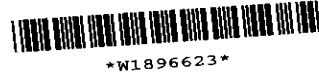


10  
CO

WHEN RECORDED MAIL TO:

BOARDS, INC.  
Attn: Dept 85  
9275 SW Peyton Lane  
Wilsonville, OR 97070



\_\_\_\_\_  
SPACE ABOVE THIS LINE FOR RECORDER'S USE

**MEMORANDUM OF LEASE**

This is a Memorandum of Lease made in reference to that certain Lease Agreement dated July 3, 2002 by and between BOYER HARRISVILLE, L.C., a Utah limited liability company ("Landlord") whose address is 127 South 500 East #100 Salt Lake City, UT 84102, and BOARDS, INC., an Oregon corporation ("Tenant") whose address is 9275 SW Peyton Lane, Wilsonville, Oregon 97070, upon the following terms:

- 1. Date of Lease: July 3, 2002
- 2. Description of Premises: 325 East 454 North Ogden, UT 84404, within the shopping center commonly known as Harrisville Shopping Center, more particularly described on Exhibit A-2, attached hereto.
- 3. Lease Commencement Date: July 3, 2002
- 4. Term: Ten (10) years from the Minimum Rent Commencement Date as may be extended pursuant to Section 3.1 (b)
- 5. Renewal Option(s): Two (2) Five (5) year Option Periods
- 6. Purchase Option(s): None
- 7. Right of First Refusal Option: None
- 8. Exclusive: The Lease contains the following provision:

E# 1896623 BK2296 PG508  
DUGG CROFTS, WEBER COUNTY RECORDER  
12-DEC-02 953 AM FEE \$16.00 DEP JFM  
REC FOR: HOLLYWOOD.ENTERTAINMENT.CORP


044904 Harrisville Shopping VS

**5.4 Exclusivity.** Provided Tenant is open and operating under the Permitted Use, Landlord covenants and agrees that during the term of the Lease, including any Option Periods, so long as Tenant is not in default under any term or condition of this Lease, beyond any applicable notice and or cure period, Tenant shall have the exclusive right in the Shopping Center to sell, rent, trade, license and/or distribute pre-recorded video cassettes, tapes, and disks, entertainment software, and video merchandise, including the sale, rental, and/or trading of any substitutes for, or items which are a technological evolution of, any of the foregoing items ("Tenant's Restricted Use"). Nothing contained herein shall limit or restrict any tenant, existing or future, from selling blank or unrecorded video cassettes or selling instructional and promotional video cassettes. The foregoing restriction shall not apply to any tenant occupying at least twenty thousand (20,000) square feet. No tenant under the 20,000 square feet shall be allowed to devote more than 100 square feet of sale area for Tenant's Restricted Use.


The purpose of this Memorandum of Lease is to give record notice of the lease and of the rights created thereby, all of which are hereby confirmed.

IN WITNESS WHEREOF the parties have executed this Memorandum of Lease as of the dates set forth in their respective acknowledgments.

**LANDLORD:**  
**Boyer Harrisville L.C,**  
**a Utah limited liability company**

By:   
Name: Steven B. Ostler  
Title: Manager

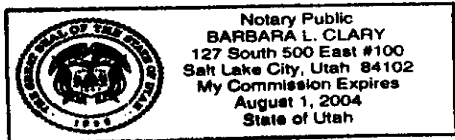
**TENANT:**  
**Boards, Inc.,**  
**an Oregon Corporation**

By:   
Name: Randy Wattles  
Title: Director

E# 1896623 BK2296 PG509

STATE OF Utah )  
COUNTY OF Salt Lake )SS

On November 4, 2002, before me,  
Barbara L. Clary, a Notary Public in and for said State, personally  
appeared Steven B. Ostler, 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 acknowledged 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  
the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



[SEAL]

WITNESS my hand and official seal.

Barbara L. Clary

STATE OF OREGON )  
COUNTY OF CLACKAMAS )SS

On October 15, 2002, before me, Jean Haun, a Notary Public in and for  
said County and State, personally appeared Randy Wattles, personally known to me to be the  
person whose name is subscribed to the within instrument and acknowledged to me that he  
executed the same in his authorized capacity, and that by his signature on the instrument the  
entity upon behalf of which the person acted, executed the instrument.



[SEAL]

WITNESS my hand and official seal.

Jean Haun

E# 1896623 BK2296 PGS 10

EXHIBIT A-2

LEGAL DESCRIPTION OF SHOPPING CENTER

EXHIBIT C TO ECR CONT.



**GREAT BASIN ENGINEERING - NORTH**

3544 Lincoln Avenue • Suite #11 • P.O. Box 9307 • Ogden, Utah 84409  
(801) 394-4515 • (801) 521-0222 • Fax (801) 392-7544

September 10, 1999

**BOYER - HARRISVILLE**

**TRACT 4 - LOT 3**

A part of the Southeast Quarter of Section 8, Township 6 North, Range 1 West, Salt Lake Base and Meridian, U.S. Survey:

Beginning at a point on the West right-of-way line of Washington Boulevard, which is 1879.56 feet South 88°59'16" East along the North line of said Southeast Quarter of Section 8 and 924.74 feet South 0°50'15" West along said Westerly right-of-way line from the Northwest corner of said Southeast Quarter Section; and running thence South 0°50'15" West 403.13 feet along said Westerly right-of-way line to a non-tangent curve; thence Northwesterly along the arc of a 266.14 foot radius curve to the right a distance of 70.54 feet (Central Angle equals 15°11'10" and Long Chord bears North 81°10'34" West 70.33 feet); thence North 68°16'51" West 117.08 feet to a point of curvature; thence Northwesterly along the arc of a 276.00 foot radius curve to the left a distance of 99.90 feet (Central Angle equals 20°44'20" and Long Chord bears North 78°39'01" West 99.36 feet); thence North 89°01'11" West 150.57 feet; thence North 1°00'44" East 483.14 feet; thence South 88°59'16" East 328.43 feet; thence South 0°01'36" West 162.17 feet; thence North 82°58'15" East 96.00 feet to the point of beginning.

Contains 200,444 Square Feet

Or 4.602 Acres

E# 1896623 BK2294 PG511

LL 200  
BI

11-300-00034

BC