

Lease Page 1 of 6
Russell Shirts Washington County Recorder
10/15/2018 12:27:41 PM Fee \$25.00 By BINGHAM
SNOW & CALDWELL

WHEN RECORDED MAIL TO:

SPR Holdings Washington LLC
Attention: Clark Kelsey
159 South 400 West
St. George, UT 84770

Effects Portions of Parcel No W-209-D-1

MEMORANDUM OF SUBLEASE

THIS MEMORANDUM OF SUBLEASE ("Memorandum") dated this 12th day of October, 2018 is entered into between **SPR HOLDINGS WASHINGTON LLC**, a Utah limited liability company ("Sublessor") and **TERRIBLE HERBST WASHINGTON UT, LLC**, a Utah limited liability company ("Sublessee").

1. Premises. For the term and upon the provisions set forth in that certain 2nd Amended and Restated Ground Sublease Agreement for Commerce and Hospitality Center at Washington Commons dated effective October 12, 2018 by and between Sublessor and Sublessee (the "Sublease"), all of which provisions are specifically made a part hereof as if set out in full herein, Sublessor leases to Sublessee and Sublessee leases from Sublessor the real property legally described in *Exhibit A* attached hereto and incorporated herein by this reference (the "Property"), which property is known to be a portion of Parcel Number W-209-D-1, together with all rights, privileges and easements appurtenant to the Property.

2. Term. The initial term of the Sublease is scheduled to terminate upon such date as shall be twenty (20) years from the Commencement Date of the Sublease unless sooner terminated or extended as provided or permitted in the Sublease. Pursuant to the Sublease, the Commencement Date can occur no later than March 31, 2019 and thus termination date of the initial term of the Sublease, unless amended, may be no later than March 31, 2039.

3. Right to Extend. Sublessee has the right to extend and renew the Sublease for five (5) successive and additional periods of five (5) years each, provided Sublessee is not then in default under the Sublease.

4. Definitions. Any capitalized terms used but not defined herein shall have the meaning given to them in the Sublease.

5. Purpose of Memorandum. This Memorandum is solely for the purpose of giving constructive notice of the Sublease. In the event of a conflict between the terms of the Sublease and this Memorandum, the terms of the Sublease shall govern and control.

[Signatures and acknowledgements appear on following page.]

IN WITNESS WHEREOF, the parties hereto have respectively executed this Memorandum of Sublease effective as of the date first written above.

SUBLESSOR:

SPR HOLDINGS WASHINGTON LLC
a Utah limited liability company

By: [Signature]
Clark Kelsey, Manager

SUBLESEE:

TERRIBLE HERBST WASHINGTON UT, LLC, a Utah limited liability company

By: [Signature]
Tim Herbst, Manager

STATE OF UTAH)
) ss.
COUNTY OF WASHINGTON)

On this 12 day of October, 2018, before me personally appeared Clark Kelsey, whose identity is personally known to or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that he is the Manager of SPR HOLDINGS WASHINGTON LLC, and that the foregoing document was signed by him on behalf of that entity by authority of its Operating Agreement or of a resolution of its managers and/or members, and he acknowledged to me that the entity executed the same and the document was the act of the entity for its stated purpose.

STATE OF ~~UTAH~~ Nevada)
) ss.
COUNTY OF ~~WASHINGTON~~ Clark)

[Signature]
NOTARY PUBLIC AMIRA HALL
Notary Public, State of Utah
Commission # 895046
My Commission Expires On
May 15, 2021

On this 12 day of October, 2018, before me personally appeared Tim Herbst, whose identity is personally known to or proved to me on the basis of satisfactory evidence, and who, being by me duly sworn (or affirmed), did say that he is a Manager of TERRIBLE HERBST WASHINGTON UT, LLC, and that the foregoing document was signed by him on behalf of that entity by authority of its Operating Agreement or of a resolution of its managers and/or members, and he acknowledged before me that the entity executed the same and the document was the act of the entity for its stated purpose.


