

When Recorded, Mail To:

CITY FRONT, L.L.C.
c/o Bridge Partners, Inc.
4885 South 900 East, Suite 100
Salt Lake City, Utah 84117

8105241
12/28/2001 11:14 AM 31.00
Book - 8547 Pg - 7190-7199
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
AMERICA WEST TITLE
BY: SBN, DEPUTY - WI 10 P.

8105241

Space above for County Recorder's Use

PARCEL 1 I.D.# 08-36-353-017
PARCEL 2 I.D.#08-36-035-008
PARCEL 3 I.D.#08-36-035-009

SPECIAL WARRANTY DEED

For good and valuable consideration, receipt of which is hereby acknowledged, **SALT LAKE NEIGHBORHOOD HOUSING SERVICES, INC.**, a Utah nonprofit corporation ("Grantor"), hereby hereby **CONVEYS AND WARRANTS** against all claims by, through and under Grantor, to **CITY FRONT, L.L.C.**, a Utah limited liability company, all of its right, title and interest in and to the real property situated in the County of Salt Lake, State of Utah, which is described on Exhibit "A" attached hereto and made a part hereof, together with all rights and privileges appurtenant thereto.

SUBJECT TO the exceptions set forth on Exhibit "B" attached hereto and made a part hereof.

Dated this 26 day of December, 2001.

GRANTOR:

SALT LAKE NEIGHBORHOOD HOUSING SERVICES, INC., a Utah nonprofit corporation

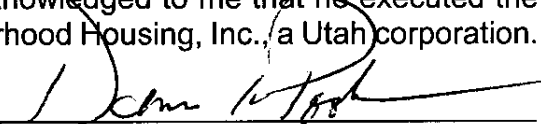
By: Maria Garcia
MARIA GARCIAZ
Executive

AUT-COO-10527C

STATE OF UTAH)
 : ss.
COUNTY OF SALT LAKE)

On the 19 day of December, 2001, personally appeared before me Maria Garciaz, the signer of the within instrument, who duly acknowledged to me that he executed the same as Executive Director of Salt Lake Neighborhood Housing, Inc., a Utah corporation.

My Commission Expires:



NOTARY PUBLIC
Residing at _____

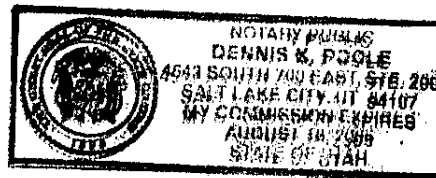


EXHIBIT "A"

LEGAL DESCRIPTION

Situate in Salt Lake County, State of Utah, according to the official plat thereof.

Parcel 1:

Beginning at the intersection of the south right-of-way line of North Temple Street and the west right-of-way line of 600 West Street, said point also being the Northeast corner of Block 60, Plat C, Salt Lake City Survey, and running thence South 89°58'06" West along said south right-of-way line of North Temple Street 466.56 feet to the east right-of-way line of Interstate 15; thence South 16°16'45" West along said right-of-way line 257.95 feet; thence North 89°58'06" East 373.87 feet to the center of Lot 7 in said Block 60; thence North 0°01'00" West 41.26 feet; thence North 89°58'06" East 165.09 feet to a point on the west right-of-way line of 600 West Street; thence North 0°01'00" West along said right-of-way line 41.26 feet; thence South 89°58'06" West 115.56 feet; thence North 0°01'00" West 82.52 feet; thence North 89°58'06" East 115.56 feet to a point on the west right-of-way line of said 600 West Street; thence North 0°01'00" West along said right-of-way line 82.52 feet to the point of beginning.

Together with a right-of-way over the following:

Commencing at a point 78 feet South of the Northeast corner of Lot 6, Block 60, Plat "C", Salt Lake City Survey, and running thence South 91/2 feet; thence West 7 rods; thence North 91/2 feet; thence East 7 rods to the place of beginning.

