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GARY W. DTT
RECORDER, SALT LAKE COUNTY, UTAH
LANDMARK TITLE
BY: BAP, DEPUTY - W1 26 P.

WHEN RECORDED RETURN TO,
AND MAIL TAX NOTICES TO:

Kathryn H.S. Pett, Esq.
Secretary and General Counsel
Utah Transit Authority
Office of General Counsel
3600 South 700 West
Salt Lake City, Utah 84199

8360002

SPACE ABOVE FOR RECORDER'S USE ONLY

QUITCLAIM DEED

KNOW ALL MEN BY THESE PRESENTS:

That UNION PACIFIC RAILROAD COMPANY, a Delaware corporation, Grantor, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration to it duly paid, the receipt whereof is hereby acknowledged, has remised, released and quitclaimed, and by these presents does REMISE, RELEASE and forever QUITCLAIM unto UTAH TRANSIT AUTHORITY, a public transit district organized under Title 17A, Chapter 2, Part 10, Utah Code Annotated 1953, as amended, Grantee, its successors and assigns, forever, all its right, title, interest, estate, claim and demand, both at law and in equity, of, in and to the real estate in the County of Salt Lake, State of Utah, more particularly described in **Exhibit A** attached hereto and hereby made a part hereof (the "Property"), together with:

(i) All right, title and interest of Grantor in any improvements, fixtures, trackage and structures located on the Property, including, without limitation, rails, tracks, ties, signals, bridges, tunnels, culverts, trestles, switches, grade crossing materials, warning devices, ballast, subgrade, buildings, facilities, railroad communication and signal systems, wires, pipes, poles and all other trackage appurtenances, except that Grantor excepts therefrom and reserves unto itself, its successors and assigns, the facilities listed on **Exhibit B** attached hereto and hereby made a part hereof to the extent such facilities are located on the Property; and

(ii) All right, title and interest of Grantor in any and all rights, privileges, easements and appurtenances to the Property, including, without limitation, all easements, rights-of-way, and other appurtenances used or connected with the beneficial use or enjoyment of the Property.

8K8651 PG3988

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Grantor EXCEPTS from the Property hereby quitclaimed and RESERVES unto itself, its successors and assigns, forever, the following:

(a) all minerals and all mineral rights of every kind and character now known to exist or hereafter discovered five hundred feet (500') or more below the surface of the Property, together with the sole, exclusive and perpetual right to explore for, remove and dispose of said minerals by any means or methods suitable to Grantor, but without entering upon or using the surface of the Property, and in such manner as not to damage the surface of the Property or to interfere with the use or intended use thereof by Grantee, its successors and assigns;

(b) perpetual exclusive easements upon, over, across, under and through the Property to the extent reasonably necessary for the operation, use, replacement, renewal, maintenance and repair of the facilities listed on **Exhibit B** attached hereto and by this reference made a part hereof, and all related or appurtenant facilities, together with the right of reasonable ingress and egress to and from such facilities;

(c) perpetual non-exclusive easements upon, over, across, under and through the Property to the extent reasonably necessary for the operation, use, replacement, renewal, maintenance and repair of all utilities and other appurtenances to Grantor's adjacent property, together with the right of reasonable ingress and egress to and from such utilities and other appurtenances;

(d) perpetual exclusive easements over, under, across and upon the portion of the Property ("Communications Easement Property") ten feet (10') in width being five feet (5') on each side of the centerline of the existing Communications Equipment (as defined below) on the Property, together with the right of ingress, egress and access from and to the Communications Easement Property over and across the Property for purposes of exercising the easement rights reserved herein.

The communications easements reserved herein ("Communications Easements") shall allow Grantor, its successors and assigns, to enter upon, over and under the Communications Easement Property and every part thereof to construct, reconstruct, install, inspect, repair, maintain, enjoy, operate, use and/or remove existing and/or future communication lines and/or facilities including, but not limited to, fiber optic cables, conduits and related appurtenances (collectively, "Communications Equipment"). All Communications Equipment presently existing or hereafter constructed on the Communications Easement Property shall remain the personal property of Grantor.

Grantor shall have the right to grant, at its sole discretion, sub-easements, licenses and any other interests in the Communications Easement Property and to collect and retain the rents, issues and profits therefrom, and from any existing contracts.

Grantor hereby declares that all of the Property is held and shall be held, acquired, conveyed, hypothecated, and/or improved subject to these Communications Easements and the following restrictions (the "Restrictions"):

(i) Neither Grantee nor any successor or assign of Grantee shall place or make any improvement to the Communications Easement Property without obtaining the prior written approval of Grantor, its successors and assigns; provided, however, neither Grantee nor its successors and assigns shall make or cause to be made or constructed any permanent buildings, structures or fences whatsoever on the Communications Easement Property.

(ii) Neither Grantee nor any successor or assign of Grantee shall develop, construct, operate, maintain, repair, renew or modify any Communications Equipment on any portion of the Property, except outside the Communications Easement Property and then only as necessary or desirable for use in the operation of a passenger rail system. The Restriction in this subparagraph (ii) shall survive notwithstanding any termination of the Communications Easements.

The Restrictions and these Communications Easements shall run with the land and shall be binding upon Grantee, its successors and assigns, and on all parties acquiring any right, title or interest in the Property or any part thereof, and shall inure to the benefit of Grantor, its successors and assigns.

Notwithstanding any other provision contained herein, the quitclaim of the Property by this Deed is subject to, and the Communications Easements reserved herein, shall allow Grantor to honor its grant and fulfill its other obligations under the agreements listed on **Exhibit C** attached hereto and by this reference made a part hereof, to the extent such agreements cover the Property.

Grantee and each subsequent owner of the Property shall, promptly following any sale or lease of the Property, deliver or cause to be delivered to MCI/WorldCom Communications, Inc., Attn: Senior Manager - Dept. 1238, 400 International Parkway, Richardson, Texas 75081, and to MCI/WorldCom Communications, Inc., Attn: Assistant General Counsel - Dept. 0598, 1133 19th Street N.W., Washington, D.C. 20036, the name and address of the grantee or lessee. As used herein, "lease" shall mean a commercial or industrial lease which provides for a fixed initial term of at least one year and which requires ninety (90) days or more notice for termination.

The foregoing Communications Easements shall automatically terminate as to any Communications Equipment which is relocated to Grantor's adjacent railroad right-of-way at no expense to Grantor and in accordance with the provisions of Section 11.1(l) of that certain Purchase and Sale Agreement between Grantor and Grantee dated January 17, 2002, as amended.

(e) an existing petroleum products pipeline and all appurtenant facilities, whether owned by Grantor or any third party, and a PERPETUAL EASEMENT upon, over, along, under and across the portion of the Property in Salt Lake County where such pipeline and appurtenant facilities are now located (the "Easement Area"), for the purposes of constructing, maintaining, repairing, operating, renewing, replacing, using and/or removing a petroleum products pipeline and appurtenant facilities (whether now or hereafter installed, and including facilities which are the technological successor to any existing or hereafter installed facilities); together with (i) the right of ingress and egress to and from the Easement Area, and (ii) the right to grant, at Grantor's sole discretion, sub-easements, licenses and any other interests in the Easement Area with respect to the easement rights herein reserved and to collect the rents, issues and profits therefrom, and from any existing contracts.

