



EXHIBIT 'A'

WHEN RECORDED, MAIL TO:

Ervin R. Holmes, Esq.  
Van Cott, Bagley, Cornwall & McCarthy  
50 South Main Street, Suite 1600  
Salt Lake City, Utah 84144

164511

WARRANTY DEED  
(Special)

OPAL, INC., a Nevada corporation, grantor, of 1801 Century Park East, Suite 1000, Los Angeles, California 90067, hereby CONVEYS AND WARRANTS against all claiming by, through or under said Grantor, but not otherwise, to AGRI-EMPIRE CORPORATION, a California corporation, of 630 West Seventh Street, San Jacinto, California 92383, for the sum of Ten and No/100 Dollars, and other good and valuable consideration, the following described tracts of land in Iron and Beaver Counties, State of Utah:

- ✓ Southeast quarter and Lots 1, 2, 6, and 7 of Section 4, Township 30 South, Range 12 West, Salt Lake Meridian.
- 2776  
2777 ✓ Lots 1, 2, 3 and the South 1/2 of the North 1/2 and the South 1/2 of Section 3, Township 30 South, Range 12 West, Salt Lake Meridian.
- 2732 ✓ Lots 1, 2, 3 and East half of Northwest quarter, Northeast quarter of the Southwest quarter, Section 19; Township 29 South, Range 11 West, Salt Lake Meridian.
- ✓ Southeast quarter of Southeast quarter; South half of Northeast quarter; North half of Southeast quarter; Southwest quarter of Southeast quarter in Section 26;
- ✓ West half of Northeast quarter; East half of Northwest quarter, East half of Southwest quarter, in Section 35;

All of the above being in Township 28 South, Range 11 West, Salt Lake Meridian.

FILED FOR RECORD

9:00 o'clock 11 m

MAR 31 1988

*[Signature]*  
Beaver County Recorder  
#252

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- 2350 ✓ West half of Section 22;
  - 2351 ✓ East half of Section 23;
  - ✓ West half of Section 23;
  - 2352 ✓ West half of Section 24;
  - ✓ Southeast quarter of Section 24;
  - 2353 ✓ All of Section 25;
  - 2354 ✓ North half of Section 26;
  - 2357 ✓ South half of Southwest quarter; East 60 rods of Northeast quarter of Southwest quarter; North half of Southeast quarter; Southeast quarter of Southeast quarter; and the East half of the Southwest quarter of the Southeast quarter, all in Section 27; (250 acres)
  - 2358 ✓ All of Section 33;
  - 2361 ✓ West half of Section 34;
- All of the above being in Township 30 South, Range 13 West, Salt Lake Meridian.
- 2401 ✓ Lots 5 and 6, and 11 and 12, Section 4;
  - 2402 ✓ Lots 7, 8, 9, and 10, Section 5;
  - ✓ Lots 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, East half of Southwest quarter, Southeast quarter, Section 6;
  - ✓ All of Section 7;
  - ✓ North half of Section 18;
  - ✓ South half of Section 18;
  - ✓ South half of Section 19;
  - ✓ Northeast quarter, East half of Northwest quarter; Lots 1 and 2, Section 19;

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- \ West half of Northwest quarter and Northeast quarter of Northwest quarter of Section 29;
- \ All of Section 30;
- \ All of the above being in Township 31 South, Range 13 West, Salt Lake Meridian.
- \ Lots 1, 2, 3, 6, 7, 8, 9, 10, 11, 14, 15, 16 and the Northeast quarter of Southwest quarter and Southeast quarter; Lots 4, 5, 12, 13 West half of Southwest quarter, Southeast quarter of Southwest quarter, all in Section 1;
- \ Northeast quarter of Section 11;
- \ All of Section 12;
- \ All of Section 13;
- \ All of Section 24;
- \ All of Section 25;
- \ All of the above being in Township 31 South, Range 14 West, Salt Lake Meridian.

Subject to a reservation of interest in and to all oil, gas, and other petroleum products and minerals underlying the said premises as reserved by Rosalie Cook, Executrix of the Estate of Howard Cook, deceased, Rosalie Cook, wife of Howard Cook, deceased, Helen Cook, Executrix of the Estate of Jess Cook, deceased, and Helen Cook, wife of Jess Cook, deceased. Subject further to any federal or state reservation of oil, gas, petroleum products or minerals and all outstanding easements for roadways, ditches, canals, power lines, telephone lines and other easements of record on December 23, 1985 or which were visible upon the premises on December 23, 1985.

