

CT/A#165204.WHF

Ent 528720 Bk 1432 Pg 1280 - 1284
MARCY M. MURRAY, Recorder
WASATCH COUNTY CORPORATION
2023 Jan 18 02:05PM Fee: \$40.00 TC
For: Cottonwood Title Insurance Agency, In
ELECTRONICALLY RECORDED

RECORDING REQUESTED BY &
WHEN RECORDED RETURN TO:

Kirton McConkie
50 E. South Temple #400
Salt Lake City, UT 84111
Attn: David Wilson

Tax Parcel Nos.: 06-0021-6278
02-0021-6495
00-0021-6496

(space above for Recorder's use)

TERMINATION OF PROFIT-SHARING AGREEMENT

This Termination of Profit-Sharing Agreement (this "**Termination**") is effective as of January **17**, 2023 (the "**Effective Date**"), by and between SDP FINANCIAL 2020, LP, a Delaware limited partnership ("**SDP**"), and CACHE PRIVATE CAPITAL DIVERSIFIED FUND, LLC, a Nevada limited liability company ("**Cache**"). SDP and Cache are referred to herein from time to time as the "**Parties**."

RECITALS:

- A. SDP, as successor by assignment to AJ FIRESIDE PARK CITY LLC, a Delaware limited liability company, and Cache are parties to that certain Profit-Sharing Agreement dated September 15, 2021 ("**AJ Fireside**"), recorded as Entry No. 507466 (as assigned pursuant to that certain Assignment of Profit-Sharing Agreement by and between SDP and AJ Fireside dated on or about the date hereof, the "**Profit-Sharing Agreement**"), which affects the real property in Wasatch County, Utah, as more particularly described in the Profit-Sharing Agreement and described on Exhibit A attached hereto (the "**Property**").
- B. As consideration for certain agreements between the Parties, SDP and Cache desire to cause the termination of the Profit-Sharing Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee hereby agree as follows:

1. Termination. Notwithstanding anything to the contrary contained in the Profit-Sharing Agreement, the Parties hereby agree that the Profit-Sharing Agreement is terminated effective as of the date hereof.
2. Waiver of Claims. Each Party (the "**Releasing Party**") hereto hereby WAIVES, RELEASES AND DISCHARGES the other Party (the "**Released Party**"), their past and present employees, servants, representatives, agents, affiliates, parents, subsidiaries, successors, assigns, attorneys, stockholders, officers and directors, and all other persons, natural or corporate, in privity with them or any one of them, jointly and/or severally, of and from any and all claims, demands, rights, damages, costs, losses, suits, actions, causes of action of any kind whatsoever, at common law, statutory, or otherwise,

attorneys' fees, expenses, or any sums of any nature whatsoever, in law or in equity, known or unknown, arising from or by reason of any matter, act, omission, cause or thing whatsoever occurring up to and including the date hereof, that were, are, or could have been asserted by a Releasing Party against the Released Party arising from or under the Profit-Sharing Agreement.

3. Binding Effect. This Agreement shall inure to the benefit of and be binding upon the Parties and their successors and assigns.

4. Governing Law. The laws of the State of Utah shall govern this Agreement.

[SIGNATURES ON FOLLOWING PAGES]

IN WITNESS WHEREOF, the Parties have executed this Agreement as of the Effective Date.

SDP:

SDP FINANCIAL 2020, LP,
a Delaware limited partnership

By: [Signature]
Name: ANDREW PETERSON
Title: AUTHORIZED SIGNER

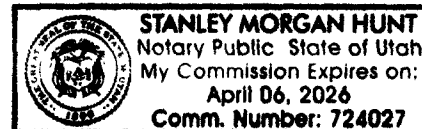
STATE OF UTAH)
)§
COUNTY OF SALT LAKE)

The foregoing instrument was acknowledged before me, a notary public, on this 17th day of JANUARY, 2023, by ANDREW PETERSON, the AUTHORIZED SIGNER of SDP FINANCIAL 2020, LP, a Delaware limited partnership.

[Signature] Stanley Morgan Hunt

(Seal)

Notary Public
Residing at: UTAH



CACHE:

Cache Private Capital Diversified Fund, LLC,
a Nevada limited liability company

By: *[Signature]*
Name: SEAN CLARK
Title: CEO/MGR.

STATE OF Utah)
)§
COUNTY OF Utah)

The foregoing instrument was acknowledged before me, a notary public, on this 11th day of Jan., 2023, by D. Sean Clark, the Manager of Cache Private Capital Diversified Fund, LLC, a Nevada limited liability company

[Signature]
Notary Public
Residing at: 2225 Utah County

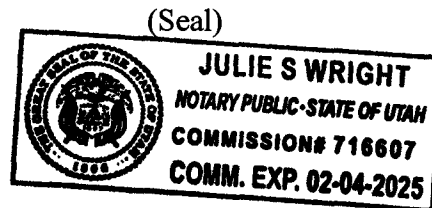


EXHIBIT A

THE FOLLOWING REAL PROPERTY LOCATED IN WASATCH COUNTY, UTAH:

SECTION 2, TOWNSHIP 3 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND
MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE NORTHEAST CORNER OF SECTION 1, TOWNSHIP 3 SOUTH,
RANGE 5 EAST (SAID NORTHEAST CORNER OF SECTION 1 BEING N89°31'27"E
16027.88 FEET FROM THE SOUTHWEST CORNER OF SECTION 34, TOWNSHIP 2
SOUTH, RANGE 5 EAST AND BEING THE BASIS OF BEARINGS FOR THIS PROJECT);
THENCE S01°18'39"E 2563.63 FEET; THENCE N62°48'28"W 354.89 FEET; THENCE
N72°16'42"W 552.74 FEET; THENCE S64°07'21"W 222.61 FEET; THENCE S38°27'45"W
491.96 FEET; THENCE S67°20'38"W 1125.22 FEET; THENCE WEST 227.79 FEET;
THENCE N37°42'12"W 163.59 FEET; THENCE N01°06'44"E 404.26 FEET; THENCE
N16°50'21"W 394.58 FEET; THENCE N52°14'52"W 346.35 FEET; THENCE N01°09'16"E
1673.29 FEET; THENCE N04°16'28"E 329.79 FEET; THENCE N89°33'35"E 310.29 FEET;
THENCE N89°33'13"E 2667.85 FEET TO THE POINT OF BEGINNING.

CONTAINING 183.335 ACRES MORE OR LESS.