Parcel 2:

Beginning at a point North 0°01'00" West 247.57 feet and North 89°58'06" East 111.70 feet from the Southwest corner of Lot 3, Block 60, Plat "C", Salt Lake City Survey, said point being on the east right of way line of Interstate 15, as described in UDOT Parcel No. 15-7:160:A, and running thence North 89°58'06" East 193.51 feet to the west line extension of an existing metal building; thence South 0°07'20" West along said west building line and line extended 123.79 feet; thence South 89°58'06" West 233.85 feet to said east line; thence North 18°17'53" East along said east line 83.03 feet to the point of curvature; thence northeasterly along the arc of a 3427.49 foot radius curve to the left and thence along said east line through a central angle of 00°47'25", a distance of 47.27 feet to the point of beginning.

Contains 0.607 acres.

EXHIBIT "A"

LEGAL DESCRIPTION
(Continued)

Parcel 3:

Commencing 5 rods South from the Northeast corner of Lot 6, Block 60, Plat "C", Salt Lake City Survey; thence South 48.5 feet; thence West 7 rods; thence North 48.5 feet; thence East 7 rods to the point of beginning.

Parcel 4:

Beginning at the Southeast corner of Lot 6, Block 60, Plat "C", Sat Lake City Survey; thence North 34 feet; thence West 7 rods; thence South 334 feet; thence East 7 rods to the point of beginning.

Parcels 1 through 4 being combined and described as follows:

Beginning at the intersection of the south right-of-way line of North Temple Street and the west right-of-way line of 600 West Street, said point also being the Northeast corner of Block 60, Plat C, Salt Lake City Survey, and running thence South 89°58'06" West along said south right-of-way line of North Temple Street 466.56 feet to the west line of UDOT Parcel No. 15-7:160:E of Official Records; thence along said west line the following 4 courses: South 16°16'45" West 257.95 feet and South 89°58'57" West 9.67 feet to a point on the arc of a 3427.49 foot radius curve to the right having a central angle of 00°47'25" and Southerly along said arc 47.27 feet to a point of tangency and South 18°17'53" West 83.03 feet; thence North 89°58'06" East 233.84 feet to the west side of a metal building; thence North 00°07'20" East along said west line and line extended 123.79 feet; thence North 89°58'06" East 190.03 feet to the center of Lot 7 in said Block 60; thence North 00°01'00" West 41.26 feet; thence North 89°58'06" East 165.09 feet to a point on the west right-of-way line of 600 West Street; thence North 00°01'00" West along said right-of-way line 206.28 feet to the point of beginning.

Contains 3.308 acres.

EXHIBIT "B"

CITY FRONT PROJECT

Taxes for the year 2001 paid.

8. Taxes for the year 2000 have been paid in the amount of \$14,220.59. (Tax Parcel No. 08-36-353-017).
9. Said property is located within the boundaries of Salt Lake City and is subject to charges and assessments levied thereunder.
10. Any Special Assessments contained within Salt Lake City Special Districts including Street Lighting, Curb and Gutter, and Main Street Improvements where applicable.
14. Right of Way Easement, dated July 7, 1965, in favor of THE MOUNTAIN STATES TELEPHONE AND TELEGRAPH COMPANY, a Colorado Corporation, to construct, operate, maintain and remove such communication and other facilities, from time to time, upon, over, under and across a portion of the subject property, more particularly described as follows:

Commencing 10 rods West and 4 1/2 rods South of the Northeast corner of Lot 7, Block 60, Plat C, Salt Lake City Survey; thence East 5 feet; thence South 10 feet; thence West 28 feet; thence South 55 feet; thence East 52 feet; thence North 20 feet; thence East 5 feet; thence South 25 feet; thence West 48 feet; thence South 40 feet; thence West 5 feet; thence North 40 feet; thence West 5 feet; thence North 105 feet; thence East 28 feet; thence North 5 feet to beginning.

