

**RECORDING REQUESTED BY
AND WHEN RECORDED MAIL TO:**

OM Enterprises Company
5295 South 300 West
Suite 475
Murray, Utah 87107
Attn: John Birkinshaw

8329277
08/22/2002 11:17 AM 22.00
Book - 8636 Pg - 3717-3723
GARY W. OTT
RECORDER, SALT LAKE COUNTY, UTAH
FOUNDERS TITLE
BY: ZJM, DEPUTY - WI 7 P.

8329277

AMENDMENT TO EASEMENT AGREEMENT

THIS AMENDMENT TO EASEMENT AGREEMENT (this "Amendment") is entered into as of August 12th, 2002, by and between **OM ENTERPRISES COMPANY**, a Utah corporation ("OME"), as successor-in-interest to **KENNECOTT UTAH COPPER CORPORATION**, a Delaware corporation ("KUCC"), and **THE LAST HOLDOUT, L.L.C.**, a Utah limited liability company ("The Last Hold Out"), with respect to the following:

RECITALS:

A. Pursuant to that certain Easement Agreement dated as of August 18, 2000, executed by KUCC and Margaret S. Bastian, individually and as Trustee of the Sheltered Trust under Will of Elmer P. Bastian, deceased, Mary E. Bastian, David S. Bastian and Emily B. Markham ("**Bastians**") recorded on August 21, 2000, in the Official Records of Salt Lake County, State of Utah, as Instrument No. 7701767, in Book 8382, Pages 1514 to 1532 (the "**Original Easement Agreement**"), KUCC granted to Bastians certain perpetual nonexclusive easements for the purpose of providing pedestrian and vehicular ingress and egress to and from the Bastian Parcel, as described in Exhibit "A" hereto. All initially capitalized terms not defined herein shall have the meaning set forth in the Original Easement Agreement.

B. Pursuant to Section 1.5 of the Original Easement Agreement, KUCC has the right, with Bastians' prior written consent, to relocate the East Easement.

C. Bastians created The Last Holdout, a limited liability company which they control, and transferred all of their right, title and interest in and to the Bastian Property to The Last Holdout. Accordingly, The Last Holdout is now entitled to grant any approval to relocate any easements benefiting the Bastian Property, under the terms of the Original Easement Agreement.

F-55957

D. OME (as successor to KUCC's interest in the Kennecott East Parcel) desires to relocate the East Easement, and The Last Holdout (as successor to Bastians) has agreed to such relocation.

E. The parties now desire to amend the Original Easement Agreement to relocate the East Easement.

NOW, THEREFORE, in consideration of the foregoing and for other good and valuable consideration, the receipt and sufficiency of which are acknowledged by both parties, the parties agree as follows:


1. **Relocation of Easement:** OME and The Last Holdout hereby amend the Original Easement Agreement to relocate the East Easement to the location described on Exhibit "B" attached hereto and depicted on Exhibit "C" attached hereto, both incorporated herein by this reference, for the purposes set forth in the Original Easement Agreement. The Last Holdout hereby acknowledges that, in accordance with Section 1.5 of the Original Easement Agreement, (a) the relocated East Easement is substantially comparable in terrain and distance to the original East Easement, (b) provides access to and from the Bastian Parcel to 11800 South and (c) does not materially increase the maintenance costs or expenses to The Last Holdout for the East Easement. OME and The Last Holdout hereby release the original location of the East Easement in its entirety as depicted on Exhibits "F" and "G" of the Original Easement Agreement.

2. **No Other Revisions:** Except as expressly modified hereby, all other terms and provisions of the Original Easement Agreement shall remain in full force and effect, are incorporated herein by this reference, and shall govern the conduct of the parties hereto; provided, however, to the extent of any inconsistency between the provisions of the Original Easement Agreement and the provisions of this Amendment, the provisions of this Amendment shall control.

3. **Counterparts.** This Amendment may be executed in one or more counterparts, each of which shall be deemed an original but all of which, when taken together, shall constitute one and the same Amendment.

IN WITNESS WHEREOF, OME and The Last Holdout have executed this Amendment as of the day and year first above written.