In addition to and not in limitation of Grantor's rights under the foregoing reservation of easement, Grantee, for itself, its successors and assigns, hereby covenants and agrees that Grantee shall not interfere in any manner with the rights of the licensee under that certain Contract between Grantor's predecessor(s) in interest and Chevron U.S.A., Inc.'s predecessor in interest, dated August 16, 1953, identified in the records of Grantor as Audit No. 74453;

(f) an existing waste water pipeline and all appurtenant facilities, whether owned by Grantor or any third party, and a PERPETUAL EASEMENT upon, over, along, under and across the portion of the Property in Salt Lake County where the pipeline and appurtenant facilities are now located (the "Easement Area"), for the purposes of constructing, maintaining, repairing, operating, renewing, replacing, using and/or removing a waste water pipeline and appurtenant facilities (whether now or hereafter installed, and including facilities which are the technological successor to any existing or hereafter installed facilities); together with (i) the right of ingress and egress to and from the Easement Area, and (ii) the right to grant, at Grantor's sole discretion, sub-easements, licenses and any other interests in the Easement Area with respect to the easement rights herein reserved and to collect the rents, issues and profits therefrom, and from any existing contracts. In addition to and not in limitation of Grantor's rights under the foregoing reservation of easement, Grantee, for itself, its successors and assigns, hereby covenants and agrees that Grantee shall not interfere in any manner with the rights of the licensee under that certain Agreement between Grantor's predecessor(s) in interest and Sandy Suburban Improvement District, dated December 15, 1993, identified in the records of Grantor as Audit No. S713143; and

(g) an existing underground hydrogen fuel pipeline and all appurtenant facilities, whether owned by Grantor or any third party, and a PERPETUAL EASEMENT upon, over, along, under and across the portion of the Property in Salt Lake County where the pipeline and appurtenant facilities are now located (the "Easement Area"), for the purposes of constructing, maintaining, repairing, operating, renewing, replacing, using and/or removing an underground hydrogen fuel pipeline and appurtenant facilities (whether now or hereafter installed, and including facilities which are the technological successor to any existing or hereafter installed facilities); together with (i) the right of ingress and egress to and from the Easement Area, and (ii) the right to grant, at Grantor's sole discretion, sub-easements, licenses and any other interests in the Easement Area with respect to the easement rights herein reserved and to collect the rents, issues and profits therefrom, and from any existing contracts. In addition to and not in limitation of Grantor's rights under the foregoing reservation of easement, Grantee, for itself, its successors and assigns, hereby covenants and agrees that Grantee shall not interfere in any manner with the rights of the licensee under that certain Agreement between Grantor's predecessor(s) in interest and Chevron U.S.A. Products Company's predecessor in interest, dated June 4, 1993, identified in the records of Grantor as Audit No. 167968.

TOGETHER with all and singular the hereditaments and appurtenances thereunto belonging; TO HAVE AND TO HOLD the lands described in **Exhibit A**, subject to the aforesaid exceptions and reservations, unto the Grantee, its successors and assigns, forever.

Grantor and Grantee intend by this instrument that Grantor quitclaim to Grantee any after-acquired title to the Property which arises in favor of Grantor from and after the date hereof.

IN WITNESS WHEREOF, Grantor has caused these presents to be signed by its Assistant Vice President - Law and attested by its Assistant Secretary, and its corporate seal to be hereunto affixed the 16th day of September, 2002.

Attest:

**UNION PACIFIC RAILROAD COMPANY,
a Delaware corporation**

Barbara Holden
Assistant Secretary

By: Lawrence E. Wapoch
Title: Assistant Vice President - Law



COURTESY RECORDING

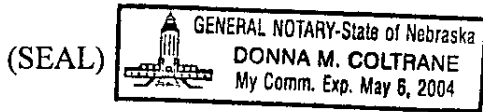
This document is being recorded solely as a courtesy and an accommodation to the parties named therein. LANDMARK TITLE COMPANY hereby expressly disclaims any responsibility or liability for the accuracy or the content thereof.

STATE OF NEBRASKA)
) ss.
COUNTY OF DOUGLAS)

On September 16, 2002, before me, a Notary Public in and for said County and State, personally appeared Lawrence E. Wzorek and Barbara Holder, Assistant Vice President - Law and Assistant Secretary of UNION PACIFIC RAILROAD COMPANY, a Utah corporation, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same in their authorized capacities, and that by their signatures on the instrument the persons, or the entity upon behalf of which the persons acted, executed the instrument.

WITNESS my hand and official seal.

Donna M. Coltrane
Notary Public



Union Pacific Railroad Company

Salt Lake County, Utah

Exhibit "A"

That portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company), that lies between a line drawn parallel and/or concentric with and 10 feet distant westerly as measured at right angles and/or radially from the center line of the most westerly main line track of said railroad subdivision, as now constructed and operated, and a line described as follows:

Beginning at a point on the South line of 1800 North Street, Salt Lake City, Utah and an existing Railroad Right of Way fence, said point being East 250.03 feet and South 5309.38 feet from the Center of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian, said Center of Section 14 being North 89°53'02" East 2641.00 feet and South 00°01'30" East 2643.05 feet from the Northwest Corner of said Section 14 (Basis of Bearing Being North 18°27'47" East from said Northwest Corner of Section 14 to Radar); and running thence along said Right of Way fence the following three (3) courses: 1) South 06°34'37" West 257.10 feet; 2) South 39°04'56" West 16.42 feet; 3) South 04°52'20" West 186.51 feet; thence South 146.15 feet; thence South 04°27'46" East 29.40 feet to said Right of Way fence; thence along said Right of Way fence the following four (4) courses: 1) South 03°51'58" East 293.65 feet, 2) South 16°21'41" East 202.85 feet; 3) South 16°07'52" East 64.67 feet; 4) South 23°15'11" East 271.61 feet; thence South 17°13'26" East 392.08 feet, thence South 24°04'31" East 90.01 feet to a point of curvature of a 402.88 foot radius curve to the left, the center of which bears North 65°55'29" East: thence Southeasterly along the arc of said curve 200.28 feet through a central angle of 28°28'56" to a point of reverse curvature of a 292.07 foot radius curve to the right the center of which bears; thence South 37°26'33" West; thence Southeasterly along the arc of said curve 71.34 feet through a central angle of 13°59'39"; thence South 38°33'48" East 132.40 feet; thence South 32°13'00" East 486.47 feet; thence South 37°07'54" East 70.00 feet, thence South 38°26'45" East 680.37 feet to said Right of Way fence; thence along said Right of Way fence the following thirteen (13) courses: 1) South 30°35'05" East 565.66 feet; 2) South 30°55'41" East 100.93 feet; 3) South 31°36'43" East 84.99 feet; 4) South 31°17'31" East 87.39 feet; 5) South 31°17'10" East 346.13 feet; 6) South 31°25'00" East 265.97 feet; 7) South 41°34'18" East 837.50 feet; 8) South 50°35'54" East 89.45 feet; 9) South 52°52'11" East 86.90 feet; 10) South 56°57'06" East 84.25 feet, 11) South 61°03'41" East 86.48 feet; 12) South 63°40'59" East 82.53 feet; 13) South 68°21'15" East 64.77 feet; thence South 62°33'37" East 276.87 feet to a non-tangent point of curvature of a 2222.40 foot radius curve to the right, the center of which bears South 24°53'41" West, said point also being 10.00 feet perpendicularly distant Easterly from the centerline of the most Easterly Railroad tracks; thence parallel with and 10.00 feet perpendicularly distant Easterly from said centerline of the most Easterly Railroad tracks the following ten (10) courses: 1) Southeasterly along the arc of said curve 190.65 feet through a central angle of 04°54'55" to a point of compound curvature of a 743.76 foot radius curve to the right, the center of which bears South 29°48'36" West; 2) Southeasterly along the arc of said curve 578.58 feet through a central angle of 44°34'16" to a point of compound curvature of a 1017.22 foot radius curve to the right, the center of which bears South 74°22'55" West; 3) Southerly along the arc of said curve 275.52 feet through a central angle of 15°31'08"; 4) South 00°05'57" East 985.88 feet to a point of curvature of a 17045.38 foot radius curve to the left, the center of which bears North 89°54'03" East; 5) thence Southerly along the arc of said curve 777.46 feet through a central angle of 02°36'48"; 6) South 02°42'45" East 961.34 feet to a point of curvature of a 1299.51 foot radius curve to the right; the center of which bears South 87°17'15" West; 7) Southerly along the arc of said curve 208.50 feet through a central angle of 09°11'34"; 8) South 06°28'49" West 99.60 feet, ending at a point on the south line of 500 North Street, Salt Lake City, Utah, said strip extends

