

WHEN RECORDED, MAIL TO:

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Rashelle Hobbs, Recorder Salt Lake County, Utah
Return To: CW TRAIL CROSSING, LLC
610 NORTH 800 WESTCENTERVILLE, UT 84014



CW Trail Crossing, LLC
c/o McKenna Christensen
610 North 800 West
Centerville, Utah 84014

SL COUNTY PARCEL # 26-24-353-018

GENERAL ASSIGNMENT AND ASSUMPTION OF ROFR

This General Assignment and Assumption of ROFR (this "Assignment") is executed by WDG Trail Crossing, LLC, a Utah limited liability company ("Assignor"), in favor of CW Trail Crossing, LLC, a Utah limited liability company ("Assignee"), and is consented to by VP Daybreak Operations, LLC, a Delaware limited liability company ("VP") as of March 10, 2025 (the "Effective Date").

WHEREAS, Assignor is the owner of a parcel of real property identified as Salt Lake County Parcel No. 26-24-353-018 (the "Property");

WHEREAS, Assignor, contemporaneous with this Assignment, is transferring ownership of the Property to Assignee;

WHEREAS, the Property is subject to a Right of First Refusal Agreement dated April 22, 2022, and recorded as Entry No. 13938179 in the official records of Salt Lake County in favor of VP, of which a Partial Termination of Right of First Refusal was subsequently executed and recorded (the "ROFR");

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor and Assignee agree as follows:

1. Assignment. As of the Effective Date, Assignor hereby assigns, sells, and transfers, to Assignee, and Assignee expressly agrees to assume and hereby does assume all of Assignee's liabilities and obligations pursuant to the ROFR.

2. Counterparts. This Assignment may be executed in a number of identical counterparts. Signatures may be delivered by facsimile or electronic delivery, and such signatures shall be binding on the parties hereto, with original signatures to be delivered as soon as reasonably practical thereafter.

3. Applicable Law. This Assignment shall be governed by and interpreted in accordance with the laws of the State of Utah.

4. Binding Effect. This Assignment shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the undersigned have executed this Assignment as of the day and year first written above.

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

CONSENTING:

VP DAYBREAK OPERATIONS LLC
a Delaware limited liability company

By: LHMRE, LLC
Its: Manager

By: 
Name: Michael Kunkel
Its: Treasurer

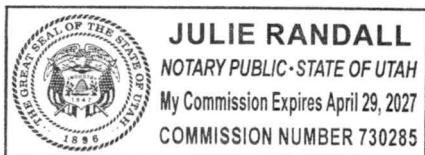
STATE OF UTAH)
)
COUNTY OF Salt Lake)
)

On this 11th day of March, 2025, personally appeared before me Michael Kunkel, whose identity is personally known to me (or proved on the basis of satisfactory evidence) and who by me duly sworn (or affirm), did say (s)he, is the Treasurer of LHMRE, LLC the Manager of VP Daybreak Operations, LLC, and said document was signed by him/her on behalf of said limited liability company by authority of its operating agreement and/or resolution of its Members, and said Michael Kunkel acknowledged to me said limited liability company executed the same.

Witness my hand and official seal

(Seal)

Julie Randall



ASSIGNOR:

WDG TRAIL CROSSING, L.L.C.
a Utah limited liability company

By: Cole West Entity Services, LLC (f/k/a CW The Manager, LLC)
Its: Manager

By: Cole West, LLC (f/k/a CW Development Group, LLC)
Its: Manager

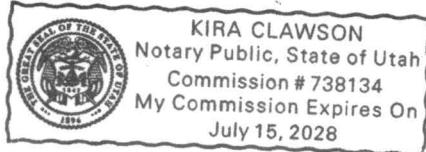
By: Colin Wright
Print Name: Colin Wright
Its: Manager

STATE OF UTAH)
 §
COUNTY OF DAVIS)

On this 10th day of March, 2025, personally appeared before me Colin Wright, whose identity is personally known to me (or proved on the basis of satisfactory evidence) and who by me duly sworn (or affirm), did say he, is the Manager of Cole West, LLC, which is the manager of Cole West Entity Services, LLC, who is the manager of WDG Trail Crossing, and said document was signed by him on behalf of said limited liability company by authority of its operating agreement and/or resolution of its Members, and said Colin Wright acknowledged to me said limited liability company executed the same.

Witness my hand and official seal

(Seal)



Kira Clawson

ASSIGNEE:

CW TRAIL CROSSING, LLC
a Utah limited liability company

By: Cole West Entity Services, LLC (f/k/a CW The Manager, LLC)
Its: Manager

By: Cole West, LLC (f/k/a/ CW Development Group, LLC)
Its: Manager

By: Colin Wright
Name: Colin Wright
Its: Manager

STATE OF UTAH)
 §
COUNTY OF DAVIS)

On this 16 day of March, 2025, personally appeared before me Colin Wright, whose identity is personally known to me (or proved on the basis of satisfactory evidence) and who by me duly sworn (or affirm), did say he, is the Manager of Cole West, LLC which is the manager of Cole West Entity Services, LLC which is the manager of CW Trail Crossing, and said document was signed by him on behalf of said limited liability company by authority of its operating agreement and/or resolution of its Members, and said Colin Wright acknowledged to me said limited liability company executed the same.

Witness my hand and official seal

(Seal)

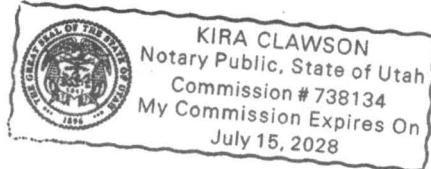
A handwritten signature of Kira Clawson.

EXHIBIT A

Legal Description of Property

Salt Lake County Parcel No. 26-24-353-018

Lot C-109, Kennecott Daybreak Vlge 7a Pl 1 Sub. 10386-9112