

Entry No. 26781
Indexed ✓
Abstracted ✓
Recd. Fee 82.50

DEED AND ASSIGNMENT

STATE OF UTAH }
COUNTY OF CARBON } 88
FILED AND RECORDED FOR
S.E. Utah Title
APR 6 11 09 AM '90
BOOK 295 RECORDS
PAGE 769-801
CITY CLERK
COURT ORDER

THIS DEED AND ASSIGNMENT ("Deed") made and entered into as of the 5th day of April, 1990 by and from KAISER COAL CORPORATION, KAISER COAL CORPORATION OF UTAH, KAISER COAL CORPORATION OF SUNNYSIDE, KAISER FUEL CORPORATION, all Delaware corporations with their principal offices at P.O. Box 1107, Raton, New Mexico 87740 (collectively "Grantor"), to INTERMOUNTAIN POWER AGENCY, a political subdivision of the State of Utah whose address is c/o Los Angeles Department of Water and Power, P.O. Box 111, Los Angeles, California 90051 ("Grantee").

RECITALS:

A. Grantor is debtor in possession in jointly administered bankruptcy proceedings designated as Case No. 87B-01552E pending before the United States Bankruptcy Court for the District of Colorado ("Bankruptcy Court").

B. Grantor is the owner of the Horse Canyon Mine and the Carbon County Railroad and associated coal mining leases, leasehold estates, property rights, gob, tailings, waste piles, coal mining properties, coal mining rights, water rights, fee properties, railroad tracks, buildings, equipment, improvements, fixtures, permits, licenses, servitudes, easements, rights-of-way, surface leases, options, leases of equipment or facilities and other contracts, together with other properties,

assets and rights directly related or appurtenant, located in Carbon and Emery Counties, Utah, more particularly described in Exhibit "A" attached hereto and made a part hereof (collectively referred to as the "Properties").

C. Grantee desires to purchase all right, title and interest of Grantor in and to the Properties and related assets.

D. By Order dated February 15, 1989, the Bankruptcy Court approved the sale of the Properties to Grantee.

NOW, THEREFORE, for and in consideration of the sum of TEN DOLLARS (\$10.00), cash in hand paid to Grantor and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, Grantor hereby grants, sells, assigns, sets over, transfers, quitclaims and conveys to Grantee, its successors and assigns, without warranty, the following:

PROPERTIES

All of Grantor's right, title and interest in the Horse Canyon Mine and the Carbon County Railroad and associated coal mining leases, leasehold estates, property rights, gob, tailings, waste piles, coal mining properties, coal mining rights, water rights, fee properties, railroad tracks, buildings, equipment, improvements, fixtures, permits, licenses, servitudes, easements, rights-of-way, surface leases, options, leases of equipment or

facilities and other contracts, together with other properties, assets and rights directly related or appurtenant, located in Carbon County and Emery County, Utah, more particularly described in Exhibit "A" attached hereto and made a part hereof.

Grantor hereby assigns to Grantee all of the rights of Grantor and Grantor's related entities under all warranties of title previously made by others, other than Grantor's related entities, in and to the above-described Properties.

IN WITNESS WHEREOF, the Grantor has caused its corporate name and seal to be affixed by its duly authorized officer this 5th day of April, 1990.

KAISER COAL CORPORATION

BY: C. A. Brufford
TITLE President

KAISER COAL CORPORATION OF UTAH

BY: C. A. Brufford
TITLE Vice President

KAISER COAL CORPORATION OF SUNNYSIDE

BY: C. A. Brufford
ITS Vice President

KAISER FUEL CORPORATION

BY: C.A. Bradford
ITS Vice President

STATE OF Utah)
CITY AND COUNTY OF Salt Lake) ss.

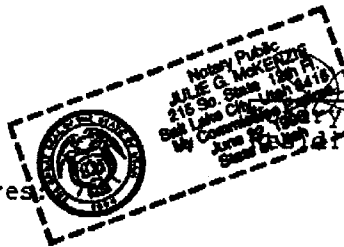
On this 5 day of April, 1990, personally appeared before me C.A. Bradford, whose identity is personally known to or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn, did say that he/she is the President of KAISER COAL CORPORATION, and that said document was signed by him in behalf of said corporation by authority of its bylaws, and said C.A. Bradford acknowledged to me that said corporation executed the same.

Julie McKenzie
Notary Public
JULIE G. MCKENZIE
217 So. Main St.
Salt Lake City, Utah 84111
My Commission Expires June 27, 1991
State of Utah

My Commission Expires: _____

STATE OF Utah)
CITY AND COUNTY OF Salt Lake) : ss.

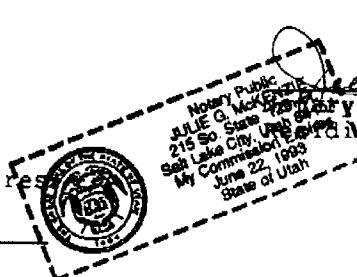
On this 5 day of April, 1990, personally appeared before me CA Bradford, whose identity is personally known to or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn, did say that he/she is the V. Pres. of KAISER COAL CORPORATION OF UTAH, and that said document was signed by him in behalf of said corporation by authority of its bylaws, and said CA Bradford acknowledged to me that said corporation executed the same.

 Julie McKenzie
Notary Public
215 So. State, 1st Fl.
Salt Lake City, Utah 84111
My Commission Expires
June 22, 1993
State of Utah
Residing at _____

My Commission Expires _____

STATE OF Utah)
CITY AND COUNTY OF Salt Lake) : ss.

On this 5 day of April, 1990, personally appeared before me CA Bradford, whose identity is personally known to or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn, did say that he/she is the V. Pres. of KAISER COAL CORPORATION OF SUNNYSIDE, and that said document was signed by him in behalf of said corporation by authority of its bylaws, and said CA Bradford acknowledged to me that said corporation executed the same.

 Julie McKenzie
Notary Public
215 So. State, 1st Fl.
Salt Lake City, Utah 84111
My Commission Expires
June 22, 1993
State of Utah
Residing at _____

My Commission Expires _____

STATE OF Utah)
CITY AND COUNTY OF Salt Lake ; ss.

