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F-D-15131
WHEN RECORDED MAIL TO:
NORTH OGDEN CITY CENTER, LLC

WARRANTY DEED

VERLE N. BARKER INVESTMENT COMPANY, A UTAH LIMITED LIABILITY COMPANY Grantor
of _____, County of _____, State of Utah, hereby
CONVEYS and WARRANTS to

NORTH OGDEN CITY CENTER, LLC, A UTAH LIMITED LIABILITY COMPANY Grantee
of 3635 WASHINGTON BOULEVARD, SOUTH OGDEN, UTAH 84403 for the sum of
TEN DOLLARS AND OTHER GOOD AND VALUABLE CONSIDERATION -----
the following described tract of land/in ^(the "Property") Weber County,
State of Utah:

E# 1515570 BK1901 PG2998
DOUG CRGFTS, WEBER COUNTY RECORDER
15-JAN-98 1039 AM FEE \$17.00 DEP MB
REC FOR: FOUNDERS.TITLE

SEE ATTACHED EXHIBIT "A"

Reserving unto Grantor and others the water, access and other rights described in
the attached Exhibit "B".

SUBJECT TO easements, covenants, restrictions, rights of way and reservations
appearing of record and taxes for the year 1998 and thereafter.

WITNESS, the hand of said grantor, this _____ day of
JANUARY, A.D. 1998

VERLE N. BARKER INVESTMENT COMPANY, A UTAH
LIMITED LIABILITY COMPANY

Linda B. Brown
BY: Dennis V. Chamberlain
ITS:

STATE OF UTAH
COUNTY OF DAVIS SS.

On the 8th day of JANUARY, 1998, personally appeared before me
LINDA B. BROWN AND DENNIS V. CHAMBERLAIN, the signer(s) of the within instrument,
who duly acknowledged to me that he executed the same on behalf of Verle N. Barker
Investment Company, L.L.C..

Jim C. Morris
NOTARY PUBLIC

My Commission Expires: 10-30-99
Residing at: Davis County



2998

EXHIBIT "A"

Parcel 1:

Part of Lot 47, Plat "B", North Ogden Survey, Weber County, Utah: Beginning 340.60 feet North 0°15' East from the Southwest corner of said lot, said point also being on the South line of Section 29, Township 7 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey; and running thence North 0°15' East 159.02 feet, more or less, to the Northwest corner of said lot; thence South 86°45' East 164.32 feet to Central Weber Sewer District line; thence South 0°07'54" East 159.14 feet to said South line of Section 29; thence North 89°26' West 167.87 feet to beginning.

18-049-0010

Parcel 2:

Part of Lot 47, Plat "B", North Ogden Survey, Weber County, Utah: Beginning North 89°45' West 200 feet and 70.87 feet North 0°15' East from the Southeast corner of said Lot 47; thence North 89°45' West 707.4 feet to the West line of said Lot 47; thence North 0°15' East 269.73 feet to the North line of Section 32, Township 7 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey and the boundary of Central Weber Sewer Improvement District; thence the following 2 courses of said boundary of Central Weber Sewer Improvement District; South 89°26' East 167.87 feet and North 0°07'54" East 159.14 feet along the Quarter Quarter Section line to the North line of said Lot 47; thence South 86°45' East 507 feet, more or less, to the South line of State Highway; thence Southeasterly along State Highway 35 feet, more or less; thence South 0°15' West 391.7 feet, more or less, to beginning.

18-049-0011

Parcel 3:

Part of Lot 42, Plat B, North Ogden Survey, Weber County, Utah: Beginning at the Southwest corner of said Lot 42; running thence North 0°15' East along the West lot line of said Lot 42, 328.44 feet; thence South 89°45' East 50 feet; North 0°15' East 50 feet; thence North 57°11' West 59.34 feet; thence North 0°15' East 36.62 feet, more or less, to the South line of State Highway; thence Southeasterly along said South line of State Highway 190 feet, more or less, to Central Weber Sewer District line; thence South 352 feet; thence North 86°54' West 164.32 feet to beginning.

18-055-0011

Parcel 4:

Part of Lot 42, Plat "B", North Ogden Survey, Weber County, Utah: Beginning 164.32 feet South 86°45' East from the Southwest corner of said Lot 42, said point also being the Central Weber Sewer District line; running thence North 352 feet, more or less, to the South line of State Highway; thence Southeasterly along said South line of State Highway 650 feet, more or less to the South lot line of said Lot 42; thence North 86°45' West along said South lot line 507 feet, more or less, to beginning.

18-055-0013

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Exhibit "B" to Warranty Deed
Verle N. Barker Investment Company, L.L.C., Grantor
North Ogden City Center, LLC, Grantee

Rights Reserved to Grantor

1. Grantor reserves unto itself and its successors and assigns the free-flowing well on or adjacent to the boundary of the Property, and any water or water rights therein, thereunder or thereon, and any works conveying said water (collectively the "Well") (Grantor and Grantee acknowledge that the point of diversion of the Well might be outside of the boundaries of the Property).

2. The following additional rights are reserved with respect to the Well: (a) the right of Grantor and its successors and assigns to install, operate, maintain, repair, alter, inspect, replace and otherwise service the Well; (b) the right of Grantor and its successors and assigns to gain access to the Well across the "Burdened Property" (as hereafter defined) for the purpose of exercising the foregoing rights, but only to the extent that the Well is not enlarged or converted to uses other than incidental, personal, non-commercial and non-industrial uses; and (c) the right of Grantor and its successors and assigns, other specific persons and/or the general public to gain access to the Well across the Burdened Property for the purpose of drawing water from the Well for incidental, personal, non-commercial and non-industrial purposes. The "Burdened Property" shall be that portion of the Property that will comprise access ways, entrances and exits (as developed, altered or modified from time to time, but in no event so as to limit in any way the foregoing rights) located on parcel 3 of Acre's Subdivision, as the plat of such subdivision shall be recorded in the records of the Weber County, Utah Recorder on the date hereof.

RHTD\3578-001