

15
RECORDING REQUESTED BY
AND WHEN RECORDED
RETURN TO:

Interactive Cable Systems, Inc.
10100 Santa Monica Boulevard,
15th Floor
Los Angeles, California 90067
Attention: President

6140371
08/11/95 2:17 PM 15-00
NANCY WORKMAN
RECORDER, SALT LAKE COUNTY, UTAH
I C S COMMUNICATIONS INC.
REC BY: B GRAY DEPUTY - MP

6140371

AGREEMENT FOR EXCLUSIVE LICENSE AND EASEMENT

An Exclusive License and Easement has been granted by Cedar Breaks, Ltd., a Utah Limited Partnership ("Grantor") to Interactive Cable Systems, Inc. ("Grantee") under that certain Security Services Agreement ("Security Agreement") dated April 17, 1995 by and between Grantor and Grantee. The license and easement permits Grantee, among other things, the right to enter upon the Property (as defined in the Security Agreement) to construct, install, maintain, alter, substitute, improve, repair, service, operate and remove any Alarm System (as defined in the Security Agreement) equipment, to engage in any other act or activity contemplated by the Security Agreement and to do all other things in connection with the operation of the Alarm System at such times as Grantee determines in its discretion. The easement runs with the land and terminates upon the termination of the Security Agreement. As used in the Security Agreement, the term "Property" means the real property consisting of approximately 184 apartments, condominiums, co-operative apartments, or other similar residential or commercial dwelling units located in City of Salt Lake City, County of Salt Lake, State of Utah at the address commonly known as 5300 South 17th West and more particularly described on Exhibit A attached hereto and incorporated herein by reference.

In the event of any conflict between the terms and conditions of this Agreement and the terms and conditions of the Security Agreement, the Security Agreement shall control. The parties agree that the sole purpose of this Agreement is to provide notice of the Security Agreement.

Executed this 17 day of April, 1995.

GRANTOR: CEDAR BREAKS, LTD.
a Utah Limited Partnership

GRANTEE: INTERACTIVE CABLE SYSTEMS, INC.
a California corporation

By: Trisha Morris, VP Triton Inv. Inc. By: Paul Nader

Its: President of its General Partner

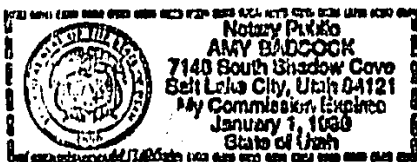
Its: EVP

Print Name TRISHA MORRIS

Print Name PAUL NADER

Print Title VP Triton Investments, Inc.

Print Title EVP



Amy Badcock

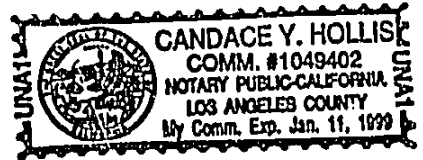
BK7205PG0181

STATE OF California
COUNTY OF Los Angeles

On April 18, 1995, before me, Candace Y. Hollis,
personally appeared Israel Nadel, personally known to me
(or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are
subscribed to the within instrument and acknowledge to me that he/she/they executed the same in
his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument and the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

Signature Candace Y. Hollis



Unofficial Witness _____

BK7205PG0182

EXHIBIT A

LEGAL DESCRIPTION

Property Name: Cedar Breaks Apartments
Address: 5300 South 17th West
City: Salt Lake City County: Salt Lake
State: Utah Zip Code: 84123

-POOR COPY-
SO. RECORDED

The legal description is as follows:

PARCEL 1

Beginning at a point which is South 100 feet, more or less, and East 1069.331 from the North Quarter corner of Section 15, Township 2 South, Range 1 West, Salt Lake Base and Meridian; and running thence East 82.61 feet, thence Easterly along a curve to the right 142.526 feet to the West line of 1500 West Street; thence South 202.46 feet; thence South 1 deg. 38'12" East 175.071 feet; thence South 819.59 feet; thence Southwesterly along a curve to the right 39.22 feet to the North line of 5600 South Street; thence South 89 deg. 53'12" West 376 feet; thence North 99 feet; thence West 40.097 feet; thence North 465.34 feet; thence North 44 deg. 11'34" East 50.21 feet; thence East 106.415 feet; thence North 45 deg. East 98.995 feet; thence North 563.973 feet to the point of beginning.

PARCEL 2

Beginning at a point which is South 1334.655 feet, more or less, and East 857.939 feet from the North Quarter corner of said Section 15; and running thence North 99 feet; thence East 40.097 feet, more or less, to the West line of said Parcel 1 thence South 99 feet; thence West 40.097 feet to the point of beginning.