On this 5 day of April, 1990, personally appeared before me CA Bradford, whose identity is personally known to or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn, did say that he/she is the V. Pres. of KAISER FUEL CORPORATION, and that said document was signed by him in behalf of said corporation by authority of its bylaws, and said CA Bradford acknowledged to me that said corporation executed the same.

Julie McKeen
Notary Public
JULIE G. McKEEN
215 So. Main St.
Salt Lake City, Utah 84111
My Commission Expires
June 22, 1991 at _____
State of Utah

My Commission Expires: _____

DAD:031390B1

Exhibit A-1
to
Acquisition Agreement 275

Part I: Real Estate

The land referred to in this instrument is situated in the State of Utah, County of Carbon & Emery, and is described as follows:

Surface Ownership

T15S, R13E, SLBM

DRAGERTON SUBDIVISION

10-246 . Section 2: Lot 15, Block 12, Plat A (1.2 acres).

T16S, R14E, SLBM Emery

- Section 3: Lots 1, 3, 7, 8, 11.
Section 4: S 1/2 SW 1/4, NW 1/4 SE 1/4, SE 1/4 SE 1/4.
Section 5: SE 1/4 SE 1/4.
Section 9: S 1/2 NW 1/4, NW 1/4 NE 1/4, SE 1/4 NE 1/4,
N 1/2 SE 1/4, SW 1/4 SE 1/4.
Section 10: SE 1/4.
Section 15: SE 1/4 NW 1/4, N 1/2 NE 1/4, SE 1/4 NE 1/4.

(South - Emery County)

Fee Simple:

T16S, R14E, SLBM

- Section 3: Lots 5, 6, 12, NW 1/4 SE 1/4, S 1/2 SW 1/4.
Section 4: Lots 8, 9, NE 1/4 SE 1/4, SW 1/4 SE 1/4.
Section 8: NE 1/4 NE 1/4.
Section 9: N 1/2 NW 1/4.

T16S, R14E, SLBM

- Section 27: S 1/2 NE 1/4. ALSO, Beginning at the NE corner of the NW 1/4 SE 1/4, and running thence N 1000 feet; thence SE'ly to a point 500 feet S of beginning; thence N 500 feet to beginning.

* * *

Basement for 8 inch pipeline:

General: Pipeline begins just south of the center of Section 18, T15S, R10E, SLBM and runs in a generally southerly direction, terminating at the west line of the SE 1/4 SE 1/4 of Section 5, T16S, R14E, SLBM.

The pipeline runs across property presently vested in Kaiser Coal Corporation in Sec. 18, the N 1/2 N 1/2 of Sec. 19, and Lot 7 of Sec. 19. It then runs across U.S.A. lands in Sec. 19, Sec. 25, T15S, R13E, SLBM, Sec. 3, T15S, R14E, SLBM, and Sec. 5, T16S, R14E, SLBM, and State of Utah lands in Sec. 26, T15S, R13E, SLBM.

Surface Ownership

Carbon County, Utah

Township 15 South, Range 14 East, SLBM

- Section 33: S1/2SE NED 9A - 1967-8 8000 20 20 4 - 1967-7
- Section 34: SWSW NED 9A - 1967-5 8000 20 20 4 - 1967-5

Exhibit A-1

Part II: Water Rights & Pipeline

1. Water Pipeline

An eight inch (8") water pipeline and easement therefor extending from East Carbon, Utah, to the Geneva Mine, together with all equipment, structures and improvements appurtenant or used in connection therewith. Assigned to Kaiser Steel Corporation, a Delaware corporation, by Lease and Water Pipeline Assignment dated December 11, 1984, recorded in Emery County, Utah, in Book 150, at pages 521-531, and recorded in Carbon County, Utah, in Book 245 of Records, at pages 97-107 from United States Steel Corporation and United States Steel Mining Company, Inc., as follows:

2. Water rights conveyed to Kaiser Steel Corporation, a Delaware corporation, by Deed of Utah Water Rights dated December 11, 1984, recorded in Emery County, Utah, in Book 150, at pages 503-511, and recorded in Book 245 of Records, at pages 108-116, from United States Steel Corporation and United States Steel Mining Company, Inc., as follows:

A. Certificate of Appropriation of Water No. 4592, Application No. 20888, Water User's Claim 91-183, dated August 30, 1952, recorded in Book C of Water Rights at page 259 in the office of the Emery County Recorder, United States Steel Company, appropriator, appropriating eighty-one thousandths second feet from Horse Canyon Creek, Emery County, Utah, for the period from January 1 to December 31, inclusive, for mining purposes, for diversions and use as further described in the Certificate.

B. Certificate of Appropriation of Water No. 4154, Application No. 17147, Water User's Claim 91-150, dated November 20, 1950, recorded in Book C of Water Rights at pages 245-246 in the office of the Emery County Recorder, Geneva Steel Company, appropriator, appropriating ten hundredths second feet of underground water in Emery County, Utah, for the period from January 1 to December 31, inclusive, for mining purposes, for diversion and use as further described in the Certificate.

C. Certificate of Appropriation of Water No. 4152, Application No. 17145, Water User's Claim 91-148, dated November 20, 1950, recorded in Book C of Water Rights at pages 241-242 in the office of the Emery County Recorder,

Geneva Steel Company, appropriator, appropriating thirty hundredths second feet of underground water in Emery County, Utah, for the period from January 1 to December 31, inclusive, for mining purposes, for diversion and use as further described in the Certificate.

D. Certificate of Appropriation of Water No. 4153, Application No. 17146, Water User's Claim 91-149, dated November 20, 1950, recorded in Book C of Water Rights at pages 241-242 in the office of the Emery County Recorder, Geneva Steel Company, appropriator, appropriating ten hundredths second feet of underground water in Emery County, Utah, for the period from January 1 to December 31, inclusive, for mining purposes, for diversion and use as further described in the Certificate.

