

When recorded, return to:

Dan H. Matthews, Manager
Jordanelle Special Service District
P.O. Box 519
Heber City, Utah 84032

SPECIAL WARRANTY DEED
(Surface Estate Parcels)

UNITED PARK CITY MINES COMPANY, a Delaware corporation, at the address of P.O. Box 1450, Park City, Utah 84060, GRANTOR, for and in consideration of the sum of Ten Dollars (\$10.00) and other valuable consideration, does hereby convey and warrant against all persons claiming by, through, or under GRANTOR, but not otherwise, to JORDANELLE SPECIAL SERVICE DISTRICT, a special service district created by Wasatch County, State of Utah, at the address of P.O. Box 519, Heber City, Utah 84032, GRANTEE, the surface estate in and to the following tracts of land (hereinafter the "Surface Estate Parcels"), each of which is more fully described by a legal description attached hereto as Exhibit "A" and incorporated herein by reference, situated in Summit County and/or Wasatch County, State of Utah:

- (1) Ontario No. 2 Drain Tunnel Portal Parcel, which shall include the following sites:
 - (a) Water Treatment Plant Site;
 - (b) JSSD Office Site;
 - (c) JSSD Maintenance Building Site;
 - (d) JSSD Cooling Plant Site; and
 - (e) UPCMC Maintenance Building Site;
- (2) Pocatello Gulch Site, subject to Deer Valley Ski Lease, dated May 1, 1975, as amended;
- (3) 20-Acre Site at Richardson Flat for potential sludge disposal or handling area (hereinafter "Richardson Flat Site") subject to the Annexation and Development Agreement between Park City Municipal Corporation and GRANTOR dated June 24, 1999;
- (4) Ontario No. 3 Shaft Site;
- (5) Ontario No. 1 Portal Site; and

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- (6) Daly West Shaft Site, subject to the Annexation and Development Agreement Between Park City Municipal Corporation and GRANTOR, dated June 24, 1999;

and GRANTOR conveys and quitclaims to GRANTEE those non-exclusive easements specifically described in Exhibit "B" attached hereto and incorporated herein by reference for GRANTEE's access, both ingress and egress, to the Surface Estate Parcels;

EXCEPTING AND RESERVING UNTO THE GRANTOR, its successors and assigns, the mineral estate and all ores and minerals of whatever nature or character situated in, upon, or under the Surface Estate Parcels, including by way of example and without limitation, all liquid, solid and gaseous hydrocarbons, oil and natural gas, helium, carbon dioxide, coal and lignite, gold, silver, lead, zinc, copper, uranium, iron, precious, semi-precious and non-precious stones and jewels, and metalliferous and nonmetalliferous minerals, whether or not now known to exist or to have value, of whatever form or type, at whatever depth, in whatever nature of deposit, whether solid, semi-solid, liquid, or gaseous, whether similar or dissimilar to any of those enumerated;

FURTHER EXCEPTING AND RESERVING UNTO THE GRANTOR, its successors and assigns, the following: (1) a perpetual, general easement across the Ontario No. 2 Drain Tunnel Portal Parcel for GRANTOR's access to the portal of the Ontario No. 2 Drain Tunnel and for GRANTOR's use, operation, maintenance, and repair of existing utility lines; (2) a perpetual, general easement across the Ontario No. 3 Shaft Site for GRANTOR's access to the Ontario No. 3 Shaft and for GRANTOR's use, operation, maintenance, and repair of existing utility lines; (3) a perpetual, general easement across the Ontario No. 1 Portal Site for GRANTOR's access to the Ontario No. 1 Portal and for GRANTOR's use, operation, maintenance, and repair of existing utility lines, and for GRANTOR's use, operation, maintenance, and repair of GRANTOR's sewer line from the Ontario No. 1 Drain Tunnel across the portal of the Ontario No. 1 Drain Tunnel and the Ontario No. 1 Portal Site to connect GRANTOR's sewer line with the Snyderville Basin Water Reclamation District; and (4) a perpetual, general easement across the Daly West Shaft Site for GRANTOR's access to the Daly West Shaft for GRANTOR's use, operation, maintenance, and repair of existing utility lines; provided that GRANTOR, its successors and assigns, shall not take any action with respect to its reserved easements which will adversely and materially impact or interfere with GRANTEE's water rights or the surface estate of the Surface Estate Parcels.

