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RICHARD T. MAUGHAN
DAVIS COUNTY, UTAH RECORDER
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LLP

**NOTICE OF AN AGREEMENT AND COVENANT NOT TO SUE BETWEEN AND
AMONG THE UNITED STATES ON BEHALF OF THE ENVIRONMENTAL
PROTECTION AGENCY AND THE UTAH TRANSIT AUTHORITY**

PLEASE TAKE NOTICE that the United States on behalf of the Environmental Protection Agency ("EPA") made and entered into an AGREEMENT AND COVENANT NOT TO SUE, EPA Docket No. CERCLA-08-2002-04, also known as a Prospective Purchaser Agreement, "PPA" (the "Agreement"), date/filed stamped May 10, 2002, by the EPA Region VIII File Clerk. The Agreement, among other things, affects the UTA Surface Passenger Rail Transportation Corridor (the "Property") currently traversing four counties within the state of Utah, namely: Weber, Davis, Salt Lake and Utah. The term "Property" is more particularly defined in the Agreement.

PLEASE TAKE FURTHER NOTICE that the Agreement has been amended from time to time to further clarify and define the Property, amend to the Property to accommodate the corridor as designed or redesigned to meet the needs of and accommodate the UTA commuter rail service, and deduct from the Property un-needed portions.

**PLEASE TAKE FURTHER NOTICE THAT THE PROPERTY IS SUBJECT TO
THE TERMS, PROVISIONS AND CONDITIONS OF THE AGREEMENT AS
AMENDED.**

Attached hereto and recorded contemporaneously herewith is the Agreement, as amended, together with the Amendments thereto date/filed stamped by the EPA Region VIII

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION VIII

02 MAY 10 PM 1:23

IN THE MATTER OF: Utah Transit Authority,)
Surface Passenger Rail Transportation Corridor)

FILED
EPA REGION VIII
EPA Docket No. CERCLA-08-002-04
HEARING CLERK

UNDER THE AUTHORITY OF THE)
COMPREHENSIVE ENVIRONMENTAL)
RESPONSE, COMPENSATION, AND)
LIABILITY ACT OF 1980, 42 U.S.C.)
§ 9601, et seq., as amended.)

AGREEMENT AND COVENANT
NOT TO SUE UTAH TRANSIT
AUTHORITY

I. INTRODUCTION

This Agreement and Covenant Not to Sue ("Agreement") is made and entered into by and between the United States on behalf of the Environmental Protection Agency ("EPA"), and the Utah Transit Authority ("UTA"), (collectively the "Parties").

This Agreement is entered into pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act of 1980, as amended ("CERCLA"), 42 U.S.C. § 9601, et seq. and the authority of the Attorney General of the United States to compromise and settle claims of the United States.

The Utah Transit Authority, a public transit district and a political subdivision of the State of Utah, is purchasing from Union Pacific Railroad ("UPRR") an approximate 20 foot railroad corridor from Payson, Utah on the South to Ogden, Utah on the North, the Denver and Rio Grande Western Railroad ("D&RGW") corridor from Woods Cross on the South, North to Nye's Crossing, the Bingham Spur, the Sugarhouse Spur, Provo Industrial Lead from the Point of the Mountain South to Linden, Utah (the TRAX Extension), the UPRR Freight Intermodal Facility at Beck Street, the UPRR Auto Transfer Facility at Clearfield, the UPRR Maintenance Facility, and certain other associated abutting properties; License Agreements to operate the Union Pacific

Lines North to Brigham City for the construction of a Surface Passenger Rail Transportation System (Collectively referred to as the "Property"). The Property being purchased includes a corridor strip that runs through or in close proximity to numerous CERCLA or CERCLIS Sites and/or Sites being investigated or remediated under direction of the Utah Department of Environmental Quality, Division of Solid and Hazardous Waste ("UDEQ"). In the construction of the Surface Passenger Rail Transportation System, UTA will need to do some excavation of slopes, bridge abutments etc. Due to the historical use of the area along the Property, the areas to be excavated may contain hazardous substances, pollutants or contaminants, which were released onto or under the Property prior to UTA's acquisition of the Property.

The Parties agree to undertake all actions required by the terms and conditions of this Agreement. The purpose of this Agreement is to settle and resolve, subject to reservations and limitations contained in Sections VII, VIII, IX, and X, the potential liability of the UTA for the Existing Contamination at the Property which would otherwise result from UTA becoming an owner of the Property.

The Parties agree that UTA's entry into this Agreement, and the actions undertaken by the UTA in accordance with the Agreement, do not constitute an admission of any liability by UTA.

The resolution of this potential liability, in exchange for provision by the UTA to EPA of a substantial benefit, is in the public interest.

II. DEFINITIONS

Unless otherwise expressly provided herein, terms used in this Agreement which are defined in CERCLA or in regulations promulgated under CERCLA shall have the meaning assigned to them in CERCLA or in such regulations, including any amendments thereto.

1. "EPA" shall mean the United States Environmental Protection Agency and any successor departments or agencies of the United States.

2. "Excavation, Excavated, or Excavate" shall mean the moving and/or displacing of existing soil at or to a depth greater than 6 inches.

3. "Existing Contamination" shall mean:

a. any hazardous substances, pollutants or contaminants present or existing on or under the Property as of the effective date of this Agreement;

b. any hazardous substances, pollutants or contaminants that migrated from the Property prior to the effective date of this Agreement; and

c. any hazardous substances, pollutants or contaminants presently at the Site that migrate onto or under or from the Property after the effective date of this Agreement.

4. "Parties" shall mean the United States on behalf of EPA and the Utah Transit Authority.

5. "Property" shall mean that portion of the Site described in Exhibit 1 of this Agreement.

6. "UTA" shall mean Utah Transit Authority.

7. "Site" shall mean the Union Pacific Railroad Right-of-Way between Payson on the South and Brigham City on the North, the D&RGW North Line from Woods Cross to the Nye's Crossing, Provo Industrial Lead from the Point of the Mountain South to Lindon (the TRAX Extension), the Bingham Industrial Lead, the Sugarhouse Spur, the UPRR Freight Intermodal Facility at Beck Street, the UPRR Auto Transfer Facility at Clearfield, the UPRR Maintenance Facility, and other properties, all as identified in Exhibit 1 and depicted generally on the map attached as Attachment 1 to Exhibit 1. The Site passes through or is in close proximity to

numerous areas of known contamination including those listed in Exhibit 3. The Site shall include the Property, and all areas to which hazardous substances and/or pollutants or contaminants, have come to be located on, or migrated onto the Site from the areas listed on Exhibit 3.

8. "United States" shall mean the United States of America, its departments, agencies, and instrumentalities.

III. STATEMENT OF FACTS

9. The Utah Transit Authority (UTA) is acquiring from Union Pacific Railroad (UPRR) a corridor from Payson, Utah to Brigham City, Utah (the "Mainline Corridor"). The Mainline Corridor is generally a twenty foot wide section of the existing UPRR corridor and approximately 150 miles long. In addition, UTA is purchasing the D&RGW North Line, the Nye's Crossing, the TRAX Extension, the Bingham Industrial Lead between Midvale and the end of the line, the Sugarhouse Spur located in South Salt Lake City and other associated and abutting properties all as described in Exhibit 1 and shown on Exhibit 2.

The railroad corridors run through industrialized areas of the State of Utah with long histories of various uses, including but not limited to mills and mill tailing, oil refining and recycling, manufactured gas plants, chemical plants, auto repair facilities, and other industrial uses. A Phase I Environmental Assessment of the corridor, recently conducted by Parsons Engineering Science on behalf of UTA, identified over 2300 sites of potential concern within a half mile of the corridors, with over 400 within 500 feet and 76 within 100 feet. Included within or adjacent to the corridors are numerous known areas of contamination including those listed in Exhibit 3. A complete Phase II Environmental Site Assessment of the Mainline Corridor properties being purchased by UTA was completed on December 31, 2001.

UTA's planned activity on each of the corridors is to construct a passenger rail system. The rail system will be at grade or above existing grade in most areas, so very little excavation work will be required. There will be some excavation required for grading, for flyovers, bridge abutments, where new structures will be built, and possibly for stability reasons. The total linear feet of cut area is approximately 52,000 feet. The actual amount and extent of excavation should be minimal. During excavation and other construction activities, it is very likely that historical contamination will be encountered. UTA is proposing a method of handling any contaminated soil encountered.

The immediate use of the DRGW Corridor is for a rail-to-trail, biking/walking path. The rails and ties will be removed by UPRR and the line covered by UTA to allow for use as a trail. In the future, the DRGW Corridor is intended to be used as a rail system; in that event, the existing ballast will be used as part of the rail line.

10. The UTA represents, and for the purposes of this Agreement EPA relies on those representations, that UTA's involvement with the Property and the Site has been limited to the following:

- a. The Performance of a Phase I Environmental Audit entitled Draft Report for Identification of Sites With Potentially Environmental Concern Along Union Pacific Railroad Corridor, dated August, 2001.
- b. The Performance of a Phase II Environmental Site Investigation, of all areas of the Property which UTA will excavate during the construction of its Surface Passenger Rail Transportation Lines and Facilities in the Mainline Corridor, dated December 31, 2001.

IV. WORK TO BE PERFORMED

11. In consideration of and in exchange for the United States' Covenant Not to Sue in Section VIII herein UTA agrees to perform the following work on the Property:

a. UTA shall be required to characterize, as provided in the Statement of Work, all soil excavated within the Property.

b. All excavated soils that are determined to be contaminated shall be handled and/or disposed in accordance with applicable state and federal law.

c. UTA shall only be required to characterize, handle and/or dispose of soil excavated as required for the construction of the passenger rail system or other UTA activities within the Property.

d. UTA shall provide the EPA with all characterizations report, along with the location of the contamination.

e. UTA shall include any field observation or historical information that they have on the possible source and extent of the contamination.

f. UTA shall coordinate any excavation activities within any CERCLA sites with the appropriate site manager at the State of Utah or EPA.

g. UTA shall not be responsible for characterizing the extent of contamination nor for investigation of possible ground water contamination. However, should groundwater be encountered during an excavation, UTA shall be required to characterize, handle, and/or dispose of such groundwater in accordance with applicable state and federal law.

12. The Statement of Work is attached as Exhibit 4.

V. ACCESS/NOTICE TO SUCCESSORS IN INTEREST

13. Commencing upon the date that it acquires title to the Property, UTA agrees to provide to EPA its authorized officers, employees, representatives, and all other persons performing response actions under EPA oversight, an irrevocable right of access at all reasonable times to the Property and to any other property to which access is required for the implementation of response actions at the Site, to the extent access to such other property is controlled by the UTA, for the purposes of performing and overseeing response actions at the Site under federal and state law. EPA agrees to provide reasonable notice to the UTA of the timing of response actions to be undertaken at the Property. Notwithstanding any provision of this Agreement, EPA retains all of its access authorities and rights, including enforcement authorities related thereto, under CERCLA, the Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act, 42 U.S.C. § 6901, ("RCRA") et seq., and any other applicable statute or regulation, including any amendments thereto.

14. With respect to any Property owned or controlled by the UTA that is located within the Site, within 15 days after the effective date of this Agreement or the date of acquisition of any Property, whichever date is later, the UTA shall submit to EPA for review and approval a notice to be filed with the Recorder's Office of Weber, Davis, Salt Lake and Utah Counties, State of Utah, which shall provide notice to all successors-in-title that the Property is subject to this Agreement. The UTA shall record the notice(s) within 10 days of EPA's approval of the notice(s). The UTA shall provide EPA with a certified copy of the recorded notice(s) within 10 days of recording such notice(s).

15. The UTA shall ensure that assignees, successors in interest, lessees, and sublessees of the Property shall provide the same access and cooperation. The UTA shall ensure that a copy of this Agreement is provided to any current lessee or sublessee on the Property as of the effective date of this Agreement and shall ensure that any subsequent leases, subleases, assignments or transfers of the Property or an interest in the Property are consistent with this Section, and Section XI (Parties Bound/Transfer of Covenant), of the Agreement and Section IV (Work to be Performed).

VI. CARE/COOPERATION

16. Notwithstanding any other provision of this Agreement, UTA shall exercise appropriate care, as described in Section 222(D) of the Brownfields Revitalization and Environmental Restoration Act of 2001, and shall comply with all applicable local, state, and federal laws and regulations in regards to Existing Contamination. UTA recognizes that the implementation of response actions at the Site may interfere with UTA's use of the Property, and may require closure of its operations or a part thereof. UTA agrees to cooperate fully with EPA in the implementation of response actions at the Property and further agrees not to interfere with such response actions. EPA agrees, consistent with its responsibilities under applicable law, to use reasonable efforts to minimize any interference with UTA's operations of such entry and response. In the event UTA becomes aware of any action or occurrence which causes or threatens a release of hazardous substances, pollutants or contaminants at or from the Property that constitutes an emergency situation or may present an immediate threat to public health or welfare or the environment, UTA shall immediately take all appropriate action to prevent or minimize such release or threat of release, and shall, in addition to complying with any applicable

notification requirements under Section 103 of CERCLA, 42 U.S.C. §9603, or any other law, immediately notify EPA of such release or threatened release.

VII. CERTIFICATION

17. By entering into this agreement, UTA certifies that to the best of its knowledge and belief it has fully and accurately disclosed to EPA all information known to UTA and all information in the possession or control of its officers, directors, employees, contractors and agents which relates in any way to any Existing Contamination or any past or potential future release of hazardous substances, pollutants or contaminants at or from the Property and to its qualification for this Agreement. UTA also certifies that to the best of its knowledge and belief it has not caused or contributed to a release or threat of release of hazardous substances or pollutants or contaminants at the Property. If the United States determines that information provided by UTA is not materially accurate and complete, the Agreement, within the sole discretion of the United States, shall be null and void and the United States reserves all rights it may have.

VIII. UNITED STATES' COVENANT NOT TO SUE

18. Subject to the Reservation of Rights in Section IX of this Agreement, "upon completion of the work specified in Section IV (Work to Be Performed) to the satisfaction of EPA", the United States covenants not to sue or take any other civil or administrative action against UTA for any and all civil liability for an administrative order, injunctive relief or reimbursement of response costs pursuant to Sections 106 or 107(a) of CERCLA, 42 U.S.C. §§ 9606 or 9607(a) with respect to the Existing Contamination.

IX. RESERVATION OF RIGHTS

19. The covenant not to sue set forth in Section VIII above does not pertain to any matters other than those expressly specified in Section VIII (United States' Covenant Not to Sue). The United States reserves and the Agreement is without prejudice to all rights against UTA with respect to all other matters, including but not limited to, the following:

- a. claims based on a failure by UTA to meet a requirement of this Agreement, including but not limited to Section IV (Work to be Performed)], Section V (Access/Notice to Successors in Interest), and Section VI (Due Care/Cooperation) and;
- b. any liability resulting from past or future releases of hazardous substances, pollutants or contaminants at or from the Property caused or contributed to by UTA, its successors, assignees, lessees or sublessees;
- c. any liability resulting from exacerbation by UTA, its successors, assignees, lessees or sublessees, of Existing Contamination;
- d. any liability resulting from the release or threat of release of hazardous substances, pollutants or contaminants, at the Property after the effective date of this Agreement, not within the definition of Existing Contamination;
- e. criminal liability;
- f. liability for damage for injury to, destruction of, or loss of natural resources, and for the costs of any natural resource damage assessment incurred by federal agencies other than EPA;
- g. liability for violations of local, state or federal law or regulations.

20. With respect to any claim or cause of action asserted by the United States, the UTA shall bear the burden of proving that the claim or cause of action, or any part thereof, is attributable solely to Existing Contamination.

21. Nothing in this Agreement is intended as a release or covenant not to sue for any claim or cause of action, administrative or judicial, civil or criminal, past or future, in law or in equity, which the United States may have against any person, firm, corporation or other entity not a party to this Agreement.

22. Nothing in this Agreement is intended to limit the right of EPA to undertake future response actions at the Site or to seek to compel parties other than the UTA to perform or pay for response actions at the Site. Nothing in this Agreement shall in any way restrict or limit the nature or scope of response actions which may be taken or be required by EPA in exercising its authority under Federal law. UTA acknowledges that it is purchasing Property where response actions may be required.

X. UTA'S COVENANT NOT TO SUE

23. In consideration of the United States' Covenant Not To Sue in Section VIII of this Agreement, the UTA hereby covenants not to sue and not to assert any claims or causes of action against the United States, its authorized officers, employees, or representatives with respect to the Site or this Agreement, including but not limited to, any direct or indirect claims for reimbursement from the Hazardous Substance Superfund established pursuant to the Internal Revenue Code, 26 U.S.C. § 9507, through CERCLA Sections 106(b)(2), 111, 112, 113, or any other provision of law, any claim against the United States, including any department, agency or instrumentality of the United States under CERCLA Sections 107 or 113 related to the Site, or

any claims arising out of response activities at the Site, including claims based on EPA's oversight of such activities or approval of plans for such activities.

24. The UTA reserves, and this Agreement is without prejudice to, actions against the United States based on negligent actions taken directly by the United States, not including oversight or approval of the UTA's plans or activities, that are brought pursuant to any statute other than CERCLA or RCRA and for which the waiver of sovereign immunity is found in a statute other than CERCLA or RCRA. Nothing herein shall be deemed to constitute preauthorization of a claim within the meaning of Section 111 of CERCLA, 42 U.S.C. § 9611, or 40 C.F.R. § 300.700(d).

XI. PARTIES BOUND/TRANSFER OF COVENANT

25. This Agreement shall apply to and be binding upon the United States and shall apply to and be binding upon the Utah Transit Authority, its officers, directors, and employees. The United States' Covenant Not to Sue in Section VIII and Contribution Protection in Section XVIII shall apply to UTA's officers, directors, or employees to the extent that the alleged liability of the officer, director, or employee is based on its status and in its capacity as an officer, director, or employee of UTA, and not to the extent that the alleged liability arose independently of the alleged liability of the UTA. Each signatory of a Party to this Agreement represents that he or she is fully authorized to enter into the terms and conditions of this Agreement and to legally bind such Party.

26. Notwithstanding any other provisions of this Agreement, all of the rights, benefits and obligations conferred upon the Utah Transit Authority under this Agreement may be assigned or transferred to any person with the prior written consent of EPA in its sole discretion.

27. UTA agrees to pay the reasonable costs incurred by EPA to review any subsequent requests for consent to assign or transfer the benefits conferred by this Agreement. In the event of an assignment or transfer of the Property or an assignment or transfer of an interest in the Property, the assignor or transferor shall continue to be bound by all the terms and conditions, and subject to all the benefits, of this Agreement except as EPA and the assignor or transferor agree otherwise and modify this Agreement, in writing, accordingly. Moreover, prior to or simultaneous with any assignment or transfer of the Property, the assignee or transferee must consent in writing to be bound by the terms of this Agreement including but not limited to the certification requirement in Section VII of this Agreement in order for the Covenant Not to Sue in Section VIII to be available to that party. The Covenant Not To Sue in Section VIII shall not be effective with respect to any assignees or transferees who fail to provide such written consent to EPA.

XII. DISCLAIMER

28. This Agreement in no way constitutes a finding by EPA as to the risks to human health and the environment which may be posed by contamination at the Property nor constitutes any representation by EPA that the Property is fit for any particular purpose.

XIII. DOCUMENT RETENTION

29. The UTA agrees to retain and make available to EPA all Site and Property studies and investigations, and documents relating to work performed at the Property, for at least ten years, following the effective date of this Agreement unless otherwise agreed to in writing by the Parties. At the end of ten years, UTA shall notify EPA of the location of such documents and shall provide EPA with an opportunity to copy any documents at the expense of EPA.

XIV. PAYMENT OF COSTS

30. If the UTA fails to comply with the terms of this Agreement, including, but not limited to, the provisions of Section IV (Work to be Performed) of this Agreement, it shall be liable for all litigation and other enforcement costs incurred by the United States to enforce this Agreement or otherwise obtain compliance.

XV. NOTICES AND SUBMISSIONS

31. United States Environmental Protection Agency
Region 8
Post Construction Manager
Mailcode: 8EPR-SR
999 18th St., Suite 300
Denver, CO 80202

Chief, Environmental Enforcement Section
Environment and Natural Resources Division
U.S. Department of Justice (DJ #90-11-3-07704)
P.O. Box 7611
Washington, D.C. 20044-7611

Utah Transit Authority
% General Counsel
3600 South 700 West
Salt Lake City, UT 84119

XVI. EFFECTIVE DATE

32. The effective date of this Agreement shall be the date upon which EPA issues written notice to the UTA that EPA has fully executed the Agreement after review of and response to any public comments received.

XVII. TERMINATION

33. If any Party believes that any or all of the obligations under Section V (Access/Notice to Successors in Interest) are no longer necessary to ensure compliance with the requirements of

the Agreement, that Party may request in writing that the other Party agree to terminate the provision(s) establishing such obligations; provided, however, that the provision(s) in question shall continue in force unless and until the party requesting such termination receives written agreement from the other party to terminate such provision(s).

XVIII. CONTRIBUTION PROTECTION

34. With regard to claims for contribution against UTA, the Parties hereto agree that the UTA is entitled to protection from contribution actions or claims as provided by CERCLA Section 113(f)(2), 42 U.S.C. § 9613(f)(2) for matters addressed in this Agreement. The matters addressed in this Agreement are all response actions taken or to be taken and response costs incurred or to be incurred by the United States or any other person for the Site and Property with respect to the Existing Contamination.

35. The UTA agrees that with respect to any suit or claim for contribution brought by it for matters related to this Agreement it will notify the United States in writing no later than 60 days prior to the initiation of such suit or claim.

36. The UTA also agrees that with respect to any suit or claim for contribution brought against it for matters related to this Agreement it will notify in writing the United States within 10 days of service of the complaint on them.

XIX. EXHIBITS

37. Exhibit 1 with Attachment 1 shall mean the description of the Property which is the subject of this Agreement.

38. Exhibit 2 shall mean the Environmental Work Plan prepared for UTA, dated November 9, 2001, including maps depicting the Site and the Property.

39. Exhibit 3 shall mean the information from the Phase 1 Environmental Audit prepared for UTA showing the areas of known or potential contamination within, along or adjacent to the Site which might affect the environmental condition of the Property.

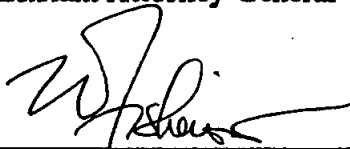
40. Exhibit 4 shall mean the Statement of Work.

XX. PUBLIC COMMENT

41. This Agreement shall be subject to a thirty-day public comment period, after which EPA may modify or withdraw its consent to this Agreement if comments received disclose facts or considerations which indicate that this Agreement is inappropriate, improper or inadequate:

**IT IS SO AGREED:
FOR THE UNITED STATES OF AMERICA:**

**THOMAS L. SANSONETTI
Assistant Attorney General**



**W. BENJAMIN FISHEROW
Deputy Section Chief
Environmental Enforcement Section
Environment & Natural Resources Division
U.S. Department of Justice**

5/07/02
Date



**JERREL L. ELLINGTON
Senior Counsel
Environmental Enforcement Section
Environment and Natural Resources Division
U.S. Department of Justice
999 18th Street, Suite 945N
Denver, CO 80202
(303) 312-7321**

5/7/02
Date

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Kerrigan Clough for 3/15/2002

JACK W. MCGRAW Date
Acting Regional Administrator
EPA Region 8

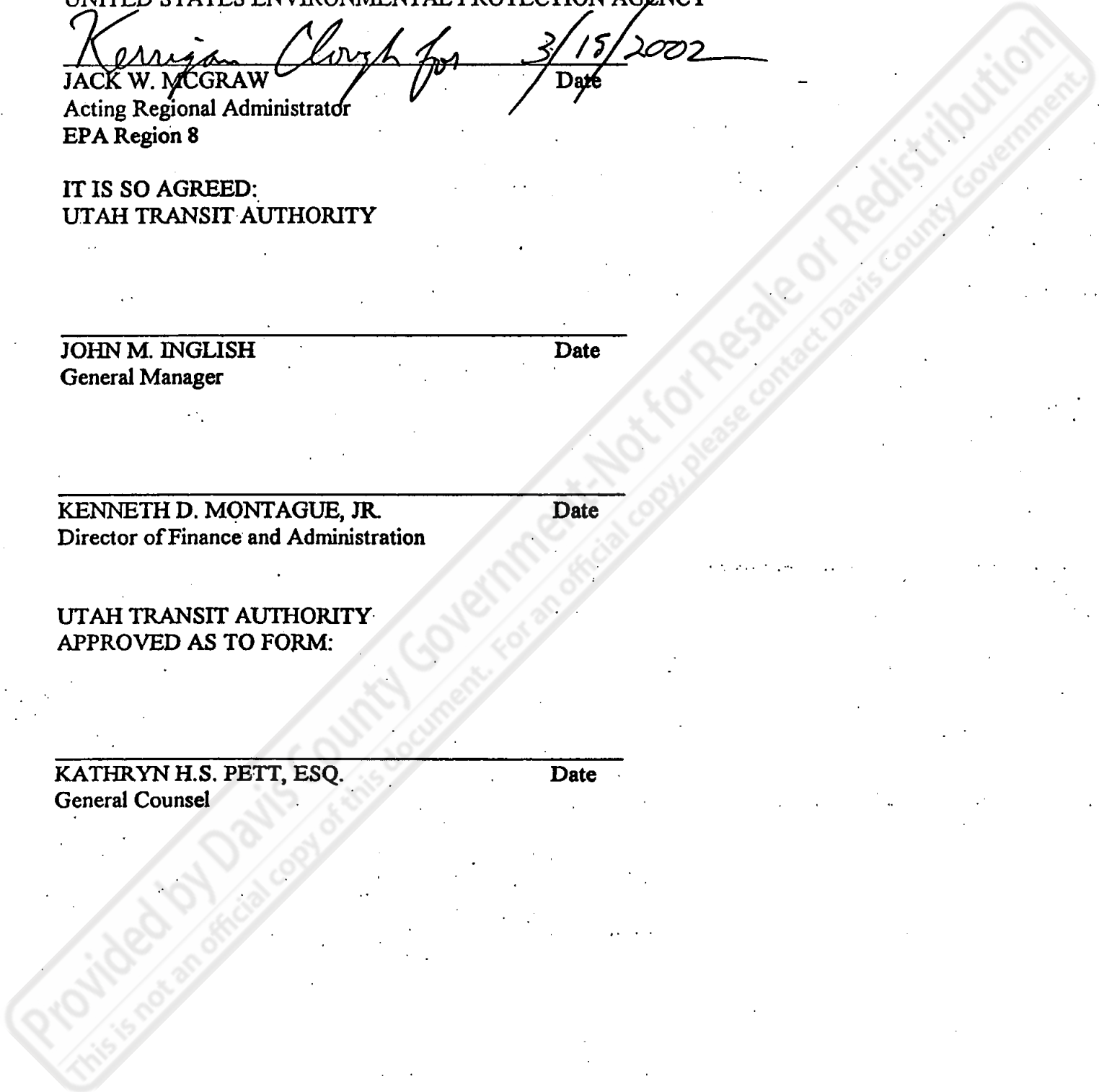
IT IS SO AGREED:
UTAH TRANSIT AUTHORITY

JOHN M. INGLISH Date
General Manager

KENNETH D. MONTAGUE, JR. Date
Director of Finance and Administration

UTAH TRANSIT AUTHORITY
APPROVED AS TO FORM:


KATHRYN H.S. PETT, ESQ. Date
General Counsel




UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

JACK W. MCGRAW Date
Acting Regional Administrator
EPA Region 8

IT IS SO AGREED:
UTAH TRANSIT AUTHORITY



JOHN M. ENGLISH Date
General Manager 3/25/02



KENNETH D. MONTAGUE, JR. Date
Director of Finance and Administration 3/25/02

UTAH TRANSIT AUTHORITY
APPROVED AS TO FORM:



KATHRYN H.S. PETT, ESQ. Date
General Counsel 3-14-02

Provided by Davis County Government. For an official copy, please contact Davis County Government. Not for Resale or Redistribution

EXHIBIT 1

List of Properties

Provided by Davis County Government. Not for Resale or Redistribution.
This is not an official copy of this document. For an official copy, please contact Davis County Government.

UTA PPA

EXHIBIT 1

LIST OF PROPERTIES

The Sections listed in this document refer to the Purchase and Sale Agreement.

3.2 Section 3.2 Properties.

- (a) the main line corridor right-of-way of the Salt Lake Subdivision – Joint Line of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a northerly direction from the south line of 400 North Street of Bountiful (Woods Cross), Utah, M.P. 744.00 of said subdivision to Ogden (Nye's Crossing), M.P. 778.0 of said subdivision;
- (b) the main line corridor right-of-way of the Provo Industrial Lead of Union Pacific Railroad Company (formerly Utah Southern Railroad Company) as said line extends in a southerly direction from Point of Mountain (Mount), M.P. P-775.23 of said subdivision, to Hardy (a/k/a Lindon), Utah, M.P. P-762.00 of said subdivision;
- (c) the main line corridor right-of-way of the Sharp Subdivision of Union Pacific Railroad Company (formerly Utah Southern Railroad Company) as said line extends in a northerly direction from University Avenue of Provo, Utah, M.P. P-752.41 of said subdivision, to Lakota Junction, M.P. P-757.25 of said subdivision;
- (d) the main track corridor right-of-way of the Tintic Industrial Lead of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a southwesterly direction from Springville, Utah, M.P. 0.00 of said line, to 5250 West of Payson, Utah, M.P. 13.06 of said line;

(e) the main track corridor right-of-way of the Sugarhouse Spur of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) situate in Salt Lake City, Utah as said line extends in an easterly direction from M.P. 0.00 of said line, to M.P. 2.96 (Granite Furniture) of said line;

(f) the main track corridor right-of-way of the Bingham Industrial Lead of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a southwesterly direction from Bagley, M.P. 6.60 of said line, to M.P. 11.90 of said line; and

(g) "Sliver Parcels," non-corridor properties being conveyed to UTA that abut Section 3.2 and Section 3.4 Properties.

SCHEDULE 3.2(g) - LIST OF SLIVER PARCELS

Property	Mile Post	Acres
<u>UP/Provo Sub Corridor</u>		
2100 North Lehi E side of I-15	771.0	5.97
100 N & 200 E American Fork Old Depot	766.5	0.58
HWY 89 & 300 S Pleasant Grove	763.5	0.50
800 W 600 S Provo (Lakota)	701.1	0.54
<u>UP Mainline North</u>		
S Side Antelope Drive Layton	807.3	0.92
<u>DRGW (SL/Ogd)</u>		
5600 S Roy	775.0	1.49
Gentile Layton	767.1	1.36
Pages Ln Bountiful	755.5	2.51

Property	Mile Post	Acres
<u>UP Mainline South</u>		
12800 S Draper	728.0	3.01
13400 S Riverton/Draper (open issue)	725.0	2.53
13200 S Draper	727.5	3.66
Narrows Parcel 14a	723.7	4.626
Narrows Parcel 14b	723.0	4.248
Narrows Parcel 14c	722.5	2.485
Narrows Parcel 14d	721.5	0.940
Lehi S Curve	717.0	0.35
At UT Lake N of Geneva	710.5	1.75
<u>UP Provo Sub Sharp</u>		
S of Provo Yard	698.5	0.08
W of Springville ~ 400 S	695.8	0.64
<u>UP Mainline North</u>		
W of Ogden Yard Before River	817.5	1.15
N & S 2500 ft from 5600 S Roy	813.0	12.88
200 S Clearfield	809.0	3.75
800 N W of King St Layton	805.3	0.03
Main & I-15 Layton	804.2	9.50
S of 200 N Kaysville Near Grain Elev.	802.3	0.47
SW Corner of 1700 S & I-15 SLC	743.0	0.95
SW Corner 3300 S & I-15 SLC	740.6	0.17
S of 3900 S SL	739.5	2.59

3.4 Section 3.4 Properties.

(a) the easterly 20.00 feet of the main line corridor right-of-way of the Salt Lake Subdivision of Union Pacific Railroad Company (formerly Oregon Short Line Railroad Company) as said line extends in a northerly direction from Salt Lake City, Utah, M.P. 782.90 of said subdivision, to a point 600.00 feet distant easterly, as measured along the main track from the east abutment of the Weber River Bridge (Ogden, Utah), M.P. 818.12 of said subdivision, together with a perpetual easement (aerial, surface and subsurface) under, on and over the right-of-way between M.P. 818.12 and M.P. 992.55 on the Evanston Subdivision, which is the same location as Ogden Subdivision M.P. 0.0, Ogden Union Station, and a 40-foot wide strip from that point north to the Ogden Intermodal Center, to be agreed to by Purchaser and Seller for construction of an overcrossing structure.

(b) the westerly 20.00 feet of the main line corridor right-of-way of the Provo Subdivision of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a northerly direction from Lakota Junction, M.P. 705.71 of said subdivision, to M.P. 729.29 of said subdivision, together with (i) a perpetual easement (aerial, surface and subsurface) under, on and over the right-of-way between M.P. 729.29 and M.P. 729.50 for construction of an overcrossing structure and (ii) a perpetual easement extending 10 feet easterly from the Purchaser/Seller right-of-way boundary created by this subsection, between M.P. 729.02 and M.P. 729.29, for construction of retaining walls and bridge piers.

(c) the easterly 20.00 feet of the main line corridor right-of-way of the Provo Subdivision of Union Pacific Railroad Company (formerly The Denver and Rio Grande

Western Railroad Company) as said line extends in a northerly direction from M.P. 729.50 of said subdivision to Salt Lake City, Utah, M.P. 745.60 of said subdivision, together with a perpetual easement extending 10 feet westerly from the Purchaser/Seller right-of-way boundary created by this subsection, between M.P. 729.50 and M.P. 729-78, for the construction of retaining walls and bridge piers.

(d) the westerly 20.00 feet of the main line corridor right-of-way of the Sharp Subdivision of Union Pacific Railroad Company (formerly Utah Southern Railroad Company) as said line extends in a generally southerly direction from University Avenue of Provo, M.P. P-752.41 of said subdivision, to M.P. 750.18 of said subdivision, together with (i) a perpetual easement (aerial, surface and subsurface) under, on and over the right-of-way between 750.18 and M.P. 749.99 for construction of an overcrossing structure and (ii) a perpetual easement extending 10 feet easterly from the Purchaser/Seller right-of-way boundary created by this subsection between M.P. 750.48 and M.P. 750.18 for construction of retaining walls and bridge piers.

(e) the easterly 20.00 feet of the main line corridor right-of-way of the Sharp Subdivision of Union Pacific Railroad Company (formerly the Utah Southern Railroad Company) as said line extends in a generally southerly direction from Provo, M.P. P-749.99 of said subdivision, to the I-15 Overcrossing (Spanish Fork, Utah), M.P. P-745-82 of said subdivision, together with a perpetual easement extending 10 feet westerly from the Purchaser/Seller right-of-way boundary created by this subsection between M.P. 749.99 and M.P. 749.73 for the construction of retaining walls and bridge piers.

(f) the northerly 35.00 feet of the main track corridor right-of-way of the Bingham Industrial Lead of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a westerly direction from Midvale, Utah, M.P. 0.00 of said line, to Bagley, M.P. 6.60 of said line.

(g) those parcels listed in Section 3.2(g) List of Sliver Parcels.

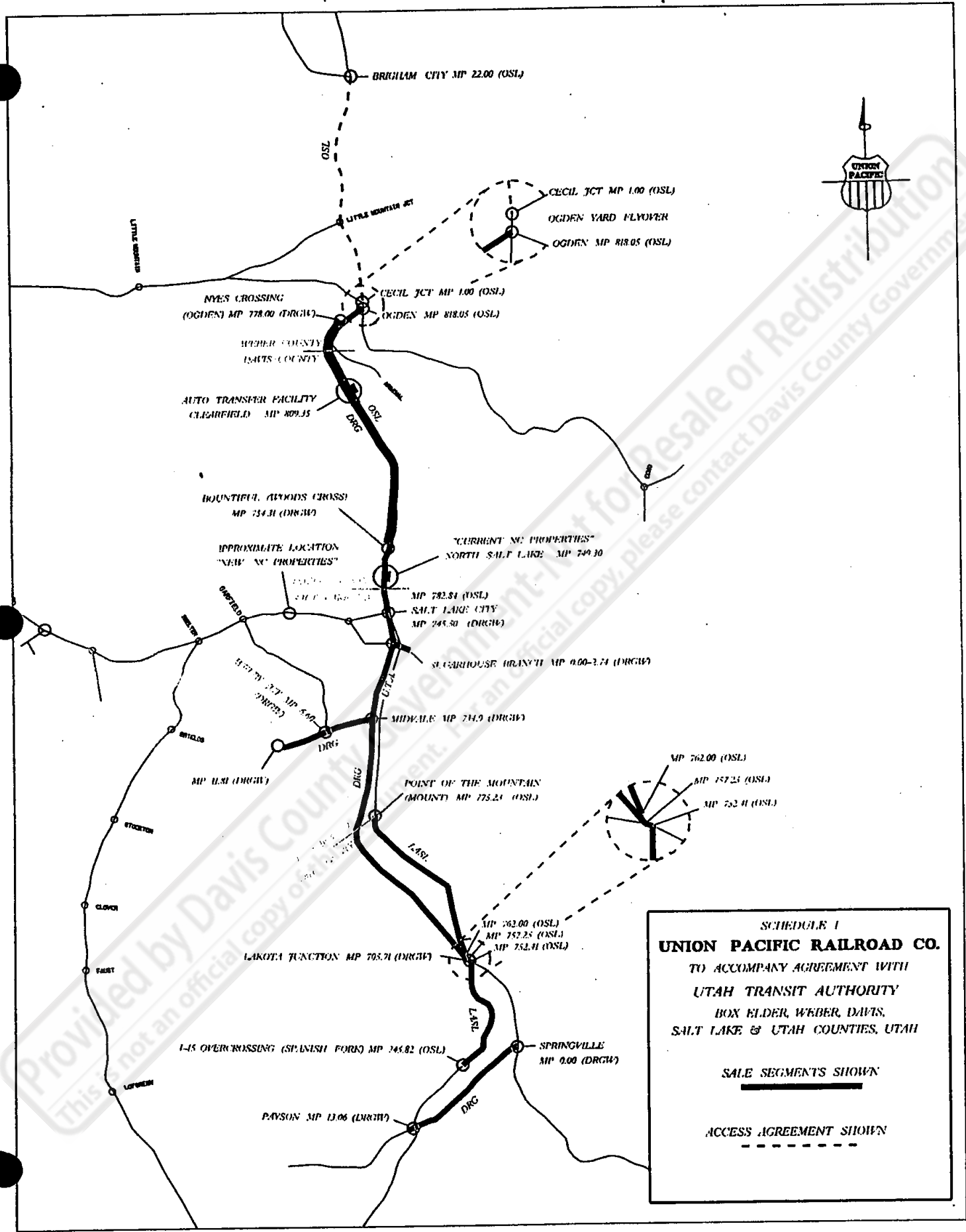
3.8 Current NC Properties.