OM ENTERPRISES COMPANY,
a Utah corporation

By: 
Name: Jonathan F. Callender
Its: VP Resource Development

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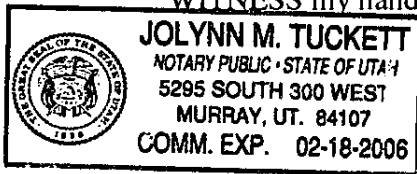
THE LAST HOLDOUT, L.L.C., a Utah limited liability company

By: David S. Bastian
David S. Bastian
Its: Manager

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

On August 12, 2002, before me, Jolynn M. Tuckett, a Notary Public in and for said State, personally appeared Jonathan F. Callender, personally known to me (or 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.

WITNESS my hand and official seal.

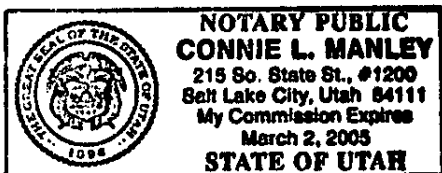


Jolynn M. Tuckett

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

On August 12, 2002, before me, David S. Bastian, a Notary Public in and for said State, personally appeared David S. Bastian, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he is the Manager of The Last Holdout, L.L.C., a Utah limited liability company, and executed the same in such authorized capacity on behalf of said company.

WITNESS my hand and official seal.



Connie L. Manley

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EXHIBIT "A"
BASTIAN PARCEL

ALL THAT CERTAIN REAL PROPERTY IN THE STATE OF UTAH, COUNTY OF SALT LAKE, DESCRIBED AS FOLLOWS:

South 80 rods of Section 14, Township 3 South, Range 2 West, Salt Lake Base and Meridian, less tracts deeded to Utah Power & Light Co.

(Contains 151.05 acres, more or less.)

EXHIBIT "B"

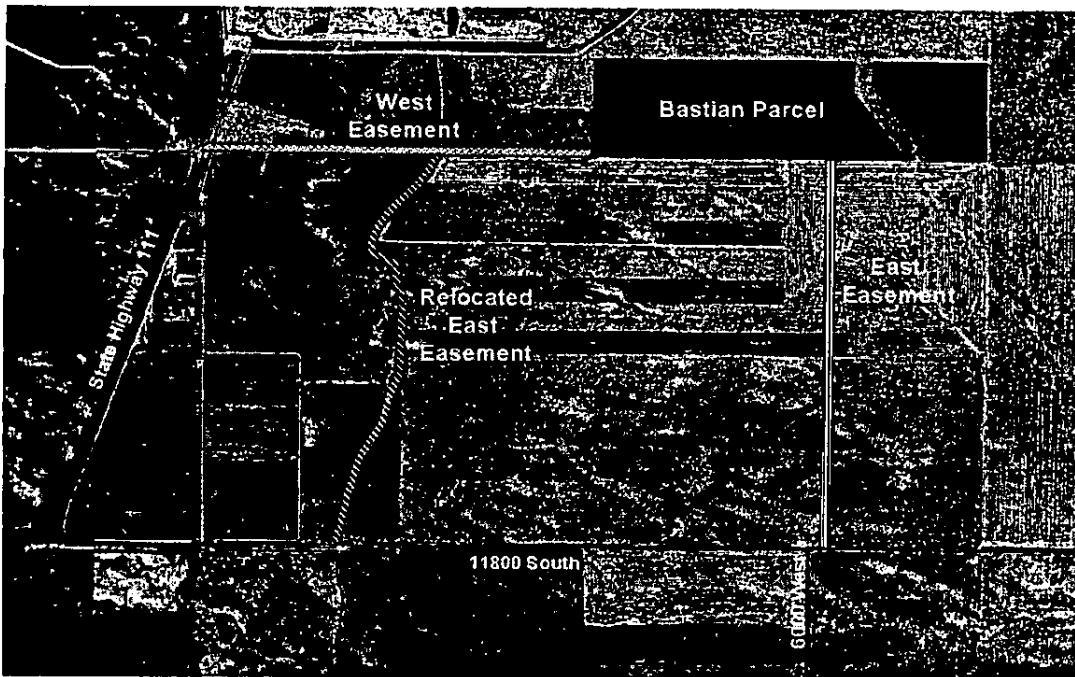
LEGAL DESCRIPTION OF RELOCATED EAST EASEMENT

A 120.00-foot wide access easement, lying 60.00 feet measured perpendicularly to on each side of and parallel to the following described centerline, and being more particularly described as follows:

