

**WHEN RECORDED, RETURN TO:**

Railrunner DAI, LLC  
Attn: Bryan Flamm  
14034 South 145 East, Suite 204  
Draper, UT 84020



\*W3333456\*

Affecting Parcel: 08-052-0065

**GRANT OF EASEMENT**

*For Access and Utilities*

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, TODD POTTER, an individual (“Grantor”), does hereby sell, convey, and warrant to RAILRUNNER DAI, LLC, a Utah limited liability company (“DAI”); BC ASSETS, LLC, a Utah limited liability company (“BCA”); and, HOOPER WATER IMPROVEMENT DISTRICT, a Utah special service district (“HWID”) (with DAI, BCA, and HWID being collectively the “Grantees” who are respectively the owners of the “Benefitted Properties” described in Exhibit B attached hereto) a permanent and perpetual utility easement and right-of-way for vehicular and pedestrian access which includes the right of Grantees and their successors in interest to lay asphalt, pave, erect, construct, install, lay, and thereafter use, operate, inspect, repair, maintain, replace, and rework underground public and/or private utilities including, but not limited to, gas, power, storm water, sewer, and water along with other reasonable appurtenances thereunto required, over, across, and/or under a thirty foot (30’) wide section from the western edge of Grantor’s property described below which is situated in Roy City, Weber County, State of Utah, more accurately described and depicted in the attached Exhibit A (the “Easement”).

The rights, responsibilities, and obligations of the with respect to the Easement are set forth in greater detail in a Settlement Agreement dated as of the 12<sup>th</sup> day of July, 2024 (the “Settlement Agreement”) by and between DAI and Grantee. Except for the Settlement Agreement, this Grant of Easement constitutes the entire agreement between Grantor and Grantees regarding the Easement. To the extent this Grant of Easement conflicts with the terms and conditions of the Settlement Agreement, this Grant of Easement shall control.

Nothing contained herein will be deemed to be a gift or dedication to or for the general public or for any public purposes whatsoever, it being the intention of the Grantor and Grantees that this Easement be strictly limited to and for the purposes expressed herein.

The easements, rights, and obligations granted or created hereby are appurtenances to the real property set forth herein and none of the easements, rights or obligations may be transferred, assigned or encumbered except as an appurtenance to such real property. For the purposes of the easements and rights set forth herein, the real property benefitted thereby will constitute the dominant estate, and the Parcel burdened thereby will constitute the servient estate. The Easement (i) will constitute covenants running with the land for the Grantor Property and the Benefitted Properties; (ii) will bind every person having a fee, leasehold, or other interest in any portion of the real property described herein at any time or from time to time to the extent such portion is affected or bound by the Easement or right in question, or to the extent that Easement or right is to be performed on such portion; (iii) will inure to the benefit of and be binding upon the Grantor/Grantees and their respective successors and assigns as to their respective real property, and (iv) will create equitable servitudes upon Grantor’s real property in favor of Grantees’ real property.

If any condition, covenant or other provision herein contained is held to be invalid or void by any court of competent jurisdiction, the same will be deemed severable from the remainder hereof and will in

no way affect any other condition, covenant or other provision herein contained. If such condition, covenant or other provision will be deemed invalid due to its scope or breadth, such condition, covenant or other provision will be deemed invalid to the extent of the scope and breadth permitted by law.

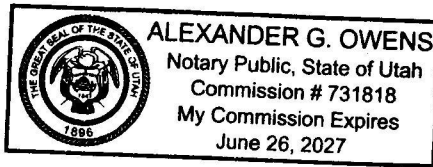
WITNESS the hand of said Grantor this 12<sup>th</sup> day of July, 2024.

GRANTOR

Todd Potter  
TODD POTTER

STATE OF Utah )  
  :SS  
COUNTY OF Weber )

On this 12<sup>th</sup> day of July, 2024, personally appeared before me TODD POTTER, who being duly sworn, did say that they are the Grantor and signer of the foregoing Grant of Easement and that said instrument was signed with actual and requisite authority, and said signer acknowledged to me that they executed the same.