- (a) the auto transfer facility at Clearfield;
- (b) the freight intermodal facility at North Salt Lake (Beck Street); and
- (c) the Maintenance Facility (which are collectively referred to herein as the "Current NC Properties), as more particularly provided in the Special Warranty Deed(s) to be delivered by Seller at Closing.

ATTACHMENT 1
to
EXHIBIT 1
Map of Properties

UTA PPA

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SCHEDULE 1
UNION PACIFIC RAILROAD CO.
 TO ACCOMPANY AGREEMENT WITH
 UTAH TRANSIT AUTHORITY
 BOX ELDER, WEBER, DAVIS,
 SALT LAKE & UTAH COUNTIES, UTAH

SALE SEGMENTS SHOWN

ACCESS AGREEMENT SHOWN
 - - - - -

Preservation of Rights of Way from Union Pacific Railroad

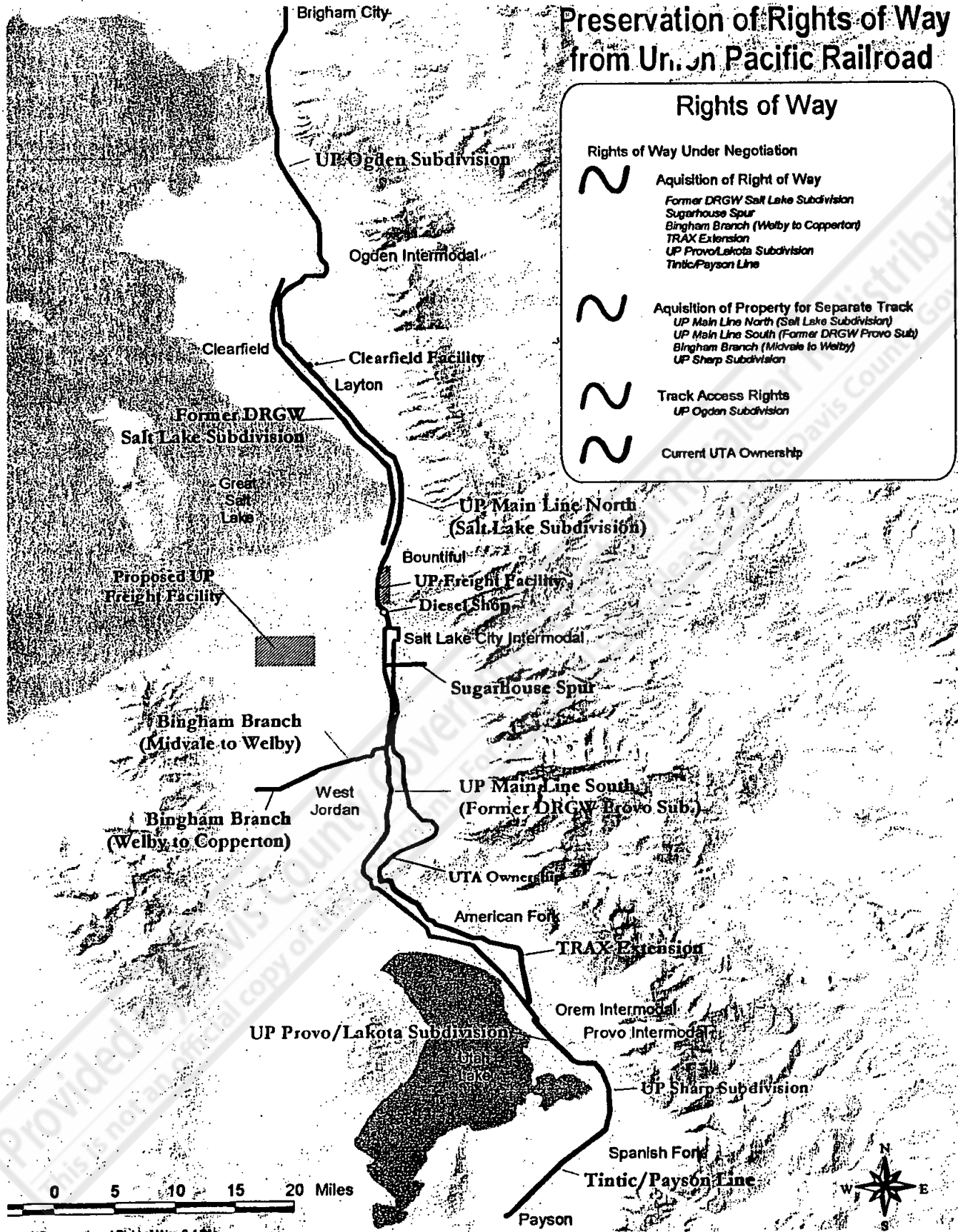


EXHIBIT 2

Environmental Work Plan with oversize map depicting the Site and the Property

UTA PPA

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**Environmental Work Plan
for the
Union Pacific Railroad Corridor
between
Ogden and Salt Lake City, Utah**

**Prepared for:
Utah Transit Authority
Salt Lake City, Utah**

November 9, 2001



PACIFICORP

ENVIRONMENTAL REMEDIATION COMPANY
1407 WEST NORTH TEMPLE, SUITE 270
SALT LAKE CITY, UTAH 84140

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1.0 INTRODUCTION

The Utah Transit Authority (UTA) is acquiring from Union Pacific Railroad (UPRR) a corridor from Payson, Utah to Brigham City, Utah (the "Mainline Corridor") to preserve the corridor for future transportation projects. The Mainline Corridor is generally a twenty-foot wide section of the existing UPRR corridor and is approximately 150 miles long. In addition, UTA is acquiring the D&RGW Corridor and the UP/Provo Sub Corridor. Finally, UTA is acquiring options to purchase the Bingham Branch between Midvale and the end of the line, and the Sugarhouse Spur located in South Salt Lake City. These corridors are shown in the attached Figure 1 and described in Attachment 1.

UTA's planned activity on each of the corridors, except the D&RGW Corridor, is to construct a passenger rail system. The rail system will be at grade or above existing grade in most areas, so very little excavation work or soil removal will be required. There will be some excavation and soil removal for switching, bridges, supports, etc. and possibly for stability reasons. The actual amount of soil removal and extent of excavation should be minimal. During excavation, soil removal and other construction activities, it is very likely that historic contamination will be encountered. UTA is pursuing a Prospective Purchaser Agreement (PPA) with the State of Utah to address contaminated soil encountered during construction of the rail system.

The planned use of the D&RGW Corridor is for a rail-to-trail, biking/walking path. The rails will be removed and the line covered to allow use as a trail. In the future, the D&RGW Corridor may be used as a rail system; in that event, the existing ballast will be used as part of the rail line. Also in the future, the D&RGW Corridor may be used for a buried utility corridor. The utility infrastructure will be buried and the excavated material will be used to cover the buried utilities.

In addition, UTA is considering purchasing and relocating UPRR's Intermodal Freight Facility to a new site and purchasing the Clearfield Auto Unloading Facility.

1.1 PREVIOUS INVESTIGATIONS

Parsons Engineering Science, Inc. (PES) conducted a Phase I Environmental Investigation along the corridor to identify and report possible environmental concerns on or adjacent to the UPRR property and identify those areas where Phase II and possibly Phase III Investigations may be needed. The report also contained Phase I Environmental Assessments on the Intermodal Freight Facility and the Auto Unloading Facility. This information was conveyed in a report entitled Draft Report for Identification of Sites with Potential Environmental Concern Along Union Pacific Rail Road Corridors and was dated August 2001. The report included record searches of nine databases including RCRIS, CERCLIS, USTs and LUSTs, NPLs, Utah Brownfield sites, Utah Voluntary Cleanup Program sites, and Utah toxic release inventory sites. Other information was obtained from Union Pacific hazardous materials incident reports (1993-2000) and the National Response Center reports. In that report, PES identified numerous areas of potential environmental concern along many areas of the corridor and other properties.

1.2 PURPOSE

A Phase II is conducted to follow up and to evaluate the areas of environmental concern identified in the Phase I. This work plan has been prepared to further evaluate the environmental concerns on the properties that UTA is purchasing under the current negotiations. The same names and nomenclature will be used for the segments as in the Phase I to enable easy correlation between the reports. The segments covered in this Phase II are the D&RGW Line (Segment A1), the UPRR North (Segment B1), and Segment B2, North Salt Lake to Provo. It will also include the Intermodal Freight Facility and the Clearfield Auto Unloading Facility.

PES produced a table for each segment listing areas of environmental concern. All of these items have been addressed in the agreement between UTA and UPRR, so consequentially, they will not be addressed in this investigation.

UTA is pursuing a Prospective Purchaser Agreement with the State of Utah to address contaminated soil encountered during construction of the rail system. The PPA will require characterizing all soil that is to be excavated or removed as part of the construction of the rail system. Therefore, all areas where there will be excavation and/or cuts, flyovers and new construction will be investigated as part of this Phase II. These areas are being addressed to quantify the type and quantity, if any, of contamination that will have to be addressed and handled during construction.

The Intermodal Facility and the Clearfield Auto Unloading Facility are not covered under the currently proposed PPA. These sites will be fully characterized.

2.0 PHASE II INVESTIGATIONS

The Phase II investigations will involve sampling of surface and subsurface soils and if appropriate groundwater. Before drilling all utilities must be located. Blue Stakes and UPRR's Fiber Optic Hotline will be notified prior to any excavation or drilling. Following is the outline of the work to be performed in the excavation areas, the Clearfield Auto Unloading Facility and the Intermodal Facility. A general scope is given for each, as significant findings during the investigations will influence further work and the scope.

2.1 Excavation Areas

The excavation areas as used in this Phase II are defined as those areas where preliminary designs show that soil will be removed (cut), where structures will be built for crossing from one side of the existing tracks to the other (flyovers) and where new structures will be constructed. The excavation areas do not include clearing and grubbing. These areas are depicted on Figure 2. The length and location of the cuts are also presented in Table 1.

There are currently no estimates of depth of cuts. For this Phase II it is assumed that the UTA tracks will be at the same elevation as the Existing UPRR tracks. The soil in the cut

areas will be investigated by continuous sampling from the ground surface to two feet below the grade of the UPRR tracks. Visual observation of the areas, show that the depth of investigation will be six to ten feet. It is proposed to investigate these areas using a mini excavator or backhoe. The test pits will be located on the far east or west side of UPRR's property located outside the load envelope. The depth of the pit will only be two feet below UPRR tracks, so there would be no stability issues with the tracks. The pit will only be the width of the bucket. The pit will be excavated, examined, sampled if needed. Since there are going to be over 500 sample points, this method is being proposed since it will be far quicker than using a geoprobe and/or drill rig. It is not anticipated that any groundwater will be encountered in the investigation of the cuts, so no groundwater will be sampled. Pacific West will be used to do the excavations. Pacific West does a lot of work for UPRR in the area and is fully trained in track safety. If the depth of the investigation is greater than ten feet, the area will be investigated using a geoprobe or drill rig.

The flyovers and new construction (bridges) are both assumed to have very deep excavations. In these areas, the soil will be investigated by drilling and soil sampling and will be conducted continuously from the ground surface to the confining layer (such as the underlying clay or silt layer to a maximum of 30 feet or depth of excavation which ever is greater). Special emphasis will be placed on samples collected from the soil/water interface and the interface with the underlying confining layer. There are two flyovers in the Ogden Yard, one in the Roper Yard and one in the Provo Yard. There are 18 new constructions, mostly bridges, located from Salt Lake to American Fork. One location from each flyover and new construction area will be sampled.

2.1.1 Sample Intervals Cut Areas

Each cut area sample area will be determined by the surrounding property use. The surrounding property uses are defined here as undeveloped, residential and/or light commercial and industrial. Each area has an increasing likelihood of contamination and therefore has a more frequent sampling interval.

In undeveloped areas where the likelihood of contamination is small, one sample will be collected for every 4000 square feet, or every 200 linear feet, since the corridor is 20 feet wide. Based on preliminary determinations, approximately 14,600 linear feet of the cuts are located in undeveloped areas, which means 73 locations will be sampled. 29 of the samples are located on Segment B1 and 44 are located on Segment B2.

In residential and/or commercial areas, one sample will be collected every 2000 square feet or 100 linear feet. Based on preliminary determinations, approximately 25,900 linear feet of the cuts are located in the residential/light commercial areas, which means 259 locations will be sampled. 215 of the samples are located on Segment B1 and 44 are located on Segment B2.

The industrial areas will be sampled every 1000 square feet, or every 50 linear feet. Based on preliminary determinations, approximately 10,000 linear feet of the cuts are

located in the industrial areas, which means 200 locations will be sampled. 131 of the samples are located on Segment B1 and 69 are located on Segment B2.

The actual sample interval will be determined in the field with many areas having a mixed definition. Also, if the entire cut area is potentially contaminated or a large part, only one sampling location will be chosen regardless of length. There is no need to take multiple samples of the same waste. The one location will be used to estimate the quantity of waste material. Also, the sampling points will be biased to be located in the most likely area to be contaminated.

2.1.2 Sampling Methodology

Outside the Load Envelop (Outside 19 feet for excavation two feet below grade) Since UTA is acquiring a 20 foot wide strip, it is anticipated that all of the excavations can be done outside the load envelop. A backhoe or mini excavator will be used to excavate a small trench to two feet below the existing UPRR track grade at each sampling point. The number of each sampling locations within a cut area will be determined as described in Section 2.1.1. Each excavation will be logged according to physical characteristic, color, and odor.

Samples will be submitted for laboratory analysis based on these physical characteristics. If the sample is native soil and has no unusual color, staining or odor, it will be logged only. No laboratory analysis will be done. The trench will be backfilled with the same soil.

If staining, unusual color and/or odor are present, it will be noted and a sample will be collected from the interval for possible analysis. A representative of each type of staining, unusual color and/or odor will be sent to the laboratory analysis. The type of analysis for each sample will be determined on a case-by-case basis depending on surrounding property uses and physical characteristics. The analytical methods to be utilized are presented in Section 2.1.3. The soil sampled for laboratory analysis will be handled as Investigation Derived Wastes (IDW). The soil will be placed on visqueen and covered with visqueen. The trench will be backfilled with clean imported fill. If the analysis shows that the waste is hazardous, it will then be properly containerized pending shipment to a hazardous waste facility. If the analysis shows the waste is non hazardous, the soil will be spread out on the site returning the site to its natural grade.

Within the Load Envelop

Within the load envelop (within 19 feet of the centerline of the track for an excavation two feet below grade), the samples will be collected using a hand auger or geoprobe. Samples will be obtained continuously from the ground surface to the total depth of each hole. Each sample will be logged according to physical characteristic, color, and odor. The samples selected for laboratory analysis will follow the same protocol as listed for the trenches above. All IDW generated using the geoprobe will be handled in the same manner as above. The geoprobe holes will be filled with bentonite as required by Utah Regulations.

Any areas disturbed as part of these sampling activities will be returned to its original grade and any concrete or asphalt disturbed will be replaced.

2.1.3 Samples To Be Submitted for Laboratory Analysis

Samples containing unusual staining and or odors will be sent to the laboratory for analysis. For suspected petroleum contamination, the samples will be analyzed for total petroleum hydrocarbons (TPH) using method 8015B modified, volatile organics using method 8260B, semi-volatiles using method 8270C and PCBs using method 8082. For unusual staining that may indicate slag or mining waste the sample will be analyzed for total metals for the eight RCRA metals (TM) using method 6010B and 7471A. Other analysis that may be used are pesticides and herbicides method 8081A, BTEXN using method 8260B and F and D listed solvents using method 8260B and 8015B and 8270B. Other analysis may be done on a case by case basis if other possible contaminants are discovered during field investigations.

2.1.4 Interviews with Former UPRR Employees

In a brief conversation with Orlando Miera, he discussed the presence of several landfills and coal yards along the corridor. As part of this Phase II Mr. Miera will be interviewed and the location and extent of the coal yards and landfills will be established. If any of these facilities lie within the excavation areas, those areas will be treated as industrial and the soil will be sampled and sent for laboratory analysis.

2.2 Clearfield Auto Unloading Facility

This property will not be covered under the Prospective Purchasers Agreement (PPA). The Phase I recommended that soil sampling be conducted around and in the former truck maintenance building. All visibly stained areas will be sampled and the aerial extent of contamination will be determined. Samples will be obtained using hand tools where applicable. When deeper or more extensive sampling is required a geoprobe will be used. Samples will be obtained continuously from the ground surface to the total depth of each hole. The depth of the hole will be determined in the field, but will continue until it is clear the extent of contamination has been reached and/or the confining clay layer is reached. If substantial contamination is found, a series of step out borings will be done to define the contaminated area. Borings will be stepped out until the extent of contamination is determined. One sample of each waste will be sent to the laboratory for analysis. Analytical methods will be as described in section 2.1.3. Geoprobos produce very little waste, but as above all soil that is considered contaminated and is sent for analytical analysis will be handled as IDW. The IDW will be containerized pending analytical results. Any groundwater encountered and sampled as part of the investigation will be containerized.

The boreholes will be filled with bentonite as required by state regulations and the ground surface restored to its original condition. This includes asphalt and concrete.

In addition, all data from the Phase I will be reviewed for any deficiencies. Any deficiencies will be investigated during this phase.

2.3 UPRR Intermodal Freight Facility

This facility will also not be covered under the PPA. For this reason, a more detailed Phase I investigation will be conducted to more thoroughly assess the existing and potential environmental hazards on the property.

The entire site will be visually inspected for possible signs of contamination. Any staining or problems found will first be investigated by hand probing with shovels. If the extent cannot be determined in this manner, the area will be characterized using geoprobe with continuous sampling. The areas will be defined as described in section 2.2 for the Clearfield site, using a step out procedures. Only one soil and one groundwater (if encountered) sample will be submitted to the laboratory for each contaminated area. The IDW will be handled as described in section 2.2.

PES identified the north yard/west area, the truck repair/wash down area, and the area around the waste oil shed for soil testing. These areas will be sampled and the aerial and vertical extent of contamination will be determined by drilling with continuous sampling.

The site contained three USTs, which were removed but have no analysis or closure reports. These will be characterized as will a potential leak in a buried pipeline underneath the site.

PES stated that the former D&RGW line ran through this facility and that the ballast in the facility was obtained from mine tailings. This ballast will be sampled and analyzed for the 8 RCRA total metals. The ballast will be sampled by taking a representative sample of the entire waste stream, the ballast and six inches of soil directly beneath the ballast. Samples will be collected from several areas and composited. One sample will be taken from this composite sample and submitted for laboratory analysis for total metals.

There are also numerous potential offsite sources, which will be investigated to determine if they are potential sources for migration of contamination to the site.

3.0 DELIVERABLES

Upon completion of the field work, a report detailing all of the work completed and the results of all the sampling will be prepared and submitted to UTA.

The report will detail the cut areas that will need to be fully characterized prior to excavation. The estimated volume and nature of the waste will be listed. Also, an estimate of the cost to dispose of the soil will be given.

For the Clearfield and Intermodal Facilities the aerial and vertical extent of each contaminated area will be given. The nature of the contamination and its waste

determination upon excavation will be given. Costs estimates to remediate each area will be presented. Also the time required to remediate each area will be estimated.

It is possible that information gathered as part of this investigation will meet the reporting criteria requiring the State of Utah be notified. UPRR will be provided a copy of the final report and any reporting requirements will be their responsibility as the property owner.

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FIGURE 1

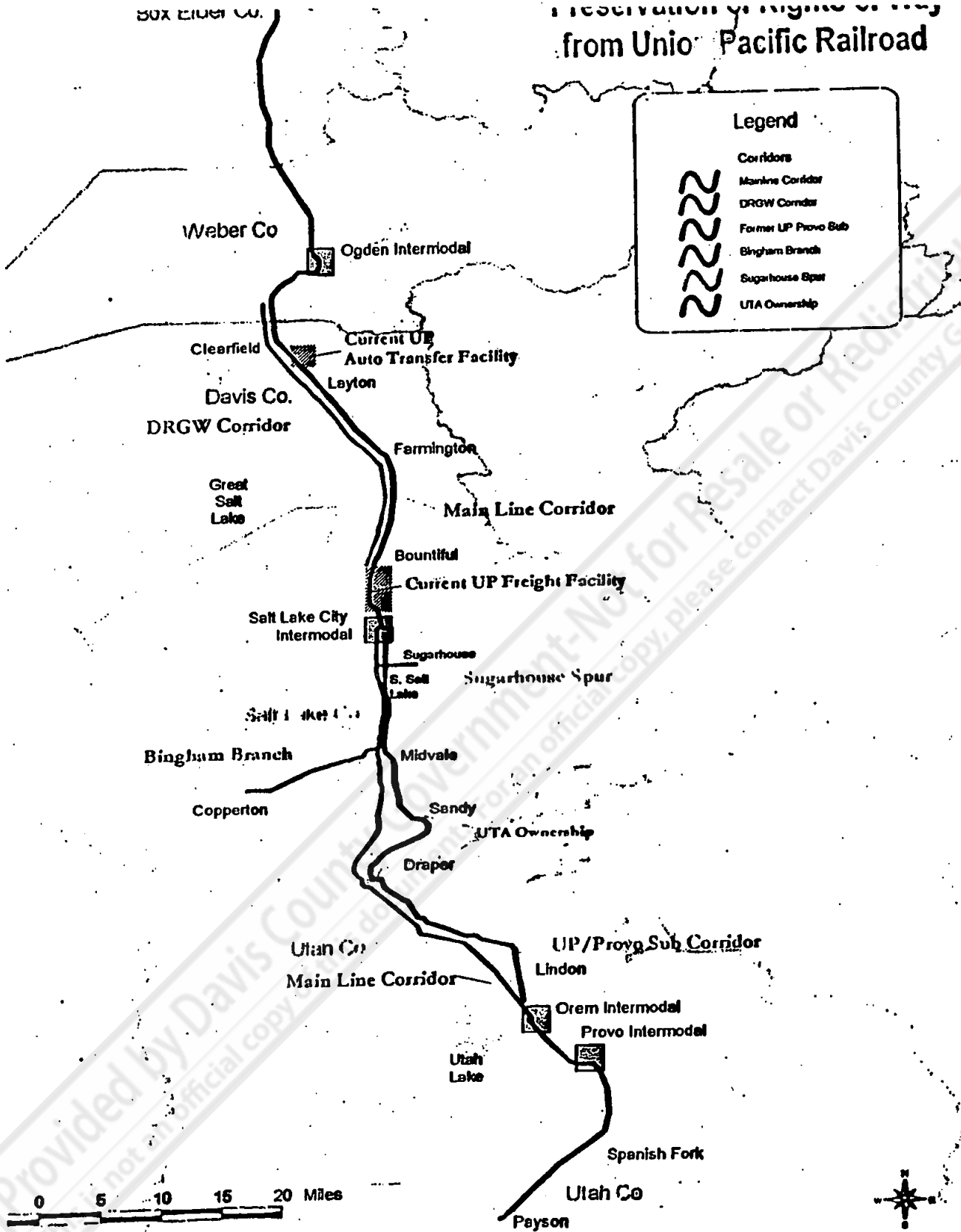
Map of Proposed Corridor Preservation

FIGURE 2

Map of Proposed Investigation Areas along Corridor

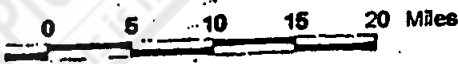
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Preservation of Rights of Way from Union Pacific Railroad



Legend

- Corridors
- Main Line Corridor
- DRGW Corridor
- Former UP Provo Sub
- Bingham Branch
- Sugarhouse Spur
- UTA Ownership



A. Reed, Preservation of Right of Way 0-6-01



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**OVERSIZE MAP NOT INCLUDED
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ATTACHMENT 1

Description of Proposed Corridor Preservation

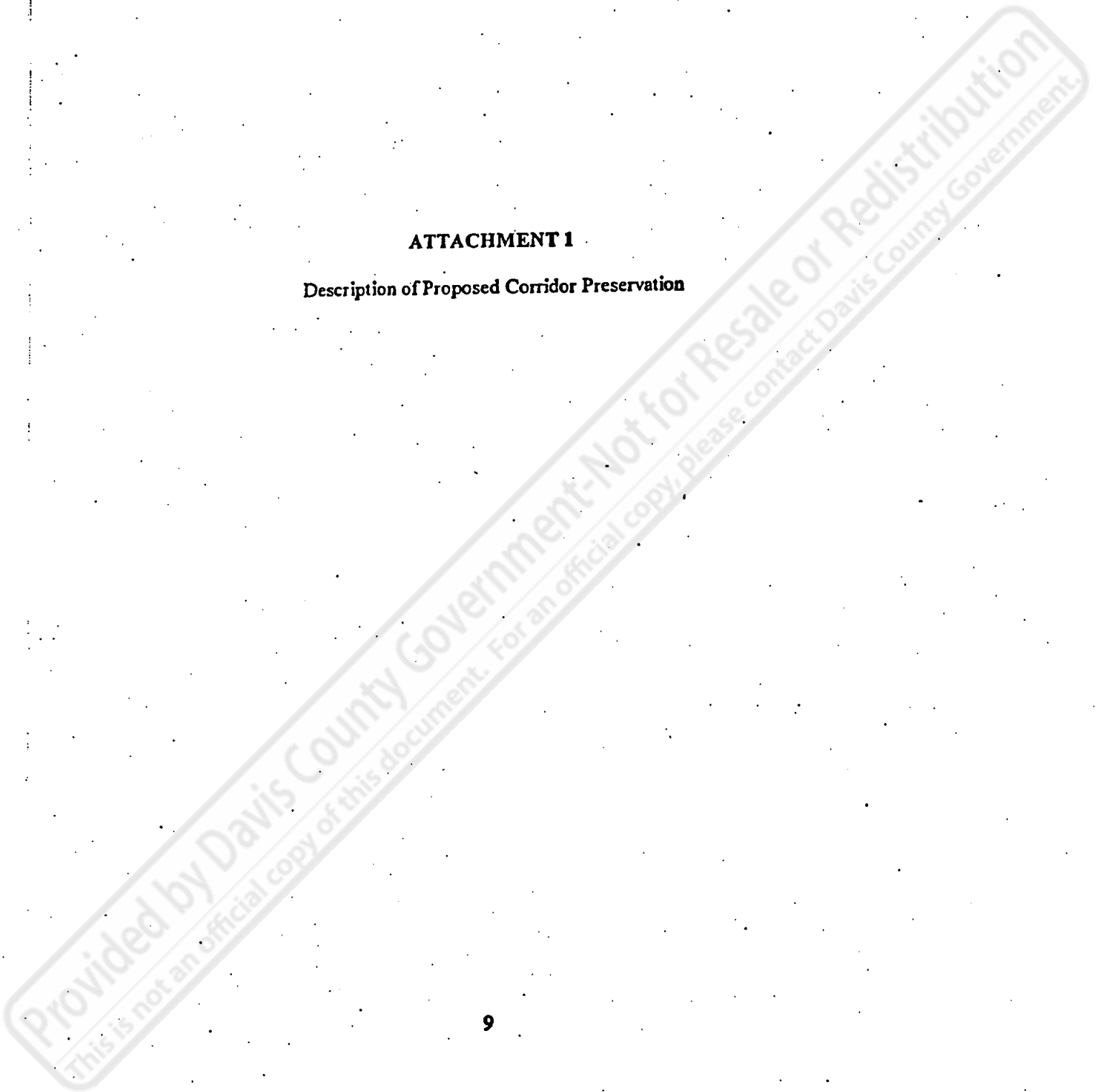


Exhibit F-1 to be delivered by Seller at Closing:

(a) the main line corridor right of way of the Salt Lake Subdivision – Joint Line of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a northerly direction from the south line of 1200 North Street of Bountiful (Woods Cross), Utah, M.P. 755.10 of said subdivision, to Ogden (Nye's Crossing), M.P. 778.0 of said subdivision;

(b) the main line corridor right of way of the Provo Subdivision of Union Pacific Railroad Company (formerly Utah Southern Railroad Company) as said line extends in a southerly direction from Point of Mountain (Mount), M.P. P-775.23 of said subdivision, to Lindon, Utah, M.P. P-762.00 of said subdivision;

(c) the main line corridor right of way of the Provo Subdivision of Union Pacific Railroad Company (formerly Utah Southern Railroad Company) as said line extends in a northerly direction from University Avenue of Provo, Utah, M.P. P-752.41 of said subdivision, to Lakota Junction, M.P. P-757.25 of said subdivision;

(d) the main track corridor right of way of the Tintic Branch of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a southwesterly direction from Springville, Utah, M.P. 0.00 of said branch, to 5250 West of Payson, Utah, M.P. 13.06 of said branch.

attached hereto as Schedule 3.4 and as more particularly described in the Quitclaim Deed(s):

(a) the easterly 20.00 feet of the main line corridor right of way of the Salt Lake Subdivision of Union Pacific Railroad Company (formerly Oregon

Short Line Railroad Company) as said line extends in a northerly direction from the south line of North Temple Street of Salt Lake City, Utah, M.P. 782.90 of said subdivision, to a point 600.00 feet distant easterly, as measured along the main track from the east abutment of the Weber River Bridge (Ogden, Utah), M.P. 818.12 of said subdivision, together with ground and aerial easement rights sufficient to construct Flyover No. 1, depicted [in] Schedule 3.4(a), which easement rights are more particularly described in the Quitclaim Deed(s);

(b) the westerly 20.00 feet of the main line corridor right of way of the Provo Subdivision of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a northerly direction from Lakota Junction, M.P. 705.71 of said subdivision, [M.P. 729.29 of said subdivision, together with (i) a perpetual easement (aerial, surface and subsurface) for the full width of the right of way between M.P. 729.29 and M.P. 729.50 for construction of the overcrossing structure and (ii) a perpetual easement extending 10 feet easterly from the UTA/UP right of way boundary created by this subsection, between M.P. 729.02 and M.P. 729.29; for construction of retaining walls and bridge piers, as shown in Schedule 3.4 and] more particularly described in the Quitclaim Deed(s);

(c) the easterly 20.00 feet of the main line corridor right of way of the Provo Subdivision of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a northerly direction from ~~the point determined under subsection (b) above,~~ ~~between Jordan Narrows and Midvale,~~ [M.P. 729.50 of said subdivision] to

Salt Lake City, Utah, M.P. 745.60 of said subdivision, together with a perpetual easement extending 10 feet westerly from the UTA/UP right of way boundary created by this subsection, between M.P. 729.50 and M.P. 729.78, for the construction of retaining walls and bridge piers, as shown in Schedule 3.4 and more particularly described in the Quitclaim Deed(s);

(d) ~~the westerly land/or northerly~~ 20.00 feet of the main line corridor right of way of the Sharp Subdivision of Union Pacific Railroad Company (formerly Utah Southern Railroad Company) as said line extends in a generally southerly direction from University Avenue of Provo, M.P. P-752.41 of said subdivision, [to M.P. 750.18 of said subdivision, together with (i) a perpetual easement (aerial, surface and subsurface) for the full width of the right of way between 750.18 and M.P. 749.99 for construction of the overcrossing structure and (ii) a perpetual easement extending 10 feet easterly from the UTA/UP right of way boundary created by this subsection between M.P. 750.48 and M.P. 750.18 for construction of retaining walls and bridge piers, as shown in Schedule 3.4 and more particularly described in the Quitclaim Deed(s).

(e) The easterly 20.00 feet of the main line corridor right of way of the Sharp Subdivision of the Union Pacific Railroad Company (formerly the Utah Southern Railroad Company) as said line extends in a generally southerly direction from Provo, M.P. P-749.99 of said subdivision,] to the I-15 Overcrossing (Spanish Fork, Utah), M.P. P-745.82 of said subdivision, together with ~~ground and aerial easement rights sufficient to~~

~~construct Flyover No. 3, depicted on Schedule 3.4(e), which easement rights are~~
[a perpetual easement extending 10 feet westerly from the UTA/UP right of
way boundary created by this subsection between M.P. 749.99 and M.P.
749.73 for the construction of retaining walls and bridge piers, as shown in
Schedule 3.4 and] more particularly described in the Quitclaim Deed(s).

3.7 Access Agreement – Ogden to Brigham City. Seller shall grant to Purchaser and Purchaser shall acquire from Seller contractual rights to operate passenger rail service, as described in the Passenger Rail Access Agreement to be entered into between the parties, in the form attached hereto as Exhibit E ("Access Agreement"), over the main line corridor trackage of the Ogden Subdivision of Union Pacific Railroad Company (formerly Oregon Short Line Railroad Company) as such line extends in a northerly direction from Ogden (Cecil Junction), M.P. 1.68 of such subdivision, to Brigham City, Utah, M.P. 22.00 of said subdivision (which is referred to herein as the "Access Property"). Option Agreements attached hereto as Exhibits B-1 and B-2:

(a) the main track corridor right of way of the Sugarhouse Branch of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) situate in Salt Lake City, Utah as said line extends in [an] easterly direction from M.P. 0.00 of said branch, to M.P. 2.65 (Granite Furniture) of said branch; and

(b) (i) the main track corridor right of way of the Bingham Branch of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a southwesterly direction

from Welby Junction, M.P. 5.10 of said branch, to M.P. 10.50 of said branch; and

(ii) 35.00 feet of the main track corridor right of way of the Bingham Branch of Union Pacific Railroad Company (formerly The Denver and Rio Grande Western Railroad Company) as said line extends in a westerly direction from Midvale, Utah, M.P. 0.00 of said branch, to Welby Junction, M.P. 5.10 of said branch.

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TABLE 1

Length and Location of Cuts

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Utilities

See Note to Provo

Utility	Mile 748		Mile 749		Mile 750		Mile 751		Mile 752		Mile 753		Mile 754		Mile 755		Mile 756		Totals				
	SMT-1	SMT-2	SMT-3	SMT-4	SMT-5	SMT-6	SMT-7	SMT-8	SMT-9	SMT-10	SMT-11	SMT-12	SMT-13	SMT-14	SMT-15	SMT-16	SMT-17	SMT-18		SMT-19	SMT-20	SMT-21	SMT-22
Fiber Optic Line																							
Communication Line																							
Cul																							
Fil																							
3rd Party ROW																							
Totals																							
Fiber Optic Line																							
Communication Line																							
Cul																							
Fil																							
3rd Party ROW																							
Totals																							
Fiber Optic Line																							
Communication Line																							
Cul																							
Fil																							
3rd Party ROW																							
Totals																							
Fiber Optic Line																							
Communication Line																							
Cul																							
Fil																							
3rd Party ROW																							
Totals																							
Fiber Optic Line																							
Communication Line																							
Cul																							
Fil																							
3rd Party ROW																							
Totals																							

Utility	Total
Fiber Optic	54287 R
Communication Line	67584 R
Cul	16647 R
Fil	84327 R
3rd Party ROW	545 AC

New Structures
 Remaining wells
 Wellheads
 water lines

APPLICATION FORM FOR UNION PACIFIC RAILROAD COMPANY ENVIRONMENTAL RIGHT OF ENTRY AGREEMENT

Please fill in as indicated. Please type or print clearly in all capital letters:

RESPONSIBLE PARTY/LICENSEE:

Company Name PACIFIC CORP ENVIRONMENTAL REMEDIATION CO.

P O Box & Street Address 1407 WEST NORTH TEMPLE SUITE 270 G

City, State, Zip Code SALT LAKE CITY UTAH 84140

State of Incorporation DELEWARE

Contact: (Name / Title) JEFF TUCKER PROJECT MANAGER

(Phone / Fax) (801) 220-2989 / (801) 220-4425

(email, if possible) jeff.tucker@pacificorp.com

LICENSEE CONSULTANT (if applicable)

Company Name

P O Box & Street Address

City, State, Zip Code

Contact: (Name / Title)

(Phone / Fax)

(email, if possible)

SITE LOCATION (include City / County / State) SAME AS UTA PHASE I FROM PROVO UTAH TO OGDEN UTAH

RAILROAD MILEPOST AND SUBDIVISION AND BECK STREET INTERMODAL AND CLEARFIELD AND UNLOADING FACILITY.

LATITUDE AND LONGITUDE (degrees/minutes/seconds) SEE WORK PLAN FOR DETAIL

ADVISE THE NAME, ADDRESS, & CONTACT PERSON OF THE GOVERNMENTAL AGENCY REQUIRING THIS PROJECT:

PART OF DUE DILIGENCE FOR UTA'S ACQUISITION OF CORRIDOR AND TWO PARCELS FROM UPRR.

Please describe your proposed project:

PROJECT LEVEL(S):

- PHASE I (Non-invasive & non-intrusive visual site inspection and records check only. No sampling will be involved.)
PHASE II (Site investigation. You must advise specific testing to be performed from the list on the next page.)
PHASE III (Site remediation.)

OTHER (Please describe your project in detail only as it pertains to railroad property)

TERM: DATES

From NOV 12, 2001 To JAN 31, 2002 (Includes removal/lawful closure of facilities and/or monitoring wells)

TYPE OF ENVIRONMENTAL TESTING

NUMBER OF EACH

Subsurface Soil/Sediment Samples

APPROX. 600

Hand Held Auger Borings

NONE PLANNED

Soil Gas Survey Points

NONE

Boring Drilled w/Soil Samples

APPROX 60

Temporary Piezometer Wells

NONE

Temporary Monitor Wells (must be flush-mounted)

NONE

Permanent Monitoring Wells

NONE

Recovery Wells & Associated above Ground Equipment

NONE

Recovery Systems & Above Ground Equipment

NONE

Other (Describe fully)

SPECIAL PROVISIONS:

CONFIDENTIALITY (Required for all cases involving sale of Railroad property & in many other cases.)

FLAGMAN (Required in all Phase II/III cases & many other cases.)

MONITORING WELL (Required for all monitor wells & piezometers.)

INFORMATION (Required in all cases.)

LETTER OF CREDIT (Required for all monitor wells, piezometers, & other facilities.)

