

**RECORDING REQUESTED BY  
AND WHEN RECORDED MAIL TO:**

Kennecott Utah Copper Corporation  
4700 Daybreak Parkway  
South Jordan, Utah 84095  
Attn: John Birkinshaw

11014719  
08/20/2010 11:24 AM \$35.00  
Book - 9850 Pg - 8557-8567  
GARY W. OTT  
RECORDER, SALT LAKE COUNTY, UTAH  
DANIEL W ANDERSON  
1466 N HWY 89 STE 240  
FARMINGTON UT 84025  
BY: NEH, DEPUTY - WI 11 P.

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**SECOND AMENDMENT TO EASEMENT AGREEMENT**

**THIS SECOND AMENDMENT TO EASEMENT AGREEMENT** (this "Second Amendment") is entered into as of July 2, 2010, by and between **OM ENTERPRISES COMPANY**, a Utah corporation ("OME"), as successor-in-interest to **KENNECOTT UTAH COPPER CORPORATION**, a Delaware corporation ("KUCC"), and **THE LAST HOLDOUT, L.L.C.**, a Utah limited liability company ("The Last Hold Out"), with respect to the following:

**RECITALS:**

A. Pursuant to that certain Easement Agreement dated as of August 18, 2000, executed by KUCC and Margaret S. Bastian, individually and as Trustee of the Sheltered Trust under Will of Elmer P. Bastian, deceased, Mary E. Bastian, David S. Bastian and Emily B. Markham ("**Bastians**") recorded on August 21, 2000, in the Official Records of Salt Lake County, State of Utah, as Instrument No. 7701767, in Book 8382, Pages 1514 to 1532 (the "**Original Easement Agreement**"), KUCC granted to Bastians certain perpetual nonexclusive easements for the purpose of providing pedestrian and vehicular ingress and egress to and from the Bastian Parcel, as described in Exhibit "A" hereto. All initially capitalized terms not defined herein shall have the meaning set forth in the Original Easement Agreement.

B. Pursuant to Section 1.5 of the Original Easement Agreement, KUCC has the right, with Bastians' prior written consent, to relocate the East Easement, providing access to the Bastian Parcel from 11800 South.

C. Bastians created The Last Holdout, a limited liability company which they control, and transferred all of their right, title and interest in and to the Bastian Property to The Last Holdout. Accordingly, The Last Holdout is now entitled to grant any approval to relocate any easements benefiting the Bastian Property, under the terms of the Original Easement Agreement.

D. OME (as successor to KUCC's interest in the Kennecott East Parcel) previously requested to relocate the East Easement, and the Bastians agreed to a

relocation of the East Easement pursuant to an Amendment to Easement Agreement dated August 12, 2002 and recorded August 22, 2002 as Entry No. 8329277 in Book 8638, beginning at Page 3717 in the official records of the Salt Lake County recorder (the "First Amendment").

E. In connection with an extension of KUCC's right of first refusal to purchase the Bastian Parcel, The Last Holdout has requested and OME has agreed to this Second Amendment, realigning and relocating the East Easement as herein set forth.

**NOW, THEREFORE**, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged by both parties, the parties agree as follows:

1. **Relocation of Easement:** OME and The Last Holdout hereby amend the Original Easement Agreement, as amended by the First Amendment, to relocate the East Easement to the location and legal description described on Exhibit "B" attached hereto and depicted on Exhibit "C" attached hereto, both incorporated herein by this reference, for the purposes set forth in the Original Easement Agreement. The Last Holdout hereby acknowledges that, in accordance with Section 1.5 of the Original Easement Agreement, (a) the relocated East Easement is now reasonable and substantially comparable in terrain and distance to the original East Easement, (b) provides reasonable access to and from the Bastian Parcel to 11800 South and (c) does not materially increase the maintenance costs or expenses to The Last Holdout for the East Easement. OME and The Last Holdout hereby release the location of the East Easement in its entirety as was previously set forth in the First Amendment, to be replaced by the East Easement as relocated and described in this Second Amendment.

2. **No Other Revisions:** Except as expressly modified hereby, all other terms and provisions of the Original Easement Agreement shall remain in full force and effect, are incorporated herein by this reference, and shall govern the conduct of the parties hereto; provided, however, to the extent of any inconsistency between the provisions of the Original Easement Agreement and the provisions of this Second Amendment, the provisions of this Second Amendment shall control.

