

KATIE L. DIXON
RECORDER
SALT LAKE COUNTY,
UTAH

APR 7 10 41 AM '81

ASSOCIATED TITLE CO.
REF. _____
DEP. _____

200
John W. [unclear]

AFTER RECORDING, PLEASE MAIL TO:

Ms. Cindy Lund
COTTONWOOD MALL COMPANY
35 Century Park-Way
Salt Lake City, Utah 84115

3551859

WARRANTY DEED

THIS DEED is made this 7th day of April, 1981, by and between MALL DEVELOPMENT PARTNERSHIP, a general partnership, composed of COTTONWOOD INDUSTRIES CORPORATION, a Utah corporation and KUTV INVESTMENTS, INC., a Nevada corporation (hereinafter termed "Grantor"), and COTTONWOOD MALL COMPANY, a general partnership composed of MALL DEVELOPMENT PARTNERSHIP, a general partnership, and UTEL I, INC., a Delaware corporation (hereinafter termed "Grantee"), whose address is 35 Century Park-Way, Salt Lake City, Utah 84115.

WITNESSETH:

For and in consideration of TEN DOLLARS (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby CONVEYS AND WARRANTS to Grantee all right, title and interest of Grantor in or to the following described real property situated in Salt Lake County, Utah:

Beginning on the centerline of the Cottonwood Canal at a point which is South 0°02'52" East along the Section Line 657.97 feet, North 89°48' West along the Murray-Holladay Road Monument Line 632.82 feet and South 54°39' East along the centerline of said canal 83.37 feet from the Northeast corner of Section 9, Township 2 South, Range 1 East, Salt Lake Base and Meridian, said point of beginning also being South 89°48' East along said Monument Line 799.87 feet and South 54°39' East along the centerline of said canal 83.37 feet from the County Monument at the intersection of Murray-Holladay Road and Highland Drive; and running thence North 89°48' West 682.47 feet; thence South 0°12' West 125.90 feet; thence North 89°48' West 129.54 feet to a point on the Easterly right-of-way line of Highland Drive, said point being on the

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arc of a spiral curve which is concentric with and 50.0 feet radially distant Easterly from a 200.0 foot ten-chord spiral for a 4° curve to the left; thence Southeasterly along said right-of-way line and spiral curve 100.46 feet, more or less, to the point of curvature of a 1382.40 foot radius curve the center of which bears North 84°13'50" East; thence Southeasterly along said right-of-way line and the arc of said curve to the left through a central angle of 30°01'30", a distance of 724.43 feet to the point of a spiral curve; thence Southeasterly along said right-of-way line and the arc of said spiral curve which is concentric with and 50.0 feet radially distant Northeasterly from a 200.0 foot ten-chord spiral for a 4° curve 196.56 feet, more or less, to the point of tangency; thence South 39°47'40" East along said right-of-way line 1124.87 feet; thence South 56°10' East 151.248 feet; thence North 0°35'40" West 40.957 feet to the Northerly right-of-way line of Arbor Lane (also known as Memory Lane); thence South 85° East along said right-of-way line 352.02 feet to the point of tangency with a 214.51 foot radius curve; thence Easterly along said right-of-way line and the arc of said curve to the left through a central angle of 36°58'30", a distance of 138.43 feet to the center of Big Cottonwood Creek; thence along the center of said Creek North 51°30' West 28.31 feet and North 76° West 141.00 feet; thence North 44°50' East 155.00 feet; thence North 48°18'24" East 123.45 feet; thence South 57°19' East 134.25 feet to a point on the arc of an 811.00 foot radius curve the center of which bears North 51°25'30" West; thence Northeasterly along the arc of said curve to the left through a central angle of 4°33'30", a distance of 64.52 feet to a point of compound curve; thence Northerly along the arc of a 215.79 foot radius curve to the left through a central angle of 49°37', a distance of 186.87 feet to a point of a compound curve; thence Northwesterly along the arc of an 1111.28 foot radius curve to the left through a central angle of 18°38', a distance of 361.40 feet; thence North 34°14' West 64.50 feet to the point of tangency with a 137.34 foot radius curve; thence Northerly along the arc of said curve to the right through a central angle of 58°19'35", a distance of 139.81 feet to a point on the Southerly flow line of the aforesaid Cottonwood Canal where the center of said curve bears South 65°54'25" East; thence along said Southerly canal flow line North 58°24'30" West 28.49 feet, North 76°46'10" West 40.50 feet and North 60°58'40" West 7.22 feet; thence North 45°15' East 283.30 feet to the Westerly right-of-way line of Memory Lane; thence North 44°45' West along said right-of-way line 515.69 feet; thence South 45°15' West 436.77 feet to the center of said Cottonwood Canal; thence along the center of said canal North 33°38' West 41.37 feet and North 40°52'30" West 63.81 feet; thence North 45°15' East 424.48 feet to said Westerly line of Memory Lane; thence North 44°45' West along said right-of-way line 148.98 feet; thence South 45°15' West 367.04 feet to the center of said canal; thence along the center of said canal North 22°27'30" West 9.16 feet, North 49°24' West 116.40 feet and North 30°25' West 33.35 feet; thence North 57°12' East 372.83 feet to said Westerly line of Memory Lane; thence along said right-of-way line North 44°45' West 5.50 feet and North 55.20 feet; thence South 79° West 358.65 feet to the center of said canal; thence along the center of said canal North 3°43'30" West 100.56 feet, North 34°45' West 122.50 feet and North 54°39' West 28.95 feet to the point of beginning.