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northerly from the southerly line of 500 North Street, Salt Lake City, Utah, to the southerly line of 1800 North Street, Salt Lake City, Utah, said strip of land being situate in, over and across the following legal subdivisions of Salt Lake Country, Utah:

Subdivision	Section	Township	Range	Meridian
SW 1/4 NE 1/4	23	1N	1W	Salt Lake
W 1/2 SE 1/4	23	1N	1W	Salt Lake
NE 1/4	26	1N	1W	Salt Lake
W 1/2 SE 1/4	25	1N	1W	Salt Lake
NE 1/4	36	1N	1W	Salt Lake

Also, that portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company), that lies between a line drawn parallel and/or concentric with and 30 feet distant easterly as measured at right angles and/or radially from the center line of the most easterly main line track of said railroad subdivision, as now constructed and operated, and the easterly right of way line of said railroad subdivision as now located, said strip extends northerly from the northerly line of 1800 North Street, Salt Lake City, to the northerly county line of Salt Lake County, Utah, said county line crosses the center line of the main track at said railroad subdivision mile post 786.50, said strip of land being situate in, over and across the following legal subdivisions of Salt Lake Country, Utah:

Subdivision	Section	Township	Range	Meridian
NE 1/4	14	1N	1W	Salt Lake
SE 1/4	14	1N	1W	Salt Lake
NE 1/4	23	1N	1W	Salt Lake

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 January 10, 2002 T.D.A.

Segment 3.4a-1

Union Pacific Railroad Company

Salt Lake County, Utah

Exhibit "A"

That portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between a line drawn parallel and/or concentric with and 30 feet distant westerly as measured at right angles and/or radially from the center line of the most westerly main line track of said railroad subdivision, as now constructed and operated and the westerly right of way line of said railroad subdivision as now located, said strip extends northerly from the southerly county line of Salt Lake County, Utah, said county line crosses the center line of the main line track at said railroad subdivision mile post 722.12, to a line drawn at right angles to the center line of the main line track at said subdivision mile post 729.29, said strip of land being situate in, over and across the following legal subdivisions of Salt Lake Country, Utah:

Subdivision	Section	Township	Range	Meridian
NE 1/4 SW 1/4	26	4S	1W	Salt Lake
E 1/2 NW 1/4	26	4S	1W	Salt Lake
SW 1/4	23	4S	1W	Salt Lake
NE 1/4 SE 1/4	22	4S	1W	Salt Lake
E 1/2 NE 1/4	22	4S	1W	Salt Lake
E 1/2 SE 1/4	15	4S	1W	Salt Lake
E 1/2 NE 1/4	15	4S	1W	Salt Lake
NW 1/4 NW 1/4	14	4S	1W	Salt Lake
SW 1/4	11	4S	1W	Salt Lake
SE 1/4 NW 1/4	11	4S	1W	Salt Lake
W 1/2 NE 1/4	11	4S	1W	Salt Lake
SE 1/4	2	4S	1W	Salt Lake
SE 1/4 NE 1/4	2	4S	1W	Salt Lake
W 1/2 NW 1/4	1	4S	1W	Salt Lake
SW 1/4	36	3S	1W	Salt Lake
E 1/2 NW 1/4	36	3S	1W	Salt Lake
E 1/2 SW 1/4	25	3S	1W	Salt Lake
E 1/2 NW 1/4	25	3S	1W	Salt Lake
E 1/2 SW 1/4	24	3S	1W	Salt Lake
SE 1/4 NW 1/4	24	3S	1W	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the westerly 20.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the easterly right of way line and a line drawn parallel and/or concentric with and 30 feet distant westerly from such easterly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17,

2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

FURTHER EXCEPTING therefrom all that part of the Northeast Quarter of the Southeast Quarter of Section 15 Township 4S Range 1W (NE1/4 SE1/4 S15 T4S R1W) and the East Half of the Northeast Quarter of Section 15 Township 4S Range 1W (E1/2 NE1/4 S15 T4S R1W) and the Northwest Quarter of the Northwest Quarter of Section 14 Township 4S Range 1W (W1/2 NW1/4 S15 T4S R1W) lying northwesterly of a line that is parallel with and 50 feet distant northwesterly as measured at right angles from the center line of the main track of said subdivision as originally constructed and operated.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 12, 2002 T.D.A.

Segment 3.4b-2

BK8651PG3997

Union Pacific Railroad Company

Salt Lake County, Utah

Exhibit "A"

That portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between a line drawn parallel and/or concentric with and 30 feet distant easterly as measured at right angles and/or radially from the center line of the most easterly main line track of said railroad subdivision, as now constructed and operated, and the easterly right of way line of said railroad subdivision as now located, said strip extends northerly from a line drawn at right angles to the center line of the main line track at said railroad subdivision mile post 729.50, to the southerly line of Center Street (100 feet wide), Midvale, Utah, said southerly line crosses the center line of the main line track at said subdivision mile post 734.47, said strip of land being situate in over and across the following legal subdivisions of Salt Lake Country, Utah:

Subdivision	Section	Township	Range	Meridian
E 1/2 SW 1/4	24	3S	1W	Salt Lake
E 1/2 NW 1/4	24	3S	1W	Salt Lake
E 1/2 SW 1/4	13	3S	1W	Salt Lake
SE 1/4 NW 1/4	13	3S	1W	Salt Lake
W 1/2 NE 1/4	13	3S	1W	Salt Lake
SW 1/4 SE 1/4	12	3S	1W	Salt Lake
E 1/2 SW 1/4	12	3S	1W	Salt Lake
E 1/2 NW 1/4	12	3S	1W	Salt Lake
E 1/2 SW 1/4	1	3S	1W	Salt Lake
E 1/2 NW 1/4	1	3S	1W	Salt Lake
E 1/2 SW 1/4	36	2S	1W	Salt Lake
NW 1/4	36	2S	1W	Salt Lake
SW 1/4 SW 1/4	25	2S	1W	Salt Lake

Also, that portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between a line drawn parallel and/or concentric with and 15 feet distant easterly as measured at right angles and/or radially from the center line of the most easterly main line track of said railroad subdivision, as now constructed and operated, and the easterly right of way line of said railroad subdivision as now located, said strip extends northerly from the northerly line of Center Street (100 feet wide), Midvale, Utah, said northerly line crosses the main line track at said railroad subdivision mile post 734.47, to a line drawn at right angles to the center line of the main line track at said subdivision mile post 745.50, said strip of land being situate in over and across the following legal subdivisions of Salt Lake Country, Utah:

Subdivision	Section	Township	Range	Meridian
W1/2 SW 1/4	25	2S	1W	Salt Lake
NW 1/4	25	2S	1W	Salt Lake
SW 1/4 SW 1/4	24	2S	1W	Salt Lake
W 1/2 SW 1/4	24	2S	1W	Salt Lake
W 1/2 NW 1/4	24	2S	1W	Salt Lake
SE 1/4 SW 1/4	13	2S	1W	Salt Lake
W 1/2 SE 1/4	13	2S	1W	Salt Lake
W 1/2 NE 1/4	13	2S	1W	Salt Lake

W 1/2 SE 1/4	12	2S	1W	Salt Lake
NE 1/4	12	2S	1W	Salt Lake
E 1/2 SE 1/4	1	2S	1W	Salt Lake
NE 1/4	1	2S	1W	Salt Lake
W 1/2 SE 1/4	36	1S	1W	Salt Lake
SW 1/4 NE 1/4	36	1S	1W	Salt Lake
E 1/2 NW 1/4	36	1S	1W	Salt Lake
SW 1/4	25	1S	1W	Salt Lake
NW 1/4	25	1S	1W	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the easterly 20.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the westerly right of way line and a line drawn parallel and/or concentric with and 30 feet distant easterly from such westerly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17, 2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

FURTHER EXCEPTING therefrom all that part of the East Half of the Northeast Quarter of Section 12 Township 2S Range 1W (E1/2 NE1/4 S12 T2S R1W) lying easterly of a line that is parallel with and 50 feet distant easterly as measured at right angles from the center line of the main track of said subdivision as originally constructed and operated.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
March 10, 2002 T.D.A.