Said Right of Way Easement Recorded November 9, 1965, as Entry No. 2123308, in Book 2397, at Page 337, Salt Lake County Recorder's Office.
15. Easement, dated January 17, 1972, in favor of UTAH POWER AND LIGHT COMPANY, to construct, reconstruct, operate, maintain and repair over, under and across a portion of the subject property, more particularly described as follows:

Beginning on the North boundary line of the Grantor's land at a point 157.4 feet West from the Northeast corner of Block 60, Plat "C", Salt Lake City Survey; thence South 0°01' East 206.25 feet to the South boundary line of said land and being in Lots 6 and 7 of said block 60.

Said Easement recorded September 1, 1976, as Entry No. 2851541, in Book 4321, at Page 296, Salt Lake County Recorder's Office.
16. Easement, dated January 17, 1972, in favor of UTAH POWER AND LIGHT COMPANY, to construct, reconstruct, operate, maintain and repair over, under and across a portion of the subject property, more particularly described as follows:

Beginning on the North boundary line of the Grantor's land at a point 157.4 feet West and 206.25 feet South 0°01' East from the Northeast corner of Block 60, Plat "C", Salt Lake City Survey; thence South 0°01' East 2.75 feet; thence South 89°59' West 7 feet to a transformer pad on said land and being in Lot 7 of said Block 60.

Said Easement recorded September 1, 1976, as Entry No. 2851542, in Book 4321, at Page 297, Salt Lake County Recorder's Office.
17. Right-of-Way Agreement dated February 15, 1961, by and between RANCHO LAND CORPORATION and DORA C. SCOTT, recorded February 24, 1961 as Entry No. 1763616 in Book 1783 at Page 102, Salt Lake County Recorder's Office.

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EXHIBIT "B"

CITY FRONT PROJECT
(Continued)

18. Perpetual Easement in favor of Utah Department of Transportation subject to the terms and conditions contained therein dated April 22, 1997 recorded May 16, 1997 as Entry No. 6646240 in Book 7668 at Page 1987 Salt Lake County Recorder's Office.
19. Subject to the following items, as disclosed by a survey prepared by McNeil engineering, having been certified under the date of March 4, 1998, by DALE K. BENNETT, a Registered Land Surveyor holding License No. 103381. Said items are as follows.
 - A. Overhead Sign Encroachment over the North property line.
20. Reservations to Bowling Center Associates, contained in that certain Real Estate Purchase Agreement, by and between BOWLING CENTER ASSOCIATES as Seller, ("Seller"), and BENCHMARK MEDIA HOUSING, L.C., as Purchaser ("Benchmark"), dated September 25, 1998, which provide in pertinent part that Seller retains the right to occupy or to permit another the right to occupy, and to collect rents arising out of the lease of that existing building located upon the Property through March 1, 1999. Seller hereto covenants and agrees, at its sole cost and expense, to vacate said Property and to demolish and remove from the Property all construction debris and materials on or before March 1, 1999, or such later date as Seller and Benchmark shall agree in writing. Said Reservations disclosed in Warranty Deed recorded October 19, 1998, as Entry No. 7122827, in Book 8128, at Page 2719, Salt Lake County Recorder's Office.
21. Declaration of Covenants, Conditions and Restrictions, but deleting any covenant, condition or restriction indicating a preference, limitation or discrimination based on race, color, religion, sex, handicap, familial status, or national origin to the extent such covenants, conditions or restrictions violate 42 USC 3604(c). Said Covenants recorded October 19, 1998, as Entry No. 7122828, in Book 8128, at Page 2726, Salt Lake County Recorder's Office.
22. Declaration of Covenants, Conditions and Restrictions, but deleting any covenant, condition or restriction indicating a preference, limitation or discrimination based on race, color, religion, sex, handicap, familial status, or national origin to the extent such covenants, conditions or restrictions violate 42 USC 3604(c). Said Covenants recorded October 19, 1998, as Entry No. 7122829, in Book 8128, at Page 2736, Salt Lake County Recorder's Office.
23. Option Agreement, dated October 9, 1998, by and between REDEVELOPMENT AGENCY OF SALT LAKE CITY, a Public Agency, and BOWLING CENTER ASSOCIATES, a Utah General Partnership, subject to the terms and conditions as contained therein, recorded October 19, 1998, as Entry No. 7127832, in Book 8128, at Page 2783, Salt Lake County Recorder's Office.
24. Notice of Adoption of Redevelopment Plan Entitled "Granary District Redevelopment Project Area Plan", dated April 15, 1999, subject to the terms and conditions contained therein, recorded April 22, 1999, as Entry No. 7329735, in Book 8270, at Page 3839, Salt Lake County Recorder's Office.

