

08-017-0002
11-081-0003, 0004, 0005
11-081-0006, 0008
12-117-000, 0003, 0004

NW 6 3000
W 1/2 31 40 100
E 1/2 36 40 200

RECORDING REQUESTED BY AND)
WHEN RECORDED RETURN TO:)
The Nature Conservancy)
Western Resource Office)
2060 Broadway, Suite 230)
Boulder, Colorado 80302)
Attention: Regional Attorney)

FOR REGULAR TAX NOTICES:
The Nature Conservancy
559 East South Temple
Salt Lake City, UT 84102

Warranty Deed

E 1542925 B 2590 P 997
SHERYL L. WHITE, DAVIS CNTY RECORDER
1999 DEC 8 3:07 PM FEE 39.00 DEP JB
REC'D FOR BACKMAN-STEWART TITLE SERVICES

FOR VALUE RECEIVED, THE GRANTORS, JOSEPH F. HILL not individually but as General Partner of the Joseph F. and Rozanna S. Hill Family Limited Partnership, created by Joseph F. Hill as general partner and Rozanna S. Hill as limited partner; the RFH FAMILY ENTERPRISES, LLC, a Utah limited liability company; RICHARD F. HILL, as trustee of the Jerry A. Hill 1998 Charitable Remainder Unitrust u/a/d October 2, 1998; RICHARD F. HILL, as trustee of the Tracy A. Hill 1998 Charitable Remainder Unitrust u/a/d October 2, 1998; RICHARD F. HILL, as trustee of the Jennifer H. Whittaker 1998 Charitable Remainder Unitrust u/a/d October 2, 1998; and RICHARD F. HILL, as trustee of the Jeffrey A. Hill 1998 Charitable Remainder Unitrust u/a/d October 2, 1998 convey and warrant to THE NATURE CONSERVANCY, a District of Columbia non-profit corporation, whose address is 4245 North Fairfax Drive, Arlington, Virginia 22203-1606, GRANTEE, the following described real estate, situated in the County of Davis, State of Utah:

See Exhibit A attached hereto and incorporated herein by reference.

SUBJECT TO the following:

See Exhibit B attached hereto and incorporated herein by reference.

WITH WARRANTY COVENANTS.

TO HAVE AND TO HOLD the said property, with its appurtenances, unto the Grantee, its heirs and assigns forever.

Grantors covenant and warrant that they are lawfully seized and possessed of the real property aforesaid and have the full right, power and authority to execute this conveyance, and that said real property is free and clear of all liens, claims or encumbrances, except as shown

above, and that they will defend the title to the real property conveyed herein and quiet enjoyment thereof against the lawful claims and demands of all persons.

Dated 12-3-99, 1999.

E 1562925 B 2590 P 998

GRANTORS: JOSEPH F. HILL NOT INDIVIDUALLY BUT AS GENERAL PARTNER OF

THE JOSEPH F. AND ROZANNA S. HILL FAMILY LIMITED PARTNERSHIP CREATED BY JOSEPH F. HILL AS GENERAL PARTNER AND ROZANNA S. HILL AS LIMITED PARTNER

By: Joseph F. Hill
Joseph F. Hill, General Partner

RICHARD F. HILL, AS TRUSTEE OF THE TRACY A. HILL 1998 CHARITABLE REMAINDER UNITRUST u/a/d OCTOBER 2, 1998

By: Richard F. Hill
Richard F. Hill, Trustee

THE RFH FAMILY ENTERPRISES, LLC, A UTAH LIMITED LIABILITY COMPANY, 1000 W. 1000 S. SALT LAKE CITY, UTAH 84143

By: Richard F. Hill
Richard F. Hill, Manager

RICHARD F. HILL, AS TRUSTEE OF THE JENNIFER H. WHITTAKER 1998 CHARITABLE REMAINDER UNITRUST u/a/d OCTOBER 2, 1998

By: Richard F. Hill
Richard F. Hill, Trustee

RICHARD F. HILL, AS TRUSTEE OF THE JERRY A. HILL 1998 CHARITABLE REMAINDER UNITRUST u/a/d OCTOBER 2, 1998

By: Richard F. Hill
Richard F. Hill, Trustee

RICHARD F. HILL, AS TRUSTEE OF THE JEFFREY A. HILL 1998 CHARITABLE REMAINDER UNITRUST u/a/d OCTOBER 2, 1998

By: Richard F. Hill
Richard F. Hill, Trustee

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ACKNOWLEDGEMENT PAGE FOLLOWS