Alexander G. Owens  
NOTARY PUBLIC

**EXHIBIT A**

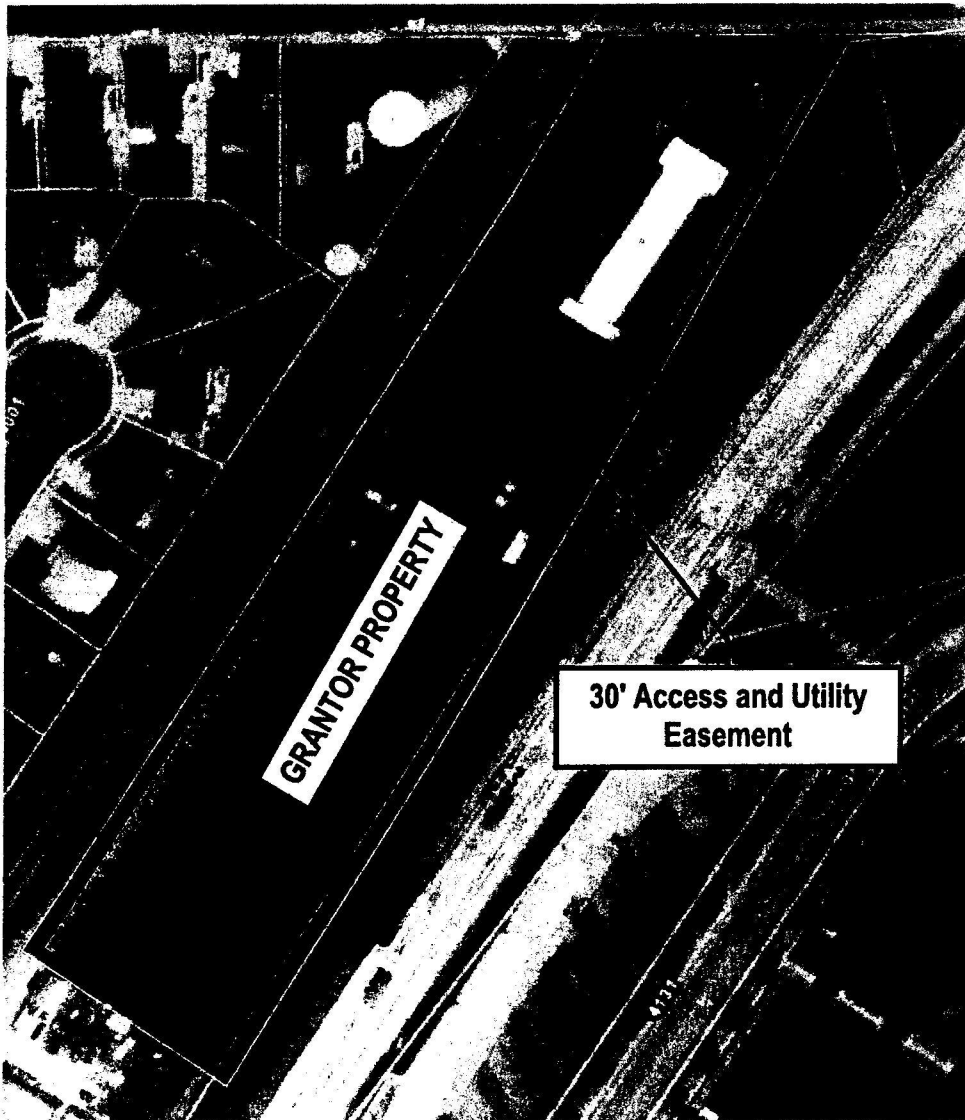
*Legal Description of Grantor Property and Depiction of Easement*

