

WHEN RECORDED MAIL TO:

D.R. Horton, Inc,  
Attn: Boyd Martin  
12351 S. Gateway Park Place #D100  
Draper, UT 84020

File No.: 145529-DMP

## MEMORANDUM OF OPTION AND DEVELOPMENT AGREEMENT

In Reference to Tax ID Number(s):

38-655-0037, 38-655-0038, 38-655-0039, 38-655-0040, 38-655-0041, 38-655-0042, 38-655-0043,  
38-655-0044, 38-655-0045, 38-655-0046, 38-655-0047, 38-655-0048, 38-655-0049, 38-655-0050,  
38-655-0051, 38-655-0052, 38-656-0057, 38-656-0058, 38-656-0059, 38-656-0060, 38-656-0061,  
38-656-0062, 38-656-0063, 38-656-0064, 38-656-0065, 38-656-0066, 38-656-0067, 38-656-0068,  
38-656-0069, 38-656-0070, 38-656-0071, 38-656-0072, 38-656-0073, 38-656-0074, 38-656-0075,  
38-656-0076, 38-656-0077, 38-656-0078, 38-656-0079, 38-656-0080, 38-656-0081, 38-656-0082,  
38-656-0083, 38-656-0084, 38-656-0085, 38-656-0086, 38-656-0087, 38-656-0088, 38-656-0089,  
38-656-0090, 38-656-0091, 38-656-0092, 38-656-0093, 38-656-0094, 38-656-0095, 38-656-0096,  
38-656-0097, 38-656-0098, 38-656-0099, 38-656-0100, 38-656-0101 and 38-656-0102

**MEMORANDUM OF OPTION AND DEVELOPMENT AGREEMENT**

RECORDING REQUESTED BY  
AND WHEN RECORDED MAIL TO:

D.R. Horton, Inc.  
Attn: Boyd Martin  
12351 So. Gateway Park Place, Ste. D-100  
Draper, Utah 84020

(Space Above this Line for Recorder's Use Only)

**MEMORANDUM OF OPTION AND DEVELOPMENT AGREEMENT**

This MEMORANDUM OF OPTION AND DEVELOPMENT AGREEMENT (the "**Memorandum**") is entered into as of July 28, 2021, by and between Edgewater TH – American Fork, L.P., a Delaware limited partnership ("**Owner**"), and D.R. Horton, Inc., a Delaware corporation ("**Builder**").

1. Option Agreement. Upon the terms and conditions as set forth in that certain written agreement titled "Option and Development Agreement" dated for reference July 20, 2021, by and between Owner and Builder (the "**Option Agreement**"), all of which terms and conditions are specifically made a part hereof as fully and completely as if specifically set out in full, Owner grants to Builder the option to purchase that certain real property in the County of Utah, State of Utah, as described in the attached Exhibit A (the "**Option**"). The term of the Option commenced upon the date hereof and shall expire on January 20, 2022 unless earlier terminated pursuant to the terms of the Option Agreement.

2. Successors and Assigns. This Memorandum shall bind and inure to the benefit of the parties and their respective heirs, successors and assigns, subject, however, to the restrictions on assignment set forth in the Option Agreement.

3. No Alteration of Option Agreement. This Memorandum is subject to the terms, covenants, conditions and provisions of the Option Agreement and is not intended and shall not be construed to alter, modify, limit, abridge or enlarge any of the terms, covenants, conditions or provisions of the Option Agreement.

4. Termination. This Memorandum shall automatically terminate and be of no further force or effect with respect to (A) any dwelling unit constructed on the Property for which a certificate of occupancy has been obtained, concurrently with the conveyance of such dwelling unit to a purchaser of such dwelling unit, and (B) any portion of the Property (or interest therein) that is conveyed to the City of American Fork, any other governmental or quasi-governmental authority, a utility company, or any homeowner's association. Notwithstanding such automatic release, Owner agrees to provide any applicable release within five (5) days of request therefor by Builder.


5. Governing Law. This Memorandum shall be governed by, and construed and enforced in accordance with, the laws of the State in which the Property is located.

IN WITNESS WHEREOF the parties hereto have entered into this Agreement as of the date first set forth above.

[Signature Pages Follow]

**Builder:**

D.R. Horton, Inc.,  
a Delaware corporation

By:   
Name: J. Nath FARRIS  
Title: VICE PRESIDENT


**Owner:**

Edgewater TH – American Fork, L.P.,  
a Delaware limited partnership

By: NP-HS LOJV GP VII, LLC,  
a Delaware limited liability company,  
its General Partner

By: NP-HS LOT OPTION JOINT VENTURE VII, LLC,  
a Delaware limited liability company,  
its Sole Member

By: HEARTHSTONE PROFESSIONALS – PI, L.P.,  
a Delaware limited partnership,  
its Manager

By:   
\_\_\_\_\_  
Steven C. Porath  
Authorized Person

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

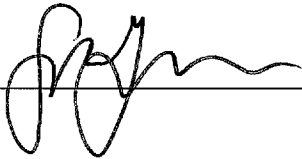
State of Nevada )  
County of Clark )

On July 22, 2021, before me, SUZANNE BROWN,  
(insert name of notary)

Notary Public, personally appeared J. Matt Farris, as Vice President of D.R. Horton, Inc., a Delaware corporation, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Nevada that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature 



(Seal)

ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California )  
County of Los Angeles )

On July 27, 2021, before me, Karen S. Hornback  
(insert name of notary)

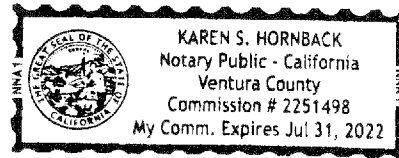
Notary Public, personally appeared Steven C. Beatty,  
who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are  
subscribed to the within instrument and acknowledged to me that he/she/they executed the same  
in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the  
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the  
foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Karen S. Hornback

(Seal)



**Exhibit A**

**LEGAL DESCRIPTION OF PROPERTY**

All that certain real property situated in the County of Utah, State of Utah, described as follows:

Lots 37-52 of Edgewater Townhomes at American Fork plat 2 recorded as entry number 188977-2020 at the Utah County recorder's office.

And Lots 57-102 of Edgewater Townhomes at American Fork plat 3 recorded as entry number 188978-2020 at the Utah County recorder's office.