

CTIA # 165204-WHF

RECORDING REQUESTED BY &  
WHEN RECORDED RETURN TO:

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

Ent 528721 Bk 1432 Pg 1285 - 1289  
MARCY M. MURRAY, Recorder  
WASATCH COUNTY CORPORATION  
2023 Jan 18 02:05PM Fee: \$40.00 TC  
For: Cottonwood Title Insurance Agency, In  
ELECTRONICALLY RECORDED

Tax Parcel Nos.: 00-0020-7784, 00-0007-6864, 00-0021-6498,  
00-0021-6497, Pt 7, 00-0020-4218, 00-0020-2698  
00-0020-9040 + 00-0021-5559 (space above for Recorder's use)

**TERMINATION OF PROFIT-SHARING AGREEMENT**  
(Benloch Ranch – Phase 5/6)

This Termination of Profit-Sharing Agreement (this “Termination”) is effective as of January 11, 2023 (the “Effective Date”), by and between SDP FINANCIAL 2020, LP, a Delaware limited partnership (“SDP”), and BENLOCH CPC, LLC, a Utah 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. 507465 (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.

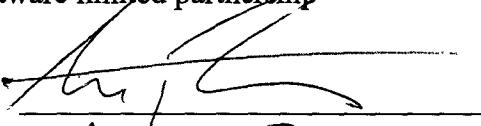
4. Governing Law. The laws of the State of Utah shall govern this Agreement.

[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

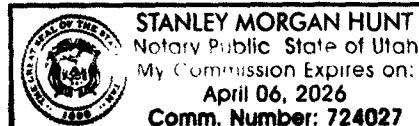
By:   
Name: ANDREW PETERSON  
Title: AUTHORIZED SIGNER

STATE OF UTAH )  
                          )§  
COUNTY OF SALT LAKE )

The foregoing instrument was acknowledged before me, a notary public, on this 17<sup>th</sup> day of JANUARY, 2023, by ANDREW PETERSON, the Authorized Signer of SDP FINANCIAL 2020, LP, a Delaware limited partnership.

  
(Seal)

Notary Public  
Residing at: UTAH



**CACHE:**

**BENLOCH CPC, LLC,**  
a Utah limited liability company

By: DS  
Name: Sean Clark  
Title: 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 DSean Clark, the Manager of Benloch CPC, LLC, a Utah limited liability company.

DS  
Notary Public  
Residing at: Utah County

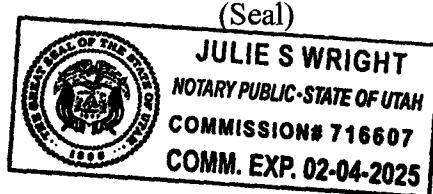


EXHIBIT A

The following real property located in Wasatch County, Utah.

PARTS OF SECTIONS 1 AND 2, TOWNSHIP 3 SOUTH, RANGE 5 EAST, SALT LAKE BASE AND MERIDIAN, MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHEAST CORNER OF SECTION 1, TOWNSHIP 3 SOUTH, RANGE 5 EAST (SAID NORTHEAST CORNER OF SECTION 1 BEING N89°31'27"E 16027.64 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 TO THE TRUE POINT OF BEGINNING; THENCE S01°18'39"E, 86.33 FEET; THENCE S01°29'16"E, 2544.74 FEET; THENCE N89°51'47"W, 466.72 FEET; THENCE S00°36'10"E, 466.74 FEET; THENCE N89°51'52"W, 2470.19 FEET; THENCE N89°51'50"W, 2695.77 FEET; THENCE N00°26'57"W, 194.70 FEET TO THE BEGINNING OF A TANGENT CURVE TURNING TO THE LEFT WITH A RADIUS OF 655.00 FEET; THENCE ALONG SAID CURVE AN ARC LENGTH OF 379.56 FEET, A DELTA ANGLE OF 33°12'07", A CHORD BEARING OF N17°03'01"W, AND A CHORD LENGTH OF 374.27 FEET; THENCE N05°15'38"E, 701.74 FEET; THENCE N07°07'05"E, 475.22 FEET; THENCE N12°20'34"W, 653.73 FEET; THENCE N00°52'42"W, 550.18 FEET; THENCE N04°43'52"E, 403.75 FEET; THENCE N15°34'44"E, 320.49 FEET; THENCE S89°58'21"E 2481.55 FEET; THENCE S52°14'52"E, 346.35 FEET; THENCE S16°50'21"E, 394.58 FEET; THENCE S01°06'44"W, 404.26 FEET; THENCE S37°42'12"E, 163.59 FEET; THENCE N90°00'00"E, 227.79 FEET; THENCE N67°20'38"E, 1125.22 FEET; THENCE N38°18'23"E, 494.94 FEET; THENCE N64°46'26"E, 220.52 FEET; THENCE S72°16'42"E, 552.74 FEET; THENCE S62°48'28"E, 354.89 FEET TO THE POINT OF BEGINNING.

AREA COMPRISSES 18,457,515.86 SF OR 423.7263 AC, MORE OR LESS.