

When recorded, mail to:

ATC #60863

4392191

RIGHT OF WAY AND EASEMENT AGREEMENT

1300

ASSOCIATED TITLE
DEP
WILLIS D. WYNN
BLAKE D. ROBINSON

JAN 28 3 53 PM '87

KATIE L. DIXON
RECORDER
SALT LAKE COUNTY,
UTAH

This Right of Way and Easement Agreement is made and entered into this 24th day of January, 1987, by and between WINDER DAIRY, INC., a Utah corporation, BLAKE D. ROBINSON and KATHRYN W. ROBINSON, WILLIS D. WYNN and MARION W. WYNN, EDWIN C. WINDER and GWENDOLYN L. WINDER, RICHARD W. WINDER and BARBARA W. WINDER, KRISTINE W. MATTHEWS, BARBARA W. DUNN, THOMAS W. WYNN, DAVID W. WYNN, STEVEN W. WYNN, QUENTIN C. WINDER and MARILYN K. WINDER, individually and as Trustees of the Quentin C. Winder Family Revocable Trust Agreement dated June 2, 1977, all hereinafter sometimes collectively referred to as "Grantors", and RICHARD W. WINDER, JR. and DEBI BUCHANAN WINDER, hereinafter sometimes referred to as "Grantees".

RECITALS

1. Grantors are the owners in fee simple, of certain parcels of real property, adjacent to one another and situated in Salt Lake County, State of Utah, the Westerly approximately 33 feet of which parcels are collectively more particularly described as follows:

Beginning 33 feet South of the North Quarter corner of Section 6, Township 2 South, Range 1 West, Salt Lake Base and Meridian; thence South 869.516 feet, more or less to the North line of the property described in that certain Quit Claim Deed recorded October 11, 1985, in Book 5699, at Page 900, Salt Lake County Recorder's Office; thence East 33 feet along said North line; thence North 869.516 feet, more or less, thence West 33 feet to the point of beginning.

Said property shall hereinafter be referred to as the "Right of Way Parcel".

2. Grantees are the owners, or shall shortly hereafter acquire, in fee simple of the following described parcel of real property, situated in Salt Lake County, State of Utah, which parcel shall hereinafter be referred to as the "Winder Parcel", and which is more particularly described as follows:

Beginning at a point South 0 Degrees 01 Minutes 25 Seconds West 902.516 feet along the Quarter Section line from the North Quarter corner of Section 6, Township 2 South, Range 1 West, Salt Lake Base and Meridian, and running thence East 198.009 feet; thence South 160.268 feet; thence West 198.075 feet to said Quarter Section line; thence North 0 Degrees

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01 Minutes 25 Seconds East 160.268 feet along said Quarter Section line to the point of beginning.

3. Access to the Winder Parcel may be obtained only over and across the Right of Way Parcel.

4. The parties hereto desire to establish the rights of the parties in and to the Right of Way Parcel and to provide for the use and maintenance of the Right of Way Parcel.

NOW, THEREFORE, in consideration of the above premises and for other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the undersigned parties hereby agree as follows:

5. Grantors hereby grant and convey to Grantees, and their heirs, successors, and assigns, as an appurtenance to the Winder Parcel, a non-exclusive right of way and easement for ingress and egress to and from the Winder Parcel, over and across the Right of Way Parcel.

6. Winder Dairy, Inc. shall be solely responsible for all maintenance and repair of the Right of Way Parcel.

7. Grantors and Grantees mutually covenant between themselves that there shall be free and unrestricted access across the Right of Way Parcel, and that such access shall not be obstructed in any manner whatsoever.

IN WITNESS WHEREOF, the undersigned parties have executed this agreement on the date hereinabove first written.

"Grantors"

WINDER DAIRY, INC., a Utah corporation

By: Robert W. Winder

Its: Secretary

Blake D. Robinson
Blake D. Robinson

Kathryn W. Robinson
Kathryn W. Robinson

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Willis D. Wynn
Willis D. Wynn

Marion W. Wynn
Marion W. Wynn

Edwin C. Winder
Edwin C. Winder

Gwendolyn L. Winder
Gwendolyn L. Winder

Richard W. Winder
Richard W. Winder

Barbara W. Winder
Barbara W. Winder

Kristine W. Matthews
Kristine W. Matthews

Barbara W. Dunn
Barbara W. Dunn

Thomas W. Wynn
Thomas W. Wynn

David W. Wynn
David W. Wynn

Steven W. Wynn
Steven W. Wynn

Quentin C. Winder
Quentin C. Winder, individually
and as Trustee of the Quentin C.
Winder Family Revocable Trust
Agreement dated June 2, 1977

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Marilyn K. Winder
Marilyn K. Winder, individually
and as Trustee of the Quentin C.
Winder Family Revocable Trust
Agreement dated June 2, 1977

"Grantee"

Richard W. Winder, Jr.
Richard W. Winder, Jr.

