

WHEN RECORDED, PLEASE RETURN TO:
Scott R. Wangsgard
57 West 200 South, #400
Salt Lake City, UT 84101

9293373
02/07/2005 09:50 AM \$20.00
Book - 9091 Pg - 8268-8272
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
SCOTT R WANGSGARD
57 W 200 S #400
SLC UT 84101
BY: SEM, DEPUTY - WI 5 P.

**GRANT OF EASEMENT AND
ASSIGNMENT OF RIGHTS**

This Grant of Easement and Assignment of Rights is made as of the 1 day of FEBRUARY, 2005, by TEMPE EXPRESS, LLC, a Utah limited liability company ("Tempe"), and INTERMOUNTAIN FARMERS ASSOCIATION, a Utah corporation ("IFA").

WHEREAS, Tempe is the owner of certain real property located at 1882 West 12600 South, City of Riverton, County of Salt Lake, State of Utah, more particularly described as:

Lot 2 of IFA Country Square Subdivision, amending Lot A of the Mountain America Riverton Subdivision and Lot 2 of the Wendy's International Riverton Subdivision, located in the Southwest Quarter of Section 27, Township 3 South, Range 1 West, Salt Lake Base and Meridian, and recorded in the Salt Lake County, Utah Recorder's Office as Entry No. 8621459 in Book of Plats 2003P, at Page 105 (the "Tempe Parcel");

27-27-379-013

WHEREAS, IFA is the owner of certain real property located at 1926 West 12600 South, City of Riverton, County of Salt Lake, State of Utah, more particularly described as:

All of Lot 7 of the IFA Country Square Subdivision, a subdivision being part of the Southern Quarter of Section 27, Township 3 South, Range 1 West, Salt lake Base and Meridian (the "IFA Parcel");

27-27-379-009

WHEREAS, Santa Fe Palms, LLC, a Utah limited liability company ("Santa Fe") is the owner of certain real property located at 1914 West 12600 South, City of Riverton, County of Salt Lake, State of Utah 84065, and more particularly described as:

Lot 3 of IFA Country Square Subdivision, amending Lot A of the Mountain America Riverton Subdivision and Lot 2 of the Wendy's International Riverton Subdivision, located in the Southwest Quarter of Section 27, Township 3 South, Range 1 West, Salt Lake Base and Meridian, and recorded in the Salt Lake County, Utah Recorder's Office as Entry No. 8621459 in Book of Plats 2003P, at Page 105 (the "Santa Fe Parcel").

27-27-379-012

WHEREAS, IFA claims certain rights to maintain signage on the Santa Fe Parcel under the terms of that certain Declaration of Restrictions and Grant of Easements, recorded in the Office of the Salt Lake County Recorder, as Entry No. 8675263, in Book 811, at Pages 1183-1206, and recorded on June 4, 2003 (the "Declaration"), as amended by Amendment to Declaration of Restrictions and Grant of Easements, recorded in the Office of the Salt Lake County Recorder, as Entry No. 8995175, in Book 8953, at Pages 8583-8590, and recorded on the 3rd of March, 2004 (the "Amended Declaration").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto grant, convey and assign the rights and privileges hereinafter set forth.

1. Tempe hereby grants to IFA, for so long as it owns the IFA Parcel, an easement under, through and across the common area (as that term is defined in the Declaration) of the Tempe Parcel, for the purpose of installing and/or maintaining utility lines to service and for construction and maintenance of a free-standing pylon sign at the location indicated on the site plan depicting the Tempe Parcel, attached hereto as Exhibit "A".

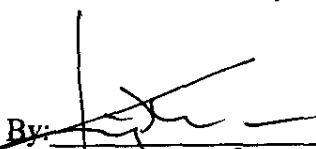
2. The easement hereby conveyed shall run with the land, shall be for the benefit of the IFA Parcel, and shall burden the Tempe Parcel, and shall be binding upon the owners of the parcels affected hereby, their heirs, successors and assigns, and all who shall hereafter acquire title to such parcel.

3. IFA for itself, its heirs, successors and assigns hereby grants, conveys and assigns to Santa Fe, its heirs, successors and assigns all of IFA's right, title and interest to construct and maintain a free-standing sign in the IFA Shopping Center (as that term is defined in the Declaration), as provided by the Declaration, with the location of such sign as indicated by the site plan attached to the Amended Declaration as Exhibit "C" thereto.

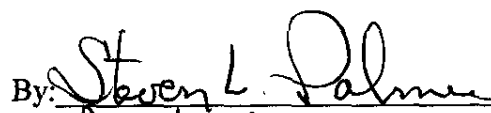
4. Santa Fe, by its execution hereof, hereby accepts the assignment of rights granted by IFA in paragraph 3 hereof.

IN WITNESS WHEREOF, the parties have executed this Grant of Easement and Assignment of Rights, effective the date first set forth above.

