

AGREEMENT AND ACKNOWLEDGEMENT

KNOW ALL MEN BY THESE PRESENTS: that Charles Gathers & Associates, Inc. (Gathers) was granted a fifty (50) foot right-of-way easement including the right of ingress and egress by DeEston Company, Inc., a Washington Corporation, by Special Warranty Deed dated December 17, 1976 over the following described real property located

in Iron County, State of Utah: SECURITY TITLE COMPANY 8092-IR

193250

Recorded at Sec Title Co. of So. Utah
Request of Jun 30 1977 1P.M. Fee 7.00 Bl. 229 Page 252-254
Joan W. Wasden, Iron County Recorder
by *Carla S. [Signature]* Deputy
Not'd. D. [Signature] Clerk of D. [Signature] Pres'd D.

Beginning at a point North 0° 06' 22" East 1994.14 feet and North 89° 55' West 592.81 feet from the South quarter corner of Section 2, Township 36 South, Range 9 West, Salt Lake Base and Meridian and running thence South 45° 00' East 128.00 feet; thence South 37° 00' West 50.49 feet; thence North 45° 00' West 114.36 feet; thence North 89° 55' West 296.605 feet to a point on the Easterly right of way line of a State Highway No. 143 and a point of a 1498.69 foot radius curve to the left, the radius point of which is North 60° 13' 02" West 1498.69 feet; thence Northeasterly along the arc of said curve and Easterly right of way line 56.96 feet; thence South 89° 55' East 290.00 feet to the point of beginning. Contains 0.475 acres.

BRIANHEAD ENTERPRISES, INC., a Utah corporation, has also obtained a right-of-way easement from DeEston Company, Inc. situated in Iron County, State of Utah and described as follows:

South Portion

Beginning at a point North 89° 43' 41" East along the section line 142.43 feet from the Southwest corner of Section 2, Township 36 South, Range 9 West, Salt Lake Base and Meridian and running thence North 45° 40' 00" east along the East line of State Highway 607.76 feet; thence South 35° 00' East 50.67 feet; thence South 45° 40' West 885.70 feet to a point of a 647.94 foot radius curve to the left; thence Southwesterly along the arc of said curve 519.26 feet to a point of tangency; thence South 0° 15' East 614.61 feet; thence

South 89° 57' West 50.00 feet to said East line of said highway; thence North 0° 15' 00" West along said East line 614.44 feet to a point of a 697.94 foot radius curve to the right; thence North-easterly along the arc of said curve 559.33 feet to a point of tangency; thence North 45° 40' 00" East along said East line 286.16 feet to the point of beginning.

North Portion

Beginning at a point North 971.03 feet and East 1165.05 feet from the Southwest corner of Section 2, Township 36 South, Range 9 West, Salt Lake Base and Meridian and running thence North 79° 30' West 63.77 feet to a point on the East line of a state highway, said point is also on a curve to the left, the radius point of which is North 52° 45' West 2930.93 feet; thence Northeasterly along said East line and the arc of said curve 230.00 feet to a point of tangency; thence North 32° 45' 14" East along said East line 856.83 feet to a point of a 1498.69 foot radius curve to the left; thence Northeasterly along said East line and the arc of said curve 134.67 feet; thence South 89° 55' East 66.58 feet; thence South 32° 45' 14" West 1232.87 feet to the point of beginning.

Certain portions of the right-of-way easements granted to Charles Gathers & Associates, Inc. and granted to Brianhead Enterprises, Inc. encompass the same property.

That in consideration of TEN DOLLARS (\$10.00) and other good and valuable consideration paid to Brianhead Enterprises, Inc., a Utah corporation, Brianhead Enterprises, Inc. acknowledges and agrees that with respect to the subject right-of-way easements described herein that its right-of-way easement described herein is not exclusive, and that Brianhead Enterprises, Inc. further recognizes the right-of-way easement of Charles Gathers & Associates, Inc. described herein.

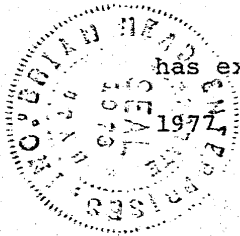
BM
TO THE EXTENT THEY ENCOMPASS THE SAME DESCRIBED PROPERTY

The officers who sign this Agreement and Acknowledgement hereby certify that the Agreement and Acknowledgement

was duly authorized under a resolution duly adopted by the Board of Directors of Brianhead Enterprises, Inc. at a lawful meeting duly held and attended by a quorum.

IN WITNESS WHEREOF, Brianhead Enterprises, Inc.

has executed this instrument on this 27th day of June,



BRIANHEAD ENTERPRISES, INC.
a Utah corporation

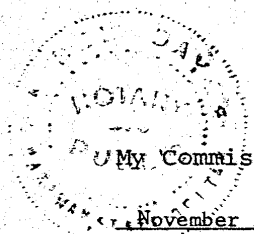
By Burt K. Nichols PRESID

Attest:

[Signature]
Secretary

STATE OF UTAH)
): ss.
COUNTY OF IRON)

Subscribed and sworn on the 27th day of June, 1977 personally appeared before me Burton K. Nichols who being by me duly sworn did say, that he, said Burton K. Nichols, is the President of Brianhead Enterprises, Inc., and that the within and foregoing instrument was duly signed in behalf of said corporation by authority of a resolution of its Board of Directors and that said Burton K. Nichols duly acknowledged to me that the said corporation executed the same and that the seal affixed is the seal of said corporation.



[Signature]
Notary Public
Residing in Parowan, Utah

My Commission Expires: November 24, 1977