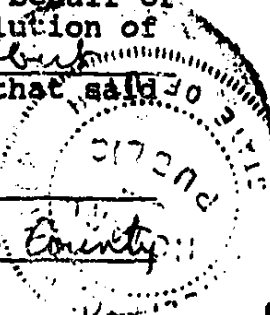
Debi Buchanan Winder
Debi Buchanan Winder

STATE OF UTAH)
:ss.
County of Salt Lake)

On this 24th day of January, 1987, personally appeared
before me Robert W. Winder, who being by
me duly sworn (or affirmed) did say that he is the
Secretary of Winder Dairy, Inc., a Utah
corporation, and that the said instrument was signed in behalf of
said corporation, by authority of its by-laws or a resolution of
its board of directors as the case may be, and said Robert
W. Winder acknowledged to me that said
corporation executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County



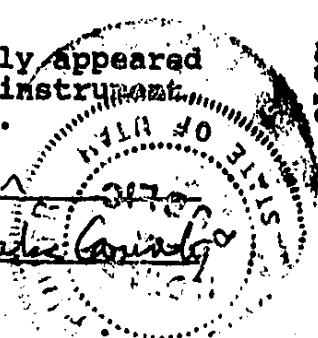
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STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared
before me Blake D. Robinson, the signer of the above instrument
who duly acknowledged to me that he executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County

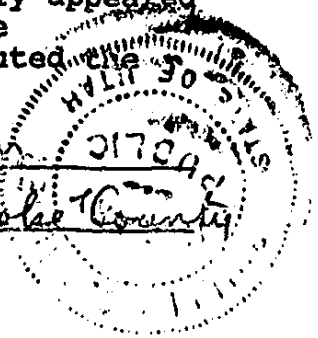


STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Kathryn W. Robinson, the signer of the above instrument, who duly acknowledged to me that she executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County

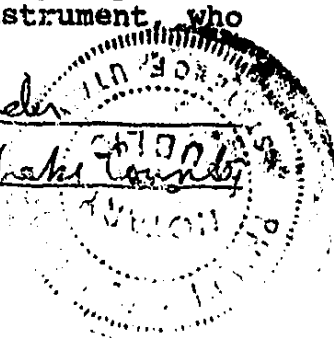


STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Willis D. Wynn, the signer of the above instrument, who duly acknowledged to me that he executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County

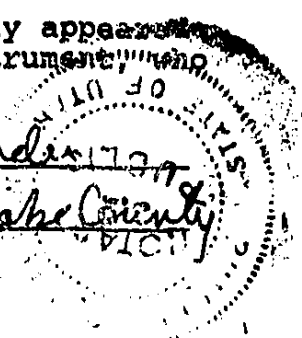


STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Marion W. Wynn, the signer of the above instrument, who duly acknowledged to me that she executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County

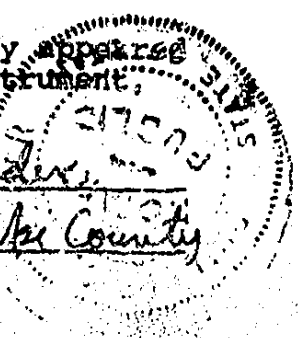


STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Edwin C. Winder, the signer of the above instrument, who duly acknowledged to me that he executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County



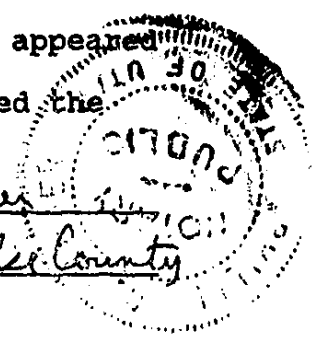
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STATE OF UTAH)
 :ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Gwendolyn L. Winder, the signer of the above instrument, who duly acknowledged to me that she executed the same.

My commission expires:
March 20, 1990

Phillips Winder
NOTARY PUBLIC
Residing at: Salt Lake County

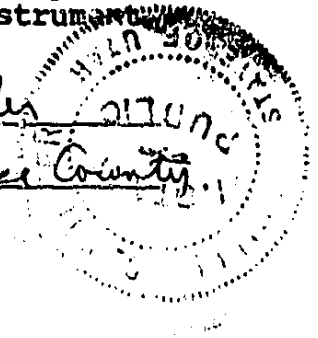


STATE OF UTAH)
 :ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Richard W. Winder, the signer of the above instrument, who duly acknowledged to me that he executed the same.

My commission expires:
March 20, 1990

Phillips Winder
NOTARY PUBLIC
Residing at: Salt Lake County

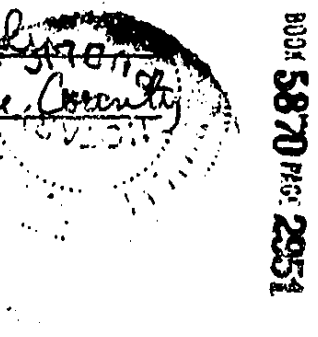


STATE OF UTAH)
 :ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Barbara W. Winder, the signer of the above instrument, who duly acknowledged to me that she executed the same.