This conveyance is subject to all liens, encumbrances, rights-of-way, leases, boundary discrepancies and other matters described on Exhibit "A" attached hereto.

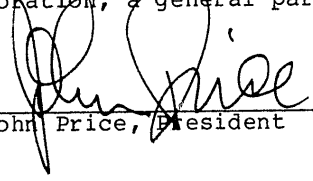
The officers of Cottonwood Industries Corporation, and the officers of KUTV Investments, Inc., the general partners of Mall Development Partnership, who sign this Deed do hereby certify that the transfer represented by this Deed was duly authorized under resolutions duly adopted by the board of directors of such respective corporations.

IN WITNESS WHEREOF, Grantor has executed this Deed on the day and year first above written.

"Grantor"

MALL DEVELOPMENT PARTNERSHIP

BY: Cottonwood Industries Corporation, a general partner

BY: 
John Price, President

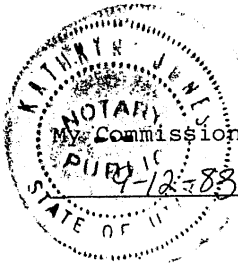
BY: KUTV Investments, Inc., a general partner

BY: 
George C. Hatch, President

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

On this 7th day of April, 1981, personally appeared before me George C. Hatch, known to me to be the President of KUTV Investments, Inc., a general partner of Mall Development Partnership, a general partnership, and the said George C. Hatch duly acknowledged to me that he signed the foregoing

instrument as President of KUTV Investments, Inc., as general partner, for and on behalf of Mall Development Partnership, pursuant to authority in him vested.

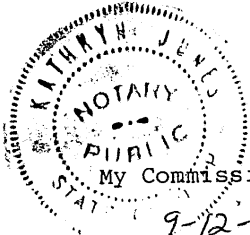


My Commission Expires: _____

Kathryn Jones
Notary Public
Residing at: Salt Lake City, Utah

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

On this 7th day of April, 1981, personally appeared before me John Price, known to me to be the President of Cottonwood Industries Corporation, a general partner of Mall Development Partnership, a general partnership, and the said John Price duly acknowledged to me that he signed the foregoing instrument as President of Cottonwood Industries Corporation, as general partner, for and on behalf of Mall Development Partnership, pursuant to authority in him vested.



My Commission Expires: _____

Kathryn Jones
Notary Public
Residing at: Salt Lake City, Utah

Exhibit "A"