GRANTOR conveys the Surface Estate Parcels subject to the following conditions, covenants, restrictions, and exceptions upon the following specific parcels of the Surface Estate Parcels:

- (1) Richardson Flat Site

GRANTOR conveys the surface estate of the Richardson Flat Site without any representation or warranty of suitability of the land for a potential sludge disposal or handling area and without any representation or warranty that GRANTEE will be able to

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obtain appropriate governmental approvals for sludge disposal or handling at the site. GRANTOR further conveys the Richardson Flat Site subject to GRANTEE's indemnification and agreement to hold GRANTOR harmless from any losses, claims, damages, and causes of action, including defense costs and legal fees, in connection with or arising directly or indirectly out of GRANTEE's activities on the potential sludge disposal or handling parcel at the Richardson Flat Site. GRANTOR further conveys the surface estate of the Richardson Flat Site with the following restrictions:

(a) That such parcel shall only be used by GRANTEE for a sludge disposal or handling area or for an alternative use with GRANTOR's prior written consent;

(b) That use of the Richardson Flat Site is subject to the Annexation and Development Agreement between Park City Municipal Corporation and GRANTOR dated June 24, 1999; and

(c) That the Richardson Flat Site must be maintained by GRANTEE in an aesthetically pleasing manner.

(2) Daly West Shaft Site

GRANTOR conveys the Daly West Shaft Site subject to the Annexation and Development Agreement between Park City Municipal Corporation and GRANTOR, dated June 24, 1999.

(3) Pocatello Gulch Site

GRANTOR conveys the Pocatello Gulch Site subject to the Deer Valley Ski Lease, dated May 1, 1975, as amended.

(4) Ontario No. 3 Shaft Site

GRANTOR conveys the Ontario No. 3 Shaft Site excepting and reserving unto the GRANTOR, its successors and assigns, all electrical and mechanical apparatus related to the mill or concentrator.

(5) Access Easement to Richardson Flat Site

GRANTOR's conveyance of an access easement for the Richardson Flat Site is limited to only such rights as GRANTOR has acquired by prescriptive use.

THIS SPECIAL WARRANTY DEED is also subject to the terms and provisions of that Agreement dated May 3, 2002, as amended, by and between GRANTOR and GRANTEE regarding the Surface Estate Parcels.

Exhibit "A"
to
SPECIAL WARRANTY DEED
(Surface Estate Parcels)

ONTARIO NO. 2 DRAIN TUNNEL SITE

A parcel of land located in the north half of Section 24, Township 2 South, Range 4 East, Salt Lake Base and Meridian.

Beginning at a point North 00°10'44" West 1643.47 feet along the Section Line and West 499.86 feet from the East Quarter Corner of Section 24, Township 2 South, Range 4 East, Salt Lake Base and Meridian; and running thence South 00°16'07" East 429.70 feet; thence South 85°09'48" East 160.26 feet; thence South 08°29'40" West 575.88 feet; thence South 88°34'24" West 303.22 feet; thence North 06°11'37" East 15.10 feet; thence North 05°40'53" West 31.31; thence South 15°55'40" West 7.17 feet to a point on the Easterly Line of Parcel No. JDR-HY-40-19:21: ET as described in a document recorded March 29, 1988 as Entry #145253 in Book 198, Pages 701-759, in the office of the Wasatch County Recorder; thence along said boundary line North 06°04'16" West 277.43 feet; thence North 76°25'02" West 148.66 feet to a point on the Westerly Line of the JDR-HY-40-19:21: ET parcel; thence along said westerly boundary line South 06°04'16" East 58.96 feet to a point on the northerly boundary line of the First Amended Record of Survey Plat Star Harbour Estates subdivision, Recorded August 14, 2001, as Entry #235915, Book 516, Page 692-711 in the office of the Wasatch County Recorder; thence along the northerly boundary line the following eleven (11) courses: 1) North 76°17'57" West 105.31 feet; thence 2) North 61°01'12" West 129.51 feet; thence 3) South 86°07'40" West 882.37 feet; thence 4) South 73°43'16" West 170.14 feet; thence 5) South 56°40'52" West 113.24 feet; thence 6) North 79°50'27" West 119.76 feet; thence 7) North 12°47'15" West 135.36 feet; thence 8) North 00°47'48" West 60.21 feet; thence 9) North 81°05'30" West 811.83 feet; thence 10) North 72°44'00" West 354.89 feet; thence 11) North 52°44'00" West 495.00 feet to a point on the northerly side line of the Thurman Mining Claim, Lot 155 in the Blue Ledge Mining District; thence along the northerly side line of the Thurman Mining Claim South 72°14'01" East (Deed South 72°30'00" East) 632.34 feet; thence along the northerly side line of the Morton Mining Claim, Lot 156 in the Blue Ledge Mining District South 87°14'01" East (Deed South 87°30'00" East) 1498.41 feet; thence along the northerly side line of the Non-Descript Mining Claim, Lot 157 in the Blue Ledge Mining District North 83°05'59" East 530.01 feet; thence North 00°08'09" West 267.01 feet; thence North 89°55'08" East 810.61 feet to the point of beginning.