CONTRACTOR INFORMATION:

(Must be copied for all contractors that will work under this agreement)

NAME OF CONTRACTOR PACIFIC CORP ENVIRONMENTAL REMEDIATION COMPANY

INCORPORATED IN WHAT STATE DELEWARE

FULL MAILING ADDRESS 1407 WEST NORTH TEMPLE SUITE 270 G. SALT LAKE CITY UTAH 84140

NAME & TITLE OF CONTRACTOR CONTACT PERSON JEFF TUCKER PROJECT MANAGER

CONTRACTOR TELEPHONE NUMBER (801) 220-2989

CONTRACTOR FAX NUMBER (801) 220-4425

EMAIL ADDRESS jeff.tucker@pacificorp.com

- () COMPLETE AND RETURN THIS APPLICATION FORM, with
- () A \$355.00 CHECK (Payable to Union Pacific Railroad Company), and
- () THE OTHER REQUESTED MATERIAL ON THE CHECKLIST to the appropriate Environmental Access Manager.

NOTE: Other fees and charges may be applicable to your request. These charges cannot be determined until your Project is approved.

NOTE: THE \$355 FEE IS WAIVED AS PER NORM SILER AS PART OF UTA - UPRR AGREEMENT

TYPE OF ENVIRONMENTAL TESTING	NUMBER OF EACH
Subsurface Soil/Sediment Samples	_____
Hand Held Auger Borings	_____
Soil Gas Survey Points	_____
Boring Drilled w/Soil Samples	_____
Temporary Piezometer Wells	_____
Temporary Monitor Wells (must be flush-mounted)	_____
Permanent Monitoring Wells	_____
Recovery Wells & Associated above Ground Equipment	_____
Recovery Systems & Above Ground Equipment	_____
Other (Describe fully) _____	_____

SPECIAL PROVISIONS:

- _____ CONFIDENTIALITY (Required for all cases involving sale of Railroad property & in many other cases.)
- _____ FLAGMAN (Required in all Phase II/III cases & many other cases.)
- _____ MONITORING WELL (Required for all monitor wells & piezometers.)
- _____ INFORMATION (Required in all cases.)
- _____ LETTER OF CREDIT (Required for all monitor wells, piezometers, & other facilities.)

CONTRACTOR INFORMATION:

(Must be copied for all contractors that will work under this agreement)

NAME OF CONTRACTOR PACIFIC WEST

INCORPORATED IN WHAT STATE UTAH

FULL MAILING ADDRESS 1515 WEST 2200 SOUTH SUITE C.
SALT LAKE CITY UTAH 84119

NAME & TITLE OF CONTRACTOR CONTACT PERSON JAY HARWOOD MANAGING MEMBER

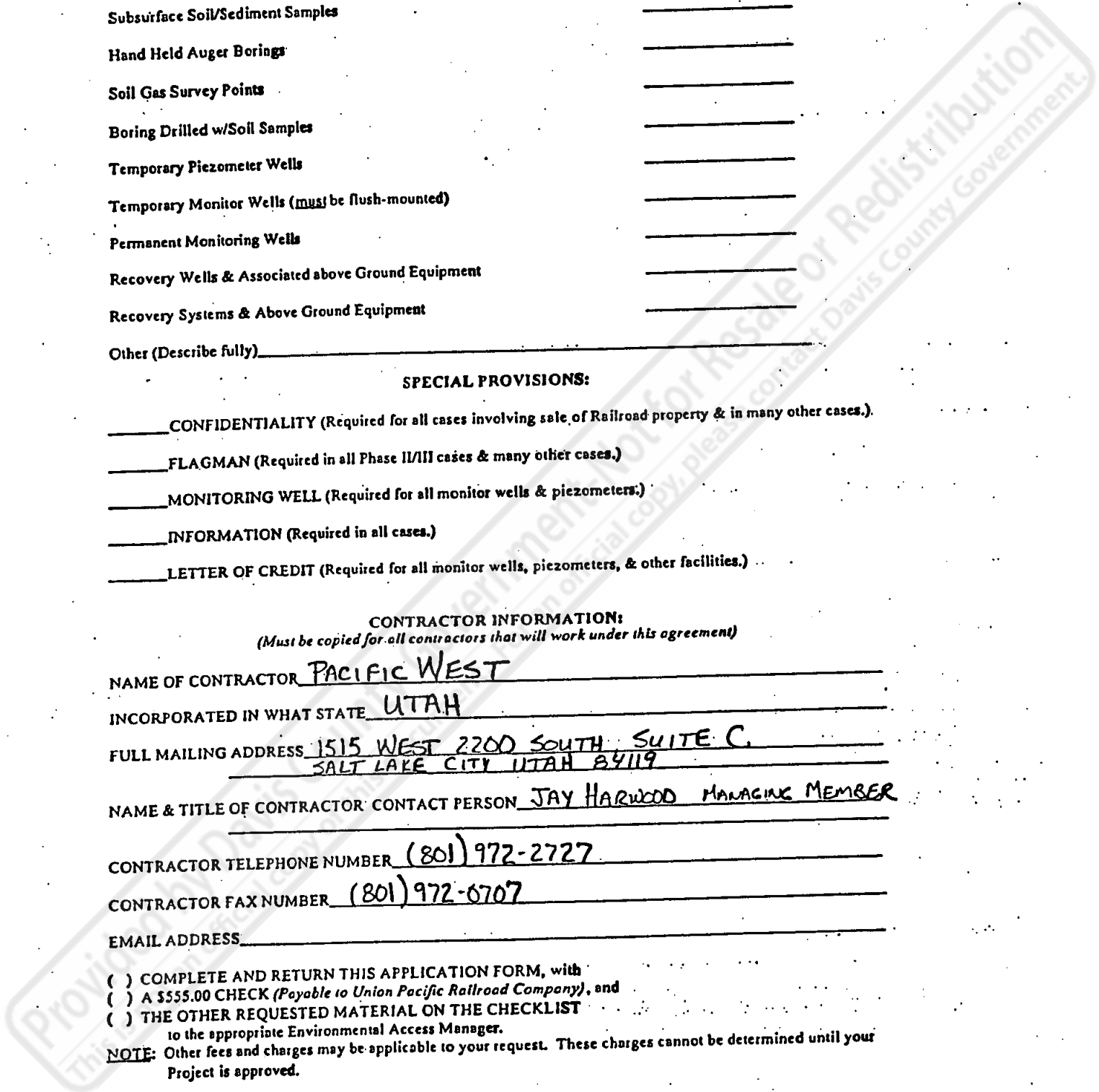
CONTRACTOR TELEPHONE NUMBER (801) 972-2727

CONTRACTOR FAX NUMBER (801) 972-6707

EMAIL ADDRESS _____

- () COMPLETE AND RETURN THIS APPLICATION FORM, with
- () A \$555.00 CHECK (Payable to Union Pacific Railroad Company), and
- () THE OTHER REQUESTED MATERIAL ON THE CHECKLIST

NOTE: Other fees and charges may be applicable to your request. These charges cannot be determined until your Project is approved.



TYPE OF ENVIRONMENTAL TESTING	NUMBER OF EACH
Subsurface Soil/Sediment Samples	_____
Hand Held Auger Borings	_____
Soil Gas Survey Points	_____
Boring Drilled w/Soil Samples	_____
Temporary Piezometer Wells	_____
Temporary Monitor Wells (must be flush-mounted)	_____
Permanent Monitoring Wells	_____
Recovery Wells & Associated above Ground Equipment	_____
Recovery Systems & Above Ground Equipment	_____
Other (Describe fully) _____	_____

SPECIAL PROVISIONS:

- _____ CONFIDENTIALITY (Required for all cases involving sale of Railroad property & in many other cases.)
- _____ FLAGMAN (Required in all Phase II/III cases & many other cases.)
- _____ MONITORING WELL (Required for all monitor wells & piezometers.)
- _____ INFORMATION (Required in all cases.)
- _____ LETTER OF CREDIT (Required for all monitor wells, piezometers, & other facilities.)

CONTRACTOR INFORMATION:

(Must be copied for all contractors that will work under this agreement)

NAME OF CONTRACTOR ASAPROBE INC.

INCORPORATED IN WHAT STATE UTAH

FULL MAILING ADDRESS 387 EAST 6240 SOUTH MURRAY UTAH 84107

NAME & TITLE OF CONTRACTOR CONTACT PERSON CINDY LARSEN PRESIDENT

CONTRACTOR TELEPHONE NUMBER (801) 269-1444

CONTRACTOR FAX NUMBER (801) 269-1411

EMAIL ADDRESS _____

- () COMPLETE AND RETURN THIS APPLICATION FORM, with
- () A \$555.00 CHECK (Payable to Union Pacific Railroad Company), and
- () THE OTHER REQUESTED MATERIAL ON THE CHECKLIST

to the appropriate Environmental Access Manager.

NOTE: Other fees and charges may be applicable to your request. These charges cannot be determined until your Project is approved.

TYPE OF ENVIRONMENTAL TESTING	NUMBER OF EACH
Subsurface Soil/Sediment Samples	_____
Hand Held Auger Borings	_____
Soil Gas Survey Points	_____
Boring Drilled w/Soil Samples	_____
Temporary Piezometer Wells	_____
Temporary Monitor Wells (<u>must</u> be flush-mounted)	_____
Permanent Monitoring Wells	_____
Recovery Wells & Associated above Ground Equipment	_____
Recovery Systems & Above Ground Equipment	_____
Other (Describe fully) _____	_____

SPECIAL PROVISIONS:

- _____ CONFIDENTIALITY (Required for all cases involving sale of Railroad property & in many other cases.)
- _____ FLAGMAN (Required in all Phase II/III cases & many other cases.)
- _____ MONITORING WELL (Required for all monitor wells & piezometers.)
- _____ INFORMATION (Required in all cases.)
- _____ LETTER OF CREDIT (Required for all monitor wells, piezometers, & other facilities.)

CONTRACTOR INFORMATION:

(Must be copied for all contractors that will work under this agreement)

NAME OF CONTRACTOR EARTH PROBE ENVIRONMENTAL FIELD SERVICES INC
 INCORPORATED IN WHAT STATE UTAH
 FULL MAILING ADDRESS 1353 STELLARIA CIRCLE
BOUNTIFUL UTAH 84010
 NAME & TITLE OF CONTRACTOR CONTACT PERSON PAT CASEY PRESIDENT
 CONTRACTOR TELEPHONE NUMBER (801) 466-3752
 CONTRACTOR FAX NUMBER ~~(801)~~ (435) 649-1993
 EMAIL ADDRESS _____

- COMPLETE AND RETURN THIS APPLICATION FORM, with
- A \$555.00 CHECK (Payable to Union Pacific Railroad Company), and
- THE OTHER REQUESTED MATERIAL ON THE CHECKLIST to the appropriate Environmental Access Manager.

NOTE: Other fees and charges may be applicable to your request. These charges cannot be determined until your Project is approved.

TYPE OF ENVIRONMENTAL TESTING	NUMBER OF EACH
Subsurface Soil/Sediment Samples	_____
Hand Held Auger Borings	_____
Soil Gas Survey Points	_____
Boring Drilled w/Soil Samples	_____
Temporary Piezometer Wells	_____
Temporary Monitor Wells (must be flush-mounted)	_____
Permanent Monitoring Wells	_____
Recovery Wells & Associated above Ground Equipment	_____
Recovery Systems & Above Ground Equipment	_____
Other (Describe fully)	_____

SPECIAL PROVISIONS:

- _____ CONFIDENTIALITY (Required for all cases involving sale of Railroad property & in many other cases.)
- _____ FLAGMAN (Required in all Phase II/III cases & many other cases.)
- _____ MONITORING WELL (Required for all monitor wells & piezometers.)
- _____ INFORMATION (Required in all cases.)
- _____ LETTER OF CREDIT (Required for all monitor wells, piezometers, & other facilities.)

CONTRACTOR INFORMATION:

(Must be copied for all contractors that will work under this agreement)

NAME OF CONTRACTOR EARTHCORE INC

INCORPORATED IN WHAT STATE UTAH

FULL MAILING ADDRESS 2771 SOUTH 600 WEST
SALT LAKE 84115

NAME & TITLE OF CONTRACTOR CONTACT PERSON DAN STRICKLAND
DRILLING BUSINESS MANAGER

CONTRACTOR TELEPHONE NUMBER (801) 954-8384

CONTRACTOR FAX NUMBER (801) 954-8378

EMAIL ADDRESS _____

- () COMPLETE AND RETURN THIS APPLICATION FORM, with
- () A \$555.00 CHECK (Payable to Union Pacific Railroad Company), and
- () THE OTHER REQUESTED MATERIAL ON THE CHECKLIST

NOTE: Other fees and charges may be applicable to your request. These charges cannot be determined until your Project is approved.

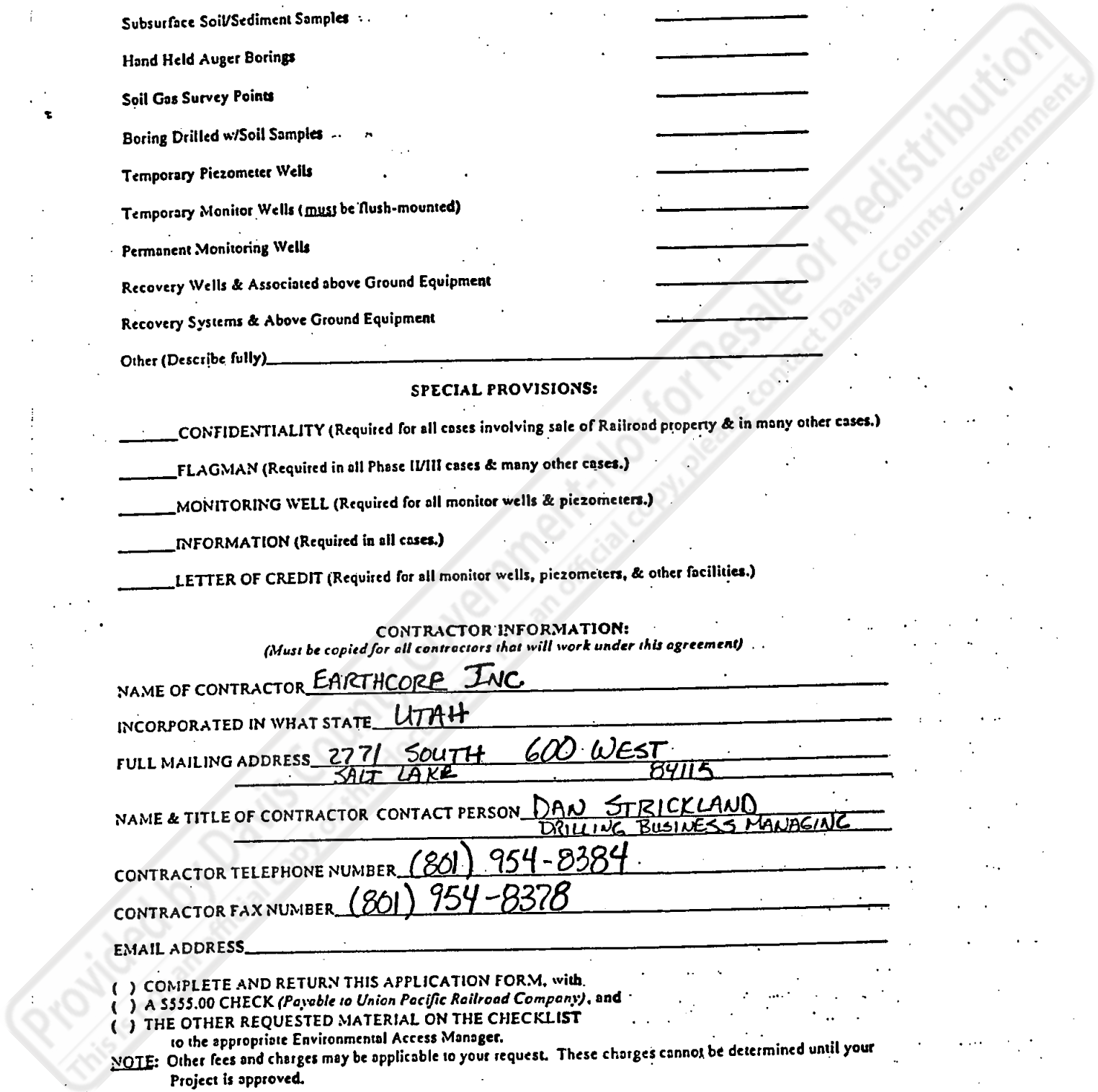


EXHIBIT 3

Areas of Known or Potential Contamination

UTA PPA

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All Tank 24-28

State City	Reg Site ID	Reg Site Name	Address	Tank No	Leak Service	Size	Cond mat	Contents	Removed	W. Removed	Close Int
UT	1200720	Southern Pacific Railroad Ogden Yard	2125 Pacific Avenue	1	TRUE In	10000	Steel	Waste Oil	6/17/97	Wastach Environmentals	
UT	1200720	Southern Pacific Railroad Ogden Yard	2125 Pacific Avenue	2	TRUE In	10000	Steel	Used Oil	6/17/97	Wastach Environmentals	
UT	1200720	Southern Pacific Railroad Ogden Yard	2125 Pacific Avenue	3	TRUE In	2000	Steel	Gasoline	6/17/97	Wastach Environmentals	
UT	1200720	Southern Pacific Railroad Ogden Yard	2125 Pacific Avenue	4	TRUE In	3000	Steel	Oil	6/17/97	Wastach Environmentals	
UT	1200720	Southern Pacific Railroad Ogden Yard	2125 Pacific Avenue	5	TRUE In	2000	Steel	Gasoline	6/17/97	Wastach Environmentals	
UT	1200720	Southern Pacific Railroad Ogden Yard	2125 Pacific Avenue	6	TRUE Out	3000	Steel	Gasoline	6/17/97	Wastach Environmentals	
UT	1000092	Provo Section Headquarters	400 West 800 South	1	FALSE Out		Steel	Gasoline	4/16/97	Environmentals	
UT	1000092	Provo Section Headquarters	400 West 800 South	2	FALSE Out		Steel	Gasoline	4/16/97	Environmentals	
UT	4000245	Provo Section Headquarters	650 West 2150 South Ogden Rd.	1	FALSE Out	800	Steel	Diesel	3/25/97	Environmentals	
UT	4000807	Hadley Auto Transport	2795 South 850 West	1	TRUE In	10000	Steel	Diesel	10/19/98	Environmentals	7/19/99
UT	4000807	Hadley Auto Transport	2795 South 850 West	2	TRUE In	10000	Steel	Diesel	10/19/98	Environmentals	7/19/99
UT	4000807	Hadley Auto Transport	2795 South 850 West	3	TRUE In	10000	Steel	Diesel	10/19/98	Environmentals	7/19/99
UT	4001804	Harrington Trucking Co. RIO Section	2168 South 800 West	1	TRUE Out	40000	Steel	Diesel	7/14/97	Environmentals	7/23/98
UT	1000741	Headquarters RIO Section	Spanish Fork Canyon	1	FALSE Out	450	Steel	Gasoline	6/26/97	Environmentals	
UT	1000741	Headquarters RIO Section	Spanish Fork Canyon	2	FALSE Out	450	Steel	Diesel	6/26/97	Environmentals	

Note:
 All tanks pulled since 1997.
 Previous records are in file boxes archived in Ogden 103 Building

Case# 20100000000000000000 - UTA Line Segments UST Files

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All Tanks 1-5P

Text	Status	Modify Report	Close Accepted	Letter No
USTS 1 and 2 are within A01 34 d.a., former open wastewater treatment ponds. Previous sampling has shown impacts to the soil and ground water in this area, but it is difficult to determine whether the impacts are due to the former tanks or other waste	12			EKCP
USTS 1 and 2 are within A01 34 d.a., former open wastewater treatment ponds. Previous sampling has shown impacts to the soil and ground water in this area, but it is difficult to determine whether the impacts are due to the former tanks or other waste	12			EKCP
This site contains free-phase gasoline that requires further extent delineation. We are planning to complete this delineation on January 26 and 27, 2000. We expect that free-product removal will be required at this site through either a passive or active	12			EKCP
This tank was located within a diesel free-product plume in A01 32. There was mixed information about the size of the tank. Wasatch Environmental, which removed the tank, reported that it was 1,000 gallons in size; however, other information suggests that	12			EKCP
This was a 1000 gallon gasoline tank near the gas shop. There is no free product at this UST, but residual soil and ground water concentrations exceed ABCA levels. UPRR may consider a long-term natural attenuation and monitoring program for this site.	12			EKCP
On June 14, 1999, Wasatch Environmental removed a 2,000 gallon Journal oil UST from the Ogden Yard UST No. 6 site. During removal activities, soil and ground water samples were collected and analyzed in accordance with the Utah Department of Environmental	15	9/21/99		NA
No UST closure letter in file.	12			NA
No UST closure letter in file.	12			NA
No UST closure letter in file.	12			NA
None	01	10/20/98 12/16/98		9/2/99 EKSB
None	01	10/20/98 12/16/98		9/2/99 EKSB
None	01	10/20/98 12/16/98		9/2/99 EKSB
None	01		8/25/97	EKDH
No UST closure letter in file.	12			NA
No UST closure letter in file.	12			NA

4

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ATTENTION - UP

STATE LOCATION	NOTES	NUMBER	LEAKER	SERVICE	SIZE	MATERIAL	CONTENTS	T. REMOVED	W. REMOVED
UT Brigham City Sta		1	FALSE	Out	175 Steel	Gasoline	7/22/88 USPCI		
UT Brigham City Sta		2	FALSE	Out	175 Steel	Dirt	7/22/88 USPCI		
UT Burmaster Station		1	FALSE	Out	1100 Steel	Diesel	12/4/80 USPCI		
UT Cache Junction		1	FALSE	Out	415 Steel	Gasoline	7/21/80 USPCI		
UT Cache Junction		2	FALSE	Out	941 Steel	Gasoline	9/22/80 USPCI		
UT Cache Junction		3	TRUE	Out	1130 Steel	Diesel	7/21/80 USPCI		
UT Cache Junction		4	TRUE	Out	3115 Steel	Gasoline	8/20/80 USPCI		
UT Clearfield Car Unit		1	FALSE	In	2000 Steel	Gasoline	7/26/84 USPCI		
UT Clearfield Car Unit		2	FALSE	In	12000 Steel	Gasoline	7/26/84 USPCI		
UT Clearfield Car Unit		3	FALSE	In	4000 Steel	New Oil	7/26/84 USPCI		
UT Clearfield Car Unit		4	FALSE	In	1000 Steel	Waste Oil	7/26/84 USPCI		
UT Draper Station		1	FALSE	Out	250 Steel	Gasoline	1/24/80 USPCI		
UT Garfield Section		1	FALSE	Out	250 Steel	Gasoline	1/19/80 USPCI		
UT Honeyville Station		1	TRUE	Out	162 Steel	Gasoline	7/25/80 USPCI		
UT Layton		1	TRUE	Out	172 Steel	Empty	8/21/80 USPCI		
UT Layton		2	TRUE	Out	172 Steel	Empty	8/21/80 USPCI		
UT Murray Section		1	FALSE	Out	210 Steel	Gasoline	1/17/80 USPCI		
UT Murray Section		2	FALSE	Out	210 Steel	Gasoline	1/17/80 USPCI		
UT Murray Section		3	TRUE	Out	470 Steel	Diesel	7/28/80 USPCI		
UT Ogden Communications Bldg		1	FALSE	Out	500 Steel	Diesel	3/28/88 Waasold Station		
UT Payson Station		1	TRUE	Out	500 Steel	Gasoline	8/18/80 USPCI		
UT Pleasant Grove Stid		1	TRUE	Out	250 Steel	Gasoline	1/17/80 USPCI		
UT Provo Station		1	TRUE	Out	1823 Steel	Gasoline	8/20/80 USPCI		
UT Provo Station		2	TRUE	Out	172 Steel	Gasoline	8/17/80 USPCI		
UT Provo Station		3	TRUE	Out	1130 Steel	Fuel Oil	8/17/80 USPCI		
UT Provo Station		4	TRUE	Out	3000 Steel	Waste Oil	8/20/80 USPCI		
UT Provo Station		5	TRUE	Out	1420 Steel	Empty	7/8/82 USPCI		
UT Provo Station		8	TRUE	Out	7642 Steel	Gasoline	8/17/80 USPCI		
UT Richmond Station		1	FALSE	Out	545 Steel	Gasoline	7/20/80 USPCI		
UT Richmond Station		2	FALSE	Out	50 Steel	Empty	7/20/80 USPCI		
UT Richmond Station		3	FALSE	Out	175 Steel	Empty	7/20/80 USPCI		
UT Richmond Station		4	FALSE	Out	105 Steel	Empty	7/20/80 USPCI		
UT Richmond Station		5	FALSE	Out	105 Steel	Gasoline	7/20/80 USPCI		
UT Riverdale		1	FALSE	Out	600 Steel	Gasoline	1/25/80 USPCI		
UT Riverdale		2	TRUE	Out	8720 Steel	Empty	7/18/80 USPCI		
UT Riverdale		3	TRUE	Out	92575 Steel	Sand	8/11/80 USPCI		
UT Riverdale		4	TRUE	Out	8714 Steel	Gasoline	8/11/80 USPCI		
UT Riverdale		5	FALSE	Out	150 Steel	Oil	7/18/80 USPCI		
UT Riverdale		6	TRUE	Out	1130 Concrete	Diesel	8/10/80 USPCI		
UT Riverdale		7	TRUE	Out	175 Steel	Gasoline	7/28/80 USPCI		
UT Riverdale		8	TRUE	Out	158 Steel	Empty	8/10/80 USPCI		
UT Riverdale		10	TRUE	Out	188 Steel	Empty	8/10/80 USPCI		

Switch Yard - UPRR
 Switch Yard
 Switch Yard
 Switch Yard
 Switch Yard
 Switch Yard by Sand Tower
 Defense Depot
 Switch Yard by Sand Tower
 Durban

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7/10/80	4/15/82	AFYU	RRUPP	12/13/80 00	12/13/80
8/20/80	4/15/82	9/29/80 AGBX	SFINNES	3/17/87 00	7/19/84
		7/8/88	RRUPP	1/1/88 01	7/23/88
		7/11/88	KROSE	9/27/88 00	
		8/7/84 AFPQ	EULLMER	2/12/88 00	2/7/88
		AFMY	DGRAZIA	4/13/85 00	
		1/8/83	DGRAZIA	4/13/85 02	
		1/8/83	RRUPP	8/22/85 00	
		8/8/88	DGRAZIA	4/13/85 41	
		1/29/86 AGCM	EULLMER	2/13/88 00	12/13/88
		2/13/85 EHM	EULLMER	2/12/88 00	8/24/88
		EHM	EULLMER	2/12/88 00	2/24/85
		EHM	RRUPP	3/12/88 00	
		4/14/82	RRUPP	3/12/88 00	
		12/28/80	DGRAZIA	4/13/85 02	
		12/12/80	DGRAZIA	4/13/85 02	
		8/7/80	DGRAZIA	4/13/85 02	
		8/7/80	DGRAZIA	4/13/85 02	
10/6/80	9/30/81	FAC 14081827			
	12/8/82				
	3/25/82				
	3/25/82				

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Leaking Tanks - UP

STATE	LOCATION	TANKS	NOTIFY	INVESTIGAT	REMEDATE	REPORT	ACCEPTED	STATE_ID	U_USER	U_DATE	STATUS
UT	CACHE JCT #3,4	2	7/24/90	8/10/91	8/20/92	4/1/92	4/11/96	EFYP 0100205	EULLMER	2/12/98	01,49
UT	HONEYVILLE #1	1	8/30/90	11/15/90		8/15/91	2/12/98	EGBP 0100218	EULLMER	2/12/98	01
UT	LAYTON #1,2	2	12/19/90	3/24/92	7/24/92	7/20/93	1/8/98	3000327 EGYG	EULLMER	2/13/98	01
UT	MURRAY #3	1	8/7/80	8/18/91	11/11/91	8/10/91	12/14/92	EGCR 4001101	EULLMER	2/12/98	01
UT	PAYSON #1	1	12/21/80	10/24/91	2/10/92	11/8/92	4/18/94	1000307 EGKZ	EULLMER	2/12/98	01
UT	PROVO #1,2,3,5,6	5	10/2/90	10/1/90	7/15/92	5/7/93	2/3/95	EGAJ 1000308	EULLMER	2/12/98	01,49
UT	PROVO #4	1	10/2/90	3/10/93	7/8/92	9/28/92	1/23/95	1000308 EGJ	EULLMER	2/12/98	01,49
UT	RIVERDALE #10		7/10/90	4/15/92	8/20/92	9/7/93	4/3/97	EGLV 1200258	EULLMER	2/12/98	01
UT	RIVERDALE #2		7/10/90	3/11/92	10/1/92	9/7/93		1200409 EFV	EULLMER	4/1/99	18
UT	RIVERDALE #3,4	5	7/10/90	3/11/92				EFV	EULLMER	4/1/99	34
UT	RIVERDALE #6,9		7/10/90	3/11/92	10/5/92			EFV 1200255	EULLMER	4/1/99	16
UT	RIVERDALE #7		7/10/90	4/15/92	10/9/92	9/7/93	4/2/97	EGLW 1200410	EULLMER	2/12/98	01
UT	RIVERDALE #8	3	7/10/90	4/15/92	10/1/92			1200409 EFV	EULLMER	7/1/98	18
UT	ROY #1	1	8/30/90	4/15/92	7/23/92	8/29/93	7/18/94	EGBX 1200408	EULLMER	2/12/98	01,49
UT	Salt Lake - One Spot		4/25/86	4/20/98	4/25/98	2/19/07	1/12/98	4002078 EJLR	EULLMER	8/3/98	01
UT	SALT LAKE CITY #1	1	3/28/90	7/1/90	7/1/94	8/2/94	2/7/96	EFPO 4001100	EULLMER	2/12/98	01,49
UT	SALT LAKE CITY #2	1	4/18/90	10/10/90	11/11/91	2/13/95		EFMY 4001104	EULLMER	8/5/99	427,33
UT	SALT LAKE CITY #3	1	10/5/90	10/2/91	11/11/91	1/29/98	8/24/98	EGCM/4001627	EULLMER	2/12/98	01,49
UT	SALT LAKE CITY TOFC #1,2,3	3	4/18/90	12/8/92	11/11/91	2/13/95	2/24/95	EHIM 4001368	EULLMER	2/12/98	01
UT	Salt Lake City-North Yard		8/7/91			1/8/93		4001104 EFPR	EULLMER	4/28/99	02
UT	SLC Maint Yard, 300 N 500 W		3/18/94	3/24/95	11/11/91	8/8/95	12/13/95	4001814 EINE	EULLMER	2/13/98	01,49

Notes

Status Explanation

- 0 Leaking Tank
- 1 Closed
- 2 Final Report to Agency
- 12 Assessment Report to Agency
- 16 Assessment needed
- 30 Groundwater Remediation needed
- 34 Groundwater monitoring
- 38 Tank Reported : Not Found In Grid
- 39 Tank Removed by others: No Info.
- 41 Tank Closed in place
- 49 Wells need abandoned

EXHIBIT 4

Statement of Work

UTA PPA

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Utah Transit Authority
Prospective Purchaser Agreement

Statement of Work
Environmental Characterization

The purpose of this statement of work is to provide direction on how potentially contaminated soils are to be characterized in areas of excavation throughout the rail corridors acquired by the Utah Transit Authority for transportation projects. This statement of work is largely based upon the Environmental Work Plan prepared for UTA and dated November 9, 2001.

Sampling for each area of excavation will be determined by the surrounding property use. The surrounding property uses are defined here as undeveloped, residential and/or light commercial, and industrial. Each area has an increasing likelihood of contamination and therefore has a more frequent sampling interval.

- * In undeveloped areas where the likelihood of contamination is small, one sample will be collected for every 4000 square feet, or every 200 linear feet, since the corridor is 20 feet wide.
- * In residential and/or commercial areas, or in areas that have historically been residential and/or commercial, one sample will be collected every 2000 square feet, or every 100 linear feet.
- * In industrial areas, or in areas that have historically been industrial, one sample will be collected every 1000 square feet, or every 50 linear feet.

The actual sample interval will be determined in the field with many areas having a mixed property use. If the entire area of excavation will be managed as contaminated soil, only one sample will be required regardless of the length of the excavation. Alternatively, additional sampling could be conducted to define the extent of contamination to potentially minimize the volume of material to be managed as contaminated.

The sampling methodology shall be consistent with that described in Section 2.1.2 of the November 2001 Environmental Work Plan prepared for UTA. Any contaminated material shall be managed in accordance with all applicable Federal and State environmental regulations.

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION VIII

2005 SEP -1 AM 11:20

IN THE MATTER OF: Utah Transit Authority,)
Surface Passenger Rail Transportation Corridor)

EPA Docket No. CERCLA-08-2002-04

FILED
EPA REGION VIII
CERCLA-08-2002-04

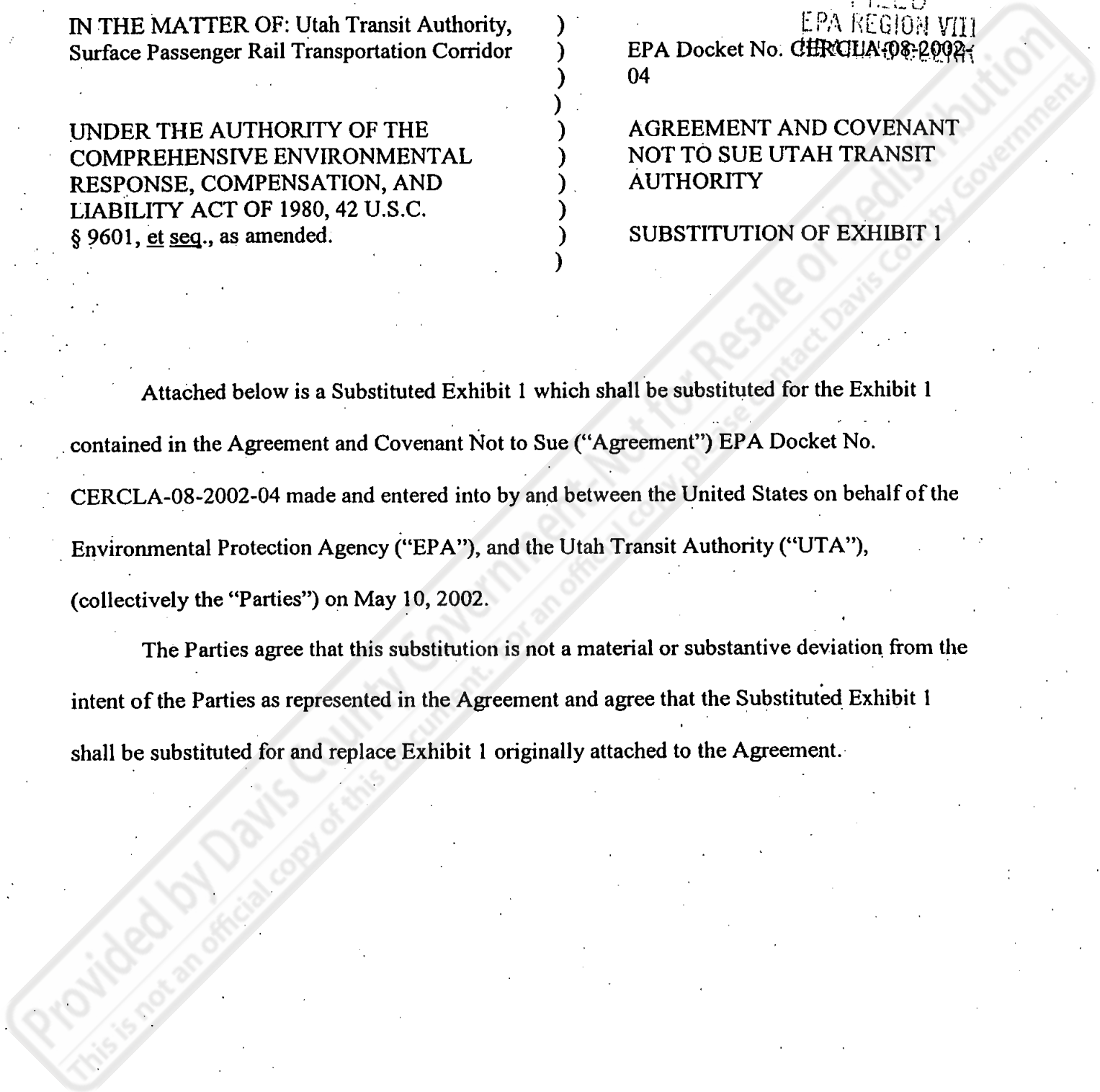
UNDER THE AUTHORITY OF THE)
COMPREHENSIVE ENVIRONMENTAL)
RESPONSE, COMPENSATION, AND)
LIABILITY ACT OF 1980, 42 U.S.C.)
§ 9601, et seq., as amended.)

AGREEMENT AND COVENANT
NOT TO SUE UTAH TRANSIT
AUTHORITY

SUBSTITUTION OF EXHIBIT 1

Attached below is a Substituted Exhibit 1 which shall be substituted for the Exhibit 1 contained in the Agreement and Covenant Not to Sue ("Agreement") EPA Docket No. CERCLA-08-2002-04 made and entered into by and between the United States on behalf of the Environmental Protection Agency ("EPA"), and the Utah Transit Authority ("UTA"), (collectively the "Parties") on May 10, 2002.

The Parties agree that this substitution is not a material or substantive deviation from the intent of the Parties as represented in the Agreement and agree that the Substituted Exhibit 1 shall be substituted for and replace Exhibit 1 originally attached to the Agreement.