3. **Counterparts.** This Second Amendment may be executed in one or more counterparts, each of which shall be deemed an original but all of which, when taken together, shall constitute one and the same.

**IN WITNESS WHEREOF**, OME and The Last Holdout have executed this Second Amendment as of the day and year first above written.

**OM ENTERPRISES COMPANY,**  
a Utah corporation

By: *W. Don Whyte*  
Name: W. DON WHYTE  
Its: PRESIDENT

**THE LAST HOLDOUT, L.L.C.,** a Utah limited liability company

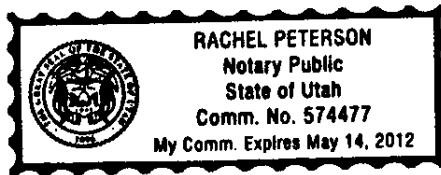
By: *David S. Bastian*  
David S. Bastian  
Its: Manager

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

On July 2, 2010, before me, a Notary Public in and for said State, personally appeared Don Whyte, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he is the President of OME Enterprises Company, a Utah corporation, and that he executed the same in said capacity, and that by his signature hereto said corporation executed the instrument.

WITNESS my hand and official seal.

*Rachel Peterson*  
NOTARY PUBLIC

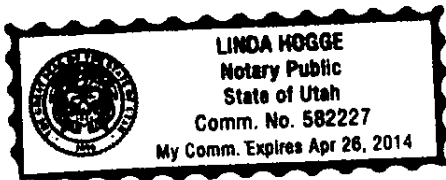


STATE OF UTAH )  
                  ) : ss.  
COUNTY OF ~~SALT LAKE~~ DAVIS )

*David S. Bastian*

On July 8, 2010, before me, a Notary Public in and for said State, personally appeared David S. Bastian, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he is the Manager of The Last Holdout, L.L.C., a Utah limited liability company, and executed the same in such authorized capacity on behalf of said company.

WITNESS my hand and official seal.



*Linda Hogge*  
\_\_\_\_\_  
NOTARY PUBLIC

EXHIBIT "A"

(Legal Description of Center Parcel)

South 80 rods of Section 14, Township 3 South, Range 2 West, Salt Lake Base and Meridian, less the tracts deeded to Utah Power & Light Company.

Less and excepting the following property previously conveyed to the Utah Department of Transportation:

A PARCEL OF LAND IN FEE FOR A HIGHWAY KNOWN AS PROJECT NO. MP-0182(6), BEING PART OF AN ENTIRE TRACT OF PROPERTY, SITUATE IN THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER AND THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 14, TOWNSHIP 3 SOUTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN. THE BOUNDARIES OF SAID PARCEL OF LAND ARE DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT IN THE SOUTHERLY BOUNDARY LINE OF SAID ENTIRE TRACT, WHICH POINT IS 1125.11 FEET NORTH 89°41'41" WEST ALONG THE SECTION LINE FROM THE SOUTHEAST CORNER OF SAID SECTION 14, WHICH POINT IS 192.24 FEET RADIALLY DISTANT NORTHEASTERLY FROM THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE, OF SAID PROJECT, OPPOSITE APPROXIMATE ENGINEER STATION 1257+62.12, WHICH POINT IS ALSO THE SOUTHWEST CORNER OF THE TRACT OF LAND DEEDED TO UTAH POWER & LIGHT COMPANY (UP&L) RECORDED AS ENTRY NO. 3625048 IN BOOK 5315 AT PAGE 486 IN THE SALT LAKE COUNTY RECORDERS OFFICE, STATE OF UTAH; AND RUNNING THENCE NORTH 89°41'41" WEST 497.54 FEET ALONG SAID SOUTHERLY BOUNDARY LINE TO A POINT 246.00 FEET RADIALLY DISTANT SOUTHWESTERLY FROM SAID CONTROL LINE OPPOSITE APPROXIMATE ENGINEER STATION 1259+96.70; AND RUNNING THENCE NORTHWESTERLY 1,008.72 FEET ALONG THE ARC OF A 5,346.00 FEET RADIUS CURVE TO THE RIGHT, HAVING A RADIUS OF (NOTE: CHORD TO SAID CURVE BEARS NORTH 21°15'37" WEST FOR A DISTANCE OF 1,007.22 FEET); THENCE NORTH 7°47'24" WEST 352.94 FEET; THENCE NORTH 12°39'10" WEST 30.40 FEET TO A POINT 208.39 FEET RADIALLY DISTANT SOUTHWESTERLY FROM SAID CONTROL LINE OPPOSITE APPROXIMATE ENGINEER STATION 1273+24.21, WHICH POINT IS ALSO ON THE NORTHERLY BOUNDARY LINE OF SAID ENTIRE TRACT; THENCE SOUTH 89°31'55" EAST 275.20 FEET ALONG SAID NORTHERLY BOUNDARY LINE TO THE NORTHWEST CORNER SAID TRACT OF LAND DEEDED TO UP&L; THENCE ALONG SAID WESTERLY LINE THE FOLLOWING TWO (2) COURSES 1) SOUTH 0°17'19" WEST 467.73 FEET; 2) THENCE SOUTH 37°08'41" EAST 1,067.23 FEET TO THE POINT OF BEGINNING AS SHOWN ON THE OFFICIAL MAP OF SAID PROJECT ON FILE IN THE OFFICE OF THE UTAH DEPARTMENT OF TRANSPORTATION.

