

When recorded, return to:

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

00630268 Bk01468 Pg01140-01146

ALAN SPRIGGS, SUMMIT CO RECORDER
2002 AUG 27 12:54 PM FEE \$1.00 BY DMG
REQUEST: JORDANELLE SPECIAL SERVICE DIST

GRANT OF EASEMENTS (Well Site 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 grant and convey 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, a non-exclusive easement to locate, construct, equip, and install an underground water well at an approved location within each of the following tracts of land (hereinafter the "Well Site Parcels"), each of which Well Site Parcel is more fully described in a legal description attached hereto as Exhibit "A" and incorporated herein by reference, situated in Wasatch County, State of Utah:

- (1) Pioche Subdivision Well Site;
- (2) Pocatello Gulch Borehole Well Site; and
- (3) Brown's Canyon/Peoa Junction Well Site;

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

EXCEPTING AND RESERVING UNTO GRANTOR, its successors and assigns, the mineral estate and all ores and minerals of whatever nature or character situated in, upon, or under the Well Site 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.

GRANTOR conveys the above-referenced easements on the Well Site Parcels (the "Easements") subject to the following conditions, covenants, and restrictions:

- (1) GRANTEE's use of each of the Easements is subject to GRANTOR's development plans on each of the Well Site Parcels;
- (2) GRANTEE must provide written notice to GRANTOR of the proposed specific location of each water well on each of the Well Site Parcels, and GRANTOR must give written approval for each proposed specific water well location prior to GRANTEE's commencement of drilling of each well; and
- (3) When a specific well location on a Well Site Parcel is approved in writing by GRANTOR, then, at the request of GRANTEE, GRANTOR will convey to GRANTEE the surface estate of the specific well site location within each Well Site Parcel.

GRANTOR further grants and conveys the Easements without any representation or warranty as to the suitability of the Well Site Parcels for the location of water wells and subject to GRANTEE's obtaining appropriate governmental approvals for each water well within each of the Well Site Parcels.

GRANTOR's conveyance of an access easement to the Pioche Subdivision Well Site is further limited to only such rights as GRANTOR has acquired by prescriptive use.

THIS GRANT OF EASEMENTS 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 Well Site Parcels.

The officer who signs this Grant of Easements hereby certifies that he has appropriate authority to execute this Grant of Easements and that this Grant of Easements and the transfer represented hereby were duly authorized under a resolution duly adopted or consented to by the Board of Directors of GRANTOR.

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IN WITNESS WHEREOF, GRANTOR has caused this instrument to be signed by its duly authorized officer this 16th day of August, 2002.

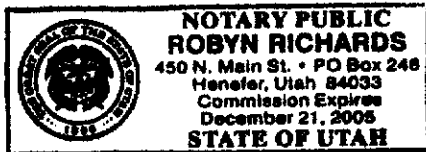
GRANTOR:

UNITED PARK CITY MINES COMPANY

By Hank Rothwell
Hank Rothwell
Its President

STATE OF UTAH)
) SS.
COUNTY OF Summit

The foregoing instrument was acknowledged before me this 16th day of August, 2002, by Hank Rothwell, the President of United Park City Mines Company, on behalf of United Park City Mines Company.



Robyn Richards
NOTARY PUBLIC
Residing at Henrieville, UT

My commission expires:

December 21, 2005

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Exhibit "A"
to
GRANT OF EASEMENTS
(Well Site Parcels)

DESCRIPTION OF THE PIOCHE PARCEL

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.

DESCRIPTION OF THE POCATELLO GULCH
BOREHOLE /WELL SITE

Beginning at a point located South 82° 25' 20" East 9942.10 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 14° 32' 24" West 66.46 Feet;
Thence North 79° 15' 11" West 95.83 Feet;
Thence South 82° 42' 46" West 103.33 Feet
Thence South 76° 27' 24" West 101.74 Feet

Thence West 21.46 Feet
Thence North 145.34 Feet;
Thence East 220.48 Feet;
Thence South 61° 18' 54" East 129.00 Feet to the point of beginning.

Contains 0.85 Acres more or less.

DESCRIPTION OF THE PEOA/BROWNS CANYON CORNER PARCEL

Beginning at the northeast corner of Section 1, Township 2 South, Range 4 East Salt Lake Base and Meridian;

Thence North 89° 46' 04" West 5334.17 Feet to a point on a 5534.58 foot radius curve to the left whose center point bears North 17° 35' 08" East 5534.58 Feet thence along the arc of said curve 370.39 Feet;

Thence South 66° 59' 31" East 246.59 Feet to a point on a 5579.58 Foot radius curve to the left whose radius point bears North 11° 14' 45" East 5579.58 Feet then along the arc of said curve a distance of 267.80 Feet;

Thence South 81° 30' 46" East 1224.14 Feet;

Thence North 87° 10' 38" East 407.2 Feet;

Thence South 81° 49' 38" East 472.22 Feet;

Thence South 83° 45' 40" East 94.95 Feet;

Thence South 87° 14' 5" East 1564.54 Feet to a point on a 2144.93 Foot radius curve to the right whose radius point bears South 10° 52' 37" West 2144.93 Feet then along the arc of said curve a distance of 700.13 Feet;

Thence North 2° 22' 20" East 115.76 Feet

Thence North 5° 25' 43" East 53.01 Feet to a point on a 1072.64 foot radius curve to the left whose radius point bears North 89° 23' 53" East 1072.64 Feet thence along the arc of said curve a distance of 426.67 Feet;

Thence North 00° 13' 35" West 190.56 Feet to the point of beginning.

Contains 49.28 Acres more or less.

Exhibit "B"
to
GRANT OF EASEMENTS
(Well Site Parcels)

**DESCRIPTION OF THE ACCESS ROAD EASEMENT
FOR THE PIOCHE 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;

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Thence North 88° 43' 38" West 170.66 Feet;

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

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