Less and Excepting the following:

Beginning at a point North 00°10'44" West 694.48 feet along section line and West 684.10 feet from the East Quarter Corner of Section 24, Township 2 South, Range 4 East, Salt Lake Base and Meridian; and running thence North 06°22'48" West 179.76 feet to a point on a 25.00 foot curve to the right, of which the radius point bears North 83°37'12" East; thence easterly along the arc of said curve 44.40 feet through a central angle of 101°44'57"; thence South 84°37'51" East 94.49 feet; thence South 67°25'44" East 85.70 feet to a point on a 25.00 foot curve to the right, of which the radius point bears South 22°34'16" West; thence southerly along the arc of said curve 30.71 feet through a central angle of 70°23'08"; thence South 02°57'25" West 141.02 feet to a point on a 50.00 foot curve to the right, of which the radius point bears North 87°02'35" West;

thence westerly along the arc of said curve 70.54 feet through a central angle of 80°49'57";
thence South 83°47'22" West 66.65 feet to a point on a 50.00 foot curve to the right, of which the
radius point bears North 06°12'37" West; thence northwesterly along the arc of said curve 47.09
feet through a central angle of 53°57'32"; thence North 42°15'05" West 52.52 feet to the point of
beginning.

Description contains 31.73 acres, more or less

DESCRIPTION OF THE POCATELLO GULCH SITE

A description of a parcel of land in Wasatch County on the Westerly side of U. S Highway 40
and lying in McHenry Canyon near the Pioche Subdivision being more particularly described as
follows:

Beginning at a point common to Corner 4 of the Pioche No. 10 Lot 178 Lode Mining Claim said
corner being located South 76° 36' 21" West 6801.83 Feet more or less from the East Quarter
Corner of Section 24, Township 2 South, Range 4 East, Salt Lake Base and Meridian;

Thence South 676.77 Feet;
Thence North 69° 12' 11" East 226.34 Feet;
Thence South 2° 26' 49" East 210.70 Feet;
Thence South 69° 12' 11" West 235.96 Feet;
Thence South 289.72 Feet;
Thence North 81° 43' 0" East 213.87 Feet;
Thence North 4° 50' 00" West 139.09 Feet;
Thence North 85° 00' 10" East 1500 Feet along the southerly side line of the Ely No. 3 Amended
Load Mining Claim Mineral Survey No. 6707;
Thence North 6° 14' 54" East 175.28 Feet;
Thence North 9° 50' 40" West 200.72 Feet;
Thence South 81° 12' 00" West 359.82 Feet;
Thence North 00° 11' 45" West 535.65 Feet;
Thence North 78° 23' 19" East 1273.37 Feet;
Thence North 00° 4' 00" East 212.84 Feet;
Thence South 80° 15' 05" West 2606.76 Feet to the Point of Beginning.

Contains 42.37 Acres more or less.