(NOTE: ENGINEER STATIONS USED IN THE ABOVE DOCUMENT ARE BASED ON THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE FOR HIGHWAY PROJECT NO. MP-0182(6))

ALSO:

A PARCEL OF LAND IN FEE FOR A HIGHWAY KNOWN AS PROJECT NO. MP-0182(6), BEING PART OF AN ENTIRE TRACT OF PROPERTY, SITUATE IN THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 14, TOWNSHIP 3 SOUTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN. THE BOUNDARIES OF SAID PARCEL OF LAND ARE DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 454.56 FEET RADIALLY DISTANT NORTHEASTERLY FROM THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE, OF SAID PROJECT, OPPOSITE APPROXIMATE ENGINEER STATION 1258+41.28, WHICH POINT IS 785.04 FEET NORTH 89°41'41" WEST FROM THE SOUTHEAST CORNER OF THE TRACT OF LAND DEEDED TO UTAH POWER & LIGHT COMPANY (UP&L) RECORDED AS ENTRY NO. 1931034 IN BOOK 2071 AT PAGE 357 IN THE SALT LAKE COUNTY RECORDERS OFFICE, STATE OF UTAH, AND 242.34 FEET NORTH 37°04'40" WEST ALONG SAID TRACT OF LAND, FROM THE SOUTHEAST CORNER OF SAID SECTION 14; AND RUNNING THENCE NORTH 57°50'41" EAST 183.85 FEET TO A POINT IDENTIFIED AS "POINT A - END L/A LINE" ON THE OFFICIAL MAP OF SAID PROJECT ON FILE IN THE OFFICE OF THE UTAH DEPARTMENT OF TRANSPORTATION, WHICH POINT IS 638.00 FEET RADIALLY DISTANT NORTHEASTERLY, OPPOSITE APPROXIMATE ENGINEER STATION 1258+55.00; THENCE NORTH 36°26'39" WEST 151.04 FEET TO A POINT IDENTIFIED AS "POINT B- BEGIN L/A LINE" ON SAID OFFICIAL MAP, WHICH POINT IS 614.00 FEET RADIALLY DISTANT NORTHEASTERLY, FROM SAID CONTROL LINE OPPOSITE APPROXIMATE ENGINEER STATION 1260+25.00; THENCE SOUTH 57°58'15" WEST 185.56 FEET TO A POINT 429.32 FEET RADIALLY DISTANT NORTHEASTERLY FROM SAID CONTROL LINE OPPOSITE APPROXIMATE ENGINEER STATION 1260+04.94; THENCE SOUTH 37°04'40" EAST 151.59 FEET ALONG SAID TRACT OF LAND DEEDED TO UTAH POWER & LIGHT COMPANY (UP&L) TO THE POINT OF BEGINNING AS SHOWN ON SAID OFFICIAL MAP OF SAID PROJECT.