My commission expires:
March 20, 1990

Phillips Winder
NOTARY PUBLIC
Residing at: Salt Lake County



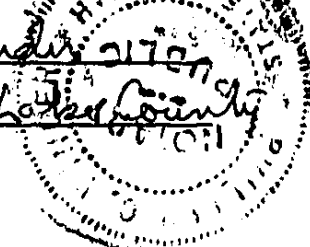
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STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Kristine W. Matthews, the signer of the above instrument, who duly acknowledged to me that she executed the same.

My commission expires:
March 20, 1990

Phillip Wender
NOTARY PUBLIC
Residing at: Salt Lake County

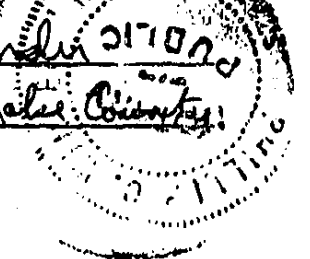


STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Barbara W. Dunn, the signer of the above instrument, who duly acknowledged to me that she executed the same.

My commission expires:
March 20, 1990

Phillip Wender
NOTARY PUBLIC
Residing at: Salt Lake County

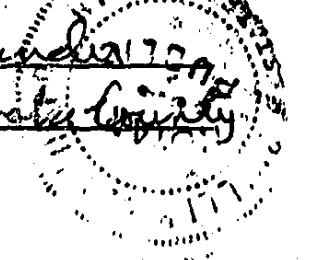


STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Thomas W. Wynn, the signer of the above instrument, who duly acknowledged to me that he executed the same.

My commission expires:
March 20, 1990

Phillip Wender
NOTARY PUBLIC
Residing at: Salt Lake County

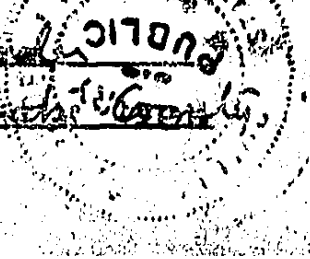


STATE OF UTAH)
:ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me David W. Wynn, the signer of the above instrument, who duly acknowledged to me that he executed the same.

My commission expires:
March 20, 1990

Phillip Wender
NOTARY PUBLIC
Residing at: Salt Lake County



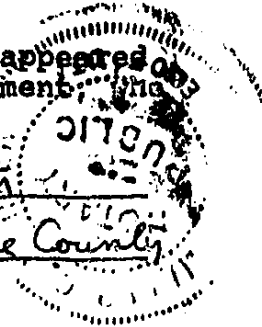
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STATE OF UTAH)
:SS.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared
before me Steven W. Wynn, the signer of the above instrument, who
duly acknowledged to me that he executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County

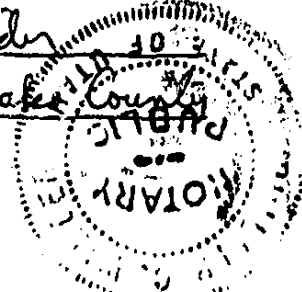


STATE OF UTAH)
:SS.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared
before me Quentin C. Winder, individually and as trustee of the
Quentin C. Winder Family Revocable Trust Agreement dated June 2,
1977, the signer of the above instrument, who duly acknowledged
to me that he executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County

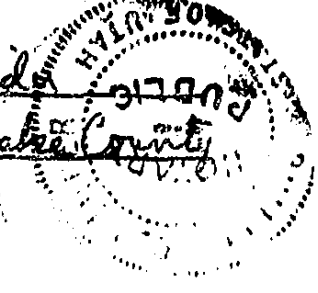


STATE OF UTAH)
:SS.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared
before me Marilyn K. Winder, individually and as Trustee of the
Quentin C. Winder Family Revocable Trust Agreement dated June 2,
1977, the signer of the above instrument, who duly acknowledged
to me that she executed the same.

My commission expires:
March 20, 1990

Phillip Winder
NOTARY PUBLIC
Residing at: Salt Lake County



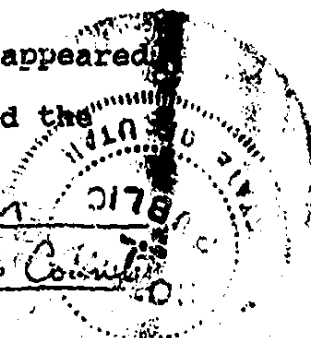
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STATE OF UTAH)
) ss.
County of Salt Lake)

On the 24th day of January, 1987, personally appeared before me Debi Buchanan Winder, the signer of the above instrument, who duly acknowledged to me that she executed the same.

My commission expires:
March 20, 1990

Phillips B. Winder
NOTARY PUBLIC
Residing at: Salt Lake County



State of Utah
County of Salt Lake

On the 24th day of January, 1987, personally appeared before me Richard W. Winder, Jr., the signer of the above instrument, who duly acknowledged to me that he executed the same.

My commission expires
March 20, 1990

Phillips B. Winder
Notary Public
Residing at Salt Lake County



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