

ASSIGNMENT OF EASEMENTS

THIS ASSIGNMENT OF EASEMENTS (this "Assignment") is executed this 1st day of October, 1997 by and between HURRICANE VALLEY MUTUAL WATER COMPANY ("HVMWC"), MICHAEL O LONGLEY (Longley') and WASHINGTON COUNTY WATER CONSERVANCY DISTRICT (the "District").

RECITALS

A HVMWC, Longley and the District are parties to that certain Agreement for Purchase and Sale dated August 26, 1997, pursuant to which HVMWC and Longley agreed to sell, convey and assign to the District all right, title and interest of HVMWC and Longley in all of HVMWC's existing easements utilized for the operation, maintenance, replacement and repair of the existing water storage reservoir facilities and all associated appurtenances, water lines and facilities associated with the HVMWC water system

B. HVMWC and Longley desire to execute this Assignment in order to evidence their assignment of such easement rights.

NOW THEREFORE, in consideration of the foregoing Recitals and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, HVMWC and Longley do hereby convey and assign to the District all right, title and interest of HVMWC and of Longley in and to all easements with respect to real property located in Washington County, State of Utah, which are utilized for the operation, maintenance, replacement and repair of the existing water storage reservoir facilities and all associated appurtenances, water lines and facilities associated with the HVMWC water system, including without limitation all utility and drainage easements and all easements located within public streets identified on the following described subdivision plats, which have been recorded in the Office of the Recorder of Washington County, State of Utah:

- 1. Grassy Meadows Sky Ranch,
- 2. Grassy Meadows Sky Ranch Phase II,
- 3. Grassy Meadows Sky Ranch III,
- 4. Grassy Meadows Sky Ranch Phase IV;
- 5. Grassy Meadows Sky Ranch Phase 5A;
- 6. Grassy Meadows Sky Ranch Phase 5C;
- 7. Cliffdweller Ranch Phase I; and
- 8. Cliffdweller Ranch Phase II.

**00578500 Bk1138 Pg0025
RUSSELL SHIRTS * WASHINGTON CO RECORDER
1997 OCT 01 15:37 PM FEE \$14.00 BY BJ
FOR: DIXIE TITLE CO**

IN WITNESS WHEREOF, HVMWC and Longley have executed this Assignment as of the date first above written

HURRICANE VALLEY MUTUAL
WATER COMPANY

By: [Signature]
Michael O. Longley
Title: President

[Signature]
MICHAEL O. LONGLEY, Individually

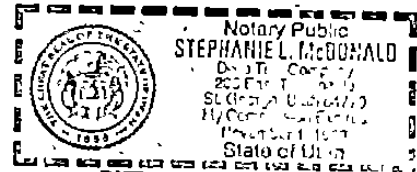
STATE OF UTAH)
: ss
COUNTY OF WASHINGTON)

The foregoing instrument was acknowledged before me this 1st day of October, 1997, by Michael O. Longley, the President of Hurricane Valley Mutual Water Company

[Signature]
NOTARY PUBLIC
Residing at. ST GEORGE, UTAH


My Commission Expires:

11/1/99



STATE OF UTAH)
 : ss.
COUNTY OF WASHINGTON)

The foregoing instrument was acknowledged before me this 1st day of October, 1997, by Michael O. Longley.


NOTARY PUBLIC
Residing at ST GEORGE, UTAH

My Commission Expires:

11/1/99