1. Taxes for the year 1981 and subsequent years.
2. Existing leases and tenancies.
3. Trust Deed, dated December 31, 1979, executed in favor of S.M. Horman, Trustee, as Beneficiary, by Cottonwood Mall Shopping Center, Inc., as Trustor, with Walker Bank and Trust Company, as Trustee, recorded January 3, 1980, as Entry No. 3384563, in Book 5018, at Page 685, Salt Lake County Recorder's Office, reduced to \$7,690,619.39.
4. Easement, dated November 25, 1935, in favor of the State Road Commission, recorded January 1, 1936, as Entry No. 773980, in Book 157, at Page 194, Salt Lake County Recorder's Office.
5. Right of Way Agreement, dated April 2, 1954, by and between L.R. Eschler and Leta B. Eschler, his wife, as Grantor and Salt Lake City as Grantee, recorded April 16, 1954, as Entry No. 1368561, in Book 1079, at Page 630, Salt Lake County Recorder's Office, an additional copy of which was recorded April 20, 1954, as Entry No. 1368777, in Book 1080, at Page 264, Salt Lake County Recorder's Office.
6. Right of Way and Easement Grant, dated January 22, 1961, in favor of Mountain Fuel Supply Company, recorded January 31, 1961, as Entry No. 1759453, in Book 1777, at Page 133, Salt Lake County Recorder's Office, as modified by a Quitclaim Deed, dated July 17, 1979, executed in favor of Cottonwood Mall Shopping Center, Inc., by Mountain Fuel Supply Company, recorded October 14, 1980, as Entry No. 3489066 in Book 5163, at Page 675, Salt Lake County Recorder's Office.
7. Right of Way and Easement Grant, dated October 13, 1961, in favor of Mountain Fuel Supply Company, recorded October 19, 1961, as Entry No. 1806401, in Book 1853, at Page 404, Salt Lake County Recorder's Office.
8. Right of Way Easement, dated August 1, 1961, in favor of The Mountain States Telephone and Telegraph Company, recorded February 20, 1962, as Entry No. 1828929, in Book 1892, at Page 478, Salt Lake County Recorder's Office.
9. Right of Way and Easement Grant, dated October 13, 1961, in favor of Mountain Fuel Supply Company, recorded October 19, 1961, as Entry No. 1806402, in Book 1853, at Page 405, Salt Lake County Recorder's Office.
10. Easement, dated January 19, 1962, in favor of Utah Power and Light Company, recorded May 18, 1962, as Entry No. 1846319, in Book 1923, at Page 307, Salt Lake County Recorder's Office.
11. Right of Way and Easement Grant, dated August 2, 1963, in favor of Mountain Fuel Supply Company, recorded August 6, 1963, as Entry No. 1937489, in Book 2082, at Page 612, Salt Lake County Recorder's Office.

12. Pole Line Easement, dated May 19, 1964, in favor of Utah Power and Light Company, recorded November 30, 1964, as Entry No. 2044355, in Book 2265, at Page 332, Salt Lake County Recorder's Office.
13. Pole Line Easement, dated April 15, 1964, in favor of Utah Power and Light Company, recorded November 30, 1964, as Entry No. 2044356, in Book 2265, at Page 333, Salt Lake County Recorder's Office.
14. Pole Line Easement, dated April 13, 1964, in favor of Utah Power and Light Company, recorded November 30, 1964, as Entry No. 2044357, in Book 2265, at Page 334, Salt Lake County Recorder's Office.
15. Pole Line Easement, dated December 26, 1963, in favor of Utah Power and Light Company, recorded April 20, 1965, as Entry No. 2075985, in Book 2317, at Page 517, Salt Lake County Recorder's Office.
16. Pole Line Easement, dated July 1, 1965, in favor of Utah Power and Light Company, recorded September 1, 1965, as Entry No. 2107892, in Book 2371, at Page 237, Salt Lake County Recorder's Office.
17. Agreement, dated May 17, 1966, by and between Spring Creek Irrigation Company and Cottonwood Mall Shopping Center, Inc., recorded May 26, 1966, as Entry No. 2157469, in Book 2462, at Page 565, Salt Lake County Recorder's Office.
18. Pole Line Easement, dated November 22, 1967, in favor of Utah Power and Light Company, recorded May 2, 1968, as Entry No. 2243656, in Book 2654, at Page 387, Salt Lake County Recorder's Office.
19. Pole Line Easement, dated June 6, 1968, in favor of Utah Power and Light Company, recorded July 2, 1968, as Entry No. 2250955, in Book 2671, at Page 14, Salt Lake County Recorder's Office.
20. Easement and Right of Way, dated June 12, 1968, in favor of Salt Lake City, recorded June 21, 1968, as Entry No. 2249801, in Book 2668, at Page 190, Salt Lake County Recorder's Office.
21. Right of Way and Easement Grant, dated October 16, 1968, in favor of Mountain Fuel Supply Company, recorded October 25, 1968, as Entry No. 2264784, in Book 2702, at Page 201, Salt Lake County Recorder's Office.
22. Right of Way and Easement Grant, dated November 8, 1968, in favor of Mountain Fuel Supply Company, recorded November 20, 1968, as Entry No. 2267784, in Book 2709, at Page 41, Salt Lake County Recorder's Office.
23. Right of Way and Easement Grant, dated November 8, 1968, in favor of Mountain Fuel Supply Company, recorded November 20, 1968, as Entry No. 2267785, in Book 2709, at Page 42, Salt Lake County Recorder's Office.