(NOTE: ENGINEER STATIONS USED IN THE ABOVE DOCUMENT ARE BASED ON THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE FOR HIGHWAY PROJECT NO. MP-0182(6))

ALSO:

A PARCEL OF LAND IN FEE FOR A HIGHWAY KNOWN AS PROJECT NO. MP-0182(6), BEING PART OF AN ENTIRE TRACT OF PROPERTY, SITUATE IN THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 14, TOWNSHIP 3 SOUTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN. THE BOUNDARIES OF SAID PARCEL OF LAND ARE DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 240.00 FEET RADIALLY DISTANT NORTHEASTERLY FROM THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE, OF SAID PROJECT, OPPOSITE APPROXIMATE ENGINEER STATION 1267+70.19, WHICH POINT IS 785.04 FEET NORTH 89°41'41" WEST ALONG THE SOUTHERLY LINE OF SAID SECTION 14, TO THE SOUTHEAST CORNER OF THE TRACT OF LAND DEEDED TO UTAH POWER & LIGHT COMPANY (UP&L) RECORDED AS ENTRY NO. 1931034 IN BOOK 2071 AT PAGE 357 IN THE SALT LAKE COUNTY RECORDERS OFFICE, STATE OF UTAH, AND 1132.82 FEET NORTH 37°04'41" WEST FROM THE SOUTHEAST CORNER OF SAID SECTION 14; AND RUNNING THENCE ALONG SAID PARCEL THE FOLLOWING TWO (2) COURSES 1) NORTH 37°04'40" WEST 67.48 FEET; 2) THENCE NORTH 0°21'13" EAST 76.29 FEET TO A POINT 240.00 FEET RADIALLY DISTANT NORTHEASTERLY FROM SAID CONTROL LINE OPPOSITE APPROXIMATE ENGINEER STATION 1269+13.12; THENCE SOUTHEASTERLY 136.21 FEET ALONG THE ARC OF A 4,860.00 FEET RADIUS CURVE TO THE LEFT (NOTE: CHORD TO SAID CURVE BEARS SOUTH 17°10'23" EAST FOR A DISTANCE OF 136.20 FEET) TO THE POINT OF BEGINNING AS SHOWN ON THE OFFICIAL MAP OF SAID PROJECT ON FILE IN THE OFFICE OF THE UTAH DEPARTMENT OF TRANSPORTATION.

(NOTE: ENGINEER STATIONS USED IN THE ABOVE DOCUMENT ARE BASED ON THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE FOR HIGHWAY PROJECT NO. MP-0182(6))

A PARCEL OF LAND IN FEE FOR UTILITY RELOCATION INCIDENT TO THE CONSTRUCTION OF A HIGHWAY KNOWN AS PROJECT NO. MP-0182(6), BEING PART OF AN ENTIRE TRACT OF PROPERTY, SITUATE IN THE SOUTH EAST QUARTER OF THE SOUTH EAST QUARTER OF SECTION 14, TOWNSHIP 3 SOUTH RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN. THE BOUNDARIES OF SAID PARCEL OF LAND ARE DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT 484.86 FEET. RADIALLY DISTANT NORTHEASTERLY FROM THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE, OF SAID PROJECT, OPPOSITE APPROXIMATE ENGINEER STATION 1255+76.42, WHICH POINT IS ALSO THE SOUTHEAST CORNER OF THE TRACT OF LAND DEEDED TO UTAH POWER & LIGHT COMPANY (UP&L) RECORDED AS ENTRY NO. 1931034 IN BOOK 2071 AT PAGE 357 IN THE SALT LAKE COUNTY RECORDER'S OFFICE, STATE OF UTAH, SAID POINT IS ALSO 785.04 FEET. NORTH 89°41'41" WEST ALONG THE SOUTHERLY LINE OF SAID SECTION 14, FROM THE SOUTHEAST CORNER OF SAID SECTION 14; AND RUNNING THENCE NORTH 37°04'40" WEST 242.34 FEET. ALONG THE EASTERLY BOUNDARY LINE OF SAID TRACT OF LAND TO A POINT 454.56 FEET. RADIALLY DISTANT NORTHEASTERLY FROM SAID CONTROL LINE, OPPOSITE APPROXIMATE ENGINEER STATION 1258+41.28; THENCE NORTH 57°50'41" EAST 109.59 FEET.; THENCE SOUTH 24°42'52" EAST 277.41 FEET. TO THE SOUTHERLY LINE OF SAID SECTION 14; THENCE NORTH 89°41'41" WEST 62.66 FEET. ALONG SAID SOUTHERLY LINE TO THE POINT OF BEGINNING AS SHOWN ON THE OFFICIAL MAP OF SAID PROJECT ON FILE IN THE OFFICE OF THE UTAH DEPARTMENT OF TRANSPORTATION.

