55 # 10642 5769 SOUTH STATE MURRAY, UT

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04/18/97 11:05 AM**NO FEE**

MANCY WORKMAN

RECORDER, SALT LAKE COUNTY, UTAH

MURRAY CITY

PO BOX 57520

MURRAY, UT 84157-0520

REC BY:B ROME , DEPUTY - MP

When recorded, mail to: Murray City Corporation 5025 South State Street Murray, UT 84157-0520

UNDERGROUND EASEMENT

Phillips Petroleum Company, a Delaware corporation, Grantor, hereby grants and conveys to MURRAY CITY CORPORATION, a political subdivision of the State of Utah, Grantee, its successors and assigns, in consideration of TEN DOLLARS (\$10.00) and other good and valuable consideration, a certain perpetual easement and right-of-way for the installation and continued maintenance, repair, alteration and replacement of underground power lines and appurtenances of the Grantee, on and through, the premises of the Grantor in Salt Lake County, State of Utah, more particularly described as follows:

A 10 foot wide utility easement, five feet on each side of the following described centerline (hereinafter "Premises"):

Beginning at a point on the North line of McMillan Lane, said point being the Southeast corner of Phillips Petroleum Company property, and being located West along the quarter section line 1715.72 feet, and North 49.81 feet from the Southeast corner of the Northwest Quarter of Section 18, Township 2 South, Range 1 East, Salt Lake Base and Meridian in the County of Salt Lake, State of Utah and running thence North 24°46'53" West 62.63 feet.

The attached Exhibit A is incorporated by reference as a part of this easement.

Together with all reasonable rights of ingress and egress necessary for the full and complete use, occupation and enjoyment of the ensement granted and all rights and privileges incident thereto, with Grantee's use, occupation or enjoyment of these easements.

Grantee agrees to release, indemnify, defend and hold Grantor, its affiliates, and their directors, officers, employees, agents and representatives harmless from any and all damages arising from its use of the right, easement, and right-of-way herein granted and agrees to repair any damage or pay the reasonable value of said damage, at Grantee's option, which may arise to the Premises from such use, occupation and possession of the rights herein granted.

Grantee shall have the right to assign this Easement in whole or in part.

Grantor shall have the right to use the Premises for purposes not inconsistent with the rights of herein granted.

The provisions hereof shall inure to the benefit of and bind the heirs, executors, mortgagees, lessees, tenants, successors and assigns of the parties hereto.

This Easement is subject to all grants, easements, rights and rights-of-way heretofore reserved or granted or now existing on the Premises.

PHILLIPS PETROLEUM COMPANY, a Dolaware corporation

By: FRANK F. CROMER

Its: FRANK F. CROMER

Its: FRANK F. CROMER

ARGOREGY In Feat

COUNTY OF TAMA

Say that he she is the County of Said corporation by authority of a resolution of its board of directors, and said county of this board of directors and this board of directors.

NOTARY PUBLIC Residing: Lawring County of this board of this board of this board of directors and this board of this board of this board of this board of directors and this board of this board

(SEAL)