ALICIA NECOCHAN
Notary Public, State of Nevada
Appointment No. 0533958-1
My Appt. Expires 04/30/2021

[Signature]
NOTARY PUBLIC

EXHIBIT A**Legal Description of Subleased Property****THE LEASEHOLD ESTATE OF THE FOLLOWING PROPERTY:****PARCEL 1**

BEGINNING AT A POINT THAT LIES NORTH $01^{\circ}06'01''$ EAST 1201.08 FEET AND NORTH $90^{\circ}00'00''$ WEST 201.50 FEET, FROM THE SOUTH QUARTER CORNER OF SECTION 12, TOWNSHIP 42 SOUTH, RANGE 15 WEST, SALT LAKE BASE AND MERIDIAN, WASHINGTON CITY, WASHINGTON COUNTY, UTAH, AND RUNNING THENCE NORTH $18^{\circ}10'01''$ WEST 259.49 FEET TO THE SOUTH RIGHT-OF-WAY LINE OF COMMERCE BOULEVARD (ALSO KNOWN AS 1100 EAST STREET), THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIVE (5) COURSES AND DISTANCES: 1 - EASTERLY ALONG A 1460.00 FOOT RADIUS NON-TANGENT CURVE TO THE RIGHT, (LONG CHORD BEARS NORTH $73^{\circ}03'16''$ EAST A DISTANCE OF 63.30 FEET, CENTER POINT LIES SOUTH $18^{\circ}11'16''$ EAST), THROUGH A CENTRAL ANGLE OF $02^{\circ}29'04''$ A DISTANCE OF 63.30 FEET; 2 - NORTH $78^{\circ}44'25''$ EAST 141.98 FEET; 3 - NORTH $15^{\circ}42'12''$ WEST 0.47 FEET; 4 - NORTH $74^{\circ}17'54''$ EAST 155.52 FEET; 5 - EASTERLY ALONG A 35.50 FOOT RADIUS CURVE TO THE RIGHT, (LONG CHORD BEARS SOUTH $78^{\circ}16'32''$ EAST A DISTANCE OF 51.13 FEET, CENTER POINT LIES SOUTH $15^{\circ}42'07''$ EAST), THROUGH A CENTRAL ANGLE OF $54^{\circ}51'11''$ A DISTANCE OF 53.13 FEET TO A POINT ON WEST RIGHT-OF-WAY OF WASHINGTON PARKWAY, THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIVE (5) COURSES AND DISTANCES: 1 - SOUTHEASTERLY ALONG A 129.50 FOOT RADIUS REVERSE CURVE TO THE LEFT, (LONG CHORD BEARS SOUTH $58^{\circ}34'10''$ EAST A DISTANCE OF 34.79 FEET, CENTER POINT LIES NORTH $39^{\circ}09'04''$ EAST), THROUGH A CENTRAL ANGLE OF $15^{\circ}26'28''$ A DISTANCE OF 34.90 FEET; 2 - SOUTHEASTERLY ALONG A 85.50 FOOT RADIUS REVERSE CURVE TO THE RIGHT, (LONG CHORD BEARS SOUTH $40^{\circ}59'44''$ EAST A DISTANCE OF 73.06 FEET, CENTER POINT LIES SOUTH $23^{\circ}42'36''$ WEST), THROUGH A CENTRAL ANGLE OF $50^{\circ}35'20''$ A DISTANCE OF 75.49 FEET; 3 - SOUTH $15^{\circ}42'04''$ EAST 83.89 FEET; 4 - SOUTH $74^{\circ}17'56''$ WEST 7.00 FEET; 5 - SOUTH $15^{\circ}42'04''$ EAST 51.00 FEET, THEN LEAVING SAID RIGHT-OF-WAY AND RUNNING SOUTH $74^{\circ}17'06''$ WEST 442.46 FEET TO THE POINT OF BEGINNING. CONTAINING 111,360 SQUARE FEET OR 2.56 ACRES.