**GRANTOR PROPERTY: WEBER COUNTY PARCEL #: 08-052-0016**

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PART OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 5 NORTH, RANGE 2 WEST, SALT LAKE BASE & MERIDIAN, U S SURVEY. BEGINNING AT A POINT ON THE SOUTH SIDE OF 4000 SOUTH STREET AND THE EAST RIGHT OF WAY LINE OF THE DENVER AND RIO GRANDE RAILROAD, SAID POINT BEGINNING 917.20 FEET, NORTH 89°53'27" WEST AND SOUTH 34°21' WEST 39.92 FEET, FROM THE NORTH QUARTER CORNER OF SECTION 11, TOWNSHIP 5 NORTH, RANGE 2 WEST, RUNNING THENCE SOUTH 34°21' WEST 846.99 FEET ALONG THE EAST LINE OF SAID RIGHT OF WAY; THENCE SOUTH 55°39' EAST 164.49 FEET; THENCE NORTH 34°34'32" EAST 254.56 FEET; THENCE NORTH 37°20'04" EAST 160.74 FEET; THENCE NORTH 31°33'31" EAST 533.16 FEET, THENCE NORTH 89°53'27" WEST 178.82 FEET ALONG THE SOUTH BOUNDARY LINE OF 4000 SOUTH STREET TO THE POINT OF BEGINNING.

