

7898979

WHEN RECORDED, RETURN TO:

Rob Alston
JONES, WALDO, HOLBROOK & McDONOUGH
1500 Wells Fargo Plaza
170 South Main Street
Salt Lake City, Utah 84101

7898979
05/17/2001 03:54 PM 18.00
Book - 8458 Pg - 3250-3253
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
JONES WALDO HOLBROOK McDONOUGH
PO BOX 45444
SLC UT 84145-0444
BY: RDJ, DEPUTY - WI 4 P.

MEMORANDUM OF LEASES

This Memorandum of Leases is entered into as of the 31st day of March, 2001, by and between LAKE LIMITED, a Utah general partnership ("Lessor") and MIDWEST OFFICE, INC., a Utah corporation ("Lessee") (individually, a "Party" and collectively, the "Parties").

1. **Premises.** For and in consideration of the rents reserved and the terms and conditions more particularly set forth in those certain three Commercial Leases dated July 3, 2000, as amended March 31, 2001 (the "Leases"), Lessor leases and lets to Tenant, and Tenant rents from Lessor, the premises in Salt Lake County, Utah, described in Exhibit A attached hereto (the "Premises").

2. **Term.** The term of the Leases commenced on July 1, 2000, and will continue until June 30, 2010, at which time they will automatically terminate.

3. **Right of First Offer.** The Lease grants to Lessee a right of first offer with regard to the sale of the Premises.

4. **Inquiries.** Inquiries concerning the precise terms of the Leases may be made to:

Lessor: LAKE LIMITED
7527 S. Brighton Point Dr.
Salt Lake City, UT 84121
Attn: Michael S. Lake

Lessee: MIDWEST OFFICE, INC.
987 South West Temple
Salt Lake City, UT 84101
Attn: Marshall Tate

5. **Successors.** The Leases provide that they shall be binding upon and inure to the benefit of and be enforceable by the respective successors and assigns of the parties thereto.

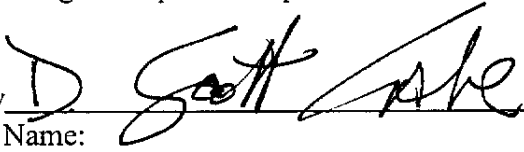
6. **Incorporation and Conflicts.** All of the terms and conditions of the Leases are incorporated herein as though fully set forth herein.

BK8458PG3250

IN WITNESS WHEREOF, this Memorandum of Leases is executed as of the date first above written.


LESSOR:

LAKE LIMITED,
a Utah general partnership

By 
Name:
Title:

LESSEE:

MIDWEST OFFICE, INC.,
a Utah corporation

By 
Name: M. TATE
Title: PRES.

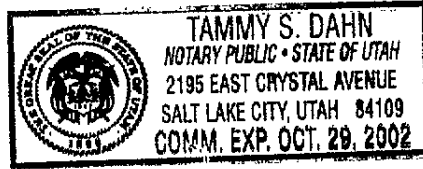
STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On the 13th day of April, 2001 personally appeared before me Tammy S. Dahn, who, being by me duly sworn, did say that he is a partner of LAKE LIMITED, a Utah general partnership, that said instrument was signed in behalf of said partnership by a partner with full authority to do so, and said D. Scott Lake acknowledged to me that said partnership executed the same.

Tammy S. Dahn
NOTARY PUBLIC

My Commission Expires:

10/29/02



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

On the 13th day of April, 2001 personally appeared before me Marshall Tate, who, being by me duly sworn, did say that he is the President of MIDWEST OFFICE, INC. a Utah corporation, that said instrument was signed in behalf of said corporation by authority of its by-laws, and said officer acknowledged to me that said corporation executed the same.

Marshall Tate
NOTARY PUBLIC

My Commission Expires:

11/30/2002

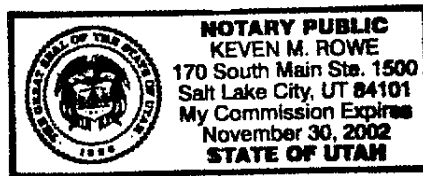


EXHIBIT A

That certain real property located in Salt Lake County, State of Utah, and more particularly described as follows:

COMMENCING AT THE SOUTHWEST CORNER OF LOT 9, BLOCK 22, FIVE ACRE PLAT A, BIG FIELD SURVEY: THENCE NORTH 200.1 FEET; THENCE EAST 188.65 FEET; THENCE SOUTH 200.1 FEET; THENCE WEST 188.65 FEET TO THE POINT OF BEGINNING (3878-0390).

Property Address: 987 South West Temple, Salt Lake City, Utah 84101
Parcel No.: 15-12-430-001-0000

And

COMMENCING 200 FEET EAST FROM THE NORTHWEST CORNER OF LOT 10, BLOCK 22, FIVE ACRE PLAT A, BIG FIELD SURVEY: THENCE EAST 193 FEET; THENCE SOUTH 254.1 FEET; THENCE WEST 193 FEET; THENCE NORTH 254.1 FEET TO THE POINT OF BEGINNING (6979-0401 6979-0403).

Property Address: 46 West Fayette Avenue, Salt Lake City, Utah 84101
Parcel No.: 15-12-280-016-0000