Exhibit A-1

Part III: Carbon County Railroad

1. CARBON COUNTY RAILROAD.

The following described property rights known as the Carbon County Railroad:

Township 15 South, Range 13 East, SL&M.

Section 11: NE1/4NW1/4 as more specifically described in that certain Quit Claim Deed from Duncan MacVichie and Pearl D. MacVichie to Carbon County Railroad Company dated August 14, 1928, recorded in Book 3M at page 409 of the records of Carbon County, Utah, as follows:

A right of way for a railroad, said right of way being 100 feet wide and extending through the Northeast Quarter of the Northwest Quarter of Section 11, Township 15 South, Range 13 East, SL&M, being a tract of land, the boundaries of which are located parallel to and 50 feet distant from the following described center line:

Beginning at a point on the south side of the Sunnyside Branch of the Denver & Rio Grande Railroad, which is 910 feet easterly along said Denver & Rio Grande Railroad right of way from mile-post No. 13, which said point is 812 feet south and 2356 feet east of the Northwest corner of the said Section 11, Township 15 South, Range 13 East, SL&M; thence on an 8° curve to the right 272.5 feet; thence South 50°40' East 124.8 feet; to the east boundary line of the said Northeast Quarter of the Northwest Quarter, Section 11, Township 15 South, Range 13 East, SL&M, being all of the said land for a distance of 50 feet each side of the said center line between the said right of way of the Denver & Rio Grande Railroad and the eastern boundary line of the said 40-acre tract, containing 0.912 acres, more or less.

Township 15 South, Range 13 East, SL&M

Section 11: SE1/4NW1/4, NE1/4SW1/4, as more specifically described in that certain conveyance from George Orfanakis and Elvera L. Orfanakis to

Carbon County Railway Co.; dated June 7, 1943; recorded in Book 3W at page 179 of the records of Carbon County, Utah, as follows:

A strip of land 50 feet wide on the northwesterly side of 50 and 150 feet wide on the southeasterly side of the center line of the main track of the Carbon County Railway Company as now relocated and proposed to be constructed over and across the Southeast quarter of the Northwest quarter and the Northeast quarter of the Southwest quarter of Section 11, Township 13 South, Range 13 East, S13E4N, in Carbon County, State of Utah, said center line and widths of right of way being described as follows:

Beginning at the point of intersection of said center line with the East line of said Southeast quarter of the Northwest quarter of said Section 11, distant 2540 feet southerly from the North quarter corner of said section; thence southwesterly with a width of 50 feet on the northwesterly side and 150 feet on the southeasterly side of said described center line on curve to right with radius of 716.78 feet (8'00" curve) 219.6 feet; thence southwesterly on tangent to above-described curve 358.4 feet; thence continuing southwesterly on above tangent with right of way 50 feet wide on each side of said center line 143.7 feet; thence southwesterly on curve to left with radius of 955.37 feet (6'00" curve) 625 feet; thence southwesterly on tangent to last described curve 170 feet to a point in the easterly line of right of way of The Denver and Rio Grande Western Railroad Company for its proposed relocated Sunnyside Branch main track - said point being about 620 feet South and about 1400 feet East from the West quarter corner of said Section 11, saving and excepting therefrom that part of the above-described right of way within said Northeast quarter of the Southwest quarter of Section 11, which is a portion of a certain 4.99 acre tract owned by the Columbia Steel Company - the right of way hereby conveyed having a net area of 4.4 acres, more or less.

Township 15 South, Range 13 East, SL&M.

Section 11: NE1/4, as more specifically described in that certain Deed from David Menotti and Mary Menotti to Carbon County Railway Company dated March 25, 1959; recorded in Book 61 at page 66 of the records of Carbon County, Utah, as follows:

A strip of land 100 feet wide, the boundaries being parallel to and 50 feet on each side of the following described center line of the main track of Carbon County Railway Company as now constructed over and across the Northeast Quarter of Section 11, Township 15 South, Range 13 East, Salt Lake Meridian, said center line being described as follows:

Beginning at the intersection of the center line of railroad with the North-South center line of Section 11, Township 15 South, Range 13 East, SL&M, which intersection is Station 19+61.4, a point on an 8' curve left of the railroad survey bearing 2540 feet, more or less, southerly from the North Quarter corner of said Section 11; thence around said 8' curve left 166.1 feet to point of tangent; thence North 43°42' East on tangent 170.4 feet to Station 23+19.9, beginning of a 7' curve right; thence around said 7' curve right 235.7 feet on Station 25+55.6, point of tangent; thence on tangent North 60°12' East 1056.8 feet to Station 36+12.4, beginning of a 7°30' curve right; thence around said 7°30' curve right 419.6 feet to Station 40+32.0, point of tangent, which is an equation point and equals Station 27+49.0 for stationing ahead; thence on tangent South 88°20' East 926.0 feet to the intersection of the East boundary of the Northeast Quarter of said Section 11, which is Station 36+79.0 of the railroad survey, and which point bears 1550 feet, more or less, southerly from the Northeast corner of said Section 11.

Together with such additional land required for excavation and embankment slopes, cuts, fills and culverts, the area so required being estimated at 1 acre, more or less.

Township 15 South, Range 11 East, SL&M.

Section 11: NE1/4SW1/4, as more specifically described in that certain Quit Claim Deed from Geneva Steel Co. to Carbon County Railway Co.; dated December 30, 1950; recorded in Book 15-C at page 324, records of Carbon County, Utah, as follows:

A tract of land 100 feet in width, the boundaries of said tract being 50 feet distant from and parallel to the center line of the main line of the Carbon County Railway Company as the same is now constructed over, upon and across the northerly portion of a parcel of land situate in the Northeast Quarter of the Southwest Quarter of Section 11, Township 15 South, Range 11 East, SL&M, which parcel of land is described as follows:

Beginning at a point 3371.5 feet South and 2022.6 feet East of the Northwest corner of Section 11, Township 15 South, Range 11 East, of the SL&M; thence North 50°58' West 184.3 feet; thence South 41°32' West 560 feet; thence South 49°48' West 252 feet, more or less, to the Western boundary of the NE1/4 of SW1/4 of said Section 11, thence North along boundary for a distance of 200 feet; thence North 49°48' East 252 feet; thence North 41°32' East 560 feet; thence North 59°42' East 166 feet; thence North 23' East 400 feet; thence South 00°00' West 400 feet; thence South 23' West 400 feet, more or less, to point of beginning, containing .25 acres, more or less.

