

WHEN RECORDED MAIL TO

Snell & Wilmer L.L.P.
Attn: Michael Hutchings
15 West South Temple Street, Suite 1200
Salt Lake City, UT 84101

183756-KCN

Parcel ID No(s). See Exhibit A

(Space Above For Recorder's Use)

THIRD AMENDED AND RESTATED MEMORANDUM OF GROUND LEASE

THIS THIRD AMENDED AND RESTATED MEMORANDUM OF GROUND LEASE (“Memorandum”) is made as of January 22, 2025, by and between the REDEVELOPMENT AGENCY OF SANDY CITY, a body corporate and political subdivision of the State of Utah (“Landlord”) and UTAH SOCCER STADIUM OWNER, LLC, a Utah limited liability company (“Tenant”).

RECITALS

A. Landlord and Tenant previously entered into that certain Ground Lease Agreement, dated effective as of September 13, 2007, as amended by that certain First Amendment to Ground Lease Agreement, dated October 26, 2010, as further amended by that certain Second Amendment to Ground Lease Agreement, dated January 5, 2021, as further amended by that certain Third Amendment to Ground lease Agreement, dated January 16, 2025 (as amended, the “Ground Lease”).

B. Landlord and Tenant previously entered into and recorded that certain Memorandum of Lease, recorded on September 14, 2007, as Entry No. 10222827, in the official records of the Salt Lake County Recorder’s office, as amended and restated by that certain Amended and Restated Memorandum of Lease, recorded on March 26, 2013, as Enty No. 11604742, in the official records of the Salt Lake County Recorder’s office, as further amended and restated by that certain Second Amended and Restated Memorandum of Ground Lease, recorded January 26, 2021, as Entry No. 13544453, in the official records of the Salt Lake County Recorder’s Office (collectively, the “Prior Memoranda”).

C. Landlord and Tenant desire to further amend and restate the Prior Memoranda.

NOW, THEREFORE, the parties hereby make the following declarations:

1. Incorporation of Recitals. The recitals set forth above are true and correct and are incorporated as part of this Memorandum.

2. Ground Lease. Pursuant to the terms of the Ground Lease, Landlord has leased to Tenant the real property more particularly described on the attached Exhibit A and Exhibit B. Said property is subject to the terms, conditions, limitations, and restrictions set forth in the Ground Lease, which are incorporated herein by this reference.

3. ROFO/Option. Subject to the terms of the Ground Lease, Landlord has granted Tenant a right of first offer to purchase and an option to purchase the property described in the attached Exhibit A. Landlord has not granted, and Tenant does not have, a right of first offer or an option to purchase the property described in the attached Exhibit B.

4. Notice to Parties. This Memorandum is intended only as notice of the Ground Lease. This Memorandum is not intended to be construed as a summary of the Ground Lease or the provisions therein discussed.

5. Conflict/Interpretation. In the event of any conflict or any inconsistency between the terms and provisions of the Ground Lease on the one hand, and the terms and provisions of this Memorandum, on the other hand, the terms and provisions of the Ground Lease shall control. This Memorandum is prepared for the purpose of recordation only and nothing contained in this Memorandum is intended to alter, modify, or amend any of the provisions of the Ground Lease, which remain in full force and effect according to all of the terms and provisions thereof.

6. Inquiries. Inquiries may be directed to Tenant at the address of record with the Secretary of State or other agency for the State in which Tenant is incorporated or organized.

7. Counterparts. This Memorandum may be executed in multiple counterparts, each of which shall be deemed an original, but all of which, together, shall constitute one and the same instruments.

EFFECTIVE as of the date first written above.

TENANT:

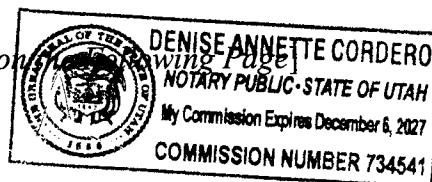
UTAH SOCCER STADIUM OWNER, LLC,
a Utah limited liability company

By: John Kimball
Name: John Kimball
Its: President

STATE OF Utah) ss:
COUNTY OF Salt Lake)

The foregoing instrument was acknowledged before me this 24 day of January, 2025, by
John Kimball as President of Utah Soccer Stadium Owner, LLC, a Utah limited
liability company.

[Signatures and Acknowledgments Continue on Following Page]



LANDLORD:

REDEVELOPMENT AGENCY OF SANDY CITY,
a political subdivision of the State of Utah

By: Monica Zoltanski
Name: Monica Zoltanski
Its: Executive Director

Attest:

Wendy D
Secretary



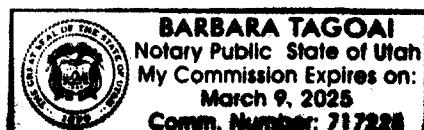
Approved as to Form:

Kyle
Agency Attorney

STATE OF Utah)
ss:
COUNTY OF Salt Lake)

The foregoing instrument was acknowledged before me this 23rd day of January, 2025, by
Monica Zoltanski as Executive Director of the REDEVELOPMENT AGENCY OF SANDY
CITY, a political subdivision of the State of Utah

Barbara Tagoai
Notary



717228

EXHIBIT A

All of Lot 4, REAL SALT LAKE SUBDIVISION, according to the official plat thereof, recorded September 6, 2007 as Entry No. 10214892 in Book 2007P of plats at Page 359 in the office of the Salt Lake County Recorder, located in the Southeast Quarter of Section 1, Township 3 South, Range 1 West, Salt Lake Base and Meridian,