Segment 3.4c

Union Pacific Railroad Company

Salt Lake County, Utah

Exhibit "A" "B"

That portion of the Bingham Industrial Lead of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between the northerly right of way line as now located and a line drawn 35 feet distant southerly as measured at right angles and/or radially from said northerly right of way line, said strip extends westerly from said industrial lead mile post 0.00, to a line drawn at right angles to the center line of the main line track at said railroad subdivision mile post 6.60, said strip of land being situate in over and across the following legal subdivisions of Salt Lake Country, Utah:

Subdivision	Section	Township	Range	Meridian
S 1/2 NW1/4	25	2S	1W	Salt Lake
S 1/2 NE1/4	26	2S	1W	Salt Lake
NW 1/4 SE1/4	26	2S	1W	Salt Lake
E 1/2 SW1/4	26	2S	1W	Salt Lake
N 1/2 NW1/4	35	2S	1W	Salt Lake
NE 1/4	34	2S	1W	Salt Lake
S1/2 NW 1/4	34	2S	1W	Salt Lake
NW 1/4 SW1/4	34	2S	1W	Salt Lake
SE 1/4	33	2S	1W	Salt Lake
SW 1/4	33	2S	1W	Salt Lake
SE 1/4 SE1/4	32	2S	1W	Salt Lake
N 1/2 NE1/4	5	3S	1W	Salt Lake
NW1/4	5	3S	1W	Salt Lake
S 1/2 NE1/4	6	3S	1W	Salt Lake
N1/2 SE1/4	6	3S	1W	Salt Lake
SW1/4	6	3S	1W	Salt Lake
SE1/4 SE1/4	1	3S	2W	Salt Lake
NE1/4	12	3S	2W	Salt Lake
S1/2 NW1/4	12	3S	2W	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the northerly 30.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the southerly right of way line and a line drawn parallel and/or concentric with and 30 feet distant northerly from such southerly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17, 2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 10 2002 T.D.A.
Segment 3.4f

BK8651PG4000

LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/ Siding
1.1	Salt Lake Subdivision Signal Case	782.9806	20		
1.2	Salt Lake Subdivision Crossing Gates- 3rd North	783		x	
1.3	Salt Lake Subdivision Crossing Gates- 3rd North	783		x	
1.2	Salt Lake Subdivision Signal House	783.0977	20		
	Salt Lake Subdivision Battery Box	783.2486	34		
1.4	Salt Lake Subdivision Signal House	783.2513	34		
1.5	Salt Lake Subdivision Flasher & Gate	783.2718	12		
1.6	Salt Lake Subdivision Signal House	783.6904	20		
	Maintenance Facility (Diesel Shop)-Cabling for Railroad Telco				
2.2	Salt Lake Subdivision Services to all North Yard	Opposite 784.00			
2.1	Salt Lake Subdivision Signal House	784.0207	20		
2.1	Salt Lake Subdivision Signal House	784.1017	20		
2.3	Salt Lake Subdivision Battery Box & Bridge	784.1			
2.4	Salt Lake Subdivision Battery Box & Bridge	784.6			
2.5	Salt Lake Subdivision Battery Box	784.8845	20		
2.6	Salt Lake Subdivision Camera System for North Yard- Tower at 1700 North	785.45			
	Salt Lake Subdivision Battery Box	788.5253	20		
3.1	Salt Lake Subdivision Relay Box	788.6313	12- 16' from Center		
3.2	Salt Lake Subdivision Relay Box	788.6854	12- 16' from Center		
3.3	Salt Lake Subdivision Hot Box Detector	788.7	25' from Center		
3.3	Salt Lake Subdivision Radio Tower	788.7353	64- 29' from Center		
3.3	Salt Lake Subdivision Signal House	788.7363	20		
3.4	Salt Lake Subdivision Cudathy Lane	787.8		x	
3.5	Salt Lake Subdivision Signals for crossover	788			
3.6	Salt Lake Subdivision Communication Poles	788.05	20' & 25' from Center		
4.1	Salt Lake Subdivision Electric Lock- West Pioneer Pass	788.8			x
4.1	Salt Lake Subdivision Battery Box	788.8129	20		
4.2	Salt Lake Subdivision Flasher & Gates- 1100 West	789.0011	50	x	
4.3	Salt Lake Subdivision Signal House-1100 West	789.0328	34	x	
4.4	Salt Lake Subdivision Crossing Gates & Signal House- 2600 S.	789.359	34	x	
4.4	Salt Lake Subdivision Flasher & Gate- 2600 S.	789.3751	40	x	
4.5	Salt Lake Subdivision Relay Box	789.7164	26		
5.2	Salt Lake Subdivision Signal Case	789.7344	20		
4.6, 5.1	Salt Lake Subdivision Electric Lock	789.9			x
5.3	Salt Lake Subdivision Signal House	789.9374	20- 32' from Center		
5.4	Salt Lake Subdivision Battery Box	789.95			
5.2	Salt Lake Subdivision Electric Lock- East Pioneer Pass	790			x
5.5	Salt Lake Subdivision Crossing Gates- 1500 South	790.2 26' N 40 52 28.6 W 111 54 20.6		x	
5.6, 6.1, 6.2	Salt Lake Subdivision Crossing Gates & Signal House- CPC 791	790.9 Gates 26' & Signal House 22'		x	
6.3	Salt Lake Subdivision Battery Box	791.00	21' from Center		
6.4	Salt Lake Subdivision Relay	791.7			
6.5	Salt Lake Subdivision Signal & House	791.8	32' from Center		
6.6	Salt Lake Subdivision Crossing Gates- Page Lane	792.5 N 40 54 24.4 W 111 53 31.8		x	
6.6	Salt Lake Subdivision Signal House- Page Lane	792.6414	20	x	
7.1	Salt Lake Subdivision Battery Box	793.2119	20		
7.2, 7.4	Salt Lake Subdivision Double Crossover- CPC 793	793.4 N 40 55 9.9 W 111 53 31.5			

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LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/ Siding
7.3	Salt Lake Subdivision Signal House- CP C793 Centerville	793.5093	20		
7.5	Salt Lake Subdivision Intermediate Signal	794.8			
	Salt Lake Subdivision Signal House	795.8134	20		
7.6	Salt Lake Subdivision Intermediate Signal	796.2			
8.1	Salt Lake Subdivision Intermediate Signal	797.6			
8.2	Salt Lake Subdivision Legacy Abatement				
	Salt Lake Subdivision Battery Box	799.2472	20		
8.3	Salt Lake Subdivision Intermediate Signal	799.4			
8.4	Salt Lake Subdivision Hot Box Detector	799.7972	20- 28' from Center		
	Salt Lake Subdivision Signal House- Not there	800.3861	34		
8.5	Salt Lake Subdivision Intermediate Signal	801			
	Salt Lake Subdivision Battery Box	801.3972	20		
	Salt Lake Subdivision Relay	801.7			
8.6	Salt Lake Subdivision F. Regen Station- Sprint	802.4407	50- 100' from Center		
9.3	Salt Lake Subdivision Holding Signal & Electric Locks- CPC 802	802.5	N 41 02 6.2 W 111 57 2.3		x
9.2	Salt Lake Subdivision Flasher & Gate	802.5804	40	x	
9.2	Salt Lake Subdivision Signal House- CP C802 Kaysville	802.5911	20- 30.5' from Center		
9.2	Salt Lake Subdivision Radio Tower	802.5932	76		
9.4	Salt Lake Subdivision Crossing Gates- 200 North	802.8	N 41 02 17.9 W 11 57 09.5	x	
9.4	Salt Lake Subdivision Signal House	802.8371	20- 27' from Center		
	Salt Lake Subdivision Signal Case	803.1652	48		
	Salt Lake Subdivision Battery Box	803.1679	20		
9.5	Salt Lake Subdivision Electric Lock	803.8			
9.6	Salt Lake Subdivision Intermediate Signal	803.8			
10.1	Salt Lake Subdivision Flasher & Gate- CPC 804	803.9 26	(N 41 03 12.7 W 111 57 43.9)	x	
10.2	Salt Lake Subdivision Electric Lock	804.4	N 41 03 31.9 W 111 58 04.6		x
	Salt Lake Subdivision Relay Box	804.49	12		
10.3	Salt Lake Subdivision Flasher & Gate- Gentile St.	804.6248	12	x	
10.4	Salt Lake Subdivision Crossing Gates- King. St.	805		x	
	Salt Lake Subdivision Electric Lock	805.3			
10.5	Salt Lake Subdivision Intermediate Signal	805.5			
10.6	Salt Lake Subdivision Crossing Gates- Industrial	805.8		x	
11.1	Salt Lake Subdivision Crossing Gates- Gordon	806.1		x	
11.2	Salt Lake Subdivision Crossing Gates- 2200 West	807.19	N 41 05 07.8 W 112 00 24.8	x	
11.3	Salt Lake Subdivision Signal House	807.2157	20		
11.5	Salt Lake Subdivision Double Crossover- CPC 807	807.3	N 41 05 12.4 W 112 00 28.6		
11.4	Salt Lake Subdivision Signal House-CP C807 Clearfield	807.3357	20		
11.4	Salt Lake Subdivision Radio Tower	807.3385	64		
11.6	Salt Lake Subdivision Signal House	808.6449	20		
12.1	Salt Lake Subdivision Crossing Gates- 700 South	808.6836	50 - N 41 06 13.5 W 112 01 16.5	x	
12.2	Salt Lake Subdivision Battery Box	808.9	38' from Center		
	Salt Lake Subdivision Signal Case	808.985	34		
12.3	Salt Lake Subdivision Electric Lock	809.1	N 41 06 38.5 W 112 01 32.9		x
	Salt Lake Subdivision Signal Case	809.1476	50		
	Salt Lake Subdivision Flasher	809.1957	120	x	