IT IS SO AGREED:

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Richard L. Sisk August 31, 2005
Date

RICHARD L. SISK
Enforcement Attorney
EPA Region 8

IT IS SO AGREED:

UTAH TRANSIT AUTHORITY

Douglas J. Parry 30 Aug. '05
Date

DOUGLAS J. PARRY
Counsel for Utah Transit Authority

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Amended Exhibit 1

Davis County, Utah

That portion of the Salt Lake (Abandoned) Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), as now located, said portion extends northerly from a line drawn at right angles to the center line of the main line track at said railroad subdivision mile post 754.31, to the northerly county line of Davis County, said county line crosses said center line of the main line track at said railroad subdivision mile post 774.48, said portion being situate in, over and across the following legal subdivisions of Davis County, Utah:

Subdivision	Section	Township	Range	Meridian
NW 1/4	24	2N	1W	Salt Lake
E 1/2 SW 1/4	13	2N	1W	Salt Lake
E 1/2 NW 1/4	13	2N	1W	Salt Lake
E 1/2 SW 1/4	12	2N	1W	Salt Lake
W 1/2 SE 1/4	12	2N	1W	Salt Lake
W 1/2 NE 1/4	12	2N	1W	Salt Lake
W 1/2 SE 1/4	1	2N	1W	Salt Lake
W 1/2 NE 1/4	1	2N	1W	Salt Lake
W 1/2 SE 1/4	36	3N	1W	Salt Lake
W 1/2 NE 1/4	36	3N	1W	Salt Lake
NE 1/4 NW 1/4	36	3N	1W	Salt Lake
E 1/2 SW 1/4	25	3N	1W	Salt Lake
NW 1/4	25	3N	1W	Salt Lake
W 1/2 SW 1/4	24	3N	1W	Salt Lake
NE 1/4 SE 1/4	23	3N	1W	Salt Lake
NE 1/4	23	3N	1W	Salt Lake
SW 1/4 SE 1/4	14	3N	1W	Salt Lake
SW 1/4	14	3N	1W	Salt Lake
W 1/2 NW 1/4	14	3N	1W	Salt Lake
NE 1/4 NE 1/4	15	3N	1W	Salt Lake
SE 1/4	10	3N	1W	Salt Lake
SW 1/4 NE 1/4	10	3N	1W	Salt Lake
NE 1/4 SW 1/4	10	3N	1W	Salt Lake
NW 1/4	10	3N	1W	Salt Lake
SW 1/4 SW 1/4	3	3N	1W	Salt Lake
E 1/2 SE 1/4	4	3N	1W	Salt Lake
NE 1/4	4	3N	1W	Salt Lake
NE 1/4 NW 1/4	4	3N	1W	Salt Lake
SW 1/4	33	4N	1W	Salt Lake
SW 1/4 NW 1/4	33	4N	1W	Salt Lake
E 1/2 NE 1/4	32	4N	1W	Salt Lake
SE 1/4	29	4N	1W	Salt Lake
NE 1/4 SW 1/4	29	4N	1W	Salt Lake
NW 1/4	29	4N	1W	Salt Lake
SW 1/4 SW 1/4	20	4N	1W	Salt Lake
SE 1/4	19	4N	1W	Salt Lake
W 1/2 NE 1/4	19	4N	1W	Salt Lake
NE 1/4 NW 1/4	19	4N	1W	Salt Lake
SW 1/4	18	4N	1W	Salt Lake

SW 1/4 NW 1/4	18	4N	1W	Salt Lake
NE 1/4	13	4N	2W	Salt Lake
W 1/2 SE 1/4	12	4N	2W	Salt Lake
NE 1/4 SW 1/4	12	4N	2W	Salt Lake
NW 1/4	12	4N	2W	Salt Lake
NE 1/4 NE 1/4	11	4N	2W	Salt Lake
SE 1/4	2	4N	2W	Salt Lake
SW 1/4 NE 1/4	2	4N	2W	Salt Lake
E 1/2 NW 1/4	2	4N	2W	Salt Lake
SW 1/4	35	5N	2W	Salt Lake
W 1/2 NW 1/4	35	5N	2W	Salt Lake
W 1/2 SW 1/4	26	5N	2W	Salt Lake
W 1/2 NW 1/4	26	5N	2W	Salt Lake
E 1/2 NE 1/4	27	5N	2W	Salt Lake
E 1/2 SE 1/4	22	5N	2W	Salt Lake

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 12, 2002 T.D.A.

Segment 3.2a-1

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Davis County, Utah

A portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company and, originally, the Utah Central Railroad Company) Right of Way, being a strip of land adjoining the Easterly Line of said Right of Way, and extending from the South Line to the North Line of Davis County, said South Line crosses the centerline of the main line track of said Salt Lake Subdivision at mile post 786.50, and said North Line crosses the centerline of the main line track of said Salt Lake Subdivision at mile post 812.20, being situate in the following 35 Sections and described as follows:

Basis of Bearing:

All bearings and distances contained herein, are expressed as grid bearings and ground distances based on the following defined coordinate projection:

System Projection	Transverse Mercator
System Datum	NAD – 1983/1994 (Federal Base Network – 2000 Adjustment)
System Elevation	4400 Feet Above Mean Sea Level (NAVD 88)
Origin Latitude	39°45'00.00" North
Origin Longitude	111°52'30.00" West
Scale Factor	1.000205271907
False Northing	75,000.00
False Easting	75,000.00

Expressly excepting and excluding from the following described Tracts, those lands within public streets and roads that were not conveyed to, or vacated unto, said Utah Central Railroad Company, and/or successor companies.

TRACT D1 - Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the North Line of said Section 14, said point being North 89°51'45" West 2225.90 feet from the Northeast Corner of said Section 14 (said Northeast Corner position computed from field surveyed positions of the South Quarter Corner and the North Quarter Corner of said Section 14, and data shown on the Salt Lake County Surveyor's Section Corner Tie Sheet for said Section 14, dated April 1, 1999) and South 89°51'45" East 417.08 feet from the North Quarter Corner of said Section 14; thence South 03°16'25" West 2006.29 feet along said Easterly Right of Way Line to the South Line of Davis County, said South Line determined from that certain Township Reference Plat recorded November 17, 1972, Davis County Recorder Entry No. 372978; thence South 89°58'22" West 35.05 feet along said South Line; thence North 03°16'01" East 2006.38 feet to the North Line of said Section 14; thence South 89°51'45" East 35.27 feet along said North Line to the Point of Beginning.

TRACT D2 - Section 11, Township 1 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 11, said point being North 89°51'45" West 2225.90 feet from the Southeast Corner of said Section 11 (said Southeast Corner position computed from field surveyed positions of the South Quarter Corner and the North Quarter Corner of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and data shown on the Salt Lake County Surveyor's Section Corner Tie Sheet for said Section 14, dated April 1, 1999) and South 89°51'45" East 417.08

feet from the South Quarter Corner of said Section 11; thence North 03°16'25" East 3969.74 feet along said Easterly Right of Way Line; thence 1126.51 feet along the arc of a curve to the right with a radius of 5679.60 feet, through a central angle of 11°21'51" (long chord = North 08°57'20" East 1124.66 feet) along said Easterly Right of Way Line; thence North 14°38'16" East 232.04 feet along said Easterly Right of Way Line to a point on the North Line of said Section 11, said point bearing North 89°45'23" West 1760.58 feet from the Northeast Corner of said Section 11 and South 89°45'23" East 867.27 feet from the North Quarter Corner of said Section 11; thence North 89°45'23" West 36.05 feet along said North Line; thence South 14°38'37" West 84.84 feet; thence South 14°48'52" West 38.43 feet; thence South 14°23'16" West 113.03 feet; thence South 13°44'14" West 38.70 feet; thence 969.73 feet along the arc of a curve to the left with a radius of 6010.00 feet, through a central angle of 09°14'41" (long chord = South 09°06'54" West 968.68 feet); thence South 04°29'33" West 38.70 feet; thence South 03°50'32" West 113.03 feet; thence South 03°24'55" West 38.43 feet; thence South 03°35'10" West 844.58 feet; thence 149.34 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°22'23" (long chord = South 03°23'58" West 149.34 feet); thence South 03°12'47" West 420.99 feet; thence 139.09 feet along the arc of a curve to the left with a radius of 38,210.00 feet, through a central angle of 00°12'31" (long chord = South 03°06'31" West 139.09 feet); thence South 03°00'16" West 249.45 feet; thence 105.04 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°15'46" (long chord = South 03°08'09" West 105.04 feet); thence South 03°16'01" West 1985.83 feet to the South Line of said Section 11; thence South 89°51'45" East 35.27 feet along said South Line to the Point of Beginning.

TRACT D3 - Section 2, Township 1 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 2, said point being North 89°45'23" West 1760.58 feet from the Southeast Corner of said Section 2 and South 89°45'23" East 867.27 feet from the South Quarter Corner of said Section 2; thence North 14°38'16" East 4651.88 feet along said Easterly Right of Way Line; thence departing from said Easterly Right of Way Line North 75°21'23" West 22.01 feet; thence North 14°52'23" East 861.51 feet to a point on the North Line of said Section 2, said point bearing North 87°55'32" West 275.26 feet from the Northeast Corner of said Section 2 and South 87°55'32" East 2361.29 feet from the North Quarter Corner of said Section 2; thence North 87°55'32" West 24.35 feet along said North Line; thence South 14°38'53" West 49.91 feet; thence South 14°38'34" West 500.00 feet; thence South 14°38'59" West 500.00 feet; thence South 14°38'28" West 464.36 feet; thence South 14°36'18" West 95.03 feet; thence South 14°24'45" West 80.58 feet; thence South 14°13'37" West 95.04 feet; thence South 14°12'55" West 137.92 feet; thence South 13°45'58" West 244.51 feet; thence South 13°34'15" West 34.75 feet; thence South 14°00'13" West 60.21 feet; thence 80.42 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 00°24'09" (long chord = South 14°12'18" West 80.42 feet); thence South 14°24'22" West 60.21 feet; thence South 14°50'21" West 34.75 feet; thence South 14°38'37" West 3079.42 feet to the South Line of said Section 2; thence South 89°45'23" East 36.05 feet along said South Line to the Point of Beginning.

TRACT D4 - Section 35, Township 2 North, Range 1 West, Salt Lake Base and Meridian

Beginning at a point on the South Line of said Section 35, said point being North 87°55'32" West 275.26 feet from the Southeast Corner of said Section 35 and South 87°55'32" East 2361.29 feet from the South Quarter Corner of said Section 35; thence North 14°52'23" East 1065.06 feet to a point on the East Line of said Section 35, said point bearing North 00°05'37" West 1039.34 feet from the Southeast Corner of said Section 35 and South 00°05'37" East 1657.42 feet from the East Quarter Corner of said Section 35 (said East Quarter Corner position being South 89°52'34" East 278.58 feet and North 00°05'09" West 824.15 feet from the Monument at the intersection of 2600 South and 1100 West Streets as referenced on the Davis County Surveyor's Section Corner Tie Sheet); thence North 00°05'37" West 110.17 feet along said East Line; thence South 14°38'52" West 226.80 feet; thence South 14°38'18" West 500.00 feet; thence South 14°38'53" East 450.09 feet to

the South Line of said Section 35; thence North 87°55'32" East 24.35 feet along said South Line to the Point of Beginning.

TRACT D5 - Section 36, Township 2 North, Range 1 West, Salt Lake Base and Meridian

Beginning at a point on the West Line of said Section 36, said point being North 00°05'37" West 1039.34 feet from the Southwest Corner of said Section 36 and South 00°05'37" East 1657.42 feet from the West Quarter Corner of said Section 36 (said West Quarter Corner position being South 89°52'34" East 278.58 feet and North 00°05'09" West 824.15 feet from the Monument at the intersection of 2600 South and 1100 West Streets as referenced on the Davis County Surveyor's Section Corner Tie Sheet); thence North 14°52'23" East 66.93 feet; thence North 13°59'51" East 554.93 feet; thence North 14°10'21" East 146.66 feet; thence North 14°49'19" East 767.46 feet; thence North 14°47'29" East 217.65 feet; thence North 14°38'34" East 717.59 feet; thence North 14°18'46" East 249.23 feet; thence North 14°18'47" East 59.28 feet; thence South 75°06'24" East 19.85 feet to a point on the Easterly Right of Way Line of said Union Pacific Railroad; thence North 14°38'16" East 1685.31 feet along said Easterly Right of Way Line to a point on the North Line of said Section 36, said point bearing South 89°51'14" West 1510.41 feet from the North Quarter Corner of said Section 36 and North 89°51'14" East 1148.77 feet from the Northwest Corner of said Section 36; thence South 89°51'14" West 34.91 feet along said North Line; thence South 14°38'37" West 393.78 feet; thence 377.18 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°56'36" (long chord = South 15°06'55" West 377.17 feet); thence South 15°35'13" West 162.12 feet; thence South 15°04'20" West 67.99 feet; thence South 14°52'27" West 377.48 feet; thence South 14°38'12" West 197.75 feet; thence South 14°39'22" West 500.00 feet; thence South 14°38'41" West 500.00 feet; thence South 14°38'26" West 500.00 feet; thence South 14°38'19" West 500.00 feet; thence South 14°39'02" West 500.00 feet; thence South 14°38'52" West 273.20 feet to the West Line of said Section 36; thence South 00°05'37" East 110.17 feet along said West Line to the Point of Beginning.

TRACT D6 - Section 25, Township 2 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 25, said point being South 89°51'14" West 1510.41 feet from the South Quarter Corner of said Section 25 and North 89°51'14" East 1148.77 feet from the Southwest Corner of said Section 25; thence North 14°38'16" East 1788.78 feet along said Easterly Right of Way Line; thence 671.88 feet along the arc of a curve to the right with a radius of 8544.40 feet, through a central angle of 04°30'19" (long chord = North 16°53'25" East 671.70 feet) along said Easterly Right of Way Line; thence North 19°08'35" East 3096.36 feet along said Easterly Right of Way Line to a point on the North Line of said Section 25, said point bearing North 89°54'30" West 2486.45 feet from the Northeast Corner of said Section 25 (said Northeast Corner position being South 89°54'30" East 165.00 feet along the Section Line East from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and South 89°54'30" East 158.02 feet from the North Quarter Corner of said Section 25 (said North Quarter Corner position being North 19°34'33" East 581.02 feet from the Monument at the intersection of 500 South and 800 West Streets as referenced on the Davis County Surveyor's Section Corner Tie Sheet); thence North 89°54'30" West 37.10 feet along said North Line; thence South 19°08'51" West 3044.41 feet; thence 708.25 feet along the arc of a curve to the left with a radius of 9010.00 feet, through a central angle of 04°30'14" (long chord = South 16°53'44" West 708.07 feet); thence South 14°38'37" West 1803.84 feet to the South Line of said Section 25; thence North 89°51'14" East 34.91 feet along said South Line to the Point of Beginning.

TRACT D7 - Section 24, Township 2 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 24, said point being North 89°54'30" West 2486.45 feet from the Southeast Corner of said Section 24 (said Southeast Corner position being South 89°54'30" East 165.00 feet along the Section Line from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and South 89°54'30" East 158.02 feet from the South Quarter

Corner of said Section 24 (said South Quarter Corner position being North 19°34'33" East 581.02 feet from the Monument at the intersection of 500 South and 800 West Streets as referenced on the Davis County Surveyor's Section Corner Tie Sheet); thence North 19°08'35" East 1624.52 feet along said Easterly Right of Way Line; thence 331.98 feet along the arc of a curve to the right with a radius of 6825.50 feet, through a central angle of 02°47'13" (long chord = North 20°32'11" East 331.95 feet) along said Easterly Right of Way Line; thence North 21°55'48" East 3698.96 feet along said Easterly Right of Way Line to a point on the North Line of said Section 24, said point bearing South 89°51'09" West 451.02 feet from the Northeast Corner of said Section 24 and North 89°51'09" East 2185.61 feet from the North Quarter Corner of said Section 24; thence South 89°51'09" West 35.63 feet along said North Line; thence South 22°18'35" West 405.86 feet; thence 171.41 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°25'42" (long chord = South 22°05'44" West 171.41 feet); thence South 21°52'53" West 1205.53 feet; thence 115.64 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°17'21" (long chord = South 22°01'34" West 115.64 feet); thence South 22°10'14" West 326.45 feet; thence 139.11 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°20'51" (long chord = South 21°59'49" West 139.11 feet); thence South 21°49'23" West 281.09 feet; thence 92.92 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°13'56" (long chord = South 21°42'25" West 92.92 feet); thence South 21°35'27" West 267.38 feet; thence 116.19 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°17'26" (long chord = South 21°44'10" West 116.19 feet); thence South 21°52'53" West 440.89 feet; thence South 22°04'36" West 34.78 feet; thence South 21°38'39" West 60.27 feet; thence 452.25 feet along the arc of a curve to the left with a radius of 11,470.00 feet, through a central angle of 02°15'33" (long chord = South 20°30'52" West 452.22 feet); thence South 19°23'06" West 60.27 feet; thence South 18°57'09" West 34.78 feet; thence South 19°08'51" West 1451.04 feet to the South Line of said Section 24; thence North 89°54'30" East 37.10 feet along said South Line to the Point of Beginning.

TRACT D8 - Section 13, Township 2 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 13, said point being South 89°51'09" West 451.02 feet from the Southeast Corner of said Section 13 and North 89°51'09" East 2185.61 feet from the South Quarter Corner of said Section 13; thence North 21°55'48" East 483.63 feet along said Easterly Right of Way Line; thence 1100.85 feet along the arc of a curve to the left with a radius of 2914.90 feet, through a central angle of 21°38'19" (long chord = North 11°06'38" East 1094.32 feet) along said Easterly Right of Way Line; thence North 00°17'29" East 3770.03 feet along said Easterly Right of Way Line to a point on the North Line of said Section 13, said point bearing North 89°50'58" West 16.18 feet from the Northeast Corner of said Section 13 and South 89°50'58" East 2631.37 feet from the North Quarter Corner of said Section 13; thence North 89°50'58" West 22.35 feet along said North Line; thence South 00°17'36" West 2682.94 feet; thence 95.73 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°14'21" (long chord = South 00°10'25" West 95.73 feet); thence South 00°03'15" West 304.71 feet; thence South 00°20'27" West 302.18 feet; thence South 00°20'21" West 395.72 feet; thence South 02°26'04" West 59.62 feet; thence South 03°30'56" West 27.87 feet; thence 840.29 feet along the arc of a curve to the right with a radius of 3140.00 feet, through a central angle of 15°19'58" (long chord = South 11°10'55" West 837.78 feet); thence South 18°50'54" West 27.18 feet; thence South 19°49'10" West 61.42 feet; thence South 20°41'30" West 64.19 feet; thence South 21°26'19" West 75.92 feet; thence South 22°04'48" West 120.03 feet; thence South 22°31'58" West 30.66 feet; thence South 22°18'35" West 268.42 feet to the South Line of said Section 13; thence North 89°51'09" East 35.63 feet along said South Line to the Point of Beginning.

TRACT D9 - Section 12, Township 2 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 12, said point being North 89°50'58" West 16.18 feet from the

Southeast Corner of said Section 12 and South 89°50'58" East 2631.37 feet from the South Quarter Corner of said Section 12; thence North 00°17'29" East 3005.01 feet along said Easterly Right of Way Line to a point on the East Line of said Section 12, said point bearing North 00°00'12" East 354.55 feet from the East Quarter Corner of said Section 12; thence departing from said Easterly Right of Way Line North 00°00'12" East 2296.07 feet along said East Line to the Northeast Corner of said Section 12; thence North 89°56'50" West 11.39 feet along the North Line of said Section 12 to a point, said point bearing South 89°56'50" East 2628.96 feet from the North Quarter Corner of said Section 12; thence South 00°17'23" West 2343.93 feet; thence 121.41 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°18'12" (long chord = South 00°08'17" West 121.41 feet); thence South 00°00'49" West 261.95 feet; thence 216.21 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°32'27" (long chord = South 00°15'25" West 216.21 feet); thence South 00°31'38" West 257.93 feet; thence 93.60 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°14'02" (long chord = South 00°24'37" West 93.60 feet); thence South 00°17'36" West 2006.05 feet to the South Line of said Section 12; thence South 89°50'58" East 22.35 feet along said South Line to the Point of Beginning.

TRACT D10 - Section 1, Township 2 North, Range 1 West, Salt Lake Base and Meridian
Beginning at the Southeast Corner of said Section 1; thence North 00°00'05" East 2263.07 feet along the East Line of said Section 1 to a point, said point bearing South 00°00'05" West 378.62 feet from the East Quarter Corner of said Section 1; thence South 00°17'23" West 2263.09 feet to a point on the South Line of said Section 1, said point bearing South 89°56'50" East 2628.96 feet from the South Quarter Corner of said Section 1; thence South 89°56'50" East 11.39 feet along said South Line to the Point of Beginning.

TRACT D11 - Section 7, Township 2 North, Range 1 East, Salt Lake Base and Meridian
Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 7, said point being North 00°00'12" East 354.55 feet from the West Quarter Corner of said Section 7; thence North 00°17'29" East 2296.11 feet along said Easterly Right of Way Line to a point on the North Line of said Section 7, said point bearing South 89°57'47" West 2642.03 feet from the North Quarter Corner of said Section 7; thence South 89°57'47" West 11.54 feet to the Northwest Corner of said Section 7; thence South 00°00'12" West 2296.07 feet along the West Line of said Section 7 to the Point of Beginning.

TRACT D12 - Section 6, Township 2 North, Range 1 East, Salt Lake Base and Meridian
Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 6, said point being South 89°57'47" West 2642.03 feet from the South Quarter Corner of said Section 6 and North 89°57'47" East 11.54 feet from the Southwest Corner of said Section 6; thence North 00°17'29" East 5283.93 feet along said Easterly Right of Way Line to a point on the North Line of said Section 6, said point bearing South 89°29'43" West 2609.56 feet from the North Quarter Corner of said Section 6 (said North Quarter Corner position being South 89°29'43" West 418.18 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 89°29'43" East 37.63 feet from the Northwest Corner of said Section 6 (said Northwest Corner position being South 89°22'38" West 36.50 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet); thence South 89°29'43" West 23.08 feet along said North Line; thence South 00°17'23" West 3020.64 feet to a point on the West Line of said Section 6, said point being South 00°00'05" West 378.62 feet from the West Quarter Corner of said Section 6; thence South 00°00'05" West 2263.07 feet along said West Line to the Southwest Corner of said Section 6; thence North 89°57'47" East 11.54 feet along the South Line of said Section 6 to the Point of Beginning.

TRACT D13 - Section 31, Township 3 North, Range 1 East, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 31, said point being South $89^{\circ}29'43''$ West 2609.56 feet from the South Quarter Corner of said Section 31 (said South Quarter Corner position being South $89^{\circ}29'43''$ West 418.18 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North $89^{\circ}29'43''$ East 37.63 feet from the Southwest Corner of said Section 31 (said Southwest Corner position being South $89^{\circ}22'38''$ West 36.50 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet); thence North $0^{\circ}17'29''$ East 5307.02 feet along said Easterly Right of Way Line to a point on the North Line of said Section 31, said point bearing South $89^{\circ}30'39''$ West 2552.09 feet from the North Quarter Corner of said Section 31 and North $89^{\circ}30'39''$ East 94.85 feet from the Northwest Corner of said Section 31; thence South $89^{\circ}30'39''$ West 23.22 feet along said North Line; thence South $00^{\circ}17'23''$ West 5307.03 feet to the South Line of said Section 31; thence North $89^{\circ}29'43''$ East 23.08 feet along said South Line to the Point of Beginning.

TRACT D14 - Section 30, Township 3 North, Range 1 East, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 30, said point being South $89^{\circ}30'39''$ West 2552.09 feet from the South Quarter Corner of said Section 30 and North $89^{\circ}30'39''$ East 94.85 feet from the Southwest Corner of said Section 30; thence North $00^{\circ}17'29''$ East 1995.53 feet along said Easterly Right of Way Line; thence 946.61 feet along the arc of a curve to the left with a radius of 3487.80 feet, through a central angle of $15^{\circ}33'01''$ (long chord = North $07^{\circ}29'02''$ West 943.71 feet) along said Easterly Right of Way Line to a point on the West Line of said Section 30, said point bearing South $00^{\circ}21'22''$ East 2384.08 feet from the Northwest Corner of said Section 30 and North $00^{\circ}21'22''$ West 261.09 feet from the West Quarter Corner of said Section 30 (said West Quarter Corner position being North $00^{\circ}20'59''$ West 191.70 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet); thence South $00^{\circ}21'22''$ East 109.12 feet along said West Line; thence 742.72 feet along the arc of a curve to the right with a radius of 3790.00 feet, through a central angle of $11^{\circ}13'42''$ (long chord = South $07^{\circ}26'17''$ East 741.54 feet); thence South $01^{\circ}49'26''$ East 29.95 feet; thence South $00^{\circ}56'43''$ East 74.76 feet; thence South $00^{\circ}07'48''$ East 108.77 feet; thence South $00^{\circ}21'17''$ East 66.16 feet; thence South $00^{\circ}17'23''$ West 1807.38 feet to the South Line of said Section 30; thence North $89^{\circ}30'39''$ East 23.22 feet along said South Line to the Point of Beginning.

TRACT D15 - Section 25, Township 3 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 25, said point being South $00^{\circ}21'22''$ East 2384.08 feet from the Northeast Corner of said Section 25 and North $00^{\circ}21'22''$ West 261.09 feet from the East Quarter Corner of said Section 25 (said East Quarter Corner position being North $00^{\circ}20'59''$ West 191.70 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet); thence 77.64 feet along the arc of a curve to the left with a radius of 3487.80 feet, through a central angle of $01^{\circ}16'32''$ (long chord = North $15^{\circ}53'48''$ West 77.64 feet) along said Easterly Right of Way Line; thence North $16^{\circ}32'04''$ West 2409.17 feet along said Easterly Right of Way Line to a point on the North Line of said Section 25, said point bearing North $89^{\circ}59'05''$ West 692.08 feet from the Northeast Corner of said Section 25 and South $89^{\circ}59'05''$ East 1950.38 feet from the North Quarter Corner of said Section 25; thence North $89^{\circ}59'05''$ West 23.95 feet along said North Line; thence South $16^{\circ}31'25''$ East 2229.12 feet; thence South $16^{\circ}35'18''$ East 66.16 feet; thence South $16^{\circ}06'13''$ East 108.77 feet; thence South $15^{\circ}17'18''$ East 74.76 feet; thence South $14^{\circ}24'35''$ East 29.95 feet; thence 89.81 feet along the arc of a curve to the right with a radius of 3790.00 feet, through a central angle of $01^{\circ}21'28''$ (long chord = South $13^{\circ}43'51''$ East 89.81 feet) to the East Line of said Section 25; thence North $00^{\circ}21'22''$ West 109.12 feet along said East Line to the Point of Beginning.

TRACT D16 - Section 24, Township 3 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 24, said point being North $89^{\circ}59'05''$ West 692.08 feet from the

Southeast Corner of said Section 24 and South 89°59'05" East 1950.38 feet from the South Quarter Corner of said Section 24; thence North 16°32'04" West 3507.00 feet along said Easterly Right of Way Line; thence 1728.13 feet along the arc of a curve to the left with a radius of 2914.90 feet, through a central angle of 33°58'07" (long chord = North 33°31'08" West 1702.94 feet) along said Easterly Right of Way Line; thence North 50°30'11" West 798.00 feet along said Easterly Right of Way Line to a point on the North Line of said Section 24, said point bearing South 89°54'32" West 577.73 feet from the North Quarter Corner of said Section 24 (said North Quarter Corner position being South 89°45'28" West 94.50 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 89°54'32" East 2044.43 feet from the Northwest Corner of said Section 24; thence South 89°54'32" West 63.76 feet along said North Line; thence South 50°27'45" East 675.82 feet; thence 150.12 feet along the arc of a curve to the right with a radius of 12,100.82 feet, through a central angle of 00°42'39" (long chord = South 50°12'13" East 150.12 feet); thence 154.62 feet along the arc of a curve to the right with a radius of 3980.13 feet, through a central angle of 02°13'33" (long chord = South 48°42'13" East 154.61 feet); thence 1428.39 feet along the arc of a curve to the right with a radius of 2935.00 feet, through a central angle of 27°53'04" (long chord = South 33°30'16" East 1414.34 feet); thence 90.93 feet along the arc of a curve to the right with a radius of 3471.34 feet, through a central angle of 01°30'03" (long chord = South 18°45'29" East 90.93 feet); thence 104.96 feet along the arc of a curve to the right with a radius of 4347.17 feet, through a central angle of 01°23'00" (long chord = South 17°58'56" East 104.96 feet); thence 99.98 feet along the arc of a curve to the right with a radius of 8458.08 feet, through a central angle of 00°40'38" (long chord = South 16°56'38" East 99.97 feet); thence South 16°32'03" East 599.77 feet; thence South 16°33'17" East 99.97 feet; thence South 16°44'18" East 99.97 feet; thence 153.87 feet along the arc of a curve to the left with a radius of 7433.75 feet, through a central angle of 01°11'09" (long chord = South 17°14'13" East 153.86 feet); thence South 17°43'52" East 647.42 feet; thence South 17°53'41" East 40.30 feet; thence South 17°28'52" East 59.66 feet; thence 141.39 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 00°42'27" (long chord = South 17°07'39" East 141.39 feet); thence South 16°46'25" East 59.66 feet; thence South 16°21'36" East 40.30 feet; thence South 16°31'25" East 1401.50 feet to the South Line of said Section 24; thence South 89°59'05" East 23.95 feet along said South Line to the Point of Beginning.

TRACT D17 - Section 13, Township 3 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 13, said point being South 89°54'32" West 577.73 feet from the South Quarter Corner of said Section 13 (said South Quarter Corner position being South 89°45'28" West 94.50 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 89°54'32" East 2044.43 feet from the Southwest Corner of said Section 13; thence North 50°30'11" West 2645.82 feet along said Easterly Right of Way Line to a point on the West Line of said Section 13, said point bearing South 00°05'38" West 950.84 feet from the West Quarter Corner of said Section 13 and North 00°05'38" East 1686.09 feet from the Southwest Corner of said Section 13; thence South 00°05'38" West 38.24 feet along said West Line; thence South 49°40'41" East 311.71 feet; thence South 49°44'24" East 208.34 feet; thence South 49°51'53" East 200.90 feet; thence 113.11 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°16'57" (long chord = South 50°19'17" East 113.11 feet); thence South 50°27'45" East 1738.42 feet to the South Line of said Section 13; thence North 89°54'32" East 63.76 feet along said South Line to the Point of Beginning.

TRACT D18 - Section 14, Township 3 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 14, said point being South 00°05'38" West 950.84 feet from the East Quarter Corner of said Section 14 and North 00°05'38" East 1686.09 feet from the Southeast Corner of said Section 14; thence North 50°30'11" West 3500.04 feet along said Easterly Right of Way Line; thence North 00°05'03" West 64.87 feet along said Easterly Right of Way Line; thence

North 50°30'11" West 2034.41 feet along said Easterly Right of Way Line to a point on the North Line of said Section 14, said point bearing North 89°36'50" West 1603.30 feet from the North Quarter Corner of said Section 14 (said North Quarter Corner position being South 89°36'50" East 82.84 feet along said North Line from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and South 89°36'50" East 1025.41 feet from the Northwest Corner of said Section 14; thence North 89°36'50" West 98.24 feet along said North Line; thence South 50°42'11" East 1197.28 feet; thence 453.54 feet along the arc of a curve to the left with a radius of 22,910.00 feet, through a central angle of 01°08'03" (long chord = South 50°08'09" East 453.53 feet); thence South 49°34'07" East 870.98 feet; thence 381.54 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°57'12" (long chord = South 50°02'44" East 381.53 feet); thence South 50°31'20" East 2433.04 feet; thence 340.09 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°51'02" (long chord = South 50°05'49" East 340.08 feet) to the East Line of said Section 14; thence North 00°05'38" East 38.24 feet along said East Line to the Point of Beginning.

TRACT D19 - Section 11, Township 3 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 11, said point being North 89°36'50" West 1603.30 feet from the South Quarter Corner of said Section 11 (said South Quarter Corner position being South 89°36'50" East 82.84 feet along said South Line from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and South 89°36'50" East 1025.41 feet from the Southwest Corner of said Section 11; thence North 50°30'11" West 1327.00 feet along said Easterly Right of Way Line to a point on the West Line of said Section 11, said point bearing South 00°05'44" West 1803.40 feet from the West Quarter Corner of said Section 11 (said West Quarter Corner position being North 89°51'50" East 111.46 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 00°05'44" East 837.12 feet from the Southwest Corner of said Section 11; thence South 00°05'44" West 85.61 feet along said West Line; thence South 50°42'11" East 1196.44 feet to the South Line of said Section 11; thence South 89°36'50" East 98.24 feet along said South Line to the Point of Beginning.

TRACT D20 - Section 10, Township 3 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 10, said point being South 00°05'44" West 1803.40 feet from the East Quarter Corner of said Section 10 (said East Quarter Corner position being North 89°51'50" East 111.46 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 00°05'44" East 837.12 feet from the Southeast Corner of said Section 10; thence North 50°30'11" West 957.05 feet along said Easterly Right of Way Line; thence 757.81 feet along the arc of a curve to the right with a radius of 5729.60 feet, through a central angle of 07°34'41" (long chord = North 46°42'50" West 757.26 feet) along said Easterly Right of Way Line; thence North 89°45'54" West 72.21 feet along said Easterly Right of Way Line; thence 2285.79 feet along the arc of a curve to the right with a radius of 5679.60 feet, through a central angle of 23°03'33" (long chord = North 31°02'29" West 2270.40 feet) along said Easterly Right of Way Line; thence North 19°30'42" West 1451.87 feet along said Easterly Right of Way Line to a point on the North Line of said Section 10, said point bearing North 89°59'08" West 374.57 feet from the North Quarter Corner of said Section 10 (said North Quarter Corner position being North 89°58'12" West 133.21 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and South 89°59'08" East 2274.25 feet from the Northwest Corner of said Section 10; thence North 89°59'08" West 35.79 feet along said North Line; thence South 19°30'14" East 614.82 feet; thence 153.28 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°23'00" (long chord = South 19°18'44" East 153.28 feet); thence South 19°07'14" East 206.35 feet; thence 153.41 feet along the arc of a curve to the left with a radius of 22,930.00 feet, through a central angle of 00°23'00" (long chord = South 19°18'44" East 153.41 feet); thence South 19°30'14" East 201.27 feet; thence South 19°22'44" East 48.81 feet; thence South 19°47'54" East 103.71 feet;

thence South 20°27'11" East 37.65 feet; thence 2935.43 feet along the arc of a curve to the left with a radius of 5740.00 feet, through a central angle of 29°18'03" (long chord = South 35°06'12" East 2903.54 feet); thence South 49°45'14" East 37.65 feet; thence South 50°24'31" East 103.71 feet; thence South 50°49'41" East 48.81 feet; thence South 50°42'11" East 944.76 feet to the East Line of said Section 10; thence North 00°05'44" East 85.61 feet along said East Line to the Point of Beginning.

TRACT D21 - Section 3, Township 3 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 3, said point being North 89°59'08" West 374.57 feet from the South Quarter Corner of said Section 3 (said South Quarter Corner position being North 89°58'12" West 133.21 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 89°59'08" East 2274.25 feet from the Southwest Corner of said Section 3; thence North 19°30'42" West 5704.83 feet along said Easterly Right of Way Line to a point on the North Line of said Section 3, said point bearing South 89°59'22" West 2252.94 feet from the North Quarter Corner of said Section 3 (said North Quarter Corner position being South 00°21'18" West 63.82 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 89°59'22" East 399.48 feet from the Northwest Corner of said Section 3; thence South 89°59'22" West 34.95 feet along said North Line; thence South 19°30'14" East 5704.54 feet to the South Line of said Section 3; thence South 89°59'08" East 35.79 feet along said South Line to the Point of Beginning.

TRACT D22 - Section 34, Township 4 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 34, said point being South 89°59'22" West 2252.94 feet from the South Quarter Corner of said Section 34 (said South Quarter Corner position being South 00°21'18" West 63.82 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and North 89°59'22" East 399.48 feet from the Southwest Corner of said Section 34; thence North 19°30'42" West 351.71 feet along said Easterly Right of Way Line; thence North 08°41'37" West 432.52 feet along said Easterly Right of Way Line; thence North 88°59'57" West 97.08 feet along said Easterly Right of Way Line; thence 238.89 feet along the arc of a curve to the left with a radius of 5779.60 feet, through a central angle of 02°22'06" (long chord = North 24°01'22" West 238.87 feet) along said Easterly Right of Way Line; thence North 25°12'24" West 11.82 feet along said Easterly Right of Way Line to a point on the West Line of said Section 34, said point bearing South 01°00'03" West 1638.24 feet from the West Quarter Corner of said Section 34 and North 01°00'03" East 989.86 feet from the Southwest Corner of said Section 34; thence South 01°00'03" West 57.92 feet along said West Line; thence South 25°04'08" East 12.37 feet; thence 341.41 feet along the arc of a curve to the right with a radius of 6190.00 feet, through a central angle of 03°09'36" (long chord = South 22°00'32" East 341.36 feet); thence South 20°25'43" East 39.01 feet; thence South 19°47'44" East 107.72 feet; thence South 19°23'33" East 53.10 feet; thence South 19°30'14" East 441.36 feet to the South Line of said Section 34; thence North 89°59'22" East 34.95 feet along said South Line to the Point of Beginning.

TRACT D23 - Section 33, Township 4 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 33, said point being South 01°00'03" West 1638.24 feet from the East Quarter Corner of said Section 33 and North 01°00'03" East 989.86 feet from the Southeast Corner of said Section 33; thence North 25°12'24" West 4754.00 feet along said Easterly Right of Way Line to a point on the North Line of said Section 33, said point bearing North 89°52'50" West 2031.15 feet from the Northeast Corner of said Section 33 (said Northeast Corner position being North 89°59'48" West 47.62 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and South 89°52'50" East 615.19 feet from the North Quarter Corner of said Section 33 (said North Quarter Corner position being North 00°26'41" East 812.95 feet from the

Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet); thence North 89°52'50" West 25.12 feet along said North Line; thence South 25°12'17" East 4367.35 feet; thence South 24°43'39" East 274.62 feet; thence South 25°04'08" East 174.76 feet to the East Line of said Section 33; thence North 01°00'03" East 57.92 feet along said East Line to the Point of Beginning.

TRACT D24 - Section 28, Township 4 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 28, said point being North 89°52'50" West 2031.15 feet from the Southeast Corner of said Section 28 (said Southeast Corner position being North 89°59'48" West 47.62 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet) and South 89°52'50" East 615.19 feet from the South Quarter Corner of said Section 28 (said South Quarter Corner position being North 00°26'41" East 812.95 feet from the Witness Corner as shown on the Davis County Surveyor's Section Corner Tie Sheet); thence North 25°12'24" West 3687.95 feet along said Easterly Right of Way Line; thence 1943.56 feet along the arc of a curve to the left with a radius of 6495.80 feet, through a central angle of 17°08'35" (long chord = North 40°53'31" West 1936.32 feet) along said Easterly Right of Way Line; thence North 49°27'48" West 531.50 feet along said Easterly Right of Way Line to a point on the West Line of said Section 28, said point bearing South 00°11'26" West 157.28 feet from the Northwest Corner of said Section 28 and North 00°11'26" East 2485.68 feet from the West Quarter Corner of said Section 28; thence South 00°11'26" West 110.48 feet along said West Line; thence South 49°29'41" East 132.43 feet; thence South 49°26'56" East 440.64 feet; thence South 49°35'43" East 60.71 feet; thence South 49°10'17" East 97.38 feet; thence South 48°30'23" East 36.73 feet; thence 2155.67 feet along the arc of a curve to the right with a radius of 5540.00 feet, through a central angle of 22°17'40" (long chord = South 37°21'34" East 2142.10 feet); thence South 26°12'44" East 36.73 feet; thence South 25°32'50" East 97.38 feet; thence South 25°07'24" East 60.71 feet; thence South 25°12'17" East 2936.78 feet to the South Line of said Section 28; thence South 89°52'50" East 25.12 feet along said South Line to the Point of Beginning.