Township 15 South, Range 11 East, SL&M.

Section 11: S1/2SE1/4;
 Section 12: NW1/4, NW1/4NE1/4; as more specifically described in that certain Quit Claim Deed from Geneva Steel Co. to Carbon County Railway Co. dated December 30, 1950; recorded in Book 15-C at page 324, records of Carbon County, Utah, as follows:

A tract of land 180 feet wide, the boundaries of said tract being 10 feet Northerly and 150 feet Southerly from and parallel to the center line of the main track of the Carbon County Railway Company as the same is now constructed over, across and upon the NW1/4 and the NW1/4 of the NE1/4 of Section 12.

Township 15 South, Range 13 East, SL&M, and the S1/2 of the SE1/4 of Section 1, Township 15 South, Range 13 East, SL&M; said center line being described as follows (station points referred to being those on the said line of Railroad of Carbon County Railway Company):

Beginning at center line station 16+73, which point is the intersection of the Railroad center line, and the West boundary line of Section 12, Township 15 South, Range 13 East, SL&M, and bears Southerly 1550 feet, more or less, from the NW corner of said Section 12; thence South 88°11' East 165.8 feet to station 18+40.8 P.C. of a 4° curve left; thence around said 4° curve left 865.8 feet to station 47+06.6 P.T.; thence North 57°11' East 2572.8 feet to station 72+79.4 P.C. of a 7° curve right; thence around said 7° curve right 621.4 feet to station 79+00.8 P.T.; thence South 79°19' East 475.5 feet to station 83+76.3 P.C. of a 6° curve left; thence around said 6° curve left 233.6 feet to station 86+09.9 P.T.; thence North 86°40' East 868.1 feet to station 94+78, which is the intersection of the East boundary of said Section 1 above, Township and Range, at 230 feet, more or less, Northerly from the SE corner of said Section 1, containing 23.98 acres, more or less.

Township 15 South, Range 14 East, SL&M.

Section 17: W1/2SW1/4, SE1/4SW1/4;
Section 20: N1/2NW1/4, as more specifically described in that certain Quit Claim Deed from Geneva Steel Company to Carbon County Railway Company dated December 30, 1950; recorded in Book 15-C at page 324, records of Carbon County, Utah, as follows:

A tract of land varying in width on each side of the center line of Carbon County Railway Company's railroad extending from Columbia Junction to Columbia, Carbon County, Utah, as the same is now constructed over, across and upon the W1/2 of the SW1/4, and the SE1/4 of the SW1/4 of Section 17, and the N1/2 of the NW1/4 of Section 20, all in Township 15 South, Range 14 East, SL&M, in Carbon County, Utah, said center line and width of right of way being described as follows (station points except as otherwise stated

being on Carbon County Railway Company's line between Columbia Junction and Columbia, Carbon County, Utah):

Beginning at Station 210+88 on said railroad which is the point of intersection with the east-west center line of said Section 17, Township 15 South, Range 14 East, S12&M, and which point bears 372 feet easterly, more or less, from the west quarter corner of said Section 17:

Thence South 32°53' East 183 feet to Station 212+71 P.O.T. with a width of 50 feet, being 25 feet on each side of said center line:

Thence with a width of 25 feet easterly and extending westerly to the easterly boundary of the Right of Way and Easement described under Parcel No. 5 and being that portion lying between Station 1+66 point of beginning and Station 16+64 of the Horse Canyon Branch, South 32°53' East 125.9 feet to Station 213+96.9 P.C. of an 8' curve left; thence around said 8' curve left 250.6 to Station 216+47.3 P.T.; thence South 52°56' 154.5 feet to Station 218+02.0 P.C. of a 12' curve right; thence around said 12' curve right 636.1 feet to Station 224+38.1 P.T.; thence with a width of 40 feet easterly and extending westerly to the easterly boundary of the Right of Way and Easement as described under Parcel No. 5 and being that portion lying between Station 1+66 point of beginning and Station 16+64 of the Horse Canyon Branch, South 23°24' West 108.7 feet to station 225+46.8 P.C. of a 12' curve left; thence around said 12' curve left 329.2 feet to station 228+76 P.O.C.

Thence with a width of 65 feet, being 40 feet easterly and 25 feet westerly around said 12' curve left 166.4 feet to Station 230+42.4 P.T., thence South 36°04' East 199.6 feet to station 232+42 P.O.T.

Thence with a width of 55 feet, being 30 feet easterly and 25 feet westerly South 36°04' East 154.0 feet to Station 233+96 P.C. of a 10' curve right; thence around said 10' curve right 54 feet to Station 234+50 P.O.C.

Thence with a width of 105 feet, being 30 feet easterly and 75 feet westerly around said 10° curve right 141 feet to Station 235+91 P.O.C.

Thence with a width of 83 feet, being 8 feet easterly and 75 feet westerly around said 10° curve right 126.0 feet to Station 237+17 P.O.C.

Thence with a width of 33 feet being 8 feet easterly and 25 feet westerly around said 10° curve right 31.7 feet to Station 237+48.7 P.T.; thence South 0°48' East 791.8 feet to Station 245+40.5 P.C. of a 10° curve right; thence around said 10° curve right 282.3 feet to Station 248+22.8 P.T.; thence South 27°26' West 402.2 feet to Station 252+25 P.C. of a 14° curve right; thence around said 14° curve right 150 feet to Station 253+75, containing 4.81 acres, more or less.

Township 15 South, Range 14 East, SL&M.