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LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/ Siding
	Salt Lake Subdivision, Flasher	809.2089	140	x	
	Salt Lake Subdivision, Flasher & Gate	809.2152	60	x	
12.4	Salt Lake Subdivision Signal House	809.2279	50		
12.4	Salt Lake Subdivision Signal House	809.2301	5		
	Salt Lake Subdivision Flasher & Gate	809.2503	12		
	Salt Lake Subdivision Signal Case	809.3379	70		
	Salt Lake Subdivision Signal F3 CL & SL A- Left	809.3407	24		
	Salt Lake Subdivision Signal F3 CL & SL A- Left	809.3412	110		
12.5	Salt Lake Subdivision Signal House	809.3698	80		
12.6	Salt Lake Subdivision Tool Shed	809.4	22' from Center		
			N 41 06 48.0 W 112 01 40.8		
13.1	Salt Lake Subdivision Power Switches & Electric Locks- CPC 809	809.4	Signal Box 39' from Center		x
	Salt Lake Subdivision Signal F2 CL A	809.4037	10		
	Salt Lake Subdivision Signal T3 CL & SL A	809.4302	120		
13.1	Salt Lake Subdivision Signal F1 CL A	809.4321	10		
13.1	Salt Lake Subdivision Signal House- CP C809 Clearfield	809.4438	50		
	Salt Lake Subdivision Signal House	809.4484	50		
	Salt Lake Subdivision Signal T3 CL & SL A	809.459	75		
	Salt Lake Subdivision Signal Case	809.5217	20		
	Salt Lake Subdivision Cant. Signal T7 CL & SL A	809.5231	12		
13.3	Salt Lake Subdivision Syphon	809.5381	15		
	Salt Lake Subdivision Relay Box	809.9196	12		
13.4, 5, 6	Salt Lake Subdivision Syphon	810.3765	15		
	Salt Lake Subdivision Signal Case	810.4174	80		
14.1	Salt Lake Subdivision Crossing Gates- 1300 North	810.8	N 41 07 57.2 W 112 02 08.7	x	
			N 41 08 23.8 W 112 02 08.3		
14.2	Salt Lake Subdivision Crossing Gates- 1800 North	811.3	Signal Box 22' from Center	x	
14.3	Salt Lake Subdivision Crossover Signal Relays and Battery Box	811.4	29' from Center		
			N 41 08 32.2 W 112 02 08.4		
14.5, 14.6	Salt Lake Subdivision Double Crossover CPC 811	811.4	Battery Box 27' from Center		
14.4	Salt Lake Subdivision Radio Tower	811.5341	64		
14.4	Salt Lake Subdivision Signal House- CP C811 Clearfield	811.5343	40- 48' from Center		
15.1	Salt Lake Subdivision Relays	811.65			
15.2	Salt Lake Subdivision Crossing Gates- 2300 North	811.8	N 41 08 41.8 W 112 02 09.3	x	
15.2	Salt Lake Subdivision Signal House- 2300 N.	811.862	20- 30' from Center		
15.3	Salt Lake Subdivision Crossing Gates- 6000 South	812.3	N 41 09 14.4 W 112 02 16.2	x	
15.3	Salt Lake Subdivision Signal House- 6000 South	812.3736	20- 18' from Center		
	Salt Lake Subdivision Signal House	812.897	20		
15.4	Salt Lake Subdivision Relays	812.95			
15.5	Salt Lake Subdivision Relays	813.2			
15.6	Salt Lake Subdivision Syphon	813.3			
16.1	Salt Lake Subdivision Syphon	813.37			
16.2	Salt Lake Subdivision Relays	813.5			
16.3	Salt Lake Subdivision Intermediate Signal & Crossing Gates- 4800	813.9	N 41 10 33.5 W 112 02 41.7		
16.3	Salt Lake Subdivision Signal House	813.9289	20- 25' from Center		
16.3	Salt Lake Subdivision Signal House	813.9304	20- 25' from Center		
16.4	Salt Lake Subdivision Relays	814.3			

LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/ Siding
16.5	Salt Lake Subdivision Relays	814.55			
16.6	Salt Lake Subdivision Crossing Gates- 4000	815	N 41 11 25.4 W 112.02 16.1	x	
17.1	Salt Lake Subdivision Relay and Battery Box	815.7			
17.2	Salt Lake Subdivision Oiler	815.85			
17.3	Salt Lake Subdivision Intermediate Signal- Intermediate Signal	816.1	N 41 12 14.0 W 112.01 19.6 House 27' from Center	x	
17.4	Salt Lake Subdivision Crossing Gates- 3300	816.9	N 41 12 18.6 W 112.01 11.9 House 27' from Center	x	
17.5	Salt Lake Subdivision Battery Box	817.05			
17.6	Salt Lake Subdivision Syphon ~ 12"	817.00			
18.1	Salt Lake Subdivision Approach to Yard Signals	817.55			
	Salt Lake Subdivision Solar Panel	817.571	30		
18.2	Salt Lake Subdivision Bridge Junction House	817.76			
18.2	Salt Lake Subdivision Radio Tower	817.7661	50		
18.3	Salt Lake Subdivision Bridge Junction House	817.97			
18.3	Salt Lake Subdivision Radio Tower	817.9704	50		
	Salt Lake Subdivision CPC 817- Crossover & 2 Single Switches		N 41 12 38.2 W 111 59 45.9		
	Salt Lake Subdivision CPC 818-Power Switches		N 41 12 38.5 W 111 59 32.1		
18.4, 5, 6	Salt Lake Subdivision Ogden Tower- Yard near 21st Street		Opposite Approx 1.0 (+/-)		
19.1	Sharp Subdivision Crossing light and Gate 4800 S.	746.44	Rt.	x	
19.1	Sharp Subdivision AEI Scanner	746.4449	12 Rt.		
19.2	Sharp Subdivision Crossing light and Gate 3900 S.	747.72	Rt.	x	
19.3	Sharp Subdivision Relay	748.15	Rt.		
19.4	Sharp Subdivision Relay	748.36	Rt.		
19.5	Sharp Subdivision Intermediate Signal	748.94	Lt. Rt.		
19.5	Sharp Subdivision Signal House- CP C749	748.9481	20 Rt.		
19.6	Sharp Subdivision Crossing light and Gate 2800 S.	748.99	Rt. Lt.	x	
20.1	Sharp Subdivision Relay	749.75	Lt. Rt.		
20.2,3	Sharp Subdivision UTA Flyover MP750 to MP750.4	750.0151			
	Sharp Subdivision UTA Left (Westside) MP750.4 to Lakola Junction	750.5531			
20.4	Sharp Subdivision Propane Tank	751.6225	150'		
20.5	Sharp Subdivision Oxygen Tank	751.6646	150'		
20.6	Sharp Subdivision Crossing light and Gate 200 W.	752.6		x	
20.6	Sharp Subdivision Battery Box 200 W.	752.6			
20.6	Sharp Subdivision Signal House 200 W.	752.6			
21.1	Sharp Subdivision Crossing light and Gate 500 W.	752.9		x	
21.1	Sharp Subdivision Signal House 500 W.	752.9			
21.2	Sharp Subdivision Intermediate Signal	753			
21.3	Sharp Subdivision Crossing light and Gate	753		x	
21.3	Sharp Subdivision Signal House	753.1			
21.4	Sharp Subdivision Crossing light and Gate	753.27		x	
21.4	Sharp Subdivision Signal House	753.27			
21.5	Sharp Subdivision Battery Box	754.1	Lt.		
21.6	Sharp Subdivision Intermediate Signal 820 N.	754.9	Lt.		
21.6	Sharp Subdivision Signal House 820 N.	754.9	Lt.		
21.6	Sharp Subdivision Crossing gates and Signals 820 N.	754.9	Lt.	x	
22.1	Sharp Subdivision Crossing signal and Box 1680 N.	755.84		x	