(NOTE: ENGINEER STATIONS USED IN THE ABOVE DOCUMENT ARE BASED ON THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE FOR HIGHWAY PROJECT NO. MP-0182(6))

ALSO:

A PARCEL OF LAND IN FEE FOR UTILITY RELOCATION INCIDENT TO THE CONSTRUCTION OF A HIGHWAY KNOWN AS PROJECT NO. MP-0182(6), BEING PART OF AN ENTIRE TRACT OF PROPERTY, SITUATE IN THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER AND THE SOUTHWEST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 14, TOWNSHIP 3 SOUTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN. THE BOUNDARIES OF SAID PARCEL OF LAND ARE DESCRIBED AS FOLLOWS:

BEGINNING AT A PONT 429.32 FEET RADIALLY DISTANT NORTHEASTERLY FROM THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE, OF SAID PROJECT, OPPOSITE APPROXIMATE ENGINEER STATION 1260+04.94, WHICH POINT IS 785.04 FEET NORTH 89°41'41" WEST TO THE SOUTHEAST CORNER OF THE TRACT OF LAND DEEDED TO UTAH POWER AND LIGHT COMPANY (UP&L) RECORDED AS ENTRY NO.1931034 IN BOOK 2071 AT PAGE 357 IN THE SALT LAKE COUNTY RECORDER'S OFFICE, STATE OF UTAH, AND 393.93 FEET NORTH 37°04'40" WEST. ALONG SAID TRACT OF LAND, FROM THE SOUTHEAST CORNER OF SAID SECTION 14; AND RUNNING THENCE NORTH 37°04'40" WEST 738.89 FEET ALONG SAID TRACT OF LAND, TO A POINT 240.00 FEET RADIALLY DISTANT NORTHEASTERLY FROM SAID CONTROL LINE OPPOSITE APPROXIMATE ENGINEER STATION 1267+70.19; THENCE NORTHWESTERLY 136.21 FEET ALONG THE ARC OF A 4,860.00 FEET RADIUS CURVE TO THE RIGHT (NOTE: CHORD TO SAID CURVE BEARS NORTH 17°10'23" WEST FOR A DISTANCE OF 136.20 FEET) TO A POINT 240.00 FEET RADIALLY DISTANT NORTHEASTERLY FROM SAID CONTROL LINE OPPOSITE APPROXIMATE ENGINEER STATION 1269+13.12, WHICH POINT IS ALSO ON SAID TRACT OF LAND; THENCE NORTH 00°21'13" EAST 284.26 FEET ALONG SAID

TRACT OF LAND TO THE NORTHERLY BOUNDARY LINE OF SAID ENTIRE TRACT; THENCE SOUTH 89°31'00" EAST 232.80 FEET ALONG SAID NORTHERLY BOUNDARY LINE; THENCE SOUTHEASTERLY 1,006.26 FEET ALONG THE ARC OF A 4,560.00 FEET RADIUS CURVE TO THE LEFT (NOTE: CHORD IS SAID CURVE BEARS SOUTH 20°07'07" EAST FOR A DISTANCE OF 1,004.22 FEET); THENCE SOUTH 57°58'15" WEST 111.20 FEET TO THE POINT OF BEGINNING AS SHOWN IN THE OFFICIAL MAP OF SAID PROJECT ON FILE IN THE OFFICE OF THE UTAH DEPARTMENT OF TRANSPORTATION.

(NOTE: ENGINEER STATIONS USED IN THE ABOVE DOCUMENT ARE BASED ON THE MOUNTAIN VIEW CORRIDOR RIGHT OF WAY CONTROL LINE FOR HIGHWAY PROJECT NO. MP-0182(6))



