

When Recorded Mail to:
CEDO
777 South State Street
Orem, UT 84058
BT-4833

TRUST DEED

THIS TRUST DEED, made the 9th day of **February, 2006**, between, **Garff-Warner Nissan of Orem, LLC, dba Ken Garff Nissan of Orem**, whose address is 165 East University Parkway, Orem, UT 84058 as TRUSTOR, **Bartlett Title Insurance Agency, Inc.** whose address is 1993 North state, Provo, UT 84604, as TRUSTEE, and **Commission for Economic Development in Orem, a Utah non profit corporation (CEDO)**, whose address is 777 South State Street, Orem, UT 84058, as BENEFICIARY,

WITNESSETH: That Trustor CONVEYS AND WARRANTS TO TRUSTEE IN TRUST, WITH POWER OF SALE, the following described property, situated in Utah County, State of Utah:

SEE ATTACHED EXHIBIT "A"

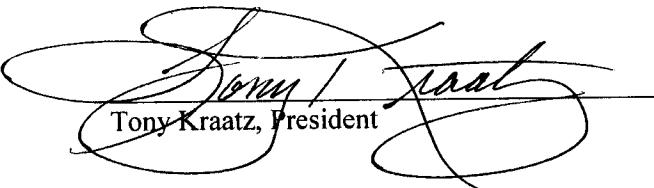
Together with all buildings, fixtures, and improvements thereon and all water rights, rights of way, easements, rents, issues, profits, income, tenements, hereditaments, privileges and appurtenances thereunto belonging, now or hereafter used or enjoyed with said property, or any part thereof,

FOR THE PURPOSE OF SECURING payment of the indebtedness evidenced by a promissory note dated February 9, 2006, in the principal sum of **\$260,000.00, (Two Hundred Sixty Thousand dollars and 00/100)**, made by Trustor, payable to the order of Beneficiary at the times, in the manner and with interest as therein set forth, and payment of any sums expended or advanced by BENEFICIARY to protect the security hereof.

TRUSTOR agrees to pay all taxes and assessments on the above property, to pay all charges and assessments on water or water stock used on or with said property, not to commit waster, to maintain adequate fire insurance on improvements on said property, to pay all costs and expenses of collection (including Trustee's and attorney's fees in event of default in payment of the indebtedness secured hereby) and to pay reasonable Trustee's fees for any of the services performed by Trustee hereunder, including a reconveyance hereof.

The undersigned Trustors request that a copy of any notice of default and any notice of sale hereunder be mailed to him at the address hereinbefore set forth.

Garff-Warner Nissan of Orem, LLC dba Den Garff Nissan of Orem


Tony Kraatz, President

State of Utah)
:ss
County of Utah)

On the 9th day of February, 2006, personally appeared before me Tony Kraatz, President of Garff-Warner Nissan of Orem, LLC dba Den Garff Nissan of Orem, signer(s) of the above instrument, who duly acknowledged to me that he executed the same.


Notary Public
My commission expires: 8-15-07

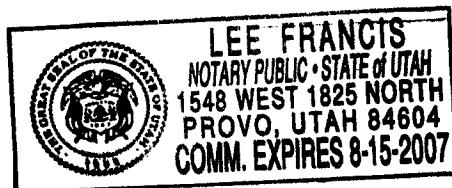


Exhibit "A"**Property Description**

The land referred to is located in Utah County, State of Utah, and is described as follows:

Commencing at a point in the South boundary of University Parkway, Orem, Utah, said point being located South 89°08'17" East along the section line 657.62 feet and South 721.01 feet from the North quarter corner of Section 27, Township 6 South, Range 2 East, Salt Lake Base and Meridian; thence along the South boundary line of University Parkway as follows: North 87°52'38" East 0.45 feet, North 86°11'21" East 16.39 feet, North 81°54'25" East 181.10 feet, North 89°59'50" East 243.15 feet; thence South 05°23'36" West along a fence line 98.93 feet; thence South 04°05'45" West 261.55 feet; thence North 89°59'06" West 3.00 feet; thence South 06°53'54" West 83.54 feet; thence South 84°19'11" East 4.70 feet; thence South 01°51'54" West 16.78 feet; thence North 89°04'02" West along the North line of 1400 South Street 383.37 feet; thence along the arc of a 56.00 foot radius curve to the left 34.59 feet (chord bears South 73°13'27" West 34.04 feet); thence North 01°46'43" East 436.73 feet to the point of beginning.