- Section 17:
- Section 20:

W1/2SW1/4;
N1/2NW1/4, as more specifically described in that certain Quitclaim Deed dated December 30, 1950, from Geneva Steel Company to Carbon County Railway Company, recorded in Book 15C at page 324, records of Carbon County, Utah, as follows:

A tract of land varying in width on each side of the center line of Carbon County Railway Company's railroad extending from Columbia to Horse Canyon as the same is now constructed over, across and upon the W1/2 of the SW1/4 of Section 17, and the N1/2 of the NW1/4 of Section 20, all in Township 15 South, Range 14 East, SL&M, in Carbon County, Utah; said center line and widths are described as follows (station points, except as otherwise stated, being on Carbon County Railway Company's line extending to Horse Canyon):

Beginning at Station 1+66 of said railroad, which point bears South 77°27' East 673.6 feet from the W1/4 corner of Section 17, Township 15 South, Range 14 East, SL&M, and which point also bears South 62°51' West 7.5 feet from Station 212+71 of Carbon County Railway Company's railroad extending from Columbia Junction to Columbia, Carbon County, Utah;

Thence with a width of 30 feet, being 15 feet on each side of the railroad center line, South 27°09' East 67.6 feet to Station 2+33.6 P.C. of a 6° curve left; thence around said 6° curve left 166.4 feet to Station 4+00 P.O.C.;

Thence with a width of 50 feet, being 25 feet on each side of the railroad center line, continuing around said 6° curve left 151.6 feet to Station 5+53.6 P.T.; thence South 46°21' East 129.2 feet to Station 6+82.8 P.C. of a 12° curve right; thence around said 12° curve right 451.2 feet to Station 11+34 P.T.; thence South 7°48' West 407.7 feet to Station 15+41.7 P.C. of a 6° curve left; thence around said 6° curve left 330.0 feet to Station 18+71.7 P.T.; thence South 12°00' East 953.3 feet to Station 28+25 P.O.T. which is the intersection of the south boundary of Section 17, Township 15 South, Range 14 East, SL&M, from which point the southwest corner of said Section 17 bears westerly 1282 feet, more or less; thence South 12°00' East 275 feet to Station 31+00 P.O.T.;

Thence with a width of 100 feet, being 50 feet on each side of the railroad center line, South 12°00' East 33.1 feet to Station 31+33.1 P.C. of a 10° curve right; thence around said 10° curve right 797.5 feet to Station 39+10.6 P.T.; thence South 67°45' West 560.6 feet to Station 44+91.2 P.C. of a 12° curve left; thence around said 12° curve left 278.8 feet to Station 47+70 P.O.C., which is the intersection of the south boundary line of the Geneva Steel Company property and which point is on the south boundary of the NW1/4 of the NW1/4 of Section 20, Township 15 South, Range 14 East, SL&M, at 305 feet, more or less, easterly from the southwest corner of said NW1/4 of the NW1/4 of said Section 20, containing 7.09 acres, more or less.

Township 15 South, Range 14 West, SL&M.

Section 6: Lot 7, as more specifically described in that certain Easement from Fred Paternoster and Giuseppina Paternoster, Ralph A. McBrook and Annetta McBrook to Carbon County Railway Company dated February 3, 1923; recorded in Book 3M at page 399, records of Carbon County, Utah;

A tract of land 148.3 feet (9 rods) wide, the boundaries of which are parallel to and 74.25 feet (4.5 rods) distant from the center line of railroad as constructed, described as follows:

Beginning at Station 94+78 of the Survey, which is the intersection of the west boundary line of Section 6, Township 15 South, Range 14 East, SL&M, at a distance of 121.25 feet northerly from the southwest corner of said Section 6 - thence north 86°11' East 80.7 feet to Station 95+58.7 P.C.; thence around a 10° curve right 691.3 feet to the intersection of the south boundary line of said Section 6, at a distance of 633 feet Easterly from the southwest corner of said Section 6, and which is Station 102+50 P.O.C.

The above described tract is contained within the boundary lines of Lot 7 of said Section 6, and contains 2.632 acres.

Township 15 South, Range 14 East, SL&M.

Section 7:

W1/2, as more specifically described in that certain Instrument of Conveyance dated October 26, 1949, from Reconstruction Finance Corporation to Carbon County Railway Company; recorded in Book 15-A at page 45, records of Carbon County, Utah, as follows:

A strip of land 100 feet wide lying in the West Half of Section 7, Township 15 South, Range 14 East, Salt Lake Meridian, the boundaries of which are parallel to and 100 feet distant at right angles from the following described center line:

Beginning at a point on the North boundary line of said Section 7, which point is Station 102+50.0 P.O.C. of the railroad center line survey, and said point bearing Easterly 633 feet, more or less, from the Northwest corner of said Section 7, and said point being on a 10° curve right of the survey, the tangent to curve at this point bearing South 24°12' East; thence continuing on same curve right 455.9 feet in a southerly direction to Station 107+05.9 P.T.; thence South 21°23' West 245.5 feet to Station 109+51.4 P.C., beginning of an 8° curve left:

thence around said 8° curve left 154.2 feet to Station 113.05.6 P.T.; thence South 6°57' East 2782.6 feet to Station 140+88.2 P.C., beginning of a 4° curve left; thence around said 4° curve left 962.5 feet to Station 150+50.7 P.T.; thence South 45°27' East 889.3 feet to Station 159+40.0 P.O.T., which is the intersection of the south boundary line of said Section 7, Township 15 South, Range 14 East, this point bearing Westarly 610 feet, more or less, from the South quarter corner of said Section 7.

The above described tract of land is bounded on the North and South by the North and South boundary lines, respectively, of Section 7, Township 15 South, Range 14 East, Salt Lake Meridian, and is bounded on the East and West by those certain tracts of land situate in said Section 7, heretofore conveyed by Reconstruction Finance Corporation to Kaiser & Frazer Parts Corporation and to Geneva Steel Company, respectively, by deeds bearing date February 17, 1949 (effective January 30, 1948) and December 19, 1946, respectively.

Township 15 South, Range 14 East, SLB&M.