TRACT D25 - Section 29, Township 4 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the Northeast Corner of said Section 29; thence South 00°11'26" West 267.76 feet along the Section Line to a point bearing North 00°11'26" East 2375.20 feet from the East Quarter Corner of said Section 29; thence North 49°29'41" West 367.57 feet; thence North 49°30'00" West 44.49 feet to a point on the North Line of said Section 29, said point bearing North 89°58'44" East 2321.84 feet from the North Quarter Corner of said Section 29; thence North 89°58'44" East 314.20 feet along said North Line to the Point of Beginning.

TRACT D26 - Section 20, Township 4 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 20, said point being South 89°58'44" West 261.26 feet from the Southeast Corner of said Section 20 and North 89°58'44" East 2374.79 feet from the South Quarter Corner of said Section 20; thence North 49°27'48" West 3964.27 feet along said Easterly Right of Way Line; thence North 00°05'44" East 66.83 feet along said Easterly Right of Way Line to the North Line of the Southwest Quarter of said Section 20; thence North 89°53'54" West 78.42 feet along said North Line and said Easterly Right of Way Line; thence North 49°27'48" West 2499.81 feet along said Easterly Right of Way Line to a point on the West Line of said Section 20, said point bearing South 00°17'43" West 1016.16 feet from the Northwest Corner of said Section 20 and North 00°17'43" East 1625.81 feet from the West Quarter Corner of said Section 20; thence South 00°17'43" West 37.61 feet along said West Line; thence South 49°27'44" East 5539.69 feet; thence 251.17 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°37'41" (long chord = South 49°08'53" East 251.17 feet); thence South 48°50'02" East 327.57 feet; thence South 49°19'10" East 273.97 feet; thence South 49°30'00" East 110.22 feet to the South Line of said Section 20; thence North 89°58'44" East 52.95 feet along said South Line to the Point of Beginning.

TRACT D27 - Section 19, Township 4 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 19, said point being South 00°17'43" West 1016.16 feet from the Northeast Corner of said Section 19 and North 00°17'43" East 1625.81 feet from the East Quarter Corner of said Section 19; thence North 49°27'48" West 1561.70 feet along said Easterly Right of Way Line to a point on the North Line of said Section 19, said point bearing South 89°56'41" West 1192.12 feet from the Northeast Corner of said Section 19 and North 89°56'41" East 1447.74 feet from the North Quarter Corner of said Section 19 (said North Quarter Corner position computed from ties as shown on the Davis County Surveyor's Section Corner Tie Sheet dated 6-20-90); thence South 89°56'41" West 44.06 feet along said North Line; thence South 49°27'44" East 1619.45 feet to the East Line of said Section 19; thence North 00°17'43" East 37.61 feet along said East Line to the Point of Beginning.

TRACT D28 - Section 18, Township 4 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 18, said point being South 89°56'41" West 1192.12 feet from the Southeast Corner of said Section 18 and North 89°56'41" East 1447.74 feet from the South Quarter Corner of said Section 18 (said South Quarter Corner position computed from ties as shown on the Davis County Surveyor's Section Corner Tie Sheet dated 6-20-90); thence North 49°27'48" West 3534.27 feet along said Easterly Right of Way Line; thence 1941.83 feet along the arc of a curve to the right with a radius of 5679.60 feet, through a central angle of 19°35'21" (long chord = North 39°40'08" West 1932.39 feet) along said Easterly Right of Way Line; thence North 29°52'27" West 296.80 feet along said Easterly Right of Way Line to a point on the West Line of said Section 18, said point bearing South 00°17'48" West 1234.77 feet from the Northwest Corner of said Section 18 and North 00°17'48" East 1408.16 feet from the West Quarter Corner of said Section 18; thence South 00°17'48" West 69.64 feet along said West Line; thence South 29°26'04" East 41.23 feet; thence South 29°28'00" East 83.15 feet; thence South 29°54'01" East 106.99 feet; thence 1872.75 feet along the arc of a curve to the left with a radius of 5725.91 feet, through a central angle of 18°44'22" (long chord = South 39°13'11" East 1864.41 feet); thence South 48°50'07" East 95.09 feet; thence South 49°20'05" East 95.02 feet; thence South 49°26'42" East 62.06 feet; thence South 49°28'16" East 500.00 feet; thence South 49°27'33" East 500.00 feet; thence South 49°28'10" East 500.00 feet; thence South 49°26'56" East 500.00 feet; thence South 49°29'37" East 309.62 feet; thence South 49°28'23" East 95.03 feet; thence South 49°44'10" East 116.10 feet; thence South 49°56'34" East 95.04 feet; thence South 49°57'33" East 121.30 feet; thence South 50°31'02" East 115.80 feet; thence South 50°42'45" East 34.74 feet; thence South 50°16'46" East 60.21 feet; thence 115.88 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 00°34'48" (long chord = South 49°59'23" East 115.88 feet); thence South 49°41'59" East 60.21 feet; thence South 49°16'00" East 34.74 feet; thence South 49°27'44" East 176.48 feet to the South Line of said Section 18; thence North 89°56'41" East 44.06 feet along said South Line to the Point of Beginning.

TRACT D29 - Section 13, Township 4 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 13, said point being South 00°17'48" West 1234.77 feet from the Northeast Corner of said Section 13 and North 00°17'48" East 1408.16 feet from the East Quarter Corner of said Section 13; thence North 29°52'27" West 65.66 feet along said Easterly Right of Way Line to the West Line of 1000 East Street; thence North 00°17'48" East 69.64 feet along said West Line; thence North 29°52'27" West 1211.65 feet along said Easterly Right of Way Line to a point on the South Line of Antelope Drive; thence North 89°46'46" West 40.45 feet along said South Line; thence North 29°52'27" West 69.35 feet along said Easterly Right of Way Line to a point on the North Line of said Section 13, said point bearing North 89°46'46" West 717.26 feet from the Northeast Corner of said Section 13 and South 89°46'46" East 1937.75 feet from the North Quarter Corner of said Section 13; thence North 89°46'46" West 21.09 feet along said North Line; thence South

30°48'30" East 132.47 feet; thence South 29°51'22" East 34.41 feet; thence South 29°11'24" East 163.16 feet; thence South 28°59'10" East 1020.34 feet; thence South 29°26'04" East 147.71 feet to the East Line of said Section 13; thence North 00°17'48" East 69.64 feet along said East Line to the Point of Beginning.

TRACT D30 - Section 12, Township 4 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 12, said point being North 89°46'46" West 717.26 feet from the Southeast Corner of said Section 12 and South 89°46'46" East 1937.75 feet from the South Quarter Corner of said Section 12; thence North 29°52'27" West 1210.08 feet along said Easterly Right of Way Line; thence North 00°39'00" West 102.41 feet along said Easterly Right of Way Line; thence North 29°52'27" West 1717.53 feet along said Easterly Right of Way Line; thence North 89°54'52" West 57.71 feet along said Easterly Right of Way Line; thence North 29°52'27" West 3052.78 feet along said Easterly Right of Way Line to a point on the North Line of said Section 12, said point bearing North 89°42'37" West 1125.71 feet from the North Quarter Corner of said Section 12 and South 89°42'37" East 1522.63 feet from the Northwest Corner of said Section 12; thence North 89°42'37" West 30.62 feet along said North Line; thence South 29°51'22" East 4969.59 feet; thence 454.42 feet along the arc of a curve to the left with a radius of 22,945.00 feet, through a central angle of 01°08'05" (long chord = South 30°25'24" East 454.41 feet); thence South 30°59'27" East 207.92 feet; thence 80.97 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°12'09" (long chord = South 30°53'22" East 80.97 feet); thence South 29°42'06" East 331.62 feet; thence South 30°48'30" East 58.96 feet to the South Line of said Section 12; thence South 89°46'46" East 21.09 feet along said South Line to the Point of Beginning.

TRACT D31 - Section 1, Township 4 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 1, said point being North 89°42'37" West 1125.71 feet from the South Quarter Corner of said Section 1 and South 89°42'37" East 1522.63 feet from the Southwest Corner of said Section 1; thence North 29°52'27" West 1064.05 feet along said Easterly Right of Way Line; thence South 89°41'16" East 57.84 feet along said Easterly Right of Way Line; thence North 29°52'27" West 1099.04 feet along said Easterly Right of Way Line; thence North 89°41'16" West 57.84 feet along said Easterly Right of Way Line; thence North 29°52'27" West 547.00 feet along said Easterly Right of Way Line; thence South 89°41'16" East 57.84 feet along said Easterly Right of Way Line; thence North 29°52'27" West 433.09 feet along said Easterly Right of Way Line to a point on the West Line of said Section 1, said point bearing South 00°18'58" West 2536.36 feet from the Northwest Corner of said Section 1; thence South 00°18'58" West 95.33 feet along said West Line to the West Quarter Corner of said Section 1; thence South 00°18'47" West 54.88 feet along said West Line to a point which bears North 00°18'47" East 2567.34 feet from the Southwest Corner of said Section 1; thence South 29°51'22" East 2968.87 feet to the South Line of said Section 1; thence South 89°42'37" East 30.62 feet along said South Line to the Point of Beginning.

TRACT D32 - Section 2, Township 4 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the East Line of said Section 2, said point bearing South 00°18'58" West 2536.36 feet from the Northeast Corner of said Section 2 and North 00°18'58" East 95.33 feet from the East Quarter Corner of said Section 2; thence North 29°52'27" West 2367.30 feet along said Easterly Right of Way Line; thence South 89°39'18" West 25.17 feet along said Easterly Right of Way Line; thence North 28°15'57" West 554.32 feet along said Easterly Right of Way Line to a point on the North Line of said Section 2, said point bearing North 89°49'35" West 1480.82 feet from the Northeast Corner of said Section 2 and South 89°49'35" East 1167.75 feet from the North Quarter Corner of said Section 2; thence North 89°49'35" West 62.48 feet along said North Line; thence South 31°03'01" East 55.04 feet; thence 204.27 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 01°01'20" (long chord = South 30°32'21" East 204.27 feet); thence South 30°01'41"

East 59.66 feet; thence South 29°36'52" East 40.30 feet; thence South 29°46'41" East 1510.77 feet; thence South 29°56'29" East 40.30 feet; thence South 29°31'40" East 59.66 feet; thence 149.07 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 00°44'46" (long chord = South 29°09'18" East 149.07 feet); thence South 28°46'55" East 59.66 feet; thence South 28°22'06" East 40.30 feet; thence South 28°31'54" East 310.43 feet; thence South 28°22'07" East 40.34 feet; thence South 28°46'54" East 59.71 feet; thence 165.05 feet along the arc of a curve to the left with a radius of 11,470.00 feet, through a central angle of 00°49'28" (long chord = South 29°11'38" East 165.04 feet); thence South 29°36'22" East 59.71 feet; thence South 30°01'09" East 40.34 feet; thence South 29°51'22" East 200.55 feet to a point on the East Line of said Section 2; said point bearing North 00°18'47" East 2567.34 feet from the Southeast Corner of said Section 2; thence North 00°18'47" East 54.88 feet to the East Quarter Corner of said Section 2; thence North 00°18'58" East 95.33 feet to the Point of Beginning.

TRACT D33 - Section 35, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 35, said point being North 89°49'35" West 1474.58 feet from the Southeast Corner of said Section 35 and South 89°49'35" East 1173.98 feet from the South Quarter Corner of said Section 35; thence North 34°21'55" West 585.72 feet along said Easterly Right of Way Line; thence North 29°40'55" West 459.80 feet along said Easterly Right of Way Line; thence 483.94 feet along the arc of a curve to the right with a radius of 2727.29 feet, through a central angle of 10°10'00" (long chord = North 24°35'55" West 483.30 feet) along said Easterly Right of Way Line; thence 345.03 feet along the arc of a curve to the right with a radius of 2733.00 feet, through a central angle of 07°14'00" (long chord = North 15°53'55" West 344.80 feet) along said Easterly Right of Way Line; thence North 11°11'42" West 521.15 feet along said Easterly Right of Way Line; thence North 03°54'55" West 279.83 feet along said Easterly Right of Way Line; thence North 89°50'55" West 16.10 feet along said Easterly Right of Way Line; thence 316.27 feet along the arc of a curve to the right with a radius of 3719.80 feet, through a central angle of 04°52'17" (long chord = North 02°05'54" West 316.18 feet) along said Easterly Right of Way Line; thence North 00°20'15" East 2536.21 feet along said Easterly Right of Way Line to a point on the North Line of said Section 35, said point bearing North 89°49'53" West 2473.44 feet from the Northeast Corner of said Section 35 and South 89°49'53" East 182.63 feet from the North Quarter Corner of said Section 35; thence North 89°49'53" West 101.83 feet along said North Line; thence South 01°09'58" East 739.97 feet; thence South 01°28'07" East 232.94 feet; thence 68.27 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 00°10'15" (long chord = South 00°23'08" East 68.27 feet); thence South 00°18'00" East 798.18 feet; thence South 00°52'00" East 215.64 feet; thence South 01°02'06" East 101.24 feet; thence South 01°14'24" East 95.01 feet; thence South 01°16'47" East 234.34 feet; thence 440.45 feet along the arc of a curve to the left with a radius of 7528.79 feet, through a central angle of 03°21'07" (long chord = South 02°20'27" East 440.39 feet); thence 1546.40 feet along the arc of a curve to the left with a radius of 3792.56 feet, through a central angle of 23°21'44" (long chord = South 16°17'24" East 1535.71 feet); thence 367.73 feet along the arc of a curve to the left with a radius of 8370.71 feet, through a central angle of 02°31'01" (long chord = South 29°38'48" East 367.70 feet); thence South 30°54'18" East 21.76 feet; thence South 31°25'29" East 51.28 feet; thence South 31°18'01" East 558.32 feet; thence South 31°27'49" East 40.30 feet; thence South 31°03'01" East 4.62 feet to the South Line of said Section 35; thence South 89°49'35" East 68.71 feet along said South Line to the Point of Beginning.

TRACT D34 - Section 26, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 26, said point being North 89°49'53" West 2473.44 feet from the Southeast Corner of said Section 26 and South 89°49'53" East 182.63 feet from the South Quarter Corner of said Section 26; thence North 00°20'15" East 155.81 feet along said Easterly Right of Way Line; thence 419.62 feet along the arc of a curve to the left with a radius of 8644.40 feet, through a central angle of 02°46'53" (long chord = North 01°03'12" West 419.58 feet) along said Easterly Right

of Way Line; thence North 02°26'38" West 2084.18 feet along said Easterly Right of Way Line; thence North 02°26'22" West 2650.55 feet along said Easterly Right of Way Line to a point on the North Line of said Section 26, said point bearing North 89°54'54" West 36.28 feet from the North Quarter Corner of said Section 26 and South 89°54'54" East 2601.42 feet from the Northwest Corner of said Section 26; thence North 89°54'54" West 24.56 feet along said North Line; thence South 01°56'21" East 1186.69 feet; thence South 01°16'47" East 2091.45 feet; thence South 01°16'18" East 402.97 feet; thence South 01°16'57" East 1142.28 feet; thence South 01°09'58" East 483.77 feet to the South Line of said Section 26; thence South 89°49'53" East 101.83 feet along said South Line to the Point of Beginning.

TRACT D35 - Section 23, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 23, said point being North 89°54'54" West 36.28 feet from the South Quarter Corner of said Section 23 and South 89°54'54" East 2601.42 feet from the Southwest Corner of said Section 23; thence North 02°26'22" West 193.50 feet along said Easterly Right of Way Line; thence 1269.52 feet along the arc of a curve to the left with a radius of 5258.80 feet, through a central angle of 13°49'54" (long chord = North 09°21'19" West 1266.43 feet) along said Easterly Right of Way Line; thence North 16°16'16" West 602.32 feet along said Easterly Right of Way Line to a point on the North Line of Davis County, said North Line as defined in that certain "Declaration of County Line Common to Weber and Davis County, Utah", Davis County Recorder Entry 1801572, Book 3161, Page 466, and Weber County Recorder Entry 1885948, Book 56, Page 88-92; thence North 89°49'48" West 22.37 feet along said North County Line; thence South 16°16'13" East 483.88 feet; thence South 16°18'36" East 78.05 feet; thence South 15°48'39" East 111.22 feet; thence South 15°03'07" East 35.52 feet; thence 80.65 feet along the arc of a curve to the right with a radius of 5285.00 feet, through a central angle of 00°52'28" (long chord = South 14°36'53" East 80.65 feet); thence South 14°10'39" East 6.62 feet; thence South 13°02'42" East 142.37 feet; thence South 13°45'20" East 30.27 feet; thence South 12°10'12" East 5.92 feet; thence 831.30 feet along the arc of a curve to the right with a radius of 5285.00 feet, through a central angle of 09°00'44" (long chord = South 07°39'50" East 830.45 feet); thence South 03°09'27" East 35.52 feet; thence South 02°28'00" East 87.86 feet; thence South 01°57'20" East 101.41 feet; thence South 01°56'22" East 34.47 feet to the South Line of said Section 23; thence South 89°54'54" East 24.56 feet along said South Line to the Point of Beginning.

Davis County, Utah

A parcel of land situate in the West One Half of Section 12, Township 4 North, Range 2 West, Salt Lake Base and Meridian. The boundaries of said parcel are described as follows:

Beginning at a point which is South 89°53'56" East along the Center Section line 437.58 feet from the Center of Section 12, Township 4 North, Range 2 West Salt Lake Base and Meridian (Basis of bearing being North 00°06'06" East 5272.14 feet between the Southeast Corner and the Northeast Corner of said Section 12) and running thence North 00°06'04" East 525.00 feet; thence South 89°53'56" East 1096.09 feet; thence South 00°06'04" West 232.50 feet; thence South 89°53'56" East 456.28 feet to the Westerly Right of Way Line of U.S. Highway 91; thence South 36°47'21" East along said Westerly Right of Way Line 1043.32 feet to the West Line of 1000 East Street; thence South 00°06'05" West along said West Line of 1000 East Street 776.50 feet; thence North 89°53'18" West 1293.01 feet; thence South 00°09'41" West 166.57 feet to the Easterly Line of the Union Pacific Railroad Right of Way (said Easterly Line of said Railroad being 100.00 feet perpendicularly distant from and parallel with the centerline of the two main tracks); thence North 29°56'34" West along said Easterly Line 1715.22 feet; thence North 89°53'56" West 26.73 feet to the Point of Beginning.

Containing 68.25 acres more or less.

Also, a parcel of land, as conveyed to the Oregon Short Line Railroad Company from Terry M. Wixom and Pamela T. Wixom in that certain Warranty Deed recorded March 26, 1985, as Entry 0697685, Book 1027, Page 1027, less and excepting from said parcel the property conveyed to Paul A. Vandaveer and Dona L. Vandaveer from the Union Pacific Railroad Company in that certain Warranty Deed recorded November 12, 1987, as Entry 0807637, Book 1204, Pages 163-165, also less and excepting from said parcel the property conveyed to Paul A. Vandaveer and Dona L. Vandaveer from the Union Pacific Railroad Company in that certain Quitclaim Deed recorded November 12, 1987, as Entry 0807638, Book 1204, Pages 166-168, together with the property conveyed to the Oregon Short Line Railroad Company from Paul A. Vandaveer and Dona L. Vandaveer in that certain Quitclaim Deed recorded November 12, 1987, as Entry 0807639, Book 1204, Pages 169-171, also together with the property conveyed to the Oregon Short Line Railroad Company from Paul A. Vandaveer and Dona L. Vandaveer in that certain Warranty Deed recorded November 12, 1987, as Entry 0807640, Book 1204, Pages 172-174, situate in the Southwest Quarter of Northeast of Section 12, Township 4 North, Range 2 West, Salt Lake Base and Meridian and described as follows:

Basis of Bearing:

All bearings and distances contained herein, are expressed as grid bearings and ground distances based on the following defined coordinate projection:

System Projection	Transverse Mercator
System Datum	NAD – 1983/1994 (Federal Base Network – 2000 Adjustment)
System Elevation	4400 Feet Above Mean Sea Level (NAVD 88)
Origin Latitude	39°45'00.00" North
Origin Longitude	111°52'30.00" West
Scale Factor	1.000205271907
False Northing	75,000.00
False Easting	75,000.00

Beginning at a point on the Easterly Right of Way Line of the Oregon Short Line Railroad and the Northwest Corner of said parcel, said point being South 00°14'51" West 1939.44 feet along the Section Line to a point on said Easterly Right of Way Line and South 29°52'27" East 137.21 feet along said Easterly Right of Way Line from the North Quarter Corner of said Section 12; thence South 29°52'27" East 672.38 feet along said Easterly Right of Way Line to a point on the South Line of the Northeast Quarter of said Section 12; thence South 89°54'52" East 31.99 feet along said South Line; thence North 00°15'01" East 465.96 feet to the Northeast Corner of said parcel; thence South 86°57'28" West 240.04 feet; thence North 44°51'35" West 183.22 to the Point of Beginning.

Contains 79,0001 square feet or 1.814 acres.

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Amended Exhibit 1

Salt Lake County, Utah

That portion of the Sugarhouse Branch of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), as now constructed and operated, said branch extends easterly from the easterly right of way line of the Provo Subdivision of the Union Pacific Railroad Company at said railroad branch mile post 0.00, to said railroad branch mile post 2.74, said portion being situate in, over and across the following legal subdivisions of Salt Lake County, Utah:

Subdivision	Section	Township	Range	Meridian
NW 1/4	24	1S	1W	Salt Lake
NE 1/4	24	1S	1W	Salt Lake
NW 1/4	19	1S	1E	Salt Lake
NE 1/4	19	1S	1E	Salt Lake
NW 1/4	20	1S	1E	Salt Lake
NE 1/4	20	1S	1E	Salt Lake

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 12 2002 T.D.A.

Segment 3.2e

Salt Lake County, Utah

That portion of the Bingham Industrial Lead of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), as now constructed and operated, said portion extends westerly from a line drawn at right angles from the center line of the main line track at said railroad industrial lead mile post 6.60, to a line drawn at right angles to the main line track at said industrial lead mile post 11.81, said portion being situate in, over and across the following legal subdivisions of Salt Lake County, Utah:

Subdivision	Section	Township	Range	Meridian
N1/2 SW1/4	12	3S	2W	Salt Lake
SE1/4	11	3S	2W	Salt Lake
SE1/4 SW1/4	11	3S	2W	Salt Lake
N1/2 NW1/4	14	3S	2W	Salt Lake
N1/2 NE1/4	15	3S	2W	Salt Lake
N1/2 NW1/4	15	3S	2W	Salt Lake
N1/2 NE1/4	16	3S	2W	Salt Lake
N1/2 NW1/4	16	3S	2W	Salt Lake
N1/2 NE1/4	17	3S	2W	Salt Lake
NW1/4	17	3S	2W	Salt Lake
S1/2 NE1/4	18	3S	2W	Salt Lake
SE1/4 NW1/4	18	3S	2W	Salt Lake

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 12 2002 T.D.A.

Segment 3.2f

Salt Lake County, Utah

A portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver and Rio Grand Railroad Company) Right of Way, being strips of land from mile post 745.21 to 745.50, and together with a portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company and, originally, the Utah Central Railroad Company) Right of Way, being strips of land from mile post 782.48 to 782.74, and more specifically described as follows:

Basis of Bearing:

All bearings and distances contained herein, are expressed as grid bearings and ground distances based on the following defined coordinate projection:

System Projection	Transverse Mercator
System Datum	NAD – 1983/1994 (Federal Base Network – 2000 Adjustment)
System Elevation	4400 Feet Above Mean Sea Level (NAVD 88)
Origin Latitude	39°45'00.00" North
Origin Longitude	111°52'30.00" West
Scale Factor	1.000205271907
False Northing	75,000.00
False Easting	75,000.00

Block 48 Parcel – 200 South Street to 700 West Street (said Provo Subdivision MP 745.21 to 745.28)

Beginning at a point on the South Line of Block 48, Official Survey of Plat "C", Salt Lake City Survey, said point being North 89°59'11" East 68.00 feet along the 200 South Street Monument Line and North 00°00'04" East 63.97 feet to the Southwest Corner of said Block 48 and North 89°59'11" East 96.57 feet along said South Line from the Salt Lake City Monument in the intersection of 200 South and 700 West Streets; thence North 89°59'11" East 25.04 feet along said South Line; thence along the Grantor's Easterly Property Line the following five (5) courses: 1) North 15°50'49" West 147.28 feet; 2) North 20°38'49" West 112.80 feet; 3) North 71°39'11" East 10.35 feet; 4) North 43°25'49" West 26.70 feet; 5) North 20°38'49" West 64.31 feet to the South Line of Lot 4; thence South 89°59'11" West 10.40 feet along said South Line to the West Line of said Block 48; thence South 00°00'04" West 11.63 feet along said West Line; thence 116.06 feet along the arc of a curve to the left with a radius of 2809.48 feet, through a central angle of 02°22'01" (long chord = South 16°22'32" East 116.05 feet); thence South 17°08'02" East 216.71 feet to the Point of Beginning.

Block 49 Parcel – 700 West Street to South Temple Street (said Provo Subdivision MP 745.39 to 745.50 and said Salt Lake Subdivision MP 782.48 to 782.55)

Beginning at the Southwest Corner of Block 49, Official Survey of Plat "C", Salt Lake City Survey, said point being South 89°59'14" West 724.33 feet and North 00°00'01" West 64.03 feet from the Salt Lake City Monument in the intersection of 100 South and 600 West Streets (Basis of Bearing being North 89°58'54" East from said Monument to the Salt Lake City Monument in the intersection of 100 South and 500 West Streets); thence North 00°00'01" West 120.26 feet along the West Line of said Block 49; thence 796.52 feet along the arc of a curve to the right with a radius of 830.00 feet, through a central angle of 54°59'04" (long chord = North 46°39'59" East 766.30 feet); thence 58.50 feet along the arc of a curve to the right with a radius of 1013.08 feet, through a central angle of 03°18'30" (long chord = North 75°58'52" East 58.50 feet) to the North Line of said Block 49; thence North 89°59'03" East 46.22 feet to the

Northeast Corner of said Block 49; thence South 00°00'04" West 26.29 feet along the East Line of said Block 49; thence 50.62 feet along the arc of a curve to the left with a radius of 1322.46 feet, through a central angle of 02°11'35" (long chord = South 78°10'42" West 50.62 feet); thence 46.99 feet along the arc of a curve to the left with a radius of 910.42 feet, through a central angle of 02°57'25" (long chord = South 75°35'07" West 46.98 feet); thence 873.94 feet along the arc of a curve to the left with a radius of 795.00 feet, through a central angle of 62°59'05" (long chord = South 42°32'33" West 830.59 feet) to the South Line of said Block 49; thence South 89°59'23" West 3.71 feet along said South Line to the Point of Beginning.

Block 82 Parcel (Grant Tower) – South Temple Street to 500 West Street (said Salt Lake Subdivision MP 782.60 to 782.74)

Beginning at a point on the East Line of Block 82, Official Survey of Plat "A", Salt Lake City Survey, said point being North 00°00'18" West 63.18 feet and South 89°57'09" West 60.79 feet to the Southeast Corner of said Block 82 and North 00°00'10" West 194.51 feet along said East Line from the Salt Lake City Monument in the intersection of South Temple and 500 West Streets (Basis of Bearing being South 00°00'18" East from said Monument to the Salt Lake City Monument in the intersection of 100 South and 500 West Streets); thence 443.80 feet along the arc of a curve to the right with a radius of 810.00 feet, through a central angle of 31°23'33" (long chord = South 53°28'59" West 438.27 feet) to the South Line of the vacated portion of South Temple Street; thence South 89°57'09" West 122.99 feet along said South Line; thence 50.78 feet along the arc of a curve to the left with a radius of 901.47 feet, through a central angle of 03°13'38" (long chord = North 75°26'54" East 50.77 feet); thence 545.38 feet along the arc of a curve to the left with a radius of 755.00 feet, through a central angle of 41°23'17" (long chord = North 52°59'14" East 533.60 feet) to the East Line of said Block 82; thence South 00°00'10" East 73.08 feet along said East Line to the Point of Beginning.

Salt Lake County, Utah

A portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company and, originally, the Utah Central Railroad Company) Right of Way, being a strip of land adjoining the Easterly Line of said Right of Way, and extending from the North Line of Salt Lake County, said North Line crosses the centerline of the main line track of said Salt Lake Subdivision at mile post 786.50, to the North Line of 1800 North Street, being situate in the Northeast Quarter of Section 14, the Southeast Quarter of Section 14 and the Northeast Quarter of Section 23, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and described as follows:

Basis of Bearing:

All bearings and distances contained herein, are expressed as grid bearings and ground distances based on the following defined coordinate projection:

System Projection	Transverse Mercator
System Datum	NAD – 1983/1994 (Federal Base Network – 2000 Adjustment)
System Elevation	4400 Feet Above Mean Sea Level (NAVD 88)
Origin Latitude	39°45'00.00" North
Origin Longitude	111°52'30.00" West
Scale Factor	1.000205271907
False Northing	75,000.00
False Easting	75,000.00

TRACT S1 - Section 23, Township 1 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the North Line of said Section 23, said point being North 89°52'31" West 2507.44 feet from the Northeast Corner of said Section 23 (said Northeast Corner position computed from field surveyed positions of the South Quarter Corner and the North Quarter Corner of said Section 14, and data shown on the Salt Lake County Surveyor's Section Corner Tie Sheet for said Section 14, dated April 1, 1999) and South 89°52'31" East 167.97 feet from the North Quarter Corner of said Section 23; thence South 01°37'27" West 2534.94 feet along said Easterly Right of Way Line; thence North 89°51'34" West 16.63 feet; thence South 00°08'26" West 64.60 feet to the North Line of 1800 North Street; thence North 89°50'50" West 19.72 feet along said North Line; thence North 01°39'27" East 2599.58 feet to the North Line of said Section 23; thence South 89°52'31" East 33.17 feet along said North Line to the Point of Beginning.

TRACT S2 - Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 14, said point being North 89°52'31" West 2507.44 feet from the Southeast Corner of said Section 14 (said Southeast Corner position computed from field surveyed positions of the South Quarter Corner and the North Quarter Corner of said Section 14, and data shown on the Salt Lake County Surveyor's Section Corner Tie Sheet for said Section 14, dated April 1, 1999) and South 89°52'31" East 167.97 feet from the South Quarter Corner of said Section 14; thence North 01°37'27" East 173.20 feet along said Easterly Right of Way Line; thence 408.74 feet along the arc of a curve to the right with a radius of 14,200.00 feet, through a central angle of 01°38'57" (long chord = North 02°26'56" East 408.73 feet) along said Easterly Right of Way Line; thence North 03°16'25" East 2702.18 feet along said Easterly Right of Way Line to a point on the

North Line of Salt Lake County, said North Line determined from that certain Township Reference Plat recorded November 17, 1972, Davis County Recorder Entry No. 372978; thence South 89°58'22" West 35.05 feet along said North Line; thence South 03°16'01" West 641.94 feet; thence South 03°11'17" West 95.04 feet; thence 203.08 feet along the arc of a curve to the left with a radius of 11,470 feet, through a central angle of 01°00'52" (long chord = South 02°31'21" West 203.08 feet); thence South 01°54'59" West 47.52 feet; thence South 01°47'52" West 47.52 feet; thence South 01°46'40" West 307.13 feet; thence South 01°47'52" West 47.48 feet; thence South 01°54'59" West 47.48 feet; thence 220.66 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 01°06'15" (long chord = South 02°34'03" West 220.66 feet); thence South 03°13'07" West 47.48 feet; thence South 03°20'15" West 47.48 feet; thence South 03°21'26" West 306.56 feet; thence South 03°22'37" West 47.48 feet; thence South 03°29'45" West 47.48 feet; thence 122.47 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 00°36'46" (long chord = South 03°54'05" West 122.47 feet); thence South 04°18'24" West 47.48 feet; thence South 04°25'32" West 47.48 feet; thence South 04°26'43" West 295.07 feet; thence South 04°23'37" West 82.55 feet; thence South 04°05'05" West 82.55 feet; thence 207.10 feet along the arc of a curve to the left with a radius of 7650.00 feet, through a central angle of 01°33'04" (long chord = South 03°03'05" West 207.10 feet); thence South 02°01'06" West 82.55 feet; thence South 01°42'33" West 82.55 feet; thence South 01°39'27" West 80.06 feet to the South Line of said Section 14; thence South 89°52'31" East 33.17 feet along said South Line to the Point of Beginning.

Salt Lake County, Utah

A portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company and, originally, the Utah Central Railroad Company) Right of Way, extending from the South Line of 1800 North Street to the South Line of 500 North Street, being situated in the Northeast Quarter of Section 23, the Southeast Quarter of Section 23, the Northeast Quarter of Section 26, the Northwest Quarter of Section 25, the Southwest Quarter of Section 25 and the Northwest Quarter of Section 36, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and described as follows:

Beginning at a point on the South Line of 1800 North Street and an existing Railroad Right of Way fence, said point being South 89°46'13" East 275.46 feet along the Section Line and North 00°00'00" East 2544.65 feet from the South Quarter Corner of said Section 23; thence along said Right of Way fence the following three (3) courses: 1) South 06°34'37" West 257.10 feet; 2) South 39°04'56" West 16.42 feet; 3) South 04°52'20" West 186.51 feet; thence South 146.15 feet; thence South 04°27'46" East 29.40 feet to said Right of Way fence; thence along said Right of Way fence the following four (4) courses: 1) South 03°51'58" East 293.65 feet; 2) South 16°21'41" East 202.85 feet; 3) South 16°07'52" East 64.67 feet; 4) South 23°15'11" East 271.61 feet; thence South 17°13'26" East 392.08 feet; thence South 24°04'31" East 90.01 feet to a point of curvature of a 402.88 foot radius curve to the left, the center of which bears North 65°55'29" East; thence Southeasterly along the arc of said curve 200.28 feet through a central angle of 28°28'56" to a point of reverse curvature of a 292.07 foot radius curve to the right, the center of which bears South 37°26'33" West; thence Southeasterly along the arc of said curve 71.34 feet through a central angle of 13°59'39"; thence South 38°33'48" East 132.40 feet; thence South 32°13'00" East 486.47 feet; thence South 37°07'54" East 70.00 feet; thence South 38°26'45" East 680.37 feet to said Right of Way fence; thence along said Right of Way fence the following thirteen (13) courses: 1) South 30°35'05" East 565.66 feet; 2) South 30°55'41" East 100.93 feet; 3) South 31°36'43" East 84.99 feet; 4) South 31°17'31" East 87.39 feet; 5) South 31°17'10" East 346.13 feet; 6) South 31°25'00" East 265.97 feet; 7) South 41°34'18" East 837.50 feet; 8) South 50°35'54" East 89.45 feet; 9) South 52°52'11" East 86.90 feet; 10) South 56°57'06" East 84.25 feet; 11) South 61°03'41" East 86.48 feet; 12) South 63°40'59" East 82.53 feet; 13) South 68°21'15" East 64.77 feet; thence South 62°33'37" East 276.87 feet to a non-tangent point of curvature of a 2222.40 foot radius curve to the right, the center of which bears South 24°53'41" West, said point also being 10.00 feet perpendicularly distant Easterly from the centerline of the most Easterly Railroad tracks; thence parallel with and 10.00 feet perpendicularly distant Easterly from said centerline of the most Easterly Railroad tracks the following eight (8) courses: 1) Southeasterly along the arc of said curve 190.65 feet through a central angle of 04°54'55" to a point of compound curvature of a 743.76 foot radius curve to the right, the center of which bears South 29°48'36" West; 2) Southeasterly along the arc of said curve 578.58 feet through a central angle of 44°34'16" to a point of compound curvature of a 1017.22 foot radius curve to the right, the center of which bears South 74°22'55" West; 3) Southerly along the arc of said curve 275.52 feet through a central angle of 15°31'08"; 4) South 00°05'57" East 985.88 feet to a point of curvature of a 17045.38 foot radius curve to the left, the center of which bears North 89°54'03" East; 5) Southerly along the arc of said curve 777.46 feet through a central angle of 02°36'48"; 6) South 02°42'45" East 961.34 feet to a point of curvature of a 1299.51 foot radius curve to the right, the center of which bears South 87°17'15" West; 7) Southerly along the arc of said curve 208.50 feet through a central angle of 09°11'34"; 8) South 06°28'49" West 99.60 feet to the South Line of 500 North Street; thence North 83°31'11" West 17.42 feet along said South Line; thence North 04°22'00" East 69.91 feet; thence North 02°14'34" West

868.59 feet to a point which is 10.00 feet perpendicularly distant Westerly from the centerline of a Railroad track; thence parallel with and 10.00 feet perpendicularly distant Westerly from the centerline of said Railroad track the following nine (9) courses; 1) North 02°00'12" West 286.52 feet; 2) North 04°45'35" West 136.18 feet; 3) North 01°54'53" West 370.88 feet; 4) North 00°09'25" West 312.13 feet; 5) North 00°05'57" West 985.88 feet to a point of curvature of a 983.16 foot radius curve to the left, the center of which bears South 89°54'03" West; 6) Northwesterly along the arc of said curve 144.90 feet through a central angle of 08°26'40" to a point of compound curvature of a 782.00 foot radius curve to the left, the center of which bears South 81°27'22" West; 7) Northwesterly along the arc of said curve 786.79 feet through a central angle of 57°38'49"; 8) North 66°11'26" West 389.58 feet to a point of curvature of a 1510.27 foot radius curve to the right, the center of which bears North 23°48'34" East; 9) Northwesterly along the arc of said curve 418.59 feet through a central angle of 15°52'49" (long chord = North 58°15'02" West 417.25 feet); thence South 31°41'15" East 57.08 feet; thence 15.14 feet along the arc of a curve to the right with a radius of 11,768.98 feet, through a central angle of 00°04'25" (long chord = North 51°13'54" West 15.14 feet); thence 183.57 feet along the arc of a curve to the right with a radius of 3972.48 feet, through a central angle of 02°38'51" (long chord = North 48°55'58" West 183.55 feet); thence 227.47 feet along the arc of a curve to the right with a radius of 2169.55 feet, through a central angle of 06°00'26" (long chord = North 45°17'06" West 227.37 feet); thence 196.04 feet along the arc of a curve to the right with a radius of 2729.27 feet, through a central angle of 04°06'56" (long chord = North 40°18'20" West 196.00 feet); thence 248.93 feet along the arc of a curve to the right with a radius of 17,148.91 feet, through a central angle of 00°49'54" (long chord = North 38°22'49" West 248.93 feet); thence 139.94 feet along the arc of a curve to the right with a radius of 839.76 feet, through a central angle of 09°32'53" (long chord = North 34°28'28" West 139.78 feet); thence 113.15 feet along the arc of a curve to the right with a radius of 17,044.06 feet, through a central angle of 00°22'49" (long chord = North 30°35'07" West 113.15 feet); thence 84.70 feet along the arc of a curve to the right with a radius of 2363.87 feet, through a central angle of 02°03'11" (long chord = North 29°41'52" West 84.69 feet); thence North 28°39'20" West 34.88 feet; thence 165.27 feet along the arc of a curve to the right with a radius of 5325.87 feet, through a central angle of 01°46'41" (long chord = North 25°58'50" West 165.26 feet); thence 144.31 feet along the arc of a curve to the left with a radius of 2049.64 feet, through a central angle of 04°02'02" (long chord = North 29°36'10" West 144.28 feet); thence 178.56 feet along the arc of a curve to the left with a radius of 16,076.89 feet, through a central angle of 00°38'11" (long chord = North 30°44'33" West 178.56 feet); thence 210.26 feet along the arc of a curve to the left with a radius of 2321.50 feet, through a central angle of 05°11'22" (long chord = North 33°09'12" West 210.19 feet); thence North 34°13'34" West 69.62 feet; thence North 34°17'43" West 319.17 feet; thence North 34°30'13" West 124.91 feet; thence 175.16 feet along the arc of a curve to the left with a radius of 5720.77 feet, through a central angle of 01°45'15" (long chord = North 35°47'52" West 175.15 feet); thence North 37°05'31" West 124.91 feet; thence North 37°18'02" West 520.77 feet to a point on the South Line of said Section 23, said point bearing South 89°46'13" East 974.33 feet from the South Quarter Corner of said Section 23 and North 89°46'13" West 1684.24 feet from the Southeast Corner of said Section 23; thence North 37°18'02" West 353.33 feet; thence North 37°09'40" West 95.16 feet; thence North 36°19'30" West 95.16 feet; thence 45.71 feet along the arc of a curve to the right with a radius of 3260.44 feet, through a central angle of 00°48'12" (long chord = North 35°31'36" West 45.71 feet); thence 342.60 feet along the arc of a curve to the right with a radius of 6511.35 feet, through a central angle of 03°00'53" (long chord = North 31°48'49" West 342.56 feet); thence 1636.75 feet along the arc of a curve to the right with a radius of 3260.44 feet, through a central angle of 28°45'46" (long chord = North 14°25'15" West 1619.62 feet); thence North 00°39'26" East 95.16 feet; thence North 01°29'36" East 95.16 feet; thence North 01°37'57" East 27.11 feet to the South Line of 1800 North Street; thence South 89°52'20" East 235.06 feet along said South Line to the Point of Beginning.