LESS AND EXCEPTING therefrom that portion of said Lot 4 described by metes and bounds as follows:

Beginning at a southeasterly corner of Lot 4, REAL SALT LAKE SUBDIVISION, according to the official plat thereof, recorded September 6, 2007 as Entry No. 10214892 in Book 2007P of plats at Page 359 in the office of the Salt Lake County Recorder, said Point lies South 0°02'26" West 1482.43 feet and West 62.63 feet from a found brass cap monument at the intersection of 9000 South Street and State Street, said Point also being North 0°02'55" West 1256.34 feet and East 30.12 feet from the Southeast Corner of Section 1, Township 3 South, Range 1 West, Salt Lake Base and Meridian; thence along the southerly line of said Lot 4 and the northerly line of Lot 2 of said REAL SALT LAKE SUBDIVISION, West 18.50 feet; thence North 0°17'00" East 82.98 feet to intersect the northerly line of said Lot 4 and the southerly line of Lot 1 of said REAL SALT LAKE SUBDIVISION; thence Northeasterly 22.25 feet along the arc of a 35.00 foot radius non-tangent curve to the left whose center bears North 13°45'31" West, has a central angle of 36°25'10" and a chord bearing of North 58°01'54" East 21.88 feet; thence South 0°17'00" West 94.57 feet to the Point of Beginning.

The above excepted parcel contains approximately 1,617 square feet in area.

ALSO AND INCLUDING

All of Lot 2, WASATCH REAL SUBDIVISION, according to the official plat thereof, recorded December 29, 2009 as Entry No. 10868244 in Book 2009P of Plats at Page 191 in the office of the Salt Lake County Recorder, located in the Southeast Quarter of Section 1, Township 3 South, Range 1 West, Salt Lake Base and Meridian,

ALSO AND INCLUDING that portion of Lot 1, WASATCH REAL SUBDIVISION, according to the official plat thereof, recorded December 29, 2009 as Entry No. 10868244 in Book 2009P of Plats at Page 191 in the office of the Salt Lake County Recorder, described in that certain Corrective Quit Claim Deed, recorded February 12, 2020 as Entry No. 13192699 in Book 10895 at Pages 9561-9564 in the office of the Salt Lake County Recorder as follows:

A parcel of land being part of Lot 1 of the Wasatch Real Subdivision recorded as Entry No. 10868244 in the Salt Lake County Recorder's Office, situate in the SE1/4 of Section 1, Township 3 South, Range 1 West, Salt Lake Base and Meridian being more particularly described as follows:

Beginning at a point 1005.58 feet North, 429.81 feet East, 31.18 feet S.00°04'57"E., and 34.42 feet S.89°58'48"E. from the South Quarter Corner of

said Section 1 and running thence N.45°03'59"E. 15.69 feet along the Southerly line of Lot 2 of said subdivision; thence N.89°54'59"E. 14.13 feet along said Southerly line of Lot 2; thence S.00°01'12"W. 11.11 feet; thence N.89°58'48"W. 25.23 feet to the point of beginning.

The above described parcel of land contains 218 square feet, or 0.005 acre.

LESS AND ACCEPTING

That certain real property located in Salt Lake County, State of Utah, more particularly described as follows:

A parcel of land in fee for the construction of New Monroe Street known as Project Monroe Phase VI, being part of entire tract of property, situate in Lot 4, Real Salt Lake Subdivision, according to the official plat thereof, recorded September 6, 2007, as Entry No. 10214892, in Book 2007P, on Page 359, in the office of the Salt Lake County Recorder, in the NE1/4 SE1/4 of Section 1, T.3S., R.1W., S.L.B.&M., in Salt Lake County, State of Utah. The boundaries of said parcel of land are described as follows:

Beginning at the southern westerly corner of said Lot 4, and running thence North 266.97 feet to the northern westerly corner of said Lot 4, said corner also lying in the existing southeasterly right of way line of the Jordan and Salt Lake Canal; thence along said existing southeasterly right of way line and the northwesterly Lot line the following two (2) courses: (1) N.34°09'31"E. 17.91 feet, to a point approximately 21.35 feet perpendicularly distant easterly from the Monroe Phase VI Right of Way Control Line opposite approximate engineer station 8+91.49; thence (2) N.37°26'58"E. 42.65 feet, to a point 45.50 feet perpendicularly distant easterly from said Control Line opposite approximate engineer station 9+26.64; thence S.02°57'55"W. 185.95 feet to the beginning of a 464.50-foot radius curve to the left; thence Southerly 130.85 feet along the arc of said curve through a delta of 16°08'24" (Note: Chord to said curve bears S.05°06'17"E. for a distance of 130.42 feet to a southerly Lot line; thence along said southerly Lot line S.89°55'33"W. 37.97 feet to the point of beginning. The above described parcel of land contains 8,715 square feet in area or 0.200 acre, more or less.

(Note: Rotate all bearings in the above description 00°14'24" clockwise to obtain project bearings.)

(For Reference Purposes Only)

Salt Lake County Tax Parcel ID No.: 27-0147-60372

EXHIBIT B

Lot 4, Stadium Block Fire Station Subdivision (“Lot 4”), according to the official plat thereof on file with the Salt Lake County Recorder’s Office.