- Section 17: SW1/4, S1/2NW1/4, as more specifically described in that certain Quit Claim Deed from Industrial Plants Corporation to Carbon County Railway Company dated October 28, 1954; recorded in Book 30 at page 94, records of Carbon County, Utah, as follows:

Beginning on the East right of way line of the Carbon County Railroad, which point bears North 78°37' West 604.1 feet from the South quarter corner of Section 7, Township 15 South, Range 14 East, SLB&M; thence North 44°33' East 50.3 feet; thence North 45°27' West 400.0 feet; thence North 40°33' West 351.2 feet; thence North 45°27' West 75.0 feet to the P.C. of a 4° 15' curve right; thence around said curve right 840.1 feet to the P.T.; thence North 6°57' West 1300.0 feet; thence South 83°03' West 80.0 feet to the East right-of-way of the Carbon County Railway; thence along said East R.O.W., South 6°57' East 1300.0 feet to the P.C. of a 4°13' curve left; thence along said curve left 895.3 feet to the P.T.; thence South 45°27' East 825.0 feet to the place of beginning, containing 5.1 acres.

Township 15 South, Range 14 East, SL&M.

Section 20: S1/2NW1/4, SW1/4;
Section 29: NW1/4, as more specifically described in that certain Instrument of Conveyance, Transfer and Assignment from Geneva Steel Company to Carbon County Railway Company dated December 31, 1946; recorded in Book 12 at page 606, records of Carbon County, Utah, as follows:

A Parcel of Land 400 feet wide being 200 feet each side of the following described center line:

Beginning at railroad Station 47+70.00 which point is the intersection of the North boundary of the SW1/4 of NW1/4 of Section 20, Township 15 South, Range 14 East, SL&M, and bears 105 feet, more or less, Easterly from the Northwest corner of the said SW1/4 of NW1/4 of Section 20 and which point is on a 12' curve left;

thence around said 12' curve left 659.0 feet to Station 54+29.0 P.T.;

thence South 44'47' East 1199.7 feet to Station 66+28.7 P.C. of a 2' curve left;

thence around said 2' curve left 465.9 feet to Station 70+94.6 P.T.;

thence South 54'06' East 303.1 feet to Station 73+97.7 P.C. of a 10' curve right;

thence around said 10' curve right 900.0 feet to Station 82+97.7 P.T.;

thence South 35'54' West 1003.1 feet to Station 91+00.8 P.C. of a 6' curve left;

thence around said 6' curve left 319.1 feet to Station 96+19.9 P.T.;

thence South 16'45' West 179.1 feet to Station 97+99. P.O.T. which is the intersection of the South Section line of Section 20, above Township and Range, at 1125 feet Easterly from the Southwest corner of said Section 20;

thence South 16'45' West 1654.0 feet to Station 114+49.0 P.C. of a 6' curve right;

thence around said 6° curve right 459.5 feet to Station 119+03.3 P.T.;

thence South 44°19' West 304.3 feet to Station 122+12.8 P.C. of a 6° curve left;

thence around said 6° curve left 372.8 feet to Station 125+85.6 P.T.; which is the intersection of the East-West center line of Section 29, Township 15 South, Range 14 East, SL&N, and which point bears 10 feet, more or less, Easterly from the West quarter corner of said Section 29.

The above described parcel of land is 7815.6 feet in length by 400 feet in width and contains 71.77 acres.

Township 15 South, Range 14 East, SL&N.

Section 32: W1/2W1/2, SW1/4NW1/4, NE1/4SW1/4, as more specifically described in that certain Instrument of Conveyance, Transfer and Assignment from Geneva Steel Company to Carbon County Railway Company dated December 31, 1946; recorded in Book 12 at page 606, records of Carbon County, Utah, as follows:

A right-of-way 400 feet wide, being 200 feet each side of the following described center line:

Beginning at Station 152+90.0 P.O.C. of a 12° curve left, which is the intersection of the North boundary of Section 32, Township 15 South, Range 14 East, SL&N, at 5 feet, more or less, Easterly from the Northwest corner of said Section 32;

thence around said 12° curve left 50.3 feet to Station 153+40.3 P.T.;

thence South 15°13' East 872.0 feet to Station 162+12.3 P.C. of a 6° curve right;

thence around said 6° curve right 261.1 feet to Station 164+73.4 P.T.;

thence South 0°27' West 403.4 feet to Station 168+77.0 P.C. of a 6° curve left;

thence around said 6° curve left 1072.7 feet to Station 179+49.7 P.T.;

thence South 63°55' East 389.4 to Station 183+39.1 P.C. of a 12° curve right;

thence around said 12° curve right 1070.2 feet to Station 194+09.3 P.T.;

thence South 64°31' West 170.3 feet to Station 195+79.6 P.C. of a 10° curve left;

thence around said 10° curve left 254.2 feet to Station 198+33.8 P.T.;

thence South 39°06' West 715.6 feet to Station 205+49.4 P.C. of an 8° curve left;

thence around said 8° curve left 563.7 feet to Station 211+13.1 P.T.;

thence South 6°0' East 754.9 feet to Station 218+68.0 P.O.T. which is the intersection of the South Section line of Section 12, Township 15 South, Range 14 East, which is the boundary line between Carbon and Emery County, above Township and Range, at 286 feet Easterly from the southwest corner of said Section 12.

The above described parcel of land is 6578.0 feet in length and contains 60.4 acres.

Township 15 South, Range 14 East, SL&M.