Basis of Bearing: South 89°46'13" East 2658.57 feet from the South Quarter Corner to the Southeast Corner of said Section 23.

Salt Lake County, Utah

That portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between a line drawn parallel and/or concentric with and 30 feet distant westerly as measured at right angles and/or radially from the center line of the most westerly main line track of said railroad subdivision, as now constructed and operated and the westerly right of way line of said railroad subdivision as now located, said strip extends northerly from the southerly county line of Salt Lake County, Utah, said county line crosses the center line of the main line track at said railroad subdivision mile post 722.12, to a line drawn at right angles to the center line of the main line track at said subdivision mile post 729.29, said strip of land being situate in, over and across the following legal subdivisions of Salt Lake County, Utah:

Subdivision	Section	Township	Range	Meridian
NE 1/4 SW 1/4	26	4S	1W	Salt Lake
E 1/2 NW 1/4	26	4S	1W	Salt Lake
SW 1/4	23	4S	1W	Salt Lake
NE 1/4 SE 1/4	22	4S	1W	Salt Lake
E 1/2 NE 1/4	22	4S	1W	Salt Lake
E 1/2 SE 1/4	15	4S	1W	Salt Lake
E 1/2 NE 1/4	15	4S	1W	Salt Lake
NW 1/4 NW 1/4	14	4S	1W	Salt Lake
SW 1/4	11	4S	1W	Salt Lake
SE 1/4 NW 1/4	11	4S	1W	Salt Lake
W 1/2 NE 1/4	11	4S	1W	Salt Lake
SE 1/4	2	4S	1W	Salt Lake
SE 1/4 NE 1/4	2	4S	1W	Salt Lake
W 1/2 NW 1/4	1	4S	1W	Salt Lake
SW 1/4	36	3S	1W	Salt Lake
E 1/2 NW 1/4	36	3S	1W	Salt Lake
E 1/2 SW 1/4	25	3S	1W	Salt Lake
E 1/2 NW 1/4	25	3S	1W	Salt Lake
E 1/2 SW 1/4	24	3S	1W	Salt Lake
SE 1/4 NW 1/4	24	3S	1W	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the westerly 20.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the easterly right of way line and a line drawn parallel and/or concentric with and 30 feet distant westerly from such easterly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17,

2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

FURTHER EXCEPTING therefrom all that part of the Northeast Quarter of the Southeast Quarter of Section 15 Township 4S Range 1W (NE1/4 SE1/4 S15 T4S R1W) and the East Half of the Northeast Quarter of Section 15 Township 4S Range 1W (E1/2 NE1/4 S15 T4S R1W) and the Northwest Quarter of the Northwest Quarter of Section 14 Township 4S Range 1W (W1/2 NW1/4 S15 T4S R1W) lying northwesterly of a line that is parallel with and 50 feet distant northwesterly as measured at right angles from the center line of the main track of said subdivision as originally constructed and operated.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 12, 2002 T.D.A.

Segment 3.4b-2

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Salt Lake County, Utah

That portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between a line drawn parallel and/or concentric with and 30 feet distant easterly as measured at right angles and/or radially from the center line of the most easterly main line track of said railroad subdivision, as now constructed and operated, and the easterly right of way line of said railroad subdivision as now located, said strip extends northerly from a line drawn at right angles to the center line of the main line track at said railroad subdivision mile post 729.50, to the southerly line of Center Street (100 feet wide), Midvale, Utah, said southerly line crosses the center line of the main line track at said subdivision mile post 734.47, said strip of land being situate in over and across the following legal subdivisions of Salt Lake County, Utah:

Subdivision	Section	Township	Range	Meridian
E 1/2 SW 1/4	24	3S	1W	Salt Lake
E 1/2 NW 1/4	24	3S	1W	Salt Lake
E 1/2 SW 1/4	13	3S	1W	Salt Lake
SE 1/4 NW 1/4	13	3S	1W	Salt Lake
W 1/2 NE 1/4	13	3S	1W	Salt Lake
SW 1/4 SE 1/4	12	3S	1W	Salt Lake
E 1/2 SW 1/4	12	3S	1W	Salt Lake
E 1/2 NW 1/4	12	3S	1W	Salt Lake
E 1/2 SW 1/4	1	3S	1W	Salt Lake
E 1/2 NW 1/4	1	3S	1W	Salt Lake
E 1/2 SW 1/4	36	2S	1W	Salt Lake
NW 1/4	36	2S	1W	Salt Lake
SW 1/4 SW 1/4	25	2S	1W	Salt Lake

Also, that portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between a line drawn parallel and/or concentric with and 15 feet distant easterly as measured at right angles and/or radially from the center line of the most easterly main line track of said railroad subdivision, as now constructed and operated, and the easterly right of way line of said railroad subdivision as now located, said strip extends northerly from the northerly line of Center Street (100 feet wide), Midvale, Utah, said northerly line crosses the main line track at said railroad subdivision mile post 734.47, to a line drawn at right angles to the center line of the main line track at said subdivision mile post 745.21, said strip of land being situate in over and across the following legal subdivisions of Salt Lake County, Utah:

Subdivision	Section	Township	Range	Meridian
W 1/2 SW 1/4	25	2S	1W	Salt Lake

NW 1/4	25	2S	1W	Salt Lake
SW 1/4 SW 1/4	24	2S	1W	Salt Lake
W 1/2 SW 1/4	24	2S	1W	Salt Lake
W 1/2 NW 1/4	24	2S	1W	Salt Lake
SE 1/4 SW 1/4	13	2S	1W	Salt Lake
W 1/2 SE 1/4	13	2S	1W	Salt Lake
W 1/2 NE 1/4	13	2S	1W	Salt Lake
W 1/2 SE 1/4	12	2S	1W	Salt Lake
NE 1/4	12	2S	1W	Salt Lake
E 1/2 SE 1/4	1	2S	1W	Salt Lake
NE 1/4	1	2S	1W	Salt Lake
W 1/2 SE 1/4	36	1S	1W	Salt Lake
SW 1/4 NE 1/4	36	1S	1W	Salt Lake
E 1/2 NW 1/4	36	1S	1W	Salt Lake
SW 1/4	25	1S	1W	Salt Lake
NW 1/4	25	1S	1W	Salt Lake
W 1/2 SW 1/4	24	1S	1W	Salt Lake
W 1/2 NW 1/4	24	1S	1W	Salt Lake
W 1/2 SW 1/4	13	1S	1W	Salt Lake
W 1/2 NW 1/4	13	1S	1W	Salt Lake
W 1/2 SW 1/4	12	1S	1W	Salt Lake
W 1/2 NW 1/4	12	1S	1W	Salt Lake
W 1/2 SW 1/4	1	1S	1W	Salt Lake
SW 1/4 NW 1/4	1	1S	1W	Salt Lake
SW 1/4 NE 1/4	2	1S	1W	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the easterly 20.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the westerly right of way line and a line drawn parallel and/or concentric with and 30 feet distant easterly from such westerly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17, 2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

FURTHER EXCEPTING therefrom all that part of the East Half of the Northeast Quarter of Section 12 Township 2S Range 1W (E1/2 NE1/4 S12 T2S R1W) lying easterly of a line that is parallel with and 50 feet distant easterly as measured at right angles from the center line of the main track of said subdivision as originally constructed and operated.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE
March 10, 2002 T.D.A.

Segment 3.4c

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Salt Lake County, Utah

That portion of the Bingham Industrial Lead of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between the northerly right of way line as now located and a line drawn 35 feet distant southerly as measured at right angles and/or radially from said northerly right of way line, said strip extends westerly from said Industrial lead mile post 0.00, to a line drawn at right angles to the center line of the main line track at said railroad subdivision mile post 6.60, said strip of land being situate in over and across the following legal subdivisions of Salt Lake County, Utah:

Subdivision	Section	Township	Range	Meridian
S 1/2 NW1/4	25	2S	1W	Salt Lake
S 1/2 NE1/4	26	2S	1W	Salt Lake
NW 1/4 SE1/4	26	2S	1W	Salt Lake
E 1/2 SW1/4	26	2S	1W	Salt Lake
N 1/2 NW1/4	35	2S	1W	Salt Lake
NE 1/4	34	2S	1W	Salt Lake
S1/2 NW 1/4	34	2S	1W	Salt Lake
NW 1/4 SW1/4	34	2S	1W	Salt Lake
SE 1/4	33	2S	1W	Salt Lake
SW 1/4	33	2S	1W	Salt Lake
SE 1/4 SE1/4	32	2S	1W	Salt Lake
N 1/2 NE1/4	5	3S	1W	Salt Lake
NW1/4	5	3S	1W	Salt Lake
S 1/2 NE1/4	6	3S	1W	Salt Lake
N1/2 SE1/4	6	3S	1W	Salt Lake
SW1/4	6	3S	1W	Salt Lake
SE1/4 SE1/4	1	3S	2W	Salt Lake
NE1/4	12	3S	2W	Salt Lake
S1/2 NW1/4	12	3S	2W	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the northerly 30.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the southerly right of way line and a line drawn parallel and/or concentric with and 30 feet distant northerly from such southerly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17, 2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 10 2002 T.D.A.
 Segment 3.4f

Salt Lake County, Utah

BECK STREET NORTH PARCELSRECORD DESCRIPTION PARCEL 1: 

A parcel of land situate in the Northwest Quarter of the Northeast Quarter of Section 14, and the West Half of the Southeast Quarter and the Southwest Quarter of the Northeast Quarter of Section 11, Township 1 North, Range 1 West, Salt Lake Base and Meridian. The boundaries of said land are described as follows:

Beginning at a point in the Easterly Right of Way Line of the Oregon Short Line Railroad Company, which point is 200.00 feet distant Easterly, measured at right angles, from the centerline of the Easterly or Westbound main track of said railroad at Railroad Survey Station 1701+46.17, said station being 367.1 feet Easterly along the North line of said Section 14 and 559.27 feet Southerly, measured along said center line of the Westbound main track from the North Quarter Corner of said Section 14; thence Easterly along a line parallel to the North line of said Section 14, 316.6 feet, more or less, to a point on the Westerly no-access and right of way line of Highway known as Project 1-15-7; thence North 02°51' East 336.56 feet to a point of tangency with a 1238.42 foot radius curve to the left at a point 512.45 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1697+91.75; thence Northerly 323.37 feet along the arc of said 1238.42 foot radius curve to a point 468.14 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1694+72.36; thence North 12°07' West 655.61 feet to a point of tangency with a 2060.10 foot radius curve to the right at a point 294.30 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1688+40.22; thence Northeasterly 1255.77 feet along the arc of said 2060.10 foot radius curve to a point 338.98 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1676+05.54; thence North 22°47' East 344.21 feet to a point 454.01 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1672+81.12; thence North 11°00' East 395.26 feet to a point 507.15 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1668+89.45, said point being 113.66 feet radially distant Southeasterly from the center line of the Northbound lane of Highway known as Project No. 1-215-9 at Highway Engineer Station 958+52.58, thence Westerly 64.12 feet, along a straight line, to a point 443.09 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1668+89.98, which said point is 80.00 feet radially distant Southeasterly from said center line of said Northbound lane, of said highway at Highway Engineer Station 958+00; thence Southwesterly 111.35 feet, along a straight line, to a point 373.80 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1669+77.07, which said point is 120.00 feet radially distant Southeasterly from said center line of the Northbound lane of said highway at Highway Engineer Station 957+00; thence Westerly 310.43 feet along the arc of a 2666.48 foot radius curve to the right to a point 90.00 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1671+18.16, said point being 120.00 feet radially distant Southerly from said center line of said Northbound lane of said highway at Highway Engineer Station 954+03.54 (Note: Tangent to said 2666.48 foot radius curve at its point of beginning bears South 64°12'35" West); thence Westerly 40.38 feet, along a straight line to a point on the Easterly right of way line of said railroad which point is 50.00 feet distant Easterly, measured at right angles, from said center line of the Westbound main track at Railroad Survey Station 1671+23.7; thence Southerly 2463.20 feet along said Easterly right of way line of the railroad to the South line of said Section 11 at Railroad Survey Station 1695+86.9; thence Easterly 150.00 feet along said Section Line to a point 200.00 feet distant Easterly, measured at right angles,

from said center line of the Westbound main track; thence Southerly 570.34 feet along a line parallel with said center line of the Westbound main track to the point of beginning.

RECORD DESCRIPTION PARCEL 2:

A parcel of land situate in Lot 3 at the West Half of the Northeast Quarter of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian. The boundaries of sold parcel of land are described as follows:

Beginning at a point in the Easterly right of way line of the Oregon Short Line Railroad Company, which point is 200.00 feet distant Easterly, measured at right angles from the center line of the Easterly or Westbound main track of said railroad at Railroad Survey Station 1724+12.6, said station being 367.1 feet Easterly along the North Line of said Section 14 and 2825.7 feet Southerly, measured along said center line of the Westbound main track from the North Quarter Corner of said Section 14; thence Easterly along a line parallel to the North line of said Section 14, 113.0, more or less, to a point in the Northwesterly no-access and right of way line of Highway known as Project No. 1-15-7; thence North $31^{\circ}07'$ East 168.00 feet, more or less to a point of tangency with a 1159.74 foot radius curve to the left at a point 392.03 feet distant Easterly, measured at right angles from the center line of the Easterly or Westbound main track of said railroad at Railroad Survey Station 1722+57.72; thence Northeasterly and Northerly 572.24 feet along the arc of said 1159.74 foot radius curve to a point 526.37 feet distant Easterly, measured at right angles from the center line of the Easterly or Westbound main track of said railroad at Railroad Survey Station 1717+07.43; thence North $2^{\circ}51'$ East 144.02 feet to a point on the North Boundary line of Salt Lake County which point is 526 feet distant Easterly along said county line from said center line of the Westbound main track at Railroad Survey Station 1715+93.7; thence North $2^{\circ}51'$ East 1435.15 feet; thence Westerly along a line parallel to the North Line of said Section 14, 316.6 feet, more or less, to a point in the Easterly right of way line of said Railroad Company, which point is 200.00 feet distant Easterly, measured at right angles from the center line of the Easterly or Westbound main track of said railroad at Railroad Survey Station 1701+46.17; thence Southerly 2266.43 feet, more or less, along said Easterly right of way line of said Railroad to the point of beginning.

NEW DESCRIPTION PARCEL 3:

Beginning at a point on the North Line of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian, said point being South $89^{\circ}57'13''$ East along said North Line 416.07 feet from the North Quarter Corner of said Section 14, said North Quarter Corner being North $89^{\circ}53'48''$ East 2641.00 feet from the Northwest Corner of said Section 14 (Basis of Bearing being North $18^{\circ}28'33''$ East from said Northwest Corner to Radar), said point of beginning also being 50.00 feet perpendicularly distant from the centerline of the Easterly or Westbound main track; and running thence South $89^{\circ}57'13''$ East 150.23 feet along said North Line of said Section 14; thence South $03^{\circ}14'38''$ West 2836.87 parallel with and 200.00 feet perpendicularly distant from said Easterly or Westbound main track; thence North $86^{\circ}45'22''$ West 150.00 feet to a point which is 50.00 feet perpendicularly distant from said centerline of the Easterly or Westbound main track; thence parallel with and 50.00 feet perpendicularly distant from said centerline of the Easterly or Westbound main track North $03^{\circ}14'38''$ East 2828.49 feet to the point of beginning.

Containing 9.75 acres, more or less.

BECK STREET SOUTH PARCEL DESCRIPTION:

Beginning at a point which is South 177.11 feet and East 182.36 feet from the Center of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian, said Center of Section 14 being North $89^{\circ}53'48''$ East 2641.00 feet and South $00^{\circ}0'45''$ East 2643.05 feet from the Northwest Corner of said Section 14 (Basis of Bearing Being North $18^{\circ}28'33''$ East from said Northwest Corner of Section 14 to Radar); and running thence South $86^{\circ}45'22''$ East 223.20 feet; thence South $89^{\circ}57'13''$ East 114.81 feet to a point which is 1.0 feet perpendicularly distant Westerly from an existing chain link fence; thence parallel with and 1.0 foot perpendicularly distant Westerly from said existing chain link fence for the following sixteen (16) courses: 1) South $31^{\circ}07'05''$ West 454.42 feet; 2) South $09^{\circ}20'57''$ West 180.32

feet; 3) South 04°15'53" West 181.35 feet; 4) South 03°13'00" West 129.00 feet; 5) South 02°49'20" West 182.40 feet; 6) South 03°27'08" West 469.29 feet; 7) South 01°25'33" West 311.13 feet; 8) South 05°47'55" East 73.92 feet; 9) South 04°54'11" East 159.46 feet; 10) South 05°10'18" East 290.56 feet; 11) South 05°03'00" East 511.18 feet; 12) South 04°53'51" East 278.29 feet; 13) South 04°53'38" East 181.00 feet; 14) South 05°29'41" East 104.45 feet; 15) South 03°57'00" East 468.22 feet; 16) South 01°46'10" East 116.46 feet to a point on the existing fence; thence along said existing fence the following four (4) courses: 1) South 07°05'42" West 262.56 feet; 2) South 06°26'14" West 212.10 feet; 3) South 06°46'31" West 229.53 feet; 4) South 06°44'50" West 342.38 feet to a point on the North Line of Eighteenth Street; thence North 89°51'34" West along said North Line 231.78 feet; thence North 01°39'07" East; thence North 88°20'53" West 17.43 feet; thence South 01°39'07" West 42.34 feet to said North Line of Eighteenth Street; thence North 89°51'34" West along said North Line 13.86 feet; thence North 01°37'03" East 2759.53 feet to a point of curvature of a 12224.35 foot radius curve to the right, the center of which bears South 88°22'57" East; thence Northeasterly along the arc of said curve 347.03 feet through a central angle of 01°37'36"; thence North 03°14'39" East 87.65 feet; thence North 02°49'25" East 311.75 feet to a point which is 10.00 feet perpendicularly distant Westerly from the center line of an existing railroad track; thence parallel with and 10.00 feet perpendicularly distant Westerly from said centerline North 03°14'39" East 1564.16 feet to the point of beginning.

Excepting therefrom all that part of the Southwest Quarter of Section Fourteen, Township 1 North, Range 1 West (SW1/4 S14 T1N R1W), Salt Lake Base and Meridian, being more particularly described as follows:

Beginning at a point which is East 61.84 feet and South 5178.36 feet from the center of said Section Fourteen, being North 89°53'02" East 2641.00 feet and South 00°01'30" East 2643.05 feet from the Northwest Corner of said Section 14 (Bases of bearings Being North 18°27'47" East from the Northwest Corner of said Section 14 to Radar); and running thence South 00°07'40" West 64.60 feet to the north line of 1800 North Street; thence North 89°52'20" West along said north line 23.49 feet; thence North 00°07'40" East 64.60 feet ; thence South 89°52'20" East 23.49 feet to the point of beginning.

Also excepting therefrom the most westerly 73.00 feet from said Beck Street South parcel.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 10, 2002

(Beck Street North and South Facility)

TAX PARCEL NUMBER: Railroad Property Not
Assessed by Salt Lake County

LEGAL DESCRIPTION OF PROPERTY:

Beginning at a point which is East 3218.65 feet and South 10673.20 feet from the Center of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian, said Center of Section 14 being North $89^{\circ}53'02''$ East 2641.00 feet and South $00^{\circ}01'30''$ East 2643.05 feet from the Northwest Corner of said Section 14 (Basis of Bearing Being North $18^{\circ}27'47''$ East from said Northwest Corner of Section 14 to Radar) said point also being 10.00 feet perpendicularly distant Westerly from the centerline of a Railroad Track; and running thence parallel with and 10.00 feet perpendicularly distant from the centerline of said Railroad Track the following eight (8) courses:; 1) thence South $66^{\circ}11'26''$ East 363.97 feet to a point of curvature of a 782.00 foot radius curve to the right, the center of which bears South $23^{\circ}48'34''$ West; 2) thence Southeasterly along the arc of said curve 786.79 feet through a central angle of $57^{\circ}38'48''$ to a point of compound curvature of 983.16 foot radius curve to the right, the center of which bears South $81^{\circ}27'22''$ West; 3) thence Southerly along the arc of said curve 144.90 feet through a central angle of $08^{\circ}26'40''$; 4) thence South $00^{\circ}05'57''$ East 985.88 feet; 5) thence South $00^{\circ}09'25''$ East 312.13 feet; 6) thence South $01^{\circ}54'53''$ East 370.88 feet; 7) thence South $04^{\circ}45'35''$ East 136.18 feet; 8) thence South $02^{\circ}00'12''$ East 286.52 feet; thence North $08^{\circ}39'19''$ West 511.04 feet; thence North $06^{\circ}31'20''$ West 338.30 feet; thence North $17^{\circ}12'07''$ West 308.07 feet to a point on the arc of a 893.00 foot radius curve to the left, the center of which bears South $72^{\circ}47'53''$ West, said point also being 10.00 feet perpendicularly distant Westerly from the centerline of a Railroad Track; thence parallel with and 10.00 feet perpendicularly distant from the centerline of said Railroad Track the following five (5) courses: 1) thence Northwesterly along the arc of said curve 102.78 feet through a central angle of $06^{\circ}35'41''$; 2) thence North $23^{\circ}47'48''$ West 981.93 feet; 3) thence North $21^{\circ}58'29''$ West 105.06 feet to a point of curvature of a 634.00 foot radius curve to the right, the center of which bears North $68^{\circ}01'31''$ East; 4) thence Northwesterly along the arc of said curve 109.20 feet through a central angle of $09^{\circ}52'07''$; 5) thence North $12^{\circ}06'22''$ West 133.60 feet; thence South $78^{\circ}21'39''$ West 52.25 feet; thence North $11^{\circ}51'10''$ West 124.21 feet; thence North $78^{\circ}21'39''$ East 52.32 feet to a point which is 10.00 feet perpendicularly distant Westerly from the centerline of a Railroad Track; thence parallel with and 10.00 feet perpendicularly distant from the centerline of said Railroad Track the following two (2) courses:; 1) thence North $11^{\circ}33'43''$ West 98.32 feet to a point of curvature of a 547.34 foot radius curve to the left, the center of which bears South $78^{\circ}26'17''$ West; 2) thence Northwesterly along the arc of said curve 263.22 feet through a central angle of $27^{\circ}33'14''$; thence North $41^{\circ}04'58''$ East 86.47 feet to the point of beginning.

Containing 20.46 acres more or less.

Salt Lake County, Utah

WATER TREATMENT FACILITY DESCRIPTION:

A parcel of land located in Block 136, Plot A, Salt Lake City Survey and more particularly described as follows:

Beginning at a point which is South 89°58'40" West 146.43 feet and North 852.26 feet from a Salt Lake City Monument in the intersection of 500 North and 500 West Streets (Basis of Bearing Being North 89°58'40" East 798.14 feet between said Salt Lake City Monument at 500 North and 500 West Streets and a Salt Lake City Monument at the intersection of 500 North and 400 West Streets); and running thence North 22°11'45" West 710.55 feet; thence South 30°28'29" East 480.07 feet; thence South 27°10'34" East 45.62 feet; thence South 10°18'03" East 68.32 feet; thence South 22°30'05" East 123.85 feet; thence South 68°26'00" West 59.67 feet to the point of beginning.

Containing 31,395 sq.ft. or 0.72 acres.

Together with the following described easement:

An 10.00 foot wide easement lying 9.0 feet each side of the centerline more particularly described as follows:

Beginning at a point which is North 00°00'31" West 25.96 feet from a Salt Lake City Monument in the intersection of 500 North and 500 West Streets (Basis of Bearing Being North 89°58'40" East 798.14 feet between said Salt Lake City Monument at 500 North and 500 West Streets and a Salt Lake City Monument at the intersection of 500 North and 400 West Streets); and running thence North 03°21'43" West 315.69; thence North 00°12'04" West 109.79 feet; thence North 03°54'24" West 160.19 feet; thence North 12°07'04" West 133.46 feet; thence North 08°42'41" West 102.70 feet; thence North 43°39'58" West 38.51 feet to the point of terminus.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 10, 2002

(Waste Water Treatment Facility)

Salt Lake County, Utah

EASEMENT DESCRIPTION:

A 20.00 foot wide easement beginning on the westerly right of way line of the Provo Subdivision of the Union Pacific Railroad Company, at mile post 729.29 of said railroad subdivision,

... THENCE NORTH 5°20'28" EAST 299.72 FEET; THENCE NORTH 5°33'14" EAST 170.11 FEET; THENCE 200.27 FEET ALONG A CURVE TO THE RIGHT WITH A RADIUS OF 7649.50 FEET AND A CHORD BEARING NORTH 6°43'43" EAST 200.26 FEET; THENCE NORTH 7°54'13" EAST 170.11 FEET; THENCE NORTH 8°6'58" EAST 1121.31 FEET; THENCE NORTH 7°54'14" EAST 169.89 FEET; THENCE 199.74 FEET ALONG A CURVE TO THE LEFT WITH A RADIUS OF 7629.50 FEET AND A CHORD BEARING NORTH 6°43'43" EAST 199.74 FEET; THENCE NORTH 5°33'13" EAST 6.91 FEET; THENCE SOUTH 83°31'8" EAST 20.00 FEET; THENCE SOUTH 5°33'14" 6.73 FEET; THENCE 200.27 FEET ALONG A CURVE TO THE RIGHT WITH A RADIUS OF 7649.50 FEET AND A CHORD BEARING SOUTH 6°43'43" WEST 200.26 FEET; THENCE SOUTH 7°54'13" WEST 170.11 FEET; THENCE SOUTH 8°6'58" WEST 1121.31 FEET; THENCE SOUTH 7°54'14" 169.89 FEET; THENCE 199.74 FEET ALONG A CURVE TO THE LEFT WITH A RADIUS OF 7629.50 FEET AND A CHORD BEARING SOUTH 6°43'43" WEST 199.74 FEET; THENCE SOUTH 5°33'13" WEST 169.89 FEET; THENCE SOUTH 5°20'28" WEST 299.66 FEET; THENCE NORTH 84°49'35" WEST 20.00 FEET TO THE POINT OF BEGINNING.

CONTAINS 46756.22 SQ. FT. OR 1.07 ACRES

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 10, 2002 T.D.A.

(Provo Sub. Flyover)

A 10' foot wide track easement lying 5' feet each side of the centerline of an existing railroad track more particularly described as follows:

Beginning at a point on the centerline of an existing railroad track said point being East 2840.41 feet and South 10443.30 feet and South $31^{\circ}41'15''$ East 33.10 feet from the Center of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian, said Center of Section 14 being North $89^{\circ}53'02''$ East 2641.00 feet and South $00^{\circ}01'30''$ East 2643.05 feet from the Northwest Corner of said Section 14 (Basis of Bearing Being North $18^{\circ}27'47''$ East from said Northwest Corner of Section 14 to Radar) and running thence along said centerline of said existing railroad track the following three (3) courses: thence 1) South $52^{\circ}51'00''$ East 160.34 feet to a point of curvature of a 2394.55 foot radius curve to the right, the center of which bears South $37^{\circ}09'00''$ West; thence 2) Southeasterly along the arc of said curve 147.68 feet through a central angle of $03^{\circ}32'01''$ to a point of compound curvature of a 557.34 foot radius curve to the right, the center of which bears South $40^{\circ}41'01''$ West; thence 3) Southeasterly along the arc of said curve 97.50 feet through a central angle of $10^{\circ}01'24''$ to the point of terminus.

Tax Parcel Number: Railroad Property Not
Assessed by Salt Lake County

Salt Lake County, Utah

A portion of the West Half of Section 25, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and described as follows:

Beginning at a point South 04°35'38" East 2588.03 feet from the Southeast Corner of Section 23, Township 1 North, Range 1 West, Salt Lake Base and Meridian, said point also being on the arc of a non-tangent point of curvature of a 1510.27 foot radius curve to the left, the center of which bears North 39°41'23" East, said point of beginning also being 10.00 feet perpendicularly distant Westerly from the centerline of a Railroad Track; and running thence parallel with and 10.00 feet perpendicularly distant from the centerline of said Railroad Track the following two (2) courses: 1) thence Southeasterly along the arc of said curve 418.60 feet through a central angle of 15°52'49"; 2) thence South 66°11'26" East 25.61 feet; thence South 41°04'58" West 86.47 feet to a point of curvature of a 547.34 foot radius curve to the left, the center of which bears South 50°53'04" West and said point also being 10.00 feet perpendicularly distant Westerly from the centerline of a Railroad Track; thence parallel with and 10.00 feet perpendicularly distant from the centerline of said Railroad Track the following three (3) courses; 1) Northwesterly along the arc of said curve 97.45 feet through a central angle of 10°12'03" to a point of compound curvature of a 2384.55 foot radius curve to the left, the center of which bears South 40°41'01" West; 2) Northwesterly along the arc of said curve 147.06 feet through a central angle of 03°32'01"; 3) North 52°51'00" West 134.51 feet; thence North 31°41'15" West 60.80 feet to the point of beginning.

Basis of Bearing: North 89°46'13" West 2658.57 feet from the Southeast Corner to the South Quarter Corner of said Section 23.

Amended Exhibit 1

Weber County, Utah

That portion of the Salt Lake (Abandoned) Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), as now located, said portion extends northerly from the southerly county line of Weber County, said county line crosses the center line of the main line track at said railroad subdivision mile post 774.48, to a line drawn at right angles to said center line of the main line track at said railroad subdivision mile post 778.00, said portion being situate in, over and across the following legal subdivisions of Weber County, Utah:

Subdivision	Section	Township	Range	Meridian
NE 1/4 SE 1/4	22	5N	2W	Salt Lake
E 1/2 NE 1/4	22	5N	2W	Salt Lake
E 1/2 SE 1/4	15	5N	2W	Salt Lake
E 1/2 NE 1/4	15	5N	2W	Salt Lake
E 1/2 SE 1/4	10	5N	2W	Salt Lake
SE 1/4 NE 1/4	10	5N	2W	Salt Lake
NW 1/4	11	5N	2W	Salt Lake
E 1/2 SW 1/4	2	5N	2W	Salt Lake
NW 1/4 SE 1/4	2	5N	2W	Salt Lake
SW 1/4 NE 1/4	2	5N	2W	Salt Lake

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 12, 2002 T.D.A.

Segment 3.2a-2

Weber County, Utah

AERIAL EASEMENT – OGDEN FLYOVER

An aerial easement for a railroad bridge and incident purposes, over and across the following described properties:

Southeast Quarter of Section 31, Township 6 North, Range 1 West, Salt Lake Base and Meridian
Beginning at a point South 70°58'47" East 2096.25 feet from the Center Quarter Corner of said Section 31; thence 409.51 feet along the arc of a curve to the left with a radius of 2590.79 feet, through a central angle of 09°03'23" (long chord = North 71°29'47" East 409.09 feet); thence 20.05 feet along the arc of a curve to the left with a radius of 140.00 feet, through a central angle of 08°12'16" (long chord = South 26°10'36" East 20.03 feet); thence 418.69 feet along the arc of a curve to the right with a radius of 2610.79 feet, through a central angle of 09°11'19" (long chord = South 71°32'18" West 418.24 feet); thence North 00°09'07" West 20.59 feet to the point of beginning. Contains 8278 square feet or 0.190 acres.

Basis of Bearing: North 27°12'52" East 6036.78 feet from the Center Quarter Corner of Section 31 to the East Quarter Corner of Section 30, Township 6 North, Range 1 West, Salt Lake Base and Meridian.

Northwest Quarter of Section 32, Township 6 North, Range 1 West, Salt Lake Base and Meridian
Beginning at a point North 80°30'07" East 3696.27 feet from the Center Quarter Corner of Section 31, Township 6 North, Range 1 West, Salt Lake Base and Meridian; thence North 31°06'20" East 595.56 feet; thence South 58°53'40" East 20.00 feet; thence South 31°03'34" West 622.28 feet; thence 33.68 feet along the arc of a curve to the left with a radius of 593.30 feet, through a central angle of 03°15'09" (long chord = North 06°23'52" West 33.67 feet) to the point of beginning. Contains 12,327 square feet or 0.283 acres.

Basis of Bearing: North 27°12'52" East 6036.78 feet from the Center Quarter Corner of Section 31 to the East Quarter Corner of Section 30, Township 6 North, Range 1 West, Salt Lake Base and Meridian.

Weber County, Utah

A parcel of land situate in the Southeast Quarter of Section 31 and the West Half of Section 32, Township 6 North, Range 1 West, Salt Lake Base and Meridian, and described as follows:

Beginning at a point South 78°54'03" East 2396.95 feet from the Center Quarter Corner of said Section 31; thence 57.08 feet along the arc of a curve to the right with a radius of 45.00 feet, through a central angle of 72°40'40" (long chord = North 27°54'19" East 53.33 feet); thence North 64°14'39" East 108.62 feet; thence 400.01 feet along the arc of a curve to the left with a radius of 2458.49 feet, through a central angle of 09°19'21" (long chord = North 59°34'58" East 399.57 feet); thence 1089.07 feet along the arc of a curve to the left with a radius of 2481.40 feet, through a central angle of 25°08'49" (long chord = North 41°40'13" East 1080.35 feet); thence North 34°08'43" East 70.52 feet; thence South 58°53'40" East 69.27 feet; thence 55.59 feet along the arc of a curve to the right with a radius of 1299.38 feet, through a central angle of 02°27'04" (long chord = South 09°16'33" East 55.58 feet); thence 96.63 feet along the arc of a curve to the right with a radius of 593.30 feet, through a central angle of 09°19'53" (long chord = South 03°21'30" East 96.52 feet); thence South 31°40'12" West 88.40 feet; thence South 58°06'38" East 36.26 feet; thence 416.19 feet along the arc of a curve to the right with a radius of 2583.20 feet, through a central angle of 09°13'53" (long chord = South 35°11'37" West 415.74 feet); thence 349.84 feet along the arc of a curve to the right with a radius of 2005.00 feet, through a central angle of 09°59'50" (long chord = South 44°48'29" West 349.40 feet); thence South 49°48'24" West 186.58 feet; thence 437.55 feet along the arc of a curve to the right with a radius of 2155.57 feet, through a central angle of 11°37'48" (long chord = South 55°37'18" West 436.80 feet); thence 176.40 feet along the arc of a curve to the right with a radius of 2583.20 feet, through a central angle of 03°54'45" (long chord = South 63°23'35" West 176.37 feet); thence 101.52 feet along the arc of a curve to the right with a radius of 80.01 feet, through a central angle of 72°41'59" (long chord = North 78°17'56" West 94.85 feet); thence 83.16 feet along the arc of a curve to the right with a radius of 140.00 feet, through a central angle of 34°02'07" (long chord = North 25°27'05" West 81.95 feet); thence North 08°26'02" West 60.49 feet to the point of beginning. Contains 365,172 square feet or 8.383 acres.