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LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/Siding
22.2	Sharp Subdivision Crossing signal and Box 2800 W.	756.1		x	
22.3	Sharp Subdivision Intermediate signal and Battery Box 2000 S.	756.2		x	
22.4	Sharp Subdivision Battery Box	756.6			
22.5.6 & 23.1	Provo Subdivision Lakata JCT, signals, House and Battery Box	705.7	Lt.		
23.2	Provo Subdivision Wide load Detector	705.8	Lt.		
23.2	Provo Subdivision Intermediate	705.8	Lt.		
23.3	Provo Subdivision Crossing 800 S.	706.15		x	
23.4	Provo Subdivision Electric Switch	706.95			x
23.5	Provo Subdivision Signal House	707.0387	20 Lt.		
23.6	Provo Subdivision Signal Case	707.0557	20 Lt.		
23.5	Provo Subdivision Crossing gates and Signals 400 S.	707.05		x	
23.6	Provo Subdivision Intermediate signals	707.1	Lt.		
23.6	Provo Subdivision Electric Switch	707.1	Lt.		
24.1	Provo Subdivision Crossover (Sw. Mach. Between UP Tracks)	707.1			
24.2	Provo Subdivision Flasher & Gate	707.1307	12 Lt.		
24.3	Provo Subdivision Signal House	707.1625	20 Lt.	x	
24.4	Provo Subdivision Signal Case	707.2497	20 Lt.		
24.5	Provo Subdivision Flasher & Gate 4000 N.	708.19	Lt.	x	
24.6	Provo Subdivision OS Signal	708.3	Lt.		
25.1	Provo Subdivision Electric Lock	708.4	Lt.		x
25.2	Provo Subdivision Tank	708.65	20' Lt.		
25.3	Provo Subdivision Intermediate Signals	709.9	Lt.		
25.4	Provo Subdivision Flashers	709.9	Lt.	x	
25.5	Provo Subdivision Bridge at County Dump	710.2			
25.6	Provo Subdivision Crossing- No Control 6400 N.	711.73		x	
26.1	Provo Subdivision Hot Box Detector	711.74			
26.2	Provo Subdivision Intermediate Signals	712.1			
26.3	Provo Subdivision Signal and Gates 6800 N.	712.3		x	
26.4	Provo Subdivision Signal and Gates 100 E.	713.12		x	
26.5	Provo Subdivision American Fork River (New Structure)	713.47			
26.6	Provo Subdivision Crossing Signals 100 W. Power Pole	713.63		x	
27.1	Provo Subdivision Signal and Gates Storres Ave.	713.9		x	
27.2	Provo Subdivision Signal and Gates 200 S.	714.14		x	
27.3	Provo Subdivision Electric Lock- American Fork east switch - Battery Box & Pole	714.2			x
27.4	Provo Subdivision OS Signal and Battery Box	714.3			
27.5	Provo Subdivision Signal and Gates 7330 W.	715.39		x	
	Provo Subdivision Signal 7330 W.	715.39		x	
28.1	Provo Subdivision OS Signal- American Fork west switch	715.9	Lt.		x
28.2	Provo Subdivision Crossing No Control 300 E. Lehi	716.09		x	
28.3	Provo Subdivision Signal and Gates Center St. Lehi	716.29	Lt.	x	
28.4	Provo Subdivision Signal and Gates 300 S.	716.7		x	
28.5	Provo Subdivision Signal and Gates 200 S.	716.78		x	
28.6	Provo Subdivision Driveway ROW Purchase	716.8			
29.1	Provo Subdivision House ROW Purchase	716.83			
29.2	Provo Subdivision Battery Box	716.85			

LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/Siding
29.3	Provo Subdivision Signal, Gates and House Lehi Main St.	716.95		x	
29.4.5	Provo Subdivision Driveway and Houses ROW Purchase	717.0			
29.6	Provo Subdivision Rodeo grounds Crossing 100 N (No Control)	717.1		x	
30.1	Provo Subdivision Signal, Gates and House Lehi 500 W.	717.23		x	
30.2	Provo Subdivision Car Detector	717.3			
30.3	Provo Subdivision Crossing No Control 900 N.	717.89		x	
30.4	Provo Subdivision Intermediate Signals	718.05			
30.5	Provo Subdivision Crossing No Control 1200 N.	718.24		x	
30.6	Provo Subdivision Signal Crossing and House 1500 N.	718.59		x	
31.1	Provo Subdivision Crossing No Control County Rd.	719.26		x	
31.2	Provo Subdivision Underpass	719.6			
31.3	Provo Subdivision Underpass	719.7			
31.4	Provo Subdivision Switch, Signals and House (Mesa) east	719.8			x
31.5	Provo Subdivision OS Signal for Switch east	719.8			x
31.6	Provo Subdivision OS Signal for Switch	721.6			x
32.1	Provo Subdivision Switch, Signals and House	721.6			x
32.2	Provo Subdivision Crossing No Control	724.55		x	
32.3	Provo Subdivision Intermediate Signals	725.3			
32.4	Provo Subdivision Underpass 14600 S.	725.64		x	
32.5	Provo Subdivision Intermediate Signals	723.1			
32.6	Provo Subdivision Canal Bridge	723.4			
33.1	Provo Subdivision Jordan River Bridge	723.4			
33.2	Provo Subdivision Canal Bridge	722.25			
33.3	Provo Subdivision Jordan River Bridge (Jordan Narrow Dam)	722.28			
XXX	Provo Subdivision Signal House	725.0844	20		
33.4.5	Provo Subdivision Bangenter Highway	726.8			
33.6	Provo Subdivision Switch Riverton east	727.7			x
34.1	Provo Subdivision OS Signal Switch	727.7			x
34.2	Provo Subdivision Relay Box	728.0			
34.3	Provo Subdivision os Signal Riverton west	728.55			
34.4	Provo Subdivision Signal and Gates 12300 S.	728.55			x
34.5	Provo Subdivision Switch and House	728.6			x
	Provo Subdivision Signal House	729.7964	20		
34.6	Provo Subdivision Signal Crossing 11400 S.	729.82		x	
35.1	Provo Subdivision Relay Box	729.8302	12		
35.2	Provo Subdivision Signal House 11000 S.	730.32		x	
35.3	Provo Subdivision Signal, Gates, House and Intermediate	730.5			
35.4	Provo Subdivision Hot Box Detector and House	730.7			
35.5.6	Provo Subdivision Underpass 10600 S.	730.83		x	
36.1	Provo Subdivision Relay	731.1			
36.2	Provo Subdivision Intermediate	731.32			
36.3	Provo Subdivision Signal and Gates	731.59		x	
36.4	Provo Subdivision Underpass 9150 S.	731.7			
36.5	Provo Subdivision Underpass	732.3			
63.6	Provo Subdivision 9000 S.	732.37			
37.1.2	Provo Subdivision Underpass 9150 S.	732.8		x	
37.3.4	Provo Subdivision Underpass 9000 S.	732.87			