Section 7: Lots 1, 2, 3, 4, E1/2W1/2, W1/2W1/2SE1/4, as more specifically described in that certain Instrument of Conveyance, Transfer and Assignment dated December 31, 1946 from Geneva Steel Company to Carbon County Railway Company, recorded in Book 12 at page 606, records of Carbon County, Utah, as follows:

A Parcel of Land, which constitutes the railroad Interchange Yard, described as follows, to wit:

Commencing at the South closing corner between Sections 7 and 18, on the Range line between Range 13 East and Range 14 East, in Township 15 South, SL&M as established by the 1899 survey of the General Land Office:

thence North 0°23' East 89.8 feet along said Range line to the closing corner between Sections 12 and 13 on said Range line established by the 1899 survey of the General Land Office;

thence North 0°23' East 2574.0 feet along said Range line to the East quarter corner of Section 12 on said Range line established by the 1899 survey reestablished by the 1942 survey of the General Land Office;

thence North 0°16' East 2566.08 feet along said Range line to the North closing corner between Sections 7 and 6 on said Range line established by a Dependant Resurvey of Boundaries of Section 6, Township 15 South, Range 14 East, by the General Land Office in 1942. The original closing corner established by the 1899 Survey of the General Land Office is located South 89°27' West 17.82 feet from said corner and was marked "Witness Point" by the 1942 survey;

thence North 89°27' East 916.62 feet along the Section line between Sections 6 and 7 to a point of intersection of said Section line and the Westerly right-of-way line of the Carbon County Railroad, said point being located on the arc of a 473.7 feet radius curve and 100 feet from the center line of said railroad;

thence following Southerly around the arc of said 473.7 radius curve 404.9 feet to a point located 100 feet at right angles to and Westerly from station 107+05.9 of the Carbon County Railroad, said station being a P.T. of a 10' curve to the right;

thence South 21°23' West 245.4 feet along a line 100 feet from and parallel to the center line of said railroad to a point at right angles from station 109+51.4, said station being the P.C. of an 8' curve left;

thence Southerly along and around the arc of a 816.8 foot radius curve 100 feet from and parallel to the center line of said railroad 403.83 feet to a point located at right angles from station 113+05.9 P.T. of said railroad center line;

thence South 6°57' East 2782.6 feet along a line 100 feet from and parallel to the center line of said railroad to a point at right angles from station 140+08.2, said station being the P.C. of a 4' curve left;

thence along and around the arc of a 1332.7 foot radius curve 100 feet from and parallel to the center line of said railroad 1031.3 feet to a point located at right angles from Station 150+50.7 P.T. of said railroad center line;

thence South 45°27' East 779.5 feet along a line 100 feet from and parallel to the center line of said railroad to a point at right angles from Station 158+30.3 of said railroad center line and which point is a point of intersection of the Section line between Sections 7 and 18 and the Westerly right-of-way line of said railroad;

thence North 89°59' West along said Section line 1768.0 feet more or less to the point of beginning, and containing 70.83 acres, more or less.

Township 16 South, Range 14 East, SLB&N.

Section 4: S1/4SW1/4, SW1/4SE1/4;
Section 5: SE1/4SE1/4, as more specifically described in that certain Instrument of Conveyance, Transfer and Assignment dated December 31, 1946, from Geneva Steel Company to Carbon County Railway Company; recorded in Book D at page 222, records of Emery County, Utah, as follows:

A Parcel of Land for a railroad right-of-way, having a center line described as follows:

Beginning at Station 272+45.0 P.O.C. of a 6' curve left on the railroad between the Carbon County Railroad and Geneva Coal Mine, which Station is at the intersection of the South boundary of the Northeast quarter of the Southeast quarter of Section 5, Township 16 South, Range 14 East, SLB&N; which Station bears Westerly 180 feet, more or less, from the Southeast corner of said Northeast quarter of the Southeast quarter of said Section 5;

thence around said 6' curve left 1111.9 feet to Station 283+56.9 P.T.;

thence South 80°07' East 1792.8 feet to Station 301+49.7 P.C. of a 7' curve left;

thence around said 7° curve left 295.3 feet to Station 104+45.0 P.T.;

thence North 81°31' East 25.8 feet to Station 105+10.8 P.C. of a 9° curve left;

thence around said 9° curve left 111.1 feet to Station 106+41.9 P.T.;

thence North 71°31' East 122.1 feet to Station 107+44.0 P.C. of a 10° curve left;

thence around said 10° curve left 196.0 feet to Station 109+40.0 P.T.;

thence North 51°55' East 248.3 feet to Station 112+08.3 P.C. of a 7° curve left;

thence around said 7° curve left 302.4 feet to Station 114+10.7 P.T.;

thence North 37°45' East 91.3 feet to Station 115+02.0 P.C. of a 12° curve right;

thence around said 12° curve right 266.7 feet to Station 117+48.7 P.T.

The above described center line of railroad is 4923.7 feet in length.

The widths of said parcel are as follows:

- (a) From Station 272+45.0 to Station 298+54.0; 200 feet on each side of center line;
- (b) From Station 298+54.0 to Station 299+92.0; 14 feet on the right side of center line and 100 feet on the left side thereof;
- (c) From Station 299+92.0 to Station 304+45.0; 14 feet on the right side of center line and 8.5 feet on the left side thereof;
- (d) From Station 304+45.0 to Station 311+92.0; 33 feet on the right side of center line and 8.5 feet on the left side thereof;

(e) From Station 111+92.0 to Station 115+92.0; 15 feet on the right side of center line and 8.5 feet on the left side thereof;

(f) From Station 115+92.0 to Station 117+68.7; 7.0 feet on the right side of center line and 8.5 feet on the left side thereof.

Township 15 South, Range 14 East, S12&M.

- Section 29: W1/2SW1/4;
- Section 30: E1/2SE1/4.

Township 16 South, Range 14 East, S12&M.

- Section 9: Lots 2, 7, 9, 10, NE1/4SE1/4, as more specifically described as part of the centerline description of the railway extension in Right-of-Way from the United States to Carbon County Railway Company dated October 13, 1930, Serial No. SL-066777 (unrecorded), Carbon County, Utah, as identified in those certain Field Notes of the entire Railway Route from Columbia, Carbon County, Utah to Geneva Mine, Horse Canyon, Emery County, Utah dated March 24, 1947, contained in the SL-066777 Case File.

Township 15 South, Range 14 East, S12&M.