(Continued)

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EXHIBIT "B"

CITY FRONT PROJECT
(Continued)

25. Notice of Adoption of Redevelopment Plan Entitled "Depot District Redevelopment Project Area Plan", dated October 15, 1998, subject to the terms and conditions contained therein, recorded October 22, 1998, as Entry No. 7127194, in Book 8133, at Page 1835, Salt Lake County Recorder's Office.
26. Amended Notice of Adoption of Redevelopment Plan Entitled "Depot District Redevelopment Project Area Plan", dated October 15, 1998, subject to the terms and conditions contained therein, recorded May 06, 1999, as Entry No. 7345726, in Book 8275, at Page 1402, Salt Lake County Recorder's Office.
27. Subject to the following items, as disclosed by a survey prepared by McNeil Engineering and Land Surveying, L.C., having been certified under the date of November 27, 2000, by Dale K. Bennett, a Registered Land Surveyor holding License No. 103381. Said items are as follows.
 - a) existing fire hook-up on the North property line
 - b) existing storm inlet boxes

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CO. RECORDER

BK 8547 PG 7196

EXHIBIT "B"

CITY FRONT PROJECT

(THE FOLLOWING AFFECTS PARCEL 3)

8. Taxes for the year 2001 have been paid. Taxes for the year 2000 were paid in the amount of \$1,453.98. (Tax Parcel No. 08-36-353-008)

(THE FOLLOWING AFFECTS PARCEL 4)

9. Taxes for the year 2001 have been paid. Taxes for the year 2000 were paid in the amount of \$651.97. (Tax Parcel No. 08-36-353-008)
10. Said property is located within the boundaries of Salt Lake City and is subject to charges and assessments levied thereunder.
11. Any Special Assessments contained within Salt Lake City Special Districts including Street Lighting, Curb and Gutter, and Main Street Improvements where applicable.

(THE FOLLOWING AFFECTS PARCEL 3)

12. A Deed of Trust securing an indebtedness of the amount stated therein and any other amounts payable under the terms thereof:

DATED	July 28, 1998
TRUSTOR	DANUEL R. STANGER and KATHRYN A. STANGER, husband and wife
AMOUNT	\$126,000.00
TRUSTEE	BRYAN C. ROBINSON
BENEFICIARY	CHASE MANHATTAN MORTGAGE CORPORATION
RECORDED	July 31, 1998
ENTRY NO.	7042138
BOOK	8051
PAGE	0851

Assigned to CITIBANK, N.A., by Assignment of Trust Deed, dated March 3, 2000, from CHASE MANHATTAN MORTGAGE CORPORATION, recorded December 19, 2000, as Entry No. 7783255, in Book 8409, at Page 1192, Salt Lake County Recorder's Office.