## **EXHIBIT "B"**

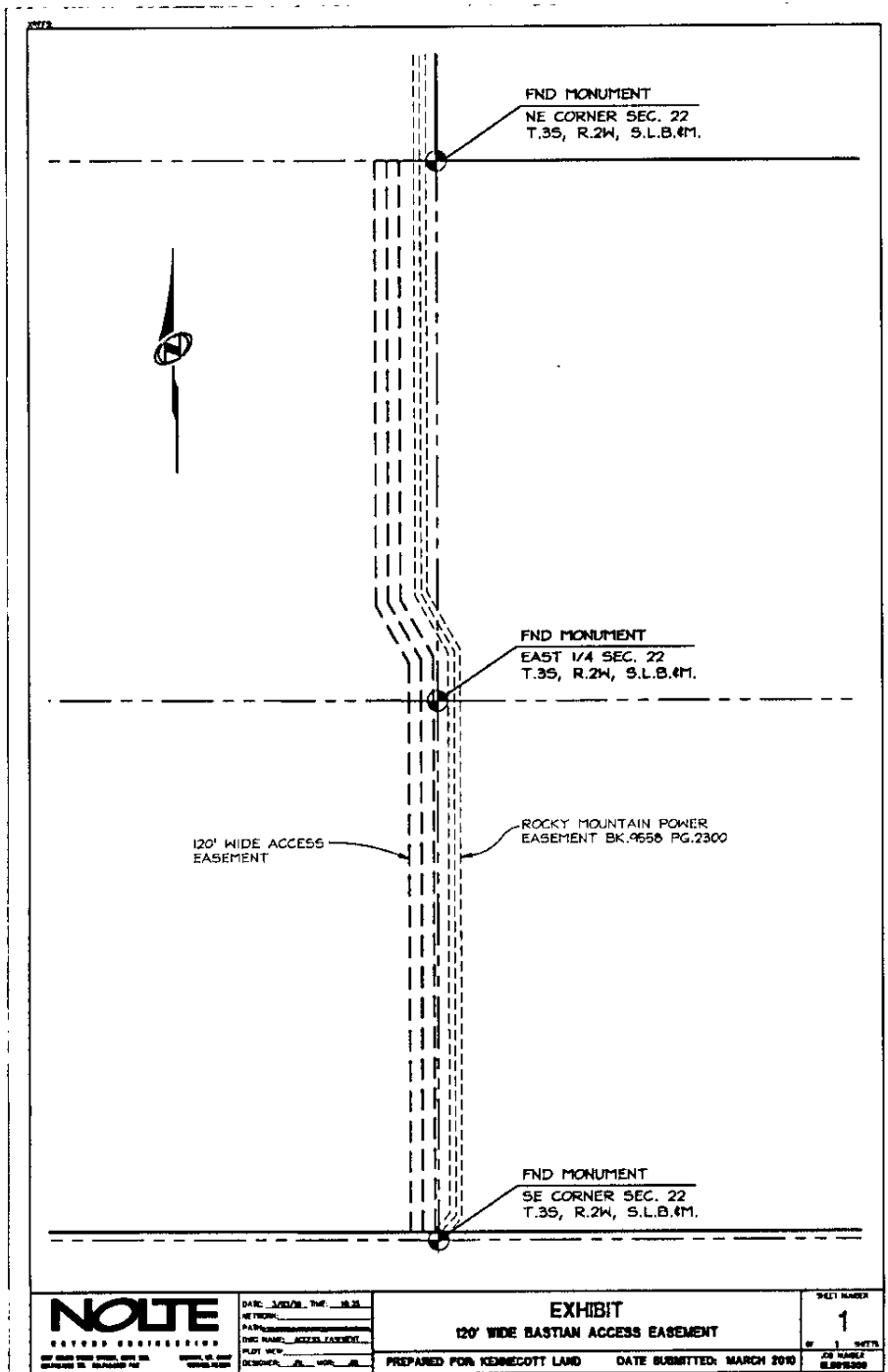
### **LEGAL DESCRIPTION OF RELOCATED EAST EASEMENT**

A 120.00-foot wide access easement, lying 60.00 feet measured perpendicularly to on each side of and parallel to the following described centerline, and being more particularly described as follows:

Commencing at the Southeast Corner of said Section 22, (basis of bearing being North 89°49'08" West 2644.339 feet between the Southeast Corner and the South Quarter Corner of said Section 22) and running North 89°49'08" West along the south line of Said Section 22 for 77.277 feet; thence North 00°10'52" East perpendicular to said section line for 40.000 feet to a point on the southerly boundary of the Amended Kennecott Master Subdivision #1 recorded in Book 2003P at Page 303 in the office of the Salt Lake County Recorder said point also being the POINT OF BEGINNING; thence North 00°04'27" West for 2807.00 feet; thence North 29°41'43" West for 323.52 feet; thence North 00°04'22" West for 2160.14 feet to a point on the north line of said Section 22 said point also being the END of said centerline.