- Section 17: SW1/4NW1/4;
- Section 18: NE1/4NW1/4, N1/2NE1/4, SE1/4NE1/4; as more specifically shown on Map entitled "Amended Definite Location, Carbon County Railway Company Right of Way" dated March 24, 1924, filed for that certain Right-of-Way approved by the United States November 19, 1924, under Serial No. SL-034138, Carbon County, Utah, and described as follows:

A strip of land 200 feet wide lying in the NE1/4NW1/4, N1/2NE1/4, SE1/4NE1/4 of Section 18 and in the SW1/4NW1/4 of Section 17, Township 15 South, Range 14 East, S.L.B.&M., parallel to and 100 feet distant at right angles on each side of the following described center line:

Beginning at a point on the south boundary line of Section 7, Township 15 South, Range

14 East, S.L.S.&N., which point is Station 159+40.0 P.O.T. of the railroad centerline survey, and said point bearing Westarly 610 feet, more or less, from the South quarter corner of said Section 7; thence South 45°16' East to Station 172+38.6 P.C.; thence continuing on a 10° curve left to Station 177+30.3 P.T.; thence North 88°14' East on a 10° curve right to Station 194+04.6 P.T.; thence 32°51' East to Station 200+15, a point of intersection of the East boundary line of Section 17 and being 890' North of the West quarter corner of Section 17; thence South 32°51' East to Station 210+08 on said railroad, which is the point of intersection with the east-west centerline of said Section 17, Township 15 South, Range 14 East, S.L.S.&N. and which point bears 572 feet Easterly, more or less, from the West quarter corner of said Section 17.

Specifically excepting the following described tract of land which contains a municipal landfill:

- A parcel of land lying within the S1/2 of Section 7, T15S, R14E, SLBM described as:

Beginning at a point that is N 00°41'03" E 499.40 feet along the center section line from the South 1/4 corner of said Section 7; running thence S 70°04'50" W 489.73 feet; thence N 19°55'10" W 1193.42 feet to the SW corner of the current landfill fence; thence N 70°04'50" E 730.00 feet; thence S 19°55'10" E 1193.42 feet; thence S 70°04'50" W 240.27 feet; to the point of beginning, containing 20 acres more or less.

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Exhibit A-1

Part V(C): Carbon County Railway Company Buildings & Structures

1. All Trackage, Ties, Switches, Bridges, Trestles, Spurs
and Related Equipment and Facilities
2. Shop Building
3. Office Building
4. Oil House
5. 4 Diesel Fuel Tanks
6. Metal "Diesel Fuel Pump and Meter" Building
7. Metal Garage (Single)
8. Sand House w/Sanding Tower
9. Boiler Room Building
10. Double-wide Garage
11. Coal Bin and Slack Coal Pit

Exhibit A-1
to
Deed and Assignment
for
Acquisition Agreement 275

Part V(C): Carbon County Railway Company Buildings and
Structures

1. All Trackage, Ties, Switches, Bridges, Trestles, Spurs and Related Equipment and Facilities, located on Exhibit A
2. Shop Building
3. Office Building
4. Oil House
5. "LUST"
6. Metal "Diesel Fuel Pump and Meter" Building
7. Metal Garage (Single)
8. Sand House with Sanding ntower
9. Boiler Room Building
10. Double-Wide Garage
11. Coal Bin and Slack Coal Pit

Exhibit A-1

Part IV: Leasehold Estate

North - Carbon County

For lands described in LEASEHOLD ESTATES 1 & 2 below, the following statement applies:

ASSIGNED to Kaiser Coal Corporation, a Delaware corporation, by Deed and Assignment dated March 28, 1985, recorded in Book 248 of Records at page 589-619.

1. A LEASEHOLD ESTATE consisting of the rights and interests in the land hereinafter described, which are set forth in and granted by the terms of that certain unrecorded Coal Lease dated April 2, 1929, executed by the United States of America in favor of U. S. Steel Corporation, Serial No. UTSL-046612./

2. 1/2 Sec 33 & 1/2 Sec 34
Township 15 South, Range 14 East, S1EM

- Section 33: S $\frac{1}{2}$ NE $\frac{1}{2}$, NE $\frac{1}{2}$ SW $\frac{1}{2}$, N $\frac{1}{2}$ SE $\frac{1}{2}$
- Section 34: SW $\frac{1}{2}$ NW $\frac{1}{2}$, NW $\frac{1}{2}$ SW $\frac{1}{2}$

280 Acres \pm (PA-907)

South - Emery County

For lands described in LEASEHOLD ESTATES 3 and 4 below, the following statement applies:

ASSIGNED to Kaiser Coal Corporation, a Delaware corporation, by Deed and Assignment dated March 28, 1985, recorded in Book 153 of Records at page 137-168.

3. A LEASEHOLD ESTATE consisting of the rights and interests in the land hereinafter described, which are set forth in and granted by the terms of that certain unrecorded Coal Lease dated June 19, 1946, executed by the United States of America in favor of U. S. Steel Corporation, Serial No. UTSL-066145. ✓

Township 16 South, Range 14 East, SLEM

Section 3: Lots 1-3, inclusive, and 7-11 inclusive,
NE $\frac{1}{4}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$

Section 4: Lot 1

Section 10: E $\frac{1}{2}$, E $\frac{1}{4}$ NW $\frac{1}{4}$, NE $\frac{1}{4}$ SW $\frac{1}{4}$

Section 11: W $\frac{1}{2}$

Section 14: NW $\frac{1}{4}$

Section 15: N $\frac{1}{2}$ NE $\frac{1}{4}$, SE $\frac{1}{2}$ NE $\frac{1}{4}$

1,552.17 Acres \pm (PA-907)

4. A LEASEHOLD ESTATE consisting of the rights and interests in the lands hereinafter described, which are set forth in and granted by the terms of that certain unrecorded Coal Lease dated February 6, 1974, executed by the State of Utah in favor of U. S. Steel Mining Company, Inc., Mineral Lease No. 1680. ✓

Township 16 South, Range 14 East. SLBM

Section 2: All

640 Acres \pm (PA-907)

(b) All items of equipment, machinery, inventory, vehicles or other personal property or fixtures (including, without limitation, coal piles, wash or processing plants and storage or loading facilities) owned or leased by Seller and included in the Assets; provided, however, that the Document List lists only such items which have, in any given case, a fair market value in excess of \$5,000;

See attached Exhibits A-1, Part V; and A-2, Part IV