Together with a parcel of land situate in the Northwest Quarter of Section 32, the West Half of Section 29, the Northeast Quarter of Section 30 and the Southeast Quarter of Section 19, Township 6 North, Range 1 West, Salt Lake Base and Meridian, and described as follows:

Beginning at a point North 74°05'15" East 4102.37 feet from the Center Quarter Corner of Section 31, Township 6 North, Range 1 West, Salt Lake Base and Meridian; thence North 07°09'56" East 82.02 feet; thence North 31°06'21" East 24.27 feet; thence North 32°13'54" East 398.71 feet; thence 105.19 feet along the arc of a curve to the left with a radius of 5169.74 feet, through a central angle of 01°09'57" (long chord = North 30°44'32" East 105.19 feet); thence North 35°01'18" East 125.52 feet; thence 1025.51 feet along the arc of a curve to the left with a radius of 2327.16 feet, through a central angle of 25°14'55" (long chord = North 14°05'09" East 1017.23 feet); thence North 00°56'52" East 247.54 feet; thence North 08°01'16" West 283.64 feet; thence 216.54 feet along the arc of a curve to the right with a radius of 1374.98 feet, through a central angle of 09°01'24" (long chord = North 03°30'34" West 216.32 feet); thence North 01°00'08" East 377.94 feet; thence 264.37 feet along the arc of a curve to the left with a radius of 670.00 feet, through a central angle of 22°36'29" (long chord = North 10°18'07" West 262.66 feet); thence North 21°36'22" West 892.63 feet; thence 262.10 feet along the arc of a curve to the left with a radius of 670.00 feet, through a central angle of 22°24'48" (long chord = North 32°48'47" West 260.43 feet); thence North 44°01'11" West 239.44 feet; thence 203.33 feet along the arc of a curve to the right with a radius of 980.01 feet, through a central angle of 11°53'15" (long chord = North 38°04'33" West

202.96 feet); thence North 32°07'56" West 175.93 feet; thence North 37°20'14" West 169.97 feet; thence North 41°09'20" West 414.49 feet; thence North 44°01'11" West 97.77 feet; thence 205.71 feet along the arc of a curve to the right with a radius of 1115.00 feet, through a central angle of 10°34'15" (long chord = North 38°44'03" West 205.42 feet); thence North 33°26'56" West 79.95 feet; thence 181.09 feet along the arc of a curve to the right with a radius of 730.00 feet, through a central angle of 14°12'47" (long chord = North 25°34'49" West 180.62 feet); thence North 18°28'25" West 1254.77 feet; thence 276.92 feet along the arc of a curve to the left with a radius of 2890.00 feet, through a central angle of 05°29'25" (long chord = North 21°13'08" West 276.82 feet); thence North 23°57'50" West 282.35 feet; thence North 66°02'10" East 20.00 feet; thence South 23°57'50" East 282.35 feet; thence 278.84 feet along the arc of a curve to the right with a radius of 2910.00 feet, through a central angle of 05°29'25" (long chord = South 21°13'08" East 278.73 feet); thence South 18°28'25" East 1046.04 feet; thence 107.66 feet along the arc of a curve to the left with a radius of 49,868.16 feet, through a central angle of 00°07'25" (long chord = South 18°59'20" East 107.66 feet); thence 134.09 feet along the arc of a curve to the left with a radius of 2036.78 feet, through a central angle of 03°46'19" (long chord = South 21°08'10" East 134.06 feet); thence 237.17 feet along the arc of a curve to the left with a radius of 1129.89 feet, through a central angle of 12°01'36" (long chord = South 29°15'13" East 236.74 feet); thence 44.55 feet along the arc of a curve to the left with a radius of 710.00 feet, through a central angle of 03°35'43" (long chord = South 42°13'21" East 44.54 feet); thence South 44°01'12" East 1788.30 feet; thence 553.36 feet along the arc of a curve to the right with a radius of 814.00 feet, through a central angle of 38°56'59" (long chord = South 24°32'43" East 542.76 feet); thence South 05°04'14" East 55.34 feet; thence 60.84 feet along the arc of a curve to the left with a radius of 540.00 feet, through a central angle of 06°27'20" (long chord = South 08°17'54" East 60.81 feet); thence 158.16 feet along the arc of a curve to the right with a radius of 733.00 feet, through a central angle of 12°21'45" (long chord = South 05°20'41" East 157.85 feet); thence North 89°02'58" West 46.00 feet; thence 59.91 feet along the arc of a curve to the right with a radius of 3676.92 feet, through a central angle of 00°56'01" (long chord = South 00°41'29" West 59.91 feet); thence South 00°59'43" West 989.87 feet; thence 62.50 feet along the arc of a curve to the right with a radius of 19,039.86 feet, through a central angle of 00°11'17" (long chord = South 01°03'29" West 62.50 feet); thence 62.49 feet along the arc of a curve to the right with a radius of 6344.93 feet, through a central angle of 00°33'52" (long chord = South 01°26'03" West 62.49 feet); thence 158.32 feet along the arc of a curve to the right with a radius of 4714.86 feet, through a central angle of 01°55'26" (long chord = South 02°41'36" West 158.31 feet); thence 973.96 feet along the arc of a curve to the right with a radius of 2392.92 feet, through a central angle of 23°19'14" (long chord = South 17°56'30" West 967.25 feet); thence 125.30 feet along the arc of a curve to the left with a radius of 3828.95 feet, through a central angle of 01°52'30" (long chord = South 30°36'13" West 125.29 feet); thence South 29°35'25" West 460.13 feet; thence South 31°06'20" West 37.92 feet; thence North 58°53'40" West 44.55 feet to the point of beginning. Contains 651,523 square feet 14.957 acres.

Basis of Bearing: North 27°12'52" East 6036.78 feet from the Center Quarter Corner of Section 31 to the East Quarter Corner of Section 30, Township 6 North, Range 1 West, Salt Lake Base and Meridian.

All bearings and distances contained herein, are expressed as grid bearings and ground distances based on the following defined coordinate projection:

System Projection	Transverse Mercator
System Datum	NAD – 1983/1994 (Federal Base Network – 2000 Adjustment)
System Elevation	4400 Feet Above Mean Sea Level (NAVD 88)
Origin Latitude	39°45'00.00" North
Origin Longitude	111°52'30.00" West
Scale Factor	1.000205271907
False Northing	75,000.00
False Easting	75,000.00

Weber County, Utah

A portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company and, originally, the Utah Central Railroad Company) Right of Way, being a strip of land adjoining the Easterly Line of said Right of Way, and extending Northerly from the South Line of Weber County, said South Line crosses the centerline of the main line track of said Salt Lake Subdivision at mile post 812.20, to mile post 818.05 of said Salt Lake Subdivision, being situate in the following 7 Sections and described as follows:

Basis of Bearing:

All bearings and distances contained herein, are expressed as grid bearings and ground distances based on the following defined coordinate projection:

System Projection	Transverse Mercator
System Datum	NAD – 1983/1994 (Federal Base Network – 2000 Adjustment)
System Elevation	4400 Feet Above Mean Sea Level (NAVD 88)
Origin Latitude	39°45'00.00" North
Origin Longitude	111°52'30.00" West
Scale Factor	1.000205271907
False Northing	75,000.00
False Easting	75,000.00

Expressly excepting and excluding from the following described Tracts, those lands within public streets and roads that were not conveyed to, or vacated unto, said Utah Central Railroad Company, and/or successor companies.

TRACT W1 - Section 23, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the North Line of said Section 23, said point being North 89°59'25" West 1338.92 feet from the North Quarter Corner of said Section 23 and South 89°59'25" East 1301.63 feet from the Northwest Corner of said Section 23; thence South 16°16'16" East 2751.67 feet along said Easterly Right of Way Line; thence North 89°59'03" West 52.09 feet along said Easterly Right of Way Line; thence South 16°16'16" East 655.41 feet along said Easterly Right of Way Line to a point on the South Line of Weber County, said South Line as defined in that certain "Declaration of County Line Common to Weber and Davis County, Utah", Weber County Recorder Entry 1885948, Book 56, Page 88-92, and Davis County Recorder Entry 1801572, Book 3161, Page 466; thence North 89°49'48" West 22.37 feet along said South County Line; thence North 16°16'13" West 3407.00 feet to the North Line of said Section 23; thence South 89°59'25" East 74.39 feet along said North Line to the Point of Beginning.

TRACT W2 - Section 14, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 14, said point being North 89°59'25" West 1234.74 feet from the South Quarter Corner of said Section 14 and South 89°59'25" East 1405.81 feet from the Southwest Corner of said Section 14; thence North 16°16'16" West 2752.25 feet along said Easterly Right of Way Line; thence North 89°57'50" West 156.29 feet along said Easterly Right of Way Line; thence 2678.12 feet along the arc of a curve to the right with a radius of 8544.40 feet, through a central angle

of 17°57'31" (long chord = North 07°19'20" West 2667.17 feet) along said Easterly Right of Way Line to a point on the North Line of said Section 14, said point bearing North 89°56'04" West 2517.02 feet from the North Quarter Corner of said Section 14 and South 89°56'04" East 130.52 feet from the Northwest Corner of said Section 14; thence North 89°56'04" West 33.11 feet along said North Line; thence 2753.55 feet along the arc of a curve to the left with a radius of 8571.16 feet, through a central angle of 18°24'24" (long chord = South 07°39'11" East 2741.73 feet); thence South 16°31'57" East 125.05 feet; thence South 16°47'24" East 96.12 feet; thence South 17°16'27" East 132.31 feet; thence South 17°28'10" East 34.75 feet; thence South 17°02'11" East 60.21 feet; thence 105.63 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 00°31'43" (long chord = South 16°46'20" East 105.62 feet); thence South 16°30'29" East 60.21 feet; thence South 16°04'30" East 34.75 feet; thence South 16°16'13" East 64.62 feet; thence South 16°05'08" East 108.31 feet; thence South 16°21'16" East 237.65 feet; thence South 16°16'13" East 1619.76 feet to the South Line of said Section 14; thence South 89°59'25" East 178.57 feet along said South Line to the Point of Beginning.

Less and excepting from the above described Tract W2 the following parcel of land (Parcel #80 of 1996 UDOT Project No. STP-0097(2) 0 (S.R. 97) Roy 5600 South) described as follows :

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 14, said point being North 89°59'25" West 1234.74 feet from the South Quarter Corner of said Section 14 and South 89°59'25" East 1405.81 feet from the Southwest Corner of said Section 14; thence North 16°16'16" West 188.50 feet along said Easterly Right of Way Line; thence South 00°04'45" East 180.94 feet to the South Line of said Section 14; thence South 89°59'25" East 52.57 feet along said South Line to the Point of Beginning.

TRACT W3 - Section 11, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 11, said point being North 89°56'04" West 2517.02 feet from the South Quarter Corner of said Section 11 and South 89°56'04" East 130.52 feet from the Southwest Corner of said Section 11; thence 2187.87 feet along the arc of a curve to the right with a radius of 8544.40 feet, through a central angle of 14°40'16" (long chord = North 08°59'33" East 2181.90 feet) along said Easterly Right of Way Line; thence North 23°01'28" East 1430.67 feet along said Easterly Right of Way Line; thence North 25°02'00" East 24.57 feet along said Easterly Right of Way Line; thence North 26°52'20" East 516.87 feet along said Easterly Right of Way Line; thence North 29°09'38" East 370.32 feet along said Easterly Right of Way Line; thence North 36°54'08" East 598.85 feet along said Easterly Right of Way Line; thence North 40°49'46" East 686.45 feet along said Easterly Right of Way Line to a point on the North Line of said Section 11, said point bearing South 89°51'48" West 427.98 feet from the North Quarter Corner of said Section 11 and North 89°51'48" East 2250.99 feet from the Northwest Corner of said Section 11; thence South 89°51'48" West 155.52 feet along said North Line; thence 1098.58 feet along the arc of a curve to the left with a radius of 8563.00 feet, through a central angle of 07°21'03" (long chord = South 36°21'32" West 1097.83 feet); thence South 32°41'00" West 26.86 feet; thence South 32°17'22" West 50.19 feet; thence South 31°50'55" West 23.10 feet; thence 406.69 feet along the arc of a curve to the left with a radius of 5740.00 feet, through a central angle of 04°03'34" (long chord = South 29°49'08" West 406.61 feet); thence South 27°47'20" West 37.65 feet; thence South 27°08'03" West 103.71 feet; thence South 26°42'53" West 48.81 feet; thence South 26°50'24" West 436.34 feet; thence South 26°58'28" West 46.47 feet; thence South 26°33'02" West 106.05 feet; thence South 25°53'27" West 37.65 feet; thence 274.53 feet along the arc of a curve to the left with a radius of 5740.00 feet, through a central angle of 02°44'25" (long chord = South 24°31'14" West 274.50 feet); thence 301.12 feet along the arc of a curve to the left with a radius of 6585.54 feet, through a central angle of 02°37'11" (long chord = South 21°17'43" West 301.09 feet); thence 100.12 feet along the arc of a curve to the left with a radius of 7525.11 feet, through a central angle of 00°45'44" (long chord = South 19°42'26" West 100.12 feet); thence 2655.90 feet along the arc of a curve to the left with a

radius of 8571.16 feet, through a central angle of 17°45'14" (long chord = South 10°25'38" West 2645.28 feet) to the South Line of said Section 11; thence South 89°56'04" East 33.11 feet along said South Line to the Point of Beginning.

TRACT W4 - Section 2, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 2, said point being South 89°51'48" West 413.14 feet from the South Quarter Corner of said Section 2 and North 89°51'48" East 2265.83 feet from the Southwest Corner of said Section 2; thence North 31°15'55" East 288.51 feet along said Easterly Right of Way Line; thence North 40°16'50" East 243.46 feet along said Easterly Right of Way Line; thence North 42°45'55" East 155.53 feet along said Easterly Right of Way Line; thence North 00°11'38" East 48.29 feet along said Easterly Right of Way Line; thence North 42°45'31" East 3915.53 feet along said Easterly Right of Way Line to a point on the East Line of said Section 2, said point bearing North 00°03'45" East 3442.96 feet from the Southeast Corner of said Section 2 and South 00°03'45" West 1760.84 feet from the Northeast Corner of said Section 2 (the East Quarter Corner of said Section 2 does not exist and a single bearing is shown from said Southeast Corner to said Northeast Corner on the Weber County Surveyor's Monument Position Sheets, as has been typically used on filed record of surveys); thence North 00°03'45" East 61.21 feet along said East Line; thence South 42°45'32" West 284.96 feet; thence South 42°42'18" West 500.00 feet; thence South 42°41'01" West 500.00 feet; thence South 42°40'34" West 500.00 feet; thence South 42°41'41" West 396.72 feet; thence South 42°37'15" West 2162.89 feet; thence South 42°39'49" West 75.64 feet; thence South 42°12'08" West 49.43 feet; thence 324.04 feet along the arc of a curve to the left with a radius of 8563.00 feet, through a central angle of 02°10'05" (long chord = South 41°07'06" West 324.02 feet) to the South Line of said Section 2; thence North 89°51'48" East 170.36 feet along said South Line to the Point of Beginning.

TRACT W5 - Section 1, Township 5 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Easterly Right of Way Line of said Union Pacific Railroad and the West Line of said Section 1, said point being North 00°03'45" East 3442.96 feet from the Southwest Corner of said Section 1 and South 00°03'45" West 1760.84 feet from the Northwest Corner of said Section 1; thence North 42°45'31" East 2436.08 feet along said Easterly Right of Way Line to a point on the North Line of said Section 1, said point bearing South 89°02'11" West 1040.82 feet from the North Quarter Corner of said Section 1 and North 89°02'11" East 1652.18 feet from the Northwest Corner of said Section 1; thence South 89°02'11" West 51.25 feet along said North Line; thence South 42°56'26" West 713.41 feet; thence South 42°50'09" West 427.18 feet; thence South 42°51'08" West 500.00 feet; thence South 42°51'01" West 500.00 feet; thence South 42°45'32" West 215.08 feet to the West Line of said Section 1; thence South 00°03'45" West 61.21 feet along said West Line to the Point of Beginning.

TRACT W6 - Section 36, Township 6 North, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Southeasterly Right of Way Line of said Union Pacific Railroad and the South Line of said Section 36, said point being South 89°02'11" West 1040.82 feet from the South Quarter Corner of said Section 36 and North 89°02'11" East 1652.18 feet from the Southwest Corner of said Section 36; thence North 42°45'31" East 706.09 feet along said Southeasterly Right of Way Line; thence 1386.20 feet along the arc of a curve to the right with a radius of 4533.70 feet, through a central angle of 17°31'06" (long chord = North 51°31'04" East 1380.81 feet) along said Southeasterly Right of Way Line; thence South 29°41'43" East 50.00 feet along said Southeasterly Right of Way Line; thence 851.19 feet along the arc of a curve to the right with a radius of 4483.75 feet, through a central angle of 10°52'37" (long chord = North 65°42'55" East 849.91 feet) along said Southeasterly Right of Way Line; thence North 79°43'58" East 630.07 feet along said Southeasterly Right of Way Line; thence 712.22 feet along the arc of a curve to the right with a radius of 4433.75 feet, through a central angle of 09°12'14" (long chord = North 83°50'00" East

711.46 feet) along said Southeasterly Right of Way Line to a point on the East Line of said Section 36, said point bearing North 00°07'22" East 1866.10 feet from the Southeast Corner of said Section 36 and South 00°07'22" West 3371.55 feet from the Northeast Corner of said Section 36 (the East Quarter Corner of said Section 36 does not exist and a single bearing is shown from said Southeast Corner to said Northeast Corner on the Weber County Surveyor's Monument Position Sheets, as has been typically used on filed record of surveys); thence North 00°07'22" East 131.20 feet along said East Line; thence 231.98 feet along the arc of a curve to the left with a radius of 3764.51 feet, through a central angle of 03°31'51" (long chord = South 86°47'44" West 231.94 feet); thence 242.42 feet along the arc of a curve to the left with a radius of 3285.00 feet, through a central angle of 04°13'42" (long chord = South 82°16'53" West 242.37 feet); thence South 80°10'02" West 27.65 feet; thence South 79°12'25" West 67.32 feet; thence South 78°16'37" West 81.46 feet; thence South 77°30'38" West 110.10 feet; thence South 77°03'54" West 58.99 feet; thence South 77°09'14" West 115.46 feet; thence South 77°11'07" West 80.25 feet; thence South 76°43'26" West 93.41 feet; thence South 76°00'59" West 72.78 feet; thence South 75°09'02" West 66.16 feet; thence South 74°11'52" West 27.91 feet; thence 290.14 feet along the arc of a curve to the left with a radius of 3300.00 feet, through a central angle of 05°02'15" (long chord = South 71°40'45" West 290.05 feet); thence South 69°09'37" West 23.71 feet; thence South 68°22'36" West 49.78 feet; thence South 67°40'03" West 26.77 feet; thence 1866.54 feet along the arc of a curve to the left with a radius of 4615.00 feet, through a central angle of 23°10'24" (long chord = South 56°04'51" West 1853.84 feet); thence South 44°29'39" West 33.18 feet; thence South 43°42'07" West 87.69 feet; thence South 43°01'41" West 129.41 feet; thence South 42°56'26" West 596.69 feet to the South Line of said Section 36; thence North 89°02'11" East 51.25 feet along said South Line to the Point of Beginning.

TRACT W7 - Section 31, Township 6 North, Range 1 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Southerly Right of Way Line of said Union Pacific Railroad and the West Line of said Section 31, said point being North 00°07'22" East 1866.10 feet from the Southwest Corner of said Section 31 and South 00°07'22" West 3371.55 feet from the Northwest Corner of said Section 31 (the West Quarter Corner of said Section 31 does not exist and a single bearing is shown from said Southwest Corner to said Northwest Corner on the Weber County Surveyor's Monument Position Sheets, as has been typically used on filed record of surveys); thence along said Southerly Right of Way Line the following five (5) courses: 1) 32.51 feet along the arc of a curve to the right with a radius of 4433.75 feet, through a central angle of 00°25'13" (long chord = North 88°38'43" East 32.51 feet) to a point on the East Line of Pennsylvania Avenue of the Fairmount Park and Fairmount Park Annex to Ogden City; 2) South 00°07'22" West 159.12 feet along said East Line to the North Line of San Jose Street of said Fairmount Park; 3) South 88°56'07" East 2595.35 feet along said North Line to the West Line of Nebraska Avenue of said Fairmount Park; 4) North 00°07'22" East 119.72 feet along said West Line; 5) South 89°06'23" East 2001.03 feet to the West Line of the Northeast Quarter of the Southeast Quarter of said Section 31; thence North 00°09'07" East 172.38 feet along said West Line; thence 782.95 feet along the arc of a curve to the right with a radius of 2590.00 feet, through a central angle of 17°19'13" (long chord = South 84°41'01" West 779.97 feet); thence North 86°25'55" West 19.95 feet; thence North 01°01'40" East 47.57 feet; thence North 88°57'12" West 640.61 feet; thence 199.08 feet along the arc of a curve to the left with a radius of 9470.11 feet, through a central angle of 01°12'16" (long chord = North 84°59'08" West 199.08 feet); thence 231.88 feet along the arc of a curve to the left with a radius of 5755.00 feet, through a central angle of 02°18'31" (long chord = North 86°53'38" West 231.86 feet); thence 190.17 feet along the arc of a curve to the left with a radius of 11,509.99 feet, through a central angle of 00°56'48" (long chord = North 88°40'45" West 190.16 feet); thence North 88°59'41" West 1309.94 feet; thence 400.91 feet along the arc of a curve to the right with a radius of 22,910.00 feet, through a central angle of 01°00'10" (long chord = North 88°29'36" West 400.91 feet); thence North 87°59'31" West 484.27 feet; thence 345.47 feet along the arc of a curve to the left with a radius of 8321.61 feet, through a central angle of 02°22'43" (long chord = North 89°15'33" West 345.44 feet); thence 31.37 feet along the arc of a curve to the left with a radius of 3764.51 feet, through a central angle of 00°28'39" (long

chord = South 88°47'59" West 31.37 feet) to the West Line of said Section 31; thence South 00°07'22" West 131.20 feet along said West Line to the Point of Beginning.

Less and excepting Lots 19-24 of Block 6, Lot 32 of Block 6, and Lots 5 and 6 of Block 7 of said Fairmount Park.

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Amended Exhibit 1

Utah County, Utah

That portion of the Provo Industrial Lead of the Union Pacific Railroad Company (formerly the San Pedro, Los Angeles & Salt Lake Railroad Company), as now constructed and operated, said portion extends northerly from a line drawn at right angles to the center line of the main line track at said railroad industrial lead mile post 762.00, to the northerly county line of Utah County, said county line crosses the center line of the main line track at said railroad industrial lead mile post 775.23, said portion being situated in, over and across the following legal subdivisions of Utah County, Utah:

Subdivision	Section	Township	Range	Meridian
NW 1/4 SE 1/4	32	5S	2E	Salt Lake
W 1/2 NE 1/4	32	5S	2E	Salt Lake
W 1/2 SE 1/4	29	5S	2E	Salt Lake
W 1/2 NE 1/4	29	5S	2E	Salt Lake
NE 1/4 NW 1/4	29	5S	2E	Salt Lake
SW 1/4	20	5S	2E	Salt Lake
N 1/2 SE 1/4	19	5S	2E	Salt Lake
NE 1/4 SW 1/4	19	5S	2E	Salt Lake
S 1/2 NW 1/4	19	5S	2E	Salt Lake
NE 1/4	24	5S	1E	Salt Lake
N 1/2 NW 1/4	24	5S	1E	Salt Lake
S 1/2 SW 1/4	13	5S	1E	Salt Lake
S 1/2 SE 1/4	14	5S	1E	Salt Lake
SW 1/4	14	5S	1E	Salt Lake
NE 1/4 SE 1/4	15	5S	1E	Salt Lake
S 1/2 NE 1/4	15	5S	1E	Salt Lake
NW 1/4	15	5S	1E	Salt Lake
NE 1/4 NE 1/4	16	5S	1E	Salt Lake
S 1/2 SE 1/4	9	5S	1E	Salt Lake
SW 1/4	9	5S	1E	Salt Lake
SW 1/4 NW 1/4	9	5S	1E	Salt Lake
NE 1/4	8	5S	1E	Salt Lake
SW 1/4 SE 1/4	5	5S	1E	Salt Lake
E 1/2 SW 1/4	5	5S	1E	Salt Lake
NW 1/4	5	5S	1E	Salt Lake
SW 1/4 SW 1/4	32	4S	1E	Salt Lake
SE 1/4	31	4S	1E	Salt Lake
NE 1/4 SW 1/4	31	4S	1E	Salt Lake
NW 1/4	31	4S	1E	Salt Lake
NE 1/4 NE 1/4	36	4S	1W	Salt Lake
SE 1/4	25	4S	1W	Salt Lake
W 1/2 NE 1/4	25	4S	1W	Salt Lake
SW 1/4 SE 1/4	24	4S	1W	Salt Lake
S 1/2 SW 1/4	24	4S	1W	Salt Lake
SE 1/4 SE 1/4	23	4S	1W	Salt Lake

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 12, 2002 T.D.A.

Segment 3.2b

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Utah County, Utah

That portion of the Sharp Subdivision of the Union Pacific Railroad Company (formerly the San Pedro, Los Angeles & Salt Lake Railroad Company), as now constructed and operated, said portion extends northerly from the westerly line of University Avenue (80 feet wide) in Provo, Utah, said westerly line crosses the center line of the main line track at said railroad subdivision mile post 752.41, to the intersection with the center line of the main line track of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company) said Sharp Subdivision center line of the main line track crosses said Provo Subdivision center line of the main line track at said Sharp Subdivision mile post 757.25, said portion being situate in, over and across the following legal subdivisions of Utah County, Utah:

Subdivision	Section	Township	Range	Meridian
S 1/2 NE 1/4	12	7S	2E	Salt Lake
S 1/2 NW 1/4	12	7S	2E	Salt Lake
E 1/2 NE 1/4	11	7S	2E	Salt Lake
SE 1/4	2	7S	2E	Salt Lake
NE 1/4 SW 1/4	2	7S	2E	Salt Lake
NW 1/4	2	7S	2E	Salt Lake
SW 1/4 SW 1/4	35	6S	2E	Salt Lake
SE 1/4	34	6S	2E	Salt Lake
SW 1/4 NE 1/4	34	6S	2E	Salt Lake
NW 1/4	34	6S	2E	Salt Lake
SW 1/4	27	6S	2E	Salt Lake
NE 1/4 SE 1/4	28	6S	2E	Salt Lake
NE 1/4	28	6S	2E	Salt Lake

Excepting therefrom all that part of the South Half of the Northeast Quarter of Section 12 Township 7S Range 2E (S1/2 NE1/4 S12 T7S R2E) lying southerly of a line drawn parallel and/or concentric with and 40 feet distant southerly as measured at right angles from the center line of the main line track of said subdivision as now constructed and operated.

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 12, 2002 T.D.A.

Segment 3.2c

Utah County, Utah

That portion of the Tintic Industrial Lead of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), as now constructed and operated, said portion extends southwesterly from said railroad industrial lead mile post 0.00, to a line drawn at right angles to the center line of the main line track at said railroad industrial lead mile post 13.06, said portion being situate in, over and across the following legal subdivisions of Utah County, Utah:

Subdivision	Section	Township	Range	Meridian
NE 1/4	5	8S	3E	Salt Lake
NW 1/4 SE 1/4	5	8S	3E	Salt Lake
SW 1/4	5	8S	3E	Salt Lake
NW 1/4 NW 1/4	8	8S	3E	Salt Lake
NE 1/4	7	8S	3E	Salt Lake
SE 1/4	7	8S	3E	Salt Lake
SW 1/4	7	8S	3E	Salt Lake
NW 1/4	18	8S	3E	Salt Lake
NE 1/4	13	8S	2E	Salt Lake
SE 1/4	13	8S	2E	Salt Lake
SW 1/4	13	8S	2E	Salt Lake
NW 1/4 NW 1/4	24	8S	2E	Salt Lake
NE 1/4	23	8S	2E	Salt Lake
NW 1/4 SE 1/4	23	8S	2E	Salt Lake
SW 1/4	23	8S	2E	Salt Lake
W1/2 NW 1/4	26	8S	2E	Salt Lake
SE 1/4 NE 1/4	27	8S	2E	Salt Lake
SE 1/4	27	8S	2E	Salt Lake
SE 1/4 SW 1/4	27	8S	2E	Salt Lake
NW 1/4	34	8S	2E	Salt Lake
NW 1/4 SW 1/4	34	8S	2E	Salt Lake
SE 1/4	33	8S	2E	Salt Lake
NW 1/4 NE 1/4	4	9S	2E	Salt Lake
NW 1/4	4	9S	2E	Salt Lake
SW 1/4	4	9S	2E	Salt Lake
SE 1/4 SE 1/4	5	9S	2E	Salt Lake
NE 1/4	8	9S	2E	Salt Lake
SW 1/4	8	9S	2E	Salt Lake
NW 1/4 NW 1/4	17	9S	2E	Salt Lake
NE 1/4	18	9S	2E	Salt Lake
NW 1/4 SE 1/4	18	9S	2E	Salt Lake
SW 1/4	18	9S	2E	Salt Lake
SE 1/4	13	9S	1E	Salt Lake
NW 1/4 NE 1/4	24	9S	1E	Salt Lake

Excepting therefrom all that part of the Southeast Quarter of the Northeast Quarter of Section 23 Township 8S Range 2E (SE1/4 NE1/4 S23 T8S R2E) lying southeasterly of a line that is parallel and/or concentric with and 33 feet distant southeasterly as measured at right angles from the center line of the main line track of said industrial lead as now constructed and operated.

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 12, 2002 T.D.A.

Segment 3.2d

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Utah County, Utah

That portion of the Provo Subdivision of the Union Pacific Railroad Company (formerly the Denver & Rio Grand Railroad Company), that lies between a line drawn parallel and/or concentric with and 30 feet distant westerly as measured at right angles and/or radially from the center line of the most westerly main line track of said railroad subdivision, as now constructed and operated and the westerly right of way line of said railroad subdivision as now located, said strip extends northerly from a line drawn at right angles to the center line of the main line track of said Provo Subdivision at the point of intersection with the center line of the main line track of the Sharp Subdivision of the Union Pacific Railroad Company (formerly the San Pedro, Los Angeles & Salt Lake Railroad Company), said center line of the main line track of said Sharp Subdivision crosses said center line of the main line track of said Provo Subdivision at said Provo Subdivision mile post 705.71, to the northerly county line of Utah County, Utah, said county line crosses the center line of the main track of said Provo Subdivision at said Provo Subdivision mile post 722.12, said strip of land being situate in, over and across the following legal subdivisions of Utah County, Utah:

Subdivision	Section	Township	Range	Meridian
NW 1/4 NE 1/4	28	6S	2E	Salt Lake
SW 1/4 SE 1/4	21	6S	2E	Salt Lake
E 1/2 SW 1/4	21	6S	2E	Salt Lake
NW 1/4	21	6S	2E	Salt Lake
SW 1/4 SW 1/4	16	6S	2E	Salt Lake
E 1/2 SE 1/4	17	6S	2E	Salt Lake
NE 1/4	17	6S	2E	Salt Lake
NE 1/4 NW 1/4	17	6S	2E	Salt Lake
SW 1/4	8	6S	2E	Salt Lake
W 1/2 NW 1/4	8	6S	2E	Salt Lake
NE 1/4 NE 1/4	7	6S	2E	Salt Lake
	6	6S	2E	Salt Lake
SW 1/4	31	5S	2E	Salt Lake
SW 1/4 NW 1/4	31	5S	2E	Salt Lake
NE 1/4	36	5S	1E	Salt Lake
SW 1/4 SE 1/4	25	5S	1E	Salt Lake
SW 1/4	25	5S	1E	Salt Lake
NW 1/4	25	5S	1E	Salt Lake
NE 1/4 NE 1/4	26	5S	1E	Salt Lake
SE 1/4	23	5S	1E	Salt Lake
NE 1/4 SW 1/4	23	5S	1E	Salt Lake
S 1/2 NW 1/4	23	5S	1E	Salt Lake
NE 1/4	22	5S	1E	Salt Lake
N 1/2 NW 1/4	22	5S	1E	Salt Lake
NE 1/4 NE 1/4	21	5S	1E	Salt Lake
S 1/2 SE 1/4	16	5S	1E	Salt Lake
SW 1/4	16	5S	1E	Salt Lake
SE 1/4	17	5S	1E	Salt Lake
W 1/2 NE 1/4	17	5S	1E	Salt Lake
SW 1/4 SE 1/4	8	5S	1E	Salt Lake
SW 1/4	8	5S	1E	Salt Lake
SW 1/4 NW 1/4	8	5S	1E	Salt Lake

NE 1/4	7	5S	1E	Salt Lake
SW 1/4 SE 1/4	6	5S	1E	Salt Lake
SW 1/4	6	5S	1E	Salt Lake
NW 1/4	6	5S	1E	Salt Lake
NE 1/4 NE 1/4	1	5S	1W	Salt Lake
SE 1/4	36	4S	1W	Salt Lake
NE 1/4 SW 1/4	36	4S	1W	Salt Lake
NW 1/4	36	4S	1W	Salt Lake
NE 1/4 NE 1/4	35	4S	1W	Salt Lake
S 1/2	26	4S	1W	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the westerly 20.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the easterly right of way line and a line drawn parallel and/or concentric with and 30 feet distant westerly from such easterly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17, 2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 12, 2002 T.D.A.

Segment 3.4b-1

Utah County, Utah

That portion of the Sharp Subdivision of the Union Pacific Railroad Company (formerly the San Pedro, Los Angeles & Salt Lake Railroad Company), that lies between a line drawn parallel and/or concentric with and 13 feet distant westerly as measured at right angles and/or radially from the center line of the main line track of said railroad subdivision, as now constructed and operated, and the westerly right of way line of said railroad subdivision as now located, said strip extends northerly from a line drawn at right angles to the centerline of the main line track at said railroad subdivision mile post 750.18, to the easterly line of University Avenue (80 feet wide) in Provo, Utah, at said railroad subdivision mile post 752.41, said strip of land being situate in over and across the following legal subdivisions of Utah Country, Utah:

Subdivision	Section	Township	Range	Meridian
E 1/2 NE 1/4	19	7S	3E	Salt Lake
SE 1/4	18	7S	3E	Salt Lake
W 1/2 NE 1/4	18	7S	3E	Salt Lake
NE 1/4 NW 1/4	18	7S	3E	Salt Lake
SW 1/4	7	7S	3E	Salt Lake
SW 1/4 NW 1/4	7	7S	3E	Salt Lake
SE 1/4 NE 1/4	12	7S	2E	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the westerly 20.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the easterly right of way line and a line drawn parallel and/or concentric with and 30 feet distant westerly from such easterly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17, 2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 12, 2002 T.D.A.

Segment 3.4d

Utah County, Utah

That portion of the Sharp Subdivision of the Union Pacific Railroad Company (formerly the San Pedro, Los Angeles & Salt Lake Railroad Company), that lies between a line drawn parallel and/or concentric with and 13 feet distant easterly as measured at right angles and/or radially from the center line of the main line track of said railroad subdivision, as now constructed and operated, and the easterly right of way line of said railroad subdivision as now located, said strip extends northerly from a line drawn at right angles to the centerline of the main line track at said railroad subdivision mile post 745.82, to a line drawn at right angles to the centerline of the main line track at said railroad subdivision mile post 749.99, and said strip of land being situate in, over and across the following legal subdivisions of Utah Country, Utah:

Subdivision	Section	Township	Range	Meridian
SE 1/4 NW 1/4	7	8S	3E	Salt Lake
NE 1/4	7	8S	3E	Salt Lake
E 1/2 SE 1/4	6	8S	3E	Salt Lake
E 1/2 NE 1/4	6	8S	3E	Salt Lake
E 1/2 SE 1/4	31	7S	3E	Salt Lake
E 1/2 NE 1/4	31	7S	3E	Salt Lake
E 1/2 SE 1/4	30	7S	3E	Salt Lake
E 1/2 NE 1/4	30	7S	3E	Salt Lake
E 1/2 SE 1/4	19	7S	3E	Salt Lake

Provided, however, that subject to the exception(s) from this quitclaim described below, the portion of the right of way quitclaimed hereby shall comprise not less than the easterly 20.00 feet of said portion of said right of way.

EXCEPTING from the portion of the right of way quitclaimed hereby any portion thereof that lies between the westerly right of way line and a line drawn parallel and/or concentric with and 30 feet distant easterly from such westerly right of way line.

Grantor and Grantee acknowledge that it is their intent that the widths of the portions of the right of way referred to in the two immediately preceding paragraphs shall be measured as if each outer boundary of the right of way were a continuous line, i.e., without regard to so-called "notching" or "notch-outs," as shown on the "Val Maps" as defined in that certain Purchase and Sale Agreement dated January 17, 2002, by and between Grantor and Grantee, as amended by First Amendment to Purchase and Sale Agreement dated as of September 19, 2002.

Union Pacific Railroad Co.
 Real Estate Department
 Omaha, NE.
 September 12, 2002 T.D.A.

Segment 3.4e

Utah County, Utah

EASEMENT DESCRIPTION:

A 20.00 foot wide easement beginning on the easterly right of way line of the Sharp Subdivision of the Union Pacific Railroad Company, at mile post 749.99 of said railroad subdivision,

...THENCE NORTH 13°28'35" WEST 6.09 FEET; THENCE 199.74 FEET ALONG A CURVE TO THE LEFT WITH A RADIUS OF 7629.48 FEET AND A CHORD BEARING NORTH 14°39'6" WEST 199.74 FEET; THENCE NORTH 15°49'36" WEST 169.89 FEET; THENCE NORTH 16°2'21" WEST 410.06 FEET; THENCE NORTH 15°49'35" WEST 170.11 FEET; THENCE 47.65 FEET ALONG A CURVE TO THE RIGHT WITH A RADIUS OF 7649.48 FEET WITH A CHORD BEARING NORTH 15°13'23" WEST 47.65 FEET; THENCE 47.66 FEET ALONG A CURVE TO THE LEFT WITH A RADIUS OF 7629.48 FEET WITH A CHORD BEARING SOUTH 15°13'21" EAST 47.66 FEET; THENCE SOUTH 15°49'36" EAST 169.89 FEET; THENCE SOUTH 16°2'21" EAST 410.06 FEET; THENCE SOUTH 15°49'35" EAST 170.11 FEET; THENCE 200.26 FEET ALONG A CURVE TO THE RIGHT WITH A RADIUS OF 7649.48 FEET AND A CHORD BEARING SOUTH 14°39'6" EAST 200.26 FEET; THENCE SOUTH 13°28'36" EAST 6.09 FEET; THENCE SOUTH 76°5'9" WEST 20.00 FEET TO THE POINT OF BEGINNING.