**EXHIBIT A
LEGAL DESCRIPTION**

All of that real property located in the County of Davis, State of Utah, more particularly described as follows:

PARCEL 1:

Beginning at a point South 0° 15' West 1584.0 feet and East 136.0 feet and North 24° 55' East 72.45 feet from the Northwest corner of Section 6, Township 3 North, Range 1 West, Salt Lake Meridian, and running thence South 84° East 385.37 feet to a point North 51° 15' East of a point 6.38 chains South 0° 46' West 25.3 chains South 39° 39' West and North 63° 26' West 4.35 chains and West 12.15 chains from the North quarter of said Section 6; thence North 51° 15' East 1360.56 feet to a point South 35° 12' East of a point 23.04 chains West of said North quarter corner; thence North 35° 12' West 816.42 feet to the North line of said Section 6; thence East 200.7 feet more or less, to the Southwest corner of the East half of the Southwest quarter of Section 31, Township 4 North, Range 1 West, Salt Lake Meridian, thence North 141.9 feet; thence North 52° 30' East 458.7 feet to a point 2.35 chains South and 18.1 chains South 52° 30' West of the Northeast corner of the South half of the Southwest quarter of said Section 31; thence North 39° 15' West 371.6 feet; thence North 25° 30' East 217.8 feet; thence North 21° East 739.2 feet; thence North 62° 40' East 807.8 feet to the center of a street at a point 10.05 chains West and 10.95 chains South 40° 15' East of the Northeast corner of the Southwest quarter of said Section 31; thence North 40° 15' West 250.4 feet along the center of said Street; thence South 54° 20' West 806.0 feet; thence South 24° 55' West 3575.55 feet to the point of beginning.

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PARCEL 2:

Beginning at a point which is North 89° 53' West 242.0 feet from the Southeast corner of Section 36, Township 4 North, Range 2 West, Salt Lake Meridian, and running thence North 89° 53' West 1738.0 feet; thence North 0° 07' East parallel to the East line of Section 36 a distance of 1175.2 feet to an old fence line; thence North 51° 21' 06" East 3002.71 feet along the old fence line; thence North 78° 38' 12" East 970.82 feet along the old fence line; thence South 0° 06' 20" East 558.0 feet along an old fence line; thence South 89° 18' 40" East 641.34 feet along an old fence line; thence South 28° 26' West 34.47 feet along the Westerly line of a road; thence South 40° 15' East 36.85 feet along the Westerly line of said road; thence South 43° 56' 34" West 831.04 feet along an old existing fence line; thence South 38° 56' 10" West 2600.52 feet along the old fence line to the point of beginning.

11 - 089 - 0001

PARCEL 3:

Beginning at the Southwest corner of Section 31, Township 4 North, Range 1 West, Salt Lake Meridian, and running thence West 242.0 feet along the South line of Section 36,

Township 4 North, Range 2 West; thence North 39° 51' East 2570.0 feet; thence North 45° 23' East 836.0 feet, more or less, to the South line of a road; thence South 40° 15' East 250.3 feet along said road; thence South 48° 30' West 816.0 feet; thence South 30° 20' West 3072.0 feet, more or less, to the West line of Section 6, Township 3 North, Range 1 West, at a point South 0° 15' West 816.0 feet from the Northwest corner thereof; thence North 0° 15' East 816.0 feet to the point of beginning.