Commencing at the South $\frac{1}{4}$ Corner of Section 22, Township 3 South, Range 2 West, Salt Lake Base & Meridian; thence North $89^{\circ}49'44''$ West for 789.974 feet along the South line of said section to the POINT OF BEGINNING; and running thence North $18^{\circ}13'31''$ East for 184.544 feet; thence with a curve to the left having a radius of 1000.000 feet, a central angle of $06^{\circ}47'05''$ (chord bearing and distance of North $14^{\circ}49'59''$ East for 118.346 feet), and for an arc distance of 118.415 feet; thence North $11^{\circ}26'26''$ East for 285.733 feet; thence with a curve to the right having a radius of 1000.000 feet, a central angle of $06^{\circ}17'52''$ (chord bearing and distance of North $14^{\circ}35'22''$ East for 109.863 feet), and for an arc distance of 109.918 feet; thence North $17^{\circ}44'18''$ East for 460.850 feet; thence with a curve to the right having a radius of 660.000 feet, a central angle of $15^{\circ}36'08''$ (chord bearing and distance of North $25^{\circ}32'22''$ East for 179.170 feet), and for an arc distance of 179.725 feet; thence North $33^{\circ}20'26''$ East for 315.491 feet; thence with a curve to the left having a radius of 750.000 feet, a central angle of $18^{\circ}23'47''$ (chord bearing and distance of North $24^{\circ}08'33''$ East for 239.775 feet), and for an arc distance of 240.808 feet; thence North $14^{\circ}56'40''$ East for 233.609 feet; thence with a curve to the right having a radius of 1000.000 feet, a central angle of $11^{\circ}53'56''$ (chord bearing and distance of North $20^{\circ}53'38''$ East for 207.301 feet), and for an arc distance of 207.674 feet; thence North $26^{\circ}50'35''$ East for 48.621 feet; thence with a curve to the left having a radius of 500.000 feet, a central angle of $22^{\circ}19'05''$ (chord bearing and distance of North $15^{\circ}41'03''$ East for 193.532 feet), and for an arc distance of 194.761 feet; thence North $04^{\circ}31'31''$ East for 97.062 feet; thence with a curve to the left having a radius of 500.000 feet, a central angle of $08^{\circ}44'36''$ (chord bearing and distance of north $00^{\circ}09'13''$ East for 76.226 feet), and for an arc distance of 76.300 feet; thence North $04^{\circ}13'05''$ West for 126.331 feet; thence with a curve to the right having a radius of 200.000 feet, a central angle of $07^{\circ}35'16''$ (chord bearing and distance of North $00^{\circ}25'27''$ West for 26.467 feet), and for an arc distance of 26.486 feet; thence North $03^{\circ}22'10''$ East for 562.958 feet; thence with a curve to the left having a radius of 250.000 feet, a central angle of $23^{\circ}31'23''$ (chord bearing and distance of North $08^{\circ}23'31''$ West for 101.919 feet), and for an arc distance of 102.638 feet; thence North $20^{\circ}09'12''$ West for 70.347 feet; thence with a curve to the left having a radius of 100.000 feet, a central angle of $09^{\circ}02'12''$ (chord bearing and distance of North $24^{\circ}40'18''$ West for 15.756 feet), and for an arc distance of 15.772 feet; thence North $29^{\circ}11'24''$ West for 50.390 feet; thence with a curve to the right having a radius of 100.000 feet, a central angle of $19^{\circ}17'35''$ (chord bearing and distance of North $19^{\circ}32'37''$ West for 33.514 feet), and for an arc distance of 33.673 feet; thence North $09^{\circ}53'49''$ West for 98.771 feet; thence with a curve to the right having a radius of 100.000 feet, a central angle of $11^{\circ}30'43''$ (chord bearing and distance of North $04^{\circ}08'27''$ West for 20.058 feet), and for an arc distance of 20.092 feet;