RESERVING THEREFROM THE FEE SIMPLE ESTATE HOLDER'S RIGHT TO GRANT NON-EXCLUSIVE RIGHT OF WAY EASEMENTS FOR INGRESS, EGRESS, UTILITIES AND DRAINAGE OVER THE FOLLOWING PORTION OF THE ABOVE-DESCRIBED PARCEL:

A RIGHT-OF-WAY, WITH VARYING WIDTHS, LOCATED IN THE SOUTHWEST QUARTER OF SECTION 12, TOWNSHIP 42 SOUTH, RANGE 15 WEST, SALT LAKE BASE AND MERIDIAN, WASHINGTON COUNTY, UTAH, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF COMMERCE BOULEVARD, SAID POINT LIES THENCE NORTH $01^{\circ}06'01''$ EAST ALONG THE SECTION LINE 1456.58 FEET AND NORTH $88^{\circ}53'59''$ WEST 243.77 FEET, FROM THE SOUTH QUARTER CORNER SAID SECTION 12; RUNNING THENCE SOUTHWESTERLY ALONG A 20.00 FOOT RADIUS CURVE TO THE LEFT, (LONG CHORD BEARS SOUTH $27^{\circ}44'30''$ WEST A DISTANCE OF 28.71 FEET, CENTER POINT LIES SOUTH $16^{\circ}23'46''$ EAST),

THROUGH A CENTRAL ANGLE OF $91^{\circ}43'28''$ A DISTANCE OF 32.02 FEET; THENCE SOUTH $18^{\circ}07'14''$ EAST 32.09 FEET; THENCE SOUTH $15^{\circ}52'51''$ EAST 126.24 FEET; THENCE SOUTH $18^{\circ}09'50''$ EAST 72.97 FEET; THENCE NORTH $74^{\circ}17'42''$ EAST 12.18 FEET; THENCE SOUTH $15^{\circ}29'03''$ EAST 8.47 FEET; THENCE SOUTH $74^{\circ}17'42''$ WEST 31.75 FEET; THENCE NORTH $18^{\circ}19'01''$ WEST 259.49 FEET TO SAID SOUTH RIGHT-OF-WAY; THENCE EASTERLY ALONG SAID LINE AND ALONG A 1460.00 FOOT RADIUS NON-TANGENT CURVE TO THE RIGHT, (LONG CHORD BEARS NORTH $72^{\circ}42'29''$ EAST A DISTANCE OF 45.65 FEET, CENTER POINT LIES SOUTH $18^{\circ}11'16''$ EAST), THROUGH A CENTRAL ANGLE OF $01^{\circ}47'29''$ A DISTANCE OF 45.65 FEET TO THE POINT OF BEGINNING.

IN FAVOR OF FUTURE HOLDERS OF LEASEHOLD ESTATES AND ESTATES IN FEE SIMPLE OF PROPERTY MORE PARTICULARLY DESCRIBED AS:

BEGINNING AT THE NORTH QUARTER CORNER OF SECTION 13, TOWNSHIP 42 SOUTH, RANGE 15 WEST, SALT LAKE BASE AND MERIDIAN AND RUNNING THENCE S $0^{\circ}54'24''$ W ALONG THE CENTER SECTION LINE 116.31 FEET; THENCE S $80^{\circ}01'27''$ W 447.04 FEET; THENCE S $0^{\circ}54'24''$ W 518.66 FEET; THENCE N $88^{\circ}58'02''$ W 830.02 FEET TO A POINT ON THE EAST RIGHT-OF-WAY OF 1000 EAST STREET; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING THREE (3) COURSES; (1) N $1^{\circ}01'58''$ E 102.26 FEET; (2) THENCE N $24^{\circ}36'40''$ E 25.00 FEET; (3) THENCE N $1^{\circ}01'58''$ E 100.00 FEET TO A POINT ON THE SOUTH BOUNDARY OF AUTUMN PARK MINOR SUBDIVISION, RECORDED AND ON FILE IN THE OFFICE OF THE WASHINGTON COUNTY RECORDER, STATE OF UTAH; THENCE ALONG SAID SUBDIVISION THE FOLLOWING TWO (2) COURSES; (1) S $88^{\circ}29'19''$ E 242.30 FEET; (2) THENCE N $1^{\circ}01'58''$ 177.00 FEET TO A POINT ON THE SOUTH BOUNDARY OF A PARCEL OF LAND MORE PARTICULARLY DESCRIBED IN WARRANTY DEED DOCUMENT NUMBER 20070027171, RECORDED AND ON FILE IN THE OFFICE OF THE WASHINGTON COUNTY RECORDER, STATE OF UTAH; THENCE ALONG THE BOUNDARY OF SAID PARCEL THE FOLLOWING THREE (3) COURSES; (1) S $88^{\circ}29'19''$ E 301.58 FEET; (2) THENCE $1^{\circ}05'22''$ E 690.30 FEET; (3) THENCE N $88^{\circ}54'09''$ W 526.24 FEET TO A POINT ON SAID EAST RIGHT-OF-WAY OF 1000 EAST STREET; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING TWENTYFOUR (26) COURSES; (1) N $1^{\circ}05'49''$ E 40.30 FEET TO A POINT ON A 25.00 FOOT NON-TANGENT RADIUS CURVE TO THE RIGHT WHICH RADIUS BEARS N $1^{\circ}05'49''$ E; (2) THENCE ALONG THE ARC OF SAID CURVE 41.61 FEET THROUGH A CENTRAL ANGLE OF $95^{\circ}22'25''$ TO A POINT ON A 690.00 FOOT RADIUS COMPOUND CURVE TO THE RIGHT; (3) THENCE ALONG THE ARC OF SAID CURVE 133.27 FEET THROUGH A CENTRAL ANGLE OF $11^{\circ}03'58''$ TO A POINT ON A 20.00 FOOT RADIUS COMPOUND CURVE TO THE RIGHT; (4) THENCE ALONG THE ARC OF SAID CURVE 32.76 FEET THROUGH A CENTRAL ANGLE OF $93^{\circ}51'04''$; (5) THENCE N $21^{\circ}23'15''$ E 50.00 FEET TO A POINT ON A 20.00 FOOT NON-TANGENT RADIUS CURVE TO THE RIGHT WICH RADIUS BEARS N $21^{\circ}23'15''$ E; (6) THENCE ALONG THE ARC OF SAID CURVE 32.76 FEET THROUGH A CENTRAL ANGLE OF $93^{\circ}51'04''$ TO A POINT ON A 690.00 FOOT RADIUS COMPOUND CURVE TO THE RIGHT; (7) THENCE ALONG THE ARC OF SAID CURVE 43.90 FEET THROUGH A CENTRAL ANGLE OF $3^{\circ}38'44''$ TO A POINT ON A 20.00 FOOT RADIUS COMPOUND CURVE TO THE RIGHT; (8) THENCE ALONG THE ARC OF SAID CURVE 6.44 FEET THROUGH A CENTRAL ANGLE OF $18^{\circ}27'31''$; (9) THENCE N $47^{\circ}20'34''$ E 36.46 FEET TO A POINT ON A 20.00 FOOT RADIUS CURVE TO THE LEFT; (10) THENCE ALONG THE ARC OF SAID CURVE 5.09 FEET THROUGH A CENTRAL ANGLE OF $14^{\circ}34'38''$ TO A POINT ON 678.00 FOOT RADIUS REVERSE CURVE TO THE RIGHT; (11) THENCE ALONG THE ARC OF SAID CURVE 136.34 FEET THROUGH A CENTRAL