RICHARDSON FLAT AREA PARCEL

A parcel of land located in the northeast quarter of Section 1, Township 2 South, Range 4 East,
Salt Lake Base and Meridian.

Beginning at a point on the southerly right-of-way line of Highway U-189 and located South
00°34'37" West 975.18 feet and East 3961.53 feet from the northeast corner of Section 2,

Township 2 South, Range 4 East, Salt Lake Base and Meridian; and running thence along the southerly right-of-way line of Highway U-189 the following three (3) courses: 1) North 88°34'36" East 82.10 feet to a right-of-way monument; thence 2) South 87°45'58" East 300.64 feet to a right-of-way monument; thence 3) 379.70 feet along the arc of a curve to the right having a radius of 1679.86 feet (chord bears South 78°04'35" East 378.90 feet) to a right-of-way monument located on the Summit-Wasatch County line; thence along the Summit-Wasatch County line South 15°43'12" East 622.62 feet; thence along the Summit-Wasatch County line South 30°02'07" West 491.28 feet to county monument 137; thence along the Summit-Wasatch County line South 07°49'47" East 152.51 feet; thence North 89°58'46" West 696.76 feet; thence North 1263.44 feet to the point of beginning.

DESCRIPTION OF THE ONTARIO NUMBER 3 SHAFT SITE

Beginning at a point located North 455.92 Feet and East 3370.90 Feet more or less from a section corner common to sections 20, 21, 28 and 29 in Township 2 South, Range 4 East, Salt Lake Base and Meridian;

Thence South 33° 42' 02" West 108.13 Feet;
Thence South 17° 51' 26" West 61.96 Feet;
Thence South 16° 15' 59" East 99.96 Feet;
Thence South 1° 29' 54" East 152.98 Feet;
Thence South 27° 26' 18" East 88.97 Feet;
Thence South 46° 01' 0" East 80.60 Feet;
Thence South 68° 45' 43" East 60.77 Feet;
Thence South 64° 9' 40" East 45.23 Feet;
Thence North 42° 51' 43" East 42.86 Feet;
Thence South 46° 15' 46" East 15.23 Feet;
Thence North 19° 6' 20" East 93.55 Feet;
Thence North 74° 22' 6" West 21.74 Feet;
Thence North 17° 56' 16" East 80.73 Feet;
Thence North 76° 40' 11" West 24.74 Feet;
Thence North 75° 59' 11" West 127.02 Feet;
Thence North 59° 2' 43" West 15.24 Feet;
Thence North 17° 47' 43" East 165.41 Feet;
Thence North 27° 21' 09" West 54.94 Feet;
Thence North 32° 42' 55" West 112.86 Feet;
Thence North 37° 7' 41" West 46.39 Feet to the point of beginning.

Contains 1.99 Acres more or less.

ONTARIO NO. 1 DRAIN TUNNEL SITE

A parcel of land located in the northeast quarter of Section 21, Township 2 South, Range 4 East,

Salt Lake Base and Meridian.

Beginning at a point South 00°42'00" West 103.99 feet along Section Line from the Southeast Corner of Section 16, Township 2 South, Range 4 East, Salt Lake Base and Meridian; and running thence along Section Line South 00°42'00" West 302.93 feet; thence North 67°57'05" West 34.80 feet; thence North 87°32'56" West 66.39 feet; thence North 87°51'28" West 59.56 feet; thence North 13°23'10" East 30.45 feet; thence North 12°06'30" East 22.16 feet; thence North 08°51'19" East 21.78 feet; thence North 06°15'58" East 18.72 feet; thence North 05°51'53" East 24.28 feet; thence North 02°23'42" East 20.48 feet; thence North 00°27'10" East 18.86 feet; thence North 01°17'32" West 18.80 feet; thence North 01°31'08" West 18.51 feet; thence North 02°57'25" West 33.87 feet; thence North 04°24'31" West 29.70 feet; thence North 03°21'06" West 29.20 feet; thence East 147.88 feet to the point of beginning.

Basis of Bearing for above description being South 00°30'11" West between the East Quarter Corner of Section 16 and the Southeast Corner of Section 16, Township 2 South, Range 4 East, Salt Lake Base and Meridian.