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LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center		At Grade Crossing	Spurr/ Siding
			Line of UP Track	Line of DN Track		
37.5.6	Provo Subdivision Underpass 8000 S.	734.13				
38.1	Provo Subdivision Signal Case	734.4186	20			
38.2.3	Provo Subdivision Underpass 7800 S.	734.47			x	
38.2	Provo Subdivision Signal House- East Midvale	734.471	20			
38.4	Provo Subdivision Radio Tower	734.473	50			
38.4	Provo Subdivision Signal Case	734.48	20			
38.5	Provo Subdivision Signal Bridget 3 SLA	734.5126	12			
XXXX	Provo Subdivision Signal Case	734.5126	20			
38.6	Provo Subdivision Switch Bingham Branch	735.0				x
39.1	Provo Subdivision Signal Case	735.1605	20			
39.1.2	Provo Subdivision Underpass 7200 S.	735.16				
39.3	Provo Subdivision Battery Box	735.2				
39.4.5.6	Provo Subdivision I-15 Crossing 6800 S.	735.8				
40.2	Provo Subdivision Retaining Wall	735.94				
	Provo Subdivision Signal Case	735.7987	20			
	Provo Subdivision Signal Case	735.8511	20			
	Provo Subdivision Relay Box	735.9385	12			
40.3	Provo Subdivision UTA Trax Bridge	735.95				
40.2	Provo Subdivision Signal Case	735.9684	20			
40.1	Provo Subdivision Signal T3 SLA	735.97	10			
40.4.5	Provo Subdivision Underpass 6400 S.	736.0				
40.6	Provo Subdivision OS Signal Crossover	736.05				
41.1	Provo Subdivision I-15 NB to I-215 WB	736.1				
41.2	Provo Subdivision Relay	736.12				
41.3.4	Provo Subdivision I-215 EB	736.15				
41.5.6	Provo Subdivision E-215 WB	736.16				
	Provo Subdivision Tower	736.3794	50			
	Provo Subdivision F.F. Regen Station	736.3839	50			
	Provo Subdivision Signal House	736.6725	20			
42.1	Provo Subdivision Signals, Gates and House 5900 S.	736.71			x	
42.2	Provo Subdivision East Switch to Sampler Siding	737				x
42.3	Provo Subdivision Close Clearance Anderson Ave.	737.32				
42.4	Provo Subdivision Close Clearance Anderson Ave.	737.32				
42.5.6	Provo Subdivision Underpass 5300 S.	737.35				
43.1	Provo Subdivision Crossover UP to UTA	737.4				x
43.2	Provo Subdivision West Switch Sampler Siding	737.9				x
43.3	Provo Subdivision Signal House	737.9767	20			
43.3	Provo Subdivision Intermediate with Wheel Detector	738.0				
43.4	Provo Subdivision Signals and Gate	738.02			x	
43.5	Provo Subdivision Little Cottonwood	738.2				
43.6	Provo Subdivision Signal House	738.3957	20			
43.6	Provo Subdivision Signal and Gate	738.4			x	
	Provo Subdivision Tower	738.517	50			
44.1	Provo Subdivision Signal Box and Electric Lock	738.7				x
44.2	Provo Subdivision Signals and Gate	738.87				
44.2.3	Provo Subdivision Underpass 4500 S.	738.9			x	
44.4	Provo Subdivision Relay	739.1				

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LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/Siding
44.5	Provo Subdivision Big Cottonwood	739.4			
44.6, 45.1	Provo Subdivision Underpass 4115 S.	739.46			
45.1	Provo Subdivision Signal Case	739.6986	20		
	Provo Subdivision F.F. Regan Station- Qwest	739.8659	30		
	Provo Subdivision Microwave Tower	739.8725	50		
45.2	Provo Subdivision Intermediate Signals	739.7			
45.3	Provo Subdivision Overpass 3900 S.	739.78			
45.4	Provo Subdivision I-15 Crossing	740.33			
45.5	Provo Subdivision Signal Bridge for OS East Roper Yard	740.58			
45.5	Provo Subdivision Signal Case	740.5809	20		
45.5	Provo Subdivision Signal House	740.582	20		
45.6	Provo Subdivision Signal Case	740.6125	20		
45.6	Provo Subdivision Signal Case	740.6139	20		
46.1, 2	Provo Subdivision Underpass 3300 S.	740.75			
46.3	Provo Subdivision Radio Tower	740.7554	50		
46.3	Provo Subdivision Signal House	740.759	20		
46.3	Provo Subdivision Signal Case	740.7644	20		
46.4	Provo Subdivision OS Signals East Roer	740.89			
46.5	Provo Subdivision East end Barma Road	740.9		X	
46.6	Provo Subdivision Millcreek	741.32			
47.1	Provo Subdivision Light Tower	741.95			
47.2	Provo Subdivision Intermediate Signals	742.3			
47.3	Provo Subdivision Electric/Warehouse lead	742.4			X
47.4	Provo Subdivision Electric Lock Team Track	742.6			X
47.5	Provo Subdivision Electric Lock Sugarhouse Spur	742.65			X
47.4	Provo Subdivision I-80 WB to SR201 WB	742.60			
47.5	Provo Subdivision I-15 SB to SR201 WB	742.65			
47.6	Provo Subdivision Detension Pond Box Culvert/ 12' SS Force Main	742.7			
48.1	Provo Subdivision Crossover	742.75			
48.1	Provo Subdivision Overpass 2100 S.	742.75			
48.2	Provo Subdivision Relay	742.9			
48.3	Provo Subdivision Switch and House Chacago Br. Iron	742.95			X
48.4	Provo Subdivision Signals and Gates 1700 S.	743.07		X	
48.5	Provo Subdivision Relay	743.4			
48.6	Provo Subdivision OS Crossover Signals	743.5			
48.6	Provo Subdivision Radio Tower/ Signal House	743.5			X
49.1	Provo Subdivision Turn out Levitts	743.55			
49.2	Provo Subdivision OS Crossover Signals	743.59			
49.3	Provo Subdivision Turnout	743.6			X
49.3	Provo Subdivision Overpass 1300 S.	743.63			
49.4	Provo Subdivision Signal House	743.8			
	Provo Subdivision Battery Box	743.9201	20		
49.5	Provo Subdivision Signal Case	743.9215	20		
49.6	Provo Subdivision Relay Box	744.0353	12		
50.1	Provo Subdivision Battery Box	744.05			
50.2	Provo Subdivision Relay	744.07			
50.3,4	Provo Subdivision I-15 Overpass	744.1			

