

11938179
10/30/2014 3:29:00 PM \$28.00
Book - 10271 Pg - 3811-3818
Gary W. Ott
Recorder, Salt Lake County, UT
FIRST AMERICAN TITLE
BY: eCASH, DEPUTY - EF 8 P.

WHEN RECORDED, RETURN TO
Greenberg Traurig LLP
3161 Michelson Drive, Suite 1300
Irvine, California 92612
Attention: Howard Chu, Esq.

NCS 679191-SAI

ASSIGNMENT OF RIGHTS UNDER INGRESS AND EGRESS RIGHT-OF-WAY

THIS ASSIGNMENT OF RIGHTS UNDER INGRESS AND EGRESS RIGHT-OF-WAY (“**Assignment**”) is made this 30th day of October, 2014, by and between MTC PARTNERS, LTD, a Utah limited partnership (“**MTC Partners**”), MILLROCK PARK ONE, LLC, a Utah limited liability company (“**MPO**”), MP EAST, LLC, a Delaware limited liability company (“**MPE**”), MILLROCK PARK NORTH, LLC, a Utah limited liability company (“**MPN**”), and MILLROCK PARK WEST, LLC, a Utah limited liability company (“**MPW**”; together with MPO, MPE and MPN, the “**Millrock Entites**”; and collectively with MTC Partners, “**Assignor**”), and EOS AT MILLROCK PARK, LLC, a Delaware limited liability company (“**Assignee**”), with reference to the following facts and circumstances:

RECITALS

A. MTC Partners is the “Grantor” under those certain Ingress and Egress Right-of-Ways, dated August 6, 2004, and recorded in the Salt Lake County Recorder’s Office on August 9, 2004, as Entry No. 9141335, in Book 9023, beginning at Page 6251, and as Entry No. 9141336, in Book 9023, beginning at Page 6253 (collectively, the “**Easement Document**”). The Easement Document encumbers that certain real property described in Exhibit A attached hereto and made a part hereof (the “**Property**”).

B. The Millrock Entities have certain appurtenant rights and interests under the Easement Document.

C. Assignor desires to assign to Assignee any and all of its rights and interests as the “Grantor” under the Easement Document, all upon the following terms and conditions.

TERMS AND CONDITIONS

1. For valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns all of its right, title, and interest as “Grantor” under and pursuant to the Easement Document to Assignee. Assignor acknowledges and agrees that it no

longer has any rights whatsoever as "Grantor" under the provisions of the Easement Document.

2. All of the terms and conditions of this Assignment shall apply to benefit and bind the successors and assigns of the respective parties.

3. This Assignment may be executed in counterparts, each of which shall be deemed an original, but all of which, together, shall constitute one and the same instrument.

4. This Assignment shall be governed by and construed in accordance with the laws of the State of Utah.

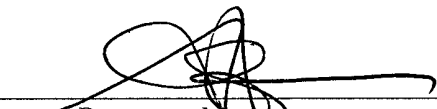
[Remainder of page left intentionally blank.]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be duly executed as of the date set forth above.


ASSIGNOR:

MTC PARTNERS, LTD,
a Utah limited partnership


By: Millrock Development, LLC, its
General Partner

By: 
Steven Peterson, Manager


MILLROCK PARK ONE, LLC,
a Utah limited liability company

By: 
Name: Steven Peterson
Its: President of manager

MP EAST, LLC,
a Delaware limited liability company

By: 
Name: Steven Peterson
Its: Authorized Signatory

MILLROCK PARK NORTH, LLC,
a Utah limited liability company

By: 
Name: Steven Peterson
Its: President of manager

State of Utah)
) ss.
County of Salt Lake)

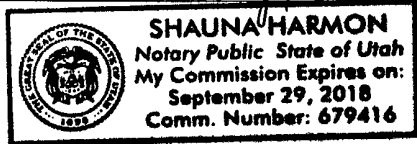
The foregoing instrument was acknowledged before me this 23 day of October, 2014, by Steven Peterson, the Authorized Signatory of MP East, LLC

Shauna Harmon
Notary Public

My Commission Expires:
9/29/2018

Residing at:
Salt Lake City, UT

State of Utah)
) ss.
County of Salt Lake)



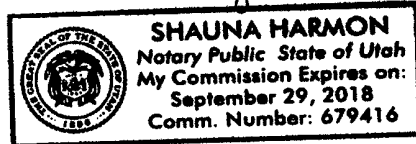
The foregoing instrument was acknowledged before me this 23 day of October, 2014, by Steven Peterson, the President of the Manager of Millrock Park North, LLC

Shauna Harmon
Notary Public

My Commission Expires:
9/29/2018

Residing at:
Salt Lake City, UT

State of Utah)
) ss.
County of Salt Lake)

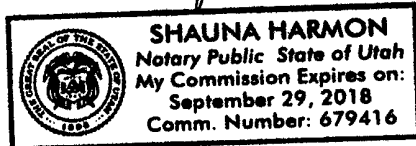


The foregoing instrument was acknowledged before me this 23 day of October, 2014, by Steven Peterson, the President of the manager of Millrock Park West, LLC

Shauna Harmon
Notary Public

My Commission Expires:
9/29/2018

Residing at:
Salt Lake City, UT



ASSIGNEE:

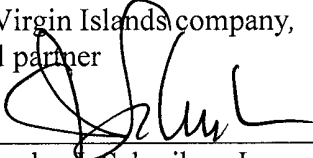
EOS AT MILLROCK PARK, LLC,
a Delaware limited liability company

By: EOS PROPERTIES, LLC,
a Delaware limited liability company,
its sole member and manager

By: EOS INVESTMENT FUND, L.P.,
a Delaware limited partnership,
its sole member

By: POLIS REALTY ADVISORS, LTD.,
a British Virgin Islands company,
its general partner

By:



Charles J. Schreiber, Jr.,
Chief Executive Officer

ACKNOWLEDGMENT

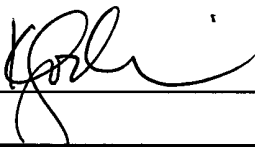
State of California
County of Orange)

On October 22, 2014 before me, K. Godin, Notary Public
(insert name and title of the officer)

personally appeared Charles J. Schreiber, Jr.
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  (Seal)

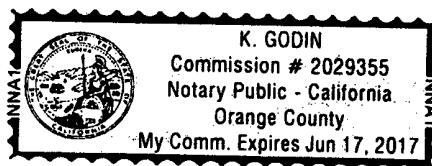


EXHIBIT A

Legal Description

Lots 1, 2, 3, 4, and 5, Millrock Park Subdivision, according to the official plat thereof on file and of record in the Salt Lake County Recorder's Office, recorded August 9, 2004, as Entry No. 9141334 in Book 2004P of Plats at Page 221.

APNs: 22-23-251-036-0000
22-23-251-034-0000
22-23-251-032-0000
22-23-251-033-0000
22-23-251-035-0000