thence North 01°36'54" East for 65.308 feet; thence with a curve to the left having a radius of 125.000 feet, a central angle of 68°20'54" (chord bearing and distance of North 32°33'32" West for 140.427 feet), and for an arc distance of 149.113 feet; thence North 66°43'59" West for 197.424 feet; thence with a curve to the right having a radius of 135.000 feet, a central angle of 79°33'49" (chord bearing and distance of North 26°57'05" West for 172.764 feet), and for an arc distance of 187.467 feet; thence North 12°49'50" East for 43.656 feet; thence with a curve to the right having a radius of 500.000 feet, a central angle of 15°12'18" (chord bearing and distance of North 20°25'59" East for 132.299 feet), and for an arc distance of 132.688 feet; thence North 28°02'08" East for 83.083 feet; thence with a curve to the right having a radius of 1000.000 feet, a central angle of 17°53'47" (chord bearing and distance of North 36°59'01" East for 311.081 feet), and for an arc distance of 312.349 feet; thence North 45°55'54" East for 473.778 feet; thence with a curve to the left having a radius of 500.000 feet, a central angle of 14°44'40" (chord bearing and distance of North 38°33'34" East for 128.314 feet), and for an arc distance of 128.668 feet; thence North 31°11'15" East for 273.054 feet; thence with a curve to the left having a radius of 200.000 feet, a central angle of 15°03'58" (chord bearing and distance of North 23°39'16" East for 52.439 feet), and for an arc distance of 52.591 feet to a point on the North line of said Section 22, said point being the END of said centerline easement, said point lying South 89°46'20" East for 543.379 feet from the North ¼ Corner of said Section 22.

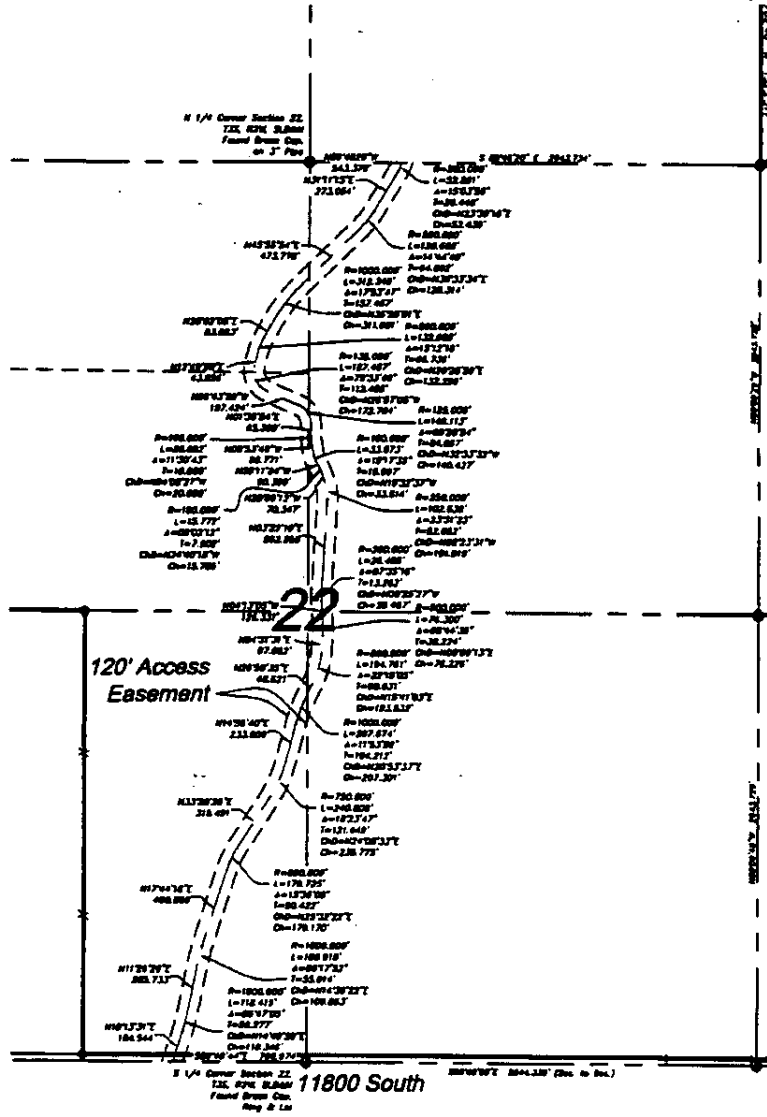
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CO. RECORDER



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EXHIBIT "C"

PLOT OF RELOCATED EAST EASEMENT



- POOR COPY -
CO. RECORDER