24. Right of Way and Easement Grant, dated May 7, 1979, in favor of Mountain Fuel Supply Company, recorded May 17, 1979, as entry No. 3280833, in Book 4864, at Page 174, Salt Lake County Recorder's Office.
25. Right of Way Easement, dated June 3, 1976, in favor of The Mountain States Telephone and Telegraph Company, recorded July 2, 1976, as Entry No. 2830830, in Book 4254, at Page 235, Salt Lake County Recorder's Office.
26. Pole Line Easement, dated July 22, 1965, in favor of Utah Power and Light Company, recorded September 1, 1965, as Entry No. 2107858, in Book 2371, at Page 200, Salt Lake County Recorder's Office.
27. Right of Way and Easement Grant, dated June 8, 1961, in favor of Mountain Fuel Supply Company, recorded June 22, 1961, as Entry No. 1784527, in Book 1815, at Page 453, Salt Lake County Recorder's Office.
28. Easement, dated July 1, 1965, in favor of Utah Power and Light Company, recorded September 1, 1965, as Entry No. 2107890, in Book 2371, at Page 234, Salt Lake County Recorder's Office.
29. Right of Way and Easement Grant, dated October 16, 1968, in favor of Mountain Fuel Supply Company, recorded October 25, 1968, as Entry No. 2264785, in Book 2702, at Page 202, Salt Lake County Recorder's Office.
30. Lease, dated January 8, 1960, by and between S.M. Horman, as Landlord, and F. W. Woolworth Co., as Tenant, recorded April 11, 1960 as Entry No. 1710426, in Book 1702, at Page 138, Salt Lake County Recorder's Office.
31. Lease, dated May 25, 1960, by and between Sidney M. Horman and Veoma H. Horman, husband and wife, as Landlord, and Albertson's Inc., as Tenant, recorded May 27, 1960, as Entry No. 1718550, in Book 1714, at Page 94, Salt Lake County Recorder's Office, which lease was assigned by Albertson's Inc., to Skaggs Drug Center, Inc., by Assignment of Lease, dated June 18, 1963, recorded November 15, 1963, as Entry No. 1960007, in Book 2123, at Page 83, Salt Lake County Recorder's Office and assigned by Sidney M. Horman and Veoma H. Horman to Cottonwood Mall Shopping Center, Inc. by Assignment, dated January 30, 1980, recorded March 24, 1980, as Entry No. 3414698, in Book 5073, at Page 322, Salt Lake County Recorder's Office.
32. Lease, dated May 25, 1960, by and between Sidney M. Horman and Veoma H. Horman, husband and wife, as Landlord and Albertson's, Inc., as Tenant, recorded May 27, 1960 as Entry No. 1718551, in Book 1714, at Page 97, Salt Lake County Recorder's Office, which lease was assigned by Sidney M. Horman and Veoma H. Horman to Cottonwood Mall Shopping Center, Inc. by assignment, dated January 30, 1980, recorded March 24, 1980, as Entry No. 3414698, in Book 5073, at Page 322, Salt Lake County Recorder's Office.