Description contains 0.96 acres, more or less.

DALY WEST MINE PARCEL

A parcel of land located in the southeast quarter of Section 29, Township 2 South, Range 4 East, Salt Lake Base and Meridian.

Beginning at a point North 00°30'49" West 2172.54 feet along Section Line and West 763.87 feet from the Southeast Corner of Section 29, Township 2 South, Range 4 East, Salt Lake Base and Meridian; and running thence North 64°05'11" East 70.70 feet; thence North 25°54'49" West 112.30 feet; thence South 64°05'11" West 70.70 feet; thence South 25°54'49" East 112.30 feet to the point of beginning.

Description contains 0.18 acres, more or less.

Exhibit "B"
to
SPECIAL WARRANTY DEED
(Surface Estate Parcels)

DESCRIPTION OF THE ACCESS ROAD EASEMENT
FOR THE POCATELLO GULCH PARCEL

This is the description for an easement across the access road to the Pioche Parcel consisting of a dirt road approximately 20 feet wide being 10 feet on either side of a centerline described as follows:

Beginning at a point located South 54° 36' 26" West 3169.85 feet more or less from the East Quarter Corner of Section 24, Township 2 South, Range 4 East, Salt Lake Base and Meridian said point also contiguous with the southwesterly frontage road off of the Mayflower Interchange of U. S Highway 40;

Thence South 37.90 Feet;
Thence South 26° 34' 27" East 135.60 Feet;
Thence South 2° 56' 11" West 148.01 Feet;
Thence South 33° 10' 09" East 339.57 Feet;
Thence South 10° 18' 26" East 84.75 Feet;
Thence South 37° 2' 34" East 270.64 Feet;
Thence South 37° 34' 46" West 62.17 Feet;
Thence South 15° 32' 2" West 70.80 Feet;
Thence South 46° 23' 11" East 335.15 Feet;
Thence South 45° 0' 46" West 69.69 Feet;
Thence South 61° 56' 11" West 128.90 Feet;
Thence South 82° 38' 6" West 443.47 Feet;
Thence South 83° 9' 40" West 95.47 Feet;
Thence North 76° 33' 25" West 358.64 Feet;
Thence South 81° 59' 32" West 516.89 Feet;
Thence North 70° 42' 23 " West 171.34 Feet;
Thence North 77° 41' 7" West 337.62 Feet;
Thence North 73° 24' 30" West 411.45 Feet;
Thence South 89° 0' 45" West 219.93 Feet;
Thence North 76° 28' 11" West 210.58 Feet;
Thence North 83° 12' 50" West 320.73 Feet;
Thence North 57° 44' 3" West 255.58 Feet;
Thence North 75° 58' 6" West 203.22 Feet;
Thence South 74° 28' 55" West 141.60 Feet;
Thence North 39° 6' 21" West 156.29 Feet;
Thence North 88° 43' 38" West 170.66 Feet;

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Thence North 35° 47' 19" West 196.38 Feet more or less to the Pioche Parcel.

**DESCRIPTION OF AN ACCESS EASEMENT
FOR THE RICHARDSON FLAT PARCEL
LOCATED IN SUMMIT COUNTY, UTAH**

An easement 20 feet wide being ten feet on either side of the centerline of an old roadway that begins at a point on the County Road located in the Richardson Flat area about 1.5 miles east of the U. S. Highway 40 overpass and about 0.5 miles from the Wasatch/Summit County line, said point lying East 3600.72 Feet and South 2893.79 Feet more or less from the section corner common to the Northeast Corner of Section 2 and the Northwest Corner of Section 1, Township 2 South range 4 East Salt Lake Base and Meridian;

Thence North 32° 28' 54" East 57.17 Feet;
Thence North 2° 32' 16" East 579.91 Feet;
Thence North 10° 53' 24" East 97.08 Feet;
Thence North 9° 5' 38" East 92.83 Feet;
Thence North 3° 22' 4" West 62.44 Feet;
Thence North 8° 44' 59" West 144.68 Feet;
Thence North 1° 30' 29" West 139.38 Feet;
Thence North 8° 58' 35" East 70.53 Feet;
Thence North 17° 56' 5" East 131.03 Feet;
Thence North 18° 58' 39" East 124.08 Feet;
Thence North 25° 1' 33" East 60.70 Feet;
Thence North 49° 46' 31" East 62.46 Feet;
Thence North 86° 11' 15" East 55.14 Feet;
Thence North 81° 52' 23" East 51.88 Feet;
Thence South 66° 2' 46" East 36.13 Feet more or less to the westerly side line of the Richardson Flat parcel.