CONTAINING APPROXIMATELY 3.38 ACRES



**EXHIBIT B**

*Legal Descriptions of Benefitted Properties*

**DAI PARCEL: WEBER COUNTY PARCEL #: 08-052-0088**

PART OF THE WEST HALF OF SECTION 11, TOWNSHIP 5 NORTH, RANGE 2 WEST, SALT LAKE BASE & MERIDIAN, U.S. SURVEY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE EASTERLY RIGHT OF WAY LINE OF THE DENVER AND RIO GRAND RAILROAD, SAID POINT BEING NORTH 89°53'27" WEST 1776.39 FEET AND SOUTH 00°06'33" WEST 1262.28 FEET FROM THE NORTH QUARTER CORNER OF SAID SECTION 11; THENCE SOUTH 55°39'01" EAST 200.67 FEET TO THE WESTERLY RIGHT OF WAY LINE OF THE UNION PACIFIC RAILROAD; THENCE ALONG SAID WESTERLY RIGHT OF WAY THE FOLLOWING THREE (3) COURSES: (1) ALONG A NON TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 8644.40 FEET, AND ARC LENGTH OF 188.39 FEET, A DELTA ANGLE OF 12°30'59", A CHORD BEARING OF SOUTH 22°38'13" WEST, AND A CHORD LENGTH OF 1884.64 FEET; (2) SOUTH 23°16'18" WEST 41.07 FEET; AND (3) ALONG A TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 5785.01 FEET, AN ARC LENGTH OF 263.47 FEET, A DELTA ANGLE OF 02°36'34", A CHORD BEARING SOUTH 21°57'58" WEST, AND A CHORD LENGTH OF 263.44 FEET; THENCE NORTH 89°31'45" WEST 149.55 FEET; THENCE NORTH 19°30'18" EAST 22.87 FEET; THENCE ALONG A TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 20.00 FEET, AN ARC LENGTH OF 19.20 FEET, A DELTA ANGLE OF 54°59'45", A CHORD BEARING OF NORTH 07°59'35" WEST, AND A CHORD LENGTH OF 18.47 FEET; THENCE ALONG A REVERSE CURVE TURNING TO THE RIGHT WITH A RADIUS OF 52.62 FEET, AN ARC LENGTH OF 101.88 FEET, A DELTA ANGLE OF 110°56'02", A CHORD BEARING OF NORTH 19°58'34" EAST, AND A CHORD LENGTH OF 86.70 FEET; THENCE NORTH 14°33'25" WEST 34.44 FEET; THENCE NORTH 27°55'31" EAST 167.86 FEET; THENCE NORTH 00°08'26" EAST 17.99 FEET; THENCE ALONG A TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 2.00 FEET, AN ARC LENGTH OF 3.14 FEET, A DELTA ANGLE OF 90°00'00", A CHORD BEARING OF NORTH 45°08'26" EAST, AND A CHORD LENGTH OF 2.83 FEET; THENCE SOUTH 89°51'34" EAST 31.25 FEET; THENCE NORTH 08°45'50" EAST 31.35 FEET; THENCE NORTH 00°08'26" EAST 60.29 FEET; THENCE ALONG A NON TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 8799.40 FEET, AN ARC LENGTH OF 389.40 FEET, A DELTA ANGLE OF 02°32'08", A CHORD BEARING OF NORTH 18°08'22" EAST, AND A CHORD LENGTH OF 389.37 FEET; THENCE NORTH 61°30'05" WEST 270.98 FEET TO THE EASTERLY RIGHT OF WAY LINE OF THE DENVER AND RIO GRAND RAILROAD, THENCE ALONG SAID EASTERLY RIGHT OF WAY LINE A NON TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 5700.17 FEET, AN ARC LENGTH OF 400.45 FEET, A DELTA ANGLE OF 04°01'31", A CHORD BEARING OF NORTH 30°31'48" EAST, AND A CHORD LENGTH OF 400.37 FEET; THENCE SOUTH 56°37'54" EAST 91.41 FEET; THENCE ALONG A NON TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 10.00 FEET, AN ARC LENGTH OF 14.76 FEET, A DELTA ANGLE OF 84°32'46", A CHORD BEARING SOUTH 15°26'52" EAST, AND A CHORD LENGTH OF 13.45 FEET; THENCE SOUTH 57°43'18" EAST 98.80 FEET; THENCE NORTH 32°16'42" EAST 26.58 FEET; THENCE NORTH 22°56'57" EAST 387.86 FEET; THENCE NORTH 55°39'01" WEST 32.26 FEET; THENCE ALONG A TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 2.00 FEET, AN ARC LENGTH OF 3.14 FEET, A DELTA ANGLE OF 90°00'00", A CHORD BEARING OF NORTH 10°39'01" WEST, AND A CHORD LENGTH OF 2.83 FEET; THENCE NORTH 34°20'59" EAST 259.83 FEET; THENCE ALONG A TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 59.50 FEET, AN ARC LENGTH OF 25.54 FEET, A DELTA ANGLE OF 24°35'50", A CHORD BEARING OF NORTH 46°38'54" EAST, AND A CHORD LENGTH OF 25.35 FEET; THENCE NORTH 02°36'42" EAST 34.75 FEET; THENCE NORTH 13°46'28" WEST 105.39 FEET TO THE EASTERLY RIGHT OF WAY LINE OF THE DENVER AND RIO GRAND RAILROAD; THENCE NORTH 34°20'59" EAST 268.36 FEET ALONG SAID EASTERLY RIGHT OF WAY LINE TO THE POINT OF BEGINNING.

CONTAINING 465,166 SQUARE FEET OR 10.679 ACRES.