11-029-0008

PARCEL 4:

E 1562925 S 2590 P 1000

Beginning at a point 603.8 feet North along the quarter section line of the Southeast corner of the West half of the Northwest quarter of Section 31; Township 4 North, Range 1 West, Salt Lake Meridian, and running thence North 2040.4 feet, more or less, along the East line of the West half of said Northwest quarter to the North line of said Section; thence West 1996.88 feet along said Section line to a point 681.10 feet West along the Section line from the Northeast corner of Section 36, Township 4 North, Range 2 West, Salt Lake Meridian; thence South 0° 05' West 3070.4 feet, more or less, to a point South 51° 21' 06" West of a point 2765.17 feet North 0° 7' East of the Southeast corner of said Section 36; thence North 51° 21' East 868.2 feet, more or less, to said point; thence North 51° 21' East 463.4 feet, more or less, to a point South 78° 38' 12" West from the point of beginning; thence North 78° 38' 12" East 974 feet to the point of beginning.

11-067-0023,45,46 12-117-0013,14

EXCEPTING THEREFROM: Beginning at a point 46.07 feet East along the Section line from the Northwest corner of said Section 31, and running thence East along the Section line 605.0 feet; thence South 532.78 feet; thence North 64° 49' West 149.18 feet; thence West 320.0 feet; thence North 178.9 feet; thence West 150 feet; thence North 290.4 feet to the point of beginning.

ALSO LESS AND EXCEPTING THE FOLLOWING:

Beginning at a point South 89° 42' 35" East (basis of bearing) 651.07 feet along the section line (Davis County = North 89° 57' 40" East) from the Davis County brass cap monument at the Northwest corner of Section 31, Township 4 North, Range 1 West, Salt Lake Base and Meridian, said point of beginning also being the Northeast corner of that certain property evidenced by Deed recorded as Entry No. 437309 in Book 607 at Page 449 of the Official Records; thence South 0° 17' 25" West 580.80 feet along the East line of said property and its extension (prior Deed = South); thence South 89° 42' 35" East 150.00 feet; thence North 0° 17' 25" East 580.80 feet to a point on said North line of Section 31; thence North 89° 42' 35" West along the section line 150.00 feet to the point of beginning.

ALSO LESS AND EXCEPTING THE FOLLOWING:

Beginning at a point South 89° 42' 35" East (basis of bearing) 801.07 feet along the section line (Davis County = North 89° 57' 40" East) from the Davis County brass cap monument at the Northwest corner of Section 31, Township 4 North, Range 1 West, Salt Lake Base and Meridian; thence South 0° 17' 25" West 857.95 feet; thence South 89° 42'

35" East 507.38 feet to the East line of the West half of the Northwest quarter of said Section 31; thence along said East line North 0° 20' 13" East 857.95 feet to the Northeast corner of said West half of the Northwest quarter of Section 31, said point being North 89° 42' 35" West along the section line 1322.37 feet (prorated) from the Davis County brass cap monument at the Northeast corner of said Section 31; thence North 89° 42' 35" West along the section line 508.08 feet to the point of beginning.

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PARCEL 5:

Commencing 10.32 chains West from the Northeast corner of Section 36, Township 4 North, Range 2 West, Salt Lake Meridian, and running thence South 0° 08' West 3084.18 feet, more or less, to a fence line as described by Boundary Line Agreement in Book 815, Page 139 of official records; thence South 51° 21' 06" West 19.56 chains along said fence line; thence North 3876.17 feet; thence East 15.27 chains to the point of beginning.

12-117-0010

TOGETHER WITH all mineral rights; all water, water rights, water appropriations, ditches, ditch rights-of-way and ditch rights as heretofore used and enjoyed in connection with the above-described lands; and all other surface and subsurface rights associated with or appurtenant to the above-described lands, including but not limited to 15 shares of Stevenson Ditch stock.