CONTAINS 20,075.98 SQ. FT. OR 0.46 ACRES

Union Pacific Railroad Co.
Real Estate Department
Omaha, NE.
September 10, 2002 T.D.A.

(Sharp Sub. Flyover)

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY ²⁰⁰⁶ AUG -1 AM 11:38
REGION VIII

IN THE MATTER OF: Utah Transit
Authority, Surface Passenger Rail
Transportation Corridor

UNDER THE AUTHORITY OF THE
COMPREHENSIVE ENVIRONMENTAL
RESPONSE, COMPENSATION, AND
LIABILITY ACT OF 1980, 42 U.S.C. §
9601, et seq., as amended.

EPA Docket No. CERCLA-08-2002-04

AGREEMENT AND COVENANT NOT
TO SUE UTAH TRANSIT AUTHORITY

AMENDED Page 14 of 22, Salt Lake
County, Utah,

to


SUBSTITUTION EXHIBIT 1

Attached hereto is the Amended Page 14 of 22, Salt Lake County, Utah, which shall be substituted for Salt Lake County, Utah, Page 14 of 22, of Substitution Exhibit 1 to the Agreement and Covenant Not to Sue (Agreement), EPA Docket No. CERCLA-08-2002-04, made and entered into by and between the United States on behalf of the Environmental Protection Agency ("EPA"), and the Utah Transit Authority ("UTA"), collectively the (Parties) on May 10, 2002. The Substitution Exhibit 1 was filed in EPA Region VIII on September 1, 2005.

The Parties agree that this amendment is not a material or substantive deviation from the intent of the Parties as represented in the Agreement, and agree that the Amended Salt Lake County, Utah, Page 14 of 22, shall be substituted for and replace Salt Lake County, Utah, Page 14 of 22, of Substitution Exhibit 1, attached to the Agreement.

IT IS SO AGREED:


UNITED STATES ENVIRONMENTAL PROTECTION AGENCY


RICHARD L. SISK
Enforcement Attorney
EPA Region 8

August 1, 2006
Date

IT IS SO AGREED:

UTAH TRANSIT AUTHORITY


DOUGLAS J. PARRY
Counsel for Utah Transit Authority

19 July 2006
Date

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**Amendment to Substitution Exhibit A
to the Perspective Purchaser Agreement**

Salt Lake County, Utah

That portion of the Bingham Industrial Lead of the Union Pacific Railroad Company (formerly the Denver and Rio Grand Railroad Company) as now constructed and operated, said portion extends westerly from a line drawn at right angles from the center line of the main track at said railroad industrial lead mile post 0.00, to a line drawn at right angles to the main line track at said industrial lead mile post 6.60, said portion being situate in, over and across the following legal subdivisions of Salt Lake County, Utah:

Subdivision	Section	Township	Range	Meridian
S1/2 NW1/4	25	2S	1W	Salt Lake
S1/2 NE1/4	26	2S	1W	Salt Lake
NW1/4 SE1/4	26	2S	1W	Salt Lake
E1/2 SW1/4	26	2S	1W	Salt Lake
N1/2 NW1/4	35	2S	1W	Salt Lake
NE1/4	34	2S	1W	Salt Lake
S1/2 NW1/4	34	2S	1W	Salt Lake
NW1/4 SW1/4	34	2S	1W	Salt Lake
SE1/4	33	2S	1W	Salt Lake
SW1/4	33	2S	1W	Salt Lake
SE1/4 SE1/4	32	2S	1W	Salt Lake
N1/2 NE1/4	5	3S	1W	Salt Lake
NW1/4	5	3S	1W	Salt Lake
S1/2 NE1/4	6	3S	1W	Salt Lake
N1/2 SE1/4	6	3S	1W	Salt Lake
SW1/4	6	3S	1W	Salt Lake
SE1/4 SE1/4	1	3S	2W	Salt Lake
NE1/4	12	3S	2W	Salt Lake
S1/2 NW1/4	12	3S	2W	Salt Lake

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION VIII

2007 MAY 23 AM 9:05

IN THE MATTER OF: Utah Transit
Authority, Surface Passenger Rail
Transportation Corridor

EPA Docket No. CERCLA-08-2002-04
EPA REGION VIII
HEARING CLERK

UNDER THE AUTHORITY OF THE
COMPREHENSIVE ENVIRONMENTAL
RESPONSE, COMPENSATION, AND
LIABILITY ACT OF 1980, 42 U.S.C. §
9601, et seq., as amended.

AGREEMENT AND COVENANT NOT
TO SUE UTAH TRANSIT AUTHORITY

AMENDMENT to Page 2 of 22, Salt
Lake County, Utah,

to

SUBSTITUTION EXHIBIT 1

This Amendment appends to The Property as that terms is defined in Amended Exhibit 1 to the Agreement and Covenant Not to Sue (Agreement), EPA Docket No. CERCLA-08-2002-04, made and entered into by and between the United States on behalf of the Environmental Protection Agency ("EPA"), and the Utah Transit Authority ("UTA"), collectively the (Parties) on May 10, 2002, a segment of the Union Pacific Right of Way being acquired by UTA.

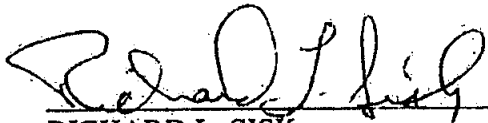
This segment known as the "Dalton Spur," is a spur from the original Bingham Industrial Lead Right of Way conveyed to the Utah Transit Authority by Quit Claim Deed recorded September 20, 2002, as Entry 8360002, Book 8657, pages 3988-4013. Said segment extends from the Bingham Industrial Lead at mile post 7.60 to mile post 8.86. The Dalton Spur segment is more specifically described in Exhibit "A" and shown on the Location Map Exhibit "B" both attached hereto.

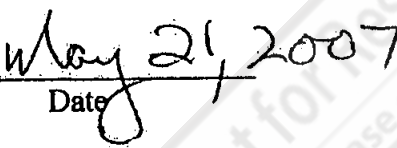
Union Pacific has required UTA to acquire this segment in conjunction with UTA's acquisition of the full width of the Bingham Industrial Lead.

The Parties agree that this Amendment is not a material or substantive deviation from the intent of the Parties as represented in the Agreement, and agree that this appended legal description and Location Map shall be appended to The Property at Page 2 of 22, Salt Lake County, Utah as Exhibits "A" and "B".

IT IS SO AGREED:


UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

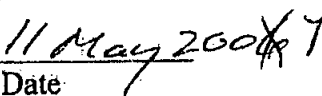

RICHARD L. SISK
Enforcement Attorney
EPA Region 8

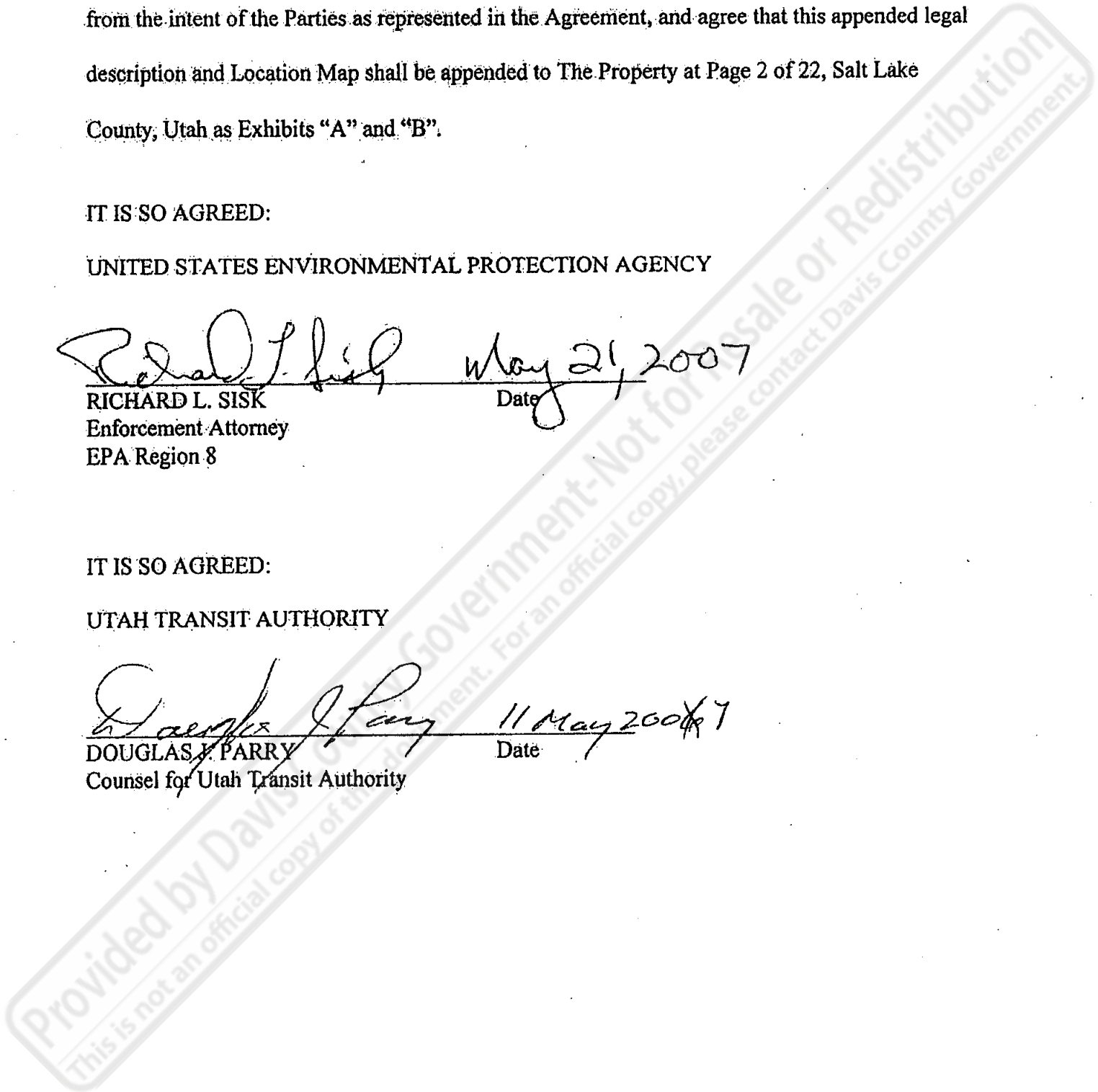

Date

IT IS SO AGREED:

UTAH TRANSIT AUTHORITY


DOUGLAS J. PARRY
Counsel for Utah Transit Authority


Date



Union Pacific Railroad Company

Salt Lake County, Utah

Exhibit "A"

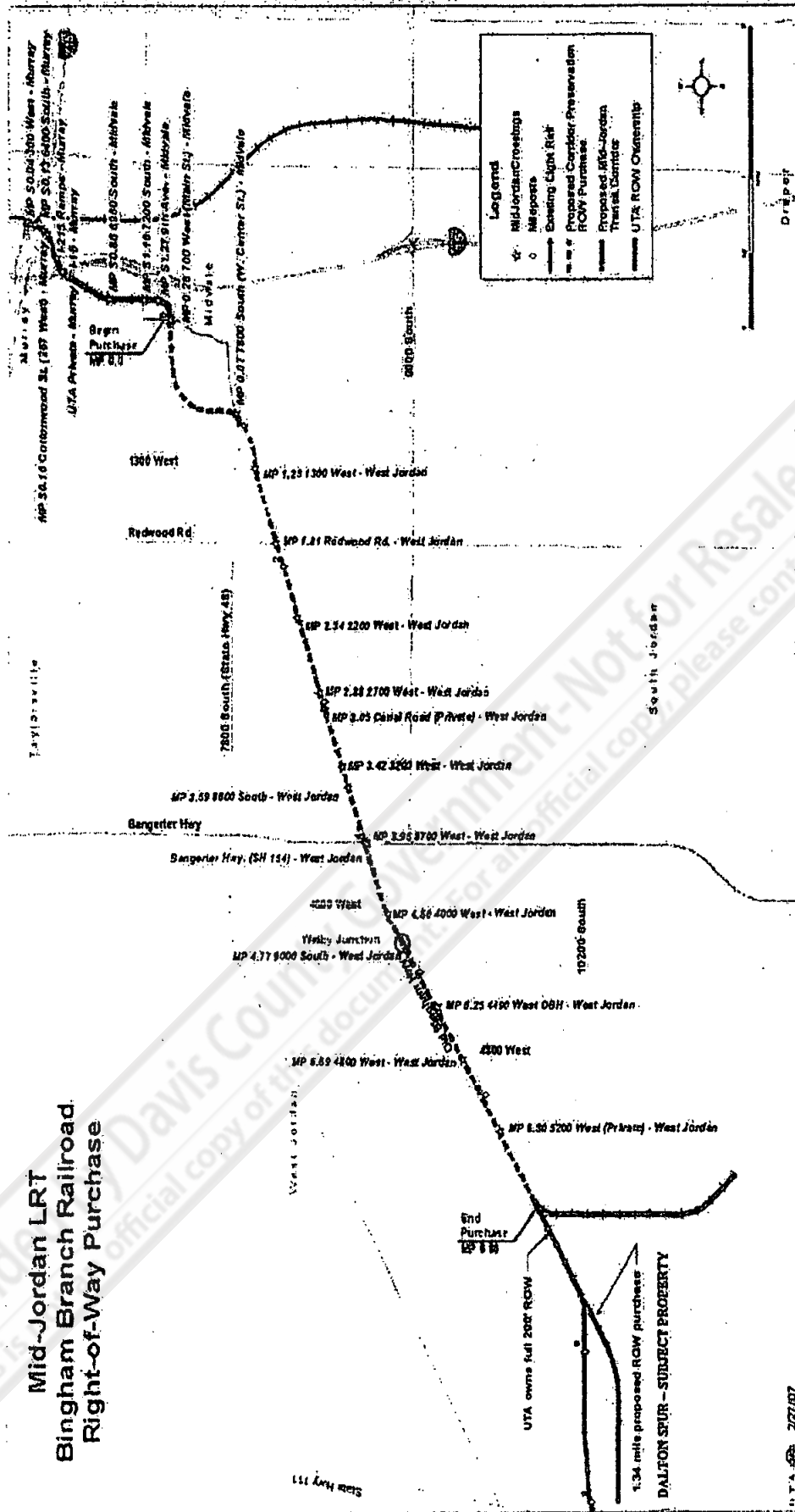
That segment of the Bingham Industrial Lead of the Union Pacific Railroad Company (formerly the Bingham Branch of the Denver and Rio Grande Western Railroad Company) Right of Way, the centerline of said Right of Way segment beginning at mile post 7.60 of the original Bingham Branch Right of Way and on the South Line of that portion of said Right of Way conveyed to the Utah Transit Authority in that certain Quitclaim Deed recorded September 20, 2002, as Entry 8360002, Book 8651, Pages 3988-4013, and extending to mile post 8.86 of said original Bingham Branch Right of Way, and more specifically described as follows:

Tract 01A - Located in the North ½ of Section 15, Township 3 South, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of Intersection of the Southerly Line of said Bingham Branch Right of Way and the East Line of said Section 15, said point being North 0°02'25" West 1159.872 feet along said East Line from the East Quarter Corner of said Section 15 (Basis of Bearing being North 0°02'25" West 2650.832 feet from said East Quarter Corner to the Northeast Corner of said Section 15); thence 1434.455 feet along the arc of a curve to the right with a radius of 4397.183 feet, through a central angle of 18°41'28" (long chord = South 79°46'17" West 1428.109 feet) to a point of tangency; thence South 89°07'01" West 1572.971 feet along said Southerly Line; thence North 78°14'58" West 407.402 feet; thence South 89°55'29" West 594.404 feet to a point, said point being North 00°16'15" West 951.066 feet along the Section Line and North 90°00'00" East 1322.090 feet from the West Quarter Corner of said Section 15; thence North 00°12'12" West 102.523 feet to the Northerly Line of said Bingham Branch Right of Way; thence North 89°07'01" East 2563.638 feet along said Northerly Line to a point of curvature; thence 1440.390 feet along the arc of a curve to the left with a radius of 4197.183 feet, through a central angle of 19°39'46" (long chord = North 79°17'08" East 1433.333 feet) along said Northerly Line to the East Line of said Section 15; thence South 00°02'25" East 212.858 feet along said East Line to the point of Beginning. Tract 1A contains 727,232 square feet or 16.6949 acres.

Tract 02A - Located in the Northwest Quarter of Section 14, Township 3 South, Range 2 West, Salt Lake Base and Meridian

Beginning at the point of intersection of the Southerly Line of said Bingham Branch Right of Way and the South Line of that portion of said Right of Way conveyed to the Utah Transit Authority in said Quitclaim Deed, said point being North 89°55'20" West 146.632 feet along the Section Line and South 56°54'45" West 242.872 feet along said Southerly Line from the North Quarter Corner of said Section 14 (Basis of Bearing being North 89°55'20" West 2653.668 feet from said North Quarter Corner to the Northwest Corner of said Section 14); thence South 56°54'45" West 1641.324 feet along said Southerly Line to a point of curvature; thence 1037.085 feet along the arc of a curve to the right with a radius of 4397.183 feet, through a central angle of 13°30'48" (long chord = South 63°40'09" West 1034.684 feet) along said Southerly Line to a point on the West Line of said Section 14, said point being North 00°02'25" West 1159.872 feet along said West Line from the West Quarter Corner of said Section 14, thence North 00°02'25" West 212.858 feet along said West Line to a point on the Northerly Line of said Bingham Branch Right of Way; thence 918.736 feet along the arc of a curve to the left with a radius of 4197.183 feet, through a central angle of 12°32'30" (long chord = North 63°11'00" East 916.908 feet) along said Northerly Line to a point of tangency; thence North 56°54'45" East 1335.191 feet along said Northerly Line to a point on the South Line of that portion of said Right of Way conveyed to the Utah Transit Authority in said Quitclaim Deed; thence South 89°55'47" East 365.675 feet along said South Line to the Point of Beginning. Tract 02A contains 493,252 square feet or 11.3235 acres.



Mid-Jordan LRT
Bingham Branch Railroad
Right-of-Way Purchase

Figure 2

Dalton Spur
Copperton, Utah
07E-7861

Detailed Location Map

IHI
ENVIRONMENTAL
640 East Wilmington Avenue
Salt Lake City, Utah 84106
(801) 466-2223

Salt Lake County, Utah
2 of 22

Exhibit "B"

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION VIII

2007 MAR 27 AM 10:01

FILED
EPA REGION VIII
HEARING CLERK

IN THE MATTER OF: Utah Transit
Authority, Surface Passenger Rail
Transportation Corridor

EPA Docket No. CERCLA-08-2002-04

UNDER THE AUTHORITY OF THE
COMPREHENSIVE ENVIRONMENTAL
RESPONSE, COMPENSATION, AND
LIABILITY ACT OF 1980, 42 U.S.C. §
9601, et seq., as amended.

AGREEMENT AND COVENANT NOT
TO SUE UTAH TRANSIT AUTHORITY

Amendment appending to and
deducting from property within
Salt Lake County, Utah.


This Amendment appends to and deducts from The Property, as that term is defined in and of the Agreement and Covenant Not To Sue, EPA Docket No. CERCLA-08-2002-04 (the "Agreement"), and The Property is more specifically described in the Amended Exhibit 1 to the Agreement. The parcel identified on the attached "Page 4a of 22" is property to be removed from the description of The property covered by the Agreement. The parcel identified on the attached "Page 4b of 22" is property to be appended to The Property. Both these descriptions as attached are included by this reference as if fully set forth herein, and is property adjoining, abutting, contiguous or parallel with the Block 82 Parcel within Salt Lake County, Utah, described on "Page 4 of 22" of Amended Exhibit 1 to the Agreement.

Since the execution of the Agreement, Utah Transit Authority ("UTA") has continued to progress with the design and construction of its commuter/light rail system. That ongoing process requires occasional design modifications which infrequently require the need to realign and augment the Surface Passenger Rail Transportation Corridor. This process necessitates and

requires UTA to acquire additional property to accommodate the corridor as designed or redesigned to meet the needs or accommodate existing infrastructure, Salt Lake City and other municipalities, the Union Pacific Railroad Service, and the UTA commuter rail service. It also necessitates and requires UTA to dispose of the un-needed portion of The Property. The attached "Page 4b of 22" describes additional property required to accommodate the lay of the rails for efficient service, and the attached "Page 4a of 22" describes property UTA is removing from the coverage of the Agreement. The Parties agree that this Amendment is not a material or substantive deviation from the intent of the Parties as represented in the Agreement.

IT IS SO AGREED:

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY



RICHARD L. SISK
Enforcement Attorney
EPA Region 8

Date: March 14th 2007

IT IS SO AGREED:

UTAH TRANSIT AUTHORITY



DOUGLAS J. PARRY
Counsel for Utah Transit Authority

Date: 13th March 2007

Deducted Property

Salt Lake County, Utah

A portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company and, originally, the Utah Central Railroad Company) Right of Way, being a strip of land from mile post 782.60 to 782.74, located in Block 82, Official Survey of Plat "A", Salt Lake City Survey in the NW $\frac{1}{4}$ of the NW $\frac{1}{4}$, Section 1, Township 1 South, Range 1 West, and the S $\frac{1}{2}$ of the SW $\frac{1}{4}$, Section 36, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and more specifically described as follows:

Beginning at a point on the East Line of said Block 82, said point being North $00^{\circ}00'18''$ West 63.18 feet and South $89^{\circ}57'09''$ West 60.79 feet to the Southeast Corner of said Block 82 and North $00^{\circ}00'10''$ West 194.51 feet along said East Line from the Salt Lake City Monument in the intersection of South Temple and 500 West Streets (Basis of Bearing being South $00^{\circ}00'18''$ East 792.14 feet from said Monument to the Salt Lake City Monument at the intersection of 100 South and 500 West Streets, Atlas Plat Bearing between said monuments being South $00^{\circ}01'01''$ East 791.908 feet); thence 443.80 feet along the arc of a curve to the right with a radius of 810.00 feet, through a central angle of $31^{\circ}23'33''$ (long chord = South $53^{\circ}28'59''$ West 438.27 feet) to the South Line of the vacated portion of South Temple Street; thence South $89^{\circ}57'09''$ West 122.99 feet along said South Line; thence 50.78 feet along the arc of a curve to the left with a radius of 901.47 feet, through a central angle of $03^{\circ}13'38''$ (long chord = North $75^{\circ}26'54''$ East 50.77 feet); thence 545.38 feet along the arc of a curve to the left with a radius of 755.00 feet, through a central angle of $41^{\circ}23'17''$ (long chord = North $52^{\circ}59'14''$ East 533.60 feet) to the East Line of said Block 82; thence South $00^{\circ}00'10''$ East 73.08 feet along said East Line to the Point of Beginning. Contains 19,614 square feet or 0.4503 acres.

Appended Property

Salt Lake County, Utah

A portion of the Salt Lake Subdivision of the Union Pacific Railroad Company (formerly the Oregon Short Line Railroad Company and, originally, the Utah Central Railroad Company) Right of Way, being a strip of land from mile post 782.55 to 782.70, located in Block 82, Official Survey of Plat "A", Salt Lake City Survey in the NW ¼ of the NW ¼, Section 1, Township 1 South, Range 1 West, and the S ½ of the SW ¼, Section 36, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and more specifically described as follows:

Beginning at a point on the East Line of said Block 82, Official Survey of Plat "A", Salt Lake City Survey, said point being North 00°00'18" West 63.18 feet and South 89°57'09" West 60.79 feet to the Southeast Corner of said Block 82 and North 00°00'10" West 275.50 feet along said East Line from the Salt Lake City Monument in the intersection of South Temple and 500 West Streets (Basis of Bearing being South 00°00'18" East 792.14 feet from said Monument to the Salt Lake City Monument at the intersection of 100 South and 500 West Streets, Atlas Plat Bearing between said monuments being South 00°01'01" East 791.908 feet); thence 363.31 feet along the arc of a curve to the right with a radius of 765.00 feet, through a central angle of 27°12'39" (long chord = South 50°31'53" West 359.91 feet); thence 41.35 feet along the arc of a curve to the right with a radius of 843.29 feet, through a central angle of 02°48'35" (long chord = South 65°32'30" West 41.35 feet); thence 43.65 feet along the arc of a curve to the right with a radius of 1321.96 feet, through a central angle of 01°53'31" (long chord = South 67°53'33" West 43.65 feet); thence 38.97 feet along the arc of a curve to the right with a radius of 2120.28 feet, through a central angle of 01°03'11" (long chord = South 69°21'53" West 38.97 feet); thence 32.58 feet along the arc of a curve to the right with a radius of 9658.11 feet, through a central angle of 00°11'36" (long chord = South 69°59'17" West 32.58 feet); thence South 70°03'26" West 160.58 feet to the South Line of the vacated portion of South Temple Street; thence South 89°57'09" West 85.57 feet along said South Line to the West Line of the vacated portion of South Temple Street; thence North 00°34'22" West 14.18 feet along said West Line; thence North 70°03'26" East 201.30 feet; thence 36.43 feet along the arc of a curve to the left with a radius of 17,023.02 feet, through a central angle of 00°07'21" (long chord = North 69°56'49" East 36.43 feet); thence 37.63 feet along the arc of a curve to the left with a radius of 1760.78 feet, through a central angle of 01°13'28" (long chord = North 69°16'25" East 37.62 feet); thence 39.21 feet along the arc of a curve to the left with a radius of 1357.77 feet, through a central angle of 01°39'17" (long chord = North 67°50'03" East 39.21 feet); thence 40.44 feet along the arc of a curve to the left with a radius of 807.31 feet, through a central angle of 02°52'12" (long chord = North 65°34'18" East 40.43 feet); thence 461.81 feet along the arc of a curve to the left with a radius of 737.50 feet, through a central angle of 35°52'39" (long chord = North 46°11'53" East 454.30 feet) to the East Line of said Block 82; thence South 00°00'10" East 112.57 feet along said East Line to the Point of Beginning. Contains 37,246 square feet or 0.8551 acres.

2008 MAY -6 AM 8:59

**UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION VIII**

EPA REGION VIII
HEARING CLERK

<p>IN THE MATTER OF: Utah Transit Authority, Surface Passenger Rail Transportation Corridor</p> <p>UNDER THE AUTHORITY OF THE COMPREHENSIVE ENVIRONMENTAL RESPONSE, COMPENSATION, AND LIABILITY ACT OF 1980, 42 U.S.C. § 9601, <i>et seq.</i>, as amended</p>	<p>EPA Docket No. CERCLA 08-2002-04</p> <p>AGREEMENT AND COVENANT NOT TO SUE UTAH TRANSIT AUTHORITY</p> <p>Amendment appending to and deducting from property within Salt Lake and Weber Counties, Utah</p>
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This Amendment appends to and deducts from The Property, as that term is defined in the Agreement and Covenant Not to Sue Utah Transit Authority, EPA Docket No. CERCLA-08-2002-04 filed in EPA Region VIII, May 10, 2002 (the "Agreement"). The Property is more specifically described in the Substitution Exhibit 1 to the Agreement filed in EPA Region VIII, September 1, 2005.

Since the execution of the Agreement, Utah Transit Authority ("UTA") has continued to progress with the design and construction of its commuter/light rail system. That ongoing process requires occasional design modifications which infrequently require the need to realign and/or augment the UTA Surface Passenger Rail Transportation Corridor. This process necessitates and requires UTA to acquire additional property to accommodate the corridor as designed or redesigned to meet the needs of and accommodate the UTA commuter rail service. It also requires UTA to dispose of the un-needed portions of The Property.

The attached Salt Lake County page 23 in Exhibit "A" and Salt Lake County pages 24-41 in Exhibit "B" describe additional slivers of right-of-way properties located in Salt Lake County, Utah to be appended to the description of The Property covered by the Agreement. The addition of these properties is required to accommodate the lay of the UTA commuter rail line for

efficient service. Further, the attached Salt Lake County pages 7a through 7c in Exhibit "C" describe property in Salt Lake County which UTA is reconveying to UPRR and is to be removed from the description of The Property covered by the Agreement.

The attached Weber County pages 10 through 22 in Exhibits "D", "E", "F", and "G" describe additional property located in Weber County, Utah to be appended to the description of The Property covered by the Agreement. These properties are required to accommodate the lay of the UTA commuter rail line for efficient service in Weber County. The attached Weber County pages 7a and 7b in Exhibit "H" and Weber County pages 20a and 20b in Exhibit "I" describe properties located in Weber County which are to be removed from the description of The Property covered by the Agreement. These descriptions, as attached, are included by this reference as if fully set forth herein, and are properties adjoining, abutting, contiguous to or parallel with the UTA Right-of-Way within Salt Lake and Weber Counties, Utah.

These Properties are generally identified as follows:

Property Being Acquired by UTA in Salt Lake County:

1. A portion of the UTA being a strip of land adjoining the Westerly Line of said Right-of-Way comprising 2,348 square feet or 0.0539 acres situated in the Southeast Quarter of Section 14, Township 1 North, Range 1 West, Salt Lake Base and meridian, as more specifically described on Salt Lake County page 23 attached hereto in Exhibit "A".
2. North Yard Signal Houses -- comprising three parcels jointly containing 1,244 square feet or 0.0286 acres, being portions of the Salt Lake Subdivision of the UPRR Company right-of-way located in the Northwest quarter of Section 36, and Western ½ of Section 25, and the Northeast quarter of Section 26, Township 1 North, Range 1 West, Salt Lake Base & Meridian, as more specifically described on Salt Lake County Page 24 and depicted on Salt lake

County pages 25 through 28, with UTA conveying an access easement over this property as described on Salt Lake County page 29, all attached hereto in Exhibit "B".

3. A strip of land adjoining the right-of-way located at approximately 8399 South Dunlop Drive, West Jordan, Utah, containing 17,758 square feet or 0.408 acres located in the Southwest Quarter of the Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 30 attached hereto in Exhibit "B".

4. A strip of land adjoining the right-of-way located at approximately 8523 South 2940 West, West Jordan Utah, containing 3,500 square feet or 0.08 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 31 attached hereto in Exhibit "B".

5. A strip of land adjoining the right-of-way located at approximately 3000 West Haun Drive, West Jordan, Utah, containing 4,625 square feet or 0.106 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 32 attached hereto in Exhibit "B".

6. A strip of land adjoining the right-of-way located at approximately 9780 South 5200 West, West Jordan, Utah, containing 744 square feet or 0.017 acres located in the Northwest Quarter of the Southwest Quarter of Section 12, Township 3 South, Range 2 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 33 attached hereto in Exhibit "B".

7. A strip of land adjoining the right-of-way located at approximately 5701 West 10301 South, West Jordan, Utah, containing 79,639 square feet or 1.828 acres located in the Northeast Quarter of the Northeast Quarter of Section 14, Township 3 South, Range 2 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 34 attached hereto in Exhibit "B".

8. A strip of land adjoining the right-of-way located at approximately 2802 W. Haun Drive, West Jordan, Utah, containing 506 square feet or 0.012 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 35 attached hereto in Exhibit "B".

9. A strip of land adjoining the right-of-way located at approximately 2792 W. Fahnian Circle, West Jordan, Utah, containing 961 square feet or 0.022 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 36 attached hereto in Exhibit "B".

10. A strip of land adjoining the right-of-way located at approximately 2788 W. Fahnian Circle, West Jordan, Utah, containing 629 square feet or 0.014 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 37 attached hereto in Exhibit "B".

11. A strip of land adjoining the right-of-way located at approximately 8399 S. Dunlop Drive, #APXBT, West Jordan, Utah, containing 260 square feet or 0.006 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and

Meridian, as more specifically described on Salt Lake County Page 38 attached hereto in Exhibit "B".

12. A strip of land adjoining the right-of-way located at approximately 2874 West 8421 South, West Jordan, Utah, containing 725 square feet or 0.017 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 39 attached hereto in Exhibit "B".

13. A strip of land adjoining the right-of-way located at approximately 2874 West 8421 South, West Jordan, Utah, containing 2,053 square feet or 0.047 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 40 attached hereto in Exhibit "B".

14. A strip of land adjoining the right-of-way located at approximately 2998 West Haun Drive, West Jordan, Utah, containing 3,795 square feet or 0.087 acres located in the Southwest Quarter of Section 33, Township 2 South, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Salt Lake County Page 41 attached hereto in Exhibit "B".

Property being reconveyed by UTA to UPRR in Salt Lake County.

1. The Tesoro Spur, containing 40,526 square feet or 0.9304 acres situated in the West ½ of the Southeast quarter Section 23, Township 1 North, Range 1 West, Salt Lake Base and Meridian, excepting from Salt Lake County page 7 of 22, the property as more specifically described on Salt Lake County page 7a, and depicted on Salt Lake County pages 7b and 7c with

UTA retaining an "Access Easement" as described on page 7d, all attached hereto in Exhibit "C".

Property Being Acquired by UTA in Weber County:

1. Portions of the UTA Right-of-Way, being three non-continuous strips of land adjoining the Westerly line of said Right-of-Way containing a total of 57,063 square feet or 1.310 acres situated in Section 11, Township 5 North, Range 2 West, Salt Lake Base and Meridian; Section 36, Township 6 North, Range 2 West, Salt Lake Base and Meridian and Section 31, Township 6 North, Range 1 West Salt Lake Base and Meridian as more specifically described on Weber County pages 10 and 11, attached hereto in Exhibit "D".
2. A portion of the Salt Lake Subdivision of the UPRR Company Right-of-Way, being a narrow strip of land containing 4,996 square feet or 0.1147 acres, adjoining the Northerly line of said Right-of-Way of the UTA Surface Passenger Rail Transportation Corridor situated in the South half of Section 31, Township 6 North, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Weber County page 12 and depicted on Weber County pages 13 and 14 all attached hereto in Exhibit "E".
3. Ogden Yard Signal Houses, comprising two parcels of land containing a total of 757 square feet or 0.0174 acres, located in the Southwest quarter of Section 29, and in the Northwest quarter of Section 29, Township 6 North, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Weber County page 15 and depicted on Weber County pages 16 through 19 attached hereto in Exhibit "F".
4. Cecil Junction to 15th Street realignment of the UTA right-of-way containing 61,733 square feet or 1.4172 acres located beginning at mile post 1.06 and extending to mile post 1.41 of the Ogden Subdivision of the UPRR Company right-of-way, being situated in the East ½

of the Southeast ¼ of Section 19, Township 6 North, Range 1 West, Salt Lake Base and Meridian, as more specifically described on Weber County page 20 and depicted on Weber County pages 21 and 22 attached hereto in Exhibit "G".

Property being reconveyed by UTA to UPRR in Weber County.

1. 3300 South Signal House comprising 992 square feet or 0.0228 acres situated in the Northwest quarter of Section 1, Township 5 North, Range 2 West, Salt Lake Base and Meridian, as more particularly described on Weber County page 7a and depicted on Weber County page 7b, attached hereto in Exhibit "H".


2. Cecil Junction to 15th Street, excepting a portion of the UTA Right-of-Way, an area comprising 4,128 square feet or 0.0948 acres, situated in the Northeast quarter of the Northeast quarter of Section 30, and the Southeast quarter of the Southeast quarter of Section 19, Township 6 North, Range 1 West, Salt Lake Base and Meridian, more specifically described on Weber County page 20a and depicted on Weber County page 20b attached hereto in Exhibit "I".

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The Parties agree that this Amendment is not a material or substantive deviation from the intent of the Parties as represented in the Agreement.

IT IS SO AGREED:

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

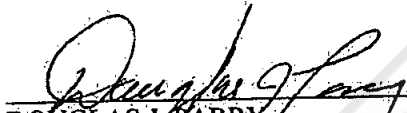


RICHARD L. SISK
Enforcement Attorney
EPA Region VIII

Date: May 5, 2008

IT IS SO AGREED:

UTAH TRANSIT AUTHORITY



DOUGLAS J. PARRY
Counsel for Utah Transit Authority

Date: May 5, 2008

Provided by Davis County Government - Not for Resale or Redistribution
This is not an official copy of this document. For an official copy, please contact Davis County Government.

Salt Lake County, Utah

A portion of the Utah Transit Authority Right of Way, said Right of Way as defined in that certain Quitclaim Deed recorded September 20, 2002, as Entry 8360002, Book 8051, beginning at Page 3988, said portion being a strip of land adjoining the Westerly Line of said Right of Way, being situate in the Southeast Quarter of Section 14, Township 1 North, Range 1 West, Salt Lake Base and Meridian, and described as follows:

Basis of Bearing:

All bearings and distances contained herein, are expressed as grid bearings and ground distances based on the following defined coordinate projection:

System Projection	Transverse Mercator
System Datum	NAD - 1983/1994 (Federal Base Network - 2000 Adjustment)
System Elevation	4400 Feet Above Mean Sea Level (NAVD 88)
Origin Latitude	39°45'00.00" North
Origin Longitude	111°52'30.00" West
Scale Factor	1.000205271907
False Northing	75,000.00
False Easting	75,000.00

Beginning at a point on said Westerly Line, said point being North 89°52'31" West 2484.70 feet along the Section Line and North 00°00'00" East 938.33 feet from the Southeast Corner of said Section 14 (said Southeast Corner position computed from field surveyed positions of the South Quarter Corner and the North Quarter Corner of said Section 14, and data shown on the Salt Lake County Surveyor's Section Corner Tie Sheet for said Section 14, dated April 1, 1999); thence Northerly 933.31 feet along said Westerly Line; thence South 01°54'59" West 26.39 feet; thence 220.66 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 01°06'15" (long chord = South 02°34'03" West 220.66 feet); thence South 03°13'07" West 47.48 feet; thence South 03°20'15" West 47.48 feet; thence South 03°21'26" West 306.56 feet; thence South 03°22'37" West 47.48 feet; thence South 03°29'45" West 47.48 feet; thence 122.47 feet along the arc of a curve to the right with a radius of 11,450.00 feet, through a central angle of 00°36'46" (long chord = South 03°54'05" West 122.47 feet); thence South 04°18'24" West 47.48 feet; thence South 04°25'32" West 19.87 feet to the Point of Beginning. Contains 2348 square feet or 0.0539 acres.

Salt Lake County, Salt Lake Subdivision Segment 3.4a-1
 Additional UTA Property
 Prepared By: REDCON AE, Inc.
 Date: 8/7/05

EXHIBIT

A

Salt Lake Co.

Page 23