known to me (or proved to me on the basis of satisfactory evidence) and who by me duly sworn (or affirmed), did say that they executed the foregoing instrument and that said document was signed in behalf of said corporation and limited liability company by authority of its bylaws (or of a Resolution of its Board of Directors/members), and acknowledged to me that said entities executed the same.

State of UTAH County of UTAH
Subscribed and sworn before me on 20 March 2014
(Date)

(Notary Signature)

Charles Young

Notary Public



STATE OF UTAH)
)§
COUNTY OF UTAH)

On this 19th day of March, 2014, personally appeared before me Dave Decker, Provo City Public Works Director, and David Graves, Provo City Engineer, who by me being duly sworn did say that they executed the ~~letter~~ ^{letter} of understanding and license on behalf of Provo City.

! JJ

Judy E. Johnson

Notary Public

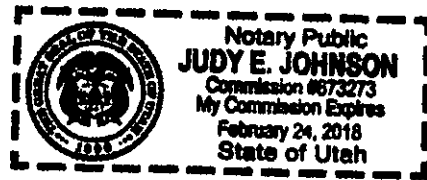


EXHIBIT A TO LETTER OF UNDERSTANDING AND LICENSE

DESCRIPTIONS OF APPROVED LOCATIONS FOR UNDERGROUND UTILITY CONDUITS, SITUATED IN UTAH COUNTY, UTAH:

WITHIN A UTILITY CROSSING AREA DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT THAT IS N.89°46'32"E. ALONG THE SECTION LINE 852.61' AND SOUTH 3273.28' FROM THE NORTHWEST CORNER OF SECTION 13, TOWNSHIP 7 SOUTH, RANGE 2 EAST, SALT LAKE BASE & MERIDIAN;

THENCE EAST 8.00'; THENCE SOUTH 250.00'; THENCE WEST 8.00'; THENCE NORTH 250.00' TO THE POINT OF BEGINNING.

EAST UTILITY CROSSING

WITHIN A UTILITY CROSSING AREA DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT THAT IS N.89°46'32"E. ALONG THE SECTION LINE 1460.46' AND SOUTH 3615.31' FROM THE NORTHWEST CORNER OF SECTION 13, TOWNSHIP 7 SOUTH, RANGE 2 EAST, SALT LAKE BASE & MERIDIAN;

THENCE S.78°55'28"E. 8.00'; THENCE S.11°04'32"W. 185.00'; THENCE N.78°55'28"W. 8.00'; THENCE N.11°04'32"E. 185.00' TO THE POINT OF BEGINNING.