EXHIBIT B
EXCEPTIONS TO TITLE

E 1562925 B 2590 P 1002

1. Any charge and or assessments that may be levied by Layton City, the Weber Basin Water District, North Davis Sewer District and Special Service Area District.
2. The effect of the 1969 Farmland Assessment Act, wherein there is a five (5) year roll-back provision with regard to assessment and taxation, which becomes effective upon a change in the use of all or part of eligible land, by reason of that certain Application for Assessment and Taxation of Agricultural Land recorded September 25, 1974 as Entry No. 402392, Book 550, Page 526.
3. The effect of the 1969 Farmland Assessment Act, wherein there is a five (5) year roll-back provision with regard to assessment and taxation, which becomes effective upon a change in the use of all or part of eligible land, by reason of that certain Application for Assessment and Taxation of Agricultural Land recorded November 19, 1991 as Entry No. 948605, Book 1451, Page 504.
4. The effect of the 1969 Farmland Assessment Act, wherein there is a five (5) year roll-back provision with regard to assessment and taxation, which becomes effective upon a change in the use of all or part of eligible land, by reason of that certain Application for Assessment and Taxation of Agricultural Land recorded September 27, 1974 as Entry No. 402645, Book 550, Page 992.
5. The effect of the 1969 Farmland Assessment Act, wherein there is a five (5) year roll-back provision with regard to assessment and taxation, which becomes effective upon a change in the use of all or part of eligible land, by reason of that certain Application for Assessment and Taxation of Agricultural Land recorded February 17, 1994 as Entry No. 1097952, Book 1725, Page 1009.
6. The effect of the 1969 Farmland Assessment Act, wherein there is a five (5) year roll-back provision with regard to assessment and taxation, which becomes effective upon a change in the use of all or part of eligible land, by reason of that certain Application for Assessment and Taxation of Agricultural Land recorded November 1, 1974 as Entry No. 404440, Book 553, Page 728; Entry No. 404441, Book 553, Page 729; Entry No. 404446, Book 553, Page 735; Entry No. 404448, Book 553, Page 737; Entry No. 404449, Book 553, Page 738; Entry No. 404451, Book 553, Page 740; and Entry No. 404453, Book 553, Page 742.
7. The effect of the 1969 Farmland Assessment Act, wherein there is a five (5) year roll-back provision with regard to assessment and taxation, which becomes effective upon a change in the use of all or part of eligible land, by reason of that certain Application for Assessment and Taxation of Agricultural Land recorded October 5, 1994 as Entry No. 1146090, Book 1808, Page 1204.

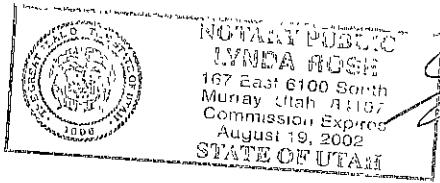
8. The effect of the 1969 Farmland Assessment Act, wherein there is a five (5) year roll-back provision with regard to assessment and taxation, which becomes effective upon a change in the use of all or part of eligible land, by reason of that certain Application for Assessment and Taxation of Agricultural Land recorded March 23, 1999 as Entry No. 1498124, Book 2469, Page 3.
9. A right of way for the road over and across the Northeasterly line of said Parcel 1, as evidence by legal description in Warranty Deed recorded August 31, 1989 as Entry No. 867953, Book 1310, Page 413.
10. Deed of Grant of Easement to the United States of America to construct, operate, maintain, repair and replace pipeline and appurtenances for the conveyance of sewage from or under a portion of land recorded November 4, 1946 in Book Q of Liens and Leases, Page 108.
11. Easement in favor of Davis County and the terms and conditions thereof to bring any and all necessary machinery and equipment upon the above described property for the purpose of widening, extending, operating and maintaining, repairing and keeping in satisfactory condition a storm drain and irrigation waterway in Davis County known as Kays Creek, recorded July 13, 1976, as Entry No. 438029, Book 608, Page 724.
12. Reservation of one-fourth interest in all oil, gas and petroleum, naphtha, other hydrocarbon substances and minerals of whatsoever kind and nature and thermal energy in, upon or beneath the property, together with the right of entry and all other rights, including all rights of way and easements, which may be necessary for the development, production and removal of all such substances and minerals and the full enjoyment of the development production and removal of all such substances and the full enjoyment of the Grantor's interest herein reserved in Warranty Deed recorded June 22, 1979 as Entry No. 535948, Book 776, Page 291.
13. Boundary Line Agreement, including the terms and conditions thereof, recorded March 3, 1980 as Entry No. 558876, Book 815, Page 139.