DESCRIPTION OF AN ACCESS EASEMENT TO THE ONTARIO NO. 3 SHAFT SITE

A 25 foot wide easement for road access purposes the center line of which is described as follows:

Beginning at a point near the westerly right-of-way line of Highway 224, said point also being North 88°09'24" East 1801.50 feet along the Section Line and SOUTH 801.63 feet from the North Quarter Corner of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian and running thence along the centerline of an existing road for the following nine courses:

1. South 70°02'00" West 60.84 feet,
2. Northwesterly 64.28 feet along a 45.00 foot radius curve to the right (Delta= 81°50'47" and long chord bears North 69°02'36" West 58.95 feet),
3. North 28°07'13" West 313.48 feet,

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4. North 51°50'25" West 342.63 feet,
5. North 47°33'47" West 198.22 feet,
6. North 24°18'59" West 19.19 feet,
7. North 27°16'53" West 182.51 feet,
8. North 43°14'08" West 157.62 feet,°
9. South 48°58'53" West 100.91 feet to the point of ending of this easement. Said North Quarter Corner bears South 82°49'43" West 855.92 feet from said point of ending.

INCLUDING

A 25 foot wide easement for road access purposes the center line of which is described as follows:

Beginning at a point North 88°09'24" East 1117.57 feet along the Section Line and SOUTH 139.91 feet from the North Quarter Corner of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian and running thence along the centerline of an existing road for the following three courses:

1. South 88°53'50" West 73.42 feet,
2. South 86°45'51" West 57.74 feet,
3. South 88°29'50" West 46.29 feet to the point of ending of this easement.

INCLUDING

A 25 foot wide easement for road access purposes the center line of which is described as follows:

Beginning at a point North 88°09'24" East 986.45 feet along the Section Line and SOUTH 140.36 feet from the North Quarter Corner of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian and running thence North 57°48'23" West 27.96 feet along the centerline of an existing road to the point of ending of this easement. Said North Quarter Corner bears North 84°26'11" West 966.82 feet from said point of ending.

DESCRIPTION OF AN EASEMENT TO THE DALY WEST SHAFT SITE

A 25 foot wide easement for road access purposes the center line of which is described as follows:

Beginning at a point South 00°30'49" East 332.76 feet along the Section Line and EAST 77.30 feet from the West Quarter Corner of Section 28, Township 2 South, Range 4 East, Salt Lake Base and Meridian and running thence along the centerline of an existing road for the following ten courses:

1. North 60°56'15" West 106.85 feet,
2. Northwesterly 170.33 feet along a 262.00 foot radius curve to the left (Delta= 37°14'56" and long chord bears North 79°33'43" West 167.35 feet),

3. Southwesterly 54.89 feet along a 50.86 foot radius curve to the left (Delta= 61°50'24" and long chord bears South 50°53'37" West 52.27 feet),
4. South 19°58'25" West 121.34 feet,
5. Southwesterly 74.43 feet along a 55.00 foot radius curve to the right (Delta= 77°32'31" and long chord bears South 58°44'40" West 68.88 feet),
6. North 82°29'05" West 127.37 feet,
7. Southwesterly 100.35 feet along a 165.00 foot radius curve to the left (Delta= 34°50'44" and long chord bears South 80°05'33" West 98.81 feet),
8. South 62°40'11" West 127.86 feet,
9. Northwesterly 56.96 feet along 35.00 foot radius curve to the right (Delta= 93°14'31" and long chord bears North 70°42'33" West 50.88 feet),
10. North 24°05'18" West 20.27 feet to the point of ending of this easement. Said West Quarter Corner bears North 57°18'29" East 846.11 feet from said point of ending.

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