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33. Certified Excerpt From Lease, dated January 4, 1963, by and between Cottonwood Mall Shopping Center, as Lessor and Fashion Fabrics, Inc., as Lessee, recorded January 4, 1963, as Entry No. 1891835, in Book 2003, at Page 538, Salt Lake County Recorder's Office, which lease was assigned by Fashion Fabrics, Inc., to the Great American Fabric Stores, Inc., by Assignment of Lease dated March 6, 1978.
- 34a. Memorandum of Lease, dated July 2, 1965, by and between Cottonwood Mall Shopping Center, Inc., as Landlord, and J.C. Penney Company, Inc., as Tenant, recorded July 15, 1966, as Entry No. 2163946, in Book 2477, at Page 307, Salt Lake County Recorder's Office.
- b. Assignment, dated January 30, 1980, by Horman Development Company, Assignor, to Cottonwood Mall Shopping Center, Inc., Assignee, recorded March 24, 1980, as Entry No. 3414699, in Book 5073, at Page 326, Salt Lake County Recorder's Office.
- c. Agreement, dated August 14, 1967, by and between J. C. Penney Company, Inc., NGC Theatre Corporation and Cottonwood Mall Shopping Center, Inc., recorded April 1, 1968, as Entry No. 2239527, in Book 2645, at Page 73, Salt Lake County Recorder's Office.
- d. Memorandum of Agreement, dated March 14, 1968, by and between Horman Development Company, and Cottonwood Mall Shopping Center, Inc., as Landlord and J. C. Penney Company, Inc., as Tenant, recorded July 1, 1968, as Entry No. 2250739, in Book 2670, at Page 295, Salt Lake County Recorder's Office.
- e. Agreement, dated December 30, 1969, by and between Horman Development Company and Cottonwood Mall Shopping Center, Inc., as Landlord and J. C. Penney Company, Inc., as Tenant, recorded May 20, 1970, as Entry No. 2333314, in Book 2858, at Page 498, Salt Lake County Recorder's Office.
- 35a. Lease, dated May 4, 1961, by and between S. M. Horman, as Lessor, and S. W. Pugsley, as Lessee, recorded March 13, 1962, as Entry No. 1833022, in Book 1899, at Page 374, Salt Lake County Recorder's Office, which lease was amended by Modification of Lease, dated July 11, 1961, by and between S. M. Horman, as Lessor and S. W. Pugsley, as Lessee, recorded March 13, 1962, in Book 1899, at Page 375, Salt Lake County Recorder's Office and by Amendment to Lease, dated October 25, 1968, by and between S. M. Horman, as Lessor and S. W. Pugsley, as Lessee, recorded August 12, 1969, as Entry No. 2299100, in Book 2780, at Page 296, Salt Lake County Recorder's Office and assigned by S. M. Horman to Cottonwood Mall Shopping Center, Inc. by Assignment, dated January 30, 1980, recorded March 24, 1980, as Entry No. 3414697, in Book 5073, at Page 318 Salt Lake County Recorder's Office.
- b. Real Estate Consent, dated December 4, 1961, recorded December 11, 1961, as Entry No. 1816179, in Book 1870, at Page 589, Salt Lake County Recorder's Office.

- 36a. Amendment to Real Estate Lease, dated November 20, 1974, by and between Cottonwood Mall Shopping Center, Inc., as Lessor, and Gamble-Skogmo, Inc., assignee of the Paris Company, as Lessee, recorded December 19, 1974, as Entry No. 2672626, in Book 3747, at Page 141, Salt Lake County Recorder's Office.
- b. Notice of Lease dated December 31, 1974, by Gamble-Skogmo, Inc., recorded January 7, 1975, as Entry No. 2676112, in Book 3758, at Page 259, Salt Lake County Recorder's Office.
37. Charges and assessments of the Salt Lake County Improvement District #1 for 1981 and subsequent years.
38. Charges and assessments of the Salt Lake City Suburban Sanitary District #1 for 1981 and subsequent years.
39. The boundary line discrepancies with respect to adjacent parcels not owned by Seller as such are shown in the certain Bush & Gudgell, Inc., Survey dated April 3, 1980, as job no. 32581-A.
40. Unrecorded Agreement dated December 15, 1962, between S. M. Horman and Veoma Horman, his wife, and Cottonwood, Inc., which Agreement was assigned by S. M. Horman and Veoma Horman to Cottonwood Mall Shopping Center, Inc., by an Assignment dated May 12, 1980, recorded June 12, 1980, as Entry No. 3443023 in Book 5110, at Page 1259, Salt Lake County Recorder's Office.
41. Easement dated May 19, 1936, in favor of State Road Commission, recorded June 24, 1936, as Entry No. 788739, in Book 167, at Page 122, Salt Lake County Recorder's Office.
42. Memorandum of Assignment of leases dated March 23, 1981, reciting assignment of leases listed in items 30 through 36 hereof from Cottonwood Mall Shopping Center, Inc., to Mall Development, Inc., recorded March 25, 1981, as Entry No. 3547276 in the Salt Lake County Recorder's Office.
43. Memorandum of Assignment of leases dated March 23, 1981, executing assignment of leases listed in items 30 through 36 hereof from Mall Development, Inc., to Mall Development Partnership, recorded March 25, 1981, as Entry No. 3547277, in the Salt Lake County Recorder's Office.

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