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RIGHT OF WAY AND EASEMENT AGREEMENT

6110736

The Right of Way and Easement Agreement is made and entered into this 26<sup>th</sup> day of June, 1995, by and between BLAKE D. ROBINSON and KATHRYN W. ROBINSON, WILLIS D. WYNN and MARION W. WYNN, EDWIN C. (NED) WINDER and GWENDOLYN L. WINDER, RICHARD W. WINDER and BARBARA W. WINDER, THOMAS W. WYNN and JANALEE M. WYNN, individually, all hereinafter sometimes collectively referred to as "Grantors", and WINDER DAIRY, INC., hereinafter sometimes referred to as "Grantee".

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, 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 Dairy Parcel", and which is more particularly described as follows:

Beginning at a point on the Quarter Section Line; said point being S00 01'25"W, 1062.784 feet from the North 1/4 Corner of Section 6, Township 2 South, Range 1 West Salt Lake Base and Meridian; Running thence East, 354.048 feet; thence S00 29'45"W, 25.282 feet to an existing fence; thence S00 29'45"W, 129.10 feet to an existing fence corner; thence following an existing chain link fence the following courses; S03 10'21"W, 180.66 feet; thence S03 23'00"W, 199.05 feet; thence S78 37'03"W, 18.87 feet; thence N85 33'53"W, 40.39 feet; thence N85 15'18"W, 49.29 feet; thence N81 28'26"W, 38.97 feet; thence N70 50'37"W, 40.03 feet; thence N74 29'02"W, 20.05 feet; thence N81 42'04"W, 30.10 feet; thence N85 07'20"W, 50.26 feet; thence

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N88 26'00"W, 76.84 feet; thence N00 27'53"E, 219.17 feet; thence N00 21'54"W, 136.72 feet; thence N01 40'16"E, 21.29 feet; thence N28 31'20"E, 9.53 feet; thence N01 14'49"E, 39.52 feet; thence N34 54'44"E, 3.89 feet; thence S81 12'46"E, 20.314 feet to the Quarter Section Line; thence N00 01'25"E, 69.858 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 promises 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, as per Attachment A.

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"

Blake D. Robinson  
Blake D. Robinson

BK 7177 PG 2310

Kathryn W. Robinson  
Kathryn W. Robinson

Willis D. Wynn  
Willis D. Wynn

Marion W. Wynn  
Marion W. Wynn

Edwin C. "Red" Winder Sr.  
Edwin C. Winder

Gwendolyn L. Winder  
Gwendolyn L. Winder

Richard W. Winder  
Richard W. Winder

Barbara W. Winder  
Barbara W. Winder

Thomas W. Wynn  
Thomas W. Wynn

Janalee M. Wynn  
Janalee M. Wynn

"Grantee"

Bondson M. Loville PRES  
WINDER DAIRY, INC.

BK 7177P62311

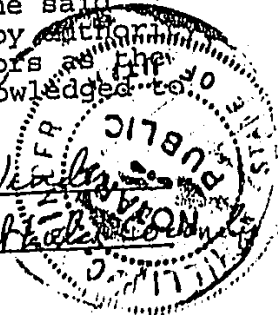
STATE OF UTAH )  
  ) SS  
County of Salt Lake )

On this 28th day of June, 1995, personally appeared before me Gordon M. Hiddle, who being by me duly sworn (or affirmed) did say that he is the President of Winder Dairy, Inc., a Utah corporation, and that the said instrument was signed in behalf of said corporation, by ~~affirmation~~ of its by-laws or a resolution of its board of directors as the case may be, and said Gordon M. Hiddle acknowledged to me that said corporation executed the same.

My commission expires:  
March 20, 1998

Phillip B. Winder  
NOTARY PUBLIC

Residing at: Salt Lake County



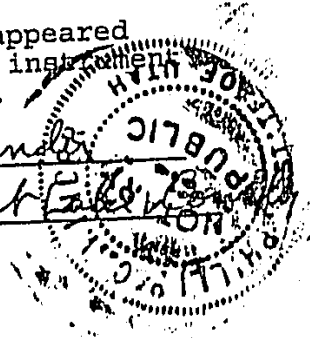
STATE OF UTAH )  
  ) SS  
County of Salt Lake )

On the 28th day of June, 1995, 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, 1998

Phillip B. Winder  
NOTARY PUBLIC

Residing at: Salt Lake County



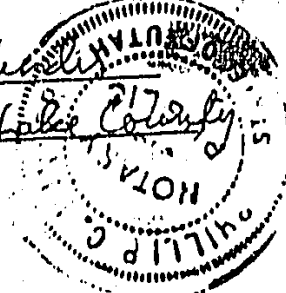
STATE OF UTAH )  
  ) SS  
County of Salt Lake )

On the 28th day of June, 1995, personally appeared before me Kathryn W. Robinson, the signer of the above instrument who duly acknowledged to me that he executed the same.

My commission expires:  
March 20, 1998

Phillip B. Winder  
NOTARY PUBLIC

Residing at: Salt Lake County




STATE OF UTAH )  
                      ) SS  
County of Salt Lake )

On the 28th day of June, 1995, personally appeared before me Willis D. Wynn, the signer of the above instrument who duly acknowledged to me that be executed the same.

My commission expires:  
March 20, 1998

Phillip Winder  
NOTARY PUBLIC  
Residing at: Salt Lake County




STATE OF UTAH )  
                      ) SS  
County of Salt Lake )

On the 28th day of June, 1995, personally appeared before me Marion W. Wynn, the signer of the above instrument who duly acknowledged to me that be executed the same.