- 2065 \ Southeast Quarter of the Southeast Quarter of Section 23; West half of the Southwest Quarter of Section 24; Northeast Quarter of the Northeast Quarter of Section 26; all in Township 28 South, Range 11 West, Salt Lake Base and Meridian.
- 2675

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- 235 ✓ West half of the Northwest Quarter and West half of the Southwest Quarter of Section 35, Township 28 South, Range 11 West, Salt Lake Base and Meridian.
- 277 ✓ East half of the Southeast Quarter and Southeast Quarter of the Northeast Quarter of Section 10, and Southwest Quarter of the Northwest Quarter of Section 11, Township 29 South, Range 11 West, Salt Lake Base and Meridian.
- 287 ✓ Lot 4 and Southeast Quarter of the Southwest Quarter of Section 19, Township 29 South, Range 11 West, Salt Lake Base and Meridian.
- 311 ✓ Northeast Quarter of Section 9, Township 30 South, Range 12 West, Salt Lake Base and Meridian.
- East half of Section 10, Township 31 South, Range 13 West, Salt Lake Base and Meridian.
- West half of Section 20, Township 31 South, Range 13 West, Salt Lake Base and Meridian.
- Northeast quarter of the Northeast quarter of Section 27, Township 31 South, Range 13 West, Salt Lake Base and Meridian.
- Subject to all reservations of oil, gas, and other minerals of record as of December 23, 1985.
- 236 ✓ Commencing at the Northwest corner of Section 16, Township 29 South, Range 11 West, Salt Lake Base and Meridian, and running thence East 47.5 chains to the railroad right-of-way; thence Southwesterly along the railroad right-of-way 86 chains to the section line; thence North 72 chains along the section line to the point of beginning.
- 271 ✓ Southwest quarter of Section 2;
- ✓ Lots 3 and 4, South half of Northwest quarter of Section 2;
- 272 ✓ Lot 3, Section 4;
- 273 ✓ East half of the Southwest quarter; West half of Southeast quarter of Section 10;

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- ✓ Southeast quarter of Section 11; excepting therefrom the following: Beginning at the Southwest corner of Section 11, Township 29 South, Range 11 West, SLB & M, Thence West 350 feet; thence North 187 feet; thence East 350 feet; thence South 187 feet to the point of beginning;
  - ✓ North half of Northwest quarter of Section 11;
  - ✓ South half of Northeast quarter of Section 15;
  - ✓ Northeast quarter of Northwest quarter of Section 15;
  - ✓ Southeast quarter of Northwest quarter; East half of Southwest quarter, Section 15;
  - ✓ Northwest quarter of Northeast quarter of Section 15;
  - ✓ Northeast quarter of Northeast quarter of Section 15;
  - ✓ Southeast quarter of Southwest quarter, Section 21; and commencing 36 rods North of the East quarter corner of Section 21, Township 29 South, Range 11 West, S.L.M., North 44 rods; West 160 rods; South 160 rods; East 50 rods; North 116 rods; East 110 rods to beginning;
  - ✓ Southwest quarter of Southwest quarter of Section 21;
- All of the above being in Township 29 South, Range 11 West, Salt Lake Meridian.

THIS CONVEYANCE IS MADE SUBJECT TO THE FOLLOWING:

- (a) Taxes and assessments for the year 1988 and thereafter;
- (b) The rights of the tenant in possession, pursuant to that certain Land Lease, dated September 15, 1986, as modified by that First Amendment to Land Lease, dated July 15, 1987, between Grantor, as Landlord, and Dean Carter, as Tenant;

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(c) Any and all liens, covenants, conditions, restrictions, easements, rights-of-way, encroachments, judgments, encumbrances, and other matters of record on December 23, 1985 or enforceable at law or in equity on December 23, 1985.

This Deed is executed by the Grantor in duplicate originals to facilitate recording in two counties at the time of closing; no additional rights or interests are intended in favor of the grantee by reason of the execution of duplicate original deeds.

WITNESS, the hand of said Grantor, as of the 24th day of March, 1988.

OPAL, INC., a Nevada corporation,

By J. Anthony Kuba  
J. Anthony Kuba  
President

STATE OF CALIFORNIA )  
COUNTY OF Los Angeles ) ss.

On the 24<sup>th</sup> day of March, 1988, personally appeared before me J. Anthony Kuba, who, being by me duly sworn, did say that he is the President of Opal, Inc., a Nevada corporation, and that the foregoing instrument was signed on behalf of said corporation by authority of its Bylaws or a resolution of its Board of Directors, and said J. Anthony Kuba acknowledged to me that said corporation executed the same.

Maria Hartley  
NOTARY PUBLIC  
Residing at: 324A 21ST STREET  
MANHATTAN BEACH, CA 90266

My Commission Expires:  
March 16, 1988



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