State of Utah

County of SALT LAKE

E 15&2925 B 2590 P 1004

On DECEMBER 3, 1999, personally appeared before me JOSEPH F. HILL, the general partner of THE JOSEPH F. AND ROZANNA HILL FAMILY LIMITED PARTNERSHIP, CREATED BY JOSEPH F. HILL AS GENERAL PARTNER AND ROZANNA S. HILL AS LIMITED PARTNER, who by me being duly sworn (or affirmed) upon oath did say that he is the general partner of the above-named partnership and that the foregoing instrument was executed pursuant to the partnership agreement with consent of non executing partners as may be required by law, and JOSEPH F. HILL, AS GENERAL PARTNER, acknowledged to me that such person(s) executed the same as the act of said partnership.



[Handwritten Signature]

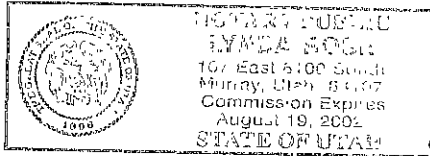
Notary Public

STATE OF UTAH)

COUNTY OF SALT LAKE)

E 1562925 B 2590 P 1005

ON THE 3RD DAY OF DECEMBER, 1999, PERSONALLY APPEARED BEFORE ME, RICHARD F. HILL, WHO BEING BY ME DULY SWORN DID SAY, THAT HE IS THE MANAGER OF THE RFH FAMILY ENTERPRISES, LLC, A UTAH LIMITED LIABILITY COMPANY AND THAT THE WITHIN AND FOREGOING INSTRUMENT WAS SIGNED ON BEHALF OF SAID LIMITED LIABILITY COMPANY BY AUTHORITY OF ITS OPERATING AGREEMENT, AND ACKNOWLEDGED TO ME THAT SAID LIMITED LIABILITY COMPANY EXECUTED THE SAME.

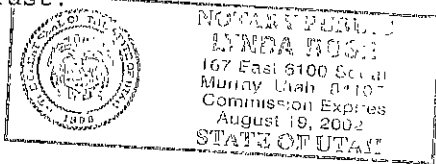


NOTARY PUBLIC

STATE OF UTAH

COUNTY OF SALT LAKE

On the THIRD day of DECEMBER, 1999, personally appeared before me RICHARD F. HILL, who duly acknowledged to me that HE IS the Trustee of the JERRY A. HILL 1998 CHARITABLE REMAINDER UNITRUST U/A/D DATED OCTOBER 2, 1998, and said RICHARD F. HILL executed the within and foregoing document on behalf of said Trust.

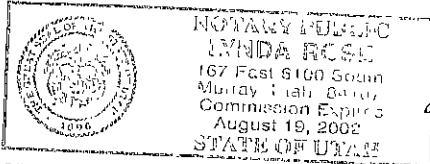


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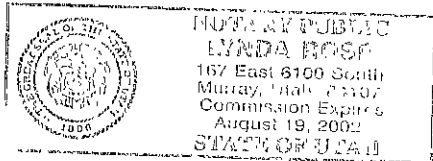


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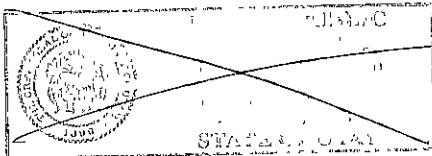


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Notary Public