TEMPE EXPRESS, LLC,
a Utah limited liability company

By: 
Its: PARTNER

INTERMOUNTAIN FARMERS
ASSOCIATION, a Utah corporation,

By: 
Its: President

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

On the 2 day of February, 2005, personally appeared before me
KIP WADSWORTH, who being by me duly sworn did say that he/she is the
PARTNER of Santa Fe Palms, LLC, a Utah limited liability company, and that the
within and foregoing instrument was signed in behalf of said company and said
KIP WADSWORTH duly acknowledged to me that said company executed the same.

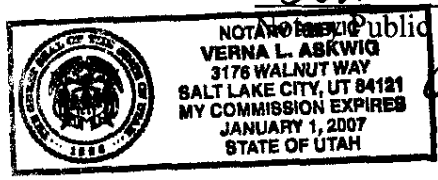
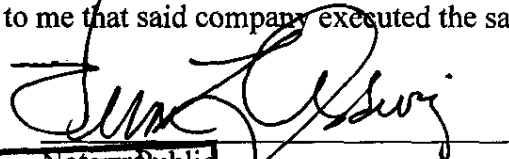
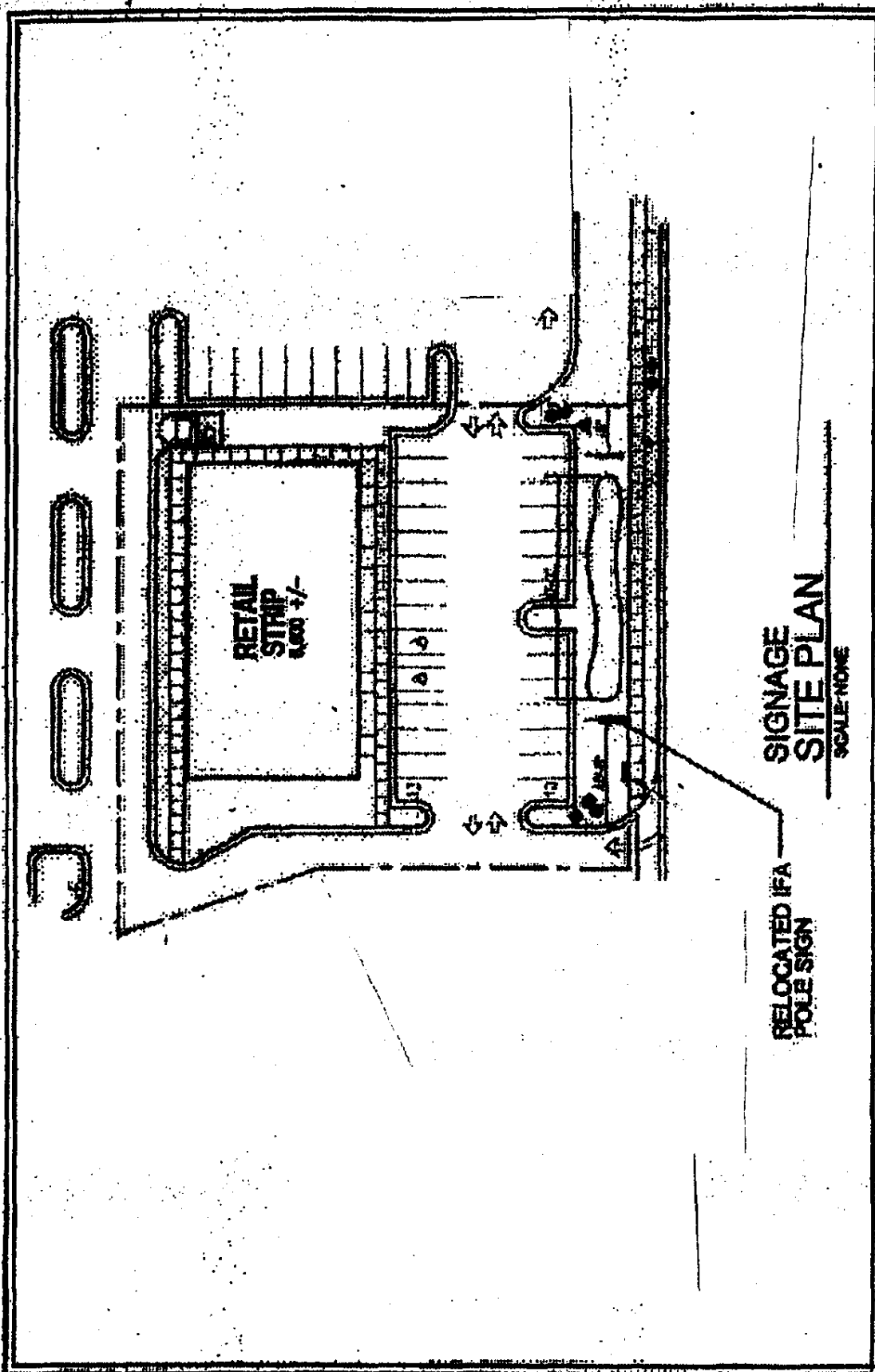


EXHIBIT A



**SIGNAGE
SITE PLAN**
SCALE: NONE

RELOCATED IFA
POLE SIGN