ANGLE OF 11°31'19" TO A POINT ON A 20.00 FOOT RADIUS COMPOUND CURVE TO THE RIGHT; (12) THENCE ALONG THE ARC OF SAID CURVE 32.27 FEET THROUGH A CENTRAL ANGLE OF 92°26'19"; (13) THENCE N 46°43'33" E 50.00 FEET; (14) THENCE N 43°16'27" W 12.60 FEET TO A POINT ON A 20.00 FOOT RADIUS CURVE TO THE RIGHT; (15) THENCE ALONG THE ARC OF SAID CURVE 31.42 FEET THROUGH A CENTRAL ANGLE OF 90°00'00"; (16) THENCE N 46°43'33" E 259.16 FEET TO A POINT ON A 20.00 FOOT RADIUS CURVE TO THE RIGHT; (17) THENCE ALONG THE ARC OF SAID CURVE 31.65 FEET THROUGH A CENTRAL ANGLE OF 90°40'07"; (18) THENCE N 47°42'12" E 50.00 FEET TO A POINT ON A 20.00 FOOT NON-TANGENT CURVE TO THE RIGHT WHICH RADIUS BEARS N 47°23'40" E; (19) THENCE ALONG THE ARC OF SAID CURVE 32.04 FEET THROUGH A CENTRAL ANGLE OF 91°47'05" TO A POINT ON A 1460.00 FOOT COMPOUND CURVE TO THE RIGHT; (20) THENCE ALONG THE ARC OF SAID CURVE 640.04 FEET THROUGH A CENTRAL ANGLE OF 25°07'03"; (21) THENCE N 78°44'25" E 141.98 FEET; (22) THENCE N 13°42'12" W 0.47 FEET; (23) THENCE N 74°17'54" E 155.52 FEET TO A POINT ON A 55.50 FOOT RADIUS CURVE TO THE RIGHT; (24) THENCE ALONG THE ARC OF SAID CURVE 53.13 FEET THROUGH A CENTRAL ANGLE OF 54°51'11" TO A POINT ON A 129.50 FOOT NON-TANGENT REVERSE CURVE TO THE LEFT WHICH RADIUS BEARS N 39°14'57" E; (25) THENCE ALONG THE ARC OF SAID CURVE 34.90 FEET THROUGH A CENTRAL ANGLE OF 15°26'28" TO A POINT ON A 35.50 FOOT RADIUS COMPOUND CURVE TO THE RIGHT; (26) THENCE ALONG THE ARC OF SAID CURVE 75.49 FEET THROUGH A CENTRAL ANGLE OF 50°35'20"; SAID POINT ALSO BEING ON THE WEST RIGHT-OF-WAY OF WASHINGTON PARKWAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING THREE (3) COURSES; (1) S 15°42'04" E 83.89 FEET; (2) THENCE S 74°17'56" W 7.00 FEET; (3) THENCE S 15°42'04" E 51.00 FEET; THENCE S 74°16'29" W 232.01 FEET; THENCE S 1°06'01" W 1258.05 FEET TO THE POINT OF BEGINNING. CONTAINS 1,811,258 SQUARE FEET OR 41.58 ACRES

PARCEL 2

A NON-EXCLUSIVE RIGHT OF WAY EASEMENT FOR INGRESS, EGRESS, DRAINAGE AND UTILITIES ACROSS PROPERTY DESCRIBED MORE PARTICULARLY DESCRIBED AS:

A RIGHT-OF-WAY WITH VARYING WIDTHS, LOCATED IN THE SOUTHWEST QUARTER OF SECTION 12, TOWNSHIP 42 SOUTH, RANGE 15 WEST, SALT LAKE BASE AND MERIDIAN, WASHINGTON COUNTY, UTAH, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT ON THE SOUTH RIGHT-OF-WAY LINE OF COMMERCE BOULEVARD, SAID POINT LIES THENCE NORTH 01°06'01" EAST ALONG THE SECTION LINE 1442.17 FEET AND NORTH 88°53'59" WEST 287.09 FEET, FROM THE SOUTH QUARTER CORNER SAID SECTION 12; RUNNING THENCE SOUTH 18°10'01" EAST 259.49 FEET; THENCE SOUTH 74°17'42" WEST 15.99 FEET; THENCE NORTH 18°10'02" WEST 165.07 FEET; THENCE NORTH 39°15'50" WEST 25.00 FEET; THENCE NORTH 18°09'50" WEST 49.69 FEET; THENCE NORTHWESTERLY ALONG A 20.00 FOOT RADIUS NON-TANGENT CURVE TO THE LEFT, (LONG CHORD BEARS NORTH 64°04'15" WEST A DISTANCE OF 28.73 FEET, CENTER POINT LIES SOUTH 71°50'10" WEST), THROUGH A CENTRAL ANGLE OF 91°48'56" A DISTANCE OF 32.05 FEET TO SAID SOUTH RIGHT-OF-WAY LINE, THENCE ALONG SAID LINE AND EASTERLY ALONG A 1460.00 FOOT RADIUS REVERSE CURVE TO THE RIGHT, (LONG CHORD BEARS NORTH 70°55'02" EAST A DISTANCE OF 45.61 FEET, CENTER POINT LIES SOUTH 19°58'40" EAST).

