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12/24/97 11:34 AM 18.00
RECORDER, SALT LAKE COUNTY, UTAH
LANDMARK TITLE
REC BY: R FRESQUES
DEPUTY - 42

When recorded return to:
Michael W. Spence, Esq.
SCALLEY & READING, P.C.
261 East 300 South, Suite 200
Salt Lake City, Utah 84111

MEMORANDUM OF LEASE

Notice is hereby given that STEVSIM, INC. ("Stevsim"), a Delaware corporation, as lessor, has leased certain real property situated in Salt Lake County, Utah and described in "Exhibit A" attached hereto, to WILLOW CREEK SYSTEMS, INC. ("Willow Creek"), a Utah corporation, as lessee, pursuant to the terms of a certain written Lease (the "Lease") dated December 19, 1997. Reference is hereby made to the Lease for the specific terms and conditions thereof.

IN WITNESS WHEREOF, Stevsim and Willow Creek have caused this Memorandum of Lease to be executed as of this 19th day of December, 1997.

STEVSIM, INC.

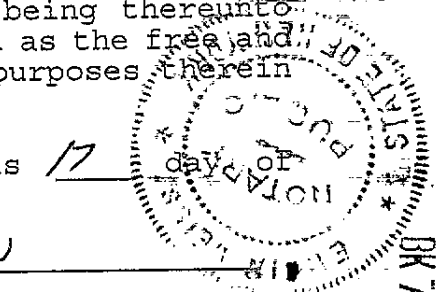
By: [Signature]
Its: President

STATE OF N.Y.)
COUNTY OF Kings) : ss.

I, ERWIN WEISS, a Notary Public in and for the County and State aforesaid, do hereby certify that Rob Weiss personally known to me to be the same person whose name appears above, as President of STEVSIM, INC. a Delaware corporation, subscribed to the foregoing that he, being thereunto duly authorized, signed and delivered said instrument as the free and voluntary act of said corporation for the uses and purposes therein set forth.

Given under by hand and notarial seal this 17 day of December, 1997.

[Signature]
Notary Public



ERWIN WEISS
Notary Public, State of New York
No. 24-0593275
Qualified in Kings County
Commission Expires Jan. 31, 1999

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LTC # 19078.

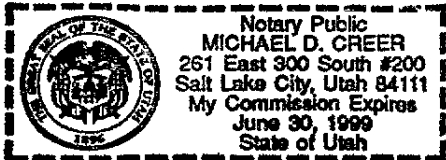
WILLOW CREEK SYSTEMS, INC.

By: *George Richards*
Its: PRESIDENT & CEO

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

I, Michael D. Creer, a Notary Public in and for the County and State aforesaid, do hereby certify that George Richards, personally known to me to be the same person whose name appears above, as President + CEO of WILLOW CREEK SYSTEMS, INC., a Utah corporation, subscribed to the foregoing that he, being thereunto duly authorized, signed and delivered said instrument as the free and voluntary act of said corporation for the uses and purposes therein set forth.

Given under by hand and notarial seal this 18th day of December, 1997.



Michael Creer
Notary Public

LEGAL DESCRIPTION

Situated in Salt Lake County, State of Utah, to-wit:

PARCEL 1:

BEGINNING on the South right-of-way line of North Temple Street at a point North 89°12'01" East 504.03 feet, more or less, and North 700.45 feet, more or less, from the Southwest corner of Section 34, Township 1 North, Range 1 West, Salt Lake Base and Meridian, said Section corner being an unmarked County Survey Monument located at the South right-of-way line of the Salt Lake Garfield and Western Railroad, said beginning point is also South 0°04'57" West 34.69 feet and North 89°12'01" East 504.03 feet, more or less, and North 700.45 feet, more or less, from an unmarked County Survey Monument which is South 89°57'27" West 2639.8 feet from the North Quarter corner of Section 3, Township 1 South, Range 1 West, Salt Lake Base and Meridian as shown on the Area Reference Plat on file in the Salt Lake County Surveyor's Office, and said point of beginning being also North 89°58'38" East 501.33 feet and South 66.60 feet from a Salt Lake City Survey Monument, said Monument being South 89°58'38" West 2577.29 feet from a Salt Lake City Monument at the intersection of North Temple Street and Redwood Road to the North, said point of beginning having also been described as being East 504 feet and North 704 feet, more or less, from the Southwest corner of Section 34, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and running thence South 210.00 feet; thence South 89°58'38" West 0.20 feet to a fence line; thence South 0°14'09" West along said fence line 121.51 feet; thence South 89°58'38" West 161.82 feet; thence North 331.51 feet to the South right-of-way line of said North Temple Street; thence North 89°58'38" East along said South line, 162.52 feet to the point of BEGINNING.

PARCEL 2:

A perpetual, non-exclusive easement for ingress and egress, appurtenant to PARCEL 1, created by that certain Easement And Maintenance Agreement recorded December 19, 1997 as Entry No. 6819547 of the Official Records of the Salt Lake County Recorder, over the following described tract of land, to-wit:

BEGINNING on the South line of North Temple Street at a point 323.33 feet North 89°58'38" East and South 66.60 feet from a Salt Lake City Survey Monument, said monument being South 89°58'38" West 2577.29 feet from a Salt Lake City Monument at the intersection of North Temple Street and Redwood Road to the North, said point of beginning being also East 326 feet and North 704 feet, more or less, from the Southwest corner of Section 34, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and running thence South 360 feet, more or less; thence South 19°28'15" East 6.06 feet to the Southeast corner of the land conveyed to ROBERT H. BREINHOLT and JANE T. BREINHOLT in that certain Special Warranty Deed recorded April 16, 1993 as Entry No. 5479167 in Book 6640 at Page 2658 of

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the Official Records of the Salt Lake County Recorder; thence East 28 feet; thence North $19^{\circ}28'15''$ West 6.06 feet; thence North 360 feet, more or less, to the South line of North Temple Street; thence West 28 feet to the point of BEGINNING.

PARCEL 3:

A perpetual, non-exclusive easement for ingress and egress, appurtenant to PARCEL 1, created by that certain Easement And Maintenance Agreement recorded December 19, 1997 as Entry No. 6819547 of the Official Records of the Salt Lake County Recorder, over the following described tract of land, to-wit:

BEGINNING at a point North $89^{\circ}58'38''$ East 351.33 feet and South 383.91 feet from a Salt Lake City Survey Monument, said monument being South $89^{\circ}58'38''$ West 2577.29 feet from a Salt Lake City Monument at the intersection of North Temple Street and Redwood Road to the North, said point of beginning being also East 354 feet and North 704 feet, more or less, and South 317.51 feet from the Southwest corner of Section 34, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and running thence North $89^{\circ}58'38''$ East 149.36 feet to a fence line; thence South $0^{\circ}14'09''$ West along said fence line 28.00 feet; thence South $89^{\circ}58'38''$ West 149.25 feet; thence North 28.00 feet to the point of BEGINNING.

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