(THE FOLLOWING AFFECTS PARCEL 4)

13. A Deed of Trust securing an indebtedness of the amount stated therein and any other amounts payable under the terms thereof:

DATED	July 28, 1998
TRUSTOR	DANUEL R. STANGER and KATHRYN A. STANGER, husband and wife
AMOUNT	\$72,000.00
TRUSTEE	BRYAN C. ROBINSON
BENEFICIARY	CHASE MANHATTAN MORTGAGE CORPORATION
RECORDED	July 31, 1998
ENTRY NO.	7042141
BOOK	8051
PAGE	0863

Assigned to CITIBANK, N.A., by Assignment of Trust Deed, dated March 3, 2000, from CHASE MANHATTAN MORTGAGE CORPORATION, recorded December 19, 2000, as Entry No. 7783254, in Book 8409, at Page 1190, Salt Lake County Recorder's Office.

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EXHIBIT "B"

CITY FRONT PROJECT
(Continued)

(THE FOLLOWING AFFECTS PARCEL 3)

14. Right-of-Way over the North 5 feet as disclosed by Right-of-Way Agreement dated February 15, 1961 recorded February 24, 1961 as Entry No. 1763616 in Book 1783 at Page 102, Salt Lake County Recorder's Office.

(THE FOLLOWING 6 EXCEPTIONS AFFECT BOTH PARCELS 3 and 4)

15. Right of Way Grant, dated July 14, 1952, in favor of MOUNTAIN FUEL SUPPLY COMPANY, to lay maintain, operate, repair, remove and replace pipe lines, gates and gate boxes for transportation of gas through and across a portion of the subject property. Said Right of Way Grant recorded August 21, 1952, as Entry No. 1297374, in Book 948, at Page 589, Salt Lake County Recorder's Office.
16. An Option Agreement by and between REDEVELOPMENT AGENCY OF SALT LAKE CITY, a public agency and BOWLING CENTER ASSOCIATES, a Utah general partnership.
17. A Notice of Adoption of REDEVELOPMENT plan entitled "DEPOT DISTRICT REDEVELOPMENT Project area plan.
18. A Notice of Adoption of REDEVELOPMENT plan entitled "GRANARY DISTRICT REDEVELOPMENT project area plan.
19. An Amended Notice of Adoption of REDEVELOPMENT plan entitled "DEPOT DISTRICT REDEVELOPMENT project area plan.
20. Subject to the following items, as disclosed by a survey prepared by MCNEIL ENGINEERING AND LAND SURVEYING, L.C., having been certified under the date of March 4, 1998, by DALE K. BENNETT, a Registered Land Surveyor holding License No. 103381. Said items are as follows.
 - a) 2 electric meters
 - b) existing gas man holes
 - c) 4' building over hang with 4' walk under
 - d) 3' chain link fence
 - e) existing light pole
 - f) one story stucco building
 - g) two story brick structure with basement

NOTE: The following name(s) have been checked for judgments:

SHARON M. MARTINES
DANUEL R. STANGER
KATHRYN A. STANGER

No unsatisfied judgments have been filed in the past eight years except those, if any, shown hereinabove.

BK8547PG7198

EXHIBIT "B"

CITY FRONT PROJECT
(Continued)

A Trust Deed dated December 26, 2001 between Salt Lake Neighborhood Housing Services, Inc., a Utah nonprofit corporation, as Trustor, Dennis K. Poole, Attorney at Law, as Trustee, and Benchmark Media Housing, L.C., a Utah limited liability company as Beneficiary. (To be recorded)

An All-Inclusive Deed of Trust dated December 26, 2001, between Salt Lake Neighborhood Housing Services, Inc., a Utah nonprofit corporation, as Trustor, Dennis K. Poole, Attorney at Law, as Trustee, and Danuel R. Stanger and Kathryn A. Stanger as Beneficiary. (To be recorded)

A Modified Trust Deed dated November 16, 2001, between Salt Lake Neighborhood Housing Services, Inc., a Utah nonprofit corporation, as Trustor, Larry V. Spendlove, Attorney at Law, as Trustee, and Salt Lake City Corporation as Beneficiary. (To be recorded)