My commission expires:  
March 20, 1998

Phillip Winder  
NOTARY PUBLIC  
Residing at: Salt Lake County




STATE OF UTAH )  
                      ) SS  
County of Salt Lake )

On the 28th day of June, 1995, personally appeared before me Edwin C. Winder, the signer of the above instrument who duly acknowledged to me that be executed the same.

My commission expires:  
March 20, 1998

Phillip Winder  
NOTARY PUBLIC  
Residing at: Salt Lake County



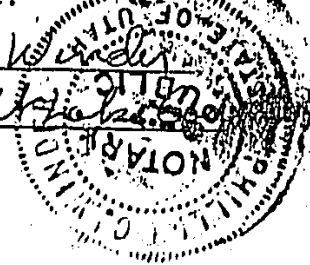
BK 7177PG2313

STATE OF UTAH )  
  ) SS  
County of Salt Lake )

On the 28<sup>th</sup> day of June, 1995, personally appeared before me Gwendolyn L. Winder, the signer of the above instrument who duly acknowledged to me that be executed the same.

My commission expires:  
March 20, 1998

Phillip Winder  
NOTARY PUBLIC  
Residing at: Salt Lake City

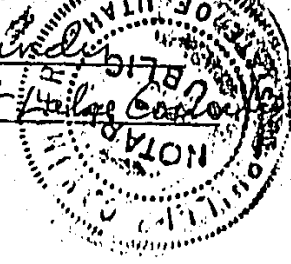


STATE OF UTAH )  
  ) SS  
County of Salt Lake )

On the 28<sup>th</sup> day of June, 1995, personally appeared before me Richard W. Winder, the signer of the above instrument who duly acknowledged to me that be executed the same.

My commission expires:  
March 20, 1998

Phillip Winder  
NOTARY PUBLIC  
Residing at: Salt Lake City

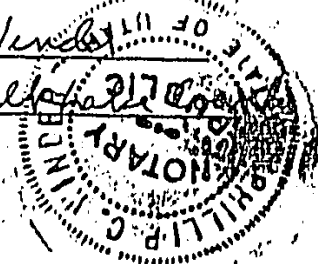


STATE OF UTAH )  
  ) SS  
County of Salt Lake )

On the 28<sup>th</sup> day of June, 1995, personally appeared before me Barbara W. Winder, the signer of the above instrument who duly acknowledged to me that be executed the same.

My commission expires:  
March 20, 1998

Phillip Winder  
NOTARY PUBLIC  
Residing at: Salt Lake City

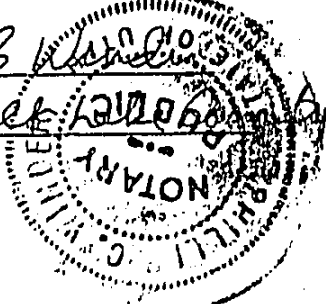


STATE OF UTAH )  
  SS  
County of Salt Lake )

On the 28th day of June, 1995, 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, 1998

*Phillip Wynn*  
NOTARY PUBLIC  
Residing at: Salt Lake County

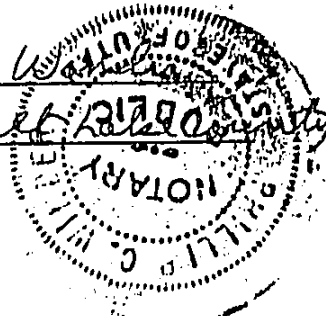


STATE OF UTAH )  
  SS  
County of Salt Lake )

On the 28th day of June, 1995, personally appeared before me Janalee M. Wynn, the signer of the above instrument who duly acknowledged to me that she executed the same.

My commission expires:  
March 20, 1998

*Phillip Wynn*  
NOTARY PUBLIC  
Residing at: Salt Lake County



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ATTACHMENT A

The Grantors, the property owners having residences along the Winder Dairy Lane, will agree to the Grantee's (Winder Dairy) request concerning the right of way based on the following objective: that the existing lane or right of way maintain its unique and traditional rural appearance.

To achieve that objective the following conditions are sought by the Grantors:

1. Current boundaries of the existing right of way will be determined and explained to the property owners prior to any further negotiations.

2. Any widening of the east or west side of the lane, or right of way, for traffic control, will be done only if specifically approved by the owners of the property across from which the widening is planned.

3. Any trimming or removing of trees, bushes or shrubbery on either side of the lane in front of any residences will be done only with that owner's express permission and such owner will have a consulting role in the cutting or trimming if they so desire.

4. The Grantee, Winder Dairy, will maintain the right of way including taking necessary steps (within the current year) to maintain the adjoining irrigation ditch in a natural manner free of waste and foreign matter, paving, and collecting and disposing of debris scattered along the right of way.

5. Any legal or maintenance expense required to implement this agreement will be the sole responsibility of the Grantee, Winder Dairy.

6. Representative of the Grantors (property owners) and the Grantee, (Winder Dairy) will meet semi-annually to mutually consider the problem, as agreement may provoke.

Signed *Barton M. Leeder*  
PRESIDENT WINDER DAIRY INC  
28 June 1995

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06/29/95 11:40 AM 31.00  
NANCY WORKMAN  
RECORDER, SALT LAKE COUNTY, UTAH  
GIL FULLER  
4400 N 4100 S SLC UT 84120  
REC BY: V ASHBY ,DEPUTY - WI

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