THROUGH A CENTRAL ANGLE OF $01^{\circ}47'24''$ A DISTANCE OF 45.61 FEET THE POINT OF BEGINNING.

IN FAVOR OF THE HOLDER OF THE LEASEHOLD ESTATE AND/OR ESTATE IN FEE SIMPLE OF PROPERTY DESCRIBED MORE PARTICULARLY AS:

BEGINNING AT A POINT THAT LIES NORTH $01^{\circ}06'01''$ EAST 1201.08 FEET AND NORTH $90^{\circ}00'00''$ WEST 201.50 FEET, FROM THE SOUTH QUARTER CORNER OF SECTION 12, TOWNSHIP 42 SOUTH, RANGE 15 WEST, SALT LAKE BASE AND MERIDIAN, WASHINGTON CITY, WASHINGTON COUNTY, UTAH, AND RUNNING THENCE NORTH $18^{\circ}10'01''$ WEST 259.49 FEET TO THE SOUTH RIGHT-OF-WAY LINE OF COMMERCE BOULEVARD (ALSO KNOWN AS 1100 EAST STREET), THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIVE (5) COURSES AND DISTANCES: 1 - EASTERLY ALONG A 1460.00 FOOT RADIUS NON-TANGENT CURVE TO THE RIGHT, (LONG CHORD BEARS NORTH $73^{\circ}03'16''$ EAST A DISTANCE OF 63.30 FEET, CENTER POINT LIES SOUTH $18^{\circ}11'16''$ EAST), THROUGH A CENTRAL ANGLE OF $02^{\circ}29'04''$ A DISTANCE OF 63.30 FEET; 2 - NORTH $78^{\circ}44'25''$ EAST 141.98 FEET; 3 - NORTH $15^{\circ}42'12''$ WEST 0.47 FEET; 4 - NORTH $74^{\circ}17'54''$ EAST 155.52 FEET; 5 - EASTERLY ALONG A 55.50 FOOT RADIUS CURVE TO THE RIGHT, (LONG CHORD BEARS SOUTH $78^{\circ}16'32''$ EAST A DISTANCE OF 51.13 FEET, CENTER POINT LIES SOUTH $15^{\circ}42'07''$ EAST), THROUGH A CENTRAL ANGLE OF $54^{\circ}51'11''$ A DISTANCE OF 53.13 FEET TO A POINT ON WEST RIGHT-OF-WAY OF WASHINGTON PARKWAY, THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIVE (5) COURSES AND DISTANCES: 1 - SOUTHEASTERLY ALONG A 129.50 FOOT RADIUS REVERSE CURVE TO THE LEFT, (LONG CHORD BEARS SOUTH $58^{\circ}34'10''$ EAST A DISTANCE OF 34.79 FEET, CENTER POINT LIES NORTH $39^{\circ}09'04''$ EAST), THROUGH A CENTRAL ANGLE OF $15^{\circ}26'28''$ A DISTANCE OF 34.90 FEET; 2 - SOUTHEASTERLY ALONG A 85.50 FOOT RADIUS REVERSE CURVE TO THE RIGHT, (LONG CHORD BEARS SOUTH $40^{\circ}59'44''$ EAST A DISTANCE OF 73.06 FEET, CENTER POINT LIES SOUTH $23^{\circ}42'36''$ WEST), THROUGH A CENTRAL ANGLE OF $50^{\circ}35'20''$ A DISTANCE OF 75.49 FEET; 3 - SOUTH $15^{\circ}42'04''$ EAST 83.89 FEET; 4 - SOUTH $74^{\circ}17'56''$ WEST 7.00 FEET; 5 - SOUTH $15^{\circ}42'04''$ EAST 51.00 FEET; THEN LEAVING SAID RIGHT-OF-WAY AND RUNNING SOUTH $74^{\circ}17'06''$ WEST 442.46 FEET TO THE POINT OF BEGINNING. CONTAINING 11,360 SQUARE FEET OR 2.56 ACRES.