

WHEN RECORDED MAIL TO:

MARK B. GOODSON

932 S. 225 E.

Layton, Ut 84041

E 1678567 B 2857 P 1231
SHERYL L. WHITE, DAVIS CNTY RECORDER
2001 JUL 31 3:24 PM FEE 10.00 DEP KM
REC'D FOR BONNEVILLE TITLE COMPANY, INC

83098-2D

TRUST DEED

THIS TRUST DEED is made this 30th of July, 2001, between
BARLOW CORPORATION as TRUSTOR,
whose address is 377 NO. MAIN, LAYTON, UTAH 84041

BONNEVILLE TITLE COMPANY as Trustee, and

MARK B. GOODSON and JEANETTE Q. GOODSON, HUSBAND AND WIFE AS JOINT TENANTS WITH FULL RIGHTS OF SURVIVORSHIP, as beneficiary.

Trustor hereby CONVEYS AND WARRANTS TO TRUSTEE IN TRUST, WITH POWER OF SALE, the following described property situated in Davis County, UT.

11-390-0064

All of Lot 64, CARRIAGE PARK NO. 3 SUBDIVISION, Layton City, Davis County, Utah, according to the official plat thereof.

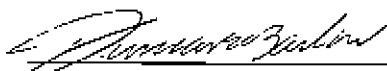
Together with all buildings, fixtures and improvements thereon and all water rights, rights of way, easements, rents, issues, profits, income tenements, hereditaments, privileges and appurtenances thereunto used or enjoyed with said property, or any part thereof;

FOR THE PURPOSE OF SECURING payment of the indebtedness evidenced by a promissary note of even date herewith, in the principal sum of \$52,000.00, payable to the order of the Beneficiary at the times, in the manner and with interest as therein set forth, and payment of any sums expended or advanced by the 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 waste, to maintain adequate fire insurance on improvements on said property to pay all costs and expenses of collection (including Trustee'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 Trustor requests that a copy of any notice of default and of any notice of sale hereunder be mailed to him at the address hereinbefore set forth

BARLOW CORPORATION

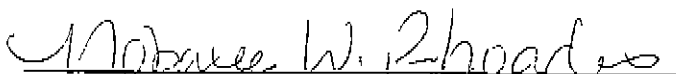


By: DUNCAN E. BARLOW VICE PRES.

STATE OF UT
COUNTY OF Davis

On the 30th day of July, 2001, personally appeared before me DUNCAN E. BARLOW, who being duly sworn did say that he/she is the VICE PRESIDENT of BARLOW CORPORATION, corporation, and that the foregoing instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and the said DUNCAN E. BARLOW acknowledged to me that said corporation executed the same.

NOTARY PUBLIC
NOBALCEW RHOADES
1319 N. Woodland Park
Layton, UT 84041
My Commission Expires
August 14, 2002
STATE OF UTAH


Notary Public