

**THIS DOCUMENT PREPARED BY
AND UPON RECORDING RETURN
TO:**

U.S. Bank National Association
Attn: Closing Audit Department
9918 Hibert Street, 2nd Floor
San Diego, CA 92131

MEMORANDUM OF LEASE

This Memorandum of Lease dated as of January 24, 2013 (date) is entered into between Silver Creek Properties, LLC ("Landlord") and Lewis Bus Group, Inc. ("Tenant").

Recitals

A. On or about January 24, 2013 (date of lease), Landlord and Tenant entered into a lease agreement ("Lease"), pursuant to which Landlord leased to Tenant and Tenant leased from Landlord property located at 1009 W. Recreation Way, North Salt Lake, UT 84054, APN No. 01-324-0003, and more particularly described in attached Exhibit A and incorporated by reference ("Premises").

For good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the parties agree as follows:

Section 1 - Term.

Landlord leases to Tenant the Premises for a term of 25 years commencing on February 1, 2013 and ending on January 31, 2034.

Section 2 - Lease Terms.

This lease of the Premises to Tenant is on all of the terms and conditions of the Lease, which is incorporated in this Memorandum by reference.

Section 3 - Assignment.

Tenant's rights and obligations under the Lease shall not be assigned without Landlord's prior written consent, and any assignment without this consent shall be void.

Section 4 - Successors and Assigns.

This Memorandum and the Lease shall bind and inure to the benefit of the parties and their respective heirs, successors, and assigns, subject, however, to the provisions of the Lease on assignment.

Section 5 - Governing Law.

This Memorandum and the Lease are governed by Utah Law.

Executed as of the date first written above.

LANDLORD:

Silver Creek Properties, LLC

By: 

Steve O. Lewis, Member of Silver Creek Properties, LLC

By: 

Deborah M. Lewis, Member of Silver Creek Properties, LLC

TENANT:

Lewis Bus Group, Inc.

By: 

Steve O. Lewis, President of Lewis Bus Group, Inc.

By: 

Richard K. Fillmore, Secretary of Lewis Bus Group, Inc.

STATE OF Utah)
) SS.
COUNTY OF Summit)

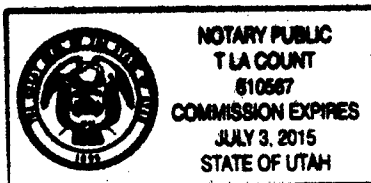
*Steve P. Lewis
for*

On 24 January 2013 before me, Steve P. Lewis ^{T La Count}, personally appeared Member of Silver Creek Properties, who 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.

I certify under PENALTY OF PERJURY under the laws of the State of ~~California~~ ^{Utah} that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Steve P. Lewis (Seal)



STATE OF Utah)
) SS.
COUNTY OF Summit)

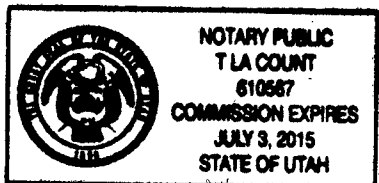
*Deborah M Lewis
for*

On 24 January 2013 before me, Deborah M Lewis ^{T La Count}, personally appeared Member of Silver Creek Properties, who 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.

I certify under PENALTY OF PERJURY under the laws of the State of ~~California~~ ^{Utah} that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Deborah M Lewis (Seal)



STATE OF Utah)
) SS.
COUNTY OF Summit)

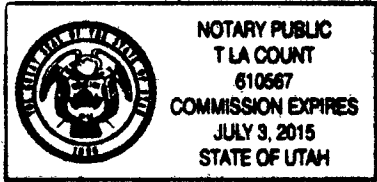
Steve O. Lewis

On 24 January 2013, before me, *T La Gunt* ^{sc}, ~~Steve O Lewis~~, personally appeared ~~President of Lewis Bus Group, Inc~~, who 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.

I certify under PENALTY OF PERJURY under the laws of the State of ~~California~~ ^{Utah} that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature *T La Gunt* (Seal)



STATE OF Utah)
) SS.
COUNTY OF *Salt Lake*)

On 1/25/13, before me, *Sophie McDougal*, personally appeared ~~Richard K Fillmore~~, who 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.

I certify under PENALTY OF PERJURY under the laws of the State of ~~California~~ ^{Utah} that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature *Sophie McDougal* (Seal)

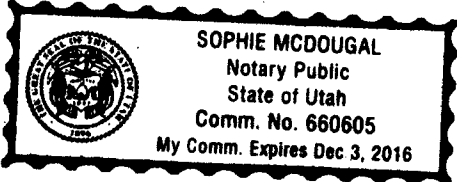


EXHIBIT A

Lot 3, outdoor recreation outlets, according to the official plat thereof on file and of record in the Davis county recorder's office.