**DAI PARCEL: WEBER COUNTY PARCEL #: 08-052-0089**

PART OF THE NORTHWEST QUARTER OF SECTION 11, TOWNSHIP 5 NORTH, RANGE 2 WEST, SALT LAKE BASE & MERIDIAN, U.S. SURVEY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE EASTERLY RIGHT OF WAY LINE OF THE DENVER AND RIO GRAND RAILROAD, SAID POINT BEING NORTH 89°53'27" WEST 1776.39 FEET AND SOUTH 00°06'33" WEST 1262.28 FEET AND SOUTH 34°20'59" WEST 268.36 FEET FROM THE NORTH QUARTER CORNER OF SAID SECTION 11; THENCE SOUTH 13°46'28" EAST 105.39 FEET; THENCE SOUTH 02°36'42" WEST 34.75 FEET; THENCE ALONG A NON TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 59.50 FEET, AN ARC LENGTH OF 55.54 FEET, A DELTA ANGLE OF 24°35'50", A CHORD BEARING OF SOUTH 46°38'54" WEST, AND A CHORD LENGTH OF 25.35 FEET; THENCE SOUTH 34°20'59" WEST 259.83 FEET; THENCE ALONG A TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 2.00 FEET, AN ARC LENGTH OF 3.14 FEET, A DELTA ANGLE OF 90°00'00", A CHORD BEARING OF SOUTH 10°39'01" EAST, AND A CHORD LENGTH OF 2.83 FEET; THENCE SOUTH 55°39'01" EAST 32.26 FEET; THENCE SOUTH 22°56'57" WEST 387.86 FEET; THENCE SOUTH 32°16'42" WEST 26.58 FEET; THENCE NORTH 57°43'18" WEST 98.80 FEET; THENCE ALONG A TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 10.00 FEET, AND ARC LENGTH OF 14.76 FEET, A DELTA ANGLE OF 84°32'46", A CHORD BEARING OF NORTH 15°26'52" WEST, AND A CHORD LENGTH OF 13.45 FEET; THENCE NORTH 56°37'54" WEST 91.41 FEET TO THE EASTERLY RIGHT OF WAY LINE OF THE DENVER AND RIO GRAND RAILROAD; THENCE ALONG SAID EASTERLY RIGHT OF WAY LINE THE FOLLOWING TWO (2) COURSES: (1) ALONG A NON TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 5700.17 FEET, AND ARC LENGTH OF 181.33 FEET, A DELTA ANGLE OF 01°49'22", A CHORD BEARING OF NORTH 33°27'15" EAST, AND A CHORD LENGTH OF 181.32 FEET; AND (2) NORTH 34°20'59" EAST 608.42 FEET TO THE POINT OF BEGINNING.

*CONTAINING 98,914 SQUARE FEET OR 2.271 ACRES.*

**BCA PARCEL: WEBER COUNTY PARCEL #: 08-052-0087**

PART OF THE WEST HALF OF SECTION 11, AND THE EAST HALF OF SECTION 10, TOWNSHIP 5 NORTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN U.S. SURVEY, DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE EASTERLY RIGHT OF WAY LINE OF THE DENVER AND RIO GRAND RAILROAD, SAID POINT BEING 2811.44 FEET NORTH 89°53'27" WEST AND 2982.72 FEET SOUTH 00°06'33" WEST FROM THE NORTH QUARTER CORNER OF SAID SECTION 11; THENCE SOUTH 89°49'50" EAST 357.18 FEET; THENCE SOUTH 00°08'26" WEST 60.11 FEET; THENCE SOUTH 08°45'50" WEST 31.35 FEET; THENCE NORTH 89°51'34" WEST 31.25 FEET; THENCE ALONG A TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 2.00 FEET, AN ARC LENGTH OF 3.14 FEET, A DELTA ANGLE OF 90°00'00", A CHORD BEARING OF SOUTH 45°08'26" WEST, AND A CHORD LENGTH OF 2.83 FEET; THENCE SOUTH 00°09'55" WEST 18.00 FEET; THENCE SOUTH 27°55'31" WEST 167.85 FEET; THENCE SOUTH 14°33'25" EAST 34.44 FEET; THENCE ALONG A NON TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 52.62 FEET, AN ARC LENGTH OF 101.89 FEET, A DELTA ANGLE OF 110°56'44", A CHORD BEARING OF SOUTH 19°58'13" WEST, AND A CHORD LENGTH OF 86.70 FEET; THENCE ALONG A REVERSE CURVE TURNING TO THE RIGHT WITH A RADIUS OF 20.00 FEET AN ARC LENGTH OF 19.19 FEET, A DELTA ANGLE OF 54°57'54", A CHORD BEARING OF SOUTH 07°58'39", EAST AND A CHORD LENGTH OF 18.46 FEET; THENCE SOUTH 19°30'18" WEST 22.87 FEET TO THE NORTH LINE OF WEST PARK SUBDIVISION PHASE 3; THENCE NORTH 89°31'45" WEST 370.32 FEET ALONG A PORTION OF SAID NORTH LINE TO THE EASTLY RIGHT OF WAY LINE OF THE DENVER AND RIO GRAND RAILROAD; THENCE ALONG A NON TANGENT CURVE TURNING TO THE RIGHT WITH A RADIUS OF 5700.17 FEET, AN ARC LENGTH OF 440.65 FEET, A DELTA ANGLE OF 04°25'45", A CHORD BEARING OF NORTH 20°44'20" EAST, AND A CHORD LENGTH OF 440.54 FEET ALONG SAID EASTERLY RIGHT OF WAY TO THE POINT OF BEGINNING.