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LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/Siding
50.5	Provo Subdivision Communication House (Underground Communications)	744.15			
	Provo Subdivision Signal House	744.1504	20		
50.6	Provo Subdivision Signals and Gates 900 S.	744.19		x	
	Provo Subdivision Relay Box	744.2944	12		
	Provo Subdivision Signal F2 CLA	744.2952	10		
	Provo Subdivision Flasher & Gate	744.3099	12	x	
51.1	Provo Subdivision Intermediate Signals	744.31			
51.2	Provo Subdivision Gates and Signals 800 S.	744.32		x	
	Provo Subdivision Relay Box	744.3219	12		
	Provo Subdivision Relay Box	744.3228	12		
	Provo Subdivision Signal Case	744.3235	20		
51.3	Provo Subdivision Amtrak Switch	744.33			x
51.4	Provo Subdivision Signal House- CP RG744 8th South	744.3378	20		
	Provo Subdivision Radio Tower	744.3461	50		
51.5	Provo Subdivision OS Signal Bridge for 900 S. West interchange	744.4			
51.6	Provo Subdivision Mt. Cement West Switch	744.45			x
52.1	Provo Subdivision 700 S Crossing No Control	744.49		x	
52.1	Provo Subdivision Cereal Foods Switch	744.5			x
52.2	Provo Subdivision Relay Box	744.5849	26		
52.3	Provo Subdivision 500 S. Overpass	744.71			
52.4	Provo Subdivision Amtrak Platform	744.75			
52.5	Provo Subdivision 400 S. Overpass	744.8			
	Provo Subdivision Radio Tower	745.1919	50		
	Provo Subdivision Signal House- CP RG745 2nd South	745.1942	20		
	Provo Subdivision Signal Case	745.1978	20		
	Provo Subdivision Signal House	745.1998	20		
	Provo Subdivision Relay Box	745.2383	12		
	Provo Subdivision Signal Case	745.239	20		
	Provo Subdivision Signal Case	745.2415	20		
	Provo Subdivision Signal Case	745.2814	20		
	Provo Subdivision Signal Case	745.2847	20		
52.6	Provo Subdivision OS Signals for Grant Tower	745.3			
	Provo Subdivision Signal Case	745.3112	20		
53.1	Provo Subdivision Amtrak Switch	745.33			x
53.1	Provo Subdivision Radio Tower	745.33			x
53.1	Provo Subdivision Signal House	745.33			
53.2	Provo Subdivision Signal and Gates 200 S.	745.35		x	
53.3	Provo Subdivision Signal Case	745.3536	20		
53.4	Provo Subdivision Signal Case	745.3548	20		
53.3	Provo Subdivision OS Signals for Grants Tower and Crossover to Old UP West	745.37			
53.5	Provo Subdivision Battery Box/ Relay	745.38			
53.6	Provo Subdivision Relay	745.39			
54.1	Provo Subdivision Signal Case/ Battery Box	745.4			
54.2	Provo Subdivision 100 S. Crossing No Control	745.41			x
54.3	Provo Subdivision Grant Tower Signal Line	745.42			
54.4	Provo Subdivision Electric Lock WP Off WB Wstbound Main	745.45			
54.5	Provo Subdivision Signal Relay Junction	745.47			

LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/ Siding
54.5	Provo Subdivision Signal Case/Car Detector	745.48			
54.6	Provo Subdivision Gates and Signals 600 West	745.5		x	
54.6	Provo Subdivision Crossover Signals North to UP West	745.51			
55.1	Provo Subdivision Signal Box	745.52			
54.4	Provo Subdivision Signal Case Battery Box	745.5298	20		
54.5	Provo Subdivision Signal Case	745.5602	20		
54.5	Provo Subdivision Signal House	745.5651	20		
54.5	Provo Subdivision AEI Scanner	745.5691	12		
55.1	Provo Subdivision Signal House	745.5911	20		
55.2	Provo Subdivision North Temple Overpass	745.6			
55.3	Bingham Branch Industrial Switch	0.1			x
55.4	Bingham Branch West Switch Wye	0.15			x
55.5	Bingham Branch UTA Connection Switch	0.2			x
55.6	Bingham Branch Underpass Main Street	0.28			
56.1	Bingham Branch Butterfield Lumber Switch	0.3			
56.2.3	Bingham Branch Slag Pit Bridge	0.6			
56.6.5	Bingham Branch Jordan River and Parway Bridge	0.9			
56.6.57.1	Bingham Branch Underpass 7800 S. SH48	1.08			
57.2	Bingham Branch Signals and Gates	1.28		x	
	Bingham Branch Signal Case	1.1039	20		
	Bingham Branch Tower	1.2201	50		
57.3	Bingham Branch Relay Box	1.628	14		
57.4	Bingham Branch Flasher & Gate	1.8021	12	x	
57.4	Bingham Branch Flasher & Gate	1.811	12	x	
57.5	Bingham Branch Relay Box	1.9338	14		
57.6	Bingham Branch Relay Box	1.9797	14		
58.1	Bingham Branch Narrow ROW 11' 6"	2.1-2.34			
58.2	Bingham Branch Flasher & Gate 2200 W.	2.3403	12	x	
58.3	Bingham Branch Canal Crossing	2.341			
58.4	Bingham Branch Signal Case	2.6			
58.5	Bingham Branch Flasher 2700 W.	2.8785	12	x	
58.5	Bingham Branch Flasher & Gate 2700 W.	2.8786	12	x	
58.6	Bingham Branch Signal Case Narrow ROW 12'	2.88			
59.1	Bingham Branch Signal Case	2.9962	20		
59.2	Bingham Branch Canal Crossing	3.1			
59.3	Bingham Branch Signal Case/ Narrow ROW	3.1			
59.4	Bingham Branch Flasher & Gate 3200 W.	3.4133	12	x	
59.4	Bingham Branch Signal Case 3200 W.	3.4184	20	x	
59.5	Bingham Branch South Wire Switch	3.5			x
59.6	Bingham Branch Signal Case	3.55			
60.1	Bingham Branch Crossing No Control (Hospital)	3.85		x	
60.2.3	Bingham Branch Underpass Bangarter	3.9			
60.4	Bingham Branch Signal Case	4.4			
60.5	Bingham Branch Signal and Gates 4000 W.	4.5		x	
60.6	Bingham Branch Switch East Welby Wye	4.7			x
61.1	Bingham Branch Crossing No Control 9000 S.	4.77		x	

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LIST OF RESERVED FACILITIES

EXHIBIT B

Pic. ID#	Location Description	Mile Post	Distance from Center Line of UP Track	At Grade Crossing	Spurr/ Siding
	<p>NOTE: For Section 3.4 Properties, all track crossing improvements and industry and drill trackage and appurtenances that serve existing rail customers and that provide access to existing rail customers on the side of the Section 3.4 Properties that is not adjacent to the Union Pacific right of way.</p>				

EXHIBIT C

List of Fiber Agreements

Amendment to and Restatement of Fiber Optic Survey Agreements Between MCI Telecommunications Corporation and Union Pacific Railroad Company and The Western Pacific Railroad Company	Dated June 28, 1984
Addendum to Agreements by and between US Telecom, Inc. and Union Pacific Railroad Company	Dated June 28, 1984
Fiber Optic Agreement by and between US Telecom, Inc. and Union Pacific Railroad Company	Dated May 21, 1985
Appendix B Fiber Optic Agreement by and between Williams Telecommunications Company and Union Pacific Railroad Company	Dated July 31, 1986
Easement Agreement by and between Southern Pacific Transportation Company and MCI Telecommunications Corporation	Dated November 9, 1987
Appendix B Amendment to and Restatement of Agreements between MCI Telecommunications Corporation and Union Pacific Railroad Company and the Western Pacific Railroad Company	Dated August 28, 1989
Addendum to Agreements by and between MCI Telecommunications Corporation and Union Pacific Railroad Company	Dated August 28, 1989
Easement Agreement by and between Southern Pacific Transportation Company and Southern Pacific Telecommunications Company	Dated September 30, 1991
Addendum to Agreement between Wiltel, Inc. and Union Pacific Railroad Company	Dated July 10, 1996

Fiber Optic Agreement Between Qwest Communications Corporation and Union Pacific Railroad Company

Dated November 4, 1996

Subeasement Agreement between Qwest Communications Corporation and Nextlink Utah, LLC Salt Lake City to Springville

Dated December 30, 1996

Fiber Optic Survey Agreement between Level 3 Communications, LLC and Union Pacific Railroad Company

Dated March 31, 1998

Fiber Optic Agreement between Level 3 Communications, LLC, and Union Pacific Railroad Company

Dated August 25, 1998

Addendum to Agreement by and between Level 3 Communications, LLC and Union Pacific Railroad Company

Dated August 25, 1998