EXHIBIT "C"

PLOT OF RELOCATED EAST EASEMENT

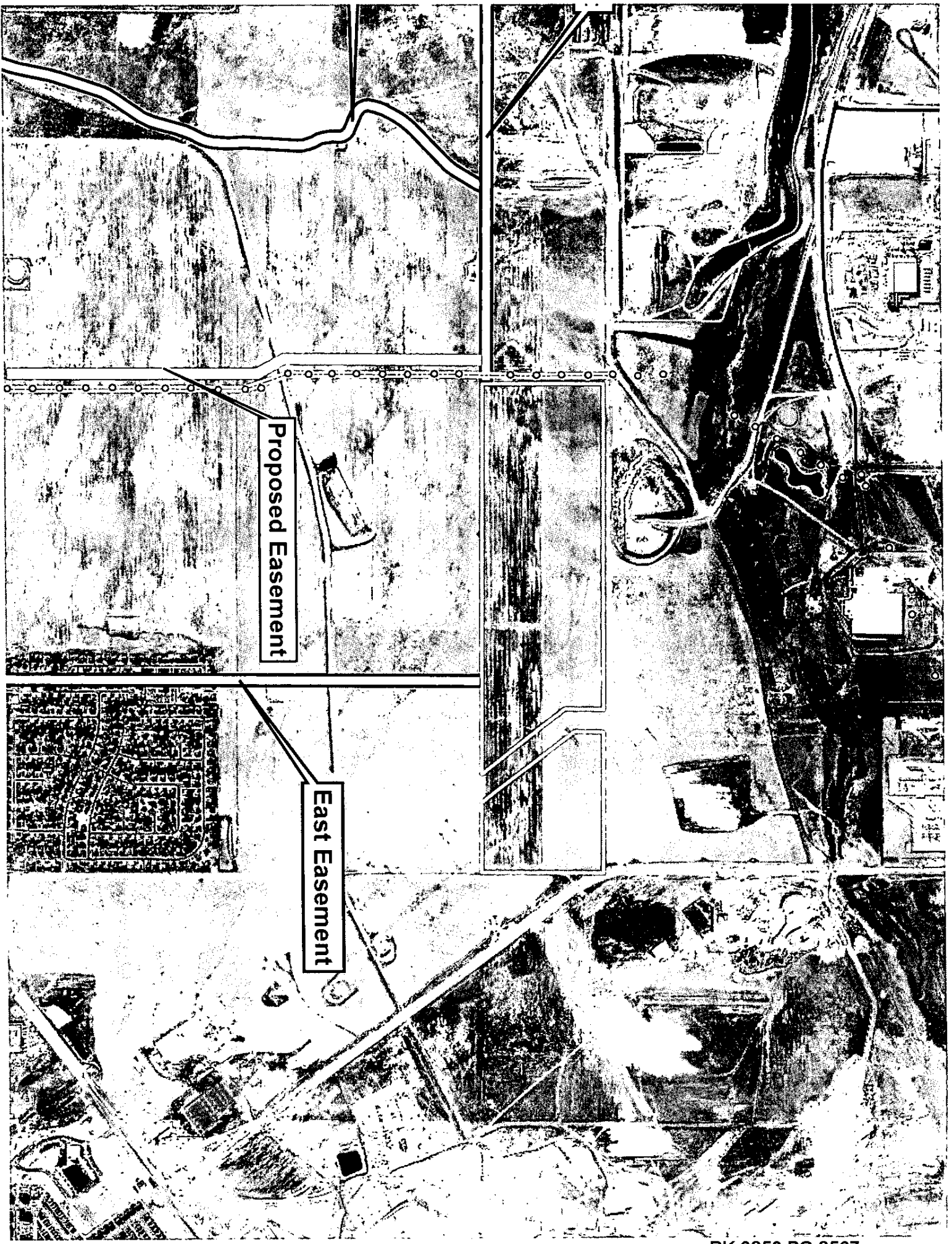


**NOLTE**  
SURVEYING & ENGINEERING

DATE: 3/20/10, TIME: 11:30 AM  
 SECTION: \_\_\_\_\_  
 PART: \_\_\_\_\_  
 TRAC NAME: ACCESS EASEMENT  
 PLOT NEW  
 DRAWN BY: \_\_\_\_\_

**EXHIBIT**  
**120' WIDE BASTIAN ACCESS EASEMENT**  
 PREPARED FOR: KENNECOTT LAND DATE SUBMITTED: MARCH 2010

SHEET NUMBER  
**1**  
 OF 1 SHEETS  
 JOB NUMBER  
 08090500



Proposed Easement

East Easement