*CONTAINING APPROXIMATELY 3.40 ACRES*

**HWID PARCEL: WEBER COUNTY PARCEL #: 08-052-0056**

PARCEL OF LAND LOCATED IN THE WEST HALF OF SECTION 11 AND IN THE SOUTHEAST QUARTER OF SECTION 10, TOWNSHIP 5 NORTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN, WEBER COUNTY, UTAH DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE EASTERLY RIGHT OF WAY LINE OF THE D&RGW RAILWAY, SAID POINT BEING NORTH 89°53'27" WEST 917.20 FEET ALONG THE SECTION LINE AND SOUTH 34°21'00" WEST 2404.02 FEET ALONG SAID EASTERLY RIGHT OF WAY LINE AND SOUTHWESTERLY ALONG SAID EASTERLY RIGHT OF WAY LINE 581.78 FEET ALONG A 5696.65 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 05°51'05" (LONG CHORD BEARS SOUTH 31°25'28" WEST 581.52 FEET) FROM THE NORTH QUARTER CORNER OF SECTION 11, TOWNSHIP 5 NORTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE SOUTHWESTERLY CONTINUING ALONG SAID EASTERLY RIGHT OF WAY LINE 553.33 FEET ALONG SAID 5696.65 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 05°33'55" (LONG CHORD BEARS SOUTH 25°42'57" WEST 553.11 FEET); THENCE SOUTH 89°51'34" EAST 518.52 FEET TO THE WESTERLY RIGHT OF WAY LINE OF THE OSL RAILWAY; THENCE NORTHERLY ALONG SAID WESTERLY RIGHT OF WAY LINE 311.09 FEET ALONG A 8644.40 FOOT RADIUS NON TANGENT CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 02°03'43" (LONG CHORD BEARS NORTH 18°19'42" EAST 311.08 FEET); THENCE NORTH 61°30'05" WEST 428.22 FEET TO THE POINT OF BEGINNING. LESS & EXCEPTING: PARCEL OF LAND LOCATED IN THE WEST HALF OF SECTION 11, TOWNSHIP 5 NORTH, RANGE 2 WEST, SALT LAKE BASE AND MERIDIAN, WEBER COUNTY, UTAH. DESCRIBED AS FOLLOWS: BEGINNING AT A POINT BEING LOCATED NORTH 00°23'24" EAST 2786.96 FEET ALONG THE WEST LINE OF SAID SECTION 11 AND NORTH 90°00'00" EAST 119.11 FEET AND SOUTH 61°30'05" EAST 266.19 FEET FROM THE SOUTHWEST CORNER OF SAID SECTION 11; RUNNING THENCE SOUTH 61°30'05" EAST 162.02 FEET TO THE WEST RIGHT OF WAY LINE OF THE UNION PACIFIC RAIL ROAD; THENCE ALONG SAID WEST RIGHT OF WAY LINE ALONG THE ARC OF A 8644.40 FOOT RADIUS CURVE TO THE LEFT 311.13 FEET, HAVING A CENTRAL ANGLE OF 02°03'44", CHORD BEARS SOUTH 18°19'42" WEST 311.11 FEET; THENCE NORTH 89°51'34" WEST 167.31 FEET; THENCE ALONG THE ARC OF A 8804.40 FOOT RADIUS CURVE TO THE RIGHT 391.97 FEET, HAVING A CENTRAL ANGLE OF 02°33'03", CHORD BEARS NORTH 18°15'05" EAST 391.94 FEET TO THE POINT OF BEGINNING.

CONTAINING APPROXIMATELY 3.24 ACRES